

Delegations of Authority – Filings (Subject to Authorities Reserved to the Board) – Updated as of March 20, 2024

As used herein, RMS is the Division of Risk Management Supervision, DCP is the Division of Depositor and Consumer Protection, and Legal is the Legal Division

Subpart A, Part 303 of the FDIC Rules and Regulations: Rules of General Applicability

Refer to Appendix A below for a list of requirements for acting under delegated authority at the RO level.

Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
Parent company, capital and liquidity maintenance, passivity, and similar agreements	Execute, modify, and terminate	No	Yes	Yes	No	No	No	Yes, if there are implications related to CRA or consumer protection	Yes	
Operating agreements	Execute, modify, and terminate	No	Yes	Yes	Yes	No	No	Yes, if there are implications related to CRA or consumer protection	Yes	
Modification of publication or comment period	Determination	No	Yes	Yes	Yes	No	No	Yes	Yes	A-6
Investigations and examinations (303.6)	Determine to examine or investigate and evaluate facts as necessary or appropriate under the circumstances	No	Yes	Yes (AD&SC)	Yes	Yes	No	No	No	A-4
Request for reconsideration (303.11(f))	Deny	No	Yes	Yes	No	No	No	Yes, if there are implications related to CRA or consumer protection	Yes	A-1
	Grant	No	Yes	Yes	Yes	No	No	Yes, if there are implications related to CRA or consumer protection	Yes	A-1

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Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
Final determination if request for reconsideration is granted (303.11(f))	Determination	Yes	Yes (Director)	No	No	No	No	Yes, if there are implications related to CRA or consumer protection	Yes	A-2
Requests for review of Section 32 notices of Disapproval (308.154(a))	Issue Decision	No	Yes	Yes	No	No	No	No	Yes	
Notice of intent and orders (303.11(g)(1) & (2))	Notice of intent and final order to nullify, withdraw, revoke, amend, or suspend a filing decision	Yes	Yes	Yes	Yes	Yes	No	Yes, if there are implications related to CRA or consumer protection	Yes	A-3
	Temporary order	Yes	Yes	Yes	No	No	No	Yes, if there are implications related to CRA or consumer protection	Yes	A-3
Abandonment of a filing	Determination	No	Yes	Yes	Yes	No	No	Yes, if there are implications related to CRA or consumer protection	Yes	A-5
Routine correspondence related to a filing	Sign	No	Yes	Yes (AD&SC)	Yes	Yes	Yes	No	No	A-7
Correspondence transmitting filings to other government agencies for comment	Sign	No	Yes	Yes (AD&SC)	Yes	Yes	Yes	No	No	

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Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
Removal of a filing from expedited processing	Determination	No	Yes	Yes	Yes	Yes	No	No	No	A-8

FOOTNOTES – SUBPART A

- A-1** Appeals of denied change in bank control, change in senior executive officer or director, or Section 19 applications are covered by Subparts D, L, and M, respectively, of Part 308.
- A-2** The delegated authority for determinations on supervisory filings (other than change in bank control, change in senior executive officer or director, or Section 19 applications) for which requests for reconsideration have been granted will be made as follows:
1. Board of Directors, if the Board originally denied the filing.
 2. Supervision Appeals Review Committee (SARC), with the concurrence of the General Counsel or designee, if applicable, if the filing was originally denied by Director, Senior Deputy Director, Deputy Director, or Associate Director.
 3. Director, with the concurrence of the General Counsel or designee, if the filing was originally denied by a Regional Director or designee.
- The decision at any of these levels is the final agency determination.
- A-3** Authority is reserved to the Board to issue notices of intent and temporary and final orders under 303.11(g) as to any decision on a filing originally acted on by the Board.
- If not originally acted on by the Board, notice of intent and final orders under 303.11(g) are delegated, as indicated.
- Issuance of a temporary order under 303.11(g) is delegated to the Director, Senior Deputy Director, Deputy Director, and Associate Director.
- Only the official who acted on the original filing, or an official of higher authority, may exercise 303.11(g) delegation.
- A-4** Unless otherwise provided, authority to take action provided by statute or regulation, such as issuance of a notice of formal investigation, remains subject to the Legal concurrence requirement. Authority delegated to RMS would also remain subject to reservations of authority by the Board and delegations to any Board committees or Legal.
- A-5** If the Regional Office has authority to act on the underlying filing, authority to determine a filing has been abandoned (per Section 303.11(e) of the FDIC Rules and Regulations) is delegated to the Regional Director or Deputy Regional Director. If authority to act on the underlying filing is reserved to the Board or any Washington Office official, authority to determine a filing has been abandoned is delegated to the appropriate Associate Director.
- A-6** If the Regional Office has authority to act on the underlying filing: authority to approve or deny a modification of publication requirements or comment periods rests with the Regional Director or Deputy Regional Director. If authority to act on the underlying filing is reserved to the Board or any Washington Office official, authority to approve or deny modification of publication requirements or comment periods is delegated to: (a) the appropriate Associate Director, or (b) the appropriate section chief.

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- A-7** Authority to send routine correspondence related to a filing is limited to documents that do not convey a decision, determination, or position. Routine correspondence would include, for example, providing fingerprinting instructions, issuing requests for competitive factors reports, or issuing acknowledgment letters (or emails), so long as the correspondence does not trigger a statutory or regulatory time frame, or have the effect of allowing the institution to engage in an activity, transaction, or relationship that is the subject of a filing.
- A-8** Authority to remove a filing from expedited processing rests with the official authorized to act on the filing if standard processing applied; however, such authority is not delegated below the ARD.

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Subpart B, Part 303 of the FDIC Rules and Regulations: Deposit Insurance Applications

Refer to Appendix A below for a list of requirements for acting under delegated authority at the RO level.

Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
Deposit Insurance (DI)	Deny	Yes	No	No	No	No	No	Yes	Yes	
DI - Non-Bank if member of PBO or aggregate foreign ownership (25 percent or more) or control	Approve	Yes	No	No	No	No	No	Yes	Yes	B-1, B-4, B-5
DI - Non-Bank if an industrial bank or industrial loan company (ILC)	Approve	Yes	No	No	No	No	No	Yes	Yes	B-1
DI - Non-Community Bank if member of PBO or aggregate foreign ownership (25 percent or more) or control	Approve	Yes	No	No	No	No	No	Yes	Yes	B-1, B-4, B-5
DI - Traditional Community Bank	Approve	No	Yes	Yes	Yes	No	No	Yes	Yes	B-1, B-2, B-3
Traditional Community Bank – Continuation of FDI upon withdrawal from FRS	Approve	No	Yes	Yes (AD&SC)	Yes	Yes	No	Yes	No	B-1, B-2, B-3, B-6, B-8
DI - Non-Bank if a CEBA trust bank, CEBA credit card bank, or municipal deposit bank	Approve	No	Yes	Yes	No	No	No	Yes	Yes	B-1, B-2, B-4, B-5
Determination regarding the applicability or interpretation of Part 354 of the FDIC Rules and Regulations, and any request submitted pursuant to any subpart of Part 354	Determination	No	Yes	Yes	No	No	No	Yes, if there are implications related to CRA or consumer protection	Yes	
DI - Non-Community Bank	Approve	No	Yes	Yes	No	No	No	Yes	Yes	B-1, B-2, B-4, B-5
DI - Interim Depository Institution	Approve	No	Yes	Yes	Yes	Yes	No	No	Yes	B-1, B-2, B-3, B-7

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FOOTNOTES – SUBPART B:

B-1 As described further in the FDIC Deposit Insurance Applications Procedures Manual Supplement:

- In general, traditional community banks focus on providing banking services, including loans and core deposits, typically relied on by individuals and businesses in their local communities.
- A non-bank is an insured depository institution (IDI) that is a “bank” for purposes of the Federal Deposit Insurance Act (FDI Act), but is not a “bank” for purposes of the Bank Holding Company Act. Non-banks include industrial banks or industrial loan companies (ILCs), trust banks, credit card banks, and municipal deposit banks.
- A non-community bank is an IDI that may, in contrast to a traditional community bank, (1) focus on products, services, activities, market segments, funding, or delivery channels other than local lending and deposit taking; (2) pursue a broad geographic footprint (such as operating nationwide from a limited number of offices); (3) pursue a monoline, limited, or specialty business model; or (4) operate within an organizational structure that involves significant affiliate or other third-party relationships (other than common relationships such as those providing audit, human resources, or core information technology processing services). A non-community bank may or may not operate under a non-bank charter. Non-community banks include specialty (or niche) institutions, publicly owned institutions, foreign owned institutions, institutions in a parallel banking organization, institutions formed to acquire a failed bank, and other types of operating non-insured entities seeking federal deposit insurance (note: a converting credit union operating with a community-based field of membership would be considered a traditional community bank, for purposes of these delegations).

