

# Treasury Management Services



A comprehensive and powerful set of financial tools.



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Terms and conditions governing all BBVA Compass treasury management services (excluding Wire Transfers and Overnight Investments) are contained in the BBVA Compass' Treasury Management Services Agreement. Wire Transfer services terms and conditions are contained in the Compass e-Access Automated Funds Transfer and Compass Funds Transfer Agreements. Terms and conditions governing Automatic Investment Sweep services are contained in the Automated Treasury Management Sweep Services Agreement. BBVA Compass treasury management services are not available for consumer accounts.

BBVA Compass is a trade name of Compass Bank, Member FDIC.

# Treasury Management Services at BBVA Compass

We'd like to welcome you to BBVA Compass, a member of the BBVA Group, and introduce the new treasury management services you will soon be using. By giving you greater control over your cash flow and accounts, these services can benefit your business by reducing idle balances, increasing interest earnings, lowering borrowing costs, and enhancing risk management. You will also find that our services are easy to use, which frees you to concentrate on what you do best – managing your business.

You will see that BBVA Compass offers you a comprehensive and powerful set of financial tools, including liquidity management services, receivables solutions and payment solutions. Through Compass e-Access, our Internet-based banking system, you will have integrated online access to information reporting and other treasury management services right at your PC.

BBVA Compass is a member of the BBVA Group, a global financial services leader serving businesses in 37 countries. What does that mean for you? It means you can count on innovative products and service excellence to meet the changing financial needs of your business and your community.

As part of the BBVA Group, BBVA Compass has the global resources to play an enhanced role in your region's growth and prosperity through cross-border and trade finance services. The BBVA Group has been providing outstanding service to businesses for more than 150 years and is deeply committed to helping individuals, companies, and communities in the U.S., Latin America, and throughout the world.

## About the Transition of Your Services

This catalog provides essential information about your transition to BBVA Compass' treasury management services. In the descriptions for each service, please pay careful attention to the following sections:

### What's New

New service enhancements available to you at BBVA Compass.

### What's Changing

Changes to your services that you need to know about.

### To Help You Get Started

Information about user materials and training support that will be provided to ensure a smooth transition to our services.

- **Action Required:** Instructions for completing documentation you must return promptly and other required actions necessary for the successful conversion of your services.

*Please note: If you have any services not listed in this catalog, you will receive information about these services separately. If you see additional services in this catalog that you are interested in, please call Corporate Client Services beginning February 12, 2010.*

## Ongoing Customer Support

At BBVA Compass, we believe that responsive and timely service is essential to providing effective financial solutions. So in everything we do, we focus on delivering the highest level of service. We make sure that every commercial customer has access to an entire team of corporate banking specialists, each of whom plays a critical and complementary role in providing service support.

Your banker identifies ways to add value to your business through the financial services and the resources of the bank, and acts as the coordinator in integrating them into your business. Your Treasury Management Officer provides advice on your treasury process and makes recommendations for services that may improve your cash management.

Finally, Corporate Client Services provides the main point of contact for your day-to-day service needs. Our Corporate Client Services professionals can help you with inquiries, problem resolution, and special requests for your deposit accounts, loans, and treasury management services.

## Questions?

If you have any questions about the transition of your treasury management services before February 12, please call our Treasury Management Hotline at 1-877-495-4094 Monday through Friday, 8:00 a.m. to 6:00 p.m. CT.

Beginning February 12, if you have questions or need assistance with any of your treasury management services, please call Corporate Client Services. Customers located in California should contact Western Region Corporate Client Services at 1-800-236-2059 Monday through Friday, 7:00 a.m. to 5:00 p.m. Arizona Time. All other customers should contact Texas Corporate Client Services at 1-800-570-2791 Monday through Friday, 7:00 a.m. to 6:00 p.m. CT.

# Compass e-Access® Services

Compass e-Access is our integrated Internet solution for corporate clients with treasury management services. Guaranty customers currently using GuarantyNet® will be converted to Compass e-Access. We also offer Online Banking to meet the everyday banking needs of consumer and small business clients.

Compass e-Access streamlines banking and financial management for corporate clients that need superior treasury management service support. With Compass e-Access, you can check your account balances, execute various types of transactions, and access your online functionality—all within one easy-to-use, secure system.

Compass e-Access uses 128-bit Secure Sockets Layer (SSL) technology, encrypted transmissions to and from the bank, customer IDs, user IDs, passwords, and approval levels for sensitive transactions. All users will enroll in Dual Verification to select challenge questions similar to GuarantyNet's security authentication. Each user will select an image and text phrase for their added validation. In addition, Authorized ACH and Wire Users will be issued RSA SecurID® tokens.

Compass e-Access provides the critical services you need to stay informed and in control of your cash position. It offers you more types of information in one central place. Here is an overview of the services available to you through Compass e-Access:

- **Same day information reporting.** View current day opening ledger and available balances, credit and debit totals, and a calculated interim ledger balance. Receive detailed intraday updates on incoming and outgoing wire transfers, online book transfers and loan transfers, incoming ACH debit and credit entries, controlled disbursement details, lockbox receipts, returned deposited items, and other transactions.
- **Previous day information reporting.** Access previous day opening ledger and available balances, closing ledger and available balances, float, and total debit and credit amounts. View individual credits and debits that have posted to your account. Prepare custom reports and export account information into accounting and enterprise systems.
- **Stop Payments.** Make paid check inquiries and request stop payments.
- **Online image presentment.** View images of paper debit and credit items that have posted to your account. Images of items included in deposits are also available.
- **Wire transfer services.** Initiate domestic and international wire transfers online, quickly and securely. International wire transfers may be initiated in USD as well as in many foreign currencies. See page 14 for more information.
- **Automated Clearing House (ACH) services.** Automate the collection and disbursement process using Compass e-Access ACH. User-friendly templates make creating ACH files easier than ever for a comprehensive range of ACH services. See page 9 for more information.
- **Book transfers.** Use book transfers to move funds between your business accounts at BBVA Compass. Book transfers initiated prior to 9:00 p.m. CT will post to your account the same day and you will receive online confirmation.
- **Electronic Report Delivery (ERD).** View up to 14 types of reports including bank statements, ACH return reports, EDI reports, account reconciliation reports, commercial loan invoices, account analysis statements and other reports with a click of the mouse.
- **Positive pay reporting.** Review exception items and submit pay/return instructions. Enter issue and void requests. See page 12 for more information.
- **Enhanced Lockbox Reporting (ELB).** View images of checks and remittance documents received in your BBVA Compass lockbox. Create customized reports and utilize robust search functionality to enhance posting your receivables. See page 31 for more information.
- **Loan balances and transactions.** View current balances, accrued interest, next payment due information, and detailed transactions for eligible loans and lines of credit. You can also initiate online payments to loans and lines of credit as well as make draws against lines of credit.

## Compass e-Access<sup>®</sup> Services (continued)

- **Account and event based alerts.** Receive up to seven types of alerts regarding account balances, account activity, ACH batch approval, electronic reports availability, positive pay exceptions, wire transfer approval and wire transfers sent.
- **Self-administration.** Your company's designated corporate administrator can perform user administrative functions online as well as set up users and limits for account transfers, wire transfers and ACH transactions.

### Compass e-Access<sup>®</sup> Services

#### Easy

Get started right away. Intuitive and user-friendly point-and-click environment with online help. Simply requires Windows<sup>®</sup> and Internet Explorer or Netscape<sup>®</sup> browsers.

#### Efficient

Initiate transactions at your PC without phoning or visiting the bank. Receive online confirmations of transaction requests and file transfers. Download account information into other software packages.

#### Everywhere

Stay connected to your company's financial position any time, anywhere. Log in at the office, at home, or while traveling.

To preview Compass e-Access, go to [www.bbvacompass.com/go/tmdemo](http://www.bbvacompass.com/go/tmdemo).

# Compass e-Access® Information Reporting

Compass e-Access gives you fast, secure online access to the current day and previous day account information you need to manage your cash flow. Best of all, you can check your account balances and transaction details anywhere you have Internet access – at the office, at home or on the road.

## What's New

- **Positive Pay Exception Alerts.** Each positive pay user can specify desired accounts to receive exception notices by whichever delivery method selected -- fax, e-mail, wireless device, cell phone or business phone.
- **More online history.** Detailed information reporting transaction history and images from your GuarantyNet online banking service for the 63-day window preceding February 12, 2010 will be transferred to Compass e-Access. Going forward, you will have 120 days of balances, transaction data and images available online with Compass e-Access.
- **Custom reports.** Use the query function to customize reports and also establish parameters for Favorite Reports to generate reports quickly on a recurring basis.
- **Enhanced stop payments.** Request online stop payments that stay in effect for 24 months. Stop payment requests are processed real-time up to 9:00 p.m. CT each business day.
- **Electronic report delivery.** Receive text reports online through our electronic report delivery (ERD) services. Examples include ACH returns, EDI reports, bank statements, account analysis statements and commercial loan invoices. These reports are available online for 45 days.
- **Integrated services.** Access lockbox payments and remittance data and images, ACH services, wire transfers, and positive pay services as well as detailed and extended information reporting, all on one system.
- **Online FX rates.** Access foreign exchange rates for approximately 50 currencies to streamline international wire transfers.
- **Financial management software.** If your

company uses Quicken®, QuickBooks®, or Microsoft® Money, you can establish your financial profile in these services to begin downloading your balances and transactions from Compass e-Access using WebConnect. Compass e-Access is compatible with:

- Quicken® 2007 or higher
- QuickBooks® 2007 or higher
- Microsoft Money® 2007 or higher

In addition, your balance and transaction data may be downloaded in BAI, CB Basic, and CSV formats for treasury management workstations and other software applications.

