

UNITED STATES OF AMERICA  
BEFORE THE  
OFFICE OF THRIFT SUPERVISION

In the Matter of )  
 )  
John W. Waldvogel )  
 )  
Former Officer and Director of )  
First Federal Savings and )  
Loan Association of Toledo )  
Toledo, Ohio )  
 )

Resolution No. CIN 91- 39  
Dated: November 22, 1991

**STIPULATION AND CONSENT TO THE ENTRY OF A PROHIBITION ORDER**

The Office of Thrift Supervision ("OTS"), by and through its Regional Director for the Central Region, and John W. Waldvogel, former officer and director of First Federal Savings and Loan Association of Toledo, Toledo, Ohio ("First Federal"), hereby stipulate and agree as follows:

1. Consideration. The OTS, based upon information reported to it, is of the opinion that the grounds exist to initiate an administrative prohibition proceeding against John W. Waldvogel pursuant to Section 8(e) of the Federal Deposit Insurance Act ("FDIA"), 12 U.S.C. § 1818(e) (Supp. I 1989). John W. Waldvogel desires to cooperate with the OTS and to avoid the time and expense of such administrative litigation and, while neither admitting nor denying that such grounds exist, hereby stipulates and agrees to the following terms in consideration of the forbearance of OTS from initiating such administrative prohibition litigation against him.

2. Jurisdiction

(a) First Federal is a "savings association" within the meaning of Section 3 of the FDIA and Section 2 of the Home Owners' Loan Act of 1933. Accordingly, it is an "insured depository institution" as that term is defined in Section 3(c) of the FDIA, 12 U.S.C. § 1813(c) (Supp. I. 1989).

(b) John W. Waldvogel, as a former officer and director of First Federal, is an "institution-affiliated party" as that term is defined in Section 3(u) of the FDIA, 12 U.S.C. § 1813(u) (Supp. I 1989).

(c) Pursuant to Section 3 of the FDIA, the OTS is the "appropriate Federal banking agency" to maintain enforcement proceedings against such a savings association or its institution-affiliated parties. Therefore, John W. Waldvogel is subject to the authority of the OTS to initiate and maintain a prohibition proceeding against him pursuant to Section 8(e) and 8(b)(8) of the FDIA, 12 U.S.C. § 1818(e) and (b)(8) (Supp. I 1989).

3. Consent. John W. Waldvogel consents to the issuance by the OTS of the accompanying Order of Prohibition ("Order"). He further agrees to comply with its terms upon issuance and stipulates that the order complies with all requirements of law.

4. Finality. The Order is issued under Section 8(e) and 8(b)(8) of the FDIA, 12 U.S.C. § 1818(e) and (b)(8) (Supp. I 1989). Upon its issuance by the Regional Director for the Central Region, OTS, it shall be a final order, effective and fully enforceable by the OTS under the provisions of Section 8(i) of the FDIA, 12 U.S.C. § 1818(i) (Supp. I 1989).

5. Waivers. John W. Waldvogel waives his right to a notice of intention to prohibit and the administrative hearing provided by Section



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ORDER OF PROHIBITION

WHEREAS, John W. Waldvogel has executed a Stipulation and Consent to the Entry of a Prohibition Order ("Stipulation"), which is accepted and approved by the Office of Thrift Supervision ("OTS") acting through its Regional Director for the Central Region; and

WHEREAS, John W. Waldvogel in the Stipulation has consented and agreed to the issuance of this Order of Prohibition ("Order") pursuant to Section 8(e) and 8(b)(8) of the Federal Deposit Insurance Act ("FDIA"), 12 U.S.C. Sec. 1818(e) and (b)(8) (Supp. I 1989).

NOW THEREFORE, IT IS ORDERED that:

1. Without the prior written approval of the Regional Director for the Central Region of OTS and, if appropriate, another Federal financial institutions regulatory agency, John W. Waldvogel may not hold any office in, or participate in any manner in the conduct of the affairs of any

institution(s) or other entity as set forth in Section 8(e)(7)(A) of the FDIA, 12 U.S.C. § 1818(7)(A) (Supp. I 1989). Pursuant to Section 8(e)(6) of the FDIA, 12 U.S.C. § 1818(e)(6) (Supp. I 1989), conduct prohibited by this Order includes, inter alia, the solicitation, transfer, or exercise of any voting rights with respect to any securities issued by any insured depository institution.

2. The Stipulation is made a part hereof and is incorporated herein by this reference.

3. This Order is subject to the provisions of Section 8(j) of the FDIA, 12 U.S.C. § 1818(j) (Supp. I 1989), and shall become effective on the date it is issued.

THE OFFICE OF THRIFT SUPERVISION

By: \_\_\_\_\_ /S/  
Stuart M. Braiman  
Regional Director  
Central Region  
Office of Thrift Supervision