B-2 The Board has reserved to itself authority to approve any deposit insurance application if any of the following circumstances exist:

- (i) One or more of the statutory factors enumerated under section 6 of the FDI Act is not favorably resolved;
- (ii) The filing does not conform with the FDIC’s Statement of Policy on Applications for Deposit Insurance;
- (iii) The application involves unresolved management interlocks, as prohibited by the Depository Institution Management Interlocks Act and its implementing regulation (12 CFR part 348), or any other applicable implementing regulation;
- (iv) Compliance with the CRA and any applicable related regulations is not favorably resolved;
- (v) A CRA protest has been filed and remains unresolved, if the DCP Director or the Director’s delegate(s) has not provided concurrence that approval of the application would be consistent with the purposes of the CRA (where the Director has provided such a concurrence, the applicant must also agree in writing to conditions imposed regarding the CRA);
- (vi) The applicant is an operating noninsured institution that is determined to not be eligible for federal deposit insurance for the class of institution to which the applicant belongs in the state (as defined in section 3(a) of the FDI Act (12 U.S.C. § 1813(a)) in which the applicant is located; or
- (vii) The applicant has not agreed in writing to conditions imposed by the FDIC. As such, agreement in writing must be obtained for all conditions, both standard and non-standard. This includes the conditions presented below and any other conditions that the FDIC may impose, at its discretion.

The following conditions must be imposed in all cases (note that conditions 1-3 address the standard conditions of Section 303.2(bb) of the FDIC Rules and Regulations):

- 1) Deposit insurance will not be effective until the applicant has obtained all necessary and final approvals from all appropriate authorities, and has authority to conduct all proposed business activities.
- 2) The FDIC’s approval will expire on [a specified date not to exceed one year] unless, in the meantime, a request for an extension of time has been approved.
- 3) Until deposit insurance becomes effective, the FDIC retains the right to alter, suspend, or withdraw its approval should any interim development be deemed to warrant such action.

The following conditions should also be imposed in all cases, unless the condition is clearly not applicable or relevant:

- 4) The applicant shall provide initial paid-in capital of [a specific dollar amount].
- 5) The tier 1 capital-to-assets leverage ratio (as defined in the appropriate capital regulation and guidance of the institution’s primary federal regulator) shall be maintained at not less than [a specified percentage] throughout the first three years of operation and an adequate allowance for credit losses will be provided.
- 6) Any changes in proposed directors and senior executive officers shall be approved by the appropriate Regional Director prior to the institution opening for business.

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- 7) Any changes in proposed ownership that could result in any party controlling 10 percent or more of any class of stock shall be approved by the appropriate Regional Director prior to the institution opening for business.
- 8) [This condition should be imposed when deposit insurance is granted to an interim institution formed or organized solely to facilitate a related transaction] Deposit insurance will only become effective in conjunction with the consummation of all related transactions.
- 9) [This condition should be imposed when the proposal involves control by a holding company to be supervised by the Federal Reserve Board] Deposit insurance will only become effective when the existing or proposed bank or thrift holding company has obtained approval of the Board of Governors of the Federal Reserve System to acquire voting stock control of the proposed depository institution prior to its opening for business.
- 10) [This condition should be imposed when final documentation supporting the construction or rental of permanent quarters has not yet been provided by the applicant] Deposit insurance will not become effective until all final proposed contracts, leases, and agreements relating to construction or rental of permanent quarters are acceptable to the appropriate Regional Director.
- 11) Deposit insurance will not become effective unless full disclosure has been made to all proposed directors and stockholders of the facts concerning the interest of any insider in any transactions being effected or then contemplated, including the identity of the parties to the transaction and the terms and costs involved.
- 12) [This condition should be imposed when the application is being approved with a vacancy in one or more director or senior executive officer positions] The institution shall obtain the non-objection of the appropriate Regional Director for any individual(s) selected to serve as [insert specific titles].
- 13) The applicant shall have adequate fidelity coverage.
- 14) The institution shall obtain an audit of its financial statements by an independent public accountant annually for at least the first three years after deposit insurance is effective and submit to the appropriate Regional Director (i) a copy of the audited annual financial statements and the independent public auditor's report thereon within 90 days after the end of the institution's fiscal year, (ii) a copy of any other reports by the independent auditor (including any management letters) within 15 days after their receipt by the institution, and (iii) written notification within 15 days when a change in the institution's independent auditor occurs.
- 15) The institution shall operate within the parameters of the business plan submitted to the FDIC. During the first three years of operation, the institution shall provide prior notice to the appropriate Regional Director or its primary federal regulator, if not the FDIC, for any proposed major deviation or material change from the submitted business plan.
- 16) The institution shall develop and implement a Community Reinvestment Act plan appropriate for its business strategy, if not previously submitted.
- 17) During the first three years of operation, the institution shall notify the appropriate Regional Director of any plans to establish a loan production office at least 60 days prior to opening the facility.
- 18) [This condition should be imposed in cases primarily involving special purpose de novo institutions, where the applicant's business plan indicates there will only be an intercompany or similar deposit] The institution shall acquire, prior to the effective date of deposit insurance, and continue to maintain the requisite deposits to be "engaged in the business of receiving deposits other than trust funds," as defined in Section 303.14 of the FDIC Rules and Regulations.

In addition, the following conditions, per Part 354 of the FDIC Rules and Regulations, must be imposed if the institution will be an ILC controlled by a Covered Company. A Covered Company means any company that is not subject to federal consolidated supervision by the Federal Reserve Board and that controls an ILC as a result of a change in bank control pursuant to Section 7(j) of the FDI Act, as a result of a merger transaction pursuant to Section 18(c) of the FDI Act, or that is granted deposit insurance pursuant to Section 6 of the FDI Act, in each case on or after April 1, 2021.

- 19) The institution shall operate within the parameters of the business plan submitted to the FDIC. Without the FDIC's prior written approval, the institution shall not make a material change in its business plan. [This condition would replace number 15 above.]
- 20) Without the FDIC's prior written approval, the institution shall not add or replace a member of the board of directors, board of managers, or a managing member, as the case may be, of the institution during the first three years after becoming a subsidiary of [the Covered Company].
- 21) Without the FDIC's prior written approval, the institution shall not add or replace a senior executive officer during the first three years after becoming a subsidiary of [the Covered Company].
- 22) Without the FDIC's prior written approval, the institution shall not employ a senior executive officer who is, or during the past three years has been, associated in any manner (e.g., as a director, officer, employee, agent, owner, partner, or consultant) with an affiliate of the institution.
- 23) Without the FDIC's prior written approval, the institution shall not enter into any contracts for services material to the operations of the institution with [the Covered Company] or any subsidiary thereof.

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- B-3** Applications involving an operating non-insured entity that would be considered a traditional community bank (e.g., a converting credit union operating with a community-based field of membership) where the assigned composite rating is “3” or worse or the field investigation results in findings equivalent to a composite rating of “3” or worse are not sub-delegated below the Associate Director. This does not include the item described in footnote B-2 (vi) above, which is reserved to the Board.
- B-4** Refer to the Joint Agency Statement on Parallel-Owned Banking Organizations, FIL-35-2002, dated April 23, 2002, for the definition of a parallel banking organization (PBO).
- B-5** Refer to the Federal Reserve Bank’s International Banking Organizations (Regulation K), Section 211.21(o) for the definition of a foreign banking organization (FBO). If the proposed institution is a member of an FBO, authority is delegated as follows: 1) to the Director, Senior Deputy Director, Deputy Director, and Associate Director if the proposed institution is a non-bank or non-community bank, or 2) the Regional Director and Deputy Regional Director if the proposed institution is a traditional community bank.
- B-6** When case-specific concurrence is not required, the General Counsel has provided general concurrence if the following criteria are met: (1) the subject institution is satisfactorily rated (composite 1- or 2-rated, or equivalent, and not in troubled condition or otherwise of concern); (2) the statutory factors and regulatory requirements have been fully considered and favorably resolved (except for a substantially complete determination made prior to the point those factors and requirements have been assessed); (3) the action is consistent with FDIC policies, procedures, and practices; and (4) staff review has not raised significant concerns or impediments, including with respect to risk management and, as appropriate, consumer protection and community reinvestment. If those criteria are not met, case-specific Legal concurrence is required.
- B-7** Delegated authority to approve a proposed interim depository institution is granted to the extent that the official has the authority to act on a related filing (e.g., merger or mutual-to-stock).
- B-8** If the institution is a non-bank or non-community bank, delegated authority to approve is granted to the Director, Senior Deputy Director, Deputy Director, and Associate Director.