Microsoft and Windows are registered trademarks of Microsoft in the United States and/or other countries. Quicken and QuickBooks are registered trademarks of Intuit, Inc.

## What's Changing

### General System Changes

- **Dual-signature requirements.** The Compass e-Access service default for transaction initiation does not require approval by two users, except for free-form (non-repetitive) wire transfers \$2,000,000 and over.  
  
If you require two authentications for book transfers (account transfers), ACH transactions or wire transfers, you need to request dual approval on the Compass e-Access Set Up Form included in this package for each of these transaction types.
- **Remote Deposit Service.** If you use Guaranty's Virtual Deposit service, you will be set up on BBVA Compass' Remote Deposit Online service, which is separate from Compass e-Access. See page 23 for more information on the transition of your remote deposit service.
- **Guaranty iVault.** Access to this long-term archive will not continue after conversion. Bank statements will be generated after processing on February 11 and will be mailed to you. If you will need copies of previous bank statements or any check images other than what is available on GuarantyNet, you should print or download them prior to February 11. Of course, if you need any additional copies of bank statements or paid checks following conversion, Corporate Client Services will be able to provide them to you. You may also enroll in our CompassView® Statement Items CD-ROM

# Compass e-Access® Information Reporting (continued)

for long term access to statement item images. If you are interested in this service, please contact Corporate Client Services beginning February 12.

## Loans and Lines of Credit

- **Loan and line of credit accounts.** Key balances and detailed transaction information as well as online transfers are available on Compass e-Access for eligible loans and lines of credit. If you are currently receiving loan reports on GuarantyNet, we will not be able to convert this service on February 12. However, you will be contacted shortly after February 12 regarding adding the loan services available on Compass e-Access. Until then, if you need any information regarding your loan or line of credit balances or if you wish to make an advance or payment, please contact your banker for assistance.

## Consumer and Special Accounts

- **Consumer accounts.** Your online consumer checking and savings accounts will be automatically set up on our consumer Online Banking system. You will receive separate communications regarding your consumer accounts. Please note that BBVA Compass treasury management services such as online wire transfers and remote deposit are not available on consumer accounts.
- **IOLTAs.** Your IOLTAs currently reported on GuarantyNet will be set up on Compass e-Access for Information Reporting only, but transactional services such as online book transfers, wire transfers, or stop payment requests are not permitted. IOLTAs currently reported on Guaranty's Online Banking will be set up on BBVA Compass' Online Banking. You will soon receive separate communications regarding the conversion to BBVA Compass' Online Banking services.
- **Bill Pay.** If you currently use Bill Pay services, you will be set up on BBVA Compass' Online Banking. You will soon receive separate communications regarding the conversion of your Bill Pay service.

## To Help You Get Started with Compass e-Access

We will establish a new customer ID and password for your business accounts and services for use with Compass e-Access. You will need to identify a corporate administrator on the enclosed Compass e-Access Set Up Form. Your corporate

administrator will be your designated authorized user responsible for setting up all your other individual users and granting user permission to access and perform functions on your accounts. To help you get started, we will send you a package of user materials and will provide training:

- **Compass e-Access Welcome Packet for Corporate Administrators.** Upon receipt of the completed documents contained in this conversion package and completion of your set up, we will send your designated corporate administrator a Compass e-Access Welcome Packet containing user guides and quick reference guides for your Compass e-Access services. The packet will also contain your customer ID and password. Separately, your corporate administrator will also receive an e-mail with his/her personal user ID and password. All four credentials are needed to access the system.
- **Compass e-Access Training Sessions.** In January and February, we are offering Compass e-Access training sessions. This is a great opportunity to learn how to use our online services with the help of one of our treasury management experts. For more information, please see the Training Sessions insert in this package. We will be contacting you soon to invite you to attend. **When you've selected the training session you would like to attend, please reply right away to reserve your spot!**
- **Questions?** Call our Treasury Management Hotline at 1-877-495-4094, 8:00 a.m. to 6:00 p.m. CT, Monday through Friday.

**Action Required:** You must complete the following steps for your Compass e-Access services to be set up and ready to use by February 12:

- Complete and sign the **Compass e-Access Set Up Form**.
- Return your completed **Compass e-Access Set Up Form by January 11, 2010**. You can fax the form to 1-877-873-1775, return it in the enclosed business reply envelope or mail it to:  
  
P.O. Box 830941  
Birmingham, AL 35282
- Please refer to the Checklist of Required Forms on page 35.

# Compass e-Access<sup>®</sup> ACH

Compass e-Access ACH makes it easy for you to take maximum advantage of the efficiency and security of electronic payments. Compass e-Access ACH provides both easy-to-use templates and pass-through capabilities, making file creation and/or transmission a snap.

Your current Guaranty Automated Clearing House (ACH) services will be converted to Compass e-Access ACH. Your processing limits will be evaluated and communicated to you in your Compass e-Access Welcome Packet. Further credit underwriting, if applicable, for ACH services will be conducted after February 12, 2010.

## What's New

- **Enhanced security through RSA SecurID tokens.** Before ACH transactions can be originated, an Authorized ACH User must enter his/her RSA User ID and Passcode (Personal ID plus a unique number generated by the token every 60 seconds).
- **Customizable internal controls for ACH origination services.** Your corporate administrator may set dollar limits by user, by company ID and by function – template maintenance, activation, and/or approval. Optional approval is also available for activated templates, pass-thru files and new or modified templates.
- **Streamlined origination.** Fewer steps are required to originate ACH transactions, compared to your current system. File receipt confirmations and control totals are available through online reports.
- **Tax payments.** Preformatted addenda input screens are available for tax payments, child support payments and remittance advices. You enter the required information and Compass e-Access automatically creates correctly formatted addenda records for you.
- **Recurring ACH payment feature.** You may add the recurring ACH payment feature at any time to new or existing templates. This feature may be used if the dollar amounts and frequency of the transactions do not change often. This feature will automatically activate templates based on the schedule you specify online. No further action is needed unless your company requires approval of activated ACH templates.

- **Batch deletions.** A batch can be deleted via ACH Reports up until the batch is received by the bank for processing. Requests for item reversals and batch or file reversals may be submitted directly to ACH Operations. Please refer to the ACH User Guide, which you will receive with your Compass e-Access Welcome Packet, for more information about deletions and reversals.

## What's Changing

### General Changes

- **Terminology.** Please be aware of the following ACH terminology differences:

GuarantyNet	Compass e-Access
Template	Transaction Entry
Group	Batch or Template
Settlement Account	Company – unique for each ACH settlement account
Create/Submit Batch	Batch Activation

- **One-off transactions.** One-off ACH transactions are not available in Compass e-Access. All transactions must be set up as part of a template.

### ACH Groups and Templates

- **ACH templates.** After we receive your completed and signed ACH/Wire Transfer Template Approval Form, we can convert your ACH templates and groups to templates on Compass e-Access. Ungrouped templates will be grouped by type and offset account for conversion to Compass e-Access. If you make any changes to your ACH templates after you send us your ACH/Wire Transfer Template Approval Form, please keep track of them. You will need to make those changes in Compass e-Access.
- **Minimum and maximum template amounts.** These are not available within each transaction entry on Compass e-Access and, if set up on GuarantyNet, will not be converted to Compass e-Access. However, your corporate administrator may set dollar limits by user, by Company ID and by function – template maintenance, activation, and/or approval.

## Compass e-Access<sup>®</sup> ACH (continued)

- **Loan and general ledger accounts.** Recipient account types available on Compass e-Access are checking and savings accounts. Loan and general ledger accounts are not available and, if set up on GuarantyNet, will not be converted to Compass e-Access.
- **Settlement dates.** A settlement date is automatically assigned when a template is activated, but can be edited as part of the activation process. For consumer credits such as payroll, the assigned settlement date is two business days in the future. For all other ACH transactions (debits and corporate credits), the assigned settlement date is one business day. Assigned settlement dates can be changed to no less than one business day in the future and no more than seven business days in the future.
- **Export capabilities.** ACH batches may be exported in a NACHA or CSV format from the online ACH Reports function.

