
Federal Reserve Release



H.2

Actions of the Board, Its Staff, and the Federal Reserve Banks; Applications and Reports Received

No. 8

Week Ending February 19, 2000

Testimony And Statements

Monetary policy objectives -- statement by Chairman Greenspan before the House Committee on Banking and Financial Services on February 17, 2000.

- Authorized, February 14, 2000

Regulations And Policies

Risk-based capital standards -- proposed revisions by the federal bank regulatory agencies of risk-based capital requirements for certain obligations related to securitized transactions.

- Announced, February 17, 2000

BS&R	Banking Supervision and Regulation	RBOPS	Reserve Bank Operations and Payment
C&CA	Consumer and Community Affairs	IF	International Finance
FOMC	Federal Open Market Committee	OSDM	Office of Staff Director for Management

Bank Branches, Domestic

Atlanta

Colonial Bank, Montgomery, Alabama -- to establish a branch at West 12th Avenue and 49th Street, Hialeah, Florida.

- Approved, February 14, 2000

Secretary

Compass Bank, Birmingham, Alabama -- to establish branches at 34905 Emerald Coast Parkway, Destin, Florida, and 3805 AIA South, St. Augustine.

- Approved, February 17, 2000

Chicago

F&M Bank-Wisconsin, Pulaski, Wisconsin -- to establish a branch at 160 East Pulaski Street.

- Approved, February 18, 2000

Chicago

Lake Forest Bank & Trust Company, Lake Forest, Illinois -- to establish a branch at 128-130 Washington Street, Highwood.

- Approved, February 18, 2000

Chicago

M&I Northern Bank, Brookfield, Wisconsin -- to establish a branch at 730 Fox Street, Mukwonago.

- Approved, February 18, 2000

Dallas

PNB Financial Bank, Lubbock, Texas -- to establish a branch at 17304 Preston Road, Dallas.

- Approved, February 16, 2000

San Francisco

Santa Lucia Bank, Atascadero, California -- to establish a branch at 1801 South Broadway, Santa Maria.

- Approved, February 16, 2000

Bank Branches, Domestic

Cleveland

Somerset Trust Company, Somerset, Pennsylvania -- to establish a branch at 1416 Scalp Avenue, Johnstown.
- Approved, February 14, 2000

Philadelphia

Summit Bank, Bethlehem, Pennsylvania -- to establish branches at supermarkets at 5005 Edgemont Avenue, Brookhaven; 4160 Monument Road, Philadelphia; 840 Cottman Avenue; and 8700 Frankford Avenue.
- Approved, February 17, 2000

New York

Summit Bank, Hackensack, New Jersey -- to establish a branch at a supermarket at 757 Route 15 South, Lake Hopatcong.
- Approved, February 15, 2000

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish a branch at Snowden River Parkway and Waterloo Road, Columbia, Maryland.
- Approved, February 16, 2000

Bank Holding Companies

Secretary

Bank of America Corporation, Charlotte, North Carolina; First Union Corporation; BB&T Corporation, Winston-Salem; Wachovia Corporation; BancWest Corporation, Honolulu, Hawaii; SunTrust Banks, Inc., Atlanta, Georgia; and Zions Bancorporation, Salt Lake City, Utah -- to acquire through Star Systems, Inc., Maitland, Florida, shares of Bank Network Securities, Chicago, Illinois, and thereby engage in extending credit and servicing loans, leasing personal or real property, financial and investment advisory services, agency transactional services, and cash management services.
- Approved, February 18, 2000

Director, BS&R

BB&T Corporation, Winston-Salem, North Carolina -- modification of a commitment.
- Approved, February 18, 2000

Bank Holding Companies

Richmond

Centra Financial Holdings, Inc., Morgantown, West Virginia -- to become a bank holding company through the acquisition of Centra Bank, Inc.
- Approved, February 16, 2000

Richmond

Columbia Bancorp, Columbia, Maryland -- to merge with Suburban Bancshares, Inc., Greenbelt.
- Approved, February 17, 2000