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Subpart C, Part 303 of the FDIC Rules and Regulations: Domestic Branches and Relocations (includes Temporary Branches and Messenger Services)*

Refer to Appendix A below for a list of requirements for acting under delegated authority at the RO level.

Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
In-state branch establishment and relocation; in-state main office relocation; and non-de novo interstate branch establishment or relocation	Approve	No	Yes	Yes (AD&SC)	Yes	Yes	Yes	Yes	No	C-1, C-3, C-6
De novo interstate, establish new branch (first branch in new State)	Approve	No	Yes	Yes (AD&SC)	Yes	Yes	Yes	Yes	No	C-1, C-2, C-3, C-6
Interstate, relocate main office to another state and retain existing state branches	Approve	No	Yes	Yes (AD&SC)	Yes	Yes	Yes	Yes	No	C-1, C-3, C-4, C-6
Any branch establishment or relocation application	Deny	No	Yes	Yes	Yes	No	No	Yes	Yes	C-4
Emergency or disaster events	Approve after Temporary Relocation	No	Yes	Yes (AD&SC)	Yes	Yes	No	No	No	C-1, C-3, C-5

*Refer to the Miscellaneous Filings and Other Matters portion of the Matrix for delegations regarding acknowledgment of domestic branch closing notices.

FOOTNOTES – SUBPART C:

C-1 Reserved to the Director, Senior Deputy Director, and Deputy Director if any of the following circumstances exist:

- One or more statutory factors (per Section 6 of the FDI Act) found unfavorable;
- Failure to meet applicable capital requirements or agree to increase capital;
- Unfair or unreasonable financial arrangements involving insiders;
- Unresolved CRA protest; or
- Failure to meet Riegle-Neal Act (12 U.S.C. § 1835a) credit needs test in a host state.

C-2 The Board has reserved to itself authority to act if any of the following circumstances exist:

- The applicant has not complied with that state’s filing requirements and/or has not submitted to the host state bank supervisor a copy of its FDIC filing to establish and operate a de novo branch;
- The applicant is not adequately capitalized as of the date of the filing and will continue to be inadequately capitalized and inadequately managed upon consummation of the transaction;
- The host state does not have in effect a law that meets the requirements of Section 18(d)(4)(A) of the FDI Act; or
- Compliance with section 44(b)(3) of the FDI Act has not been achieved.

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- C-3** When case-specific concurrence is not required, the General Counsel has provided general concurrence if the following criteria are met: (1) the subject institution is satisfactorily rated (composite 1- or 2-rated, or equivalent, and not in troubled condition or otherwise of concern); (2) the statutory factors and regulatory requirements have been fully considered and favorably resolved (except for a substantially complete determination made prior to the point those factors and requirements have been assessed); (3) the action is consistent with FDIC policies, procedures, and practices; and (4) staff review has not raised significant concerns or impediments, including with respect to risk management and, as appropriate, consumer protection and community reinvestment. If those criteria are not met, case-specific Legal concurrence is required.
- C-4** The Board has reserved to itself authority to approve or deny applications submitted to relocate a main office from one state to another where the applicant seeks to retain branches in the state where the applicant's main office exists prior to an interstate relocation of the main office where such filing does not meet the requirements of Section 18(d)(3)(B) of the FDI Act.
- C-5** For delegated authority at the Regional level, the Federal Emergency Management Agency must have issued a disaster or emergency declaration that includes the location of the office in question.
- C-6** A Case Manager may approve the application only when the institution meets the following criteria:
- Composite rating of 1 or 2;
 - Well capitalized for Prompt Corrective Action purposes;
 - Satisfactory (or better) BSA program;
 - Not a de novo institution, a non-bank, or non-community bank;
 - No enforcement actions are proposed or in place;
 - No specialty examinations rated 3 or worse; and
 - If applicable, all banks within the holding company structure are rated composite 3 or better.

As described further in the FDIC Deposit Insurance Applications Procedures Manual Supplement:

- A non-bank is an insured depository institution (IDI) that is a “bank” for purposes of the Federal Deposit Insurance Act (FDI Act), but is not a “bank” for purposes of the Bank Holding Company Act. Non-banks include industrial banks or industrial loan companies (ILCs), trust banks, credit card banks, and municipal deposit banks.
- A non-community bank is an IDI that may, in contrast to a traditional community bank, (1) focus on products, services, activities, market segments, funding, or delivery channels other than local lending and deposit taking; (2) pursue a broad geographic footprint (such as operating nationwide from a limited number of offices); (3) pursue a monoline, limited, or specialty business model; or (4) operate within an organizational structure that involves significant affiliate or other third-party relationships (other than common relationships such as those providing audit, human resources, or core information technology processing services). A non-community bank may or may not operate under a non-bank charter. Non-community banks include specialty (or niche) institutions, publicly owned institutions, foreign owned institutions, institutions in a parallel banking organization, institutions formed to acquire a failed bank, and other types of operating non-insured entities seeking federal deposit insurance (note: a converting credit union operating with a community-based field of membership would be considered a traditional community bank, for purposes of these delegations).

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Subpart D, Part 303 of the FDIC Rules and Regulations: Mergers

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Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
Merger (all types)	Deny	Yes	No	No	No	No	No	Yes	Yes	
Any type of merger filing if the resultant institution would be an ILC, or a member of a PBO	Approve	Yes	No	No	No	No	No	Yes	Yes	D-2
Determination regarding the applicability or interpretation of Part 354 of the FDIC Rules and Regulations, and any request submitted pursuant to any subpart of Part 354	Determination	No	Yes	Yes	No	No	No	Yes, if there are implications related to CRA or consumer protection	Yes	
Merger (all types) if an emergency exists requiring expeditious action, or if immediate action is necessary to prevent probable failure	Approve	No	Yes	No	No	No	No	Yes	Yes	D-4
Regular Merger (not involving an ILC, a new characterization as a non-community bank, significant changes to an existing non-community bank, aggregate foreign ownership of 25 percent or more (or control), or control by a company not currently subject to federal consolidated supervision)	Approve	No	Yes	Yes	Yes, if resulting institution's deposit market share will be 35% or less in all overlapping relevant geographic markets	Yes, if resulting institution's deposit market share will be 35% or less in all overlapping relevant geographic markets	No	Yes	Yes	D-1, D-3, D-4, D-5
Regular Merger (All other)	Approve	No	Yes	Yes	No	No	No	Yes	Yes	D-1, D-3, D-4, D-6

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Corporate Reorganizations or Interim Mergers (unless related to a mutual-to-stock conversion)	Approve	No	Yes	Yes	Yes	Yes	No	Yes	Yes , unless for corporate re-organizations, each institution qualifies as a “small bank” or “intermediate small bank” under the CRA evaluation thresholds at the time of FDIC action	D-1 (if an interim merger), D-4, D-7, D-8 (if corporate reorganization)

FOOTNOTES – SUBPART D:

D-1 Receipt of a report from the Department of Justice indicating that the proposed transaction would not have a significantly adverse effect on competition.

D-2 The following conditions, per Part 354 of the FDIC Rules and Regulations, must be imposed if the resultant institution would be an ILC controlled by a Covered Company. A Covered Company means any company that is not subject to federal consolidated supervision by the Federal Reserve Board and that controls an ILC as a result of a change in bank control pursuant to Section 7(j) of the FDI Act, as a result of a merger transaction pursuant to Section 18(c) of the FDI Act, or that is granted deposit insurance pursuant to Section 6 of the FDI Act, in each case on or after April 1, 2021.

