Federal Reserve Release



H.2

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

No. 46

Week Ending November 12, 2011

Forms

Forms -- final Board review to extend with revision the Annual Report of Bank Holding Companies (FR Y-6), Annual Report of Foreign Banking Organizations (FR Y-7), and Report of Changes in Organizational Structure (FR Y-10).

- Approved, November 10, 2011

Monetary and Financial Policy

Term Deposit Facility -- TDF auction of \$5 billion in 28-day term deposits on November 14, 2011.

- Announced, November 9, 2011

Personnel

Division of Research and Statistics -- appointment of Michael Gibson, William Wascher, David Reifschneider, and Janice Shack-Marquez as deputy directors; Michael Cringoli as associate director; Jeff Campione and Sandra Cannon as deputy associate directors; Elizabeth Kiser, John Stevens, and Stacey Tevlin as assistant directors; and Larry Slifman as senior adviser.

- Announced, November 8, 2011

Management Division -- appointment of William Mitchell as deputy director and chief financial officer.

- Announced, November 8, 2011

Enforcement

Orion Bank, Naples, Florida -- issuance of consent orders of prohibition against Thomas B. Hebble and Angel P. Guerzon Jr., former senior officers and institution-affiliated parties of the former bank.

- Announced, November 10, 2011

H.2 Actions under delegated authority

November 6, 2011 to November 12, 2011

BS&R Banking Supervision and Regulation RBOPS Reserve Bank Operations and Payment Systems

C&CAConsumer and Community AffairsIFInternational FinanceFOMCFederal Open Market CommitteeOSDOffice of Staff Director

Bank Holding Companies

Richmond

Community First Financial Group, Inc., Chapel Hill, North Carolina -- to become a bank holding company on conversion of its subsidiary thrift, Harrington Bank, FSB, Chapel Hill, to a state-chartered bank, Harrington Bank.

- Withdrawn, November 9, 2011

Richmond

Macon Financial Corporation, Franklin, North Carolina -- to become a bank holding company and to merge with Macon Bancorp, Franklin, and subsequently be renamed Macon Bancorp.

- Withdrawn, November 9, 2011

Boston

Wellesley Bancorp, Inc., Wellesley, Massachusetts -- to acquire Wellesley Bank, Wellesley, in connection with its conversion from mutual to stock form.

- Approved, November 10, 2011

Banks, Nonmember, and Miscellaneous Institutions

Secretary

McGraw Hill Federal Credit Union, East Windsor, New Jersey -- location determination of master account at the Federal Reserve Bank of New York.

- Approved, November 9, 2011

Change in Bank Control

San Francisco

Riverbank Holding Company, Spokane, Washington -- change in bank control of Riverbank Holding and its subsidiary bank, Riverbank, Spokane.

- Permitted, November 8, 2011

Extensions of Time

Kansas City

Commerce Bank and Trust Holding Company Employee Stock Ownership Plan, Topeka, Kansas -- extension to May 8, 2011, to acquire additional shares of Commerce Bank and Trust Holding Company, Topeka, and its subsidiary bank, CoreFirst Bank & Trust.

- Granted, November 10, 2011

Atlanta

Compass Bank, Birmingham, Alabama -- extension to January 31, 2012, to establish a branch at 15580 East 104th Avenue, Commerce City, Colorado.

- Granted, November 9, 2011

Membership

St. Louis

Macon-Atlanta State Bank, Macon, Missouri -- to become a member of the Federal Reserve System.

- Approved, November 9, 2011

Savings and Loan Holding Companies

Cleveland

Cheviot Mutual Holding Company, Cincinnati, Ohio -- to convert from mutual to stock form and to merge with and into Cheviot Financial Corp., Cheviot; and for Cheviot Financial Corp. to become a savings and loan holding company and to acquire Cheviot Savings Bank.

