**Federal Reserve Release** 



*H.2* 

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

No. 44

Week Ending October 30, 2010

Board of Governors of the Federal Reserve System, Washington, DC 20551

# Bank Holding Companies

JPMorgan Chase & Co., New York, New York, and JPMorgan Chase Bank, Dearborn, Dearborn, Michigan -- request to exempt JPMorgan Chase Bank, Dearborn from application of the advanced approaches risk-based capital rule.

- Approved, October 26, 2010

MetLife, Inc., New York, New York -- to acquire American International Group's subsidiaries, American Life Insurance Company, Wilmington, Delaware, and Delaware American Life Insurance Company.

- Approved, October 29, 2010

SKBHC Holdings, LLC, Corona del Mar, California -- to become a bank holding company and to acquire Starbuck Bancshares, Inc., Starbuck, Minnesota, and indirectly acquire The First National Bank of Starbuck.

- Approved, October 26, 2010

# Forms

Forms -- final Board review to extend without revision the Compensation and Salary Surveys (FR 29a and FR 29b).

- Approved, October 25, 2010

Forms -- initial Board review to extend with revision the Financial Statements of U.S. Nonbank Subsidiaries of U.S. Bank Holding Companies (FR Y-11), Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations (FR 2314), Financial Statements of U.S. Nonbank Subsidiaries Held by Foreign Banking Organizations (FR Y-7N), Consolidated Report of Condition and Income for Edge and Agreement Corporations (FR 2886b), Consolidated Financial Statements for Bank Holding Companies (FR Y-9C), and Parent Company Only Financial Statements for Large Bank Holding Companies (FR Y-9LP).

- Proposed, October 26, 2010

# Reserve Bank Services

Federal Reserve Priced Services -- 2011 fee schedules for priced services and electronic access, and the private sector adjustment factor.

- Approved, October 27, 2010

# Enforcement

CCF Holding Company, Jonesboro, Georgia -- written agreement with the Federal Reserve Bank of Atlanta and the Banking Commissioner of the State of Georgia.

- Announced, October 28, 2010

First Commercial Bank of Florida, Orlando, Florida -- issuance of a prompt corrective action directive with the consent of the bank.

- Announced, October 28, 2010

First Southwest Bancorporation, Inc., Alamosa, Colorado -- written agreement with the Federal Reserve Bank of Kansas City.

- Announced, October 26, 2010

FNB United Corp., Asheboro, North Carolina -- written agreement with the Federal Reserve Bank of Richmond.

- Announced, October 26, 2010

Omega Capital Corp., Centennial, Colorado -- written agreement with the Federal Reserve Bank of Kansas City.

- Announced, October 28, 2010

### H.2 Actions under delegated authority

 $\textbf{BS\&R} \quad \text{Banking Supervision and Regulation}$ 

C&CA Consumer and Comminity Affairs

FOMC Federal Open Market Committee

# October 24, 2010 to October 30, 2010

RBOPS Reserve Bank Operations and Payment SystemsIF International FinanceOSD Office of Staff Director

# Bank Holding Companies

# Chicago

Fentura Financial, Inc., Fenton, Michigan -- to establish a subsidiary, Fentura Holdings, L.L.C., Fenton, and thereby engage in extending credit and servicing loans.

- Approved, October 27, 2010

# New York

New York Private Bank & Trust Corporation, New York, New York, and Emigrant Bancorp, Inc. -- to convert New York Private Bank & Trust, FSB, Wilmington, Delaware, a federal savings bank subsidiary, to New York Private Trust Company, a trust company, and thereby engage in trust company functions.

- Approved, October 29, 2010

# Kansas City

Raton Capital Corporation, Raton, New Mexico -- to continue to engage in lending activities.

- Approved, October 27, 2010

# Philadelphia

WSFS Financial Corporation, Wilmington, Delaware -- waiver of application to acquire Christiana Bank & Trust Company, Wilmington, in connection with its merger with and into WSFS's subsidiary thrift, Wilmington Savings Fund Society, FSB.