- 1) The institution shall operate within the parameters of the business plan submitted to the FDIC. Without the FDIC’s prior written approval, the institution shall not make a material change in its business plan.
- 2) Without the FDIC’s prior written approval, the institution shall not add or replace a member of the board of directors, board of managers, or a managing member, as the case may be, of the institution during the first three years after becoming a subsidiary of [the Covered Company].
- 3) Without the FDIC’s prior written approval, the institution shall not add or replace a senior executive officer during the first three years after becoming a subsidiary of [the Covered Company].
- 4) Without the FDIC’s prior written approval, the institution shall not employ a senior executive officer who is, or during the past three years has been, associated in any manner (e.g., as a director, officer, employee, agent, owner, partner, or consultant) with an affiliate of the institution.
- 5) Without the FDIC’s prior written approval, the institution shall not enter into any contracts for services material to the operations of the institution with [the Covered Company] or any subsidiary thereof.

Delegations of Authority – Filings (Subject to Authorities Reserved to the Board) – Updated as of March 20, 2024

As used herein, RMS is the Division of Risk Management Supervision, DCP is the Division of Depositor and Consumer Protection, and Legal is the Legal Division

Refer to the Joint Agency Statement on Parallel-Owned Banking Organizations, FIL-35-2002, dated April 23, 2002, for the definition of a parallel banking organization (PBO).

- D-3** If the resultant institution will be a member of a foreign banking organization (FBO), as defined in Federal Reserve Bank’s International Banking Organizations (Regulation K), Section 211.21(o), authority is delegated:
- (1) to the Director, Senior Deputy Director, Deputy Director, and Associate Director if a non-community bank is created as a result of the transaction or if already a non-community bank, a significant change to the institution’s business or financial strategies, operations, or dependence on affiliates is pursued, or
 - (2) to the Regional Director and Deputy Regional Director if the resultant institution is a traditional community bank or the institution was previously characterized as a non-community bank and is not pursuing a significant change to the institution’s business or financial strategies, operations, or dependence on affiliates.

Definitions (as described further in the FDIC Deposit Insurance Applications Procedures Manual Supplement):

- In general, traditional community banks focus on providing banking services, including loans and core deposits, typically relied on by individuals and businesses in their local communities.
- A non-bank is an insured depository institution (IDI) that is a “bank” for purposes of the FDI Act, but is not a “bank” for purposes of the Bank Holding Company Act. Non-banks include ILCs, trust banks, credit card banks, and municipal deposit banks.
- A non-community bank is an IDI that may, in contrast to a traditional community bank, (1) focus on products, services, activities, market segments, funding, or delivery channels other than local lending and deposit taking; (2) pursue a broad geographic footprint (such as operating nationwide from a limited number of offices); (3) pursue a monoline, limited, or specialty business model; or (4) operate within an organizational structure that involves significant affiliate or other third-party relationships (other than common relationships such as those providing audit, human resources, or core information technology processing services). A non-community bank may or may not operate under a non-bank charter. Non-community banks include specialty (or niche) institutions, publicly owned institutions, foreign owned institutions, institutions in a parallel banking organization, institutions formed to acquire a failed bank, and other types of operating non-insured entities seeking federal deposit insurance (note: a converting credit union operating with a community-based field of membership would be considered a traditional community bank, for purposes of these delegations).

- D-4** The Board has reserved to itself authority to approve merger applications if any of the following circumstances exist:
- (1) The resulting institution would not meet any of the applicable capital requirements upon consummation of the transaction (or, where the resulting entity is an insured branch of a foreign bank, would not be in compliance with 12 CFR § 347.211 upon consummation of the transaction);
 - (2) One or more of the statutory factors enumerated in section 18(c)(5) and (11) of the FDI Act is not favorably resolved;
 - (3) The merging institutions operate in the same relevant geographic market(s) and the Attorney General has not notified the FDIC in writing that the proposed transaction would not have a significantly adverse effect on competition; or
 - (4) The Attorney General has notified the FDIC in writing that the proposed transaction would have a significantly adverse effect on competition.

- D-5** Does not include a proposed transaction that involves an ILC, or a transaction that would result in:
- (1) The institution being characterized as a non-community bank if previously characterized as a traditional community bank;
 - (2) If already characterized as a non-community bank, a significant change to the institution’s business or financial strategies, operations, or dependence on affiliates;
 - (3) Aggregate foreign ownership (25 percent or more) or control; or
 - (4) Control by a company (or companies) not currently subject to federal consolidated supervision.

- D-6** Does not include a proposed transaction that involves an ILC, but the transaction would result in:
- (1) The institution being characterized as a non-community bank if previously characterized as a traditional community bank, as those terms are defined below (also see the Supplement);
 - (2) If already characterized as a non-community bank, a significant change to the institution’s business or financial strategies, operations, or dependence on affiliates;
 - (3) Aggregate foreign ownership (25 percent or more) or control; or

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(4) Control by a company (or companies) not currently subject to federal consolidated supervision.

D-7 If related to a mutual-to-stock conversion, see Subpart I below.

D-8 When case-specific concurrence is not required, the General Counsel has provided general concurrence if the following criteria are met: (1) the subject institution is satisfactorily rated (composite 1- or 2-rated, or equivalent, and not in troubled condition or otherwise of concern); (2) the statutory factors and regulatory requirements have been fully considered and favorably resolved (except for a substantially complete determination made prior to the point those factors and requirements have been assessed); (3) the action is consistent with FDIC policies, procedures, and practices; and (4) staff review has not raised significant concerns or impediments, including with respect to risk management and, as appropriate, consumer protection and community reinvestment. If those criteria are not met, case-specific Legal concurrence is required.

Delegations of Authority – Filings (Subject to Authorities Reserved to the Board) – Updated as of March 20, 2024

As used herein, RMS is the Division of Risk Management Supervision, DCP is the Division of Depositor and Consumer Protection, and Legal is the Legal Division

Subpart E, Part 303 of the FDIC Rules and Regulations: Change in Bank Control (see Footnote E-1)

Refer to Appendix A below for a list of requirements for acting under delegated authority at the RO level.

Note: Failure to disapprove a change in control notice within the statutory time period results in an automatic approval. Opportunities to extend the time period are limited.

Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
Notice if the resultant institution would be an ILC	Non-object	Yes	No	No	No	No	No	Yes, if there are implications related to CRA or consumer protection	Yes	E-2
Determination regarding the applicability or interpretation of Part 354 of the FDIC Rules and Regulations, and any request submitted pursuant to any subpart of Part 354	Determination	No	Yes	Yes	No	No	No	Yes, if there are implications related to CRA or consumer protection	Yes	
Notice – aggregate foreign ownership (25 percent or more) or control, and the institution will be part of a PBO	Non-object	Yes	No	No	No	No	No	Yes, if there are implications related to CRA or consumer protection	Yes	E-4
Notice (any type)	Disapprove	No	Yes	Yes	No	No	No	Yes, if there are implications related to CRA or consumer protection	Yes	E-3

Delegations of Authority – Filings (Subject to Authorities Reserved to the Board) – Updated as of March 20, 2024

As used herein, RMS is the Division of Risk Management Supervision, DCP is the Division of Depositor and Consumer Protection, and Legal is the Legal Division

Note: Failure to disapprove a change in control notice within the statutory time period results in an automatic approval. Opportunities to extend the time period are limited.

Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
Notice – aggregate foreign ownership (25 percent or more) or control, and the institution will not be part of a PBO or a FBO	Non-object	No	Yes	Yes	No	No	No	Yes, if there are implications related to CRA or consumer protection	Yes	E-4, E-5
Notice – non-community bank or non-bank (other than an ILC)	Non-object	No	Yes	Yes	No	No	No	Yes, if there are implications related to CRA or consumer protection	Yes	E-5, E-6
Other determinations regarding notice requirements, waivers, or rebuttals of control	Determination	No	Yes	Yes	Yes	Yes	No	No	Yes	E-3
All other notices – if no other facts or circumstances limit the authority to act	Non-object	No	Yes	Yes	Yes	Yes	No	Yes, if there are implications related to CRA or consumer protection	Yes	E-5

FOOTNOTES – SUBPART E:

- E-1** The acquisition of a defaulted loan secured by voting securities of a covered institution is considered to be an acquisition of the underlying securities. Before acquiring a defaulted loan in an amount that would, if the loan were foreclosed, provide the acquirer with the power to control the covered institution, the potential acquirer is required to provide the FDIC with prior written notice.
- E-2** The following conditions, per Part 354 of the FDIC Rules and Regulations, must be imposed if the resultant institution would be an ILC controlled by a Covered Company. A Covered Company means any company that is not subject to federal consolidated supervision by the Federal Reserve Board and that controls an ILC as a result of a change in bank control pursuant to Section 7(j) of the FDI Act, as a result of a merger transaction pursuant to Section 18(c) of the FDI Act, or that is granted deposit insurance pursuant to Section 6 of the FDI Act, in each case on or after April 1, 2021.

