
Federal Reserve Release



H.2

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

No. 19

Week Ending May 9, 2015

Bank Branches, Domestic

The Bank of Versailles, Versailles, Missouri -- to establish a branch at 76 Grand Point Boulevard, Sunrise Beach.

- Approved, May 6, 2015

Forms

Forms -- initial Board review (1) to extend with revision the Report of Transaction Accounts, Other Deposits, and Vault Cash (FR 2900); and (2) to extend without revision the Annual Report of Deposits and Reservable Liabilities (FR 2910a), Report of Foreign (Non-U.S.) Currency Deposits (FR 2915), and Allocation of Low Reserve Tranche and Reservable Liabilities Exemption (FR 2930).

- Proposed, May 6, 2015

Forms -- initial Board review to extend without revision the Supervisory and Regulatory Survey (FR 3052) and Consumer Financial Stability Surveys (FR 3053).

- Proposed, May 6, 2015

Enforcement

Truxton Trust Company, Nashville, Tennessee -- issuance of a consent order of assessment of a civil money penalty.

- Announced, May 5, 2015

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**

Atlanta

Commercial Bank, Harrogate, Tennessee -- to establish a branch at 1616 West Market Street, Johnson City.

- Approved, May 7, 2015

Dallas

Frost Bank, San Antonio, Texas -- to establish a branch at 159 West Main Street, Lewisville.

- Approved, May 6, 2015

Cleveland

The Genoa Banking Company, Genoa, Ohio -- to establish a branch at 3994 East Harbor Road, Port Clinton.

- Approved, May 8, 2015

Bank Holding Companies

Atlanta

American Commerce Bancshares, Inc., Bremen, Georgia -- to acquire ProBank, Tallahassee, Florida.

- Approved, May 8, 2015

Atlanta

First Mercantile Financial Corporation, Cookeville, Tennessee -- to become a bank holding company by acquiring Putnam 1st Mercantile Bank, Cookeville.

- Approved, May 4, 2015

Bank Holding Companies

St. Louis

First State Bancorp, Inc. Combined Benefit Retirement Plan, Caruthersville, Missouri -- to acquire additional shares of First State Bancorp, Inc., Caruthersville.

- Approved, May 6, 2015

Dallas

FNBK Holdings, Inc., Dallas, Texas -- to become a bank holding company by acquiring The First National Bank of Kemp, Kemp.

- Approved, May 6, 2015

Minneapolis

Inter-Mountain Bancorp., Inc. Bozeman, Montana -- to merge with Teton Bancshares, Inc., Fairfield, and thereby indirectly acquire Teton Banks.

- Approved, May 8, 2015

Chicago

Wintrust Financial Corporation, Rosemont, Illinois -- to merge with Community Financial Shares, Inc., Glen Ellyn, and thereby indirectly acquire Community Bank-Wheaton/Glen Ellyn; and for Wintrust Financial Corporation's subsidiary, Wheaton Bank & Trust Company, Wheaton, to merge with Community Bank-Wheaton/Glen Ellyn and thereby establish four branches.

- Approved, May 7, 2015

Bank Mergers

Kansas City

The Union State Bank of Everest, Everest, Kansas -- to merge with The State Bank of Oskaloosa, Oskaloosa, and thereby establish a branch.

- Approved, May 8, 2015

Banks, State Member

San Francisco

- Silicon Valley Bank, Santa Clara, California -- to make a public welfare investment.
- Withdrawn, May 5, 2015

Change in Bank Control

Minneapolis

- Duke Financial Group, Inc., Minneapolis, Minnesota -- change in bank control of Duke Financial Group, Inc., and its subsidiaries, Peoples Bank of Commerce, Cambridge, and State Bank of New Prague, New Prague.
- Permitted, May 8, 2015

Chicago

- First Menasha Bancshares, Inc., Neenah, Wisconsin -- to retain control of First Menasha Bancshares, Inc., and its subsidiary, First National Bank Fox Valley, Neenah.
- Permitted, May 7, 2015