- Granted, October 28, 2010

## Bank Mergers

### St. Louis

Arvest Bank, Fayetteville, Arkansas -- to purchase certain assets and assume certain liabilities of the Lee's Summit, Missouri, branch of Community First Bank, Butler, and to retain the acquired facility as a branch.

- Approved, October 27, 2010

# Banks, Foreign

## New York

Bank of Baroda, Mumbai, India -- to establish a branch in Houston, Texas.

- Withdrawn, October 29, 2010

# Change in Bank Control

# Philadelphia

Drexel Morgan & Co., Radnor, Pennsylvania -- change in bank control of Drexel Morgan and its subsidiary bank, The Haverford Trust Company, Radnor.

- Permitted, October 26, 2010

# Extensions of Time

# Chicago

Prairieland Bancorp Employee Stock Ownership Plan and Trust, Bushnell, Illinois -extension to January 8, 2011, to increase its ownership of Prairieland Bancorp, Inc., Bushnell, and thereby indirectly increase its ownership of Farmers and Merchants State Bank of Bushnell.

- Granted, October 28, 2010

# International Operations

Director, BS&R

Citigroup Inc., New York, New York -- to retain temporarily its interest in certain property held by a subsidiary.

- Granted, October 26, 2010

# Membership

St. Louis

Piggott State Bank, Piggott, Arkansas -- to become a member of the Federal Reserve System.

- Approved, October 29, 2010

### Federal Reserve Bank of Boston

Filer	Filing Type	Filing Proposal	End of Commen	t Period
ROCKVILLE FINANCIAL, INC. * 3A1 Rockville Financial, Rockville, Connecticut, to acquire 100% of the outstanding capital stock of Rockville Bank, Rockville, Connecticut pursuant to section 3(a)(1) of the BHC Act in connection with the reorganization of Rockville Financial, MHC, Rockville, Connecticut, from mutual to stock form.		Newspaper: Federal Register:	Not available 10/22/2010	
STATE STREET BANK AND TRUST COMPANY	Investment	State Street Bank & Trust Company and State Street International Holdings (SSIH), both of Boston, Massachusetts, prior notice pursuant to section 211.9(f) of Regulation K to invest in a subsidiary of SSIH in excess of the aggregate investment limits in connection with the transfer of State Street Australia Limited from SSIH to State Street International Holdings Switzerland GmbH	Newspaper: Federal Register:	Not applicable Not applicable

#### **Federal Reserve Bank of Boston**

#### 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

RSSD ID	Institution / Location			Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE							
CRA Exa	minations scheduled for	Quarter of					
Institution			Location				
NONE							

### Federal Reserve Bank of New York

Filer	Filing Type	Filing Proposal	End of Comment	Period
JPMORGAN CHASE & CO.	Investment	JPMorgan Chase & Co., New York, New York, provided 30 days' prior notice to the Board, pursuant to Section 211.9(f) of Regulation K, of its intention to make investments in its UK-subsidiaries and to request a waiver from the aggregate investment limit in Section 211.9(b)(6) of Regulation K.	Newspaper: Federal Register:	Not applicable Not applicable
UBS AG	FBSEA	UBS AG, Zurich, Switzerland, to establish two limited branches located at (1) 499 Washington Blvd., Jersey City, New Jersey and (2) 3325 Perimeter Hill Drive, Nashville, Tennessee, pursuant to Section 211.24(a)(2)(i)(A) of Regulation K.	Newspaper: Federal Register:	Not available Not applicable

#### Federal Reserve Bank of New York

#### Availability of CRA Public Evaluations

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NONE							
CRA Exa	minations scheduled for	Quarter of					
Institution			Location				
NONE							

