

Public Disclosure

October 12, 1999

Community Reinvestment Act Performance Evaluation

**UMB Bank Omaha, National Association
Charter Number: 23188
11808 West Center Road
Omaha, Nebraska 68114**

**Office of the Comptroller of the Currency
Midwestern District
2345 Grand Blvd., Suite 700
Kansas City, Missouri 64108**

NOTE: This evaluation is not, and should not be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion, or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

Table of Contents

General Information	3
Definitions and Common Abbreviations	4
Overall CRA Rating	6
Description of Institution	7
Scope of Evaluation	8
Fair Lending Review	10
Conclusions with Respect to Performance Tests	
Lending Test.....	11
Investment Test.....	15
Service Test.....	16
Appendix A: Scope of Evaluation	18
Appendix B: Market Profile for Area Receiving Full-Scope Review	19
Appendix C: Tables of Performance Data	20

General Information

The Community Reinvestment Act (CRA) requires each federal financial supervisory agency to use its authority, when examining financial institutions subject to its supervision, to assess the institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operation of the institution. Upon conclusion of such examination, the agency must prepare a written evaluation of the institution's record of meeting the credit needs of its community.

*This document is an evaluation of the CRA performance of **UMB Bank Omaha, National Association, Omaha, Nebraska** prepared by the **Office of the Comptroller of the Currency (OCC)**, the institution's supervisory agency, as of **October 12, 1999**. The agency evaluates performance in assessment area(s), as they are delineated by the institution, rather than individual branches. This assessment area evaluation may include visits to some, but not necessarily all of the institution's branches. The agency rates the CRA performance of an institution consistent with the provisions set forth in Appendix A to 12 CFR Part 25.*

Definitions and Common Abbreviations

The following terms and abbreviations are used throughout this Performance Evaluation. The definitions are intended to provide the reader with a general understanding of the terms, not a strict legal definition.

Affiliate - Any company that controls, is controlled by, or is under common control by another company. A company is under common control with another company if both companies are directly or indirectly controlled by the same company. A bank subsidiary is controlled by the bank and is, therefore, an affiliate.

Block Numbering Area (BNA) - Statistical subdivisions of counties in which census tracts have not been established. BNAs have been established by the United States Census Bureau in conjunction with state agencies.

Census Tract (CT) - Small, locally defined statistical areas within metropolitan statistical areas. These areas are determined by the United States Census Bureau in an attempt to group homogenous populations. A CT has defined boundaries per ten-year census and an average population of 4,000.

Community Development (CD) - Affordable housing for low- or moderate-income individuals; community services targeted to low- or moderate-income individuals; activities that promote economic development by financing businesses or farms that meet the size eligibility standards of the Small Business Administration's Development Company or Small Business Investment Company programs (13 CFR 121.301) or have gross annual revenues of \$1 million or less; or, activities that revitalize or stabilize low- or moderate-income geographies.

Community Reinvestment Act (CRA) - The statute that requires the OCC to evaluate a bank's record of meeting the credit needs of its local community, consistent with the safe and sound operation of the bank, and to take this record into account when evaluating certain corporate applications filed by the bank.

Full-Scope Review - Performance under the Lending, Investment and Service Tests is analyzed considering fully understood performance context, quantitative factors (e.g., geographic distribution, borrower distribution, total number and dollar amount of investments, branch distribution) and qualitative factors (e.g., innovation, complexity).

Geography - A census tract or a block numbering area delineated by the United States Bureau of the Census in the most recent decennial census.

Home Mortgage Disclosure Act (HMDA) - The statute that requires certain mortgage lenders that do business or have banking offices in a metropolitan statistical area to file annual summary reports of their mortgage lending activity. The reports include such data as the race, gender, and the income of applicants, the amount of loan requested, and the disposition of the application (e.g., approved, denied, withdrawn).

Home Mortgage Loans - Such loans include home purchase and home improvement loans, as defined in the HMDA regulation. This definition also includes multifamily (five or more families) dwelling loans, loans for the purchase of manufactured homes and refinancings of home improvement and home purchase loans.

Limited-Scope Review - Performance under the Lending, Investment and Service Tests is analyzed using only quantitative factors (e.g., geographic distribution, borrower distribution, total number and dollar amount of investments, branch distribution).

Low-Income - Income levels that are less than 50% of the median family income.

Median Family Income (MFI) - The median income determined by the United States Census Bureau every ten years and used to determine the income level category of geographies. Also, the median income determined by the Department of Housing and Urban Development annually that is used to determine the income level category of individuals. For any given area, the median is the point at which half of the families have income above it and half below it.

Metropolitan Statistical Area (MSA) - Area defined by the Director of the United States Office of Management and Budget. MSAs consist of one or more counties, including large population centers and nearby communities that have a high degree of interaction.

Middle-Income - Income levels that are at least 80% and less than 120% of the MFI.

Moderate-Income - Income levels that are at least 50% and less than 80% of the MFI.

Small Business Loans - Loans with original amounts of \$1 million or less that are: (1) secured by nonfarm nonresidential properties; or (2) commercial and industrial loans to U.S. addresses.

Small Farm Loans - Loans with original amounts of \$500 thousand or less that are: (1) secured by farmland; or (2) to finance agricultural production and other loans to farmers.

