Federal Reserve Release



H.2

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

No. 52

Week Ending December 24, 2011

Bank Holding Companies

The PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware -- to acquire RBC Bank, (USA), Raleigh, North Carolina.

- Approved, December 19, 2011

The PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware -- issuance of order regarding approval of the application to acquire RBC Bank (USA), Raleigh, North Carolina.

- Approved, December 22, 2011

Forms

Forms -- final notice for a two-year phase-in period for most savings and loan holding companies (SLHCs) to file Federal Reserve regulatory reports (with initial filing exemption for some SLHCs) and final Board review to revise the following reports to include SLHCs: FR Y-6, FR Y-7, FR Y-9C, FR Y-9LP, FR Y-9SP, FR Y-9ES, FR Y-9CS, FR Y-11, FR Y-11S, FR 2314, FR 2314S, FR Y-8, FR Y-12, FR Y-12A, FR Y-7Q, FR Y-7N, and FR Y-7NS.

- Approved, December 22, 2011

Personnel

Division of Banking Supervision and Regulation -- appointment of Tameika L. Pope as assistant director.

- Announced, December 20, 2011

Regulations and Policies

Regulation VV (Proprietary Trading and Relationships with Covered Funds) -- extension of the comment period to February 13, 2012, on interagency proposal to implement the so-called Volcker rule.

- Announced, December 23, 2011

Regulations and Policies

Regulation YY (Enhanced Prudential Standards) -- publication for comment of proposed rules to strengthen regulation and supervision of large bank holding companies and systemically important nonbank financial firms, in accordance with the Dodd-Frank Act.

- Approved, December 19, 2011

Enforcement

Bank of Hampton Roads, Norfolk, Virginia (successor by merger with Gateway Bank and Trust, Elizabeth City, North Carolina) -- issuance of a consent order of assessment of a civil money penalty.

- Announced, December 22, 2011

State Bank and Trust Company, Defiance, Ohio -- issuance of a consent order of assessment of a civil money penalty.

- Announced, December 22, 2011

H.2 Actions under delegated authority

December 18, 2011 to December 24, 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 Branches, Domestic

San Francisco

East West Bank, Pasadena, California -- to establish a branch at 19625 Stevens Creek Boulevard, Cupertino.

- Approved, December 21, 2011

Secretary

Liberty Bank of Arkansas, Jonesboro, Arkansas -- to establish a branch at 1400 East Joyce Boulevard, Fayetteville.

- Approved, December 19, 2011

Richmond

Sandy Spring Bank, Olney, Maryland -- to establish a branch at 5250 Port Royal Road, Springfield, Virginia.

- Approved, December 21, 2011

Bank Holding Companies

Kansas City

Bluechip Bancshares, LLC, Oklahoma City, Oklahoma -- to become a bank holding company and to acquire Elmore City Bancshares, Inc., Elmore City, and its subsidiary bank, First State Bank.

- Approved, December 22, 2011

Bank Holding Companies

Atlanta

CenterState Banks, Inc., Davenport, Florida -- to engage in making, acquiring, brokering, or servicing loans or other extensions of credit though its subsidiary, R4ALL, Inc., Davenport.

- Approved, December 22, 2011

Kansas City

Community Bancshares Employee Stock Ownership Plan, Neosho, Missouri -- to acquire shares of Community Bancshares, Inc., Neosho, and Community Bank & Trust.

- Approved, December 22, 2011

St. Louis

First Arkansas BancShares, Inc., Jacksonville, Arkansas -- to acquire shares of FAS Capital, LLC, Atlanta, Georgia, and thereby engage in lending activities.

- Withdrawn, December 19, 2011

Kansas City

Northern Valley Financial, LLC, Almena, Kansas -- to become a bank holding company and to acquire Almena State Bank, Almena.

- Withdrawn, December 22, 2011

Bank Mergers

St. Louis

Centennial Bank, Conway, Arkansas -- to purchase the assets and assume the deposit liabilities of Premier Community Bank of the Emerald Coast, Crestview, Florida, and to retain the acquired facilities as branches.

- Withdrawn, December 20, 2011

Bank Mergers

St. Louis

Heber Springs State Bank, Heber Springs, Arkansas -- to merge with Eagle Bank and Trust Company, Little Rock, and to retain the acquired facilities as branches.

- Approved, December 21, 2011

Change in Bank Control

Chicago

A. M. Saylor, Incorporated, Hampton, Iowa -- change in bank control of A.M. Saylor and its subsidiary bank, First National Bank of Hampton, Hampton.

- Permitted, December 22, 2011

St. Louis

Carroll Financial Services, Inc., Huntingdon, Tennessee -- change in bank control of Carroll Financial and its subsidiary bank, Carroll Bank and Trust.