### Federal Reserve Bank of Philadelphia

Filer Filing Type Filing Proposal		<b>End of Comment Period</b>		
CUSTOMERS BANK B*B	* Branch	New Century Bank, d/b/a Customers Bank, Phoenixville, PA to establish a branch office located at 2419 Nottingham Way, Hamilton, NJ.	Newspaper: Federal Register:	Not available Not applicable
WARBURG PINCUS PRIVATE EQUITY X, L.P.	CIC	Warburg Pincus Private Equity S, L.P., New York, NY, to acquire up to 19.7% of National Penn Bancshares, Inc, Boyertown, PA.	Newspaper: Federal Register:	Not available 11/09/2010

#### Federal Reserve Bank of Philadelphia

#### Availability of CRA Public Evaluations

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NONE							
CRA Exa	minations scheduled for	Quarter of					
Institution			Location				
NONE							

### Federal Reserve Bank of Cleveland

Filer	Filing Type	Filing Proposal	End of Commen	t Period
RICHWOOD BANKING COMPANY, INC., THE	* Branch Premises	Richwood Banking Company, Richwood, Ohio to establish a branch at 1512 W. William Street, Delaware, Ohio and request to exceed investment in premises limit	Newspaper: Federal Register:	11/11/2011 Not applicable

#### Federal Reserve Bank of Cleveland

#### Availability of CRA Public Evaluations

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NONE							
CRA Exa	minations scheduled for	Quarter of					
Institution			Location				
NONE							

### Federal Reserve Bank of Richmond

Filer Filing Type Filing Proposal		Filing Proposal	End of Comment Period		
EAGLEBANK	* 18C * Branch	EagleBank, Bethesda, Maryland, to acquire certain assets and assume certain liabilities of the Washington, DC, branch office of OBA Bank, Germantown, Maryland.	Newspaper: Federal Register:	11/22/2010 Not applicable	
EAGLEBANK	* Branch	EagleBank, Bethesda, Maryland, to establish a branch at 1919 N. Lynn Street, Arlington, Virginia.	Newspaper: Federal Register:	11/22/2010 Not applicable	
FIRST REGION BANCSHARES, INC.	CIC	Mr. William Lee Hale and the William Lee Hale Trust, both of Bland, Virginia, acting in concert to retain control 20.86% of the voting shares of First Regions Bancshares, Inc., Richlands, Virginia.	Newspaper: Federal Register:	11/10/2010 10/28/2010	
MIDDLEBURG FINANCIAL CORPORATION	4c8	MIddleburg Financial Corporation, MIddleburg, Virginia, to retain 7.5% ownership the Davenport Financial Fund, LLC.	Newspaper: Federal Register:	Not applicable Not available	
Park Sterling Corporation	3A1	Park Sterling Corporation, Charlotte, North Carolina, to become a bank holding company by acquiring 100% of the voting shares of Park Sterling Bank, Charlotte, North Carolina.	Newspaper: Federal Register:	Not applicable Not applicable	

#### **Federal Reserve Bank of Richmond**

#### Availability of CRA Public Evaluations

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NONE							
CRA Exa	minations scheduled for	Quarter of					
Institution			Location				
NONE							

### Federal Reserve Bank of Atlanta

Filer	Filing Type	Filing Proposal	End of Commen	t Period
COMPASS BANK	* Branch	Compass Bank, Birmingham, Alabama, to establish the following branches: 5576 Grove Boulevard, Hoover, Alabama, to be known as The Grove Branch; 15580 East 104th Avenue, Commerce City, Colorado, to be known as the 104th and Chambers Branch; 2640 East Harmony Road, Fort Collins, Colorado, to be known as the Front Range Village Branch; and 450 Highway 528, Bernalillo, New Mexico.	Newspaper: Federal Register:	11/09/2010 Not applicable
SUNTRUST BANK	* Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 101 Village Walk Drive, Holly Springs, North Carolina, to be known as the Holly Springs Office.	Newspaper: Federal Register:	11/04/2010 Not applicable

