

---

**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 17, 2012*

Testimony and Statements

Basel III -- statement by Michael S. Gibson, director, Division of Banking Supervision and Regulation, before the Senate Committee on Banking, Housing, and Urban Affairs on proposed interagency changes to the regulatory capital framework for U.S. banking organizations.

- Published, November 14, 2012

Bank Holding Companies

Mitsubishi UFJ Financial Group, Inc., Tokyo, Japan; The Bank of Tokyo-Mitsubishi UFJ, Ltd.; and UnionBanCal Corporation, San Francisco, California -- to acquire Pacific Capital Bancorp, Santa Barbara, and its subsidiary bank, Santa Barbara Bank & Trust, N.A.; and for UnionBanCal to merge with Pacific Capital.

- Approved, November 13, 2012

Forms

Forms -- final Board review to extend without revision the Recordkeeping Requirements Associated with the Interagency Statement on Complex Structured Finance Activities (FR 4022).

- Approved, November 12, 2012

Forms -- initial Board review to extend without revision the Monthly Report of Traveler's Checks Outstanding (FR 2054); disclosure and reporting requirements of CRA-Related Agreements (Reg G); and disclosure requirements of Subpart H of Regulation H (Consumer Protections in Sales of Insurance) (Reg H-7).

- Proposed, November 15, 2012

Regulations and Policies

Regulation Z (Truth in Lending) and Regulation M (Consumer Leasing) -- interagency final rules increasing the dollar thresholds for exempt consumer credit transactions and consumer leases from \$51,800 to \$53,000, effective January 1, 2013, in accordance with annual adjustments required by the Dodd-Frank Act.

- Approved, October 25, 2012

(A/C)

Rules of Practice for Hearings -- amendment to adjust the Board's civil money penalties to account for inflation, and determination that public comment and a delayed effective date for the amendment are unnecessary.

- Approved, November 5, 2012

(A/C)

Stress Testing -- issuance of economic and financial market scenarios that will be used in the next round of stress tests for large financial institutions, and publication for comment of a proposed Policy Statement on the Scenario Design Framework for Stress Testing.

- Approved, November 14, 2012

Enforcement

Bankers' Bank of the West Bancorp, Denver, Colorado, and Bankers' Bank of the West -- written agreement dated February 19, 2010, terminated November 8, 2012.

- Announced, November 15, 2012

Butte State Company, Butte, Nebraska, and Butte State Bank -- written agreement dated September 7, 2010, terminated November 9, 2012.

- Announced, November 15, 2012

National Bancorp, Inc., Schaumburg, Illinois -- written agreement dated February 17, 2011, terminated November 9, 2012.

- Announced, November 15, 2012

## **H.2 Actions under delegated authority**

**November 11, 2012 to November 17, 2012**

---

**BS&R** Banking Supervision and Regulation

**RBOPS** Reserve Bank Operations and Payment Systems

**C&CA** Consumer and Community Affairs

**IF** International Finance

**FOMC** Federal Open Market Committee

**MA** Monetary Affairs

### **Bank Branches, Domestic**

#### Dallas

Community Trust Bank, Choudrant, Louisiana -- to establish a branch at 203 Promenade Boulevard, Flowood, Mississippi.

- Approved, November 15, 2012

#### New York

Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a branch at One Research Court, Rockville, Maryland.

- Approved, November 16, 2012

#### Chicago

Salin Bank and Trust Company, Indianapolis, Indiana -- to establish a branch at 11555 Allisonville Road, Fishers.

- Approved, November 7, 2012

(A/C)

#### Chicago

Salin Bank and Trust Company, Indianapolis, Indiana -- to establish a branch at 9929 Lima Road, Fort Wayne.

- Approved, November 14, 2012

#### St. Louis

The Scott County State Bank, Scottsburg, Indiana -- to establish a branch at 307 West Main Street, Austin.

- Approved, November 15, 2012

**Bank Holding Companies**

Atlanta

BancTenn Corp., Kingsport, Tennessee -- to merge with Carter County Bancorp, Inc., Elizabethton, and thereby acquire Carter County Bank.

- Approved, November 13, 2012

Secretary

Eastern Bank Corporation, Boston, Massachusetts -- to acquire Campello Bancorp, Brockton, and thereby acquire The Community Bank, a Massachusetts Co-operative Bank.