Tier 1 Capital - The total of common shareholders' equity, perpetual preferred shareholders' equity with noncumulative dividends, retained earnings and minority interests in the equity accounts of consolidated subsidiaries.

Upper-Income - Income levels that are 120% or more of the MFI.

Overall CRA Rating

Institution's CRA Rating: This institution is rated "**Satisfactory.**"

The following table indicates the performance level of **UMB Bank Omaha, N.A. (UMBO)** with respect to the Lending, Investment, and Service Tests:

Performance Levels	UMB Bank Omaha, N.A. Performance Tests		
	Lending Test*	Investment Test	Service Test
Outstanding			
High Satisfactory		X	
Low Satisfactory	X		X
Needs to Improve			
Substantial Noncompliance			

* The Lending Test is weighted more heavily than the Investment and Service Tests when arriving at an overall rating.

The main factors that support this rating include:

- UMBO and an affiliate bank extended a significant dollar volume of community development investments in the assessment area. The majority of investment dollars consisted of a \$1,015,000 bond purchased by an affiliate of the bank for the construction of a new community college, which primarily serves non-traditional, low- and moderate-income (LMI) students.
- UMBO responded adequately to the credit needs of small businesses and consumer borrowers in the assessment area. The bank extended a high percentage of its small business and consumer loans in the assessment area. The geographic distribution of the bank’s small business loans is good and the distribution of consumer loans is adequate. The geographic distribution of home improvement loans is weaker, but this is not a primary product line of the bank. The distribution of loans among borrowers of different income levels was adequate for consumer loans and home improvement loans; however, the borrower distribution of small business loans is weaker.
- UMBO’s delivery systems for products and services throughout the assessment area are reasonably accessible to LMI geographies and individuals. While the bank does not currently have any offices in LMI geographies, it does have an ATM in a moderate-income tract. Also, many alternative delivery systems are designed to reach all segments of the assessment area.

Description of the Institution

UMB Bank Omaha, N.A. (UMBO) is a \$47 million financial institution headquartered in Omaha, Nebraska. UMBO is a subsidiary of UMB Financial Corporation (UMBFC), a \$7 billion bank holding company headquartered in Kansas City, Missouri. UMBFC operates seven affiliate banks with more than 165 locations throughout Missouri, Kansas, Illinois, Oklahoma, Nebraska and Colorado. There have not been any mergers or acquisitions related to UMBO since the bank was chartered on March 3, 1997.

UMBO is a full-service bank offering a wide range of loan and deposit products, as well as other services. The bank's primary business focus in its assessment area is commercial lending. As of September 30, 1999 the bank's loan portfolio consisted of 62% loans to depository institutions; 30% commercial loans; 5% consumer loans; 2% residential real estate loans, including multi-family; and 1% agricultural real estate loans. UMBO's net loan-to-deposit ratio as of September 30, 1999 was 147 percent. A significant portion of the bank's loan portfolio consists of a \$27 million loan participation purchased from an affiliate bank.

UMBO operates the main bank, 3 branches and 10 automated teller machines (ATMs). All offices and ATMs are located in the bank's assessment area, which consists of all of Douglas and Sarpy Counties, Nebraska.

The bank's financial capacity to assist in meeting community credit needs has been hampered due to start-up costs of the offices and ATMs mentioned above. In addition, the bank is still trying to establish itself in the intensely competitive Omaha market. These issues have limited the bank's ability to provide qualified community development grants and services to entities in the assessment area. There are no legal constraints that impede the bank's CRA efforts. This is the first CRA examination of UMBO since its inception.

Scope of the Evaluation

Evaluation Period/Products Evaluated

We evaluated UMBO's CRA performance using the FFIEC Interagency Large Bank CRA Examination Procedures, pursuant to the revised CRA regulation. The evaluation included analyses of the bank's lending, investment, and service activities since March 3, 1997. Our review focused on all types of lending the bank reported, but we weighed small business lending performance most heavily due to the overall greater number and dollar volume of this type of lending during the evaluation period. In addition, community contacts identified small business lending as a primary credit need in the Omaha area.

- We reviewed small business and consumer loan data the bank collected from March 3, 1997 through December 31, 1998. At the bank's option, we also reviewed small business, small farm, HMDA, and consumer loan data collected by four affiliates of UMBO for the same time period. Affiliates that originated or purchased loans in UMBO's assessment area during the evaluation period included: UMB Bank, N.A., Kansas City, Missouri; UMB Bank Cass County, Peculiar, Missouri; UMB Bank Northwest, St. Joseph, Missouri; and UMB National Bank of America, Salina, Kansas. UMBO was not a HMDA reporter during 1997 and 1998.
- We compared UMBO to other lenders in the bank's assessment area by reviewing 1998 market share loan data for small business, small farm, and HMDA loans. Since collection of consumer loan data is optional and most financial institutions elect not to collect data for consumer loans, there is no information available to compare this loan product with other lenders' performance.
- We used demographic data from the 1990 U.S. Census to compare the bank's lending performance to the potential opportunities in its assessment area. Refer to the Market Profile in Appendix B for details on demographic data.
- We analyzed UMBO's community development lending activities from March 3, 1997 through December 31, 1998.
- We reviewed the bank's investment and service activities from March 3, 1997 through October 12, 1999. We considered the number and types of qualified investments, branch locations and accessibility, alternative service delivery systems, and community development services.

