

SUPPORTING STATEMENT
INTERAGENCY NOTICE OF CHANGE IN CONTROL
OMB No. 3064-0019

INTRODUCTION

The Federal Deposit Insurance Corporation (FDIC) is requesting OMB approval of a revision to its currently-approved information collection entitled “Interagency Notice of Change in Control” (OMB Control No. 3064-0019). The FDIC proposes to implement a number of revisions to the form used in this information collection based on the recommendations of an interagency working group comprised of representatives from the FDIC, the Board of Governors of the Federal Reserve System, and the Office of the Comptroller of the Currency, who collaborated to recommend the proposed changes.

The proposed changes are being made to: (a) improve the clarity of the information request; (b) reflect new laws, regulations, capital requirements and accounting rules; (c) delete information requests that have been determined to be unnecessary for the analysis of the filing; and (d) add transparency for filers regarding the information that is required to consider a filing. In determining which changes to propose, the FDIC surveyed its regional offices to solicit recommendations for changes to the forms and considered the effects of the changes on community bank organizations, which represent the majority of filers. Although the revisions add items to these forms, the FDIC believes that some of these additions are related to information typically requested on a follow-up basis. Requesting the information up-front should increase transparency for filers as well as improve the efficiency of the submission and review process.

Any person proposing to acquire ownership control of an insured state nonmember bank submits the Interagency Notice of Change in Control. The information is used by the FDIC to determine whether the competence, experience, or integrity of any acquiring person, indicates that it would not be in the interest of the depositors of the bank or in the interest of the public, to permit such persons to control the bank.

A. JUSTIFICATION

1. Circumstances and Need

Section 7(j) of the Federal Deposit Insurance Act (Change in Bank Control Act of 1978, 12 U.S.C. 1817(j)) and section 303.4 of the FDIC Rules and Regulations (12 CFR 303.4) require that any person proposing to acquire control of an insured bank provide 60 days prior written notice of the proposed acquisition to the appropriate Federal banking agency. Such written notice which pertains to the acquisition of control of an insured State nonmember bank is filed with the regional director of the FDIC region in which the bank is located.

2. Use of Information Collected

The Federal Deposit Insurance Corporation reviews the information reported in the Notice to assess any anticompetitive and monopolistic effects of the proposed acquisition, to determine if the financial condition of any acquiring person is such as might jeopardize the financial stability of the bank or prejudice the interests of the depositors of the bank, and to determine whether the competence, experience, or integrity of any acquiring person, or of any of the proposed management personnel, indicates that it would not be in the interest of the depositors of the bank, or in the interest of the public, to permit such persons to control the bank. The Federal Deposit Insurance Corporation must also make an independent determination of the accuracy and completeness of all of the information required to be filed in conjunction with a Notice.

3. Use of Technology to Reduce Burden

No technology is involved in the preparation of the Notice.

4. Efforts to Identify Duplication

There is no duplication of reporting. Each Notice is unique to the particular proposed acquisition.

5. Minimizing the Burden on Small Banks

All banks, regardless of size, are subject to the same reporting requirements. The information is the minimum needed by the FDIC to evaluate the proposed acquisition in accordance with its statutory obligation.

6. Consequence of Less Frequent Collection

The information is collected only once in relation to each proposed change in ownership or control.

7. Special Circumstances

None.

8. Consultation with Persons Outside the FDIC

A *Federal Register* notice seeking public comment for a 60-day period was published on March 1, 2018 (83 FR 8867). No comments were received.

9. Payment or Gift to Respondents

None.

10. Confidentiality

Page ii of the Notice advises a person who files a notice with the FDIC to publish an announcement of the notice’s acceptance in a newspaper. The newspaper publication and public disclosure is necessary to increase the amount of timely and useful information available to the public and to increase the FDIC’s sources of information in connection with its statutory review of acquisitions and changes in control, thereby enhancing the FDIC’s ability to carry out the purposes of the Change in Bank Control Act, namely, to prevent dishonest or unqualified persons from acquiring control of federally-insured banks.

11. Information of a Sensitive Nature

No information of a sensitive nature is required.

12. Estimate of Annual Burden

The annual estimate of Notices processed 25
Hours to process a notice x 30.5
Total estimated annual burden hours 763

Cost: 763 hours X \$132.75 per hour¹ = \$101,288.25

Summary of Annual Burden and Internal Cost (3064-0019)						
	Type of Burden	Estimated Number of Respondents	Estimated Number of Responses	Estimated Time per Response	Frequency of Response	Total Annual Estimated Burden
Interagency Notice of Change in Control	Reporting	25	1	30.5	On Occasion	763
TOTAL HOURLY BURDEN						763
TOTAL INTERNAL COST	\$132.75	/HR				\$101,288.25

13. Capital, Start-Up, Operating, and Maintenance Costs

None.

14. Estimates of Annualized Cost to the Federal Government

None.

¹ Total annual burden cost estimate is based on the hourly compensation estimate for Top Executives (\$132.75). The estimate includes the May 2015 75th percentile hourly wage rate reported by the BLS, National Industry-Specific Occupational Employment and Wage Estimates. The reported hourly wage rate is adjusted for changes in the CPI-U between May 2015 and December 2016 (2.5 percent) and grossed up by 154.3 percent to account for non-monetary compensation as reported by the December 2016 Employer Costs for Employee Compensation Data.

15. Reason for Change in Burden

The proposed changes for the Interagency Notice of Change in Control form include additional requested items relating to information that generally was previously requested as supplemental information subsequent to the filing of the initial application; clarification of exact requirements of certain requests; deletion of certain requested items that the FDIC no longer believes are helpful in evaluating the Notice; and other minor changes for improved grammar, comprehension, and accurate citations and mailing addresses. Because certain applicants may need additional time to complete the requested breakdowns of voting and nonvoting securities, and stock options and warrants that were previously requested by the agencies later in the process, and to include a narrative description of the proposed transaction, the FDIC estimates that the proposed revisions would require an additional half an hour of burden for each respondent. Accordingly, the estimated time per response is being increased from 30 hours to 30.5 hours.

16. Publication

There is no publication of the information collected.

17. Display of Expiration Date

Not applicable.