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{{5-31-94 p.C-3622}}

[¶10,959**]In the Matter of Andrew B. Fichera, Rockland Trust Company, Rockland, Massachusetts, and Lincoln Trust Company, Hingham, Massachusetts, Docket No. FDIC-94-4e (3-16-94).**

Respondent prohibited from participating in the conduct of affairs of, or exercising voting rights in, any insured institution without the prior consent of the FDIC.

[.1] Prohibition—Participation in Conduct of Affairs
[.2] Prohibition—Exercise of Voting Rights

In the Matter of
ANDREW B. FICHERA, individually,
and as an institution-affiliated
party of
ROCKLAND TRUST COMPANY
ROCKLAND,MASSACHUSETTS
and
LINCOLN TRUST COMPANY
HINGHAM,MASSACHUSETTS
(Insured State Non-Member Banks)
ORDER OF PROHIBITION
FROM
FURTHER PARTICIPATION

ANDREW B. FICHERA ("Respondent") has received a NOTICE OF INTENTION OF PROHIBIT FROM FURTHER PARTICIPATION ("NOTICE") issued by the Federal Deposit Insurance Corporation ("FDIC") detailing the violations, unsafe or unsound banking practices, and/or breaches of fiduciary duty for which an ORDER OF PROHIBITION FROM FURTHER PARTICIPATION ("ORDER") may issue, and has been further advised of the right to a hearing on the alleged charged under §8(e) of the Federal Deposit Insurance Act ("Act"), 12 U.S.C.A. §1818(e) (1982) and (1989) and the FDIC's Rules of Practice and Procedure, 12 C.F.R. Part 308. Having waived those rights, the Respondent entered into a STIPULATION AND CONSENT TO THE ISSUANCE OF AN ORDER OF PROHIBITION FROM FURTHER PARTICIPATION ("CONSENT AGREEMENT") with a representative of the Legal Division of the FDIC, whereby solely for the purpose of this proceeding and without admitting or denying any violations, unsafe or unsound banking practices, and/or any breaches of fiduciary duty, Respondent consented to the issuance of an ORDER by the FDIC.

The FDIC considered the matter and determined it had reason to believe that:

(a) The Respondent has engaged or participated in violations, unsafe or unsound banking practices, and/or breaches of fiduciary duty as an institution-affiliated party of Rockland Trust Company, Rockland, Massachusetts ("Rockland"), and Lincoln Trust Company, Hingham, Massachusetts ("Lincoln");

(b) By reason of such violations, practices and/or breaches of fiduciary duty, the Rockland and Lincoln have suffered or will probably suffer financial loss or other damage, and

(c) Such violations, practices and/or breaches of fiduciary duty involve personal dishonesty on the part of the Respondent or demonstrate the Respondent's willful and/or continuing disregard for safety or soundness of the Bank.

The FDIC further determined that such violations, practices and/or breaches of fiduciary duty demonstrate the Respondent's unfitness to serve as a director, officer, person participating in the conduct of the affairs or as an institution-affiliated party of the Bank, any other insured depository institution, or any other agency or organization enumerated in § 8(e)(7)(A) of the Act, 12 U.S.C. § 1818(e)(7)(A).

The FDIC, therefore, accepted the CONSENT AGREEMENT and issued the following:

ORDER OF PROHIBITION FROM FURTHER PARTICIPATION

[.1**]** 1. ANDREW B. FICHERA is hereby prohibited from:

(a) participating in any manner in the conduct of the affairs of any financial institution or organization enumerated in §8(e)(7)(A) of the Act, 12 U.S.C. §1818(e)(7)(A);

[.2**]** (b) soliciting, procuring, transferring, attempting to transfer, voting, or attempting to vote any proxy, consent or authorization with respect to any voting rights in any financial institution enumerated in § 8(e)(7)(A) of the Act, 12 U.S.C. § 1818(e)(7)(A);

(c) violating any voting agreement previously approved by the appropriate Federal banking agency; or

(d) voting for a director, or serving or acting as an institution-affiliated party.

2. This ORDER will become effective ten (10) days after its issuance. The provisions of this ORDER will remain effective and enforceable except to the extent that, and until such time as, any provisions of this ORDER shall have been modified, terminated, suspended, or set aside by the FDIC.

Dated this 16th day of March, 1994.

Pursuant to delegated authority.