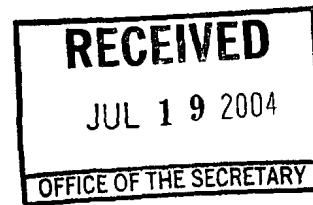




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July 9, 2004

57-20-04

Jonathan G. Katz
Secretary
Securities and Exchange Commission
450 Fifth Street N.W.
Washington, D.C. 20549

Re: Certain Thrift Institutions Deemed not to be Investment Advisors
69 FR 25778 (May 7, 2004)

Dear Sir:

Thank you for the opportunity to comment on the proposal issued by the Securities and Exchange Commission ("SEC") on the applicability of the Investment Advisors Act (the "Advisors Act") to certain savings associations.

We urge the SEC to grant full parity for federal savings associations with national banks under the Advisors Act. The SEC has acknowledged that Congress omitted giving federal savings associations an exemption from the Advisors Act in 1940 simply because they were not given authority at that time to provide trust services. Today, federal savings associations provide very similar services as national bank trust departments.

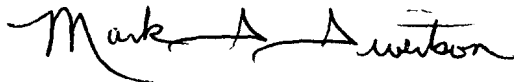
Federal savings associations now look like a national bank and act just like a national bank in our trust services offered to the public. Many have former national bank trust officers in management positions in these trust departments providing the same high quality fiduciary services they provided at their former employer. Several trust officers also hold advanced degrees and designations such as the Certified Trust and Financial Advisor ("CTFA").

The consumer has strong protection under current trust audits and examinations. Our services are audited annually by internal auditors and by the OTS on a periodic basis. The OTS is thorough in its review. In fact, the trust examiners from the Office of Thrift Supervisor ("OTS") use almost identical rules to examine federal savings associations, as does the Office of the Comptroller of the Currency (the "OCC") in reviewing banks.

We strongly request that the SEC adopt a position similar to what Congress defined as “fiduciary capacity” under the trust activities exemption in the broker rules under the Gramm-Leach-Bliley Act. This definition would cover most of the current activities taking place in the federal savings association trust departments. The definition given in the proposal for “fiduciary purpose” is extremely narrow and unacceptable. We respectfully disagree with the SEC that “most revocable inter vivos trusts generally do not have a fiduciary purpose.” Most revocable trusts are set up to provide “estate planning” for the family. Avoiding probate of the assets in the trust is almost always a major reason for establishing the trust in the first place.

The SEC has under the trust activities exemption in the Gramm-Leach-Bliley Act acknowledged that federal savings associations are identical to national banks. We now urge the SEC to apply that same reasoning to an exemption for our trust services under the Advisors Act.

Sincerely,

A handwritten signature in black ink that reads "Mark S. Sivertson". The signature is written in a cursive style with a large, stylized "M" and "S".

Mark S. Sivertson
SVP & Trust Officer