### ACH Processing

- **File control totals.** You will no longer need to fax file control totals to the bank for verification. We require the use of RSA SecurID tokens to authenticate all authorized ACH Users.
- **File limits.** BBVA Compass monitors file limits in our core ACH processing system, not in Compass e-Access. However, your corporate administrator may set dollar limits in Compass e-Access by user, by Company ID and by function – template maintenance, activation, and/or approval. If you currently originate “prefunded” ACH credits, you will continue to have your settlement account debited prior to the transactions being processed. For more information on setting up limits, please refer to the Corporate Administrator Getting Starting Guide in your Compass e-Access Welcome Packet.
- **Future-dated transactions.** The effective entry date of ACH templates and pass-thru files can be future-dated up to seven business days from the date of submission.
- **ACH returns.** For security reasons, ACH return reports will no longer be sent via email. However, you have a choice of several other delivery options. Please indicate your preferred report delivery method – online via Compass e-Access, fax or mail – on the Compass e-Access Set Up Form (see Action Required below). Returns on ACH items originated at Guaranty before February 12 will not be available on your BBVA Compass ACH Return Report. These items will be handled manually and posted to your account via credit or debit memo.

- **ACH history.** Detailed ACH transaction history from GuarantyNet will not be available on Compass e-Access. **If you wish to retain this information, please print a copy for your records before February 12.**

### To Help You Get Started

To help you get started using Compass e-Access ACH, we will send you a package of user materials and will provide training:

- **Compass e-Access Welcome Packet.** Upon receipt of the completed documents contained in this conversion package and completion of your set up, we will send your designated corporate administrator a Compass e-Access Welcome Packet, which will include ACH Origination and Tax Payment Quick Reference Guides, an ACH User Guide, and additional information on how to process ACH transactions, including your processing limits. For more information, please see To Help You Get Started with Compass e-Access on page 8.
- **RSA SecurID Tokens.** RSA SecurID tokens and personal IDs will be sent to the Authorized ACH Users identified on your Compass e-Access SecurID ACH/Wire Token Request Form. See Action Required below.
- **Compass e-Access Training Sessions.** In January and February, we are offering Compass e-Access training sessions. This is a great opportunity to learn how to use our online services with the help of one of our treasury management experts. For more information, please see the Training Sessions insert in this package. We will be contacting you soon to invite you to attend. **When you've selected the training session you would like to attend, please reply right away to reserve your spot!**

## Compass e-Access<sup>®</sup> ACH (continued)

- **Questions?** Call our Treasury Management Hotline at 1-877-495-4094, 8:00 a.m. to 6:00 p.m. CT, Monday through Friday.

**Action Required:** You must complete the following steps for your Compass e-Access ACH services to be set up and ready to use by February 12:

- Complete the enclosed Compass e-Access ACH forms:
  - **Compass e-Access Set Up Form.** Complete and sign the form.
  - **Compass e-Access SecurID ACH/Wire Token Request Form.** Complete and sign the form.
  - **ACH/Wire Transfer Template Approval Form and ACH Templates.** If you currently use ACH templates and would like for us to convert them to Compass e-Access for you, please review the ACH template information included with this form to make sure it is accurate. Make any necessary changes to your templates and complete and sign the form.
- Return your completed **Compass e-Access Set Up Form, Compass e-Access SecurID ACH/Wire Token Request Form and ACH/Wire Transfer Template Approval Form, including any changes to your templates, by January 11, 2010.** You can fax the forms to 1-877-873-1775, return them in the enclosed business reply envelope or mail them to:  
P.O. Box 830941  
Birmingham, AL 35282
- Please refer to the Checklist of Required Forms on page 35.

# Compass e-Access® Positive Pay

Our Positive Pay service is fully integrated with Compass e-Access, which is the single online channel you will use to review exceptions and submit your “pay” or “return” decisions.

If you currently use the Guaranty Positive Pay service, you will be converted to BBVA Compass' Positive Pay service.

## What's New

- **Extended issue file deadline.** The deadline for submitting issue files will be extended to 9:00 p.m. CT.
- **Alerts.** When you have exception items to review, we can send you a notification via e-mail, pager, phone or fax to let you know that there are items pending a “pay” or “return” decision. You designate who the alerts should go to, the delivery method, and can change these settings as needed.
- **Deadline reminder.** Within the Compass e-Access Positive Pay service, there is a countdown clock that starts once you are within an hour of the decision deadline reminding you of how many minutes you have left until you reach the decision deadline.

## What's Changing

### Issue Files

- **Issue file formats.** Your existing issue files may need to be modified to be compatible with our Positive Pay system. We have included an ARP/ Positive Pay Issue File Formats document in this package that explains the formats in more detail. You will need to select one of the options listed below.
  - **Comma Separated Values (CSV) import format.** Please refer to the insert for exact specifications.
  - **Fixed record (TXT) import format.** Please refer to the insert for exact specifications.
  - **Bank standard (TXT) import format.** You may use this option if you have a specific text format that you want to send to BBVA Compass.
  - **Custom formats.** If you want to use a file format not listed above, we can provide you with AP

Technology SecurePay software, which can convert files from over 100 different accounting and ERP packages to the standard BBVA Compass format. SecurePay also includes the ability to auto-detect, convert, and send your file to the bank in unattended mode (automated send). One-year maintenance is included with the software.

- **Issue file delivery.** The primary method for transmission of issue files is via Compass e-Access. Because Compass e-Access Positive Pay is a totally integrated online system, e-mail delivery and FTP retrieval of issue files are not supported. BBVA Compass issue file delivery options include:
  - **Compass e-Access.** This is the easiest method to implement. Many customers select this method because all other Positive Pay functions including exception report review and pay/return decisions are performed via Compass e-Access. CSV and fixed record (TXT) formatted import files are supported, but this is the only transmission method available for CSV files. Your file must match the specifications listed in the insert exactly.
  - **Secure FTP.** This option is for customers that want to automate their issue file transmissions. It requires the use of a digital certificate and SSL-based Secure FTP Client software such as Ipswitch's WS-FTP Pro or Sterling Commerce's Secure FTP. Bank standard (TXT) formatted files and custom formatted files are supported.
  - **Compass e-Transmit® service.** This is a secure website (HTTPS) that is easy to use, but does not allow you to use automated scripts to send files. Customers must login and manually import files. This transmission method supports bank standard (TXT) formatted input files and custom formatted input files.

### Deadlines

- **Issue file deadline.** As noted above, the deadline for submitting issue files will be 9:00 p.m. CT.
- **Notification deadline.** Positive pay exceptions will be reported to you no later than 9:30 a.m. CT.
- **Decision deadline.** Pay/return decisions must be made on all reported exceptions by **12:00 p.m. CT.** If a decision has not been made on any item, that item will be paid or returned in accordance

# Compass e-Access® Positive Pay (continued)

with your pay or return default. Please note that because we provide alert notification of exceptions and an online deadline reminder within the Compass e-Access Positive Pay service, we will **not** call to remind you of pending exceptions. Each Positive Pay user can specify desired accounts to be delivered by whichever method selected – fax, e-mail, wireless device, cell phone or business phone.

## To Help You Get Started

To help you get started using Compass e-Access Positive Pay, we will send you a package of user materials and will provide training:

- **Compass e-Access Welcome Packet.** Upon receipt of the completed documents contained in this conversion package and completion of your set up, we will send your designated corporate administrator a Compass e-Access Welcome Packet, which will include a Positive Pay Quick Reference Guide and Account Reconciliation Product (ARP) User Guide. For more information, please see To Help You Get Started with Compass e-Access on page 8.
- **ARP/Positive Pay Issue File Formats document.** Please review the ARP/Positive Pay Issue File Formats document, which explains issue file format options. See Action Required.
- **Compass e-Access Training Sessions.** In January and February, we are offering Compass e-Access training sessions. This is a great opportunity to learn how to use our online services with the help of one of our treasury management experts. For more information, please see the Training Sessions insert in this package. We will be contacting you soon to invite you to attend. **When you've selected the training session you would like to attend, please reply right away to reserve your spot!**

Questions? Call our Treasury Management Hotline at 1-877-495-4094, 8:00 a.m. to 6:00 p.m. CT, Monday through Friday.

**Action Required:** You must complete the following steps for your Compass e-Access Positive Pay service to be set up and ready to use by February 12, 2010:

- Review the enclosed **ARP/Positive Pay Issue File Formats document** and select the option that best suits your needs.
- Complete and sign the enclosed **Compass e-Access Set Up Form and the ARP/ Positive Pay Set Up Form.**
- Return your completed **Compass e-Access Set Up Form and the ARP/Positive Pay Set Up Form by January 11, 2010.** You can fax the forms to 1-877-873-1775, return them in the enclosed business reply envelope or mail them to:  
  
P.O. Box 830941  
Birmingham, AL 35282
- Please refer to the Checklist of Required Forms on page 35.

# Compass e-Access® Wire Transfers

With Compass e-Access Wire Transfers, you can transfer large sums of money securely and quickly. Our service provides a full range of security measures, including RSA SecurID tokens, so that you can control access to your accounts and sensitive payment information.

