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James P. Sheesley
Assistant Executive Secretary
Attention: Comments/RIN 3064-AF90
Federal Deposit Insurance Corporation
550 17th Street, NW
Washington, DC 20429

Via electronic delivery – comments@fdic.gov

Re: Resolution Plans Required for Insured Depository Institutions With \$100 Billion or More in Total Assets; Informational Filings Required for Insured Depository Institutions With at Least \$50 Billion But Less Than \$100 Billion in Total Assets (RIN 3064-AF90)

Ladies and Gentlemen:

BOK Financial is a \$49 billion full-service commercial banking organization with branches serving Oklahoma, Texas, New Mexico, Arizona, Colorado, Kansas, Missouri, and Arkansas. We appreciate the opportunity to provide comments on the Resolution Plans Required for Insured Depository Institutions With \$100 Billion or More in Total Assets; Informational Filings Required for Insured Depository Institutions With at Least \$50 Billion But Less Than \$100 Billion in Total Assets notice of proposed rulemaking and request for comment.

We have several comments which we hope policy makers will find useful, and address questions posed in the proposal to amend and restate the existing Covered Insured Depository Institution (“CIDI”) resolution planning or information filing requirements under 12 CFR § 360.10.

Burden of Informational Filings (NPR Questions #50, 83)

The FDIC’s original Resolution Plan rule issued in November 2011 included 12 subcomponents for “Tailored Reporters” (a definition which includes banks between \$50 and \$100 billion); it was estimated by the FDIC the initial report may take 4,500 hours to complete, and 1,000 hours for subsequent reports for those Tailored Reporters. It is commonly understood within the industry that this burden estimate was understated by an order of magnitude or more. In 2018 the Economic Growth, Regulatory Relief, and Consumer Protection Act (“EGRRCPA”) was passed by Congress which required the FDIC to eliminate the Resolution Plan requirement for banks under \$100 billion, due to the burden of the requirements.

The current proposed rule roughly doubles the number of subcomponents from 12 to 27 for >\$100 billion banks (“Group A” banks); \$50 to \$100 billion banks (“Group B” banks) would be required to complete 23 of the 27 items. The FDIC’s time estimate for a Group B bank to complete the initial filing is 7,200 hours, and 3,350-6,700 hours for subsequent filings, depending on asset size. We believe these estimates to be significantly understated as well. Regardless, this is a larger burden than Congress already prohibited the FDIC from requiring Group B banks to perform under EGRRCPA in 2018.

Furthermore, the requirements of the proposed rule go well beyond an informational filing for Group B banks, and clearly include items which comprise resolution planning. This proposed rule seems to conflict with Congressional intent, and we recommend the FDIC reduce the scope of the rule as it applies to banks under \$100 billion. We recommend the FDIC scale down Group B banks' requirements, so the number of hours is below that of the original rule, and the content actually reflects an "informational filing".

To reduce the Group B requirements to something useful to the FDIC, and to align with the intent of an informational filing, we recommend the requirements be revised as follows:

1. Eliminate items which are unnecessary for \$50 to \$100 billion banks, and do not meet the intent of an informational filing, including:
 - a. #5 Methodology for material entity designation: While trillion-dollar banks may reasonably need a documented methodology, \$50 to \$100 billion banks should not.
 - b. #10 Franchise component: This requirement comprises resolution planning. It is not informational. For example, the proposed rule requires: "A CIDI must be able to demonstrate the capabilities necessary to ensure that franchise components are separable and marketable in resolution." The useful informational content about business units is covered in #4 organizational structure. This is particularly burdensome and could be eliminated for the same reasons that #1, #2 and #3 were eliminated for Group B banks by the FDIC in the proposed rule. We believe this is the most important item to be removed.
 - c. #19 Economic effects of resolution
 - d. #24 Communications Playbook
 - e. #26 CIDI's assessment of the resolution submission: An informational filing should be objective and not need an assessment. We believe this to be a high value item to remove.
2. Simplify the remaining content requirements so they are informational in nature, and remove elements that comprise resolution planning processes:
 - a. The following requirements seem largely necessary as proposed:
 - #4 Organizational Structure
 - #7 Overall Deposit Activities
 - #15 Unconsolidated balance sheet
 - #17 Capital Structure
 - #18 Parent and Parent Company Affiliate Funding, Transactions, Accounts, Exposures, and Concentrations
 - b. The following items appear to be an "identified strategy" similar to requirement #1 which Group B CIDs are not required to submit:
 - #6 Separation from Parent: We recommend the requirement be amended to simply describe relevant parent company interconnectivity, and any barriers which may impede resolution.
 - #11 Asset Portfolios: The requirement to "Identify and discuss impediments to the sale of each material asset portfolio identified and provide a timeline for such disposition" should be removed.
 - c. We recommend the elimination of the following items for Group B CIDs as these process- and methodology-related components are highly burdensome and of relatively less value.
 - #8 Critical Services: eliminate item "B ii"
 - #9 Key Personnel: eliminate item "ii".
 - #22 Management Information Systems: eliminate item "iii".

