

**FEDERAL RESERVE BANK
OF NEW YORK**

September 2, 2009

**Special Election of Class B Director
For the Unexpired Portion of Term Ending December 31, 2010**

**(By member banks classified in Group 2 on July 22, 2009, that is, member banks
with capital and surplus of \$30 million to \$1 billion, inclusive, on that date)**

To the Member Banks of the Second Federal Reserve District:

In accordance with section 4 of the Federal Reserve Act, as amended, and the circular dated July 22, 2009, on the nomination of a class B director of this Bank for the unexpired portion of the term of office ending December 31, 2010, to succeed RICHARD S. FULD, JR., who resigned as a director of this Bank, there is shown on the following page the name of the candidate nominated for such office, and by whom nominated.

To each member bank classified in Group 2 on July 22, 2009, the following are being sent with this circular:

- (a) Ballot for use in voting for class B director.
- (b) Pink ballot envelope in which the ballot is to be sealed.
- (c) Certificate envelope bearing on its face the certificate in regard to the vote.
- (d) Addressed envelope in which the foregoing should be returned to me.

The ballot and the certificate on the certificate envelope must be executed by an officer who has been authorized to cast the vote. A list of the officers designated for this purpose by the member banks in Group 2 was contained in the above-mentioned circular dated July 22, 2009; the list is also contained herein. In order that the ballot may be secret, the name of the bank and the name and title of the voting officer should not be written on the ballot, but should be written only on the certificate envelope.

- (1) The ballot should be marked.
- (2) The marked ballot should be placed in the pink ballot envelope and that envelope sealed.
- (3) Then the sealed pink ballot envelope should be placed within the certificate envelope, and the certificate envelope should be sealed and the certificate thereon executed.
- (4) Then the certificate envelope containing the sealed pink ballot envelope should be returned to me in the enclosed addressed envelope.

The law provides that the ballot shall be cast within 15 days after receipt of the list of candidates transmitted herewith. The polls will open at 10 a.m., September 3, 2009, and will close at 12 noon on Friday, September 18, 2009, and in order to be counted as valid the ballot must be received at or before the latter time. Upon the closing of the polls, the ballot box will be opened, the votes counted and checked by tellers, and the results of the election announced. The candidates may, if they so desire, be present or represented on this occasion.

Because banks in Groups 1 and 3 will not vote in this election, this circular is sent to them without forms and for their information only.

DENIS M. HUGHES,
Chairman of the Board

Candidate for Class B Director

JAMES S. TISCH
President and Chief Executive Officer
Loews Corporation
New York, New York

JAMES S. TISCH is President and Chief Executive Officer of Loews Corporation. He has been with Loews since 1977. Prior to that he was with CNA Financial Corporation.

Mr. Tisch is a Phi Beta Kappa graduate of Cornell University where he majored in economics. He holds an MBA with Distinction from the Wharton Graduate School of the University of Pennsylvania.

Mr. Tisch is also Chairman of the Board of Directors of Diamond Offshore Drilling, Inc., and a member of the Board of Directors of CNA Financial Corporation and of Loews Corporation.

Mr. Tisch serves as Chairman of the Board of WNET.ORG, parent of WNET Channel 13 and WLIW Channel 21, and is also a member of the Board of Directors of The New York Public Library. He is a member of the Council on Foreign Relations, and a Trustee of the Mount Sinai Medical Center. Mr. Tisch serves on the Executive Committee of the Partnership for New York City, and is a member of the Board of Overseers of the Wharton School at the University of Pennsylvania. He is also a board member and past President of Federation Employment and Guidance Service (F.E.G.S.). Mr. Tisch is past Chairman of the Board of the Conference of Presidents of Major American Jewish Organizations, past Chairman of the Board of United Jewish Communities, and past President of UJA-Federation of New York.