- Permitted, December 22, 2011

Minneapolis

Minnwest Corporation, Minnetonka, Minnesota -- to retain control of Minnwest and its subsidiary banks, Minnwest Bank, M.V., Redwood Falls; Minnwest Bank South, Tracy; Minnwest Bank Luverne, Luverne; Minnwest Bank Central, Montevideo; Minnwest Bank Metro, Eagan; and Minnwest Bank Sioux Falls, Sioux Falls, South Dakota.

- Permitted, December 22, 2011

Minneapolis

Tradition Bancshares, Inc., Edina, Minnesota -- to retain control of Tradition and its subsidiary bank, Tradition Capital Bank, Edina.

- Permitted, December 22, 2011

Change in Bank Control

Kansas City

Wilber Co., Lincoln, Nebraska -- change in bank control of Wilber and its subsidiary bank, First State Bank, Lincoln.

- Permitted, December 23, 2011

Dallas

Wills Point Financial Corporation, Wills Point, Texas -- change in bank control of Wills Point and its subsidiary bank, Citizens National Bank, Wills Point.

- Permitted, December 20, 2011

Extensions of Time

Director, BS&R

Ally Financial Inc., Detroit, Michigan -- one-year extension of time to conform or divest certain impermissible nonbanking activities and investments.

- Granted, December 23, 2011

Director, BS&R

CIT Group Inc., New York, New York -- extension of time to divest or conform certain impermissible investments.

- Granted, December 22, 2011

International Operations

Director, BS&R

State Street Bank and Trust Company, Boston, Massachusetts, and State Street International Holdings -- waiver of remainder of prior-notice period to invest in certain United Kingdom- and India-based subsidiaries.

- Granted, December 20, 2011

<u>Member ship</u>

Kansas City

American National Bank, Denver, Colorado -- to retain membership in the Federal Reserve System on conversion to a state-chartered bank, ANB Bank.

- Approved, December 22, 2011

Savings and Loan Holding Companies

Secretary

Cincinnatus Community Bancorp, MHC, Cheviot, Ohio, and Cincinnatus Community Bancorp, Inc. -- issuance of a mutual holding company charter to Bancorp, MHC, and stock holding company charter to its subsidiary, Bancorp, Inc.

- Approved, December 21, 2011

Federal Reserve Bank of Boston

Filer	Filing Type	Filing Proposal	End of Comment Period	
WASHINGTON SAVINGS BANK	Member	Application by Washington Savings Bank, Lowell, Massachusetts, to become a member of the Federal Reserve System pursuant to section 9 of the Federal Reserve Act and section 208.3 of Regulation H.	Newspaper: Federal Register:	Not applicable Not applicable

^{*} 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

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

Federal Reserve Bank of New York

Filer	Filing Type	Filing Proposal	End of Comment Period	
IA BANCORP, INC.	CIC	Notice by Mr. Anil Bansal, Wayne, New Jersey, to increase his ownership interest in IA Bancorp, Inc., from 6.87 percent to 24 percent, and thereby indirectly acquire additional voting shares of Indus American Bank, both of Iselin, New Jersey.	Newspaper: Federal Register:	Not available 01/12/2012
MANUFACTURERS AND TRADERS TRUST COMPANY	* Branch	Manufacturers and Traders Trust Company, Buffalo, New York, to establish a branch facility to be located at Timonium Center I, 1966 Greenspring Drive, Timonium, Baltimore County, Maryland. (RSSD ID 4363785)	Newspaper: Federal Register:	Not available Not applicable

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Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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NONE

CRA Examinations scheduled for Quarter of

Institution Location

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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:	12/03/2011 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

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

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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NONE

CRA Examinations scheduled for Quarter of

Location

CRA

CRA

Institution NONE

RSSD

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

Federal Reserve Bank of Cleveland

Filings received during the week ending December 24, 2011

Filer Filing Type Filing Proposal End of Comment Period

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

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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ID Institution / Location Exam Date Public Date Rating Exam Method

NONE

CRA Examinations scheduled for Quarter of

Location

CRA

CRA

Institution NONE

RSSD

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

Federal Reserve Bank of Richmond

Filer	Filing Type	Filing Proposal	End of Commen	t Period
FIRST FINANCIAL HOLDINGS INC.	* 3A1 4c8	First Financial Holdings, Inc., Charleston, South Carolina, to become a bank holding company upon the conversion of First Federal Savings and Loan Association, Charleston, South Carolina, to a state chartered commercial bank.	Newspaper: Federal Register:	Not available Not available
SOUTH STREET FINANCIAL CORP.	CIC	Mr. Mark W. Jaindl, Allentown, Pennsylvania, to control up to 17% of the voting shares of South Street Financial Corp., Albemarle, North Carolina.	Newspaper: Federal Register:	Not available Not available