If you process wire transfers on GuarantyNet, your services will be converted to Compass e-Access Wire Transfers.

## What's New

- **Enhanced security through RSA SecurID tokens.** Before a wire can be initiated, an Authorized Wire User must enter his/her RSA User ID and Passcode (Personal ID plus a unique number generated by the token every 60 seconds).
- **Customizable internal controls on wire entry and approval.** Your corporate administrator sets wire limits by Authorized Wire User, account, and function (entering and/or approving). You can also request secondary approvals and establish the required number of approvals for transactions in specific dollar ranges. For additional security, secondary approval is required on all free-form (non-repetitive) wire transfers \$2,000,000 and over.
- **International wires available online.** International wire transfers may be initiated via Compass e-Access in USD and many foreign currencies. Available currencies and daily exchange rates are available online via the FX Report on Compass e-Access. For Mexican peso wires and all other foreign currency wires of \$50,000 and over, custom rate quotes are available by calling the applicable number listed on the FX Report. Once the quote is accepted, a confirmation number is provided to complete the wire online.
- **Master bank list available.** Compass e-Access provides a master bank list that contains routing information for all domestic and international banks. This information can be easily accessed when entering a wire or creating a template. Users may also use this list to populate a bank short list of their most frequently used banks for quick and easy access.

## What's Changing

### Wire Transfer Templates

- **Wire templates.** Included in this package are your existing wire transfer templates for conversion. Every attempt has been made to include all of your templates. However, a very small number of them may be missing due to formatting differences or missing information. After we receive your signed ACH/Wire Transfer Template Approval Form, we will convert your wire transfer templates to Compass e-Access. If you make any changes to your wire templates after you send us your ACH/Wire Transfer Template Approval Form, please keep track of them. You will need to make those changes in Compass e-Access.
- **Template amount.** The wire amount is not stored within each template and will not be converted to Compass e-Access. When you use a template to initiate a wire, the amount must be entered each time.

### Wire Transfer Processing and Reporting

- **New daily deadlines for same-day processing:**
  - Domestic Wires – 4:30 p.m. CT
  - International USD Wires – 3:30 p.m. CT
  - International Foreign Currency Wires – 2:30 p.m. CT
- **Future-dated wire transfers.** Wire transfers can be future-dated up to one year on Compass e-Access.
- **Additional information.** Remittance information and processing instructions may be directly entered in wire transfer requests and templates without a reason or the use of special characters.
- **Book wires.** There is no distinction on Compass e-Access between a “Book” and Fedwire. If you have a beneficiary with an account at BBVA Compass, please enter related wire transfer requests or templates as you would any other domestic wire.
- **Dollar limits.** Dollar limits for wire transfers are no longer optional. Your corporate administrator can select the limits, but must enter them for each Authorized Wire User. For more information

# Compass e-Access® Wire Transfers (continued)

on setting up limits, please refer to the Corporate Administrator Getting Starting Guide in your Compass e-Access Welcome Packet.

- **Approval Requirements.** Approval requirements are set by wire account and type of activity (repetitive template, free-form wire and template approval), not by Authorized Wire User. Therefore, all users will have the same approval requirements for each account.
- **Wire transfer history.** Detailed wire transfer transaction history from GuarantyNet will not be available on Compass e-Access. If you wish to retain this information, please print a copy for your records before February 12.

## Manual Wire Transfers

- **Manual (non-online) wire transfers.** If you request manual wire transfer capabilities on the Compass e-Access Automated Funds Transfer Agreement, we will send you a separate package containing Personal Identification Numbers (PINs) for your Authorized Users, an information sheet with telephone and fax numbers, and customer wire transfer request forms for fax requests. For more information, see the Wire Transfer Service – Manual section of this document on page 33.

## Consumer Accounts

- **Consumer accounts.** Compass e-Access wire transfers may only be initiated from non-consumer accounts. Therefore, online wire transfers will no longer be available on consumer accounts. Starting February 12, you may visit your BBVA Compass branch or contact your banker to initiate wires from your consumer account(s). You may also be set up to initiate wire transfers directly with our Wire Transfer Department via telephone or fax. If you are interested in this service, please contact Corporate Client Services starting February 12.

## To Help You Get Started

To help you get started using Compass e-Access Wire Transfers, we will send you a package of user materials and will provide training:

- **Compass e-Access Welcome Packet.** Upon receipt of the completed documents contained in this conversion package and completion of your

set up, we will send your designated corporate administrator a Compass e-Access Welcome Packet that will include Domestic and International Wire Transfer Services Quick Reference Guides and additional information on how to initiate wires. For more information, please see To Help You Get Started with Compass e-Access on page 8.

- **RSA SecurID Tokens.** RSA SecurID tokens and Personal IDs will be sent to the Authorized Wire Users identified on your Compass e-Access SecurID ACH/Wire Token Request Form. See Action Required below.
- **Compass e-Access Training Sessions.** In January and February, we are offering Compass e-Access training sessions. This is a great opportunity to learn how to use our online services with the help of one of our treasury management experts. For more information, please see the Training Sessions insert in this package. We will be contacting you soon to invite you to attend. **When you've selected the training session you would like to attend, please reply right away to reserve your spot!**
- **Questions?** Call our Treasury Management Hotline at 1-877-495-4094, 8:00 a.m. to 6:00 p.m. CT, Monday through Friday.

**Action Required:** You must complete the following steps for your Compass e-Access Wire Transfer service to be set up and ready to use by February 12:

- Complete the enclosed Compass e-Access Wire Transfer forms:
  - **Compass e-Access Set Up Form.** Complete and sign the form.
  - **Compass e-Access SecurID ACH/Wire Token Request Form.** Complete and sign the form.
  - **Compass e-Access Automated Funds Transfer Agreement.** Complete and sign the agreement. If you want to be set up for both online and manual wire transfers, also complete the manual wire transfer section of this agreement.
  - **ACH/Wire Transfer Template Approval Form and Wire Templates.** If you currently use wire templates and would like us

## Compass e-Access® Wire Transfers (continued)

to convert them to Compass e-Access for you, please review the wire transfer template information included with this form to make sure it is accurate. Make any necessary changes to your template and complete and sign the form. If you would like us to convert a template that was not included, please print it and send it back to us with the rest of your templates. We will review it with you to make the corrections needed to convert it.

- Fax the completed **Compass e-Access Automated Funds Transfer Agreement by January 11, 2010**, to 1-877-873-1775 and then return the original signed agreement in the enclosed business reply envelope or mail it to:

P.O. Box 830941  
Birmingham, AL 35282

- Return your completed **Compass e-Access Set Up Form, Compass e-Access SecurID ACH/Wire Token Request Form, and ACH/Wire Transfer Template Approval Form, including any changes to your templates, by January 11, 2010**. You can fax the forms to 1-877-873-1775, return them in the enclosed business reply envelope or mail them to:

P.O. Box 830941  
Birmingham, AL 35282

- Please refer to the Checklist of Required Forms on page 35.

# Account Analysis

Our standard method of charging for treasury management services at BBVA Compass is through account analysis. If you are on account analysis at Guaranty you will find that our service is similar to your current one.

## What's Changing

- **Analyzed service charge.** All accounts are debited for service charges around the 15th day of the month.
- **Earnings Credit Rate (ECR).** On Treasury Management Analysis Checking accounts, an earnings credit is applied monthly against deposit account fees and most other banking services. The rate is a BBVA Compass managed rate and has a tiered structure based on qualifying balance levels as follows:
  - \$0 - \$24,999
  - \$25,000 - \$99,999
  - \$100,000 +
- **Interest Bearing Accounts.** Earnings credit is not available for interest bearing accounts.
- **Statement Information.** Daily balances will no longer be included on your analysis statement. Please refer to your bank statement for this information.

## What's Staying the Same

- **Mailed Statements.** You will continue to receive monthly statements.
- **Online Statements.** If you are currently receiving your analysis statements via GuarantyNet, you will receive them via Compass e-Access after conversion.
- **Statement cycle.** Your statement cycle will stay the same.
- **Statement production.** Statements are produced and mailed around the 8th day of the month.
- **Billing Method.** Your billing method will remain the same.

## To Help You Get Started

- **Statement explanation.** For a detailed explanation of your BBVA Compass analysis statement, please refer to "Understanding Your Commercial Account Analysis Statement," which will be enclosed with the first account analysis statement you receive from us. You will receive your first account analysis statement for March activity around April 15.
- **Questions?** Call our Treasury Management Hotline at 1-877-495-4094, 8:00 a.m. to 6:00 p.m. CT, Monday through Friday.

## No Action Required

# Account Reconciliation Product (ARP)

If you currently subscribe to account reconciliation services at Guaranty, you will find that our service is similar to your current one.

