

August 6, 2013

RE: MEMBERS Trust Company's Authority to do business in Washington State

To Whom It May Concern,

This letter serves to confirm MEMBERS Trust Company's authority to conduct business in Washington State.

MEMBERS Trust Company is granted the authority through the Home Owner's Loan Act of 1933, 12 U.S.C. 1464, ("HOLA") to enter all states and conduct business without filing what is commonly known as a Certificate of Authority with a state's regulatory agency.

More specifically, MEMBERS Trust Company, FSB is an OTS chartered institution as of June 2003 ("Federal Savings Association") and an Office of the Comptroller of the Currency ("OCC") regulated institution as of July 21, 2011. Per section 5(n) of the Home Owner's Loan Act ("HOLA"), the OTS was authorized to:

grant by special permit to a Federal Savings association applying therefore the right to act as trustee, executor, administrator, guardian, or in any other fiduciary capacity in which State banks, trust companies, or other corporations which compete with Federal Savings associations are permitted to act under the laws of the State in which the Federal Savings association is located.¹

Per the grant of power, the OTS promulgated, after notice and comment, extensive regulations at 12 C.F.R. Part 550, renumbered under Title 1 of the OCC regulations, governing the acquisition and exercise of fiduciary powers by federal savings associations. These regulations set out a process by which a federal savings association may apply for fiduciary powers and OTS may authorize a federal savings association to exercise fiduciary powers.

Pursuant to the Dodd-Frank Wall Street Reform and Consumer Protection Act, the OCC has assumed responsibility for the ongoing examination, supervision, and regulation of Federal savings associations. The grant of power by the OTS to OTS institutions governing the exercise of fiduciary powers by Federal savings associations has been assumed by the OCC. More specifically, a Federal savings association may exercise all authority granted it by the Home Owners' Loan Act of 1933 ("Act"), 12 U.S.C. 1464, as amended, and its charter and bylaws, whether or not implemented specifically by OCC regulations.²

Consequently, based on HOLA section 5(n), the authority granted to the OTS and adopted by the OCC, MEMBERS Trust Company, FSB maintains the authority to exercise trust powers in all states to the same extent state law allows state-chartered institutions to act.

Should you or another party have any questions, do not hesitate to contact me at (813) 631-9191 ext. 707.

Respectfully,



Neil P. Archibald, Esq.
General Counsel, CCO

¹ 12 U.S.C.A. section 1464(n) (West 1989 and 200 Supp.)

² 12 C.F.R. 145.1, *General Authority*