St. Louis

Commonwealth Bancshares, Inc., Shelbyville, Kentucky -- to acquire Commonwealth Financial Corporation, Louisville, and Commonwealth Bank and Trust Company.
- Approved, February 18, 2000

San Francisco

Community Bancshares, Inc., Joseph, Oregon -- to engage de novo in the purchase of discounted contracts receivable secured by real estate through its subsidiary, Citizens Title and Escrow Services, Inc., Enterprise.
- Approved, February 15, 2000

Minneapolis

The First Security Group, Inc., Deer Lodge, Montana -- to acquire shares of First Security Bank of Deer Lodge.
- Returned, February 14, 2000

Richmond

HSB Bancorp, Inc., Hebron, Maryland -- to become a bank holding company through the acquisition of Hebron Savings Bank.
- Approved, February 15, 2000

Dallas

Mesquite Financial Services, Inc., Alice, Texas -- to acquire Falfurrias State Bank, Falfurrias.
- Approved, February 18, 2000

Bank Holding Companies

Cleveland

Snyder Holding Corporation, Kittanning, Pennsylvania, and F&A Financial Company -- to acquire F&A Financial Corporation.
- Approved, February 16, 2000

Bank Mergers

Minneapolis

Ravalli County Bank, Hamilton, Montana -- to acquire certain assets and assume certain liabilities of the Hamilton branch of Glacier Bank, Kalispell; and to establish a branch in Hamilton.
- Approved, February 15, 2000

Capital Stock

Minneapolis

K. Roberts, Inc., Hendrum, Minnesota -- redemption of stock.
- Approved, February 14, 2000

Change In Bank Control

Minneapolis

Augusta Financial Corporation, Augusta, Wisconsin -- change in bank control.
- Permitted, February 14, 2000

Minneapolis

Caprice Corporation, Augusta, Wisconsin -- change in bank control.
- Permitted, February 14, 2000

Kansas City

First Olathe Bancshares, Inc., Kansas City, Missouri -- change in bank control.
- Permitted, February 15, 2000

Minneapolis

Kimberly Leasing Corporation, Augusta, Wisconsin -- change in bank control.
- Permitted, February 14, 2000

Change In Bank Control

St. Louis

LBT Bancshares, Inc., Litchfield, Illinois -- change in bank control.
- Permitted, February 17, 2000

St. Louis

Security Bancshares of Pulaski County, Inc., St. Robert, Missouri -- change in bank control.
- Permitted, January 3, 2000 (AC)

Competitive Factors Reports

Chicago

Bank One, National Association, Chicago, Illinois -- reports on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of American National Bank and Trust Company of Chicago; and of American National's proposed purchase of certain assets and assumption of certain liabilities of Bank One.
- Submitted, February 15, 2000

St. Louis

C.B. Interim Bank, St. Louis, Missouri -- report on competitive factors of the proposed merger with Concord Bank.
- Submitted, February 16, 2000

Kansas City

Community Bank of Marshall, Marshall, Missouri -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Waverly branch of Pinnacle Bank, Papillion, Nebraska.
- Submitted, February 15, 2000

Chicago

CSBI Bank, Grimes, Iowa -- report on competitive factors of the proposed merger with City State Bank and Norwalk-Cumming State Bank, Norwalk.
- Submitted, February 15, 2000

Competitive Factors Reports

Philadelphia

East Stroudsburg Savings Association, Stroudsburg, Pennsylvania -- report on competitive factors of the proposed purchase of a branch of Pioneer American Bank, N.A., at a supermarket on Route 611.
- Submitted, February 8, 2000 (AC)

Dallas

Extraco Banks, National Association, Temple, Texas -- report on competitive factors of the proposed merger with Guaranty Bank and Trust Company, Gatesville.
- Submitted, February 16, 2000

Dallas

Falfurrias State Bank, Falfurrias, Texas -- report on competitive factors of the proposed merger with Falfurrias Acquisition Corporation.
- Submitted, February 16, 2000

Philadelphia

Farmers First Bank, Lititz, Pennsylvania -- report on competitive factors of the proposed merger with First Capitol Bank, York.
- Submitted, February 18, 2000