St. Louis

- HopFed Bancorp, Inc., Hopkinsville, Kentucky -- change in bank control of HopFed Bancorp, Inc., and its subsidiary, Heritage Bank USA, Inc., Hopkinsville.
- Permitted, May 6, 2015

Minneapolis

- Redwood Financial, Inc., Redwood Falls, Minnesota -- change in bank control of Redwood Financial, Inc., and its subsidiary, Hometown Bank, Redwood Falls.
- Permitted, May 5, 2015

Change in Bank Control

Minneapolis

Rum River Bancorporation, Inc., Milaca, Minnesota -- change in bank control of Rum River Bancorporation, Inc., and its subsidiary, The First National Bank of Milaca, Milaca.

- Permitted, May 4, 2015

San Francisco

Territorial Bancorp Inc., Honolulu, Hawaii -- change in bank control of Territorial Bancorp Inc. and its subsidiary, Territorial Savings Bank, Honolulu.

- Permitted, May 5, 2015

Chicago

West Michigan Bank & Trust, Frankfort, Michigan -- change in bank control of West Michigan Bank & Trust.

- Withdrawn, May 5, 2015

Extensions of Time

New York

The Adirondack Trust Company Employee Stock Ownership Trust, Saratoga Springs, New York -- extension to August 3, 2015, to acquire additional shares of 473 Broadway Holding Corporation, Saratoga Springs, and of The Adirondack Trust Company.

- Granted, May 4, 2015

Kansas City

Little London Bancorp, Colorado Springs, Colorado -- extension to July 11, 2015, to become a bank holding company by acquiring 5Star Bank, Colorado Springs.

- Granted, May 6, 2015

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending May 9, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period		
ESB BANCORP INC	* 18C	Applications by: i) Easthampton Savings Bank, Easthampton, Massachusetts (ESB) to merge with The Citizens National Bank, Putnam, Connecticut (CNB), with ESB as the surviving entity; and ii) ESB Bancorp, Inc., Easthampton, Massachusetts, to acquire Citizens National Bancorp, Inc. and its subsidiary bank, CNB, both of Putnam, Connecticut, pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended.	Newspaper:	04/10/2015	
	* Branch		Federal Register:	05/05/2015	
	* 3A3				
	* 3A5				

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 May 9, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMMONWEALTH BANK OF AUSTRALIA	4c8	Commonwealth Bank of Australia, Sydney, Australia, to engage de novo through its wholly-owned subsidiary, First State Investments (US) LLC, New York, New York, in investment advisory and securities brokerage activities, pursuant to Sections 225.28(b)(6)(i) and 225.28(b)(7)(i) of Regulation Y.	Newspaper: Federal Register:	Not applicable Not available
COMMUNITY BANK SYSTEM, INC.	* 3A3 4c8	Community Bank System, Inc., Dewitt, New York to acquire Oneida Financial Corp, Oneida, New York, and its wholly owned depository institution subsidiaries, the Oneida Savings Bank, Oneida, New York and State Bank of Chittenango, Chittenango, New York pursuant to Sections 3(a)(3) and Section 4(C)(8) of the Bank Holding Company Act of 1956, as amended.	Newspaper: Federal Register:	Not available 05/05/2015
GOLDMAN SACHS BANK USA	PWI	Goldman Sachs Bank USA, New York, New York, seeks prior approval to receive a contribution of 14 public welfare investments, pursuant to Section 208.22(d) of Regulation H.	Newspaper: Federal Register:	Not applicable Not applicable
GOLDMAN SACHS BANK USA	PWI	Goldman Sachs Bank USA, New York, New York, seeks prior approval to receive a contribution of three public welfare investments, pursuant to Section 208.22(d) of Regulation H.	Newspaper: Federal Register:	Not applicable Not applicable
POPULAR, INC.	Investment	Popular, Inc., San Juan, Puerto Rico, to acquire certain assets of Doral Insurance Agency, LLC, San Juan, Puerto Rico, pursuant to Section 211.9(f) of Regulation K.	Newspaper: Federal Register:	Not applicable Not applicable
SYNCHRONY FINANCIAL	* SLHC Formation	Synchrony Financial, Stamford, Connecticut, to become a standalone savings and loan holding company by retaining control of Synchrony Bank, Draper, Utah.	Newspaper: Federal Register:	05/31/2015 06/05/2015

