

UNITED STATES OF AMERICA
BEFORE THE
BOARD OF GOVERNORS OF THE FEDERAL RESERVE SYSTEM
WASHINGTON, D.C.

BANKING COMMISSIONER
TEXAS DEPARTMENT OF BANKING
AUSTIN, TEXAS

In the Matter of

UNITED BANK OF EL PASO DEL NORTE
El Paso, Texas

Docket No. 19-029-B-SM

Commissioner Order No. 2019-037

Cease and Desist Order Issued Upon
Consent Pursuant to the Federal
Deposit Insurance Act, as amended

WHEREAS, United Bank of El Paso del Norte, El Paso, Texas (the “Bank”) is a Texas state-chartered bank that is a member of the Federal Reserve System;

WHEREAS, the Banking Commissioner of Texas (“Commissioner”), Texas Department of Banking (the “Department”) is the appropriate state supervisor for the Bank;

WHEREAS, the most recent examination of the Bank conducted by the Federal Reserve Bank of Dallas (the “Reserve Bank”) and the Department (collectively, the “Supervisors”), identified significant deficiencies in the Bank’s risk management and compliance with applicable laws, rules, and regulations relating to anti-money laundering (“AML”) compliance, including the Bank Secrecy Act (the “BSA”) (31 U.S.C. § 5311 *et seq.*); the rules and regulations issued thereunder by the U.S. Department of the Treasury (31 C.F.R. Chapter X); and the AML requirements of Regulation H of the Board of Governors of the Federal Reserve System (the “Board of Governors”) (12 C.F.R. §§ 208.62 and 208.63) (collectively, the “BSA/AML Requirements”) resulting in a compliance program violation;

WHEREAS, the Bank, the Board of Governors, the Reserve Bank, and the Commissioner have the common goal that the Bank operates in compliance with all applicable federal and state laws, rules, and regulations;

WHEREAS, the Bank, the Board of Governors, and the Commissioner have mutually agreed to enter into this consent Cease and Desist Order (the “Order”); and

WHEREAS, on December 18, 2019, the board of directors of the Bank, at a duly constituted meeting, adopted a resolution authorizing and directing Monty Rogers to enter into this Order on behalf of the Bank, and consenting to compliance with each and every provision of this Order by the Bank, and waiving any and all rights that the Bank may have pursuant to section 8 of the Federal Deposit Insurance Act, as amended (the “FDI Act”) (12 U.S.C. § 1818), including, but not limited to: (i) the issuance of a notice of charges on any and all matters set forth in this Order; (ii) a hearing for the purpose of taking evidence on any matters set forth in this Order; (iii) judicial review of this Order; and (iv) challenge or contest, in any manner, the basis, issuance, validity, terms, effectiveness or enforceability of this Order or any provision hereof, and Texas Finance Code §§ 35.002 and 35.004.

NOW, THEREFORE, it is hereby ordered that, before the filing of any notices, or taking of any testimony or adjudication of or finding on any issues of fact or law herein, and solely for the purpose of settling this matter without a formal proceeding being filed and without the necessity for protracted or extended hearings or testimony, pursuant to section 8(b)(1) of the FDI Act (12 U.S.C. §§ 1818(b)(1)), and Texas Finance Code § 35.002, the Bank shall cease and desist and take affirmative action as follows:

Board Oversight

1. Within 60 days of this Order, the Bank shall submit a written plan approved by the board of directors to strengthen oversight of the Bank's compliance with the BSA/AML Requirements acceptable to the Supervisors. The plan shall, at a minimum, address, consider, and include:

- (a) measures to maintain effective control and oversight of Bank management's compliance with the BSA/AML Requirements;
- (b) measures to ensure adherence to approved compliance policies, procedures, and standards;
- (c) measures to ensure BSA/AML issues are appropriately tracked, escalated, and reviewed by the Bank's senior management;
- (d) measures to ensure that the person or groups at the Bank charged with the responsibility of overseeing the Bank's compliance with BSA/AML Requirements possess appropriate subject matter expertise and are actively involved in carrying out such responsibilities;
- (e) adequate resources for the BSA/AML compliance officer, including sufficient staffing levels, and periodic re-evaluation of resources and staffing needs; and
- (f) measures to improve the Bank's internal controls relating to independent testing and the effectiveness of the Bank's internal audit function in carrying out its oversight responsibilities.

BSA/AML Compliance Program

2. Within 60 days of this Order, the Bank shall submit an enhanced written BSA/AML compliance program acceptable to the Supervisors. The enhanced program shall at a

minimum, include:

(a) a BSA/AML risk assessment that appropriately identifies and considers all products and services of the Bank, customer types, and geographic locations, as appropriate, in determining inherent and residual risks;

(b) a system of internal controls reasonably designed to ensure ongoing compliance with the BSA/AML Requirements;

(c) management of the Bank's BSA/AML compliance program by a qualified compliance officer, who is given full autonomy, independence, and responsibility for implementing and maintaining an effective BSA/AML compliance program that is commensurate with the Bank's size and risk profile, has meaningful decision-making authority, and is supported by adequate staffing levels and resources;

(d) enhanced independent testing procedures to ensure that comprehensive and timely reviews of the Bank's BSA/AML compliance program are performed on a regular basis by qualified parties who are independent of the Bank's business lines and compliance function; and

(e) effective training for all personnel, including targeted training for personnel with compliance-related responsibilities, in all aspects of the BSA/AML Requirements and applicable internal policies and procedures.