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

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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RSSD

ID Institution / Location

Exam Date

CRA

Public Date

Rating

Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

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

Federal Reserve Bank of Atlanta

Filer	Filing Type	Filing Proposal	End of Comment Period	
1ST UNITED BANCORP, INC.	* 3A5 * 18C * Branch	1st United Bancorp (Bancorp), Boca Raton, Florida, to merge with Anderen Financial, Inc., and thereby directly acquire its subsidiary, Anderen Bank (Bank), both of Palm Harbor, Florida. In addition, Bancorp's subsidiary, 1st United Bank, Boca Raton, Florida, will merge with Bank.	Newspaper: Federal Register:	01/09/2012 01/06/2012

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Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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NONE

CRA Examinations scheduled for Quarter of

Location

CRA

CRA

NONE

Institution

RSSD

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Federal Reserve Bank of Chicago

BURLING BANCORP, INC.	* 3A1	Filing Proposal	End of Comment Period	
		Burling Bancorp, Inc., Chicago, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of Burling Bank, Chicago, Illinois.	Newspaper: Federal Register:	Not available 12/30/2011
INSPIRE BANCSHARES INC	* 3A1	Inspire Bancshares, Inc., Tomah, Wisconsin, to become a bank holding company by acquiring 100 percent of the voting shares of Community State Bank, Norwalk, Wisconsin.	Newspaper: Federal Register:	Not available 01/06/2012
JOHNSON FINANCIAL GROUP, INC.	CIC	Notice by Helen P. Johnson-Leipold, Imogene P. Johnson, The Herbert F. Johnson Family Trust dated March 7, 1967 ("HFJ Trust"), Imogene P. Johnson as trustee for HFJ Trust and various other Johnson family trusts, Imogene P. Johnson as controlling shareholder for various Johnson family companies, the Johnson Financial Group, Inc. Voting Trust ("Johnson Voting Trust"), Helen P. Johnson-Leipold as trustee for the Johnson Voting Trust and various other family trusts and Helen P. Johnson-Leipold as controlling shareholder for various Johnson family companies (all of Racine, Wisconsin) to acquire 25 percent or more of the voting shares of Johnson Financial Group, Inc., Racine, Wisconsin, and thereby indirectly acquire Johnson Bank, Racine, Wisconsin.	Newspaper: Federal Register:	Not available Not available
PERRY INVESTMENT COMPANY	CIC	Notice by the Garst Family (Elizabeth Garst, Edward Garst and Rachel Garst of Coon Rapids, Iowa; Jennifer Garst, Ames, Iowa; Kate Garst Revocable Trust, Des Moines, Iowa; Sarah Garst, West Des Moines, Iowa), as a group acting in concert and individually by Elizabeth Garst, Sarah Garst, and Sally Garst Haerr, Fairfield, Iowa, for approval to increase control to more than 25 percent of Perry Investment Company, Perry, Iowa, and thereby indirectly control Raccoon Valley Bank, Perry, Iowa.	Newspaper: Federal Register:	12/01/2011 01/03/2012
PINNACLE BANK	* 18C * Branch	Pinnacle Bank, Marshalltown, Iowa, to purchase certain assets and assume certain liabilities of the Home Federal Savings Bank, Rochester, Minnesota, branch located at 1301 South County Road, Toledo, Iowa. Pinnacle Bank will establish an office at 1301 South County Road, Toledo, Iowa, upon consummation of the proposal.	Newspaper: Federal Register:	Not available Not applicable

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

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE

CRA

CRA

CRA Examinations scheduled for

Quarter of

Institution Location

NONE

RSSD

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

Federal Reserve Bank of St. Louis

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST ARKANSAS BANCSHARES, INC.	4c8	First Arkansas BancShares, Inc., Jacksonville, Arkansas, to increase its ownership in BVCA, LLC, from 18 percent to 100 percent, and continue to engage in lending.	Newspaper: Federal Register:	Not applicable Not available
SECURITY BANCORP OF TENNESSEE, INC.	4c8	Security Bancorp of Tennessee, Inc., Halls, Tennessee, to acquire 49 percent of the voting shares of Patriot-Stitt Insurance Agency, Millington, Tennessee, and thereby engage in general insurance agency activities.	Newspaper: Federal Register:	Not applicable Not applicable

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Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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NONE

