UNITED STATES OF AMERICA
Before The
OFFICE OF THRIFT SUPERVISION

In the Matter of	)	Order No.: DC-11-009
BRENT BISHOP	)	Effective Date: February 3, 2011
Former Investment Services Officer and Institution-Affiliated Party of	)	
MidFirst Bank Oklahoma City, Oklahoma OTS Docket No. 14191	)	

ORDER OF PROHIBITION

WHEREAS, Brent Bishop (BISHOP) has executed a Stipulation and Consent to the Issuance of an Order of Prohibition (Stipulation); and

WHEREAS, BISHOP, by executing the Stipulation, has consented and agreed to the issuance of this Order of Prohibition (Order) by the Office of Thrift Supervision (OTS), pursuant to 12 USC § 1818(e); and

WHEREAS, pursuant to delegated authority, the OTS Deputy Director of Examinations, Supervision and Consumer Protection (Deputy Director), is authorized to issue Orders of Prohibition where the individual has consented to the issuance of an order.

NOW, THEREFORE, IT IS ORDERED that:

Prohibition

1. BISHOP, except upon the prior written consent of OTS (acting through its Director or an authorized representative thereof) and any other "appropriate Federal financial institutions regulatory agency," for purposes of 12 USC § 1818(e)(7)(B)(ii), shall not:

a. hold any office in, or participate in any manner in the conduct of the affairs of, any institution or agency specified in 12 USC § 1818(e)(7)(A), including, but not limited to:

i. any insured depository institution as defined in 12 USC § 1813(c);

ii. any institution treated as an insured depository institution under 12 USC §§ 1818(b)(3) and 1818(b)(4) and any subsidiary thereof, or treated as a savings and loan holding company under 12 USC § 1818(b)(9) and any subsidiary thereof;

iii. any insured credit union under the Federal Credit Union Act (12 USC §§ 1751 et seq.);

iv. any institution chartered under the Farm Credit Act of 1971 (12 USC §§ 2001 et seq.);

v. any appropriate Federal depository institution regulatory agency, within the meaning of 12 USC § 1818(e)(7)(D); and

vi. the Federal Housing Finance Board and any Federal Home Loan Bank;

b. solicit, procure, transfer, attempt to transfer, vote, or attempt to vote any proxy, consent, or authorization with respect to any voting rights in any institution described in 12 USC § 1818(e)(7)(A);

c. violate any voting agreement previously approved by the "appropriate Federal banking agency" within the meaning of 12 USC § 1813(q); or

d. vote for a director, or serve or act as an "institution-affiliated party," as that term is defined at 12 USC § 1813(u), for an insured depository institution.

Effective Date, Incorporation of Stipulation.

2. This Order is effective on the Effective Date as shown on the first page. The Stipulation is made a part hereof and is incorporated herein by this reference.

Duration.

3. This Order shall remain in effect until terminated, modified or suspended, by written notice of such action by OTS, acting by and through its authorized representatives.

Compliance.

4. Bishop shall promptly respond to any request from OTS for documents to demonstrate compliance with this Order.

IT IS SO ORDERED.

OFFICE OF THRIFT SUPERVISION

By: **/s/**
Thomas A. Barnes
Deputy Director, Examinations, Supervision and Consumer Protection

Date: See Effective Date on page 1

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STIPULATION AND CONSENT TO THE ISSUANCE OF AN
ORDER OF PROHIBITION

WHEREAS, the Office of Thrift Supervision (OTS), acting by and through its Deputy Director of Examinations, Supervision and Consumer Protection (Deputy Director), and based upon information derived from the exercise of its regulatory and supervisory responsibilities, has informed Brent Bishop (BISHOP), a former investment services officer of MidFirst Bank, Oklahoma City, Oklahoma, OTS Docket No. 14191 (MidFirst or the Association), that grounds exist to initiate an administrative prohibition proceeding against him pursuant to 12 USC § 1818(e); and

WHEREAS, the Deputy Director, pursuant to delegated authority, is authorized to issue Orders of Prohibition where the individual has consented to the issuance of an order; and

WHEREAS, BISHOP desires to cooperate with the OTS and to avoid the time and expense of such administrative prohibition proceeding by entering into this Stipulation and Consent to the Issuance of an Order of Prohibition (Stipulation) and, without admitting or denying that such grounds exist, or the Findings of Fact or opinions and conclusions of the OTS, but only admitting the statements and conclusions in Paragraph 1 below concerning Jurisdiction, hereby stipulates and agrees to the following:

1. **Jurisdiction.**

   a. MidFirst is a "savings association" within the meaning of 12 U.S.C. § 1813(b) and 12 U.S.C. § 1462(4). Accordingly, the Association is an "insured depository institution" as that term is defined in 12 U.S.C. § 1813(c).

   b. BISHOP is a former investment services officer of the Association and is an "institution-affiliated party" as defined in 12 U.S.C. § 1813(u) and served in such capacity within six (6) years of the Effective Date as shown on the first page (see 12 U.S.C. § 1818(i)(3)); and

   c. Pursuant to 12 U.S.C. § 1813(q), the Director of OTS is the "appropriate Federal banking agency" with jurisdiction to maintain an administrative prohibition proceeding against savings associations and institution-affiliated parties. Therefore, BISHOP is subject to the jurisdiction of OTS to initiate and maintain an administrative prohibition proceeding against him pursuant to 12 U.S.C. § 1818(e)(2).