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District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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NONE					

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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 May 9, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 3

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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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 May 9, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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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 May 9, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
BNC BANCORP	* 3A5	BNC Bancorp, High Point, North Carolina, to acquire Valley Financial Corporation, Roanoke, Virginia, and thereby indirectly acquire Valley Bank, Roanoke, Virginia, pursuant to Section 3 of the Bank Holding Company Act.	Newspaper:	Not available
			Federal Register:	06/08/2015
INDEPENDENCE BANCSHARES, INC.	CIC	Gordon A. Baird to individually control 11.96%, and together with MPIB Holdings, LLC, Darien, Connecticut; Alvin G. Hageman, Westport Connecticut; Baird Hageman & Co., LLC, Darien, Connecticut;and Hageman 2013 Grantor Trust, c/o J. Hope O. Hageman, sole trustee, as a group acting in concert, to control 13.86% of the voting securities of Independence Bancshares, Inc., Greenville, South Carolina.	Newspaper:	Not available
			Federal Register:	Not available

District: 5

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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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 May 9, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANCO DE CREDITO E INVERSIONES S.A.	* 3A1	Banco De Credito E Inversiones, Empresas Juan Yarur S.A.C., Inversiones Petro S.A., Inversiones Baquio LTDA., Inversiones Nueve LTDA., and Administraciones Baquio LTDA., all of Santiago, Chile, to become bank holding companies by acquiring 100 percent of CM Florida Holdings, Inc., Coral Gables, Florida, and its subsidiary, City National Bank of Florida, Miami, Florida.	Newspaper: Federal Register:	Not available 08/08/2013
FIRST AMERICAN BANCORP	CIC	First American Bancorp, Athens, Georgia, after the fact change in control notice filed by John D. McLanahan, Jr. Children's Trust (John D. McLanahan, Jr., trustee); C. Rhodes McLanahan II Children's Trust (C. Rhodes McLanahan II, trustee); and Margaret D. McLanahan; all of Athens, Georgia; and Margaret M. Staton Children's Trust (Margaret M. Staton, trustee); Drennen M. Farley Children's Trust (Drennen M. Farley, trustee); Brandon T. Farley; and John C. Staton, III; all of Atlanta, Georgia; for permission to join the previously approved McLanahan Family control group, which collectively owns 25 percent or more of First American Bancorp, and its subsidiary, First American Bank and Trust Company, both of Athens, Georgia.	Newspaper: Federal Register:	05/14/2015 05/12/2015
INSBANK	* Branch	InsBank, Nashville, Tennessee, to establish a branch located at 5614 Franklin Pike Circle, Brentwood, Tennessee.	Newspaper: Federal Register:	05/21/2015 Not applicable
INTERCAM BANCO, S.A.	FBSEA	Intercam Banco, S.A., Mexico, D.F., Mexico, Institucion de Banco Multiple, to establish an agency in Miami, Florida.	Newspaper: Federal Register:	Not available Not applicable
SEACOAST BANKING CORPORATION OF FLORIDA	* 3A5	Seacoast Banking Corporation of Florida, Stuart, Florida, to merge with Grand Bankshares, Inc., and thereby acquire its subsidiary, Grand Bank & Trust Company of Florida, both of West Palm Beach, Florida. In connection with this proposal, Seacoast's parent companies, CapGen Capital Group III LP, and CapGen Capital Group III LLC, both of New York, New York, will indirectly acquire Grand Bankshares, Inc. and Grand Bank & Trust Company of Florida.	Newspaper: Federal Register:	05/23/2015 06/01/2015
TOUCHMARK BANCSHARES, INC.	CIC	Prior change in control notice filed by 4580 Trust (Shveta S. Raju and Asha J. Shah, co-trustees); 3490 Trust (Deep J. Shah and Asha J. Shah, co-trustees); 2764 Trust (Deep J. Shah and Shveta S. Raju, co-trustees); and Deep J. Shah, all of Duluth, Georgia; for permission to join the previously approved Shah Family control group, which collectively owns 10 percent or more of Touchmark Bancshares, Inc. and its subsidiary, Touchmark National Bank, both of Alpharetta, Georgia.	Newspaper: Federal Register:	Not available 05/26/2015