- Approved, November 10, 2011

Federal Reserve Bank of Boston

Filings received during the week ending November 12, 2011

Filer Filing Type Filing Proposal End of Comment Period

^{*} Subject to the provisions of the Community Reinvestment Act

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

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

RSSD

ID Institution / Location

Exam Date

Public Date

Rating

Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

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Federal Reserve Bank of New York

Filer	Filing Type	Filing Proposal	End of Commen	t Period
RAIFFEISEN BANK INTERNATIONAL AG	FBSEA	Raiffeisen Bank International AG, Vienna, Austria, to establish a representative office in New York, New York, pursuant to Section 10(a) of the International Banking Act of 1978, as amended and Section 211.24(a)(1) of Regulation K.	Newspaper: Federal Register:	11/18/2011 Not applicable
SUMITOMO MITSUI BANKING CORPORATION	* 3A3	Sumitomo Mitsui Financial Group, Inc. and Sumitomo Mitsui Banking Corporation, both of Tokyo, Japan, to increase their ownership interest to hold up to 9.9 percent of the outstanding voting shares of The Bank of East Asia, Limited, Hong Kong S.A.R., Peoples Republic of China, and thereby indirectly increase their interest in The Bank of East Asia (U.S.A.), N.A., New York, New York, pursuant to Section 3(a)(3) of the BHC Act of 1956, as amended, and Section 225.15 of Regulation Y.	Newspaper: Federal Register:	11/30/2011 12/09/2011

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Federal Reserve Bank of New York

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Federal Reserve Bank of Philadelphia

Filer	Filing Type	Filing Proposal	End of Commen	t Period
Continental Bank	CIC	Messrs. W. Kirk Wycoff, Philadelphia, PA, Ira M. Lubert, Philadelphia, PA, and James J. Lynch, Philadelphia, PA, collectively to acquire up to 18% of Continental Bank Holdings, Inc., Plymouth Meeting, PA.	Newspaper: Federal Register:	Not available 12/02/2011
FRANKLIN SECURITY BANCORP, INC.	CIC	Arthur J. Kania, St. Davids, PA, to acquire up to 23% of Franklin Security Bancorp, Inc., Wilkes Barre, PA.	Newspaper: Federal Register:	Not available 12/02/2011
PATRIOT FINANCIAL PARTNERS LP	CIC	Patriot Financial Partners, GP, L.P., Patriot Financial Partners, L.P., Patriot Financial Partners Parallel, L.P., Patriot Financial Partners, GP, LLC, Patriot Financial Managers, L.P., Patriot Financial Manager, LLC. and Messrs. Ira M. Lubert, W. Kirk Wycoff and James J. Lynch, all of Philadelphia, Pennsylvania, to purchase up to 24.9 percent of Porter Bancorp, Inc., Louisville, KY.	Newspaper: Federal Register:	Not available 09/21/2011

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Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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Federal Reserve Bank of Cleveland

Filer	Filing Type	Filing Proposal	End of Commen	t Period
F.N.B. CORPORATION	* 4c8	F.N.B. Corporation, Hermitage, Pennsylvania to acquire 100 percent of the voting shares of Parkvale Financial Corporation, Monroeville, Pennsylvania, and thereby indirectly acquire Parkvale Savings Bank, Monroeville, Pennsylavania	Newspaper: Federal Register:	12/05/2011 12/05/2011

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Federal Reserve Bank of Cleveland

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Federal Reserve Bank of Richmond

Filer	Filing Type	Filing Proposal	End of Comment Period		
CB FINANCIAL CORPORATION	CIC	S. Christopher Williford, Wilson, North Carolina, to control up to 24.69% of the voting shares of CB Financial Corporation, Wilson, North Carolina.	Newspaper: Federal Register:	Not available Not available	
EAGLEBANK	* Branch	EagleBank, Bethesda, Maryland, to establish a branch at 2905 District Avenue, Suite 190, Fairfax, Virginia	Newspaper: Federal Register:	11/09/2011 Not applicable	
SECURITY FEDERAL CORPORATION	* 3A1	Security Federal Corporation, Aiken, South Carolina, to become a bank holding company upon the conversion of Security Federal Bank, Aiken, South Carolina, from a federal stock savings bank to a state chartered commercial bank.	Newspaper: Federal Register:	Not available 11/01/2011	