## What's Changing

- **ARP Reports.** Your cover sheet and cycle-end reconciliation report will look very similar to the documents you download today; but will be available in a different module in Compass e-Access. You will need to look in the Electronic Reports Delivery (ERD) module and select ARP Summary or ARP Detail for your reports.
- **ARP Data Files.** We can generate a data file that is identical to the one you receive on GuarantyNet today; however, it will not be available on Compass e-Access. If you are currently using this data file and would like to continue receiving it, please indicate on the ARP/Positive Pay Set Up Form which transmission method you would like to use to download the file.
- **Issue file formats.** Your existing issue files may need to be modified to be compatible with our system. Please refer to the issue file and issue file delivery information on page 12. We have also included an ARP/Positive Pay Issue File Formats document in this package that explains the formats in more detail. You will need to determine the option that best suits your needs.

## To Help You Get Started

- **Issue File Information Insert.** If you use Full Reconciliation, please review the ARP/Positive Pay Issue File Formats document, which explains issue file format options.
- **Questions?** Call our Treasury Management Hotline at 1-877-495-4094, 8:00 a.m. to 6:00 p.m. CT, Monday through Friday.

**Action Required:** You must complete the following steps for your Compass e-Access ARP service to be set up and ready to use by February 12, 2010:

- Review the enclosed **ARP/Positive Pay Issue File Formats** document to determine the option that best suits your needs.
- Complete and sign the enclosed **ARP/Positive Pay Set Up Form**.
- Return your completed **ARP/Positive Pay Set Up Form by January 11, 2010**. You can fax the forms to 1-877-873-1775, return them in the enclosed business reply envelope or mail them to:  
  
P.O. Box 830941  
Birmingham, AL 35282
- Please refer to the Checklist of Required Forms on page 35.

# ACH Authorization Services

If you are currently set up for EPA services at Guaranty, you will be converted to ACH Authorization services at BBVA Compass. Our ACH Authorization service is an efficient and simple way to ensure that only those ACH transactions you authorize post to your BBVA Compass account.

## What's Changing

- **Exception notification.** ACH Authorization services at BBVA Compass are completely automated. ACH items that do not meet predefined criteria will be automatically returned without prior notification. Therefore, it is very important that all authorized originators are identified ahead of time. BBVA Compass plans to add online notification of ACH exceptions, and the opportunity to decide whether to pay or return them, at a later date.

## No Action Required

# Automatic Investment Sweep

With Compass automated investment services, you can transform idle balances into hardworking investments and make the most of your company's money. Your unused balances can earn interest every night, and the funds in your account are accessible. Plus, you'll enjoy all the financial benefits of overnight investments without committing staff and effort to moving money each day.

**Money Market Mutual Fund Sweep** If you currently use Guaranty's Invesco AIM Investment Services Money Market Mutual Funds Sweep Service, you will be converted to a similar Goldman Sachs Financial Square Money Market Mutual Fund\* Sweep Service on February 12, 2010.

## What's New

- **More investment options.** After conversion, additional sweep investment products will be available including Preferred Deposit Sweep, Corporate Money Market Deposit Account Sweep, Master Note Sweep and Repurchase Agreement Sweep. Also, a combination Investment and Loan Sweep is available with some products. Please refer to the enclosed Automatic Sweep Services Agreement for product descriptions. If you are interested in any of these options, please contact Corporate Client Services beginning February 12.
- **Online statements available.** You will be able to access online shareholder statements if you are converting to Compass e-Access. If you would like to enroll in this service, please contact Corporate Client Services beginning February 12.

## What Stays the Same

- **Monthly statements.** You will continue to receive monthly statements by mail.
- **Dividend Payments.** You will continue to receive dividend payments credited to your account on the first working day of the month.
- **Target (peg) balances.** If you have an established minimum target or peg balance (a balance other than zero), it will remain the same. Excess collected balances greater than your established target balance will be swept into a similar Goldman Sachs Financial Square Money Market Mutual Fund. If you wish to change an existing target

balance, please call Corporate Client Services beginning February 12.

- **Minimum investment amount.** The minimum investment amount will continue to be \$0.01. If you do not have an established target (peg) balance, excess collected balances of \$0.01 and greater will be swept into the money market mutual fund daily.

## What's Changing

- **Timing.** At conversion, your sweep investment will change to a same day investment from a next day investment. Currently, excess balances are swept from your checking account and invested the next day. Beginning February 12, excess balances swept from your account will be invested on the same day.
- **Large transaction notification.** Starting February 12, any day that you expect your net investment per sweep account to increase or decrease by \$1,000,000 or more, you must send a notification to Corporate Client Services. A Large Transaction Notification Form with instructions is enclosed. Upon receipt of this form, we will adjust our overall investment position accordingly to accommodate your transaction.
- **Online Balance Reporting.** If you are converting to Compass e-Access, your investment sweep balance will be available online and reported as a separate line item. Although the investment sweep balance is not reflected in the Available Balance field on Compass e-Access, the funds are available for your use during the day.
- **Fund Conversion.** On February 12, your Invesco AIM Investment Services Money Market Mutual Fund will be converted to a similar Goldman Sachs Financial Square Money Market Mutual Fund\*. Please see important information below under Action Required. Your current fund and its replacement fund are shown below:

## Automatic Investment Sweep (continued)

<i>Current Fund</i>	<i>Replacement Fund</i>
<b>Invesco AIM Investment Services Funds</b>	<b>Goldman Sachs Financial Square Funds</b>
Liquid Assets Portfolio Fund	Prime Obligations Fund
STIC Prime Portfolio	Prime Obligations Fund
Treasury Portfolio Fund	Treasury Instruments Fund
Government and Agency Portfolio Fund	Federal Fund

The Goldman Sachs Financial Square Funds have two share classes as shown below:

<b>Amount of Assets of Account Invested in a Particular Goldman Sachs Money Market Mutual Fund†</b>	<b>Class of Shares</b>
Less than \$2,500,000	FST Service Shares
\$2,500,000 or above	FST Administration Shares

† Note: The average daily amount of assets invested for your account for December 2009 will determine your initial class of shares. Thereafter, the class of shares will be re-determined at the end of each calendar quarter, based on the average daily amount of assets invested in the applicable Money Market Mutual Fund during the immediately preceding calendar quarter. Assets of accounts with the same Tax Identification Number may be aggregated for determining the \$2,500,000 share class threshold; however, invested assets of all other accounts will be determined on a Fund by Fund basis and will not be aggregated for purposes of determining the \$2,500,000 threshold amount.

Copies of the current prospectuses for the applicable Goldman Sachs Financial Square Funds are enclosed. The prospectuses contain important information regarding the Funds, including investment objectives, investment policies, fees, charges and expenses, and risks. Before investing, you should consider a mutual fund's objectives, risks, and charges and expenses. Please read these prospectuses carefully and retain a copy for your records. After conversion, if you wish to change your

account's designated option, please call Corporate Client Services.

**Action Required:** You must complete the following steps for your Goldman Sachs Money Market Mutual Fund sweep service to be set up and ready to use by February 12:

- Review the enclosed **Automated Treasury Management Sweep Services Agreement**.
  - Complete the information on pages 1 and 4 of the agreement and sign the agreement.
  - Complete the Tax Certification information on page 16 and sign the Tax Certification and the Addendum.
- Return your completed and signed **Automated Treasury Management Sweep Services Agreement for each listed sweep account by January 11, 2010. To expedite conversion of your sweep service, EITHER fax the agreements to 1-877-873-1775, OR (preferred method) return the signed original agreements to us in the enclosed business reply envelope or mail them to:**

P.O. Box 830941  
Birmingham, AL 35282
- Please refer to the Checklist of Required Forms on page 35.

\*THE MONEY MARKET MUTUAL FUNDS:

- ARE NOT OBLIGATIONS OR DEPOSITS OF OR ENDORSED OR GUARANTEED BY BBVA COMPASS, COMPASS BANK-SHARES, INC., BANCO BILBAO VIZCAYA ARGENTARIA, S.A., OR ANY OF THEIR AFFILIATES, OR ANY FINANCIAL INSTITUTION.
- INVOLVE INVESTMENT RISKS, INCLUDING THE POSSIBLE LOSS OF THE PRINCIPAL AMOUNT INVESTED.

AN INVESTMENT IN A MONEY MARKET MUTUAL FUND IS NOT INSURED OR GUARANTEED BY THE UNITED STATES GOVERNMENT, THE FEDERAL DEPOSIT INSURANCE CORPORATION (FDIC) OR ANY OTHER GOVERNMENTAL AGENCY. EACH OF THE MONEY MARKET MUTUAL FUNDS SEEKS TO MAINTAIN THE VALUE OF YOUR INVESTMENT AT \$1.00 PER SHARE; HOWEVER, IT IS POSSIBLE TO LOSE MONEY BY INVESTING IN THE MONEY MARKET MUTUAL FUNDS.

Please note: If you currently use Guaranty's Self Directed Investment Services, you will receive a separate communication from Corporate Investment Services regarding your investments.