- Approved, November 14, 2012

St. Louis

Home BancShares, Inc., Conway, Arkansas -- to acquire Premier Bank, Tallahassee, Florida; and for its subsidiary, Centennial Bank, Conway, to merge with Premier Bank, Tallahassee, and thereby establish branches.

- Approved, November 16, 2012

New York

Orange County Bancorp, Inc., Middletown, New York -- to acquire HV Capital Management, Inc., Goshen, and substantially all of the assets and liabilities of Hudson Valley Investment Advisors, LLC, and thereby engage in investment advisory activities.

- Approved, November 15, 2012

Minneapolis

Otto Bremer Foundation, St. Paul, Minnesota, and Bremer Financial Corporation -- to acquire Paul Wagner Insurance Agency, Glenwood City, Wisconsin.

- Approved, November 14, 2012

**Bank Holding Companies**

General Counsel

PlainsCapital Corporation, Dallas, Texas; Hilltop Holdings, Inc.; and Diamond A Financial, L.P. -- request for an exemption under the Depository Institution Management Interlocks Act and Regulation L.

- Granted, November 13, 2012

Kansas City

Weed Investment Group, Inc., Cheyenne Wells, Colorado -- to acquire Kit Carson Insurance Agency, Inc., Kit Carson, and The Kit Carson State Bank.

- Approved, November 16, 2012

Cleveland

Westfield Bancorp, Westfield Center, Ohio -- waiver of application to acquire Western Reserve Bancorp, Medina, in connection with the merger of their respective subsidiaries, Westfield Bank, FSB, Westfield Center, and Western Reserve Bank, Medina.

- Granted, November 15, 2012

Chicago

Wintrust Financial Corporation, Rosemont, Illinois -- to acquire HPK Financial Corporation, Chicago, and thereby acquire Hyde Park Bank & Trust Company.

- Approved, November 5, 2012

(A/C)

**Bank Mergers**

Dallas

HCSB, a State Banking Association, Plainview, Texas -- to merge with Citizens Bank, Slaton, and thereby establish five branches.

- Approved, November 16, 2012

**Bank Mergers**

Kansas City

KCB Bank, Kearney, Missouri -- to purchase certain assets and assume certain liabilities of Northland National Bank, Gladstone, and thereby establish branches.

- Approved, November 15, 2012

**Banks, State Member**

Secretary

Silicon Valley Bank, Santa Clara, California -- to make a public welfare investment.

- Approved, November 16, 2012

**Change in Bank Control**

Minneapolis

Johnson Bancshares, Inc., Chatfield, Minnesota -- change in bank control of Johnson and its subsidiary bank, Root River State Bank, Chatfield.

- Permitted, November 14, 2012

**Financial Holding Companies**

Dallas

Strategic Growth Bank Incorporated, El Paso, Texas; Strategic Growth Bancorp Incorporated; and Las Cruces B.R.G., Inc., Las Cruces, New Mexico -- elections to become financial holding companies.

- Effective, November 15, 2012

**Membership**

Boston

Greenfield Co-operative Bank, Greenfield, Massachusetts -- to become a member of the Federal Reserve System.

- Approved, November 16, 2012

St. Louis

OakStar Bank, N.A., Springfield, Missouri -- to retain membership in the Federal Reserve System on conversion to a state-chartered bank.

- Approved, November 16, 2012

**Regulations and Policies**

FOMC

Federal Open Market Committee -- minutes of the meeting on October 23-24, 2012.

- Published, November 14, 2012



**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending November 17, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
NEW HAMPSHIRE MUTUAL BANCORP	* 3A1	New Hampshire Mutual Bancorp, Manchester, New Hampshire to become a mutual holding company through the acquisition of Meredith Village Savings Bank, Meredith, New Hampshire, pursuant to section 3(a)(1) of the BHC Act.	Newspaper: Federal Register:	Not available 12/14/2012
NEW HAMPSHIRE MUTUAL BANCORP	* 3A3 * 3A5	New Hampshire Mutual Bancorp, Manchester, New Hampshire, to acquire Merrimack Bancorp, MHC, Concord, New Hampshire, and its subsidiary bank, Merrimack County Savings Bank, Concord, New Hampshire, pursuant to sections 3(a)(3) and 3(a)(5) of the BHC Act.	Newspaper: Federal Register:	Not available 12/14/2012