#### Federal Reserve Bank of Atlanta

#### Availability of CRA Public Evaluations

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NONE							
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Institution			Location				
NONE							

### Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Commen	t Period	
DENTEL BANCORPORATION	CIC	Notice by Robert John Dentel, Victor, Iowa, and Mary P. Howell, Ames, Iowa, for permission to each control 25 percent or more of the shares of Dentel Bancorporation, Victor, Iowa, and thereby indirectly control of Victor State Bank, Victor, Iowa; Corydon State Bank, Corydon, Iowa; First State Bank of Colfax, Colfax, Iowa; Maxwell State Bank, Maxwell, Iowa; Pocahontas State Bank, Pocahontas, Iowa; and Panora State Bank, Panora, Iowa.	Newspaper: Federal Register:	Not available 11/16/2010	
FIRST COMMUNITY BANCSHARES CORP.	CIC	Notice by Betty J. Bradshaw 2000 Irrevocable Trust dated 10/30/00-Charles M. Shea, Trustee, to acquire shares of First Community Bancshares Corp., Anamosa, Iowa, and thereby indirectly acquire shares of First Community Bank, Milton, Wisconsin.	Newspaper: Federal Register:	Not available 08/23/2010	
FORT MADISON BANK & TRUST CO.	* 18C * Branch	Fort Madison Bank & Trust Co., Fort Madison, Iowa, to purchase certain assets and assume certain liabilities of the Burlington, Iowa branch of Valley Bank, Moline, Illinois; and to establish a branch at 3140 Agency Street, Suite 100, Burlington, Iowa.	Newspaper: Federal Register:	Not available Not applicable	
GRANVILLE BANCSHARES, INC.	CIC	Notice by Marcelo L. Sacomori, London, England, to increase ownership from 9.9 percent to 51 percent of Granville Bancshares, Inc., Granville, Illinois, and thereby indirectly acquire Granville National Bank, Granville, Illinois and Sheridan State Bank, Sheridan, Illinois.	Newspaper: Federal Register:	Not available 11/15/2010	
PEOPLES BANCORP, INC.	* 3A3	Peoples Bancorp, Inc., Prairie du Chien, Wisconsin, to acquire 100 percent of the voting shares of Woodhouse & Bartley Bank, Bloomington, Wisconsin.	Newspaper: Federal Register:	Not available 11/26/2010	
RIGLER INVESTMENT CO.	* 3A3	Rigler Investment Co., New Hampton, Iowa, to acquire 100 percent of State Bank & Trust Company, Waverly, Iowa.	Newspaper: Federal Register:	11/13/2010 10/28/2010	
VOGEL BANCSHARES, INC.	* 3A3	Vogel Bancshares, Inc., Orange City, Iowa, to acquire up to 100 percent of the voting shares of Farmers Savings Bank, Remsen, Iowa.	Newspaper: Federal Register:	11/06/2010 11/22/2010	

### Federal Reserve Bank of Chicago

#### Availability of CRA Public Evaluations

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NONE							
CRA Exa	minations scheduled for	Quarter of					
Institution			Location				
NONE							

### Federal Reserve Bank of St. Louis

Filer	Filing Type	Filing Proposal	End of Commen	t Period
ARVEST BANK	* Branch	Arvest Bank, Fayetteville, Arkansas, to establish a branch facility to be located at 2700 Shackleford Road, Little Rock, Arkansas.	Newspaper: Federal Register:	Not available Not applicable
OLD NATIONAL BANCORP	* 3A5	Old National Bancorp, Evansville, Indiana, to merge with Monroe Bancorp, Bloomington, Indiana, and thereby indirectly acquire Monroe Bank, Bloomington, Indiana.	Newspaper: Federal Register:	11/13/2010 11/15/2010