- We used deposit information, annually reported to the Federal Deposit Insurance Corporation, to determine UMBO's deposit market share and market presence relative to other financial institutions in its assessment area. The most recent deposit information available was as of June 30, 1998.

Data Integrity

The bank's reported loan data for 1997 and 1998 is accurate. We sampled loans to small businesses and to consumers to compare information collected by the bank to data contained in the loan files. We did not identify any significant errors in reported data. We did not sample HMDA loans for data verification since these loans were all reported by bank affiliates and we have previously reviewed internal data verification processes for HMDA loans at UMBO affiliates and have found them satisfactory. In addition, we did not review agricultural loan data for accuracy since the bank only had two such loans.

Selection of Areas for Full-Scope Review

UMBO has only one assessment area; therefore, we performed a full-scope review of this area.

Ratings

UMBO's CRA rating is based on the bank's and its affiliates' lending, investment, and service activities in the Omaha assessment area.

Community Contacts

We performed one community contact during the evaluation and reviewed six community contacts completed in the Omaha assessment area since March 1997. These contacts included five economic development entities, one affordable housing organization and one business firm primarily involved in real estate services.

Community contacts identified small business lending as the primary credit need in the Omaha assessment area. More specifically, contacts indicated that small business venture capital lending is the most pressing credit need. Contacts also identified affordable housing loans as a credit need in the Omaha assessment area. One contact specifically mentioned that several large banks in the Omaha area have primarily met affordable housing credit needs. Omaha has an Enterprise Zone, which could benefit from both venture capital loans and affordable housing construction and rehabilitation loans.

Fair Lending Review

We did not identify any violations of antidiscrimination laws. Our fair lending review consisted of analyzing the rates and terms offered to individual female and individual male borrowers for secured automobile purchase loans originated from October 1998 through September 1999. We did not identify any evidence of differential treatment of borrowers based on their gender.

Conclusions with Respect to Performance Tests

LENDING TEST

UMBO's performance under the Lending Test is rated "Low Satisfactory."

Lending Activity

UMBO responded adequately to the credit needs of businesses, home mortgage borrowers, and other consumer borrowers in the Omaha assessment area during this evaluation period. UMBO reported the fifteenth highest number of small business loans in the Omaha assessment area during 1998. Although UMBO originated only 0.38% of the number of all small business loans reported in the assessment area, the bank's performance is adequate given the fact the institution is still trying to establish itself in the intensely competitive Omaha market. In addition, UMBO's marketshare of the dollar volume of small business loans reported in the assessment area of 1.25% exceeds its dollar volume deposit marketshare of 0.27%.

UMBO extended a high percentage of its reported small business and consumer loans in the assessment area. The bank extended 62% of the number of small loans to businesses and 84% of the number of consumer loans to borrowers within the assessment area. This information was not available for HMDA loans as all mortgage loans detailed in Appendix C were originated or purchased by affiliates of UMBO in the Omaha assessment area. UMBO was not a HMDA reporter during the evaluation period, and the bank took credit only for those HMDA loans originated in the Omaha assessment area.

Small business loans represented the largest dollar volume of UMBO's lending in the assessment area. This activity is representative of the bank's primary business focus in the assessment area. Therefore, we weighted the bank's small business lending performance the most heavily. We placed less emphasis on UMBO's home mortgage lending activities since the bank is not a significant home mortgage lender. We also placed less emphasis on consumer lending since this type of lending was not a credit need identified by community contacts and since UMBO's dollar volume of originations was minimal compared with commercial lending during the evaluation period. We did not consider small farm lending in arriving at an overall lending rating since UMBO and its affiliates originated only two small farm loans. Small farm loans were not an identified credit need in this metropolitan assessment area. Further analysis of small farm lending for UMBO is not meaningful.

Please refer to Table 1 in Appendix C for data used to evaluate the bank's lending activity.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

The bank's overall record of geographic distribution of HMDA lending is adequate based on its affiliates' lending in the assessment area. UMBO was not a HMDA reporter during this evaluation period and the bank only presented affiliate data for residential real estate lending. Affiliate bank, UMB Bank, N.A., Kansas City's residential real estate lending consisted mostly of home improvement loans. Forty of the forty-five affiliate residential real estate loans the bank requested credit for were home improvement loans. There was only one home purchase loan and only four home refinance loans. Therefore, our geographic distribution analysis of HMDA loans was based on home improvement lending. Although UMB Bank, N.A., Kansas City did not originate any home improvement loans in low-income census tracts as compared with 3% of owner occupied housing units being located in these tracts, the bank did originate 13% of home improvement loans in moderate-income tracts compared to 17% of owner occupied housing units in these tracts.

Please refer to Table 3 in Appendix C for facts and data used to evaluate the geographic distribution of the bank's HMDA home improvement loans.

Small Business Loans

UMBO's record of geographic distribution of lending to businesses is good. The bank's penetration was much stronger in low-income geographies than in moderate-income geographies. The bank made 9% of the number of small business loans to businesses in low-income census tracts, while only 5% of businesses in the assessment area are located in these tracts. In addition, the bank made 7% of the number of small business loans to businesses in moderate-income census tracts, while 14% of businesses are located in these tracts. The bank's marketshare of small business loans in low-income tracts exceeded its overall marketshare of small business loans.