# Cash Vault

BBVA Compass cash vault services provide you with a convenient and secure method for depositing cash. If you use the cash vault service, you can continue to have your deposits delivered via armored carrier. For businesses with multiple locations, we offer a network of cash vaults that includes seven sites in Texas and ten sites in five other states.

## What's New

- **Extended deposit deadline.** We provide same day credit for cash and check deposits received until 3:00 p.m. local time (6:00 pm cutoff for Dallas and Phoenix). Same day ledger credit will be provided as long as your deposits arrive at the vault location by the cutoff time. The new delivery address will be sent to you in your Cash Vault Welcome Package. Please consult with your current armored courier provider to discuss the cutoff time and new drop off locations.

## What's Changing

- **Change order requests.** Starting February 12, change order requests and supply orders must be placed using BBVA Compass' telephone order system. Requests are filled via direct debit to a designated account. Cash-on-delivery (COD) payments for change orders are outside our standard process. Change order requests sent via e-mail or fax will no longer be accepted.
- **Change order deadline.** Change orders must be placed by 11:00 a.m. local time at least one business day before the requested delivery date. You may order coin and currency.
- **Tamper-evident poly seal deposit bags.** You may continue to use your current supply of deposit bags until it runs out, but replace the name Guaranty with BBVA Compass beginning February 12. When your current supply runs out, you can order BBVA Compass deposit bags through Corporate Client Services. If you choose to use your own poly seal bags, we will need a sample to verify that it complies with our security standards.
- **Deposit preparation.** Beginning February 12, you no longer have to separate your cash from your check deposits when preparing your deposit bags for pickup.

- **Deposit amount and adjustments.** The deposit amount reported by the customer will post to the account regardless of what is verified during processing. If a discrepancy occurs, your account will be debited or credited the exact discrepancy amount and your account could be subject to an adjustment fee (if the discrepancy is greater than \$5).

## To Help You Get Started

To help you get started using BBVA Compass cash vault services, we will send you the following:

- **Cash Vault Welcome Packet.** We will send you a User ID and password prior to February 12 that you will need to access BBVA Compass' telephone order system for change orders. You can access user materials through BBVA Compass Resource Central. The Welcome Packet will also include a letter indicating the drop off locations and cutoff times for your area.
- **Questions?** Call our Treasury Management Hotline at 1-877-495-4094, 8:00 a.m. to 6:00 p.m. CT, Monday through Friday.

**Action Required:** You must complete the following steps for your Cash Vault service to be set up and ready to use by February 12:

- Starting February 12, replace the name Guaranty with BBVA Compass on your existing supply of poly seal bags. When your supply runs out, order BBVA Compass deposit bags through Corporate Client Services. Or if you choose to use your own poly seal bags, provide a sample in advance so that we can verify that it complies with our security standards.

# Compass Remote Deposit Online<sup>®</sup> Service

If you currently use Guaranty's Virtual Deposit, you will convert to Compass Remote Deposit Online service on February 12, 2010. Our service is similar in functionality to your current application and requires no change in scanner. However, it provides a different user interface and new features not currently available to you.

## What's New

- **Virtual check endorsement.** Your checks will be virtually endorsed by the application, eliminating the need to physically endorse checks before scanning.
- **Online Training.** Within Compass Remote Deposit Online, you can access our online training module to view demonstrations or simulate actions for most functions.
- **QuickBooks Export.** You will now have the ability to export your deposit information in a QuickBooks format for seamless integration.

## What Stays the Same

- **No change in scanner.** You will continue to use your existing scanner.
- **Cutoff time.** The cutoff time for same day ledger credit is 9:00 p.m. CT Monday through Friday.
- **No change in basic procedures.** Your procedures for entering control totals, scanning checks, balancing to control totals, and transmitting to the bank will remain the same.
- **Ability to enter reference information.** You can enter reference/invoice information for items scanned. This information can be downloaded.
- **Ability to correct amount and routing number misreads.** You can correct amount and routing number misreads before you transmit your files to the bank.
- **Search and retrieve functions.** You can search for checks and retrieve check images based on a wide variety of criteria.

## What's Changing

- **New User Interface.** You will have a separate URL, user ID and password for accessing Compass Remote Deposit Online.
  - **Balance Reporting.** You will no longer be able to view your previous day or current day balance through your Remote Deposit Service. Going forward, your balance information can be viewed via Compass e-Access.
  - **Account Number Misreads.** While Compass Remote Deposit Online does not allow you to alter account numbers captured in the scanning process, most items will be accepted for deposit and addressed by the bank. Please see your Compass Remote Deposit Online User Guide for further instructions. A link to the user guide will be included in your Welcome e-mail.
  - **Item Entry.** You will no longer have to enter the number of items prior to scanning your batch.
  - **Descriptions.** You will no longer be able to add descriptions to your deposits.
  - **Consumer accounts.** The Compass Remote Deposit Online service allows deposits to be made to non-consumer accounts only. Therefore, this service will no longer be available on consumer accounts. Starting February 12, you may visit your BBVA Compass branch or ATM to make deposits to your consumer account(s).
  - **Detailed Virtual Deposit History.** Detailed virtual deposit history from GuarantyNet will not be available on Compass Remote Deposit Online. If you wish to retain this information, please download it or print a copy for your records before February 12.
- ## To Help You Get Started
- To help you get started using our Compass Remote Deposit Online service, we will be sending your designated corporate administrator the following user materials and will assist with implementation:
- **Welcome e-mail with User Credentials.** You will receive a Welcome e-mail with your Compass Remote Deposit Online access information. Enclosed in this e-mail you will find links to the

## Compass Remote Deposit Online<sup>®</sup> Service (continued)

Remote Deposit Online User Guide and Quick Reference Guide, the Compass Remote Deposit Online website address, the Computer Activation Key, and the Computer Access Code. On your installation date, we will provide you with your user ID and password before we begin the installation process. Prior to installation, please ensure that your computer has Administrative Rights and meets the minimum requirements outlined in the User Guide.

- Questions? Call our Treasury Management Hotline at 1-877-495-4094, 8:00 a.m. to 6:00 p.m. CT, Monday through Friday.

**Action Required:** We will contact you to discuss the conversion of your service and provide any assistance you may need.

# CompassView® Statement Items CD-ROM

With CompassView Statement Items CD-ROM, you can quickly and easily view paid check images and other paper debit and credit entries, such as deposit slips that have posted to your business checking accounts. Your images and transaction data CDs will arrive with the same frequency as they do today. If you use Guaranty's CD-ROM service, you will convert to our CompassView Statement Items CD-ROM service.

## What's New

- **CD Index.** Transaction data with CD index information can be imported into a cumulative database on your PC or network. You can search for transactions across multiple months and multiple accounts, then identify the CD containing the image you want.
- **Encryption.** For added security, your CompassView data CDs will be encrypted and can only be viewed by your company's application viewer.

## What's Changing

- **Viewer software.** You will receive a separate CD with the CompassView Statement Items application software that you will need to load on your PC one time. After that, the CDs you receive will contain only your transaction data and images. Our viewer works exclusively with CompassView CDs. To view your Guaranty CDs, continue to use the viewer software included on those CDs.
- **Transition to CompassView.** Guaranty will generate a final CD of all items that have posted since the previous CD was generated through end of day, February 11, 2010. Starting February 12, any Guaranty checks posting to your account will be included in your new CompassView CDs.
- **Courier Delivery.** Your CompassView data CDs will be delivered via Federal Express courier and therefore should arrive in fewer days after your statement cutoff date.

## To Help You Get Started

To help you get started using CompassView Statement Items CD-ROM, we will send you a package of user materials:

- **CompassView Welcome Packet.** We will send you a welcome packet that includes a CD containing the CompassView Statement Items viewer software and a CompassView User Guide. Please load the viewer software when it arrives. For detailed instructions, please see your User Guide.
- **Questions?** Call our Treasury Management Hotline at 1-877-495-4094, 8:00 a.m. to 6:00 p.m. CT, Monday through Friday.

## No Action Required

# Controlled Disbursement

If you use controlled disbursement, your service will be automatically converted to the routing number listed in the Account Summary section of the enclosed cover letter. You will also be set up on our Compass e-Access Information Reporting service.

## What's New

- **Enhanced stop payments.** Request online stop payments that stay in effect for 24 months. Stop payment requests are processed real-time up to 9:00 p.m. CT each business day.

## What's Changing

- **Transition to your new service.** All Guaranty checks presented for payment on or before February 11 will be reported via GuarantyNet. Starting February 12, any outstanding Guaranty Bank checks with your current routing transit number that are presented for payment will be reported via Compass e-Access.
- **Estimated presentment.** We report your controlled disbursement totals to you as they come in to us from the Federal Reserve and our image exchange partners. We perform manual reject repair later in the day. If an item rejects due to an inaccurate account number on the file, it may not be included in your presentment totals, but will post against your account that night.
- **New controlled disbursement routing number.** A new routing transit number will be set up for you, so you will need to order new checks. We will contact you to discuss your options and provide up to \$100 toward the cost of new checks. Starting February 12, you must use your new BBVA Compass checks when issuing controlled disbursement checks.
- **Controlled disbursement reporting.** All reporting will be available online through Compass e-Access Same Day Reporting, which will be available to you beginning February 12, 2010.

