

**FEDERAL RESERVE BANK  
OF NEW YORK**

December 5, 2011

**Special Election of Class B Director  
For the Unexpired Portion of Term Ending December 31, 2013**

**(By member banks classified in Group 2 on October 24, 2011, 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 October 24, 2011, on the nomination of a class B director of this Bank for the unexpired portion of the term of office ending December 31, 2013, to succeed JAMES S. TISCH, who will be resigning as a director of this Bank, effective December 31, 2011, 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 October 24, 2011, 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 October 24, 2011; 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., Tuesday, December 6, 2011, and will close at 12 noon on Wednesday, December 21, 2011, 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.*

**LEE C. BOLLINGER,**  
*Chairman of the Board*

## Candidate for Class B Director

**ALPHONSO O'NEIL-WHITE**  
**President and Chief Executive Officer**  
**HealthNow New York Inc.**  
**Buffalo, New York**

**ALPHONSO O'NEIL-WHITE** is President and Chief Executive Officer of HealthNow New York Inc., a health insurance and health services company in Upstate New York with annual revenues of \$2.5 billion. HealthNow is a BlueCross BlueShield Association licensee in Western New York and in New York's capital district.

He is in his fifteenth year at HealthNow, having relocated from Washington, DC to accept the position of Senior Vice President and General Counsel. Since taking the helm in 2003, he led the company's dramatic turnaround and is credited with returning it to a position of consistent profitability and market leadership. HealthNow is widely viewed as a leader and innovator in the field, at the cutting edge of the dynamic changes currently sweeping the health care marketplace.

Mr. O'Neil-White has considerable experience in the health care arena, spanning national and state government affairs, executive management, health care operations, and the law. Prior to joining HealthNow, he served as vice president and general counsel for the organization now known as America's Health Insurance Plans ("AHIP"), the preeminent trade association for the health insurance industry. As a representative for the organization, he traveled throughout the country working on health policy issues, testifying before the United States Congress and state legislatures, as well as providing national media commentary on health care issues.

He has experience in the public sector as well as the not-for-profit health care sector, serving as Senior Labor Counsel for Humana Inc., a national, publicly traded health care company, and as General Counsel for one of the nation's first health maintenance organizations, Group Health Association, Inc. A self-described "recovering lawyer," Mr. O'Neil-White served as chair-elect of the Health Law Section of the American Bar Association and retains his license to practice law in two states and the District of Columbia. He is a graduate of Hampden-Sydney College in Virginia and holds a law degree from the University of Louisville's Louis Brandeis School of Law.

Mr. O'Neil-White has long believed that it is as important to do good as it is to do well. Driven by this principle, he works tirelessly not only for the success of his company, but also to improve the quality of life in his community. As such, he has been honored and recognized with many awards for business and community leadership.

He is a trustee and director on a number of local and national boards, including the world renowned Albright-Knox Art Gallery, the National Institute of Healthcare Management, and the BlueCross BlueShield Association. He is a member of the executive committee of the preeminent regional business alliance known as the Buffalo Niagara Partnership and serves on the board of directors of The Buffalo Club and Buffalo State College. He is also Chair of the Community Foundation of Greater Buffalo; he was chair of the board of directors of the Buffalo Branch of the Federal Reserve Bank of New York and served as chair of the Upstate Advisory Council of the Federal Reserve Bank of New York. Mr. O'Neil-White resides in Amherst, New York with his wife, Marcia, and their youngest son.

### **Nominated by the following member banks in Group 2**

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

  

<b>NEW YORK</b>	
<u>Place</u>	<u>Name of Bank or Trust Company</u>
Oakfield	Wilmington Trust, N.A.

**Special Election of Class B Director**  
**For Unexpired Portion of Term Ending December 31, 2013**

**List of the 38 Member Banks in Group 2**

*(Group 2 consists of member banks with capital and surplus of \$30 million to \$1 billion, inclusive, as of October 24, 2011)*

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
Newark	City National Bank of New Jersey.....	Chairman of the Board, President, or Cashier
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, N.A.....	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
Elmira	Chemung Canal Trust Company.....	President, or any Executive Vice President
Great Neck	Community National Bank .....	President, any Vice President, or Cashier
Hauppauge	Madison National Bank .....	
Huntington	The First National Bank of Long Island .....	President, any Vice President, or Cashier
Islandia	Empire National Bank.....	Chairman and Chief Executive Officer, or President
Mahopac	Mahopac National Bank.....	Chairman of the Board, President, any Vice President, or Cashier
Middletown	Greater Hudson Bank, N.A.....	President, Executive Vice President, any Vice President, or Cashier
New York City	(See below)	
Norwich	NBT Bank, National Association .....	President
Oakfield	Wilmington Trust, N.A.....	Chief Executive Officer, any Vice President, or 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
Yonkers	Hudson Valley Bank, N.A. ....	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.....	
	Investment National Bank .....	President, or Chief Executive Officer

	Metropolitan National Bank .....	
	Modern Bank, N.A.....	President, any Vice President, or Cashier
	Morgan Stanley Private Bank, N.A. ....	
	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.....	