Please refer to Table 5 in Appendix C for facts and data used to evaluate the geographic distribution of bank's small business loans.

Consumer Loans

UMBO's record of geographic distribution of lending to consumers is adequate. The bank made 1% and 12% of the number of consumer loans to borrowers residing in low-income and moderate-income census tracts, respectively. Although these penetrations are below demographics, they are reasonable, given the fact that the bank does not have any offices in low- or moderate-income tracts and consumer lending, by dollar volume, was not the bank's primary focus during the evaluation period. Demographic information reveals that 6% of the population of the assessment area lives in low-income tracts and 20% lives in moderate-income tracts.

Please refer to Table 14 in Appendix C for facts and data used to evaluate the geographic distribution of the bank's consumer loans.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

The bank's overall record of HMDA lending to individuals with different income levels is adequate. As previously mentioned, we based our analysis of home mortgage lending on affiliate home improvement loans only. UMB Bank, N.A., Kansas City made 5% of the number of home improvement loans to low-income borrowers. While this is below the percentage of low-income families (17%) in the assessment area, it is adequate given the fact that 7% of families in the area have incomes below the poverty level which makes it more difficult to qualify for homeownership. UMB Bank, N.A., Kansas City made 18% of the number of home improvement loans to moderate-income borrowers. This compares favorably with demographic data, which reveals that 18% of families in the assessment area are moderate-income.

Please refer to Table 8 in Appendix C for facts and data used to evaluate the borrower income distribution of the bank's HMDA home improvement loans.

Small Business Loans

UMBO's record of lending to businesses with revenues of different sizes is adequate. UMBO extended 23% of the number of small business loans to borrowers with gross annual revenues of \$1 million or less. This percentage is significantly below the percentage of businesses in the assessment area (67%) that report revenues of \$1 million or less and below the percentage of small business loans (49%) reported by other lenders, originated to businesses with revenues of \$1 million or less. Bank information indicated that the lower ratio was largely caused by borrower relationships that were established while the Omaha office was still a Loan Production Office for UMB Bank, N.A., Kansas City. Loan data for 1997 and 1998 reveals that this ratio is improving somewhat. The percentage of loans originated to businesses with revenues of \$1 million or less was 21% in 1997 and 24% in 1998. While this change is not significant, it does support the bank's assertion that its small business lending patterns are becoming more balanced with demographics.

Please refer to Table 10 of Appendix C for facts and data used to evaluate borrower income distribution of the bank's small business loans.

Consumer Loans

UMBO's record of lending to consumer borrowers of different incomes is adequate. The bank extended 11% of consumer loans to low-income borrowers. While this is below the percentage of low-income households (21%), it is adequate given the fact that 10% of households in the assessment area have incomes below the poverty level. The bank's lending performance in making consumer loans to moderate-income borrowers is strong. The bank extended 19% of consumer loans to moderate-income borrowers, while demographics reveal that 17% of households are moderate-income.

Please refer to Table 14 of Appendix C for facts and data used to evaluate the borrower income distribution of the bank's consumer loans.

Community Development Lending

UMBO's record of originating community development loans is adequate. The bank made two community development loans totaling \$3,050,000 during the evaluation period. The loans were for the ongoing operations and expansion of a business located in a low-income census tract in an Enterprise Zone. The City of Omaha established the Enterprise Zone to help obtain federal assistance for a specific section of the city needing revitalization and stabilization. The bank also originated two other loans totaling \$520,000 with a community development purpose that were appropriately reported as CRA small business loans. These loans were also for the ongoing operations and expansion of a business located in the Enterprise Zone.

Product Innovation and Flexibility

Product innovation and flexibility have been somewhat limited since UMBO has been more focused on offering traditional commercial and consumer credit products in an effort to establish the bank in the Omaha area. However, UMBO offers three low downpayment residential real estate loan products through its affiliate UMB Bank, N.A., Kansas City, Missouri. Specific dollar figures for loans originated under these loan programs were not provided, but any loans in these programs would have been included in the home mortgage lending data in the tables in Appendix C.

INVESTMENT TEST

The bank's performance under the Investment Test is rated "High Satisfactory."

UMBO and its affiliates extended a significant dollar volume of qualified community development investments in the assessment area. Qualifying community development investments can be in either the form of grants or investment securities. During this evaluation period, the bank made three grants and received credit for an investment made by affiliate bank, UMB Bank Colorado, Denver, Colorado. The total of all investments and grants was \$1,018,218. Investments and grants were provided to organizations located in the assessment area, whose primary purposes are to provide community services to LMI individuals. The largest investment, \$1,015,000, was a portion of a bond issuance to construct a community college that primarily provides educational services to non-traditional, LMI students.

While the bank's investments and grants were not considered innovative or complex, the dollar volume of investments was significant given the bank's size and financial capacity, and assessment area competition. UMBO's financial capacity to provide qualified investments in the assessment area was hampered during the evaluation period. The bank did not have significant extra earnings to make donations due to extensive start-up costs associated with the opening of 4 locations and 10 ATMs. While the level of investment opportunities in the assessment area was reasonable during the evaluation period, competition for qualified community development investments was very strong. Most banks in the assessment area are larger than UMBO, which generally means they have greater capacities to make qualified investments and donations.

