

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

September 10, 2008

**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	Ms. Candace H. Wiest President and Chief Executive Officer West Valley National Bank Avondale, Arizona
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Ms. Wiest was elected by banks in Group Three. At the conclusion of her present term (December 31, 2008), Ms. Wiest will have served two three-year terms and **is not eligible for reelection**. Group Three consists of banks having capital and surplus of less than \$17,500,000.

Class B Director	Mrs. Karla S. Chambers Vice President and Co-Owner Stahlbush Island Farms, Inc. Corvallis, Oregon
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Mrs. Chambers 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 her present term (December 31, 2008), Mrs. Chambers will have served a portion of an unexpired term and one three-year term. **She is eligible for reelection and is willing to continue to serve if reelected.**

The banks comprising Groups Two and Three 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 Two is permitted to nominate one candidate for Class B Director, and each bank in Group Three 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.

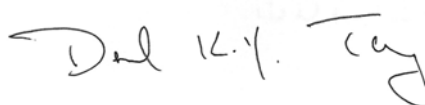
The nominations for these Class A and Class B positions must be made by resolution of the Board of Directors or other governing body, certified to me and received in my office by 2:00 p.m. on October 15, 2008. A form and return envelope for this purpose are enclosed. A resolution adopted by a governing 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 October 29, 2008, a list of the candidates (indicating the nominating banks) and a preferential ballot will be mailed to each bank eligible to vote in Groups Two and Three. The ballot must be cast within the period the polls are open. The polls will open at 9:00 a.m. on November 5, 2008, and close at 2:00 p.m. on November 19. 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 Two and Three 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 One will not vote in this election, this circular is sent to them, without forms, for their information.

Sincerely,

A handwritten signature in black ink that reads "David K.Y. Tang". The signature is written in a cursive style with a large, sweeping initial "D" and a long horizontal stroke extending to the right.

DAVID K.Y. TANG
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.”

In a policy statement issued on June 2, 1978, the Board of Governors of the Federal Reserve System restated its general position, “...that, to be consistent with the spirit and underlying principles of the Federal Reserve Act, it is inappropriate, as a general rule, for officers and directors of Federal Reserve Banks and Branches to hold partisan political or public office in the service of the United States, or of any state, territory, county, district, political subdivision, or municipality thereof, or to act as members of political party committees.”

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 addition, nominees should be residents of the nominating banks' Federal Reserve Bank District. (In the case of the Twelfth District, that would include Alaska, Arizona, California, Hawaii, Idaho, Nevada, Oregon, Utah, or Washington.)

GROUP TWO

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

ONE Class B Director to be elected

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
ALASKA (1 Bank)		
Anchorage	First National Bank of Alaska	Chairman, President, Vice President or Cashier
ARIZONA (8 Banks)		
Avondale	West Valley National Bank	Chairman, President, Chief Executive Officer or Vice President
Mesa	TCF National Bank Arizona	Chairman, President, Vice President or Secretary
Phoenix	Bank of Arizona, N.A.	Chairman or President
Phoenix	Bank USA, N.A.	Undesignated
Phoenix	Heritage Bank, N.A.	Chairman, President or Vice President
Phoenix	Western National Bank	Chairman, President, Vice President or Cashier
Scottsdale	Goldwater Bank, N.A.	President only
Scottsdale	The Harris Bank, N.A.	Chairman, President, Vice President or Cashier
CALIFORNIA (40 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.	Undesignated
Bakersfield	San Joaquin Bank	Chairman, President or Executive Vice President
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
Los Angeles	1 st Century Bank, N.A.	Chairman, President, Executive Vice President/Chief Operating Officer, 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	Far East National Bank	Chairman, President, Vice President or Cashier
Los Angeles	Nara Bank	Chairman, President, Vice President or Cashier
Merced	County Bank	President only
Napa	Bank of Napa, N.A.	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

GROUP TWO (Continued)

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
CALIFORNIA (Continued)		
Oakland	Alta Alliance Bank	Chairman, President, Vice President, Chief Operating Officer, Chief Financial Officer or Chief Credit Officer
Ontario	Inland Community Bank, N.A.	President only
Rancho Santa Margarita	South County Bank, N.A.	Undesignated
Redding	North Valley Bank	Chairman, President, Vice President or Cashier
Sacramento	Bank of Sacramento	Chairman, President, Vice President or Cashier
San Diego	1 st Pacific Bank of California	Chairman, President, Chief Financial Officer, Vice President or Cashier
San Diego	First Business Bank, N.A.	Chairman, President, Senior Vice President or Cashier
San Diego	San Diego National Bank	Chairman, President, Vice President or Cashier
San Francisco	Bank of the Orient	Chairman only
San Francisco	JPMorgan Bank and Trust Company, N.A.	Undesignated
San Francisco	Pacific Coast Bankers' Bank	President and Chief Executive Officer only
San Francisco	Presidio Bank	Chairman, President or Chief Financial Officer
San Francisco	Wells Fargo HSBC Trade Bank, N.A.	Undesignated
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
Santa Barbara	Pacific Capital Bank, N.A.	Chairman, President, Executive Vice President, or Chief Financial Officer
South San Francisco	First National Bank of Northern California	Chairman, President, Vice President or Cashier
Tracy	Community Banks of Northern California	Chairman, President, Vice President or Cashier
IDAHO (2 Banks)		
Boise	Idaho Banking Company	Chairman, President, Vice President or Cashier
Boise	Idaho Trust National Bank	Chairman, President, Vice President or Cashier
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 (2 Banks)		
Morgan	First National Bank of Morgan	Chairman, President, Vice President, Cashier or Assistant Cashier
Salt Lake City	First Utah Bank	President only
WASHINGTON (2 Banks)		
Colfax	Bank of Whitman	Chairman, President or Vice President
Tacoma	Commencement Bank	Undesignated

