



September 13, 2010

Mr. Russell Golden
Technical Director
Financial Accounting Standards Board
401 Merritt 7
P.O. Box 5116
Norwalk, CT 06856-5116

File Reference: No. 1810-100 Accounting for Financial Instruments and Revisions to the Accounting for Derivative Instruments and Hedging Activities

Dear Mr. Golden:

Please accept my comments for the public record and for consideration as you deliberate on the exposure draft for the Accounting for Financial Instruments and Revisions to the Accounting for Derivative Instruments and Hedging Activities proposal. As a banker, of utmost importance to me is an accurate picture of my bank's financial position, and transparent financial reporting is key. With this in mind, I am writing to express my deep concerns and opposition to the portion of the proposal that requires all financial instruments to be marked to market. This will cloud transparency rather than improve it, and put into question the most critical element of bank financial statements: bank capital.

In your proposal, banks must record loans on the balance sheet at their market value. In all my years of bank management regarding financial results, market values of loans have never been discussed. The reason for this is that investors are interested in how loans perform, not how the market views loan performance. Although I understand the rationale for providing banks with the ability to provide more robust loan loss reserves, I believe the focus on mark to market is not relevant for loans that are not being sold. Additionally, with individualized payment terms, collateralization, and guarantee structures, the vast majority of commercial bank loans have no reliable market in which they could be sold, further calling into question the reliability of using fair value as the basis for financial statements. Even if there were active markets, fair value is not the appropriate measurement for these loans since it does not represent the cash the bank will receive.

I understand that a loan's intrinsic value may change because of current interest rates or because of problems the borrower may have. But if there is a problem in repayment, the banks' typical process is to work the problem out with the borrower rather than sell the loan. So, even if it were easy to find a market value, that market value is irrelevant, since the bank would not sell the loan. As a result of your proposal, bank capital will be affected by market swings that cannot reasonably be expected to ever be realized by the bank.

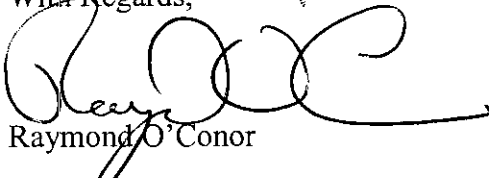
Another serious concern I have is whether, because the proposal to mark loans to market does not reflect a bank's business model, requiring us to do so could result in a need for banks to change their business models. An investors desire to hold equity securities generally declines as volatility increases. Because I do not view this as "true" volatility, shareholders will be in a quandary about the true reported financial position under the proposal. Some investors will likely put pressure on banks to reduce the volatility, and, in many cases, this may result in shifting toward an investment banking model rather than a traditional banking model, or result in limiting products to those that are sheltered from market volatility. This, to me, seems to be an illogical and unintended result and a situation where the accounting should not be driving the business model.

Additionally, I am very concerned about the costs and resources that will need to be dedicated to produce and audit such data. We have learned from the recent financial crisis that markets are sometimes illiquid and sometimes irrational. Because banks do not use fair values in managing their cash flows, I anticipate that this could require banks to hire more staff and/or consultants to assist with estimating fair values and to pay significantly higher audit fees. In the end, we will be paying consultants and auditors significant sums to make estimates with which we will do nothing.

With this in mind, I recommend you to drop your proposal to mark loans to market. It does not improve financial reporting or transparency and will only distort an accurate portrayal of our bank's financial condition.

Thank you for considering my views. Please feel free to contact me if you would like to discuss my concerns.

With Regards,

A handwritten signature in black ink, appearing to read "Raymond O'Connor", written over a printed name.

Raymond O'Connor

Chairman, President & CEO