Public information available from the Internet revealed that many investment opportunities existed during the evaluation period, especially for qualified grants. All types of qualified entities operate in the Omaha assessment area, including: affordable housing organizations; numerous organizations providing community services to LMI individuals; entities that promote economic development; and groups that are involved in revitalizing or stabilizing LMI geographies. Qualified investment securities are less abundant, but they are available in the form of municipal bonds and Low-Income Housing Tax Credits (LIHTCs). For example, according to the Nebraska Investment Finance Authority, during 1997, 1998, and 1999, LIHTCs in UMBO's assessment area totaled \$2.7 million. Specific information regarding investments and donations made by competing banks in UMBO's assessment area was very limited as only one large bank CRA Performance Evaluation was completed and available for public disclosure since December 1996.

Please refer to Table 12 in Appendix C for a summary of data used to evaluate the bank's level of qualified investments.

SERVICE TEST

The bank's performance under the Service Test is rated "Low Satisfactory."

Retail Banking Services

Although none of UMBO's branches are located in LMI tracts, the bank's delivery systems are reasonably accessible to geographies and individuals of different income levels. UMBO has opened three branches since being chartered in March 1997. All three branch offices are located inside of grocery stores. The bank's strategy has been to follow other businesses to areas where population growth is the largest. This strategy is an effort to increase the size of the bank, which should ultimately allow for branches in areas of Omaha where population growth has slowed. UMBO has one ATM located in a moderate-income tract. An analysis prepared by UMBO during 1999 reveals that only one of the banks chartered in Omaha with assets of less than \$100 million has office locations in LMI geographies. That bank has been open for 25 years and it has only one office in a moderate-income tract. However, we determined that several banks operating in the Omaha assessment area with assets of more than \$100 million have branch offices in LMI tracts, which ensures banking services are provided to these areas.

All of UMBO's branches offer full banking services and convenient hours. Each office provides all types of consumer, commercial and agricultural loans and all types of deposit products. The bank offers reduced downpayment residential real estate loan programs and guaranteed business loans. The three grocery store branches offer extended evening hours until 7 P.M. Monday through Friday and Saturday hours until 4 P.M.

UMBO also offers many other delivery systems, which should help the bank reach a wide array of individuals and geographies in the assessment area. The bank offers Bank-By-Mail, internet banking, telephone banking, and 10 ATMs throughout the assessment area. These services are available 24-hours a day, 7 days a week to the entire assessment area. The bank also offers an automatic bill payment service and a direct deposit service. While some of these services require customer usage fees, the telephone banking and Bank-By-Mail services are free, except for postage for the mail service. No information was available to support whether or not these services have been effective in reaching LMI individuals and geographies.

Please refer to Table 13 in Appendix C for facts and data used to evaluate the distribution of the bank's branch and ATM delivery systems.

Community Development Services

Although UMBO personnel provided only a limited level of community development services during the evaluation period, UMBO affiliate UMB Bank, N.A., Kansas City, Missouri acted in a leadership capacity for a qualified bond issuance. UMB Bank, N.A., Kansas City provided underwriting services for the community college construction bond discussed under the Investment Test. Two UMBO employees provided qualified community development services to one organization during the evaluation period. One of the employees served on the finance committee and the other assisted with fund raising activities. The organization gathers charitable donations and distributes funds primarily to entities that provide services to LMI individuals.

Appendix A: Scope of Examination

The following table identifies the time period covered in this evaluation, affiliate activities that were reviewed, and loan products considered.

Time Period Reviewed		Lending Test: March 3, 1997 to December 31, 1998 Investment Test: March 3, 1997 to October 12, 1999 Service Test: March 3, 1997 to October 12, 1999
Financial Institution		Products Reviewed
UMB Bank Omaha, N.A.		Small Business and Consumer Originations and Purchases
Affiliate(s)	Affiliate Relationship	Products Reviewed
UMB Bank, N.A., Kansas City, Missouri	Subsidiary of UMBFC	Small Business, HMDA, and Consumer Loans
UMB Bank Cass County, Peculiar, Missouri	Subsidiary of UMBFC	Consumer Loans
UMB Bank Northwest, St. Joseph, Missouri	Subsidiary of UMBFC	Consumer Loans
UMB National Bank of America, Salina, KS	Subsidiary of UMBFC	Small Farm Loans
List of Assessment Areas and Type of Examination		
Assessment Area	Type of Exam	Other Information
Omaha	Full-Scope	The assessment area includes Douglas and Sarpy Counties, Nebraska in MSA 5920.

Appendix B: Market Profile for Area Receiving Full-Scope Review

Omaha Assessment Area

Demographic Information for Full-Scope Area: Omaha						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA % of #
Geographies (Census Tracts/BNAs)	131	11%	27%	37%	24%	1%
Population by Geography	519,027	6%	20%	42%	32%	0%
Owner-Occupied Housing by Geography	122,395	3%	17%	46%	34%	0%
Businesses by Geography	19,613	5%	14%	42%	39%	0%
Farms by Geography	688	1%	7%	59%	33%	0%
Family Distribution by Income Level	135,014	17%	18%	25%	40%	0%
Distribution of Low- and Moderate-Income Families throughout AA Geographies	46,688	11%	33%	41%	15%	0%
Median Family Income	= \$36,011	Median Housing Value Unemployment Rate			= \$60,386 = 2.9%	
HUD Adjusted Median Family Income for 1999	= \$53,600					
Households Below the Poverty Level	= 10%					

Source: 1990 U.S. Census and 1998 HUD updated MFI.