#### Federal Reserve Bank of St. Louis

#### Availability of CRA Public Evaluations

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NONE							
CRA Exa	minations scheduled for	Quarter of					
Institution			Location				
NONE							

### Federal Reserve Bank of Minneapolis

Filer	Filing Type	Filing Proposal	End of Commen	t Period
BIGFORK BANCSHARES, INC.	* 3A5	Bigfork Bancshares, Inc., Bigfork, Minnesota, to acquire 100 percent of Kelliher Bancshares Inc., Kelliher, Minnesota, and thereby indirectly acquire Citizens State Bank of Kelliher, Kelliher, Minnesota.	Newspaper: Federal Register:	Not available Not available

#### **Federal Reserve Bank of Minneapolis**

#### Availability of CRA Public Evaluations

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
680457	YELLOWSTONE BK, LAUREL, MONTANA	06/07/2010	10/25/2010	S	Int Sm Bank
CRA Exa	aminations scheduled for Quarter of				

Institution

Location

NONE

### Federal Reserve Bank of Kansas City

Filer	Filing Type	Filing Proposal	End of Commen	t Period
AMERICAN BANCSHARES, INC.	CIC	Notification by Larry L. Bingham, Baxter Springs, Kansas; Ross C. Hartley, Teton Village, Wyoming; Fred Mitchelson, Pittsburg, Kansas; and Bob L. Robinson, Baxter Springs, Kansas, to acquire control of American BancShares, Inc., Baxter Springs, Kansas, parent of American Bank of Baxter Springs, Baxter Springs, Kansas.	Newspaper: Federal Register:	Not available 11/15/2010
AMERICAN STATE BANCSHARES, INC.	4c8	American State Bancshares, Inc., to acquire 100 percent of ASB Holdings, LLC, both in Great Bend, Kansas, and thereby engage in information technology consulting services.	Newspaper: Federal Register:	Not applicable Not available
ASLIN OPPORTUNITY FUND BK, LP	* 3A3	Aslin Opportunity Fund BK, LP, Cape Haze, Florida, to acquire 46.7 percent of the voting shares of Aslin Group, Inc., parent of Alterra Bank, both in Overland Park, Kansas.	Newspaper: Federal Register:	Not available 11/27/2010
CITIZENS STATE BANK AND TRUST CO., ELLSWORTH, KANSAS	* 18C	Citizens State Bank & Trust Company, Ellsworth, Kansas, to purchase certain assets and assume certain liabilities of the Lincoln, Kansas branch of Midwest Community Bank, Plainville, Kansas.	Newspaper: Federal Register:	11/26/2010 Not applicable
EXCHANGE BANCORP OF MISSOURI, INC.	* 3A1	Exchange Bancorp of Missouri, Inc., Fayette, Missouri, to become a bank holding company through the acquisition of 100 percent of the voting shares of Exchange Bank of Missouri, Fayette, Missouri.	Newspaper: Federal Register:	Not available 11/26/2010
JRMB II, INC	* 3A1	JRMB II, Inc., to become a bank holding company through the acquisition of 82.97 percent of the voting shares of J. R. Montgomery Bancorporation, both in Lawton, Oklahoma, parent of City National Bank and Trust Company, Lawton, Oklahoma, and Fort Sill National Bank, Fort Sill, Oklahoma.	Newspaper: Federal Register:	11/21/2010 11/26/2010
MBT BANCSHARES, INC.	CIC	Notice submitted by J. Grant Burcham, as trustee of the James Grant Burcham Trust, Kansas City, Missouri, to retain control of MBT Bancshares, Inc., Kansas City, Missouri, parent of Missouri Bank and Trust Company, Kansas City, Missouri.	Newspaper: Federal Register:	Not available 11/10/2010

#### Federal Reserve Bank of Kansas City

#### Availability of CRA Public Evaluations

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NONE							
CRA Exa	minations scheduled for	Quarter of					
Institution			Location				
NONE							

### Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal	End of Commen	t Period
COMMUNITY BANCORP LLC	* 3A1	Community Bancorp LLC, Houston, Texas, to become a bank holding company by acquiring 100 percent of Cadence Financial Corporation, Starkville, Mississippi, and indirectly acquire Cadence Bank, N.A., Starkville, Mississippi.	Newspaper: Federal Register:	Not available 11/26/2010
COMMUNITY BANK HOLDINGS OF TEXAS, INC.	CIC	Notice by Byron Cook, Ginne Sue Cook, Katie Cook, Lance Cook, Karen Cook, and Nina Sue Cook, all in Corsicana, Texas, collectively the Cook Family - Notificants, to retain 10 percent or more of the shares of Community Bank Holdings of Texas, Inc., Corsicana, Texas, and indirectly Community National Bank and Trust of Texas, Corsicana, Texas.	Newspaper: Federal Register:	Not available 11/10/2010
FIRST DALHART BANCSHARES, INC.	CIC	Notice by Henry Lewis Gallegly and Marjorie Clair Gallegly, Dalhart, Texas, to increase their ownership and control from 11.2 percent to 19.07 percent of First Dalhart Bancshares, Inc., Dalhart, Texas, and indirectly First National Bank in Dalhart, Dalhart, Texas.	Newspaper: Federal Register:	Not available 10/18/2010
VERITEX HOLDINGS, INC.			Newspaper: Federal Register:	Not available Not available
WCM HOLDINGS, INC.	* 3A3	WCM Holdings, Inc., Dallas, Texas, and WCM-Parkway, Ltd., Dallas, Texas to acquire greater than 5 percent of Veritex Holdings, Inc., Dallas, Texas, and indirectly Professional Bank, NA, Dallas, Texas.	Newspaper: Federal Register:	Not available Not available

#### **Federal Reserve Bank of Dallas**

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NONE							
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Institution			Location				
NONE							

### Federal Reserve Bank of San Francisco

Filer	Filing Type	Filing Proposal	End of Commen	t Period
ANCHOR BANCORP, INC.	* 3A1	Anchor Bancorp, Inc., Lacey, Washington, to become a bank holding company by acquiring 100 percent of Anchor Mutual Savings Bank, Aberdeen, Washington, upon conversion from a mutual savings bank to a stock savings bank.	Newspaper: Federal Register:	04/12/2010 04/15/2010
CARPENTER FUND MANAGER GP, LLC	* 3A3 4c8	Carpenter Fund Manager GP, LLC, Carpenter Fund Management Company, LLC, Carpenter Community Bancfund, L.P., Carpenter Community Bancfund-A, L.P., Carpenter Community Bancfund-CA, L.P., CGB Holdings, Inc., CCFW, Inc., and SCJ, Inc., all of Irvine, California, intend to apply to the Federal Reserve Board for permission to acquire 100 percent of Professional Business Bank, Pasadena, California, in connection with the merger of Professional Business Bank with and into California General Bank, Pasadena, California; and 2)CGB Holdings, Inc., Irvine, California, to form a wholly-owned subsidiary, CGB Asset Management, Inc., Irvine, California, to engage in extending credit and servicing loans, pursuant to section 225.28 (b)(1) of Regulation Y.	Newspaper: Federal Register:	Not available 11/22/2010
REGAL FINANCIAL BANCORP, INC.	CIC	Henry Liebman, Gail Katz, and Sodo Builders, all of Seattle, Washington, acting as a group in concert, to retain 10 percent or more of the voting shares of Regal Financial Bancorp, Inc., and thereby indirectly acquire Regal Financial Bank, both of Seattle, Washington.	Newspaper: Federal Register:	Not available Not available

#### Federal Reserve Bank of San Francisco

#### 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

RSSD ID	Institution / Location			Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE							
CRA Exa	minations scheduled for	Quarter of					
Institution			Location				
NONE							