Customer Due Diligence

3. Within 60 days of this Order, the Bank shall submit a written revised customer due diligence program for the Bank acceptable to the Supervisors. At a minimum, the program shall include:

(a) risk-based policies, procedures, and controls to ensure that the Bank

collects, analyzes, and retains complete and accurate customer information for all account holders;

(b) a plan, with timelines, to remediate deficient due diligence for existing customer accounts;

(c) a methodology for assigning risk ratings to account holders that considers factors such as type of customer, type of products and services, and geographic locations and expected and actual transactions with or through the Bank;

(d) risk-based policies, procedures, and processes to gather and analyze customer information commensurate with the customer's risk profile, including identification of when and what additional customer information will be collected about the categories of customers that pose a higher risk of money laundering or terrorist financing; and

(e) risk-based procedures for performing ongoing monitoring of the customer relationship and, on a risk basis, to maintain and update customer information, including beneficial ownership information of legal entity customers.

Suspicious Activity Monitoring and Reporting

4. Within 60 days of this Order, the Bank shall submit a written enhanced program acceptable to the Supervisors to reasonably ensure the identification and timely, accurate, and complete reporting by the Bank of all known or suspected violations of law or suspicious transactions to law enforcement and supervisory authorities, as required by applicable suspicious activity reporting laws and regulations. At a minimum, the program shall include:

(a) a well-documented methodology for establishing monitoring rules and processes that take into consideration the Bank's risk profile, products, services, customer base, geographic locations, and banking activities;

(b) policies, procedures, and processes that provide for periodic review of the monitoring rules;

(c) effective monitoring of customer accounts and transactions; and

(d) policies, procedures, and processes with respect to the review and analysis of suspicious activity, including the escalation and resolution of concerns, and measures to ensure that alert dispositions are supported with adequate rationale and documentation to evidence the research performed and the due diligence that was relied upon to arrive at the analyst's conclusion.

Compliance with the Order

5. Within 30 days after the end of each calendar quarter following the date of this Order, the board of directors of the Bank shall submit to the Supervisors written progress reports detailing the form and manner of all actions taken to secure compliance with this Order and the results thereof.

Approval and Implementation of Plans and Programs

6. (a) The Bank shall submit written plans and programs that are acceptable to the Supervisors within the time periods set forth in paragraphs 1, 2, 3, and 4 of this Order. Each plan or program shall contain a timeline for full implementation of the plan or program with specific deadlines for the completion of each component of the plan or program.

(b) Within 10 days of approval by the Supervisors, the Bank shall adopt the approved plans and programs. Upon adoption, the Bank shall promptly implement the approved plans and programs, and thereafter fully comply with them.

(c) During the term of this Order, the approved plans and programs shall not be amended or rescinded without the prior written approval of the Supervisors.

Communications

7. All communications regarding this Order shall be sent to:

- (a) Mr. John S. Insley, Jr.
Vice President
Banking Supervision Department
Federal Reserve Bank of Dallas
2200 North Pearl Street
Dallas, Texas 75201-2272
- (b) Charles G. Cooper
Banking Commissioner
Texas Department of Banking
2601 North Lamar Boulevard, Suite 201
Austin, Texas 78705
- (c) Monty Rogers
President and Chief Executive Officer
United Bank of El Paso del Norte
401 East Main Street
El Paso, Texas 79901

Miscellaneous

8. Notwithstanding any provision of this Order, the Supervisors may, in their sole discretion, jointly grant written extensions of time to the Bank to comply with any provision of this Order.

9. The provisions of this Order shall be binding upon the Bank and its institution-affiliated parties, as defined in section 3(u) of the FDI Act (12 U.S.C. § 1813(u)), in their capacities as such, and their successors and assigns.

10. Each provision of this Order shall remain effective and enforceable until stayed, modified, suspended or terminated in writing by the Supervisors.

11. The provisions of this Order shall not bar, estop, or otherwise prevent the Board of

Governors, the Reserve Bank, the Commissioner, or any other federal or state agency from taking any other action affecting the Bank or any of its current or former institution-affiliated parties and their successors and assigns.

By order of the Board of Governors and the Banking Commissioner of Texas, Texas Department of Banking, effective this 30th day of December, 2019.

UNITED BANK OF EL PASO
DEL NORTE

By: /s/ Monty Rogers
Monty Rogers
President and
Chief Executive Officer

BOARD OF GOVERNORS OF THE
FEDERAL RESERVE SYSTEM

By: /s/ Ann C. Misback
Ann Misback
Secretary of the Board

BANKING COMMISSIONER, TEXAS
DEPARTMENT OF BANKING

By: /s/ Charles G. Cooper
Charles G. Cooper