GROUP THREE

**82 Banks, each having a combined capital and surplus
of less than \$17,500,000**

ONE Class A Director to be elected

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
ALASKA (2 Banks)		
Anchorage	Key Trust Company of Alaska	Undesignated
Anchorage	Wells Fargo Alaska Trust Company, N.A.	Chairman, President, Vice President, Cashier or Secretary
ARIZONA (11 Banks)		
Gilbert	Union Bank of Arizona, N.A.	Chairman, President, Vice President or Cashier
Gold Canyon	Gold Canyon Bank	Undesignated
Mesa	Valley Capital Bank, N.A.	Undesignated
Phoenix	Bankers Trust Company, N.A.	Undesignated
Phoenix	RepublicBankAz, N.A.	Chairman, President or Vice President
Phoenix	Sonoran Bank, N.A.	Chairman, President, Vice President or Cashier
Phoenix	SunBank, N.A.	Chairman, President, Chief Executive Officer or Vice President
Phoenix	UMB Bank Arizona, N.A.	Chairman only
Scottsdale	First National Bank of Scottsdale	Undesignated
Tucson	Canyon Community Bank, N.A.	Chairman, President, Vice President or Cashier
Tucson	CrediCard National Bank	Chairman only
CALIFORNIA (42 Banks)		
Alhambra	Omni Bank, N.A.	Chairman, President, Vice President or Cashier
Atascadero	Santa Lucia Bank	Chairman, President, Vice President or Cashier
Beverly Hills	Excel National Bank	Chairman, President, Chief Executive Officer, Vice President or Cashier
Buena Park	Los Angeles National Bank	Chairman, President, Vice President or Cashier
Carson	Merchants Bank of California, N.A.	Chairman, President, Vice President or Cashier
Chico	Northern California National Bank	Chairman, President, Vice President or Cashier
Chino	Chino Commercial Bank, N.A.	President only
Granite Bay	Granite Community Bank, N.A.	Chairman, President or Cashier
La Jolla	Regents Bank, N.A.	Chairman, President, Vice President or Cashier
La Mesa	Borrego Springs Bank, N.A.	Chairman, President, Vice President or Cashier
Long Beach	Farmers and Merchants Bank of Long Beach	Chairman, President, Vice President or Cashier
Long Beach	International City Bank, N.A.	Chairman, President, Senior Vice President, Vice President or Cashier
Los Angeles	National Bank of California	Chairman, President, Vice President or Cashier
Los Angeles	Northern Trust Company of California, N.A.	Undesignated
Los Angeles	Pacific Commerce Bank	Chairman, President, Vice President or Cashier
Los Angeles	State Street Bank & Trust Company of California, N.A.	Chairman, President, Vice President or Cashier
Los Angeles	Western National Trust Company	Undesignated
Manteca	Delta Bank, N.A.	Chairman, President, Vice President or Cashier
Marysville	Gold Country Bank, N.A.	Chairman, President, Vice President or Cashier
Mojave	Mojave Desert Bank, N.A.	Chairman, President, Vice President or Cashier
Palm Desert	Palm Desert National Bank	Chairman or President

GROUP THREE (Continued)