## What's Staying the Same

- **Presentment time.** You will continue to have the same presentment time of 9:00 a.m. CT.

## To Help You Get Started

To help you get started using your new Controlled Disbursement and Compass e-Access services, we will send you a package of user materials and will provide training:

- **Compass e-Access Welcome Packet.** Upon receipt of the completed documents contained in this conversion package and completion of your set up, we will send your designated corporate administrator a Compass e-Access Welcome Packet, which will include a Compass e-Access User Guide and Quick Reference Guide. For more information, please see To Help You Get Started with Compass e-Access on page 8.
- **Compass e-Access Training Sessions.** In January and February, we are offering Compass e-Access training sessions. This is a great opportunity to learn how to use our online services with the help of one of our treasury management experts. For more information, please see the Training Sessions insert in this package. We will be contacting you soon to invite you to attend. **When you've selected the training session you would like to attend, please reply right away to reserve your spot!**
- **Questions?** Call our Treasury Management Hotline at 1-877-495-4094, 8:00 a.m. to 6:00 p.m. CT, Monday through Friday.

**Action Required:** You must complete the following steps for your Controlled Disbursement service to be set up and ready to use by February 12, 2010:

- Complete and sign the enclosed **Compass e-Access Set Up Form**.
- Return your completed **Compass e-Access Set Up Form by January 11, 2010**. You can fax the form to 1-877-873-1775, return them in the enclosed business reply envelope or mail them to:

P.O. Box 830941  
Birmingham, AL 35282

- Please refer to the Checklist of Required Forms on page 35.

## Controlled Disbursement (continued)

- When you receive your new checks for your BBVA Compass Controlled Disbursement account, please make sure that the routing transit number, account number, and other information are correct. Begin using your new checks on February 12, 2010, and destroy your old check stock.
- Please call Corporate Client Services if you have not been contacted by January 11, 2010, to discuss your Controlled Disbursement service. Customers located in California should contact Western Region Corporate Client Services at 1-800-236-2059 Monday through Friday, 7:00 a.m. to 5:00 p.m. Arizona Time. All other customers should contact Texas Corporate Client Services at 1-800-570-2791 Monday through Friday, 7:00 a.m. to 6:00 p.m. CT.

# EDI Reporting

If you currently receive EDI Reporting from Guaranty, you will be converted to the BBVA Compass EDI Reporting service. With this service, you can receive a single daily report for incoming ACH items with accompanying addenda information translated into a format you can use.

## What's New

- **Consolidated reporting.** All incoming ACH items with accompanying addenda information are consolidated into a single easy-to-use report by transaction effective date.

## What Stays the Same

- **Online reports.** If you currently receive EDI Reports online via GuarantyNet, you will automatically begin receiving EDI reports from BBVA Compass online via Compass e-Access after February 12.

## What's Changing

- **Delivery time.** EDI reports will be delivered to you online after end of day processing. Reports containing all transactions settling today will be available before opening of business the next day.

## To Help You Get Started

We will send you a package of user materials and provide training:

- **Compass e-Access Welcome Packet.** Upon receipt of the completed documents contained in this conversion package and completion of your set up, we will send your designated corporate administrator a Compass e-Access Welcome Packet, which will include a Compass e-Access User Guide and Quick Reference Guide. For more information, please see To Help You Get Started with Compass e-Access on page 8.
- **Compass e-Access Training Sessions.** In January and February, we are offering Compass e-Access training sessions. This is a great opportunity to learn how to use our online services with the help of one of our treasury management experts. For more information, please see the Training Sessions insert in this package. We will be contacting you soon to invite you to attend.

**When you've selected the training session you would like to attend, please reply right away to reserve your spot!**

- **Questions?** Call our Treasury Management Hotline at 1-877-495-4094, 8:00 a.m. to 6:00 p.m. CT, Monday through Friday.

**Action Required:** You must complete the following steps for your EDI Reporting service to be set up and ready to use by February 12:

- Complete and sign the **Compass e-Access Set Up Form.**
- Return your completed **Compass e-Access Set Up Form by January 11, 2010.** You can fax the form to 1-877-873-1775, return it in the enclosed business reply envelope or mail it to:

P.O. Box 830941  
Birmingham, AL 35282

- Please refer to the Checklist of Required Forms on page 35.

# Loan Sweep Services

If you use the Guaranty Loan Sweep service, you will be automatically converted to the BBVA Compass Loan Sweep service.

## What's New

- **Online Reporting.** If you are converting to Compass e-Access, your available and outstanding loan sweep balances will be included in Previous Day Information Reporting.

## What Stays the Same

- **Target balances.** If you use a target or peg balance (a balance other than zero) in your current service, your target balance will be maintained.

## What's Changing

- **Online Balance Reporting.** If you are converting to Compass e-Access, your available loan sweep balance will be reported online as a separate line item. Although the available loan sweep balance is not reflected in the Available Balance field on Compass e-Access, the funds are available for your use during the day.

## No Action Required

# Returned Deposit Items

If you use Guaranty's return notification service, you will be converted to BBVA Compass's return notification service.

## What's New

- **Report delivery.** Returned deposited items and images are available on a same day basis via Compass e-Access.

## What Stays the Same

- **Online Reporting.** If you currently receive returned deposited items online via GuarantyNet, after conversion you will receive them via Compass e-Access.

## To Help You Get Started

If you currently receive returned deposited items online via GuarantyNet, we will send you a package of user materials and provide training:

- **Compass e-Access Welcome Packet.** Upon receipt of the completed documents contained in this conversion package and completion of your set up, we will send your designated corporate administrator a Compass e-Access Welcome Packet, which will include a Compass e-Access User Guide and Quick Reference Guide. For more information, please see To Help You Get Started with Compass e-Access on page 8.
- **Compass e-Access Training Sessions.** In January and February, we are offering Compass e-Access training sessions. This is a great opportunity to learn how to use our online services with the help of one of our treasury management experts. For more information, please see the Training Sessions insert in this package. We will be contacting you soon to invite you to attend. **When you've selected the training session you would like to attend, please reply right away to reserve your spot!**
- **Questions?** Call our Treasury Management Hotline at 1-877-495-4094, 8:00 a.m. to 6:00 p.m. CT, Monday through Friday.

**Action Required:** You must complete the following steps for online reporting of returned deposited items to be set up and ready to use by February 12:

- Complete and sign the **Compass e-Access Set Up Form**.
- Return your completed **Compass e-Access Set Up Form by January 11, 2010**. You can fax the form to 1-877-873-1775, return it in the enclosed business reply envelope or mail it to:

P.O. Box 830941  
Birmingham, AL 35282

- Please refer to the Checklist of Required Forms on page 35.

# Wholesale Lockbox

If you currently use the Guaranty wholesale lockbox service, you will convert to our Dallas lockbox site. BBVA Compass lockbox services enable your business to receive, process and deposit incoming check payments quickly and efficiently. Plus, our automated solutions enable you to streamline your remittance processing so information can be readily accessed earlier in the processing day.

## What's New

- **Credit Card Processing.** We have the ability to process credit card transactions within our Dallas lockbox site. This will give your customers the option of paying their invoices with a credit card through the normal lockbox mailing address, thus providing your company with another avenue for collecting payments on your receivables. If you are interested in this service, please contact Corporate Client Services beginning February 12.

## What's Changing

### Lockbox Information

- **New lockbox number.** You will be assigned a new lockbox number, which we will send you in your Lockbox Welcome Packet.
- **New mailing address for remitters.** There will be a new mailing address for current lockbox remitters. This address will be included in your Lockbox Welcome Packet.
- **Mail forwarding.** From February 12 through April 30, 2010, we will pick up your mail at the Northbrook Services post office and deliver it to our Dallas lockbox site. As soon as you receive your Lockbox Welcome Packet, please begin informing your remitters of your new lockbox address to coincide with this conversion time frame.
- **New lockbox site physical location.** Your lockbox processing site will move from Northbrook Services to BBVA Compass' Dallas Lockbox Center. The address of our Dallas Lockbox Center is:

BBVA Compass Lockbox  
Attn: Customer Name  
4400 Amon Carter, Suite 110  
Fort Worth, TX 76155

- **Special courier arrangements.** If you currently have couriers picking up your lockbox work,

please redirect them to our Dallas Lockbox Center address. Your remittance packages will be available for courier pickup starting at 6:00 am CT the morning after processing.

- **New lockbox availability schedule.** You may notice some slight differences in availability on your lockbox items. These differences are minimal and in some instances better than your current schedule.

