
Federal Reserve Release



H.2

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

No. 41

Week Ending October 10, 2015

Bank Holding Companies

Royal Bank of Canada, Montreal, Canada, and RBC USA Holdco Corporation, New York, New York -- to acquire City National Corporation, Los Angeles, California, and thereby indirectly acquire City National Bank; election by RBC USA Holdco Corporation to become a financial holding company; and one-year extension of time for RBC USA Holdco Corporation to comply with the Board's capital plan and stress-testing rules.

- Approved, October 5, 2015

Forms

Forms -- initial Board review to extend without revision the Consolidated Holding Company Report of Equity Investments in Nonfinancial Companies (FR Y-12), Annual Report of Merchant Banking Investments Held for an Extended Period (FR Y-12A), Domestic Branch Notification (FR 4001), Suspicious Activity Report (FR 2230), and disclosure requirements of Subpart H of Regulation H (Reg H-7).

- Proposed, October 8, 2015

Personnel

Division of Reserve Bank Operations and Payment Systems -- appointment of Jennifer Chang as assistant director and Lisa Hoskins as senior adviser.

- Approved, October 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**

San Francisco

Commonwealth Business Bank, Los Angeles, California -- to establish a branch at 3030 Lyndon B. Johnson Freeway, Dallas, Texas.

- Approved, October 9, 2015

Richmond

First Bank, Troy, North Carolina -- to establish a branch at 639 West 15th Street, Washington.

- Approved, October 8, 2015

Chicago

Rolling Hills Bank & Trust, Atlantic, Iowa -- to establish a branch at 1404 16th Street, Wheatland, Wyoming.

- Approved, October 8, 2015

Cleveland

The Twin Valley Bank, West Alexandria, Ohio -- to establish a branch at 251 West Washington-Jackson Road, Eaton.

- Approved, October 7, 2015

Bank Holding Companies

Richmond

CCB Bankshares, Inc., South Hill, Virginia -- to become a bank holding company by acquiring Citizens Community Bank, South Hill.

- Approved, October 8, 2015

Bank Holding Companies

Kansas City

Central Bancshares of Kansas City, Inc., Kansas City, Missouri -- to engage in community development activities.

- Approved, October 9, 2015

Atlanta

Flagler Bancshares Corporation, North Palm Beach, Florida -- to become a bank holding company by acquiring Flagler Bank, West Palm Beach.

- Approved, October 8, 2015

Dallas

Independent Bank Group, Inc., McKinney, Texas -- to acquire Grand Bank, Dallas.

- Approved, October 5, 2015

Chicago

Portage County Bancshares, Inc., Almond, Wisconsin -- to acquire Bancroft State Bank, Bancroft, which will subsequently merge with and into Portage County Bank, Almond.

- Approved, October 5, 2015

Bank Mergers

Philadelphia

First Citizens Community Bank, Mansfield, Pennsylvania -- to merge with The First National Bank of Fredericksburg, Fredericksburg, through acquisition of assets and assumption of liabilities.

- Approved, October 7, 2015

Bank Mergers

Chicago

Washington State Bank, Washington, Iowa -- to purchase certain assets and assume certain liabilities of Columbus Junction State Bank, Columbus Junction, and thereby establish a branch.

- Approved, October 8, 2015

Banks, Foreign

San Francisco

KasikornBank Public Company Limited, Bangkok, Thailand -- to establish a representative office in Los Angeles, California, as part of the downgrading of its Los Angeles agency office.

- Returned, October 5, 2015

Director, BS&R

Royal Bank of Canada, Montreal, Canada -- to establish a limited federal branch in Jersey City, New Jersey.

- Approved, October 8, 2015

Banks, Nonmember, and Miscellaneous Institutions

Director, BS&R

EJF Capital LLC, Arlington, Virginia -- relief from certain commitments.

- Granted, October 6, 2015

Change in Bank Control

Chicago

First Independence Corporation, Detroit, Michigan -- to retain control of First Independence Corporation and its subsidiary, First Independence Bank, Detroit.

- Withdrawn, October 5, 2015

Change in Bank Control

Richmond

Independence Bancshares, Inc., Greenville, South Carolina -- change in bank control of Independence Bancshares, Inc. and its subsidiary, Independence National Bank, Greenville.

- Withdrawn, October 7, 2015

Richmond

Palmetto Heritage Bancshares, Inc., Pawleys Island, South Carolina -- change in bank control of Palmetto Heritage Bancshares, Inc. and its subsidiary, Palmetto Heritage Bank & Trust, Pawleys Island.

