

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

**In the Matter of:**

Citibank, N.A.  
Sioux Falls, South Dakota

AA-EC-2019-67

**CONSENT ORDER**

**WHEREAS**, the Office of the Comptroller of the Currency (“OCC”) has supervisory authority over Citibank N.A., Sioux Falls, South Dakota (“Bank”);

**WHEREAS**, the OCC intends to initiate civil money penalty proceedings against the Bank pursuant to 12 U.S.C. § 1818(i), through the issuance of a Notice of Assessment of a Civil Money Penalty, for engaging in violations of law, rule, or regulation, including those relating to the holding period of other real estate owned (“OREO”), 12 U.S.C. § 29 and 12 C.F.R. § 34.82.

**WHEREAS**, in the interest of cooperation and to avoid additional costs associated with administrative and judicial proceedings with respect to the above matter, the Bank, by and through its duly elected and acting Board of Directors (“Board”), consents to the issuance of this Consent Order (“Order”), by the OCC through the duly authorized representative of the Comptroller of the Currency (“Comptroller”); and

**NOW, THEREFORE**, pursuant to the authority vested in the OCC by Section 8(i) of the Federal Deposit Insurance Act, as amended, 12 U.S.C. § 1818(i), the OCC hereby orders that:

**ARTICLE I**

**JURISDICTION**

(1) The Bank is an “insured depository institution” as that term is defined in 12 U.S.C. § 1813(c)(2).

(2) The Bank is a national banking association within the meaning of 12 U.S.C. § 1813(q)(1)(A), and is chartered and examined by the OCC. *See* 12 U.S.C. § 1 *et seq.*

(3) The OCC is the “appropriate Federal banking agency” as that term is defined in 12 U.S.C. § 1813(q) and is therefore authorized to initiate and maintain this civil money penalty action against the Bank pursuant to 12 U.S.C. § 1818(i).

## **ARTICLE II**

### **COMPTROLLER’S FINDINGS**

The Comptroller finds, and the Bank neither admits nor denies, the following:

(1) The Bank engaged in repeated violations of the statutory holding period for OREO in 12 U.S.C. § 29 and 12 C.F.R. § 34.82, including over 200 violations alone between April 4, 2017 and August 14, 2019.

(2) In 2015, the Bank reviewed its OREO processes and portfolio and identified violations of 12 U.S.C. § 29 and 12 C.F.R. § 34.82. These violations resulted from the Bank’s deficient processes and controls in the identification and monitoring of the OREO holding period. Specifically, the Bank lacked adequate policies, procedures, and processes to effectively identify and monitor the holding period for OREO assets. The Bank committed to developing and implementing corrective actions to address these deficiencies.

(3) Subsequently, the Bank submitted multiple requests to extend the holding period for OREO assets. These requests were not made timely and resulted in numerous additional violations.

(4) On April 4, 2017, the OCC notified the Bank that its internal controls governing OREO remained decentralized, ineffective, and inadequate.

(5) Since April 4, 2017, the Bank continued to submit numerous untimely requests to

extend the OREO holding period for properties held in violation of 12 U.S.C. § 29 and 12 C.F.R. § 34.82.

(6) Following additional efforts to correct the root cause of the continued OREO holding period violations, the Bank recommitted to implementing corrective actions by August 31, 2018. The Bank failed to meet its commitment, resulting in additional violations of 12 U.S.C. § 29 and 12 C.F.R. § 34.82.

(7) The OCC continues to monitor the Bank's progress to implement the required corrective actions to attain effective policies, procedures, and processes to identify and monitor the holding period for OREO assets in compliance with the law and regulation. As part of these efforts the Bank has, over the last twelve months, significantly reduced its inventory of OREO assets.

### **ARTICLE III**

#### **ORDER FOR A CIVIL MONEY PENALTY**

(1) The Bank shall make payment of a civil money penalty in the total amount of thirty million dollars (\$30,000,000), which shall be paid upon the execution of this Order.