**District: 1**

**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	CRA Public Date	CRA Rating	Exam Method
NONE					

---

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

---

\* Subject to the provisions of the Community Reinvestment Act

**District: 2****Federal Reserve Bank of New York****Filings received during the week ending November 17, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
ADIRONDACK TRUST COMPANY, THE	Premises	The Adirondack Trust Company, Saratoga Springs, New York, provides notice to increase its investment in bank premises, pursuant to Section 24A of the Federal Reserve Act and Section 208.21 of Regulation H.	Newspaper: Federal Register:	Not applicable Not applicable
COMMUNITY BANK SYSTEM, INC.	4c8	Community Bank System, Inc., DeWitt, New York, to establish BPAS Trust Company of Puerto Rico, Inc., San Juan, Puerto Rico thereby forming a limited purpose trust company and engaging in non-depository employee benefit trust services and activities under Section 225.28(b)(5) of Regulation Y.	Newspaper: Federal Register:	Not applicable Not applicable
MANUFACTURERS AND TRADERS TRUST COMPANY	* Branch	Manufacturers and Traders Trust Company, Buffalo, New York, to establish a branch office located at 4 High Ridge Park, City of Stamford, Fairfield County, Connecticut. (RSSD ID 4325774)	Newspaper: Federal Register:	11/21/2012 Not applicable

**District: 2**

**Federal Reserve Bank of New York**

**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	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending November 17, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
<b>NONE</b>			

**District: 3**

**Federal Reserve Bank of Philadelphia**

**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	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending November 17, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIFTH THIRD BANK	* Branch	to establish a temporary branch to operate between 02/11/2013 through 02/17/2013 during the ACE Group Classic Golf Tournament at 11330 Twin Eagles Boulevard, Naples, FL.	Newspaper:	11/24/2012
			Federal Register:	Not applicable
Waterford Commercial and Savings Bank Shareholders Voting Trust	* 3A1	Waterford Commercial and Savings Bank Shareholders Voting Trust, Waterford, Ohio, to become a bank holding company by acquiring 57 percent of the outstanding voting shares of, and thereby acquire, The Waterford Commercial and Savings Bank, Waterford, Ohio	Newspaper:	Not available
			Federal Register:	Not available

**District: 4**

**Federal Reserve Bank of Cleveland**

**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	CRA Public Date	CRA Rating	Exam Method
NONE					

---

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

---

\* Subject to the provisions of the Community Reinvestment Act



**District: 5**

**Federal Reserve Bank of Richmond**

**Filings received during the week ending November 17, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
ATLANTIC BANCSHARES, INC.	CIC	Edgar L. Woods, Bluffton, South Carolina, to individually acquire up to 28.01% of Atlantic Bancshares, Inc., Bluffton, South Carolina. Additionally, Edgar Woods, Woods Holdings Inc., RPM Palmetto Grain Brokerage LLC Profit Sharing Plan DTD 12/01/01 FBO Edgar L. Woods, Milton Woods Jr. and Susan H Woods, both of Ridgeland, South Carolina, and J. Eric Woods, Bluffton, South Carolina, as a group acting in concert, to collectively acquire up to 33.26% of Atlantic Bancshares, Inc.	Newspaper: Federal Register:	11/28/2012 12/04/2012
BANQUE CENTRALE POPULAIRE	FBSEA	Banque Centrale Populaire, Casablanca, Morocco, to establish a representative office in Washington, D.C.	Newspaper: Federal Register:	Not available Not applicable
VIRGINIA HERITAGE BANK	CIC	Mr. Thomas F. Dungan, III, Ms. Teri Dungan, and Mr. Thomas F. Dungan, Jr., all of Fairfax, Virginia, together with Andover Investments, LLC as a group acting in concert to control up to 15% of the outstanding voting shares of Virginia Heritage Bank, Tysons Corner, Virginia	Newspaper: Federal Register:	12/06/2012 12/04/2012

**District: 5**

**Federal Reserve Bank of Richmond**

**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	CRA Public Date	CRA Rating	Exam Method
NONE					

---

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

---

\* Subject to the provisions of the Community Reinvestment Act

**District: 6**

**Federal Reserve Bank of Atlanta**

**Filings received during the week ending November 17, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
--------------	--------------------	------------------------	------------------------------