- d. We recommend the elimination of the “franchise components” elements of the following items:
 - #13 Off-Balance-Sheet Exposures
 - #14 Qualified Financial Contracts
 - #16 Payment, Clearing, and Settlement Systems
- e. We recommend limiting the following requirement to a detailed description of how resolution planning is integrated into the corporate governance structure and process of the CIDI:
 - #25 Corporate Governance
- f. No comments on the following:
 - #20 Non-deposit Claims
 - #21 Cross-Border Elements
 - #23 Digital Services and Electronic Platforms
 - #27 Any Other Material Factor

Clarity Regarding Dates for Data Incorporated into Informational Filings [NPR Questions # 9-11, 13, 77]

The NPR proposes a two-year submission cycle for resolution plans. By shortening the plan cycle from three years to two, with additional interim supplements every year a full plan is not due, there will be little time to assess and make improvements. The shorter period between resolution plan submissions and the stated goal of increased engagement with CIDs appears to be in conflict. We recommend retaining the longer submission cycle and using significant M&A activity or significant organizational restructuring as the trigger for interim updates.

Historically, resolution plan submissions have been required on December 1, December 31, or July 1. We recommend using the submission date of July 1, in conjunction with a financial information “as-of” date of December 31. This submission date would be the least disruptive to other financial reporting cycles and allow sufficient time for preparation of resolution plans by CIDs. We recommend avoiding overlap with 10K, 10Q, Call Report, and Y9C filing timeframes.

Initial Burden on Group B Informational Filings and Timeframe [Questions #13, 88]

We recommend that the FDIC provide a longer period of time for the Group B CIDI “first-time filers” to develop the capability to do their initial filing. We appreciate the FDIC’s acknowledgment that none of the Group B CIDs have submitted a resolution plan under the current rule since the implementation of the moratorium. In addition, there are banks who have never done one at all. The proposed requirements cannot be absorbed by existing staff and would require time to add and train staff to address the new requirements. We recommend the FDIC consider allowing Group B CIDs to submit informational filings within 18 months of the effective date of the final rule, especially if the scope of the rule is not significantly reduced.

We appreciate the meetings the FDIC has proposed to offer for Group B CIDs to discuss expectations for initial and subsequent informational filings.

With regard to ongoing reporting requirements of the proposed rule, the FDIC estimates Group B CIDs will experience a filing burden of 67 hours per billion dollars in total assets to comply. By comparison, the estimated burden for Group A CIDs is 72 hours per billion dollars in total assets. The net reduction of five (5) hours per billion dollars in assets is not a marked difference; Group B CIDs would experience 93% of the estimated burden for ongoing filings as a Group A CIDI. It appears that this rule would effectively require Group B to produce resolution plans, which is inconsistent with congressional intent of the 2018 Economic Growth, Regulatory Relief,



and Consumer Protection Act. We recommend a significant reduction in the requirements of the proposed rule, as delineated above, for banks under \$100 billion in total assets.

I hope these comments prove to be useful. Please contact me if you have any follow-up questions.

Sincerely,

Martin Grunst
Executive Vice President
Chief Financial Officer