

Candidate for Class A Director

RICHARD L. CARRION
Chairman, President and Chief Executive Officer
Popular, Inc.
San Juan, Puerto Rico

RICHARD L. CARRION was born in San Juan, Puerto Rico, on November 26, 1952. He received a bachelor's degree from the Wharton School of Finance and Commerce in 1975 and an M.S. in Management Information Systems from the Massachusetts Institute of Technology in 1976.

Mr. Carrion is Chairman, President, and Chief Executive Officer of Banco Popular de Puerto Rico, and of Popular, Inc., Banco Popular's holding company. Mr. Carrion joined Banco Popular in 1976. Among his other activities, he oversaw the implementation of the ATM system throughout the branch network in Puerto Rico and the United States, and the recent implementation of numerous electronic services to facilitate banking transactions.

Mr. Carrion is President of the Committee for the Economic Development of Puerto Rico, is a member of the Executive Committee of the Puerto Rico Banking Association, President of Banco Popular Foundation, and a member of the board of Bell Atlantic Corporation. In 1990, Mr. Carrion was named a member of the International Olympic Committee and has been named to four of its commissions: the Finance Commission, the Coordination Commission for the Atlanta 1996 Olympic Games, the Evaluation Commission for the 2002 Olympic Winter Games, and the Marketing Commission.

Nominated by the following member banks in Group 2

NEW JERSEY

<u>Place</u>	<u>Name of Bank or Trust Company</u>
Hackensack	Summit Bank
Old Bridge	Amboy National Bank
Passaic	Valley National Bank

NEW YORK

<u>Place</u>	<u>Name of Bank or Trust Company</u>
New York City	European American Bank
	IBJ Schroder Bank & Trust Company

PUERTO RICO

<u>Place</u>	<u>Name of Bank or Trust Company</u>
Hato Rey	Banco Popular de Puerto Rico

Candidate for Class B Director

RONAY MENSCHEL
President, Phipps Houses
New York, New York

RONAY MENSCHEL was born in Washington, D.C. on May 19, 1942. She received an A.B. degree from Cornell University in 1964.

Ms. Menschel is President of Phipps Houses and its subsidiary, Phipps Houses Services, Inc., a role she assumed in April 1993. She has been Chair of Phipps Community Development Corporation, an affiliate of Phipps Houses, since 1988. The Phipps Houses Group of companies owns and manages 4,750 apartments for homeless, low- and moderate-income New Yorkers and manages an additional 5,000 apartments for other nonprofit organizations, including major hospitals. The Phipps Houses' mission is to create and sustain enduring communities through housing development, attentive property management, and residential- and community-based human services.

Prior to joining Phipps Houses, Ms. Menschel served as a Deputy Mayor, and subsequently as Executive Administrator, of New York City from 1978 to 1982. From 1979 to 1990, she served on the Board of the Metropolitan Transportation Authority, specializing in consumer issues and the transit system's station environment. From 1984 to 1989, she was Chair of the New York City Advisory Commission for Cultural Affairs. She headed the New York City Public Schools Chancellor's Advisory Council on Arts Education in 1991-92. She was a founder of Arts Partners, which provides arts resources and programs to public schools.

Currently, Ms. Menschel is a Vice Chairman of Cornell's Board of Trustees, serves on its Executive Committee, and chairs its Academic Affairs and Campus Life Committee. She is a director of the Municipal Art Society, Citizens Housing and Planning Council, the Museum of the City of New York, and the Alliance for the Arts. She is also a member of the Dean's Advisory Group of the Harvard Graduate School of Education and the Visiting Committee of Harvard College.

Ms. Menschel is currently a class B director of the Federal Reserve Bank of New York for the term ending December 31, 1998.

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NEW JERSEY

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Hackensack	Summit Bank
Old Bridge	Amboy National Bank
Passaic	Valley National Bank

NEW YORK

<u>Place</u>	<u>Name of Bank or Trust Company</u>
New York City	European American Bank IBJ Schroder Bank & Trust Company