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Federal Reserve Bank of Richmond

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Federal Reserve Bank of Atlanta

FRANKLIN SYNERGY BANK	Filing Type	Filing Proposal	End of Comment Period	
	* Branch	Franklin Synergy Bank, Franklin, Tennessee, to establish a branch located at 4930 Thoroughbred Lane, Brentwood, Tennessee.	Newspaper: Federal Register:	11/19/2011 Not applicable
INDEPENDENT BANCSHARES, INC. EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	Independent Bancshares, Inc. Employee Stock Ownership Plan, Red Bay, Alabama, to acquire an additional 19.30 percent of the outstanding shares of Independent Bancshares, Inc., and its subsidiary, Community Spirit Bank, both of Red Bay, Alabama, along with Spirit Bancshares, Inc., and its subsidiary, Spirit Bank, both of Belmont, Mississippi. The acquisition will increase Independent Bancshares, Inc. Employee Stock Ownership Plan's ownership in Independent Bancshares, Inc., to 46.47 Percent.	Newspaper: Federal Register:	12/02/2011 12/05/2011
MERCHANTS & FARMERS BANCSHARES, INC.	CIC	After-the-fact change in control notice filed by Richard D. Ross, Leesville, Louisiana, to retain control of 25.41 percent of the outstanding shares of Merchants & Farmers Bancshares, Inc., and its subsidiary, Merchants & Farmers Bank & Trust Company, both of Leesville, Louisiana.	Newspaper: Federal Register:	11/29/2011 12/02/2011
RAYMOND JAMES BANK, FSB	Other Foreign	Raymond James Bank, FSB, St. Petersburg, Florida (upon its conversion to a national bank), to invest in Raymond James Finance Company of Canada, Ltd., Toronto, Ontario, Canada.	Newspaper: Federal Register:	Not applicable Not available

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Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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CRA Examinations scheduled for Quarter of

Location

CRA

CRA

NONE

Institution

RSSD

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Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Commen	t Period
A. M. SAYLOR, INCORPORATED	CIC	Notice by David M. Heuberger, Hampton, Iowa, to gain control of A.M. Saylor, Inc., Hampton, Iowa, and thereby indirectly First National Bank of Hampton, Hampton, Iowa, following his appointment as Co-Trustee for the Marcia Saylor Mekelburg Trust under Agreement and the A.M. Saylor Residuary Trust f/b/o Marcia Saylor Mekelburg Trust under Agreement.	Newspaper: Federal Register:	11/23/2011 11/29/2011
BLUE GRASS BANCORPORATION, INC	* 3A1 4c8	Blue Grass Bancorporation, Inc., Corning, Iowa,to become a bank holding company by acquiring 100% of Okey-Vernon First National Bank, Corning, Iowa. Blue Grass Bancorporation, Inc. to acquire 1st Choice Agency, Corning, Iowa, and engage in insurance in small towns.	Newspaper: Federal Register:	11/12/2011 11/21/2011
FIRST MIDWEST BANK	* 18C * Branch	First Midwest Bank, Itasca, Illinois, to acquire certain assets and assume certain liabilities of four branches of Old National Bank, Evansville, Indiana, and thereby to establish a branch office at 2320 S. Route 59, Plainfield, Illinois.	Newspaper: Federal Register:	11/14/2011 Not applicable

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Federal Reserve Bank of Chicago

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Quarter of

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NONE

RSSD

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Federal Reserve Bank of St. Louis