- Permitted, October 9, 2015

Minneapolis

Signature Bancshares, Inc., Minnetonka, Minnesota -- to retain control of Signature Bancshares, Inc. and its subsidiary, Signature Bank, Minnetonka.

- Permitted, October 7, 2015

Extensions of Time

Secretary

Goldman Sachs Bank USA, New York, New York -- extension to October 30, 2015, of the comment period on the application to assume certain liabilities and acquire certain assets of GE Capital Bank, Holladay, Utah.

- Granted, October 5, 2015

Financial Holding Companies

Kansas City

Tri-County Financial Corporation, Wellington, Kansas -- election to become a financial holding company.

- Effective, October 5, 2015

Savings and Loan Holding Companies

Director, BS&R

Financial Services Partners Fund I LLC, Washington, D.C.; Hovde Acquisition I, LLC; et al. -- relief from certain commitments.

- Granted, October 5, 2015

District: 1**Federal Reserve Bank of Boston****Filings received during the week ending October 10, 2015**

Filer	Filing Type	Filing Proposal	End of Comment Period	
MAINE COMMUNITY BANCORP, MHC	* 3A1	Maine Community Bancorp, MHC and Maine Community Bancorp, Inc., both of Westbrook, Maine, to become a mutual bank holding company and a stock holding company, respectively, by acquiring Biddeford Savings Bank, Biddeford, Maine and Mechanics Savings Bank, Auburn, Maine, pursuant to sections 3(a) (1) and 3(a)(3) of the Bank Holding Company Act of 1956, as amended.	Newspaper:	Not available
	* 3A3		Federal Register:	10/30/2015
MARBLEHEAD BANK	* Branch	Application by Marblehead Bank, Marblehead, Massachusetts to establish a branch at 125 Canal Street, Salem, Massachusetts, pursuant to Section 208.6 of Regulation H.	Newspaper:	10/18/2015
			Federal Register:	Not applicable
PB BANCORP, INC.	* MHC	Application by PB Bancorp, Inc., a newly formed Maryland corporation, Putnam, Connecticut, to acquire 100% of the outstanding capital stock of Putnam Bank, also of Putnam, Connecticut, pursuant to regulations 12 CFR §§ 239.55 and 238.11, in connection wi the second-step conversion of Putnam Bancorp, MHC from mutual to stock form and the merger of PB Bancorp, Inc., with and into a merged entity of Putnam Bancorp, MHC and PSB Holdings, Inc., with PB Bancorp, Inc. as the survivor.	Newspaper:	Not available
	Conversion * SLHC Formation		Federal Register:	10/15/2015

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
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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 October 10, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
CITIBANK, N.A.	Investment	Citibank, N.A., Sioux Falls, South Dakota and Citibank Overseas Investment Corporation, New Castle, Delaware, pursuant to Section 211.9(f) of Regulation K, to make an investment.	Newspaper: Federal Register:	Not applicable Not applicable
GOLDMAN SACHS BANK USA	* 18C	Goldman Sachs Bank USA, New York, New York, to purchase certain non-financial assets and assume certain deposit liabilities of GE Capital Bank, Holladay, Utah.	Newspaper: Federal Register:	10/30/2015 Not applicable

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District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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Institution	Location

NONE

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District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending October 10, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period
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

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District: 4**Federal Reserve Bank of Cleveland****Filings received during the week ending October 10, 2015**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST NATIONAL FINANCIAL CORPORATION	CIC	Notice of Change in Control filed by Garth Rex Greer, London, KY of his intent to individually acquire in excess of 10% of the voting shares of First National Financial Corporation, Manchester, KY.	Newspaper: Federal Register:	10/07/2015 10/13/2015
GILLMOR FINANCIAL SERVICES, INC.	4c8	Notice by Gillmor Financial Services, Inc. to engage directly in lending activities pursuant to Section 225.28(b)(1).	Newspaper: Federal Register:	Not applicable 10/15/2015
OLD FORT BKG CO ESOP	* 3A1	Filing by The Old Fort Banking Company Employee Stock Ownership and 401(k) Plan-ESOP Component Trust, Old Fort, Ohio ("ESOP") to form a bank holding company through its acquisition of 45 percent of the outstanding common shares of Gillmor Financial Services, Inc., Old Fort, Ohio, and indirectly acquire control of The Old Fort Banking Company, Old Fort, Ohio.	Newspaper: Federal Register:	10/19/2015 10/23/2015