2. OTS Findings of Fact.

Beginning in November 2009 and continuing until September 2010, while BISHOP was an investment services officer at MidFirst, BISHOP fraudulently and without

authorization misused his position to obtain customer funds by fraud and to embezzle funds from MidFirst customers. By the time BISHOP's activities were discovered, these activities involved in excess of $108,000.00 in customer funds. Accordingly:

a. BISHOP has, directly or indirectly, violated (as defined in 12 U.S.C. § 1813(v)) a law or regulation, and/or a final cease-and-desist order, and/or a condition imposed in writing by a Federal banking agency in connection with the grant of an application or other request by the Association, and/or any written agreement between the Association and the OTS; and/or engaged or participated in any unsafe or unsound practices in connection with the Association; and/or committed or engaged in any act, omission, or practice which constitutes a breach of his fiduciary duty; and,

b. By reason of such violation, practice, or breach by BISHOP, MidFirst has suffered or will probably suffer financial loss or other damage; and/or the interests of the Association's depositors have been or could be prejudiced; and/or BISHOP has received financial gain or other benefit by reason of such violation, practice, or breach; and,

c. Such violation, unsafe or unsound practice, or breach by BISHOP: involves personal dishonesty on the part of BISHOP; and/or demonstrates willful or continuing disregard by BISHOP for the safety or soundness of the Association.

3. <u>Consent.</u>

BISHOP consents to the issuance by the OTS of the accompanying Order of Prohibition (Order). BISHOP further agrees to comply with the terms of the Order upon the Effective Date of the Order and stipulates that the Order complies with all requirements of law.

4. Finality.

The Order is issued by OTS under 12 U.S.C. § 1818(e) and upon the Effective Date it shall be a final order, effective and fully enforceable by the OTS under the provisions of 12 U.S.C. § 1818(i).

5. Waivers.

BISHOP waives the following:

a. The right to be served with a written notice of the OTS's charges against him as provided by 12 U.S.C. § 1818(e) and 12 C.F.R. Part 509;

b. The right to an administrative hearing of the OTS's charges against him as provided by 12 U.S.C. § 1818(e) and 12 C.F.R. Part 509;

c. The right to seek judicial review of the Order, including, without limitation, any such right provided by 12 U.S.C. § 1818(h), or otherwise to challenge the validity of the Order; and

d. Any and all claims against the OTS, including its employees and agents, and any other governmental entity for the award of fees, costs or expenses related to this OTS enforcement matter and/or the Order, whether arising under common law, federal statutes or otherwise.

6. OTS Authority Not Affected.

Nothing in this Stipulation or accompanying Order shall inhibit, estop, bar, or otherwise prevent the OTS from taking any other action affecting BISHOP if, at any time, the OTS deems it appropriate to do so to fulfill the responsibilities placed upon the OTS by law.

7. Other Governmental Actions Not Affected.

BISHOP acknowledges and agrees that his consent to the issuance of the Order is solely for the purpose of resolving the matters addressed herein, consistent with Paragraph 9 above, and does not otherwise release, discharge, compromise, settle, dismiss, resolve, or in any way affect any actions, charges against, or liability of BISHOP that arise pursuant to this action or otherwise, and that may be or have been brought by any governmental entity other than the OTS.

8. **Acknowledgment of Criminal Sanctions.**

BISHOP acknowledges that the Stipulation and Order are subject to the provisions of 12 U.S.C. § 1818(j), which includes potential imprisonment of not more than five (5) years and/or a fine of not more than $1,000,000 for his knowing participation, directly or indirectly, in any manner, in the conduct of the affairs of an institution as set forth in the Order.

9. Miscellaneous.

a. The laws of the United States of America shall govern the construction and validity of this Stipulation and the Order.

b. If any provision of this Stipulation and/or the Order is ruled to be invalid, illegal, or unenforceable by the decision of any Court of competent jurisdiction, the validity, legality, and enforceability of the remaining provisions hereof shall not in any way be affected or impaired thereby, unless the Deputy Director in his or her sole discretion determines otherwise.

c. All references to the OTS in this Stipulation and the Order shall also mean any of the OTS's predecessors, successors, and assigns.

d. The section and paragraph headings in this Stipulation and the Order are for convenience only and shall not affect the interpretation of this Stipulation or the Order.

e. The terms of this Stipulation and the Order represent the final agreement of the parties with respect to the subject matters hereof, and constitute the sole agreement of the parties with respect to such subject matters; and

f. This Stipulation and the Order shall remain in effect until terminated, modified, or suspended in writing by the OTS, acting through its Deputy Director, or other authorized representative.

WHEREFORE, BISHOP executes this Stipulation.

Accepted by:

BRENT BISHOP

By: _____/s/_____
Brent Bishop

OFFICE OF THRIFT SUPERVISION

By:_____/s/_____
Thomas A. Barnes
Deputy Director

Date: See Effective Date on page 1