The Omaha assessment area is comprised of Douglas and Sarpy Counties in Nebraska. All UMBO bank offices and ATMs are located in this assessment area. In addition, 100% of the bank's deposits are from this area. Competition among financial institutions is very strong. Thirty-one other financial institutions operated 153 banking offices in UMBO's assessment area as of June 30, 1998. The bank had 0.27% of total deposits in the assessment area as of June 30, 1998. Primary competitors include First National Bank of Omaha, Wells Fargo, U.S. Bank, N.A., Commercial Federal Bank, Douglas County Bank & Trust Co., Security National Bank of Omaha, and American National Bank.

The economy in the assessment area is strong with an average unemployment rate of 2.9%. Major employers in the area include: Offutt Air Force Base, Alegent Health, First Data Card Services Group, Omaha Public Schools, and University of Nebraska Medical Center.

Appendix C: Tables of Performance Data

Content of Standardized Tables

The tables cover the entire CRA evaluation period. References to the "bank" include activities of any affiliates that the bank provided for consideration (refer to Appendix A: Scope of the Examination). For purposes of reviewing the Lending Test tables, the following are applicable: purchased loans are treated as originations; market rank is based on the number of loans made by the bank as compared to all other lenders in the MSA/assessment area; and market share is the number of loans originated by the bank as a percentage of the aggregate number of reportable loans originated by all lenders in the MSA/assessment area. The following is a listing and brief description of the tables included in each set:

- Table 1. Lending Volume** - Presents the number and dollar amount of reportable loans originated by the bank over the evaluation period by MSA/assessment area.
- Table 2. Geographic Distribution of Home Purchase Loan Originations** - Compares the percentage distribution of the number of loans originated by the bank in low-, moderate-, middle- and upper-income geographies to the percentage distribution of owner-occupied housing units throughout those geographies. The table also presents market rank and market share information based on the most recent aggregate market data available.
- Table 3. Geographic Distribution of Home Improvement Loan Originations** - See Table 2.
- Table 4. Geographic Distribution of Refinance Loan Originations** - See Table 2.
- Table 5. Geographic Distribution of Small Business Loan Originations** - The percentage distribution of the number of small loans (<\$1 million) to businesses originated by the bank in low-, moderate-, middle- and upper-income geographies compared to the percentage distribution of businesses (regardless of revenue size) throughout those geographies. The table also presents market rank and market share information based on the most recent aggregate market data available.

- Table 6. Geographic Distribution of Small Farm Loan Originations** - The percentage distribution of the number of small loans (<\$500,000) to farms originated by the bank in low-, moderate-, middle- and upper-income geographies compared to the percentage distribution of farms (regardless of revenue size) throughout those geographies. The table also presents market rank and market share information based on the most recent aggregate market data available.
- Table 7. Borrower Distribution of Home Purchase Loan Originations** - Compares the percentage distribution of the number of loans originated by the bank to low-, moderate-, middle- and upper-income borrowers to the percentage distribution of families by income level in each MSA/assessment area. The table also presents market rank and market share information based on the most recent aggregate market data available.
- Table 8. Borrower Distribution of Home Improvement Loan Originations** - See Table 7.
- Table 9. Borrower Distribution of Refinance Loan Originations** - See Table 7.
- Table 10. Borrower Distribution of Small Business Loan Originations** - Compares the percentage distribution of the number of small loans (<\$1 million) originated by the bank to businesses with revenues of \$1 million or less to the percentage distribution of businesses with revenues of \$1 million or less. The table also presents the percentage distribution of the number of loans originated by the bank by loan size, regardless of the revenue size of the business. Market share information is presented based on the most recent aggregate market data available.
- Table 11. Borrower Distribution of Small Farm Loan Originations** - Compares the percentage distribution of the number of small loans (<\$500 thousand) originated by the bank to farms with revenues of \$1 million or less to the percentage distribution of farms with revenues of \$1 million or less. The table also presents the percentage distribution of the number of loans originated by the bank by loan size, regardless of the revenue size of the farm. Market share information is presented based on the most recent aggregate market data available.
- Table 12. Qualified Investments** - Presents the number and dollar amount of qualified investments made by the bank in each MSA/assessment area.
- Table 13. Distribution of Branch and ATM Delivery System** - Compares the percentage distribution of the number of the bank's retail branches and ATMs in low-, moderate-, middle- and upper-income geographies to the percentage of the population within each geography.
- Table 14. Geographic and Borrower Distribution of Consumer Loan Originations** - For

geographic distribution, the table compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle- and upper-income geographies to the percentage distribution of the population within each geography. For borrower distribution, the table compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle- and upper-income borrowers to the percentage of households by income level in each MSA/AA.

Table 1. Lending Volume

LENDING VOLUME State: NEBRASKA Evaluation Period: March 3, 1997 to December 31, 1998												
MSA /Assessment Area	% of Total Bank Deposits in Rated Area	Home Mortgage		Small Business		Small Farms		Community Development		Total Reported Loans		% of Total Reported Bank Loans in Rated Area
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	
Full-Scope:												
Omaha	100%	45	\$1,018	43	\$13,574	2	\$94	2	\$3,050	92	\$17,736	100%
Limited-Scope:												

Sources: FFIEC CRA Aggregate and Disclosure Data for 1997 and 1998 small business and small farm loans, 1997 and 1998 Aggregate HMDA Data.

