

FEDERAL DEPOSIT INSURANCE CORPORATION

WASHINGTON, D.C.

_____)	
In the Matter of)	
)	
MARK R. GALLAGHER,)	
individually and as an)	ORDER OF PROHIBITION
institution-affiliated party of)	FROM FURTHER
)	PARTICIPATION
GEORGIA BANK & TRUST,)	
CALHOUN, GEORGIA)	FDIC-06-207e
)	
(INSURED STATE NONMEMBER BANK))	
_____)	

MARK R. GALLAGHER ("Respondent") has been advised of the right to receive a NOTICE OF INTENTION TO PROHIBIT FROM FURTHER PARTICIPATION ("NOTICE") issued by the Federal Deposit Insurance Corporation ("FDIC") detailing the unsafe or unsound banking practices and/or breaches of fiduciary duty for which an ORDER OF PROHIBITION FROM FURTHER PARTICIPATION ("ORDER OF PROHIBITION") may be issued, and has been further advised of the right to a hearing on the alleged charges under section 8(e) of the Federal Deposit Insurance Act ("Act"), 12 U.S.C. § 1818(e), and the FDIC's Rules of Practice and Procedure, 12 C.F.R. Part 308. Having waived those rights, the Respondent entered into a STIPULATION AND CONSENT TO THE ISSUANCE OF AN ORDER OF PROHIBITION FROM FURTHER PARTICIPATION ("CONSENT AGREEMENT") with a representative of the Legal Division of the FDIC, whereby solely for the purpose of this proceeding and without admitting or denying any unsafe or unsound banking practices and/or

breaches of fiduciary duty, the Respondent consented to the issuance of an ORDER OF PROHIBITION by the FDIC.

The FDIC considered the matter and determined it had reason to believe that:

(a) the Respondent has recklessly engaged or participated in unsafe or unsound banking practices and/or breaches of fiduciary duty while an institution-affiliated party of GEORGIA BANK & TRUST, CALHOUN, GEORGIA ("Bank");

(b) by reason of such unsafe or unsound banking practices and/or breaches of fiduciary duty, the Bank has suffered or will probably suffer financial loss or other damage, the interests of the Bank's depositors have been or could be prejudiced, and/or the Respondent received financial gain or other benefit; and

(c) such unsafe or unsound banking practices and/or breaches of fiduciary duty involve personal dishonesty on the part of Respondent and/or demonstrate the Respondent's willful and/or continuing disregard for the safety or soundness of the Bank.

The FDIC further determined that such unsafe or unsound banking practices and/or breaches of fiduciary duty demonstrate Respondent's unfitness to serve as a director, officer, person participating in the conduct of the affairs or as an institution-affiliated party of the Bank, any other insured depository institution, or any other agency or organization enumerated in

section 8(e)(7)(A) of the Act, 12 U.S.C. § 1818(e)(7)(A).

Therefore, after taking into account the CONSENT AGREEMENT; the appropriateness of the civil money penalty with respect to the financial resources and good faith of the Respondent; the gravity of the breaches of fiduciary duty or unsafe or unsound banking practices by the Respondent; the history of previous breaches of fiduciary duty or unsafe or unsound banking practices by the Respondent; and such other matters as justice may require, the FDIC accepts the CONSENT AGREEMENT and issues the following:

ORDER OF PROHIBITION FROM FURTHER PARTICIPATION

1. MARK R. GALLAGHER, is hereby, without the prior written approval of the FDIC and the appropriate Federal financial institutions regulatory agency, as that term is defined in section 8(e)(7)(D) of the Act, 12 U.S.C. § 1818(e)(7)(D), prohibited from:

(a) participating in any manner in the conduct of the affairs of any financial institution or organization enumerated in section 8(e)(7)(A) of the Act, 12 U.S.C. § 1818(e)(7)(A);

(b) soliciting, procuring, transferring, attempting to transfer, voting, or attempting to vote any proxy, consent or authorization with respect to any voting rights in any financial institution enumerated in section 8(e)(7)(A) of the Act, 12 U.S.C. § 1818(e)(7)(A);

(c) violating any voting agreement previously approved by the appropriate Federal banking agency; or

(d) voting for a director, or serving or acting as an institution-affiliated party.

2. This ORDER will become effective upon its issuance by the FDIC. The provisions of this ORDER will remain effective and enforceable except to the extent that, and until such time as any provision of this ORDER shall have been modified, terminated, suspended, or set aside by the FDIC.

Pursuant to delegated authority.

Dated this 23rd day of February, 2007.

Lisa K. Roy
Associate Director
Division of Supervision and
Consumer Protection