Nominated by the following member banks in Group 2

NEW JERSEY	
<u>Place</u>	<u>Name of Bank or Trust Company</u>
Old Bridge	Amboy Bank
Wayne	Valley National Bank

NEW YORK	
<u>Place</u>	<u>Name of Bank or Trust Company</u>
Oakfield	M & T Bank, National Association

PUERTO RICO	
<u>Place</u>	<u>Name of Bank or Trust Company</u>
San Juan	Banco Popular de Puerto Rico

Special Election of Class B Director

For the Unexpired Portion of Term Ending December 31, 2010

List of the 37 Member Banks in Group 2

(Group 2 consists of member banks with capital and surplus of \$30 million to \$1 billion, inclusive, as of July 22, 2009)

CONNECTICUT		
<u>Place</u>	<u>Name of Bank or Trust Company</u>	<u>Officers Authorized to Cast Vote</u>
Stamford	Patriot National Bank.....	President, any Vice President, or Cashier
Westport	Connecticut Community Bank, N.A.....	President, any Vice President, or Chief Financial Officer
NEW JERSEY		
<u>Place</u>	<u>Name of Bank or Trust Company</u>	<u>Officers Authorized to Cast Vote</u>
Bridgewater	MetLife Bank, National Association (MetLife Division) .	President
Gladstone	Peapack-Gladstone Bank	Chairman and Chief Executive Officer, President, Executive Vice President, any Vice President, or Cashier
Long Branch	Central Jersey Bank, N.A.....	Chairman or Chief Executive Officer, President, or any Vice President
Newark	Millennium bcpbank, N.A.	Chairman, or President
Old Bridge	Amboy Bank	President, any Vice President, or Cashier
Union	Union Center National Bank.....	President, any Vice President, or Cashier
Wayne	Valley National Bank.....	President, any Vice President, or Cashier
NEW YORK		
<u>Place</u>	<u>Name of Bank or Trust Company</u>	<u>Officers Authorized to Cast Vote</u>
Angola	Evans Bank, National Association.....	President, any Vice President, or Cashier
Canandaigua	The Canandaigua National Bank and Trust Company	President, any Vice President, or Cashier
Canton	Community Bank, National Association	President, any Vice President, or Cashier
Great Neck	Community National Bank	President, any Vice President, or Cashier
Hauppauge	Madison National Bank	
Islandia	Empire National Bank.....	
Mahopac	Mahopac National Bank.....	Chairman of the Board, President, any Vice President, or Cashier
Middletown	Community Bank of Orange, N.A.	President, Executive Vice President, any Vice President, or Cashier
New York City	(See below)	
Norwich	NBT Bank, National Association	President
Oakfield	M & T Bank, National Association	Chief Executive Officer, any Vice President, or the Corporate Secretary
Schenectady	Trustco Bank, National Association	President, Senior Vice President, or any Vice President
Syracuse	Alliance Bank, National Association.....	President, any Vice President, Cashier, or Co-Chief Executive Officer
Warsaw	Five Star Bank.....	President, any Vice President, or Cashier
NEW YORK CITY		
<u>Place</u>	<u>Name of Bank or Trust Company</u>	<u>Officers Authorized to Cast Vote</u>
Manhattan	Bessemer Trust Company, N.A.	President, any Senior Vice President, any Vice President, or Secretary
	The Bank of East Asia (U.S.A.).....	President, any Vice President, or Cashier
	BPD Bank.....	President
	The Depository Trust Company.....	President, or any Managing Director
	Deutsche Bank Trust Company, National Association	Chairman of the Board, Chief Executive Officer, President, Managing Director, or Secretary
	Herald National Bank.....	
	ICE US Trust LLC	
	Interest National Bank	President, or Chief Executive Officer
	Metropolitan National Bank	

	Modern Bank, N.A.....	President, any Vice President, or Cashier
	Safra National Bank of New York.....	President, Executive Vice President, any Vice President, or Secretary
	Sterling National Bank.....	Chairman, President, any Vice President, or Cashier
Queens	Asia Bank, N.A.	Chairman of the Board, President, any Vice President, or Cashier
	Marathon National Bank of New York.....	

PUERTO RICO

<u>Place</u>	<u>Name of Bank or Trust Company</u>	<u>Officers Authorized to Cast Vote</u>
San Juan	Banco Popular de Puerto Rico	Chairman of the Board, President, any Executive Vice President, any Vice President, or Cashier