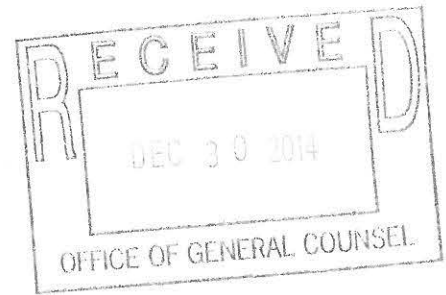




December 23, 2014



Alfred M. Pollard, Esq., General Counsel
Attention: Comments/RIN 2590-AA37
Federal Housing Finance Agency, Fourth Floor
400 Seventh Street, S.W.
Washington, DC 20024

Re: Notice of Proposed Rulemaking and Request for Comments – Members of Federal Home Loan Banks (RIN 2590-AA39)

Dear Mr. Pollard:

As President and CEO of Mid Penn Bank located in Millersburg, PA, I thank you for the opportunity to comment on the Proposed Rulemaking in the matter of membership eligibility in the Federal Home Loan Bank (FHLBank) System.

Mid Penn Bank manages interest rate risk, credit risk and liquidity risk. We also strive to serve the credit needs of the communities we serve. The regulation you propose may hinder the support the Bank could give growing community loan demand as our institution approaches and exceeds the Community Financial Institution threshold.

The Board of Directors and Executive Management team of Mid Penn Bank makes business decisions while managing the Bank with numerous existing and changing regulations and risks. Our Mission Statement is: "To uphold the values of community banking, in order to be the best bank for our shareholders, customers, employees and the communities we serve." Mid Penn Bank is proud to build a stronger community through providing access to credit for a broad range of its local customers. By diminishing the strength of the FHL Banks, this rule diminishes community investment programs that help communities grow and thrive, clearly in opposition to our Bank's values.

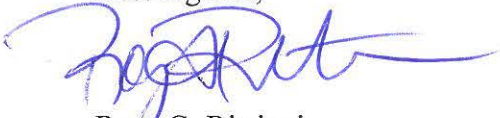
I am very concerned that the FHFA will dramatically change the foundation of FHLBank membership and our access to liquidity. The consequences of restricting liquidity availability would go well beyond the operations of this Bank to adversely impact the communities it serves, again preventing the Bank from upholding one of its core values.

Alfred M. Pollard, General Counsel, FHFA
December 12, 2014
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The government should be considering methods to improve the economy, not impose a ruling that could restrict the flow of credit to communities across our nation.

I strongly believe the proposals could harm FHLBank members and weaken a system that has worked well for many decades. I respectfully ask that the FHFA withdraw the September 12, 2014 Notice of Proposed Rulemaking.

Best regards,



Rory G. Ritrievi
President/CEO