San Francisco

The First National Bank of Farmington, Farmington, New Mexico -- report on competitive factors of the proposed consolidation with Capital Bank, Albuquerque, under the charter and title of Wells Fargo Bank New Mexico, N.A.
- Submitted, February 16, 2000

Kansas City

First National Bank, Goodland, Kansas -- report on competitive factors of the proposed merger with Kirk State Bank, Kirk, Colorado.
- Submitted, February 15, 2000

Kansas City

First National Bank, Sallisaw, Oklahoma -- report on competitive factors of the proposed merger with First National Bank of Roland, Roland.
- Submitted, February 15, 2000

Competitive Factors Reports

Dallas

First State Bank of Texas, Denton, Texas -- report on competitive factors of the proposed merger with Austin County State Bank, Bellville.

- Submitted, February 15, 2000

St. Louis

Hillsborough Savings Bank, Inc., SSB, Hillsborough, North Carolina -- report on competitive factors of the proposed merger with NBC Bank, FSB, Knoxville, Tennessee.

- Submitted, February 14, 2000

San Francisco

Rancho Santa Fe National Bank, Rancho Santa Fe, California -- report on competitive factors of the proposed merger with RSF Interim Bank, a de novo bank.

- Submitted, February 17, 2000

San Francisco

Sentenial Community Bank, Sonora, California -- report on competitive factors of the proposed merger with Western Sierra National Bank, Cameron Park.

- Submitted, February 16, 2000

Chicago

South Milwaukee Savings Bank, South Milwaukee, Wisconsin -- report on competitive factors of the proposed merger with Mitchell Savings Bank, Greenfield.

- Submitted, February 15, 2000

Richmond

Southern Bank and Trust Company, Mount Olive, North Carolina -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Battleboro, Nashville, and Sharpsburg branches of Triangle Bank, Raleigh.

- Submitted, February 16, 2000

New York

Staten Island Savings Bank, Staten Island, New York -- report on competitive factors of the proposed purchase of a branch of North Fork Bank at a supermarket at 985 Richmond Avenue.

- Submitted, February 17, 2000

Extensions Of Time

New York

Bayerische Hypound Vereinsbank AG, Munich, Germany; and Deutsche Bank AG, Frankfurt -- extension to May 10, 2000, to invest in Identrus, LLC, New York, New York, and thereby engage de novo in digital certification and data processing and transmission activities.

- Granted, February 16, 2000

Chicago

First American Bank, Carpentersville, Illinois -- extension to March 1, 2001, to establish a branch at 4611 West Golf Road, Skokie.

- Granted, February 14, 2000

Dallas

Inwood Bancshares, Inc., Dallas, Texas, and Inwood Delaware, Inc., Dover, Delaware -- extension to May 12, 2000, to acquire Provident Bank, Dallas.

- Submitted, February 16, 2000

Chicago

Iowa State Bank Holding Company, Des Moines, Iowa -- extension to May 15, 2000, to engage de novo through its subsidiary, Capitol Partners, LC, in community development activities.

- Granted, February 14, 2000

Membership

St. Louis

Arvest Bank, Huntsville, Arkansas -- membership in the Federal Reserve System on its conversion to a state- chartered bank.

- Approved, February 17, 2000

Richmond

Valley Bank, Roanoke, Virginia -- membership in the Federal Reserve System.

- Approved, February 17, 2000

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, February 19, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Second Quarter of 2000

<i>Institution</i>	<i>Location</i>
Union Trust Company	Ellsworth, Maine

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, February 19, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Banca Intessa S.P.A., Milano, Italy, to establish a branch in New York, New York, and to establish representative offices in Chicago, Illinois and San Francisco, California.	Newspaper – N/Avail
FBSEA	UBS AG, Zurich, Switzerland, to establish a representative office in Boston, Massachusetts.	Newspaper – N/Avail
FBSEA	Credit Commercial de France, Paris, France, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Banco Comercial Portugues, S.A., Porto, Portugal, to establish a representative office in Miami, Florida.	Newspaper – N/Avail
FBSEA	Arab Banking Corporation (B.S.C.), Manama, Bahrain, to establish a federally licensed uninsured branch in Greenwich, Connecticut.	Newspaper – N/Avail
18(c)	The Chase Manhattan Bank, New York, New York (“CMB”), to merge Chase Bank of Texas, Houston, Texas, with and into CMB, and incident thereto, to establish branches.*	Newspaper – 03/05/2000