Filer	Filing Type	Filing Proposal	End of Comment Period	
FINANCIAL SERVICES HOLDING CORPORATION	* 3A1	Financial Services Holding Corporation, Henderson, Kentucky, to become a bank holding company by acquiring 100 percent of The Bank of Henderson, Inc., Henderson, Kentucky.	Newspaper: Federal Register:	12/02/2011 12/09/2011
MIDWEST INDEPENDENT BANK	* 18C * Branch	Midwest Independent Bank, Jefferson City, Missouri, to merge with Nebraska Bankers' Bank, Lincoln, Nebraska, and to retain the acquired facility as a branch office.	Newspaper: Federal Register:	12/05/2011 Not applicable

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Federal Reserve Bank of St. Louis

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Federal Reserve Bank of Minneapolis

Filer	Filing Type	Filing Proposal	End of Commen	t Period
BITTERROOT HOLDING COMPANY	* 3A5	Bitteroot Holding Company, Lolo, Montana, to merge with Ravalli County Bankshares, Inc., Hamilton, Montana, and thereby indirectly acquire Ravalli County Bank, Hamilton, Montana, and, also as a result of the merger, to increase its ownership of West One Bank, Kalispell, Montana, from 34.92% to 63.73%.	Newspaper: Federal Register:	11/28/2011 12/01/2011
CITIZENS STATE BANCSHARES, INC.	CIC	Change in control notice by James E. Gaarder, Ossining, New York, to retain 25% or more of the shares of Citizens State Bancshares, Inc., Lankin, North Dakota, and thereby indirectly retain control of Citizens State Bank of Lankin, Lankin, North Dakota.	Newspaper: Federal Register:	Not available 11/21/2011
FIRST RUSHMORE BANCORPORATION, INC.	CIC	Change in Control Notice by the Gregory R. Raymo Revocable Living Trust Agreement, Worthington Minnesota, and Barbara J. Raymo, Worthington, Minnesota, individually and as Co-Trustee, to join the Gregory Raymo family group that currently consists of Gregory Raymo, and the First State Bank Southwest 2010 Amended and Restated KSOP Plan and Trust, Worthington, Minnesota, that controls 25 percent or more of the shares of First Rushmore Bancorporation, Inc., Worthington, Minnesota, and thereby indirectly gain control of First State Bank Southwest, Pipestone, Minnesota.	Newspaper: Federal Register:	11/18/2011 11/22/2011
TRADITION BANCSHARES, INC.	CIC	Change in control notice by Patrick D. Wenning, and Pilar Wenning, both of Mound, Minnesota, to retain 10 percent or more of the shares of Tradition Bancshares, Inc., Edina, Minnesota, and thereby indirectly retain control of Tradition Capital Bank, Edina, Minnesota.	Newspaper: Federal Register:	11/21/2011 11/22/2011

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Federal Reserve Bank of Minneapolis

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Federal Reserve Bank of Kansas City

Filer	Filing Type	Filing Proposal	End of Commen	t Period
BON, INC.	* 3A3	Bon, Inc.; Goering Financial Holding Company Partnership, L.P.; and Goering Management Company, L.L.C., all of Moundridge, Kansas, to acquire 100 percent of the voting shares of Home State Bancshares, Inc., McPherson, Kansas, parent of Home State Bank & Trust Co., McPherson, Kansas.	Newspaper: Federal Register:	Not available 10/11/2011
COMMERCE BANK	* Branch	Commerce Bank, Kansas City, Missouri, to establish a branch at 8450 East Crescent Parkway, Suite 150, Greenwood Village, Colorado.	Newspaper: Federal Register:	11/19/2011 Not applicable
F&M BANK & TRUST COMPANY, THE	* Branch	F&M Bank and Trust Company, Tulsa, Oklahoma, to establish a branch at 11970 North Central Expressway, Suite 210, Dallas, Texas.	Newspaper: Federal Register:	Not available Not applicable
FIRST NATIONAL BANK OF TEXHOMA, THE	Member	The First National Bank of Texhoma (to be known as Anchor D Bank), Texhoma, Oklahoma, to convert from a national to a state charter bank and retain its membership with the Federal Reserve.	Newspaper: Federal Register:	Not applicable Not applicable
LINDOE, INC.	4c8	Lindoe, Inc., Ordway, Colorado, proposes to engage in lending activities.	Newspaper: Federal Register:	Not applicable 12/02/2011