Table 2. Geographic Distribution of Home Purchase Loan Originations

Geographic Distribution: HOME PURCHASE State: NEBRASKA Evaluation Period: March 3, 1997 to December 31, 1998																
MSA /Assessment Area	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Home Purchase Loans	
	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans		Overall	Low	Mod	Mid	Upper	#	% of Total
Full-Scope:																
Omaha	3%	0%	17%	0%	46%	100%	34%	0%	NA	0%	0%	0%	0%	0%	1	100%
Limited-Scope:																

(*) Based on 1998 Aggregate HMDA Data only. Neither UMBO nor any affiliates of UMBO originated or purchased any home purchase loans in the Omaha AA during 1998. Therefore, UMBO's market share is 0%.

Table 3. Geographic Distribution of Home Improvement Loan Originations

Geographic Distribution: HOME IMPROVEMENT State: NEBRASKA Evaluation Period: March 3, 1997 to December 31, 1998																
MSA /Assessment Area	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Home Improvement Loans	
	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans		Overall	Low	Mod	Mid	Upper	#	% of Total
Full-Scope:																
Omaha	3%	0%	17%	13%	46%	57%	34%	30%	29	0.18%	0%	0%	0.36%	0.07%	40	100%
Limited-Scope:																

(*) Based on 1998 Aggregate HMDA Data only. Neither UMBO nor any of UMBO's affiliates originated or purchased any home improvement loans in moderate-income census tracts in the Omaha AA during 1998. Therefore, UMBO's market share for moderate-income tracts is 0%.

Table 4. Geographic Distribution of Home Mortgage Refinance Loan Originations

Geographic Distribution: HOME MORTGAGE REFINANCE State: NEBRASKA Evaluation Period: March 3, 1997 to December 31, 1998																
MSA /Assessment Area	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Home Mortgage Refinance Loans	
	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans	% Owner Occ Units	% BANK Loans		Overall	Low	Mod	Mid	Upper	#	% of Total
Full-Scope:																
Omaha	3%	0%	17%	0%	46%	25%	34%	75%	147	0.02%	0%	0%	0.01%	0.03%	4	100%
Limited-Scope:																

(*) Based on 1998 Aggregate HMDA Data only.

Table 5. Geographic Distribution of Small Business Loan Originations

Geographic Distribution: SMALL BUSINESS State: NEBRASKA Evaluation Period: March 3, 1997 to December 31, 1998																
MSA /Assessment Area	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Small Business Loans	
	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans	% of Businesses	% BANK Loans		Overall	Low	Mod	Mid	Upper	#	% of Total
Full-Scope:																
Omaha	5%	9%	14%	7%	42%	40%	39%	44%	15	0.38%	0.74%	0.29%	0.55%	0.26%	43	100%
Limited-Scope:																

(*) Based on 1998 Aggregate Small Business Data only.

Table 6. Geographic Distribution of Small Farm Loan Originations

Geographic Distribution: SMALL FARM State: NEBRASKA Evaluation Period: March 3, 1997 to December 31, 1998																
MSA /Assessment Area	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Overall Market Rank*	Market Share by Geography*					Total Small Farm Loans	
	% of Farms	% BANK Loans	% of Farms	% BANK Loans	% of Farms	% BANK Loans	% of Farms	% BANK Loans		Overall	Low	Mod	Mid	Upper	#	% of Total
Full-Scope:																
Omaha	1%	0%	7%	0%	59%	0%	33%	100%	12	0.95%	0%	0%	0%	4.26%	2	100%
Limited-Scope:																

(*) Based on 1998 Aggregate Small Farm Data only.

Table 7. Borrower Distribution of Home Purchase Loan Originations

Borrower Distribution: HOME PURCHASE State: NEBRASKA Evaluation Period: March 3, 1997 to December 31, 1998																
MSA /Assessment Area	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank**	Market Share by Borrower Income**					Total Home Purchase Loans	
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upper	#	% of Total
Full-Scope:																
Omaha	17%	0%	18%	0%	25%	100%	40%	0%	NA	0%	0%	0%	0%	0%	1	100%
Limited-Scope:																

(*) As a percentage of reported loans.

(**) Based on 1998 Aggregate HMDA data only. Neither UMBO nor any affiliates of UMBO originated or purchased any home purchase loans in the Omaha AA during 1998. Therefore, UMBO's market share is 0%.

Table 8. Borrower Distribution of Home Improvement Loan Originations

Borrower Distribution: HOME IMPROVEMENT State: NEBRASKA Evaluation Period: March 3, 1997 to December 31, 1998																
MSA /Assessment Area	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank**	Market Share by Borrower Income**					Total Home Improvement Loans	
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upper	#	% of Total
Full-Scope:																
Omaha	17%	5%	18%	18%	25%	37%	40%	40%	29	0.18%	0.22%	0.13%	0.28%	0.15%	40	100%
Limited-Scope:																

(*) As a percentage of reported loans.
 (**) Based on 1998 Aggregate HMDA Data only.

