

**UNITED STATES OF AMERICA
DEPARTMENT OF THE TREASURY
OFFICE OF THE COMPTROLLER OF THE CURRENCY**

In the Matter of:

MUFG Union Bank, N.A.
San Francisco, California

AA-EC-2019-36

CONSENT ORDER

WHEREAS, the Comptroller of the Currency of the United States of America (“Comptroller”), through his duly authorized representative, has supervisory authority over MUFG Union Bank, National Association (“Bank”);

WHEREAS, the Comptroller intends to initiate a civil monetary penalty action against the Bank pursuant to Section 102(f) of the Flood Disaster Protection Act, as amended, (“Flood Act”) (42 U.S.C. § 4012a(f)) for a pattern or practice of violations of the Flood Act and its implementing regulations, specifically 12 C.F.R. § 22.3(a);

WHEREAS, in the interest of cooperation and to avoid the costs associated with future administrative and judicial proceedings with respect to the above matter, the Bank, without admitting or denying any wrongdoing, has agreed to execute this Consent Order (“Order”); and

NOW, THEREFORE, in consideration of the above premises, the Comptroller, through his duly authorized representative, and the Bank, through its duly elected and acting Board of Directors, stipulate and agree to the following:

Article I

JURISDICTION

(1) The Bank is a national banking association, chartered and examined by the Comptroller pursuant to the National Bank Act of 1864, as amended, 12 U.S.C. § 1 *et seq.* Accordingly, the Bank is an “insured depository institution” as that term is defined in 12 U.S.C. § 1813(c)(2) and is a “regulated lending institution” as that term is defined in 42 U.S.C. § 4003(a)(10).

(2) Pursuant to 42 U.S.C. §§ 4003(a)(5) and 4012a(f), the Comptroller is the appropriate “Federal entity for lending regulation” to maintain an enforcement proceeding against the Bank for Flood Act violations.

Article II

ORDER FOR CIVIL MONETARY PENALTY

The Bank hereby consents, and the Comptroller orders that:

(1) The Bank shall pay a civil monetary penalty in the amount of one hundred nine thousand six hundred sixty-seven dollars (\$109,667.00) upon execution of this Order.

(2) The Bank shall make payment in full by check made payable to the National Flood Insurance Program and shall deliver the payment to: Kevin Montgomery, Federal Emergency Management Agency, 400 C St. SW, 3rd Floor, Washington, D.C., 20472. The docket number of this action (AA-EC-2019-36) shall be entered on the check.

(3) The Bank shall submit a copy of the check immediately, by overnight delivery, to the Director of Enforcement and Compliance, Office of the Comptroller of the Currency (“OCC”), 400 7th Street, S.W., Washington, DC 20219.

(4) This Order shall be enforceable to the same extent and in the same manner as an effective and outstanding order that has been issued and has become final pursuant to 12 U.S.C. §§ 1818(h) and (i) and 42 U.S.C. § 4012a.

Article III

WAIVERS

(1) The Bank, by executing and consenting to this Order, waives:

- (a) the right to the issuance of a Notice pursuant to 12 U.S.C. § 1818(i) and 42 U.S.C. § 4012a(f)(4), and recognizes that the OCC letter dated February 19, 2019, from Vance S. Price, Deputy Comptroller, constitutes a valid substitute notice (“Notice Letter”);
- (b) any and all rights to a hearing and a final agency decision pursuant to 12 U.S.C. § 1818(i), 12 C.F.R Part 19, and 42 U.S.C. § 4012a(f)(4);
- (c) any and all rights to seek administrative or judicial review of this Order;
- (d) any and all rights to in any way contest the validity of this Order; and
- (e) any and all claims for fees, costs, or expenses against the Comptroller, or any of his agents or employees, related in any way to this enforcement matter or the Order, whether arising under common law or under the terms of any statute, including, but not limited to, the Equal Access to Justice Act, 5 U.S.C. § 504 and 28 U.S.C. § 2412.

(2) The Bank declares that no separate promise or inducement of any kind has been made by the Comptroller, his agents or employees, to cause or induce the Bank to agree to consent to the issuance of this Order and/or to execute this Order.

(3) It is hereby agreed that the provisions of this Order constitute a settlement of the civil monetary penalty proceeding contemplated by the Comptroller on the basis of the Bank's violations of the Flood Act and regulations as described in this Order and in the Notice Letter. However, the specific violations described herein may be used by the Comptroller in future enforcement actions to establish a pattern or practice of misconduct or the continuation of a pattern or practice of misconduct.

(4) It is further agreed that the provisions of this Order shall not be construed as an adjudication on the merits and, except as set forth above in paragraph (3) of this Article, shall not inhibit, estop, bar, or otherwise prevent the Comptroller from taking any action affecting the Bank if, at any time, he deems it appropriate to do so to fulfill the responsibilities placed upon him by the several laws of the United States of America.

(5) The Bank understands that nothing herein shall preclude any proceedings brought by the Comptroller to enforce the terms of this Order, and that nothing herein constitutes, nor shall the Bank contend that it constitutes, a waiver of any right, power, or authority of any other representatives of the United States or agencies thereof, including the Department of Justice, to bring other actions deemed appropriate.

IN TESTIMONY WHEREOF, the undersigned, authorized by the Comptroller as his duly authorized representative, has hereunto set his signature on behalf of the Comptroller.

s/Vance S. Price

7-29-2019

By:

Vance S. Price
Deputy Comptroller for International Banking
Supervision

Date

IN TESTIMONY WHEREOF, the undersigned, as the duly elected and acting Board of Directors of the Bank, have hereunto set their hands on behalf of the Bank.

<u>s/Roberta (“Robin”) A. Bienfait</u> Roberta (“Robin”) A. Bienfait	<u>07/23/19</u> Date
<u>s/Stephen E. Cummings</u> Stephen E. Cummings	<u>7/23/2019</u> Date
<u>s/Michael D. Fraizer</u> Michael D. Fraizer	<u>7/23/2019</u> Date
<u>s/Mohan S. Gyani</u> Mohan S. Gyani	<u>7/23/2019</u> Date
<u>s/Ann F. Jaedicke</u> Ann F. Jaedicke	<u>7/23/19</u> Date
<u>s/Kazuo Koshi</u> Kazuo Koshi	<u>7/23/2019</u> Date
<u>s/Masato Miyachi</u> Masato Miyachi	<u>7/23/2019</u> Date
<u>s/Toby S. Myerson</u> Toby S. Myerson	<u>7/23/2019</u> Date
<u>s/Barbara L. Rambo</u> Barbara L. Rambo	<u>7/23/2019</u> Date
<u>s/Muneaki Tokunari</u> Muneaki Tokunari	<u>July 23, 2019</u> Date
<u>s/Dean A. Yoost</u> Dean A. Yoost	<u>7/23/2019</u> Date