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	UBS AG, Zurich, Switzerland, to acquire 24.9 percent of the voting shares of Prediction Company LLC, Santa Fe, New Mexico, and thereby engage in data processing and investment advisory activities.	Fed Reg – N/Avail

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
Riegle	TLNB Financial Corp., Tupper Lake, New York, to become a bank holding company with respect to The Tupper Lake National Bank, Tupper Lake, New York.

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

Institution

Location

None

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, February 19, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

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SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Second Quarter of 2000

<i>Institution</i>	<i>Location</i>
First Republic Bank	Philadelphia, PA
American Bank	Allentown, PA
Asian Bank	Philadelphia, PA
Republic First Bank of Delaware	Wilmington, DE
Bryn Mawr Trust Co	Bryn Mawr, PA

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, February 19, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Received notice from Somerset Trust Company, Somerset, PA on 02/14/2000 of its intent to establish a branch at 1416 Scalp Avenue, Jonstown, PA.	02/07/2000

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, February 19, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Second Bank & Trust, Culpeper, Virginia, to operate a mobile branch by providing a courier service to pick up non-cash deposits from business customers at locations in the city of Harrisonburg, Virginia, and in Rockingham County, Virginia.*	Newspaper – 02/24/2000
Branch	The Bank of Floyd, Floyd, Virginia, to establish a branch at 2105 Roanoke Street, Christiansburg, Virginia.*	Newspaper – 02/28/2000

*Subject to the provisions of the Community Reinvestment Act.

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
600222	F&M Bank-Peoples 21 Main Street Warrenton, Virginia 20186	11/15/1999	02/13/2000	S	X	

Section VI – CRA examinations scheduled for Quarter of

Institution *Location*

None

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, February 19, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	The Bank, Warrior, Alabama, to merge with Emerald Coast Bank, Panama City, Florida, and C & L Bank, Bristol, Florida.	N/Avail*

*Subject to provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Apalachicola State Banking Corporation, Apalachicola, Florida, to become a bank holding company by acquiring Apalachicola State Bank, Apalachicola, Florida.	N/Avail
CIC	Apalachicola State Banking Corporation, Apalachicola, Florida, prior notification filed by Shuler Holdings Ltd., Apalachicola, Florida (Thomas Michael Shuler and Jay Gordon Shuler), to acquire 21.6 percent of the outstanding shares of Apalachicola State Banking Corporation, Apalachicola, Florida.	N/Avail
3(a)(3)	First Central Bancshares, Inc., Lenoir City, Tennessee, to acquire First Central Bank of Monroe County, Sweetwater, Tennessee (in organization).	N/Avail

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
COM	Community Bancshares of Mississippi, Inc., Employee Stock Ownership Plan, Brandon, Mississippi, commitment waiver request.

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
697633	Compass Bank Post Office Box 1108 Montgomery, Alabama 36101 (334) 240-5000	03/08/1999	02/17/2000	S	X	
1160732	Southern Security Bank Post Office Box 6699 Hollywood, Florida 33081 (954) 985-3900	10/25/1999	02/13/2000	S		X

Section VI – CRA examinations scheduled for Second Quarter of 2000

<i>Institution</i>	<i>Location</i>
First Florida Bank	Naples, Florida
Palm Beach County Bank	Boynton Beach, Florida
AmSouth Bank	Birmingham, Alabama
Bank of Murfreesboro	Murfreesboro, Tennessee
Auburn Bank	Auburn, Alabama
Provident Bank	Sarasota, Florida
Bay Bank	Theodore, Alabama