---

NONE

**District: 6**

**Federal Reserve Bank of Atlanta**

**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	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending November 17, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK OF PONTIAC	* 18C	Interagency Bank Merger Application requesting approval of the merger of Bluestem National Bank, Fairbury, Illinois with and into Bank of Pontiac, Pontiac, Illinois.	Newspaper: Federal Register:	Not available Not applicable
CENTRAL STATE BANK	* 18C * Branch	Central State Bank, Elkader, Iowa, to merge with Farmers Savings Bank, Walford, Iowa. As a result of the merger, Central State Bank, will establish a branch office at 345 Highway 151, Walford, Iowa.	Newspaper: Federal Register:	Not available Not applicable
CHARLEVOIX FIRST CORPORATION	CIC	Members of the Irish and Hodgson family which include: Ann Kennedy Irish, Harbor Springs, Michigan, as trustee of the Ann Kennedy Irish Trust; David H. Irish, Harbor Springs, Michigan, as trustee of the David H. Irish Trust; Tracy Irish Texter, Middleville, Michigan and John F. Texter, Middleville, Illinois, as trustees of John F. Texter and Tracy I. Texter Trust; Susan Irish Stewart, Harbor Springs, Michigan, as trustee of the Susan Irish Stewart Revocable Intervivos Trust; Colin David Irish, Marquette, Michigan; Perry Irish Hodgson, Charlevoix, Michigan; Liam Foster Hodgson, Beaver Island, Michigan; Alexander Irish Hodgson, Charlevoix, Michigan; and Raymond Earhart Hodgson, Charlevoix, Michigan, to be added to the Hodgson Family Control Group and to thereby retain control of 25 percent or more of Charlevoix First Corporation, Charlevoix, Michigan and indirectly Charlevoix State Bank, Charlevoix, Michigan.	Newspaper: Federal Register:	Not available Not available
GUTHRIE COUNTY BANCSHARES, INC.	CIC	Notice by Roger D. Underwood, individually and acting in concert with Michael L. Underwood, both of Guthrie Center, Iowa, to gain control of Guthrie County Bancshares, Inc., Guthrie Center, Iowa and thereby Guthrie County State Bank, Panora, Iowa.	Newspaper: Federal Register:	Not available 12/04/2012

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending November 17, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
MARSELLES BANCORPORATION, INC.	CIC	Notice by the group consisting of: JPMorgan Chase Bank, N.A., Naperville, Illinois as Trustee of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust - GST Exempt Trust; Charles M. Shea, Wilmette, Illinois, as committee member of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust - GST Exempt Trust; Molly Boed, Wassenaar, Netherlands, as committee member of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust - GST Exempt Trust; Betty J. Bradshaw, Wheaton, Illinois, as committee member of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust - GST Exempt Trust, to retain control of the outstanding shares of Marseilles Bancorporation, Inc., and thereby retain indirect control Marseilles Bank, both of Marseilles, Illinois.	Newspaper: Federal Register:	Not available 11/20/2012
NORTHERN TRUST COMPANY, THE	* Branch	The Northern Trust Company, Chicago, Illinois, to establish a branch facility to be located at 14624 North Scottsdale Road, Scottsdale, Arizona.	Newspaper: Federal Register:	Not available Not applicable
ONTARIO BANCORPORATION, INC.	CIC	Richard P. DelMedico, Ontario, Wisconsin, Doreen M. Dahl, Cashton, Wisconsin, Denise M. Gunderson, Byron, Minnesota, Diana M. Fischer, Reno, Nevada, and Debra M. Schmitz, Norwalk, Wisconsin, together as a group acting in concert, to retain control of 25 percent or more of the outstanding shares of Ontario Bancorporation, Inc., and thereby indirectly retain control of Bank of Ontario, both of Ontario, Wisconsin.	Newspaper: Federal Register:	Not available 10/19/2012
TALMER BANCORP INC.	* 4c8	Talmer Bancorp, Inc., Troy, Michigan, requests approval to acquire First Place Bank, Warren, Ohio, a savings Association.	Newspaper: Federal Register:	Not available 11/30/2012
TOWN AND COUNTRY FINANCIAL CORPORATION	CIC	Voting Trust and David E. Kirschner, Springfield, Illinois, as trustee of Voting Trust, to join the existing Kirschner Family Control Group through the acquisition of shares of Town and Country Financial Corporation, Springfield, Illinois, and thereby to indirectly acquire shares of Town and Country Bank, Springfield, Illinois, and Logan County Bank, Lincoln, Illinois.	Newspaper: Federal Register:	Not available 10/17/2012

\* Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Chicago

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	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of	Institution	Location
NONE			

\* Subject to the provisions of the Community Reinvestment Act

**District: 8**

**Federal Reserve Bank of St. Louis**

**Filings received during the week ending November 17, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANKFIRST FINANCIAL SERVICES	Member	BankFirst Financial Services, Macon, Mississippi, to become a member of the Federal Reserve System.	Newspaper:	Not applicable
			Federal Register:	Not applicable



**District: 8**

**Federal Reserve Bank of St. Louis**

**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	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Filings received during the week ending November 17, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BEULAH BANCORPORATION, INC.	CIC	Notice of Change in Control by the Philip G. Amundson 2012 Irrevocable Grantor Trust, Sioux Falls, South Dakota, Matt Amundson, Trustee, Hendricks, Minnesota, Angie Mixner, Trustee, Sioux Falls, South Dakota, and Blair Folkens, Trustee, Brandson, South Dakota, to acquire 25 percent or more of the shares of Beulah Bancorporation, Inc., Sioux Falls, South Dakota, and thereby indirectly acquire control of First Security Bank - West, Beulah, North Dakota, and Valley Bank and Trust, Mapleton, Iowa. In addition, Philip G. Amundson 2012 Irrevocable Grantor Trust and its trustees, propose to join the Amundson Family group, which controls Beulah Bancorporation, Sioux Falls, South Dakota, and thereby indirectly controls, First Security Bank - West, Beulah, North Dakota, and Valley Bank and Trust, Mapleton, Iowa.	Newspaper: Federal Register:	Not available 11/15/2012
M & H FINANCIAL SERVICES, INC.	CIC	Retroactive Change in Control Notice by Quoin Financial Bank 401(K) Profit Sharing Plan, Miller, South Dakota (First Bank & Trust, Brookings, South Dakota, trustee; Tom, Jerry, and Garry Peterka with power to vote), and Goodman Group Management Deferred Compensation Rabbi Trust Plan, F/B/O Dan Peterka, Phoenix, Arizona (Wilmington Trust Retirement and Institutional Services Company, Phoenix, Arizona, trustee; Dan Peterka with power to vote), to join the Peterka Family Group which controls 25 % or more of the shares of M & H Financial Services Inc., Miller, South Dakota, and thereby indirectly controls Quoin Financial Bank, Miller, South Dakota.	Newspaper: Federal Register:	Not available 11/02/2012
MILLER FAMILY 2012 TRUST U/A DATED DECEMBER 21, 2012, THE	* SLHC Formation	The Miller Family 2012 Trust U/A Dated December 21, 2012, St. Cloud, Minnesota, to become a savings and loan holding company through the acquisition of 31.14% of the voting shares of Liberty Financial Services of St. Cloud, Inc., St. Cloud, Minnesota, a unitary savings and loan holding company that owns 100% of the voting shares of Liberty Savings Bank, FSB, St. Cloud, Minnesota.	Newspaper: Federal Register:	Not available 12/10/2012
PROFINIUM FINANCIAL, INC.	* Branch	Profinium Financial to establish a detached facility to be located at 124 East Walnut Street, Suite 320, Mankato, Minnesota.	Newspaper: Federal Register:	11/15/2012 Not applicable