CRA

CRA

CRA Examinations scheduled for Quarter of

Institution Location

NONE

RSSD

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

Federal Reserve Bank of Minneapolis

Filer	Filing Type	Filing Proposal	End of Comment Period	
FARIBAULT FSL BANCORPORATION, INC.	* 3A1	Faribault FSL Bancorporation, Inc., Faribault, Minnesota, to become a bank holding company by acquiring 100 percent of 1st United Bank, Faribault, Minnesota. 1st United Bank, Faribault, Minnesota, intends to convert from a federal savings bank to a Minnesota state-chartered bank.	Newspaper: Federal Register:	Not available 01/17/2012
METRO NORTH BANCSHARES, INC.	CIC	Gladys E. Youse Trust Agreement, Madolyn Y. Babcock, Trustee, both of Minneapolis, Minnesota, to acquire 25% or more of Metro North Bancshares, Inc. and thereby indirectly acquire control of The Bank of Elk River, both of Elk River, Minnesota.	Newspaper: Federal Register:	Not available Not available
MOUNTAIN IRON HOLDINGS LLC	* 3A1	Mountain Iron Holdings, LLC, Buhl, Minnesota, to become a bank holding company by acquiring 100 percent of Timberland Bancorporation, Baxter, Minnesota, and thereby indirectly acquire First National Bank of Buhl, Buhl, Minnesota.	Newspaper: Federal Register:	01/03/2012 01/03/2012

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

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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RSSD

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Exam Date

CRA CRA

Public Date

Rating

Exam Method

NONE

CRA Examinations scheduled for

Quarter of

Institution Location

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

Federal Reserve Bank of Kansas City

Filer	Filing Type	Filing Proposal	End of Comment Period	
CENTRAL FINANCIAL CORPORATION	* 3A3	Central Financial Corporation, Hutchinson, Kansas, to acquire .25 percent, for a total of 7.05 percent, of the voting shares of TTAC Corp., parent of Community First National Bank, both in Manhattan, Kansas.	Newspaper: Federal Register:	Not available 01/23/2012
WILLIAMS FINANCIAL CORP.	CIC	Notice by Meredith Williams, Omaha, Nebraska; Luke and Julie Rickertsen, Gothenburg, Nebraska; Matthew H. Williams Family Irrevocable Trust #1; and Matthew H. Williams Family Irrevocable Trust #2; to become part of the group acting in concert; and Robert M. Williams, Omaha, Nebraska, individually and as Trustee of the Matthew H. Williams Family Irrevocable Trust #1; and Matthew H. Williams Family Irrevocable Trust #2; to acquire control of Williams Financial Corp., parent of The Gothenburg State Bank and Trust Company, both in Gothenburg, Nebraska.	Newspaper: Federal Register:	01/03/2012 01/06/2012

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Federal Reserve Bank of Kansas City

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CRA CRA

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NONE

CRA Examinations scheduled for Quarter of

Institution Location

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

Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal	End of Comment Period	
CARLILE BANCSHARES, INC.	4c8	Prior notice by Carlile Bancshares, Inc., Fort Worth, Texas, to engage de novo in extending credit and servicing loans through its wholly-owned operating subsidiary, Carlile Capital, LLC, pursuant to Section 4(c)(8) of the Bank Holding Company Act and Section 225.28(b)(1) of Regulation Y.	Newspaper: Federal Register:	Not applicable Not available
COMERICA BANK	* Branch	Comerica Bank, Dallas, Texas to establish a mobile branch to stop at 23500 Cristo Rey Drive, Cupertino, Santa Clara County, California 95014.	Newspaper: Federal Register:	Not available Not applicable
ROCKWALL BANCSHARES, INC.	* 3A1	Rockwall Bancshares, Inc., Rockwall, Texas, to become a bank holding company by acquiring 100 percent of Northern Bancshares, Inc., Chillicothe, Texas, and therefore indirectly, The First National Bank of Chillicothe, Chillicothe, Texas.	Newspaper: Federal Register:	Not available 01/06/2012

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Federal Reserve Bank of Dallas

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RSSD CRA CRA

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NONE

CRA Examinations scheduled for Quarter of

Institution Location

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Federal Reserve Bank of San Francisco

Filer	Filing Type	Filing Proposal	End of Comment Period	
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
PRIVATE BANCORP OF AMERICA, INC.	* 3A1	Private Bancorp of America, Inc., to become a bank holding company by acquiring 100 percent of San Diego Private Bank, both of La Jolla, California.	Newspaper: Federal Register:	Not available Not available

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Federal Reserve Bank of San Francisco

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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.

ID Institution / Location Exam Date Public Date Rating Exam Method

NONE

CRA Examinations scheduled for Quarter of

Location

CRA

CRA

NONE

Institution

RSSD

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