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending May 9, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period
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District: 6

Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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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 May 9, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMBANK COMPANY, INC.	* 3A3	Ambank Company, Inc., Sioux Center, Iowa proposes to acquire 100 percent of Alton Bancorporation, Alton, Iowa, and thereby indirectly acquire Community Bank, Alton, Iowa.	Newspaper: Federal Register:	Not available 05/29/2015
FIRST ILLINOIS CORPORATION	* 3A1	First Illinois Corporation, Decatur, Illinois, and HPB Holdings, Inc., Decatur, Illinois, to convert from savings and loan holding companies to bank holding companies and thereby control Hickory Point Bank and Trust, FSB, Decatur, Illinois, a federal savings bank that is converting to an Illinois state-chartered non-member bank with trust powers to be known as Hickory Point Bank and Trust.	Newspaper: Federal Register:	Not available Not available
OXFORD BANK CORPORATION	CIC	Robert A. Clemente, and Trustee, who is proposed to acquire more than 30 percent of the stock of Oxford Bank Corporation, Oxford, Michigan, and thereby indirectly acquire control of Oxford Bank, Oxford, Michigan.	Newspaper: Federal Register:	Not available Not available
STEPHENSON NATIONAL BANCORP, INC.	CIC	William Staudenmaier, individually and as co-trustee of the L. William Staudenmaier and Kathleen M. Staudenmaier Living Trust, together with Kathleen M. Staudenmaier, as co-trustee of the L. William Staudenmaier and Kathleen M. Staudenmaier Living Trust, all of Wauwatosa, Wisconsin; Ann Marie Staudenmaier, Tomas Perez, Amalia Mercedes Perez, all of Takoma Park, Maryland; L. William Staudenmaier III and Heidi L. McNeil, as trustees of the L. WM Staudenmaier III and Heidi L. McNeil Revocable Trust, L. William Staudenmaier, Kathleen Louise McNeil Staudenmaier, all of Phoenix, Arizona; Michael Staudenmaier and Anne Carlson, both of Chicago, Illinois; Peter Staudenmaier, Milwaukee, Wisconsin; Suzanne Staudenmaier and Kelly McGee, both of Minneapolis, Minnesota; Therese Louise Staudenmaier, Daniel McCarthy, and Gabriel Liam McCarthy, all of Baltimore, Maryland; James T. Breeden Jr. and Gloria Lee, both of Oakland, California; Teresa Breedan Whatley, James T. Breeden, Margaret A. Breeden, all of Carson City, Nevada; Stephenson National Bank & Trust, as trustee of the Mary L. Staudenmaier Revocable Trust and certain minor Staudenmaier children, as a group acting in concert, to be added to the Staudenmaier Control Group, and thereby retain control of 39.32 percent of Stephenson National Bancorp, Inc., and thereby indirectly retain control of Stephenson National Bank and Trust, both of Marinette, Wisconsin, pursuant to the Change in Bank Control Act.	Newspaper: Federal Register:	Not available Not available