### Electronic Reporting

- **New daily reporting times.** If you are currently scheduled for the 7:00 a.m. to 9:00 a.m. CT reporting window, your first reporting will now be available at 7:30 a.m. CT. All other reporting times will remain the same, at either 2:00 p.m. CT or end of day.
- **NetQuery Data Storage.** Access to NetQuery will remain available through the end of February 2010 and then will be discontinued. The data and images in NetQuery will not be converted to Compass e-Access. However, if you are not currently receiving lockbox CD-ROMs, a set of CD-ROMs will be generated with your data and images from July 2009 through the last processing day at Northbrook (February 11, 2010). These CD-ROMs will be sent to you for your retention and access availability. If you want to retain any additional information dated prior to July 2009, please download the data prior to February 26, 2010.
- **Online image and detail lockbox reporting.** Your NetQuery Image Lockbox Reporting service will convert to our Compass e-Access Enhanced Lockbox Reporting (ELB) service. Lockbox deposits plus related data and images are available via Compass e-Access the same day they are processed and are retained online for 120 days. With ELB, you will be able to create customized reports based on criteria specific to your company's data capture requests. One key benefit to the ELB service is that all your treasury management information reporting will now be under one umbrella allowing you to access your lockbox information using the same login ID and password as your other treasury management information reporting services.
- **CD-ROM.** If you currently receive a lockbox CD-ROM, you will begin receiving BBVA Compass' CD-ROM, Lockbox Remittance Archive (LRA). You

## Wholesale Lockbox (continued)

will receive a separate CD with the LRA application software that you will need to load on your PC one time. After that, the CDs you receive will only contain your lockbox information and images. These CDs will be encrypted and can only be accessed by your company's LRA application software.

- **Reporting via e-mail or fax.** For security reasons, we do not deliver information via e-mail. If you currently receive e-mails or faxes containing reports of remittance information, you will be converted to our Compass e-Access Enhanced Lockbox Reporting service. E-mails and faxes will no longer be sent.
- **Zero deposit files or reports.** You will not receive a zero deposit file or report if there are no deposits made to your lockbox on any given business day. To confirm whether or not deposits were made on a specific day, simply go to Compass e-Access Enhanced Lockbox Reporting and view a Batch Summary Report for that date.

### Paper Reporting

- **Mailed reports.** Daily summary and detail reports and remittance information will continue to be mailed based on your processing instructions. Our reports will contain the same information as in your existing reports, with some minor differences in format.

### To Help You Get Started

To help you get started using BBVA Compass lockbox services, we will send you the following information:

- **Lockbox Welcome Packet.** We will send a Lockbox Welcome Packet that includes a cover letter containing your lockbox number and mailing address as well as any special processing instructions, if applicable. Sample lockbox reports will also be included.
- **Compass e-Access Welcome Packet (if applicable).** Upon receipt of the completed documents contained in this conversion package and completion of your set up, we will send your designated corporate administrator a Compass e-Access Welcome Packet, which will include a Compass e-Access User Guide and an ELB Reporting Quick Reference Guide. For more information, please

refer to the To Help You Get Started with Compass e-Access section on page 8.

- **Compass e-Access Training Sessions.** In January and February, we are offering Compass e-Access training sessions. This is a great opportunity to learn how to use Compass e-Access with the help of one of our treasury management experts. For more information, please see the Training Sessions insert in this package. We will be contacting you soon to invite you to attend. **When you've selected the training session you would like to attend, please reply right away to reserve your spot!**
- **Questions?** Call our Treasury Management Hotline at 1-877-495-4094, 8:00 a.m. to 6:00 p.m. CT, Monday through Friday.)

**Action Required:** You must complete the following steps for your BBVA Compass lockbox service to be set up and ready to use by February 12, 2010:

If you are converting to Compass e-Access:

- Complete and sign the enclosed **Compass e-Access Set Up Form**.
- Return your completed **Compass e-Access Set Up Form by January 11, 2010**. You can fax the form to 1-877-873-1775, return it in the enclosed business reply envelope or mail it to:

P.O. Box 830941  
Birmingham, AL 35282

- Please refer to the Checklist of Required Forms on page 35.

Notify remitters that they must use your new lockbox mailing address listed in the Lockbox Welcome Packet cover letter starting February 12. If you currently have work delivered by courier to the Northbrook Services lockbox site, make arrangements to have your work delivered to our Dallas lockbox site beginning February 12 at the following street address:

BBVA Compass Lockbox  
Attn: Customer Name  
4400 Amon Carter, Suite 110  
Fort Worth, TX 76155 B

# Wire Transfer Service – Manual

If you frequently initiate wire transfers directly with Treasury Management Services Support at Guaranty, you will be converted to our manual wire transfer service. You may initiate wires via phone or fax directly with our Wire Transfer Department. When using the manual wire transfer service, a Personal Identification Number (PIN) is required to confirm your identity.

## What's New

- **PINs.** Each of your Authorized Users will be assigned a PIN after receipt of your signed Compass Bank Funds Transfer Agreement (see Action Required below).

## What's Changing

- **New daily deadlines for same-day processing:**
  - Domestic Wires – 4:00 p.m. CT
  - International USD Wires – 3:30 p.m. CT
  - International Foreign Currency Wires – 2:30 p.m. CT
- **Repetitive templates.** Instructions for setting up repetitive templates are included in the enclosed Compass Bank Funds Transfer Agreement.

## To Help You Get Started

To help you get started using our manual wire transfer services, we will send you the following:

- **Wire Transfer Welcome Packet.** Upon receipt of your signed Compass Bank Funds Transfer Agreement and completion of your set up, we will send you a welcome packet containing PINs for your Authorized Users, an information sheet with phone and fax numbers, and customer wire transfer request forms for faxed requests.
- **Questions?** Call our Treasury Management Hotline at 1-877-495-4094, 8:00 a.m. to 6:00 p.m. CT, Monday through Friday.

**Action Required:** You must complete the following steps for your manual wire transfer service to be set up and ready to use by February 12:

- Complete and sign the enclosed **Compass Bank Funds Transfer Agreement**.
- Fax the completed **Compass Bank Funds Transfer Agreement** to 1-877-873-1775 and then return the original signed agreement in the enclosed business reply envelope or mail it to:

P.O. Box 830941  
Birmingham, AL 35282

- Please see the Checklist of Required Forms on page 35.

# Zero Balance Account (ZBA) Service

If you currently use Guaranty's Zero Balance Account service, your service will be automatically converted to the BBVA Compass ZBA service.

## What Stays the Same

- **No change to minimum target balance.** If you have a minimum target or peg balance (a balance other than zero) with your current service, your target balance will be converted.
- **Master funding account.** Both debits and credits may post to the ZBA. When transfers occur between the ZBA and the master account, one entry will occur for all debits and one entry will occur for all credits.
- **Account balances and float.** Money transferred from the ZBA to the master funding account is based on ledger balance. Float on the account flows with the transfer of funds from the ZBA to the master funding account.

## No Action Required

# Checklist of Required Forms Due January 11, 2010

Complete and sign the enclosed forms and return to us by January 11, 2010, for your services to be successfully converted by February 12, 2010.

You can fax the forms to 1-877-873-1775, return them in the enclosed business reply envelope, or mail them to:

P.O. Box 830941  
Birmingham, AL 35282

## **Compass e-Access**

- All Compass e-Access Services
  - Compass e-Access Set Up Form\*
- **For additional Compass e-Access services, also complete:**

## **Compass e-Access ACH**

- Compass e-Access SecurID ACH/Wire Token Request Form\*
- ACH/Wire Transfer Template Approval Form\* and ACH Templates

## **Compass e-Access Positive Pay**

- ARP/Positive Pay Set Up\* Form

## **Compass e-Access Wire Transfers**

- Compass e-Access SecurID ACH/ Wire Token Request Form\*
- Compass e-Access Automated Funds Transfer Agreement (original signed copy to be returned via mail)
- ACH/Wire Transfer Template Approval Form\* and Wire Templates

## **Account Reconciliation Product (ARP)**

- ARP/Positive Pay Set Up Form

## **Automatic Investment Sweep**

- Automated Treasury Management Sweep Services Agreement for each listed sweep account

## **Controlled Disbursement**

- Compass e-Access Set Up Form\*

## **EDI Reporting**

- Compass e-Access Set Up Form\*

## **Returned Deposited Items**

- Compass e-Access Set Up Form\*

## **Wholesale Lockbox**

- Compass e-Access Set Up Form\* (only if you are converting to Enhanced Lockbox Reporting)

## **Wire Transfer Service – Manual**

- Compass Bank Funds Transfer Agreement (original signed copy to be returned via mail)

\*Only one completed and signed copy of the form needs to be returned if you are converting to multiple online services.

## **Where to Call**

*Prior to February 12, 2010:*

Treasury Management

Conversion Hotline

1-877-495-4094

Monday – Friday

8:00 a.m. to 6:00 p.m. CT

*Beginning February 12, 2010*

Corporate Client Services

California Customers

1-800-236-2059

Monday – Friday

7:00 a.m. to 5:00 p.m. Arizona Time

Corporate Client Services

All Other Customers

1-800-570-2791

Monday-Friday

7:00 a.m. to 6:00 p.m. CT