\* Subject to the provisions of the Community Reinvestment Act

**District: 9**

**Federal Reserve Bank of Minneapolis**

**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	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 10****Federal Reserve Bank of Kansas City****Filings received during the week ending November 17, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CACHE HOLDINGS, INC.	CIC	Notice submitted by Gentner Drummond and Wendy Drummond, both of Tulsa, Oklahoma; and Jonathan Drummond, Stillwater, Oklahoma, as a group acting in concert, to acquire control of Cache Holdings, Inc., Broken Arrow, Oklahoma, parent of Patriot Bank, Broken Arrow, Oklahoma.	Newspaper: Federal Register:	Not available 11/20/2012
CORNERSTONE BANK	* Branch	Cornerstone Bank, York, Nebraska, to establish a branch at 211 Winters Avenue, Glenvil, Nebraska.	Newspaper: Federal Register:	12/09/2012 Not applicable
FIRST NATIONAL BANK	Member	First National Bank (to be known as FNB Community Bank), Midwest City, Oklahoma, to retain its membership in the Federal Reserve System following its conversion from a national to a state charter.	Newspaper: Federal Register:	Not applicable Not applicable
MARTHA E. RECORDS 2009 GST EXEMPT FAMILY TRUST	CIC	Notice submitted by G. Jeffrey Records, Jr., Oklahoma City, Oklahoma, as trustee, to acquire control of the Martha E. Records 2009 GST Exempt Family Trust, the Martha E. Records 2009 Non-Exempt Family Trust, the Kathryn R. Ryan 2007 GST Exempt Family Trust, the Kathryn R. Ryan 2007 Non-Exempt Family Trust, and the George J. and Nancy J. Records 1990 Irrevocable Trust, all of Oklahoma City, Oklahoma, and thereby acquire control of additional shares of Midland Financial Co., parent of MidFirst Bank, both of Oklahoma City, Oklahoma.	Newspaper: Federal Register:	11/29/2012 11/27/2012
PLATTE COUNTY BANCSHARES, INC.	CIC	Notice submitted by The E.L. Burch Irrevocable Trust of 2012, Parkville, Missouri, together with its trustees, Kyle Burch, Parkville, Missouri, and Michele Jones, Overland Park, Kansas, to acquire control of Platte County Bancshares, Inc., Platte City, Missouri, parent of Platte Valley Bank of Missouri, Platte City, Missouri.	Newspaper: Federal Register:	11/07/2012 11/08/2012
STURM FINANCIAL GROUP, INC.	CIC	Notification by Number One-A Irrevocable Trust, Number Two-A Irrevocable Trust, and John A. Fox, trustee, all of Denver, Colorado, to become members of the Sturm control group and thereby acquire control of Sturm Financial Group, Inc., parent of ANB Bank, both in Denver, Colorado.	Newspaper: Federal Register:	11/13/2012 11/13/2012

**District: 10**

**Federal Reserve Bank of Kansas City**

**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	CRA Public Date	CRA Rating	Exam Method
NONE					

---

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

---

\* Subject to the provisions of the Community Reinvestment Act

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending November 17, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMERICAN STATE BANK	* Branch	American State Bank, Arp, Texas, to establish a branch at 907 E. Southeast Loop 323, Tyler, Texas 75701.	Newspaper:	11/23/2012
			Federal Register:	Not applicable

**District: 11**

**Federal Reserve Bank of Dallas**

**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	CRA Public Date	CRA Rating	Exam Method
NONE					

---

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

---

\* Subject to the provisions of the Community Reinvestment Act

**District: 12**

**Federal Reserve Bank of San Francisco**

**Filings received during the week ending November 17, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FNB BANCORP	CIC	Notice by Thomas Galt Atwood, Glen Ellen, California, and Cypress Abbey Company, Colma, California, to retain 10 percent or more of the outstanding shares of capital stock of FNB Bancorp, and thereby indirectly retain 10 percent or more of the voting shares of First National Bank of Northern California, both of South San Francisco, California.	Newspaper: Federal Register:	Not available 10/30/2012
MALAGA FINANCIAL CORPORATION	CIC	Notice of Change in Control by Barbara Marie Kershaw, Newport Beach, California, to retain her controlling interest of approximately 17.1% of the voting common stock of Malaga Financial Corporation and thereby indirectly Malaga Bank, FSB, both of Palos Verdes Estates, California.	Newspaper: Federal Register:	Not available 11/21/2012
RBB BANCORP	CIC	Interagency Notice of Change in Control by Dr. Ruey Chry Kao, Je Tsu Kao, Daniel J. Kao & Linda Lee Kao, Christina Koa, Min-Hwan Kao & Yu-Fan C. Kao and related family members all of Las Vegas, Nevada, to acquire 10 percent or more of the voting shares of RBB Bancorp, and thereby indirectly acquire voting shares of Royal Business Bank, both of Los Angeles, California.	Newspaper: Federal Register:	Not available Not available
RBB BANCORP	CIC	Interagency Notice of Change in Control by Louis C. Chang, Su Cheng C. Chang, Peter Chang, Ellen Chang, and related family members all of Los Alamitos, California, to retain 10 percent or more of the voting shares of RBB Bancorp and thereby indirectly retain 10 percent or more of the voting shares of Royal Business Bank, both of Los Angeles, California.	Newspaper: Federal Register:	Not available Not available



**District: 12**

**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

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
NONE					

---

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

---

\* Subject to the provisions of the Community Reinvestment Act