Table 9. Borrower Distribution of Home Mortgage Refinance Loan Originations

Borrower Distribution: HOME MORTGAGE REFINANCE State: NEBRASKA Evaluation Period: March 3, 1997 to December 31, 1998																
MSA /Assessment Area	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall Market Rank**	Market Share by Borrower Income**					Total Home Mortgage Refinance Loans	
	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*	% of Families	% BANK Loans*		Overall	Low	Mod	Mid	Upper	#	% of Total
Full-Scope:																
Omaha	17%	0%	18%	25%	25%	25%	40%	25%	147	0.02%	0%	0.04%	0.02%	0.01%	4	100%
Limited-Scope:																

(*) As a percentage of reported loans. No income information was available for 25% (1 loan) of home mortgage refinance loans reported by UMBO affiliates in the Omaha AA during 1997 and 1998.

(**) Based on 1998 Aggregate HMDA Data only.

Table 10. Borrower Distribution of Small Business Loan Originations

Borrower Distribution: SMALL BUSINESS State: NEBRASKA Evaluation Period: March 3, 1997 to December 31, 1998											
MSA /Assessment Area	Businesses with Revenues of \$1 Million or Less			Loans by Original Amount Regardless of Business Size			Market Share****		Total Small Business Loans		
	% of Businesses*	% BANK Loans**	% Market Loans***	\$100,000 or Less	>\$100,00 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less	#	% of Total	Avg. Loan Size
Full-Scope:											
Omaha	67%	23%	49%	37%	19%	44%	0.38%	0.20%	43	100%	\$316,000
Limited-Scope:											

(*) As a percentage of all businesses in the assessment area. No revenue information was reported by 21% of businesses in the assessment area.
 (**) As a percentage of all loans regardless of the revenue size of the business. No revenue information was available for 2% of loans reported by UMBO and UMBO affiliates.
 (***) The market consists of all other Small Business reporters in UMBO's assessment area and is based on 1998 Aggregate Small Business Data only.
 (****) Based on 1998 Aggregate Small Business Data only.

Table 11. Borrower Distribution of Small Farm Loan Originations

Borrower Distribution: SMALL FARM State: NEBRASKA Evaluation Period: March 3, 1997 to December 31, 1998											
MSA /Assessment Area	Farms with Revenues of \$1 Million or Less			Loans by Original Amount Regardless of Farm Size			Market Share****		Total Small Farm Loans		
	% of Farms*	% BANK Loans**	% Market Loans***	\$100,000 or Less	>\$100,00 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less	#	% of Total	Avg. Loan Size
Full-Scope:											
Omaha	94%	100%	83%	100%	0%	0%	0.95%	1.15%	2	100%	\$47,000
Limited-Scope:											

(*) As a percentage of all farm loans in the assessment area. No revenue information was reported by 3% of farms in the assessment area.
 (**) As a percentage of all loans regardless of the revenue size of the farm.
 (***) The market consists of all Small Farm reporters in UMBO's assessment area and is based on 1998 Aggregate Small Farm Data only.
 (****) Based on 1998 Aggregate Small Farm Data only.

Table 12. Qualified Investments

QUALIFIED INVESTMENTS State: NEBRASKA Evaluation Period: March 3, 1997 to October 12, 1999									
MSA /Assessment Area	Prior Period Investments*			Current Period Investments			Total Investments		
	#	\$ (000's)	%**	#	\$ (000's)	%**	#	\$ (000's)	% of Total \$'s
Full-Scope:									
Omaha	NA	NA	NA	4	\$1,018	100%	4	\$1,018	100%
Limited-Scope:									

(*) "Prior Period Investments" means investments made in a previous evaluation period that remain outstanding.
 (**) Percentage of the dollars invested in that MSA/Assessment Area that are prior period investments or current period investments.

Table 13. Distribution of Branch and ATM Delivery System

DISTRIBUTION OF BRANCH AND ATM DELIVERY SYSTEM State: NEBRASKA Evaluation Period: March 3, 1997 to October 12, 1999																	
MSA /Assessment Area	Deposits	Branches						ATMs						Population			
	% of Total BANK Deposits	# of BANK Branches	% of Total BANK Branches	Location of Branches by Income of Geographies				# of BANK ATMs	% of Total BANK ATMs	Location of ATMs by Income of Geographies				% of the Population Within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Scope:																	
Omaha	100%	4	100%	0%	0%	25%	75%	10	100%	0%	10%	20%	70%	6%	20%	42%	32%
Limited Scope:																	

Source: Bank records.

Table 14. Geographic and Borrower Distribution of Consumer Loan Originations

Geographic and Borrower Distribution: CONSUMER LOANS State: NEBRASKA Evaluation Period: March 3, 1997 to December 31, 1998																		
MSA/Assessment Area:	Geographic Distribution								Borrower Distribution									
	Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Total Consumer Loans	
	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Pop*	% BANK Loans	% of Hshlds	% BANK Loans**	% of Hshlds	% BANK Loans**	% of Hshlds	% BANK Loans**	% of Hshlds	% BANK Loans**	#	% of Total
Full-Scope:																		
Omaha	6%	1%	20%	12%	42%	36%	32%	51%	21%	11%	17%	19%	21%	28%	41%	39%	160	100%
Limited-Scope:																		

(*) The percentage of the population in the MSA/assessment area that resides in these geographies.
 (**) No income information was available for 3% consumer loans originated by UMBO in the Omaha AA during 1997 and 1998.