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District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, February 19, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branch	CSB Bank, Capac, Michigan, for prior approval to purchase two branch offices of Old Kent Bank, Grand Rapids, Michigan. The branches are located at 3 North Main Street, Yale, Michigan, and 81111 Main Street, Memphis, Michigan.*	Newspaper – 03/01/2000
Branch	Baylake Bank, Sturgeon Bay, Wisconsin, for prior approval to establish branch offices at 124 North Adams Street, Green Bay, Wisconsin, and 960 Hanson Road, Ashwaubenon, Wisconsin*	Newspaper – 02/25/2000
18(c) & Branch	Peoples State Bank of Mansfield, Mansfield, Illinois, for prior approval to merge with Weldon State Bank & Trust, Weldon, Illinois, and to establish branch offices at Maple & Oak, Weldon, Illinois, and 502 E. Oak, Mahomet, Illinois*	Newspaper – N/Avail
Branch	First American Bank, Carpentersville, Illinois, for prior approval to establish a branch office at Rolling Meadows Shopping Center, the intersection of Golf Road and Algonquin Road, Rolling Meadows, Illinois*	Newspaper – 03/06/2000
Branch	First American Bank, Carpentersville, Illinois, for prior approval to establish a branch office at the southwest corner of Grand Avenue (State Road 132) and Stonebrook Drive, Gurnee, Illinois*	Newspaper – 03/06/2000
Branch	M&I Northern Bank, Brookfield, Wisconsin, for prior approval to establish a branch office at 730 Fox Street, Mukwonago, Wisconsin*	Newspaper – 01/20/2000
18(c) & Branch	Citizens Bank, Flint, Michigan, for prior approval to acquire 3 branch offices of Great Lakes National Bank Michigan, Ann Arbor, Michigan. The offices are located at 1100 West Argyle, 1111 North Street, and 2229 4 th Street, all in Jackson, Michigan*	Newspaper – N/Avail
Branch	Old Kent Bank, Grand Rapids, Michigan, for prior approval to establish a branch office at 23000 Michigan Avenue, Dearborn, Michigan*	Newspaper – 02/14/2000
Branch	Old Kent Bank, Grand Rapids, Michigan, for prior approval to establish a branch office at 26400 Ford Road, Dearborn Heights, Michigan*	Newspaper – 02/14/2000

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Heartland Bancshares, Inc., Lenox, Iowa, to acquire a savings association. First Community National Bank, Corning, Iowa, a subsidiary of Heartland, has applied to the Office of Thrift Supervision to convert its charter to a federal savings bank, change its name to Union Bank USA, and relocate its head office to Lenox, Iowa.	Fed Reg – 03/14/2000 Newspaper – N/Avail
3(a)(1)	The Leaders Group, Inc., Oak Brook, Illinois, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of The Leaders Bank (in organization), Oak Brook, Illinois*	Fed Reg – 02/22/2000 Newspaper – 03/06/2000
3(a)(3)	Capitol Bancorp, Ltd., Lansing, Michigan, for prior approval to acquire 51 percent of the voting shares of Black Mountain Community Bank (in organization), Henderson, Nevada*	Fed Reg – 03/02/2000 Newspaper – 03/03/2000
3(a)(3)	Sun Community Bancorp, Limited, Phoenix, Arizona, for prior approval to acquire 51 percent of the voting shares of Black Mountain Community Bank (in organization), Henderson, Nevada*	Fed Reg – 03/02/2000 Newspaper – 03/03/2000
3(a)(3)	Nevada Community Bancorp, Limited, Las Vegas, Nevada, for prior approval to acquire 51 percent of the voting shares of Black Mountain Community Bank (in organization), Henderson, Nevada*	Fed Reg – 03/02/2000 Newspaper – 03/03/2000
3(a)(3)	Indiana United Bancorp, Greensburg, Indiana, for prior approval to acquire 100 percent of the voting shares of First Affiliated Bancorp, Inc., Watseka, Illinois, and thereby indirectly acquire Capstone Bank, National Association, Watseka, Illinois*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	FAB Merger Corporation, Greensburg, Indiana, for prior approval to acquire 100 percent of the voting shares of First Affiliated Bancorp, Inc., Watseka, Illinois, and thereby indirectly acquire Capstone Bank, National Association, Watseka, Illinois*	Fed Reg – N/Avail Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	MSB Holding Company, Moorhead, Iowa, notification of request to engage in leasing (equipment leasing)	Fed Reg – 03/09/2000

