

FEDERAL RESERVE BANK OF SAN FRANCISCO
101 MARKET STREET, SAN FRANCISCO, CALIFORNIA 94105

October 8, 2010

**ELECTION OF DIRECTORS
NOMINATION PROCEDURES**

**To the Member Banks of the
Twelfth Federal Reserve District**

An election will be conducted under the provisions of Section 4 of the Federal Reserve Act for the positions held by the following directors of this Bank:

Class A Director	Mr. Arnold T. Grisham Director Alta Alliance Bank Oakland, California
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Mr. Grisham was elected by banks in Group Two, which consists of banks having capital and surplus of \$17,500,000 or more and less than \$200,000,000. At the conclusion of his present term (December 31, 2010), Mr. Grisham will have served one three-year term and **is not available for nomination as a candidate for reelection.**

Class B Director	Mr. William D. Jones President and Chief Executive Officer CityLink Investment Corporation San Diego, California
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Mr. Jones was elected by banks in Group One, which consists of banks having capital and surplus of \$200,000,000 or more. At the conclusion of his present term (December 31, 2010), Mr. Jones will have served one three-year term and **is not available for nomination as a candidate for reelection.**

The banks comprising Groups One and Two are listed on the following pages.

The group in which a member bank will be entitled to vote will be determined by its classification as of the date of this letter, even though its capital and surplus may subsequently change prior to the date of the election.

Each bank in Group One is permitted to nominate one candidate for Class B Director, and each bank in Group Two is permitted to nominate one candidate for Class A Director. The exception is when any two or more banks within the same Federal Reserve District and in the same group are subsidiaries of the same bank holding company. Participation by such member banks in any such nomination or election shall be confined to one of such banks, which may be designated for the purpose by said bank holding company. A form of designation will be furnished upon request.

The nominations for these Class A and Class B positions must be made by resolution of the Board of Directors or other governing body, certified to me and received in my office by 2:00 p.m. on November 12, 2010. A form and return envelope for this purpose are enclosed. A resolution adopted by a governing body other than the Board of Directors must be supplemented by a duly certified copy of the articles of incorporation, or by-laws, or an extract therefrom, showing the authority of the body to act for the organization.

On November 29, 2010, a list of the candidates (indicating the nominating banks) and a preferential ballot will be mailed to each bank eligible to vote in Groups One and Two. The ballot must be cast within the period the polls are open. The polls will open at 9:00 a.m. on December 6, 2010, and close at 2:00 p.m. on December 21. At that time, the ballot box will be opened in the Board Room of this Bank, the votes counted, and the results of the election announced. The candidates are invited to be present or represented on that occasion.

In order to be counted, the ballot must be executed by an officer authorized to cast the vote. The lists of banks in Groups One and Two on the following pages indicate the officers authorized to cast the ballots of such banks. Inasmuch as the authority conferred on these officers continues until revoked, they need not be reappointed. Any bank that desires to change its authorization should do so by resolution of its Board of Directors or other governing body and certify the appointment to me before the polls close. A form for this purpose will be furnished upon request.

While the banks in Group Three will not vote in this election, this circular is sent to them, without forms, for their information.

Sincerely,

A handwritten signature in black ink, appearing to read "T. Gary Rogers". The signature is written in a cursive style with a large initial "T" and a long, sweeping underline.

T. GARY ROGERS
Chairman of the Board

Information Concerning Eligibility for Class A and Class B Directorship of a Federal Reserve Bank

Reflected below are policy statements and certain statutory requirements that will be pertinent to your selection of a nominee for Class A and Class B Directors:

Section 4 of the Federal Reserve Act, as amended by the Federal Reserve Reform Act of 1977, reads in part as follows:

“Class A shall consist of three members, without discrimination on the basis of race, creed, color, sex, or national origin, who shall be chosen by and be representative of the stock-holding banks....No officer or director of a member bank shall be eligible to serve as a Class A director unless nominated and elected by banks which are members of the same group as the member bank of which he is an officer or director....Any person who is an officer or director of more than one member bank shall not be eligible for nomination as a Class A director except by banks in the same group as the bank having the largest aggregate resources of any of those of which such person is an officer or director.

“Class B shall consist of three members, who shall represent the public and shall be elected without discrimination on the basis of race, creed, color, sex, or national origin, and with due but not exclusive consideration to the interests of agriculture, commerce, industry, services, labor, and consumers....No director of Class B shall be an officer, director, or employee of any bank.

“No Senator or Representative in Congress shall be a member of the Board of Governors of the Federal Reserve System or an officer or a director of a Federal Reserve Bank.”

At its meeting of November 10, 1993, the Board of Directors of the Federal Reserve Bank of San Francisco resolved that "all persons who stand for election as Class A or Class B directors of the Federal Reserve Bank of San Francisco shall be citizens of the United States."