(2) Such payment shall be made by a wire transfer sent in accordance with instructions provided by the OCC and the docket number of this case (AA-EC-2019-67) shall be entered on the wire confirmation. A copy of the wire confirmation shall be sent immediately, by overnight delivery, to the Director of Enforcement, Office of the Comptroller of the Currency, 400 7<sup>th</sup> Street, S.W., Washington, D.C. 20219.

### **ARTICLE IV**

#### **WAIVERS**

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

- (a) any and all rights to the issuance of a Notice of Charges pursuant to 12 U.S.C. § 1818;
- (b) any and all procedural rights available in connection with the issuance of this Order;
- (c) any and all rights to a hearing and a final agency decision pursuant to 12 U.S.C. § 1818 and 12 C.F.R. Part 19;
- (d) any and all rights to seek any type of administrative or judicial review of this Order;
- (e) any and all claims for fees, costs, or expenses against the OCC, or any of its officers, employees, or agents related in any way to this enforcement matter or this 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;
- (f) any and all rights to assert this proceeding, the consent to and/or the issuance of this Order, as the basis for a claim of double jeopardy in any pending or future proceeding brought by the United States Department of Justice or any other governmental entity; and
- (g) any and all rights to challenge or contest the validity of this Order.

## **ARTICLE V**

### **CLOSING**

(1) This Order is a settlement of the civil money penalty proceeding against the Bank contemplated by the OCC, based on the violations of law described in the Comptroller's Findings set forth in Article II of this Order. The OCC releases and discharges the Bank from all

potential liability for a civil money penalty order that has been or might have been asserted by the OCC based on the violations described in Article II of this Order, to the extent known to the OCC as of the effective date of this Order. Nothing in this Order, however, shall prevent the OCC from:

- (a) instituting enforcement actions other than a civil money penalty order against the Bank based on the Comptroller's Findings set forth in Article II of this Order;
- (b) instituting enforcement actions against the Bank based on any other findings;
- (c) instituting enforcement actions against institution-affiliated parties (as defined by 12 U.S.C. § 1813(u)) based on the Comptroller's Findings set forth in Article II of this Order, or any other findings; or
- (d) utilizing the Comptroller's Findings set forth in Article II of this Order in future enforcement actions against the Bank or its institution-affiliated parties to establish a pattern or the continuation of a pattern.

(2) Nothing in this Order is a release, discharge, compromise, settlement, dismissal, or resolution of any actions, or in any way affects any actions that may be or have been brought by any other representative of the United States or an agency thereof, including, without limitation, the United States Department of Justice.

(3) This Order is:

- (a) an "order issued with the consent of the depository institution" within the meaning of 12 U.S.C. § 1818(h)(2);

(b) an “effective and outstanding . . . order” within the meaning of 12 U.S.C. § 1818(i)(1); and

(c) a “final order” within the meaning of 12 U.S.C. § 1818(i)(2) and (u).

(4) This Order is effective upon its issuance by the OCC, through the Comptroller’s duly authorized representative.

(5) This Order is not a contract binding on the United States, the United States Treasury Department, the OCC, or any officer, employee, or agent of the OCC and neither the Bank nor the OCC intends this Order to be a contract.

(6) No separate promise or inducement of any kind has been made by the OCC, or by its officers, employees, or agents, to cause or induce the Bank to consent to the issuance of this Order.

(7) The terms of this Order, including this paragraph, are not subject to amendment or modification by any extraneous expression, prior agreements, or prior arrangements between the parties, whether oral or written.

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// Digitally Signed, Dated: 2019.10.11

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Gregory Coleman  
Deputy Comptroller  
Large Bank Supervision

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

/s/Barbara J. Desoer

10/9/19

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Barbara J. Desoer (Chair)

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Date

/s/Ellen M. Costello

10/9/19

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Ellen M. Costello

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Date

/s/Duncan P. Hennes

10/2/19

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Duncan P. Hennes

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Date

/s/S. Leslie Ireland

10/9/19

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S. Leslie Ireland

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Date

/s/Mary McNiff

10/9/19

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Mary McNiff

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Date

/s/Eugene M. McQuade

10/9/19

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Eugene M. McQuade

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Date

/s/James S. Turley

10/9/19

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James S. Turley

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Date

/s/Deborah C. Wright

10/9/19

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Deborah C. Wright

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Date