1) The institution shall operate within the parameters of the business plan submitted to the FDIC. Without the FDIC’s prior written approval, the institution shall not make a material change in its business plan.

Delegations of Authority – Filings (Subject to Authorities Reserved to the Board) – Updated as of March 20, 2024

As used herein, RMS is the Division of Risk Management Supervision, DCP is the Division of Depositor and Consumer Protection, and Legal is the Legal Division

- 2) Without the FDIC’s prior written approval, the institution shall not add or replace a member of the board of directors, board of managers, or a managing member, as the case may be, of the institution during the first three years after becoming a subsidiary of [the Covered Company].
- 3) Without the FDIC’s prior written approval, the institution shall not add or replace a senior executive officer during the first three years after becoming a subsidiary of [the Covered Company].
- 4) Without the FDIC’s prior written approval, the institution shall not employ a senior executive officer who is, or during the past three years has been, associated in any manner (e.g., as a director, officer, employee, agent, owner, partner, or consultant) with an affiliate of the institution.
- 5) Without the FDIC’s prior written approval, the institution shall not enter into any contracts for services material to the operations of the institution with [the Covered Company] or any subsidiary thereof.

E-3 Authority for the following determinations or actions is delegated only if the official has the authority to act on a change in control notice:

- Determine whether notice should be filed for an acquisition of less than 25 percent voting control.
- Determine whether to waive the filing of a notice to increase control from less than 25 percent to 25 percent or more.
- Act on a rebuttal of presumptions of control or acting in concert under Section 303.82(b)(4) unless the determination involves a passivity arrangement, which requires Washington Office action.
- Act on acquisitions of control requiring subsequent notifications under Section 303.83(b).

E-4 Refer to the Joint Agency Statement on *Parallel-Owned Banking Organizations*, FIL-35-2002, dated April 23, 2002, for the definition of a parallel-owned banking organization (PBO).

E-5 If the institution, following the change in control, will be a member of a foreign banking organization (FBO), as defined in Federal Reserve Bank’s International Banking Organizations (Regulation K), Section 211.21(o), authority is delegated as follows:

- (1) to the Director, Senior Deputy Director, Deputy Director, and Associate Director if a non-community bank is created as a result of the transaction or if already a non-community bank, a significant change to the institution’s business or financial strategies, operations, or dependence on affiliates is pursued, or
- (2) to the Regional Director and Deputy Regional Director if the resultant institution is a traditional community bank or the institution was previously characterized as a non-community bank and is not pursuing a significant change to the institution’s business or financial strategies, operations, or dependence on affiliates.

E-6 Applies to a proposed transaction that does not involve an ILC, and the transaction would result in:

- (1) The institution being characterized as a non-community bank if previously characterized as a traditional community bank;
- (2) If already characterized as a non-community bank, a significant change to the institution’s business or financial strategies, operations, or dependence on affiliates; or
- (3) Control by a company (or companies) not currently subject to federal consolidated supervision.

Definitions (as described further in the FDIC Deposit Insurance Applications Procedures Manual Supplement):

- In general, traditional community banks focus on providing banking services, including loans and core deposits, typically relied on by individuals and businesses in their local communities.
- A non-bank is an insured depository institution (IDI) that is a “bank” for purposes of the FDI Act, but is not a “bank” for purposes of the Bank Holding Company Act. Non-banks include ILCs, trust banks, credit card banks, and municipal deposit banks.
- A non-community bank is an IDI that may, in contrast to a traditional community bank, (1) focus on products, services, activities, market segments, funding, or delivery channels other than local lending and deposit taking; (2) pursue a broad geographic footprint (such as operating nationwide from a limited number of offices); (3) pursue a monoline, limited, or specialty business model; or (4) operate within an organizational structure that involves significant affiliate or other third-party relationships (other than common relationships such as those providing audit, human resources, or core information technology processing services). A non-community bank may or may not operate under a non-bank charter. Non-community banks include specialty (or niche) institutions, publicly owned institutions, foreign owned institutions, institutions in a parallel banking organization, institutions formed to acquire a failed bank, and other types of operating non-insured entities seeking federal deposit insurance (note: a converting credit union operating with a community-based field of membership would be considered a traditional community bank, for purposes of these delegations).

Delegations of Authority – Filings (Subject to Authorities Reserved to the Board) – Updated as of March 20, 2024

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Subpart F, Part 303 of the FDIC Rules and Regulations: Change of Director or Senior Executive Officer
Refer to Appendix A below for a list of requirements for acting under delegated authority at the RO level.

Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
Change of Director or Senior Executive Officer	Designate SNM banks as “troubled,” as defined in Section 303.101(c) of the FDIC Rules and Regulations	No	Yes	Yes (AD&SC)	Yes	Yes	No	No	No	
	Grant waiver of prior notice requirement	No	Yes	Yes	Yes	Yes	No	No	Yes	
	Extend processing period for no more than 60 days beyond the initial 30-day period to object	No	Yes	Yes (AD&SC)	Yes	Yes	No	No	Yes	F-1
	Issue notice of non-objection	No	Yes	Yes	Yes	Yes	No	No	Yes	
	Issue notice of disapproval	No	Yes	Yes	Yes	Yes	No	No	Yes	

FOOTNOTES – SUBPART F:

F-1 Extensions of greater than 60 days are reserved to the Board.

Delegations of Authority – Filings (Subject to Authorities Reserved to the Board) – Updated as of March 20, 2024

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Subpart G, Part 303 of the FDIC Rules and Regulations: Activities of Insured State Banks (see Footnote G-1)

Refer to Appendix A below for a list of requirements for acting under delegated authority at the RO level.

Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
All applications or notices	Deny or object	No	Yes	Yes	No	No	No	No	Yes	Notices that may warrant objection should be removed from the notice process and evaluated as applications in the Washington Office
Application to engage in equity securities activities if: (1) the institution’s covered transactions with affiliates, including subsidiaries subject to section 18(j)(1) of the FDI Act, exceeds 20 percent of Tier 1 capital, or (2) the institution is not well-capitalized after deducting from its Tier 1 capital the investment in the equity securities of the subsidiary as well as the institution’s pro rata share of any retained earnings of the subsidiary	Approve	Yes	No	No	No	No	No	No	Yes	Notices that present either circumstance, as described in the “Filing” column, should be removed from the notice process and evaluated as applications in the Washington Office
Determine whether an instrument has the character of debt securities and would not represent a significant risk to the DIF, and therefore may be included with adjustable rate and money market preferred stock investment limit of up to 15 percent of Tier 1 capital	Determination	No	Yes	No	No	No	No	No	Yes	

Delegations of Authority – Filings (Subject to Authorities Reserved to the Board) – Updated as of March 20, 2024

As used herein, RMS is the Division of Risk Management Supervision, DCP is the Division of Depositor and Consumer Protection, and Legal is the Legal Division

Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
Application for exception to requirements or standards applicable to financial subsidiaries under Section 362.18(e) & 362.18(g)(3)	Approve	No	Yes	No	No	No	No	No	Yes	
Application to become affiliated with a securities underwriting company	Approve	No	Yes	No	No	No	No	No	Yes	
Application to engage in real estate investment activities	Approve	No	Yes	Yes	Yes	No	No	No	Yes	G-2
Application to invest in adjustable rate and money market preferred stock, or other instruments deemed to be debt securities without significant risk to the DIF, that are, in the aggregate, greater than 15% of the institution's tier 1 capital and equal to or less than 100 percent of Tier 1 capital	Approve	No	Yes	Yes	Yes	No	No	No	Yes	G-3
Application to engage in equity securities activities if: (1) the institution's covered transactions with affiliates, including subsidiaries subject to section 18(j)(1) of the FDI Act, do not exceed 20 percent of Tier 1 capital, and (2) the institution is well-capitalized after deducting from its Tier 1 capital the investment in the equity securities of the subsidiary as well as the institution's pro rata share of any retained earnings of the subsidiary	Approve	No	Yes	Yes	Yes	No	No	No	Yes	G-4