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

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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 October 10, 2015**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BB&T CORPORATION	* 3A5	BB&T Corporation, Winston-Salem, North Carolina, to acquire 100% of the voting securities of National Penn Bancshares, Inc., Allentown, Pennsylvania, and thereby indirectly acquire National Penn Bank, Allentown, Pennsylvania.	Newspaper: Federal Register:	Not available 10/30/2015
BENCHMARK COMMUNITY BANK	* Branch	Benchmark Community Bank, Kenbridge, Virginia, intends to open a new branch at 1775 Graham Avenue, Suite 204, Henderson, North Carolina.	Newspaper: Federal Register:	10/12/2015 Not applicable
BNC BANCORP	* 3A5	BNC Bancorp, High Point, North Carolina, to acquire 100% of the voting securities of Southcoast Financial Corporation, Mount Pleasant, South Carolina, and thereby indirectly acquire Southcoast Community Bank, Mount Pleasant, South Carolina.	Newspaper: Federal Register:	Not available Not available
HOMETRUST BANK	Member	HomeTrust Bank, Asheville, North Carolina, has submitted an application for membership into the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable
MIDDLEBURG BANK	* Branch	Middleburg Bank, Middleburg, Virginia, to establish a branch at 1600 Forest Avenue, Richmond, Virginia.	Newspaper: Federal Register:	10/22/2015 Not applicable
PREMARA FINANCIAL, INC.	CIC	Mr. Richard H. Thut, Orrville, Ohio, to control up to 23.72% of the voting shares of Premara Financial, Inc., Charlotte, North Carolina.	Newspaper: Federal Register:	10/23/2015 10/22/2015
SANDY SPRING BANK	* Branch	Sandy Spring Bank, Olney, Maryland, to establish a branch at 1299 Pennsylvania Avenue NW, Washington, D.C.	Newspaper: Federal Register:	Not available Not applicable

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.

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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 October 10, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
CUMBERLAND BANCORP, INC	CIC	Anthony T. Moore, Allison T. Moore, both of Burns, Tennessee, and Southeastern Bancorp, Inc., Dickson, Tennessee, to retain 10 percent or more of the outstanding shares of Cumberland Bancorp, Inc., and its subsidiary, Cumberland Bank & Trust, both of Clarksville, Tennessee.	Newspaper: Federal Register:	Not available 10/15/2015
FIRST FLORIDA BANK	* Branch	First Florida Bank, Destin, Florida, to establish a branch located at the intersection of U.S. highway 331-S and Lagrange Road, Freeport, Florida.	Newspaper: Federal Register:	Not available Not applicable
OCEAN BANKSHARES, INC.	CIC	After-the-fact notification filed by: 1) A. Alfonso Macedo, Adriana Macedo Moncayo, Olga E. Macedo, and Sandra Macedo Moncayo (the Macedo Family); 2) Javier Macedo Rodriguez, Belkis Macedo de Graterol, Candida Isabel Macedo Rodriguez, and Nelly Macedo Rodriguez (the Rodriguez Family); and 3) Ernesto de Abreu Gonzalez, Carmen Elena de Abreu, Mercedes Coromoto de Abreu Gonzalez, and Jose Alberto de Abreu Gonzalez (the Gonzalez Family) and the Macedo, Rodriguez, and Gonzalez Families' multiple related companies, partnerships, trusts, and trustees to maintain control of Ocean Bankshares, Inc. (Bankshares) and its subsidiary, Ocean Bank (Bank), both of Miami, Florida, pursuant to the Change in Bank Control Act of 1978.	Newspaper: Federal Register:	08/27/2015 Not available
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:	10/09/2015 10/01/2015