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending May 9, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
WINTRUST FINANCIAL CORPORATION	* 3A5	Wintrust Financial Corporation, Rosemont, Illinois, to acquire via merger 100 percent of Suburban Illinois Bancorp, Inc., Elmhurst, Illinois, and thereby indirectly control Suburban Bank & Trust Company, Elmhurst, Illinois.	Newspaper:	Not available
			Federal Register:	05/22/2015

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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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 May 9, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANKFIRST FINANCIAL SERVICES	* Branch	BankFirst Financial Services, Columbus, Mississippi, to establish a branch facility located at 4400 Old Canton Road, Jackson, Mississippi.	Newspaper: Federal Register:	Not available Not applicable
FNB BARRY BANCORP, INC	3A1	FNB Barry Bancorp, Inc., Barry, Illinois, to become a bank holding company by acquiring at least 66 percent of First National Bank of Barry, Barry, Illinois.	Newspaper: Federal Register:	Not applicable Not applicable

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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NONE			

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District: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending May 9, 2015**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST BANCSHARES, INC., OF COLD SPRING	CIC	Christian David Heitzman, Minneapolis, Minnesota, to retain 25 percent or more of the shares of First BancShares, Inc., of Cold Spring, Cold Spring, Minnesota, and thereby indirectly retain control of Granite Community Bank, Cold Spring, Minnesota.	Newspaper: Federal Register:	Not available 04/30/2015
FIRST INTERSTATE BANK	* 18C * Branch	First Interstate Bank, Billings, Montana, to merge with United Bank, Absarokee, Montana, and incident thereto, establish a branch.	Newspaper: Federal Register:	Not available Not applicable
FRANDSEN FINANCIAL CORPORATION	CIC	Change in Control notice by The Dennis Frandsen 2014 Children's Trust, North Branch, MN; and Marcia Wegleitner, Tower, MN, individually and as trustee, to retain 25% or more of Frandsen Financial Corporation, Arden Hills, MN, and thereby indirectly retain control of Frandsen Bank & Trust, Lonsdale, MN. The Dennis Frandsen 2014 Grandchildren's Trust, North Branch, MN, also intends to apply to join the group acting in concert with Marcia Wegleitner, as trustee, and The Dennis Frandsen 2014 Children's Trust. In addition, Gregory and Julie Frandsen, North Oaks, MN; Nick Frandsen, North Oaks, MN; Holly Frandsen, North Oaks, MN; and Paige Frandsen, North Oaks, MN, filed to join the Dennis Frandsen Family Group, which owns 25% or more of the shares of Frandsen Financial Corporation.	Newspaper: Federal Register:	Not available 05/27/2015

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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Institution	Location
NONE	