In a policy statement issued on January 31, 2006, the Board of Governors of the Federal Reserve System restated its general position that it is "...contrary to the Board's policy for a director to hold, or to be a candidate for, any partisan public office...Similarly, a director may not hold public office in a position that is nominally nonpartisan if the office is viewed by the local public as partisan."

In a policy statement issued on November 25, 2009, the Board of Governors of the Federal Reserve System announced revisions to the policy governing eligibility of Class B directors. The policy states, "By statute, no Class B director may be an officer, director or employee of any bank. In order to give full effect to this requirement as well as the requirement that Class B directors be elected with consideration for sectors of the economy beyond banking, under the Board's policy a Class B director may not be an officer, director (including advisory director) or employee of a financial affiliation company. A financial affiliation company is any bank, bank holding company, branch or agency of a foreign bank, thrift institution, credit union, or subsidiary of such a company or entity. A financial affiliation company also includes any company that owns a bank or thrift institution, even if the company is not a registered bank holding company, if, at the time of election, the value of all banks and thrifts controlled by the company constitutes 15% or more of the assets, revenues, or net income of the consolidated holding company."

GROUP ONE

**20 Banks, each having a combined capital and surplus
of \$200,000,000 or more**

ONE Class B Director to be elected

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
ARIZONA (1 Bank)		
Phoenix	National Bank of Arizona	Chairman, President, Vice President or Cashier
CALIFORNIA (14 Banks)		
El Centro	RaboBank, N.A.	Chairman, President or Executive Vice President
Los Angeles	The Bank of New York Mellon Trust Company, N.A.	Chairman, President, Vice President or Cashier
Los Angeles	City National Bank	Chairman, President, Vice President or Cashier
Los Angeles	Far East National Bank	Chairman, President, Vice President or Cashier
Los Angeles	Hanmi Bank	Chairman, President, Vice President or Cashier
Los Angeles	Nara Bank	Chairman, President, Vice President or Cashier
Pasadena	East West Bank	Chairman, President, Vice President, Cashier or Secretary
San Francisco	Bank of America California, N.A.	Chairman, President, Vice President, Cashier or Secretary
San Francisco	BlackRock Institutional Trust Company, N.A.	Chairman, President, Executive Vice President or Cashier
San Francisco	JPMorgan Bank and Trust Company, N.A.	Undesignated
San Francisco	Union Bank, N.A.	Chairman, President or Secretary
San Francisco	Wells Fargo Bank, N.A.	Chairman, Vice Chairman, President, Executive Vice President, Senior Vice President, Vice President or Cashier
Santa Barbara	Pacific Capital Bank, N.A.	Chairman, President, Executive Vice President or Chief Financial Officer
Santa Clara	Silicon Valley Bank	Chairman, President, Vice President or Cashier
HAWAII (1 Bank)		
Honolulu	Bank of Hawaii	Chairman or President
NEVADA (1 Bank)		
Las Vegas	HSBC Bank Nevada, N.A.	Chairman, President, Vice President or Cashier
OREGON (1 Bank)		
Portland	Bank of America Oregon, N.A.	Chairman, President, Vice President, Cashier or Secretary

GROUP ONE (Continued)

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
	UTAH (2 Banks)	
Odgen	Wells Fargo Bank Northwest, N.A.	Chairman, President, Vice President or Cashier
Salt Lake City	Zions First National Bank	Chairman, President, Vice President or Cashier