Delegations of Authority – Filings (Subject to Authorities Reserved to the Board) – Updated as of March 20, 2024

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Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
All other applications or notices	Approve or non-object	No	Yes	Yes	Yes	No	No	No	Yes	

FOOTNOTES – SUBPART G:

- G-1** The OCC, through regulation or other authority, has determined that certain activities are permissible for national banks and/or federal savings associations without providing the OCC with the opportunity to deny or object. State banks and savings associations may engage in those activities if they comply with the conditions and requirements imposed by the OCC. Any discrepancies between Part 362 and OCC determinations regarding permissible activities for which a state-chartered institution is potentially disadvantaged should be raised to the Washington Office (RMS and Legal) for resolution. For certain activities, the OCC may have different permissibility determinations for national banks and federal savings associations for the same activity type.
- G-2** Authority is delegated to the Regional Director and Deputy Regional Director only to the extent that the filing involves an investment in a subsidiary, the investment does not exceed 10 percent of the institution’s Tier 1 capital in the case of a single subsidiary, and the aggregate investment in all subsidiaries does not exceed 20 percent of the institution’s Tier 1 capital.
- G-3** For adjustable rate and money market preferred stock and other instruments deemed to have the character of debt securities without significant risk to the DIF, the following must also be answered YES for the Regional Director and Deputy Regional Director to exercise delegated authority.
1. The institution has adopted a funds management policy that addresses how adjustable rate and money market preferred stock relate to the institution’s investment objectives.
 2. The institution has an investment policy that addresses limits on concentrations and that contains aggregate limits on this type of investment.
- G-4** Authority is delegated to the Regional Director and Deputy Regional Director only to the extent that the institution has comprehensive risk management and equity investment policies in place, and the institution or, if applicable, its subsidiary, does not exercise a controlling influence over the company, partnership, or LLC in which it has a non-financial equity investment.

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As used herein, RMS is the Division of Risk Management Supervision, DCP is the Division of Depositor and Consumer Protection, and Legal is the Legal Division

Subpart H, Part 303 of the FDIC Rules and Regulations: Activities of Insured Savings Associations (see Footnote H-1)

Refer to Appendix A below for a list of requirements for acting under delegated authority at the RO level.

Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
Determine whether an instrument has the character of debt securities and would not represent a significant risk to the DIF, and therefore may be included with adjustable rate and money market preferred stock investment limit of up to 15 percent of Tier 1 capital	Determination	No	Yes	No	No	No	No	No	Yes	
All applications or notices	Deny or Object	No	Yes	Yes	No	No	No	No	Yes	Notices that may warrant objection should be removed from the notice process and evaluated as applications in the Washington Office
Applications to invest in adjustable rate and money market preferred stock, or other instruments deemed to be debt securities without significant risk to the DIF that are, in the aggregate, greater than 15% of the institution's tier 1 capital and equal to or less than 100 percent of Tier 1 capital	Approve	No	Yes	Yes	Yes	No	No	No	Yes	H-2

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As used herein, RMS is the Division of Risk Management Supervision, DCP is the Division of Depositor and Consumer Protection, and Legal is the Legal Division

Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
Application to hold an equity investment in an amount greater than permissible for a federal savings association	Approve	No	Yes	Yes	Yes	No	No	No	Yes	
Notice to hold nonresidential realty loans in an amount not permissible for a federal savings association	Non-object	No	Yes	Yes	Yes	No	No	No	Yes	
Notice to conduct activities in excess of the amount permissible for a federal savings association	Non-object	No	Yes	Yes	Yes	No	No	No	Yes	
Notice to acquire a subsidiary or conduct new activities through a subsidiary by an insured savings association	Non-object	No	Yes	Yes	Yes	Yes	No	No	Yes	
All other applications or notices	Approve or Non-object	No	Yes	Yes	Yes	No	No	No	Yes	

FOOTNOTES – SUBPART H:

H-1 The OCC, through regulation or other authority, has determined that certain activities are permissible for national banks and/or federal savings associations without providing the OCC with the opportunity to deny or object. State banks and savings associations may engage in those activities if they comply with the conditions and requirements imposed by the OCC. For certain activities, the OCC may have different permissibility determinations for national banks and federal savings associations for the same activity type.

H-2 For adjustable rate and money market preferred stock and other instruments deemed to have the character of debt securities without significant risk to the DIF, the following must also be answered YES for the Regional Director and Deputy Regional Director to exercise delegated authority.

1. The institution has adopted a funds management policy that addresses how adjustable rate and money market preferred stock relate to the institution’s investment objectives.
2. The institution has an investment policy that addresses limits on concentrations and that contains aggregate limits on this type of investment.

Delegations of Authority – Filings (Subject to Authorities Reserved to the Board) – Updated as of March 20, 2024

As used herein, RMS is the Division of Risk Management Supervision, DCP is the Division of Depositor and Consumer Protection, and Legal is the Legal Division

Subpart I, Part 303 of the FDIC Rules and Regulations: Mutual-To-Stock Conversions

Refer to Appendix A below for a list of requirements for acting under delegated authority at the RO level.

Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
Mutual-to-stock (MTS) conversion	Issue Objection	Yes	No	No	No	No	No	No	Yes	
Waiver of depositor vote	Approve or deny	No	Yes	Yes	Yes	No	No	No	Yes	I-1
MTS conversion	Extend processing period for no more than 60 days beyond the initial 60-day period to object	No	Yes	Yes (AD&SC)	Yes	Yes	No	No	Yes	I-2
	Issue letter of non-objection: corporate reorganization	No	Yes	Yes	Yes	No	No	No	Yes	I-3, I-4
	Issue letter of non-objection: all other	No	Yes	Yes	No	No	No	No	Yes	I-3

FOOTNOTES – SUBPART I:

- I-1** If the transaction involves a corporate reorganization that is delegated to the Regional Office for approval, authority is delegated to the Regional Director and Deputy Regional Director to act on requests to waive the depositor vote requirements found in 333.4(c)(2) when the requests are based on the need for the institution to comply with applicable State law in effect as of 1/1/99, that provides for voting by incorporators as the only depositor voting mechanism for state-chartered, mutual savings banks, or prohibits depositors of state-chartered, cooperative savings banks in mutual form from voting by proxy.
- I-2** Extensions of greater than 60 days are reserved to the Board.
- I-3** The Board has reserved to itself authority to issue a letter of non-objection when the proposed conversion is determined to:
- (1) Pose a risk to the institution’s safety or soundness;
 - (2) Violate any law or regulation;
 - (3) Present a breach of fiduciary duty; or
 - (4) Raise any unique legal or policy issues.
- I-4** Authority is delegated to the Regional Director and Deputy Regional Director to approve MTS conversions involving a corporate reorganization of a single institution in satisfactory condition with no public offering.

Delegations of Authority – Filings (Subject to Authorities Reserved to the Board) – Updated as of March 20, 2024

As used herein, RMS is the Division of Risk Management Supervision, DCP is the Division of Depositor and Consumer Protection, and Legal is the Legal Division

Subpart J, Part 303 of the FDIC Rules and Regulations: Foreign Bank Activities By State Nonmember Banks

Refer to Appendix A below for a list of requirements for acting under delegated authority at the RO level.

Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
Any filing to move within the same country, establish, or close a foreign branch of an insured state nonmember bank	Approve	Yes	No	No	No	No	No	No	Yes	J-1
Any filing to move within the same country a foreign branch of an insured state nonmember bank	Approve	No	Yes	Yes	No	No	No	No	No	J-1, J-5
Any filing to establish or close a foreign branch of an insured state nonmember bank	Approve	No	Yes	Yes	No	No	No	No	Yes	J-1
Any filing to move within the same country or establish a foreign branch of an insured state nonmember bank	Deny	Yes	No	No	No	No	No	No	Yes	
Any filing to close a foreign branch of an insured state nonmember bank	Deny	No	Yes	Yes	No	No	No	No	Yes	
Any filing by a state nonmember bank regarding investments in foreign organizations or financial activities outside the United States	Non-object to general consent notice when requirements are met	No	Yes	Yes (AD&SC)	Yes	Yes	No	No	Yes	J-2
	Object to general consent notice	No	Yes	Yes	Yes	No	No	No	Yes	
	Approve, if qualifies for expedited processing	No	Yes	Yes	Yes	No	No	No	Yes	
	Approve, standard processing	No	Yes	Yes	Yes	No	No	No	Yes	J-3
	Deny	Yes	No	No	No	No	No	No	Yes	

Delegations of Authority – Filings (Subject to Authorities Reserved to the Board) – Updated as of March 20, 2024

As used herein, RMS is the Division of Risk Management Supervision, DCP is the Division of Depositor and Consumer Protection, and Legal is the Legal Division

Subpart J, Part 303 of the FDIC Rules and Regulations: Domestic Activities of Foreign Banks

Refer to Appendix A below for a list of requirements for acting under delegated authority at the RO level.

Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
Move Insured branch of a foreign bank	Approve	No	Yes	Yes	Yes	No	No	Yes	Yes	J-4
	Deny	No	Yes	Yes	No	No	No	Yes	Yes	
Application for exemption to operate a noninsured state branch of a foreign bank	Approve or deny	No	Yes	Yes	No	No	No	No	Yes	
Application for an insured state branch of a foreign bank to conduct activity not permissible for federal branches	Approve or deny	No	Yes	Yes	No	No	No	No	Yes	
Divestiture and cessation plans for nonpermissible activities	Approve	No	Yes	Yes	Yes	No	No	No	Yes	
	Deny	Yes	No	No	No	No	No	No	Yes	
Pledge of asset agreements with foreign institutions concerning their U.S. foreign branches	Enter into, modify, revoke, or terminate agreement	No	Yes	Yes	No	No	No	No	Yes	
	Require dismissal of depository (i.e., custodial institution)	No	Yes	Yes	No	No	No	No	Yes	

FOOTNOTES – SUBPART J:

- J-1** Approval is reserved to the Board if (1) the applicant will conduct activities other than those authorized by 12 CFR § 347.115 (permissible activities for a foreign branch of an insured state nonmember bank); or (2) if the foreign branch will be located in a foreign country in which applicable law or practice would limit the FDIC’s access to information for supervisory purposes, the RMS Director or the Director’s delegate(s) is not satisfied that adequate arrangements have been made (through conditions imposed in connection with the approval and agreed to in writing by the applicant) to ensure that the FDIC will have necessary access to information for supervisory purposes.
- J-2** Filings regarding activities not authorized by Part 347 should be reviewed and processed under Parts 347 and 362 of the FDIC Rules and Regulations.
- J-3** Reserved to the Director, Senior Deputy Director, and Deputy Director if any of the following circumstances exist:
- Non-compliance with investment amount limits under 12 C.F.R. §§ 347.104 – 347.113;

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- Foreign organization conducting activities not authorized under 12 C.F.R. §§ 347.104 – 347.113; or
- For a foreign investment that would result in the applicant holding 20 percent or more of the voting equity interests of the foreign organization or controlling organization, where FDIC access to supervisory information is limited and RMS is not satisfied that adequate arrangements have been made or conditions agreed upon in order to ensure FDIC access to such information

J-4 Reserved to the Director, Senior Deputy Director, and Deputy Director if any of the following circumstances exist:

- One or more statutory factors (per Section 6 of the FDI Act) found unfavorable;
- Inadequate capitalization or failure to comply with capital requirements;
- Unfair or unreasonable financial arrangements with insiders in connection with the proposed relocation; or
- CRA compliance concerns -- e.g., unresolved CRA protest, approval inconsistent with CRA purposes; or failure to agree in writing to CRA conditions.

J-5 When case-specific concurrence is not required, the General Counsel has provided general concurrence if the following criteria are met: (1) the subject institution is satisfactorily rated (composite 1- or 2-rated, or equivalent, and not in troubled condition or otherwise of concern); (2) the statutory factors and regulatory requirements have been fully considered and favorably resolved (except for a substantially complete determination made prior to the point those factors and requirements have been assessed); (3) the action is consistent with FDIC policies, procedures, and practices; and (4) staff review has not raised significant concerns or impediments, including with respect to risk management and, as appropriate, consumer protection and community reinvestment. If those criteria are not met, case-specific Legal concurrence is required.

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Subpart K, Part 303 of the FDIC Rules and Regulations: Prompt Corrective Action

Refer to Appendix A below for a list of requirements for acting under delegated authority at the RO level.

Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
Capital distributions (Section 303.203 of the FDIC Rules and Regulations)	Approve or Deny	No	Yes	Yes	Yes	No	No	No	Yes	K-1
Acquisitions, branching, and new lines of business (Section 303.204)	Approve or Deny	No	Yes	Yes	Yes	No	No	No, unless associated with a branch	Yes	K-1
Bonuses and increased compensation for senior executive officers (Section 303.205)	Approve or Deny	No	Yes	Yes	Yes	No	No	No	Yes	K-1
Payment of principal or interest on subordinated debt (Section 303.206)	Approve or Deny	No	Yes	Yes	Yes	No	No	No	Yes	K-1
Restricted activities for Critically Undercapitalized institutions (Section 303.207)	Approve or Deny	No	Yes	Yes	Yes	No	No	No	Yes	K-1

FOOTNOTES – SUBPART K:

K-1 Exercise of delegated authority at the Regional Director and Deputy Regional Director level is authorized only after full consultation with the Washington Office on all relevant issues.

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Subpart M, Part 303 of the FDIC Rules and Regulations: Other Filings

Refer to Appendix A below for a list of requirements for acting under delegated authority at the RO level.

Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
Reduce or retire capital or subordinated debt	Approve or deny filing under Section 18(i)(1) of the FDI Act	No	Yes	Yes	Yes	Yes	No	No	No	M-3
Trust powers	Approve	No	Yes	Yes	Yes	Yes	No	No	No	M-1, M-3
	Deny	No	Yes	Yes	Yes	No	No	No	Yes	
Brokered deposit waivers	Approve or deny fixed term waiver	No	Yes	Yes	Yes	Yes Approval only	No	No	Yes	M-2
	Approve temporary waiver pending review of fixed term waiver	No	Yes	Yes	Yes	Yes Approval only	No	No	Yes	M-2
Primary purpose exception (PPE) applications	Approve or deny	No	Yes (Director)	No	No	No	No	No	Yes	
Revocation of PPE notices	Revoke	No	Yes (Director)	No	No	No	No	No	Yes	
Any filing related to golden parachute arrangements under Part 359 of the FDIC Rules and Regulations	Approve or deny	No	Yes	Yes	Yes	Yes Approval only	No	No	Yes	
Waiver of liability for commonly controlled banks under Section 5(e) of the FDI Act	Approve or deny	Yes	No	No	No	No	No	No	Yes	
Conversion with diminution of capital	Approve	No	Yes	Yes	Yes	No	No	No	Yes	
	Deny	No	Yes	Yes	No	No	No	No	Yes	
Continue/resume status as an insured institution following termination under Section 8 of the FDI Act	Approve or deny	No	Yes	No	No	No	No	No	Yes	
Management official interlocks under Part 348 of the FDIC Rules and Regulations or Section 205(8) of the Depository Institutions Interlocks Act	Approve or deny	No	Yes	Yes	Yes	Yes Approval only	No	No	Yes	

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Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Delegation Requirements/ Footnotes
Modification of conditions	Approve or deny	Yes	Yes	Yes	Yes	Yes	Yes	Yes , if there are implications related to CRA or consumer protection	Yes	M-4
Extension of time to consummate	Approve or deny	Yes	Yes	Yes	Yes	Yes	Yes	Yes , if there are implications related to CRA or consumer protection	Yes , if the underlying filing requires Legal concurrence	M-3, M-5

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FOOTNOTES – SUBPART M:

- M-1** For the Regional Director, Deputy Regional Director, and Assistant Regional Director to exercise delegated authority:
1. The proposed management of the trust business must be capable of satisfactorily administering the anticipated business.
 2. The applicant’s board of directors must have formally adopted the FDIC Statement of Principles of Trust Department Management.
- M-2**
1. Brokered deposit waivers must be for a fixed term of no more than six months, but may be extended upon refiling.
 2. To be acted on below the Deputy Director level, brokered deposit waivers may not allow for an increase in brokered deposit funding.
 3. The FDIC may revoke a broker deposit waiver at any time with written notice.
 4. Delegated authority to revoke a broker deposit waiver shall be at the same or higher delegation level as that required to act on the original filing.
- M-3** When case-specific concurrence is not required, the General Counsel has provided general concurrence if the following criteria are met: (1) the subject institution is satisfactorily rated (composite 1- or 2-rated, or equivalent, and not in troubled condition or otherwise of concern); (2) the statutory factors and regulatory requirements have been fully considered and favorably resolved (except for a substantially complete determination made prior to the point those factors and requirements have been assessed); (3) the action is consistent with FDIC policies, procedures, and practices; and (4) staff review has not raised significant concerns or impediments, including with respect to risk management and, as appropriate, consumer protection and community reinvestment. If those criteria are not met, case-specific Legal concurrence is required.
- M-4** Any request to modify conditions related to a filing previously acted on by the Board is reserved to the Board, unless explicitly delegated. If the Regional Office has authority to act on the underlying filing: (1) authority to approve a modification of conditions rests with the lower of: (a) the RMS official with authority to act on the filing, or (b) the Regional Director or Deputy Regional Director, and (2) authority to deny a modification of conditions is delegated to the Regional Director or Deputy Regional Director. If authority to act on the underlying filing is reserved to any Washington Office official, authority to modify, or to deny modification of, conditions is delegated to: (a) the appropriate Associate Director, or (b) the appropriate section chief.
- M-5** An extension of time may not be granted after expiration of the consummation period. A single extension of time to consummate may not exceed one year; however, more than one extension of time may be granted. Any request for an extension of time related to a filing previously acted on by the Board is reserved to the Board, unless explicitly delegated. If the Regional Office has authority to act on the underlying filing: (1) authority to approve an extension of time rests with the lower of: (a) the RMS official with authority to act on the filing, or (b) the Regional Director or Deputy Regional Director, and (2) authority to deny an extension of time is delegated to the Regional Director or Deputy Regional Director. If authority to act on the underlying filing is reserved to any Washington Office official, authority to approve or deny an extension of time is delegated to: (a) the appropriate Associate Director, or (b) the appropriate section chief.

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Miscellaneous Filings and Other Matters

Refer to Appendix A below for a list of requirements for acting under delegated authority at the RO level.

Filing	Type of Action	Reserved to Board	Director, Senior Deputy Director, & Deputy Director	Associate Director (Section Chief, if indicated)	Regional Director & Deputy Regional Director	Assistant Regional Director	Case Manager	Case-Specific DCP Concurrence Required	Case-Specific Legal Concurrence Required	Requirements/ Footnotes
Determine whether a filing is substantially complete	Determination	No	Yes	Yes	Yes	Yes	Yes	Yes, if the underlying filing requires concurrence	Yes, if the underlying filing requires concurrence	MISC-1
Business plan changes (ILC)	Approve or deny	Yes	No	No	No	No	No	Yes, if there are implications related to CRA or consumer protection	Yes	
Business plan changes (other than an ILC)	Approve or deny	No	Yes	Yes	Yes	No	No	Yes, if there are implications related to CRA or consumer protection	Yes	MISC-2
Primary purpose exceptions	Approve or deny	No	Yes Director Only	No	No	No	No	No	Yes	
Requests to the FDIC regarding continued FHLB borrowing access	Approve or deny	No	Yes Director Only	No	No	No	No	No	Yes	
Section 23A waiver requests	Non-object or object	No	Yes	No	No	No	No	No	Yes	
Home Owners' Loan Act (HOLA): 10(l) elections and revocations	Non-object	No	Yes	Yes	Yes	Yes	Yes	No	No	MISC-1, MISC-4
	Object	No	Yes	Yes	Yes	No	No	No	No	MISC-1
Exceptions to qualified thrift lender Test - HOLA (10(m)(2))	Approve or deny	No	Yes	Yes	Yes	No	No	No	Yes	
Charter conversions - HOLA (5(i)(5)(A))	Approve or deny	No	Yes	Yes	Yes	Yes	No	No	Yes	MISC-3
Acknowledgment of domestic branch closing notice	Sign	No	Yes	Yes	Yes	Yes	Yes	No	No	MISC-4

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FOOTNOTES – MISCELLANEOUS FILINGS:

MISC-1 If the RO has authority to act, authority to determine whether a filing is substantially complete is delegated to the lower of: (a) the RMS official with authority to act, or (b) the Assistant Regional Director. If the filing is not substantially complete, these authorities extend to requesting additional information.

If authority to act is reserved to the Board or any WO official, authority to determine whether a filing is substantially complete is delegated to: (a) the appropriate Associate Director, or (b) the appropriate section chief. The Regional Director or Deputy Regional Director is authorized to issue a letter, following consultation with the Washington Office, conveying the FDIC's determination that the filing is substantially complete or, if not substantially complete, requesting additional information.

When case-specific concurrence is not required, the General Counsel has provided general concurrence if the following criteria are met: (1) the subject institution is satisfactorily rated (composite 1- or 2-rated, or equivalent, and not in troubled condition or otherwise of concern); (2) the statutory factors and regulatory requirements have been fully considered and favorably resolved (except for a substantially complete determination made prior to the point those factors and requirements have been assessed); (3) the action is consistent with FDIC policies, procedures, and practices; and (4) staff review has not raised significant concerns or impediments, including with respect to risk management and, as appropriate, consumer protection and community reinvestment. If those criteria are not met, case-specific Legal concurrence is required.

MISC-2 Exercise of delegated authority at the Regional Director or Deputy Regional Director level is authorized only to the extent that the Regional Office acted on the original filing.

MISC-3 HOLA conversions that would result in an ILC are reserved to the Board.

MISC-4 A case manager may approve the application only when the institution meets the following criteria:

- Composite rating of 1 or 2;
- Well capitalized for Prompt Corrective Action purposes;
- Satisfactory (or better) BSA program;
- Not a de novo institution, a non-bank, or non-community bank;
- No enforcement actions are proposed or in place;
- No specialty examinations rated 3 or worse; and
- If applicable, all banks within the holding company structure are rated composite 3 or better.

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APPENDIX A

Requirements for Acting Under Delegated Authority at the RO Level

RMS Policy requires the following criteria to be met in order to approve or non-object to a filing under delegated authority at the RO level:

1. The filing is substantially complete.
2. There are no matters that would establish or change existing FDIC policy, attract unusual attention or publicity, or involve a matter of first impression.
3. Legal, DCP, and if appropriate, other relevant divisions or specialty areas have been provided a copy of the filing and have not expressed any issues or concerns that would adversely impact processing or the ability to act under delegated authority.
4. There are no unresolved protests or public comments.
5. There are no significant unresolved differences in the views of the FDIC and the other relevant agencies that have not been raised to the WO.
6. All statutory factors (and other regulatory requirements applicable to the filing) have been fully considered and favorably resolved. If the institution has a composite rating of 4 or 5 (or there is an equivalent rating for any specialty area), and the RO believes that favorable findings on the statutory factors is warranted, final action must be taken at the WO. This does not include filings submitted due to an institution's problem or troubled status, including actions under Sections 29, 32, or 38 of the FDI Act, or Part 359 of the FDIC Rules and Regulations for which delegated authority is otherwise provided.
7. For purposes of exercising delegated authority, and unless otherwise defined, the minimum capital standard is the higher of the capital requirements set forth in Part 324 of the FDIC Rules and Regulations; any other capital requirements imposed by formal or informal actions, including corrective or enforcement actions, prior approvals, or prior non-objections; or any higher level of capital imposed on the institution by the FDIC, the chartering authority, or any other appropriate banking or functional authority.
8. The filing does not present issues that are contrary to any applicable Statement(s) of Policy adopted by the FDIC Board of Directors.
9. Any proposed non-standard conditions have been agreed to in writing by the filer. For deposit insurance applications, all conditions (both standard and non-standard) must be agreed to in writing.
10. All delegation requirements (whether through statutes, regulations, formal delegations, or other mechanisms) have been satisfied.
11. There are no other pending matters that would impact the decision to act or the conditions imposed (e.g., anticipated rating changes, an expected enforcement action, adverse preliminary findings of a pending investigation, etc.).
12. If appropriate to the type of filing, the proposal is not inconsistent with the institution's capital, business, and management plans, and the FDIC has found each of the plans to be acceptable.
13. If the filing represents a material change in the institution's business plan as approved by the FDIC, the appropriate filings have been made to undertake each proposed activity or transaction, and the filer has submitted acceptable business and other plans to demonstrate that all pertinent risks have been and will be appropriately identified, measured, monitored, and controlled.
14. As appropriate, the supervisory strategy has been updated based on the potential impact of the FDIC's action.