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Federal Reserve Bank of Kansas City

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Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal	End of Commen	t Period
SHB BANCORP, INC.	* 3A1	SHB Bancorp, Inc., Jonesville, Louisiana, to become a bank holding company by acquiring 100 percent of Southern Heritage Bank, Jonesville, Louisiana.	Newspaper: Federal Register:	11/04/2011 11/04/2011
WOODFOREST FINANCIAL GROUP EMPLOYEE STOCK OWNERSHIP PLAN (WITH 401(K) PROVISIONS) (AMENDED AND RESTATED EFF. 03/01/06)	* 3A3	Woodforest Financial Group Employee Stock Ownership Plan (with 401(k) Provisions) (Amended and Restated Effective March 1, 2006) and the related Woodforest Financial Group Employee Stock Ownership Trust, The Woodlands, Texas, collectively the Applicant, to acquire up to 30 percent of Woodforest Financial Group, Inc., The Woodlands, Texas, and indirectly acquire Woodforest National Bank, Houston, Texas.	Newspaper: Federal Register:	Not available 11/08/2011

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Federal Reserve Bank of Dallas

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Federal Reserve Bank of San Francisco

ALTAPACIFIC BANK	Filing Type	Filing Proposal	End of Comment Period	
	* 18C * Branch	AltaPacific Bank, Santa Rosa, California, to merge with Stellar Business Bank, Covina, California, and thereby acquire one branch office.	Newspaper: Federal Register:	Not available Not applicable
CALIFORNIA REPUBLIC BANK	* 18C	California Republic Bank, Newport Beach, California, to purchase certain assets and assume certain liabilities of the Westlake Village branch of National Bank of California, N.A., Los Angeles, California.	Newspaper: Federal Register:	Not available Not applicable
CARPENTER FUND MANAGER GP, LLC	* 3A3	Carpenter Fund Manager GP, LLC, Carpenter Fund Management Company, LLC, Carpenter Community Bancfund, L.P., Carpenter Community BanFund -A, L.P., Carpenter Community BandFund - CA, L.P., SCJ, Inc., and CCFW, Inc., all of Irvine, California, and all existing controlling parties, to acquire more than 24.9% of the voting securities of Pacific Mercantile Bancorp, Costa Mesa, California through an investment preferred and common shares of Pacific Mercantile Bancorp and thereby indirectly acquire additional voting shares of Pacific Mercantile Bank, Costa Mesa, California.	Newspaper: Federal Register:	Not available 12/05/2011
COASTAL FINANCIAL CORPORATION	CIC	Interagency Notice of Change in Control by Montlake Capital II, L.P, a limited partnership and Montlake Capital II-B, L.P., a limited partnership, Seattle, Washington, to acquire voting shares of Coastal Financial Corporation, and thereby indirectly acquire Coastal Community Bank, both of Everett, Washington; and 2)Coastal Financial Corporation and Coastal Community Bank, both of Everett, Washington to appoint Andrew Russell Dale as a Director.	Newspaper: Federal Register:	Not available 10/27/2011
FS BANCORP, INC.	* 3A1	FS Bancorp, Inc.,, Mountlake Terrace, Washington, to become a bank holding company upon the conversion of 1st Security Bank of Washington, Mountlake Terrace, Washington, from a state savings bank to a commercial bank.	Newspaper: Federal Register:	Not available 11/10/2011

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Federal Reserve Bank of San Francisco

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