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Information Technology Center ■ 24 McKinley Avenue ■ Endicott, NY 13760-5491 ■ (607) 754-7900 ■ FAX (607) 754-9772
Credit Union Center (607) 786-2000 ■ FAX (607) 786-5718

August 1, 2006

Ms. Mary Rupp, Secretary of the Board
NCUA
1775 Duke Street
Alexandria, VA 22314-3428

Re: Proposed Rule Making – Conversion of Insured Credit Unions to Mutual Savings Banks – 12 CFR Part 708a

Dear Ms. Rupp:

On behalf of Visions FCU of Endicott, New York, I would like to respond to the proposed changes on Conversion of Insured Credit Unions to Mutual Savings Banks:

- 1) We agree with the principle that although a credit union should have a right to convert to a Mutual Savings Bank, that the members' equity in their credit union and their rights must be protected and agree with the statutory three notice advance notice requirements and the consistent matter in which the regulation would insist the notice be enforced (*full and fair disclosure*) Other ways of notification such as statement stuffers, e-mail messages, etc. should also be allowed as long as they include the required language and boxed disclosure statements required by the regulation be part of these communications. Other ways of communicating the intent of the credit union to seek conversion should not supplant the requirement that individual notices be sent to individual members.
- 2) We agree with the simplified box disclosure and the methodology used to compare the effects on rates should a conversion take place, as well as notification that the executives may benefit from the conversion if there is a subsequent conversion to a stock institution.
- 3) We agree with the setting the voting date of eligibility of 120 days prior to the vote on conversion to insulate the process from special interests. We believe that if the credit union's bylaws allow for electronic ballots, electronic ballots should be allowed to be used for this issue in addition to paper ballots to include more credit union members in the process.
- 4) Although we understand the requirement and desire to be similar to other financial institution's rules on conversion, the new rules on allowing member access to other member names, books and records, and member communication through mail and e-mail lists opens a virtual can of worms in regards to privacy issues and we do not support either of these new rules. In the contested conversions that have occurred in recent history, the members opposing conversions seem to have been able to find each other through publicity and private websites, so we are not sure how necessary these requirements are at this time.

Again, our management and Board of directors strongly supports the rights of credit union members to know the facts about a potential credit union conversion and to make an informed decision, so we support most of the proposed changes in the rules.

Sincerely,

Frank E. Berrish
President/ CEO