GROUP TWO

**49 Banks, each having a combined capital and surplus
of \$17,500,000 or more and less than \$200,000,000**

ONE Class A Director to be elected

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
ALASKA (1 Bank)		
Anchorage	First National Bank Alaska	Chairman, President, Vice President or Cashier
ARIZONA (5 Banks)		
Phoenix	Bank of Arizona, N.A.	Chairman or President
Phoenix	Heritage Bank, N.A.	Chairman, President or Vice President
Phoenix	Western National Bank	Chairman, President, Vice President or Cashier
Scottsdale	The Harris Bank, N.A.	Chairman, President, Vice President or Cashier
Wickenburg	Meridian Bank, N.A.	Chairman, President, Vice President or Cashier
CALIFORNIA (36 Banks)		
Alhambra	TomatoBank, N.A.	President only
Anaheim	Premier Commercial Bank, N.A.	Chairman, President, Chief Financial Officer, Vice President or Cashier
Arcadia	American Plus Bank, N.A.	Chairman, President or Vice President
Beverly Hills	Excel National Bank	Chairman, President, Chief Executive Officer, Vice President or Cashier
Costa Mesa	Pacific Mercantile Bank	President only
Costa Mesa	Pacific Premier Bank	Chairman, President or Vice President
El Segundo	Bank of Manhattan, N.A.	President only
Fresno	United Security Bank	President only
Goleta	Community West Bank, N.A.	Chairman, President, Vice President or Cashier
Irvine	California First National Bank	President or Cashier
Irvine	CommerceWest Bank, N.A.	President only
Irvine	Pacific Enterprise Bank	Chairman, President or Senior Executive Vice President
La Jolla	Regents Bank, N.A.	Chairman, President, Vice President or Cashier
Los Angeles	1 st Century Bank, N.A.	Chairman, President, Executive Vice President/Chief Operating Office, Vice President or Cashier
Los Angeles	Commonwealth Business Bank	Chairman, President or Executive Vice President
Los Angeles	Deutsche Bank National Trust Company	Chairman, President, Vice President, Managing Director or Director
Los Angeles	National Bank of California	Chairman, President, Vice President or Cashier
Los Angeles	Pacific Commerce Bank	Chairman, President, Vice President or Cashier
Newport Beach	American Security Bank	Chairman, President, Vice President, Cashier or President/Chief Executive Officer
Newport Beach	Commerce National Bank	Chairman, President, Vice President or Cashier
Oakdale	Oak Valley Community Bank	President only
Oakland	Alta Alliance Bank	Chairman, President, Vice President, Chief Operating Officer, Chief Financial Officer or Chief Credit Officer

GROUP TWO (Continued)

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
CALIFORNIA (Continued)		
Ontario	Inland Community Bank, N.A.	President only
Palm Springs	Canyon National Bank	Chairman, President, Chief Financial Officer or Vice President
Redding	North Valley Bank	Chairman, President, Vice President or Cashier
Riverside	First National Bank of Southern California	Chairman, President, Senior Vice President, Vice President or Cashier
Sacramento	Bank of Sacramento	Chairman, President, Vice President or Cashier
San Diego	Bank of Southern California	Chairman, President, Senior Vice President or Cashier
San Francisco	Bank of the Orient	Chairman only
San Francisco	Pacific Coast Bankers' Bank	President and Chief Executive Officer only
San Francisco	Presidio Bank	Chairman, President or Chief Financial Officer
San Jose	Bridge Bank, N.A.	Chairman or President/Chief Executive Officer
San Jose	Heritage Bank of Commerce	Chairman, Chief Executive Officer or Chief Operating Officer
San Luis Obispo	Mission Community Bank	President or Executive Vice President/Chief Financial Officer
South San Francisco	First National Bank of Northern California	Chairman, President, Vice President or Cashier
Thousand Oaks	Recontrust Company, N.A.	Chairman or President
NEVADA (2 Banks)		
Henderson	Town North Bank Nevada, N.A.	Undesignated
Las Vegas	Credit One Bank, N.A.	Chairman, President, Vice President or Cashier
UTAH (1 Bank)		
Salt Lake City	First Utah Bank	President only
WASHINGTON (4 Banks)		
Colfax	Bank of Whitman	Chairman, President or Vice President
Everett	Coastal Community Bank	Chairman, President or Executive Vice President/Chief Financial Officer
Seattle	The Commerce Bank of Washington, N.A.	Chairman, President, Managing Director, Vice President or Cashier
Tacoma	Commencement Bank	Chairman, President or Chief Financial Officer

Directors of the Federal Reserve Bank of San Francisco

As of October 8, 2010

Name	Occupation	Elected by Banks in Group	Class	Term Expires December 31
Arnold T. Grisham	Director Alta Alliance Bank Oakland, California	2	A	2010
Dann H. Bowman	President and Chief Executive Officer Chino Commercial Bank, N.A. Chino, California	3	A	2011
Kenneth P. Wilcox	Chief Executive Officer SVB Financial Group Santa Clara, California	1	A	2012
William D. Jones	President and Chief Executive Officer CityLink Investment Corporation San Diego, California	1	B	2010
Karla S. Chambers	Vice President and Co-Owner Stahlbush Island Farms, Inc. Corvallis, Oregon	2	B	2011
Blake W. Nordstrom	President Nordstrom, Inc. Seattle, Washington	3	B	2012
Douglas W. Shorenstein <i>Deputy Chairman</i>	Chairman and Chief Executive Officer Shorenstein Properties LLC San Francisco, California	Appointed by the Board of Governors of the Federal Reserve System	C	2011
T. Gary Rogers <i>Chairman</i>	Former Chairman of the Board Levi Strauss & Co. San Francisco, California	Appointed by the Board of Governors of the Federal Reserve System	C	2012*
Patricia E. Yarrington	Vice President and Chief Financial Officer Chevron Corporation San Ramon, California	Appointed by the Board of Governors of the Federal Reserve System	C	2013

*Reappointment for the first year of a three-year term beginning January 1, 2010.