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District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending May 9, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
ADAMS BANK & TRUST	* Branch	Adams Bank and Trust, Ogallala, Nebraska, to establish a branch at 519 West Main Street #B, Sterling, Colorado.	Newspaper:	05/22/2015
			Federal Register:	Not applicable
CENTENNIAL BANK	* Branch	Centennial Bank, Centennial, Colorado, to establish a branch at 13700 East Arapahoe Road, Centennial, Colorado.	Newspaper:	05/13/2015
			Federal Register:	Not applicable
COMMERCE BANCORP, INC.	* 3A3	Commerce Bancorp, Inc., Duncan, Oklahoma, to acquire 100 percent of the voting shares of Anadarko Bank and Trust Company, Anadarko, Oklahoma.	Newspaper:	Not available
			Federal Register:	Not available
LIBERTY BANCORP, INC.	* 3A1	Liberty Bancorp, Inc., to become a bank holding company upon the conversion of BankLiberty, both in Liberty, Missouri, to a commercial bank.	Newspaper:	Not available
			Federal Register:	Not available
UNIBANC CORP.	* 3A3 4c8	UniBanc Corp., Maywood, Nebraska, to acquire 100 percent of the voting shares of Bank of Stapleton, Stapleton, Nebraska. UniBanc Corp., Maywood, Nebraska, to acquire substantially all of the nonbank assets of Stapleton Investment Company, Stapleton, NE, and thereby engage in general insurance activities in a town with a population of less than 5,000.	Newspaper:	06/02/2015
			Federal Register:	06/01/2015
WELLS BANCSHARES, INC.	* 3A3 * 3A5	Wells Bancshares, Inc., Platte City, Missouri, to retain up to 20 percent of the voting shares of Bedison Bancshares, Inc., Platte City, Missouri, parent of Bank CBO, Oregon, Missouri. Wells Bancshares, Inc., Platte City, Missouri, to acquire 100 percent of the voting shares of Bedison Bancshares, Inc., Platte City, Missouri, parent of Bank CBO, Oregon, Missouri. Bedison Bancshares, Inc. will merge with and into Wells Bancshares, Inc.	Newspaper:	06/06/2015
			Federal Register:	06/05/2015
WEST POINT BANCORP, INC.	CIC	Notice by R. Dean Phillips, Las Vegas, Nevada, to acquire control of West Point Bancorp, Inc., parent of F & M Bank, both in West Point, Nebraska; and Town & Country Bank, Las Vegas, Nevada.	Newspaper:	05/29/2015
			Federal Register:	05/11/2015

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 May 9, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMERIBANCSHARES, INC.	* 3A5	AmeriBancShares, Inc., Wichita Falls, Texas, and AmeriBancShares, of Delaware, Inc., Wilmington, Delaware, to acquire Northern Bancshares, Inc., and therefore indirectly First National Bank of Chillicothe, both of Chillicothe, Texas.	Newspaper: Federal Register:	Not available 06/08/2015
SECURITY HOLDING COMPANY	CIC	Retroactive notice by James F. Kemp, Karen Sybil Kemp, Cynthia Susan Kemp, Keith Keller, Marjorie Keller, Stacy Lynn Loth, Kory Allen Keller, Mark Durst, Kay Keller Durst, and Daniel Wesley Kemp, all of Fredericksburg, Texas; Brian Daniel Kemp of San Marcos, Texas; Stephanie Ann Iglar of San Angelo, Texas; Kristy Kay LeJeune of College Station, Texas; Kimberly Durst Bonnen of Friendswood, Texas; Kathleen Keller of Hye, Texas; and James L. Hayne, San Antonio, Texas, as trustee of the James L. Hayne, Ranch Trust of 2001 and Roxana C. Hayne, Ranch Trust of 2001; collectively, to retain control of 25 percent or more of the shares of Security Holding Company, and indirectly Security State Bank & Trust, both of Fredericksburg, Texas.	Newspaper: Federal Register:	Not available 05/05/2015

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.

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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 May 9, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANNER CORPORATION	* 3A3	Banner Corporation and Banner Merger Sub, LLC, both of Walla Walla, Washington, to acquire 100 percent of the voting shares of Starbuck Bancshares, Inc., Seattle, Washington, and thereby indirectly acquire American West Bank, Spokane, Washington.	Newspaper: Federal Register:	Not available 03/02/2015
Elements Merger Sub, LLC	* 3A1	Elements Mergers Sub, LLC, Walla Walla, Washington, to become a bank holding company by acquiring 100 percent of AmericanWest Bank, Spokane, Washington.	Newspaper: Federal Register:	Not available Not available
NHB HOLDINGS, INC.	CIC	Brink Investments, Christina Ann Fink, Orlando, Florida, Robert Thomas Fink, Fayetteville, Arkansas, and Timothy Russell Brose, St. Petersburg, Florida, for approval to retain over 10 percent of the voting shares of NHB Holdings, Inc., which owns Proficio Bank, both of Cottonwood Heights, Utah.	Newspaper: Federal Register:	07/15/2014 Not available

* Subject to the provisions of the Community Reinvestment Act

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.

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- 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