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
CALIFORNIA (Continued)		
Palm Springs	Canyon National Bank	Chairman, President, Chief Financial Officer or Vice President
Redondo Beach	Bay Cities National Bank	Chairman, President, Vice President or Cashier
Riverside	First National Bank of Southern California	Chairman, President, Senior Vice President, Vice President or Cashier
Sacramento	The Merchants National Bank of Sacramento	President, Vice President or Cashier
San Clemente	Pacific Coast National Bank	Chairman, President, Vice President or Cashier
San Diego	Armed Forces Bank of California, N.A.	President only
San Diego	Neighborhood National Bank	Chairman, President, Executive Vice President or Cashier
San Francisco	Bessemer Trust Company of California, N.A.	Chairman, President, Managing Director or Cashier
San Francisco	Mission National Bank	President or Vice President/Cashier
San Francisco	Trans Pacific National Bank	Chairman, President, Vice President or Cashier
San Gabriel	Asian Pacific National Bank	Chairman, President, Vice President or Cashier
San Juan Capistrano	Capital Bank	Undesignated
San Luis Obispo	Coast National Bank	Chairman, President, Executive Vice President, Vice President or Cashier
San Luis Obispo	Mission Community Bank	President or Executive Vice President/Chief Financial Officer
Santa Paula	Santa Clara Valley Bank, N.A.	Chairman, President, Vice President or Cashier
South San Francisco	Liberty Bank	President only
Stockton	Pacific State Bank	Chairman, President, Vice President or Cashier
Temecula	Mission Oaks National Bank	Chairman, President, Vice President or Cashier
Thousand Oaks	Recontrust Company, N.A.	Chairman or President
Westminster	Saigon National Bank	President only
Whittier	Bank of Whittier, N.A.	President only
HAWAII (1 Bank)		
Honolulu	Hawaii National Bank	Chairman, Vice Chairman, President or Executive Vice President
IDAHO (2 Banks)		
Buhl	Farmers National Bank of Buhl	President, Vice President or Cashier
Lewiston	Twin River National Bank	Chairman or President
NEVADA (4 Banks)		
Ely	The First National Bank of Ely	Chairman, President, Vice President or Cashier
Las Vegas	Nevada National Bank	Undesignated
Las Vegas	Paramount Bank	Chairman, President or Vice President
Las Vegas	Wells Fargo Financial National Bank	Chairman, President, Vice President, Secretary or Cashier

GROUP THREE (Continued)

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
OREGON (5 Banks)		
Florence	Oregon Pacific Bank	President only
Grants Pass	Home Valley Bank	President only
Portland	U.S. Bank Trust Company, N.A.	Chairman, President, Vice President, Treasurer or Secretary
Prineville	Community First Bank	Chairman, President, Vice President or Cashier
Salem	Pioneer Trust Bank, N.A.	Chairman, President or Vice President
UTAH (6 Banks)		
Beaver	Utah Independent Bank	President only
Heber City	Grand Valley National Bank	Undesignated
Kaysville	Barnes Banking Company	Chairman, President, Vice President or Cashier
Layton	The First National Bank of Layton	President, Vice President, Cashier or Assistant Cashier
Logan	Cache Valley Bank	Chairman, President, Vice President or Cashier
Odgen	Bank of Utah	Chairman, President, Vice President or Cashier
WASHINGTON (9 Banks)		
Bellevue	Eastside Commercial Bank, N.A.	Chairman, President, Vice President or Cashier
Chelan	North Cascades National Bank	Chairman, President, Vice President or Cashier
Everett	Coastal Community Bank	Chairman, President or Executive Vice President/Chief Financial Officer
Longview	HomeTown National Bank	Chairman, President, Vice President or Cashier
Lynnwood	Prime Pacific Bank, N.A.	President or Vice President/Chief Financial Officer
Seattle	The Commerce Bank of Washington, N.A.	Chairman, President, Managing Director, Vice President or Cashier
Tacoma	Pierce Commercial Bank	Chairman, President, Vice President or Cashier
Walla Walla	Baker Boyer National Bank	President, Vice President or Cashier
Yakima	Yakima National Bank	Chairman, President, Vice President or Cashier

Directors of the Federal Reserve Bank of San Francisco

As of September 10, 2008

Name	Occupation	Elected by Banks in Group	Class	Term Expires December 31
Candace H. Wiest	President and Chief Executive Officer West Valley National Bank Avondale, Arizona	3	A	2008
Kenneth P. Wilcox	President and Chief Executive Officer SVB Financial Group Santa Clara, California	1	A	2009
Arnold T. Grisham	President and Chief Executive Officer Alta Alliance Bank Oakland, California	2	A	2010
Karla S. Chambers	Vice President and Co-Owner Stahlbush Island Farms, Inc. Corvallis, Oregon	2	B	2008
Blake W. Nordstrom	President Nordstrom, Inc. Seattle, Washington	3	B	2009
William D. Jones	President and Chief Executive Officer CityLink Investment Corporation San Diego, California	1	B	2010
Douglas W. Shorenstein	Chairman and Chief Executive Officer Shorenstein Properties LLC San Francisco, California	Appointed by the Board of Governors of the Federal Reserve System	C	2008
T. Gary Rogers <i>Deputy Chairman</i>	Chairman of the Board Levi Strauss & Co. San Francisco, California	Appointed by the Board of Governors of the Federal Reserve System	C	2009
David K.Y. Tang <i>Chairman</i>	Managing Partner, Asia K&L Gates Seattle, Washington	Appointed by the Board of Governors of the Federal Reserve System	C	2010*

*Reappointment for the first year of a three-year term beginning January 1, 2008.