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
S/R	Community Grain Co., Coon Rapids, Iowa, to redeem 72 shares or 18.85% of the total common shares outstanding

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
554147	M&I Bank of Menomonee Falls P.O. Box 387 Menomonee Falls, Wisconsin 53052 (414) 253-6232	08/16/1999	02/15/2000	S	X	
927947	M&I Lake Country Bank 12 E. Capitol Drive Hartland, Wisconsin 53029 (414) 367-6061	09/20/1999	02/17/2000	S	X	

Section VI – CRA examinations scheduled for**Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, February 19, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Notice by Arvest Bank, Fort Smith, Arkansas, to purchase certain assets and acquire certain liabilities of one Van Buren, Arkansas and three Fort Smith, Arkansas branches of Bank of Bentonville, Bentonville, Arkansas. (Arvest Bank will be the successor to the conversion of First National Bank of Huntsville, Huntsville, Arkansas, to a state-chartered member bank, and contemporaneous relocation of its main office from Huntsville to Fort Smith.)*	

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
SMBOTH	Notice by Bank of Bentonville, Bentonville, Arkansas, to redeem capital stock.	

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
SMBOTH	Notice by Arvest Bank, Fort Smith, Arkansas, to make a dividend payment. (Arvest Bank will be the successor to the conversion of First National Bank of Huntsville, Huntsville, Arkansas, to a state-chartered member bank, and contemporaneous relocation of its main office from Huntsville to Fort Smith.)
SMBOTH	Notice by Century Bank of the Ozarks, Gainesville, Missouri, to make a dividend payment.

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, February 19, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Crown Bankshares, Inc., Edina, Minnesota, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of Crown Bank, Edina, Minnesota, a <u>de novo bank</u> .*	Fed Reg –03/17/2000
3(a)(3)	Border Bancshares, Inc., Greenbush, Minnesota, for prior approval to acquire 95% of the voting shares of Border State Bank of International Falls, International Falls, Minnesota, a <u>de novo bank</u> .*	Fed Reg –03/17/2000

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

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SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
697455	Ridgedale State Bank Minnetonka, Minnesota	11/1/1999	2/18/2000	S		X

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, February 19, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Pamela J. Sharp, Albuquerque, NM, Florence H. Schwab, Manhattan, KS, and Janet I. (Jo) Oberg, Clay Center, KS, for prior approval to acquire voting shares of Union State Bank, Clay Center, Kansas.	Newspaper – N/available FedReg – 03/09/2000

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
989758	Bankwest Goodland, Kansas	11/29/1999	02/17/2000			X
732758	Bankers Bank of the West Denver, Colorado	12/06/1999	02/18/2000		X	

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, February 19, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Texas Capital Bancshares, Inc., Dallas, TX, to acquire BankDirect, SSB, Dallas, TX (de novo)* (previously reported the week ending February 12, 2000)	Fed Reg – 03/10/2000 Newspaper – 03/16/2000
CIC	Nancy Allen Marital Trust, Robert Lee, TX, only notificant, to acquire an interest in Robert Lee Bancshares, Inc., Robert Lee, TX	Fed Reg – 03/07/2000 Newspaper – 02/29/2000
3(a)(1)	New Mexico First Financial, Inc., Las Cruces, NM, to acquire Mesilla Valley Bank, Las Cruces, NM (de novo)*	Fed Reg – 03/17/2000 Newspaper – 03/13/2000

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, February 19, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Security Bank, Coos Bay, Oregon, to establish a branch office at 567 SE Jackson, Roseburg, Oregon. *	Newspaper - 02/25/2000
Branch	Placer Sierra Bank, Auburn, California, to establish a branch office at 945 Orchard Creek Lane, Lincoln, California. *	Newspaper - 02/26/2000

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	AMB Financial Services, Bainbridge Island, Washington, to acquire Silverdale State Bank, Silverdale, Washington. *	Newspaper - 03/17/2000 Fed Reg - 03/17/2000

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	