* Subject to the provisions of the Community Reinvestment Act

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 October 10, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
ALBANY BANCSHARES, INC.	* 3A3	Albany Bancshares, Inc., Albany, Illinois, to acquire 100 percent of the voting shares of Port Byron State Bank, Port Byron, Illinois.	Newspaper:	Not available
			Federal Register:	10/23/2015
BAYLAKE BANK	* 18C * Branch	Baylake Bank, Sturgeon Bay, Wisconsin, to merge with Union State Bank. As a result of the merger, Baylake Bank, Sturgeon Bay, Wisconsin, will establish branch offices at 222 Ellis Street, Kewaunee, Wisconsin; 3223 Main Street, Green Bay, Wisconsin; 931 Maquette Drive, Kewaunee, Wisconsin; and, 2221 Lincoln Avenue, Two Rivers, Wisconsin.	Newspaper:	Not available
			Federal Register:	Not applicable
CHEMICAL BANK	* Branch	Chemical Bank, Midland, Michigan applied to the Federal Reserve Board for permission to establish a mobile branch (courier service) that will serve business customers in the following counties: Alcona, Allegan, Alpena, Antrim, Arenac, Bay, Barry, Benzie, Berrien, Branch, Calhoun, Cass, Cheboygan, Charlevoix, Clare, Crawford, Emmet, Gladwin, Grand Traverse, Gratiot, Hillsdale, Huron, Ionia, Iosco, Isabella, Kalamazoo, Kalkaska, Kent, Lake, Leelanau, Manistee, Mason, Mecosta, Midland, Missaukee, Montcalm, Montmorency, Newaygo, Ogemaw, Osceola, Oscoda, Otsego, Ottawa, Presque Isle, Roscommon, Saginaw, Sanilac, Tuscola, Van Buren, and Wexford.	Newspaper:	Not available
			Federal Register:	Not applicable
EASTER ENTERPRISES, INC.	CIC	Notice by Paul D. Easter, Des Moines, Iowa, individually, and the Easter Family Control Group, as a group acting in concert, to retain control of Easter Enterprises, Inc., Spencer, Iowa, and thereby indirectly retain control of Farmers Trust and Savings Bank, Spencer, Iowa. The Easter Family Control Group consists of Paul D. Easter, Des Moines, Iowa; Sandra Easter, Des Moines, Iowa; L. Donald Easter Trust, Des Moines, Iowa (Co-Trustees: Paul Easter, Jane Bahls, David Easter, and Martha Easter-Wells,); Estate of the Marian W. Easter Trust, Des Moines, IA (Paul Easter Executor); Jane Bahls, Rock Island, Illinois; David and Maud Easter, Delmar, New York; Martha Easter-Wells and Kriss Wells, LeClaire, Iowa; Ken Easter, Des Moines, Iowa; Jeremy Easter, West Des Moines, Iowa; Greg Easter, Minneapolis, Minnesota; Matt Easter, DPO, AP; Jeff Easter, San Francisco, California; Austin Wells, Mentor, OH and Linda Wells, Minneapolis, Minnesota; Jan Stump, West Des Moines, Iowa; Daniel Bahls, Springfield, Massachusetts; Timothy Bahls, Madison, Wisconsin; and Angela Cummins, Tucson, Arizona.	Newspaper:	Not available
			Federal Register:	10/22/2015

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending October 10, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
EDGEWATER BANCORP, INC.	* 3A1	Edgewater Bancorp, Inc., St. Joseph, Michigan, to become a Bank Holding Company following the conversion of its subsidiary bank, Edgewater Bank, St. Joseph, Michigan, from a federal savings bank to a Michigan state chartered bank.	Newspaper: Federal Register:	10/16/2015 10/19/2015
FFW CORPORATION	* 3A1	FFW Corporation, Wabash, Indiana, to become a Bank Holding Company following the conversion of its subsidiary bank, Crossroads Bank, Wabash, Indiana, from a federal savings bank to an Indiana state chartered Commercial Bank.	Newspaper: Federal Register:	Not available Not available
FIRST INDEPENDENCE CORPORATION	CIC	The Donald living Trust request for approval of change of control of First Independence Corporation and First Independence Bank, Detroit Michigan.	Newspaper: Federal Register:	Not available Not available
FIRST MERCHANTS CORPORATION	* 3A5	First Merchants Corporation, Muncie, Indiana, to acquire via merger 100 percent of Ameriana Bancorp, New Castle, Indiana, and thereby indirectly acquire Ameriana Bank, New Castle, Indiana.	Newspaper: Federal Register:	Not available 11/02/2015
FIRST MIDWEST BANCORP, INC.	* 3A5 * 18C * Branch	First Midwest Bancorp, Inc., Itasca, Illinois, to acquire Peoples Bancorp, Inc., Arlington Heights, Illinois and thereby indirectly acquire The Peoples Bank of Arlington Heights, Illinois and the related merger proposal pursuant to section 18c of the Federal Deposit Insurance Act and section 9 of the Federal Reserve Act, by First Midwest Bank, Itasca, Illinois to merge with The Peoples Bank of Arlington Heights, Arlington Heights, Illinois ("TPB") and to establish two branches at the current locations of TPB.	Newspaper: Federal Register:	Not available 10/30/2015
LEVEL ONE BANCORP, INC.	CIC	Notice by James L. Bellinson, Bloomfield Township, MI, Eric Todd, York Township, MI, Neil Glaser, Brooklyn, NY, and Susan Bellinsor City Island, NY, as a group acting in concert, to acquire control of 10 percent or more of the voting shares of Level One Bancorp, Inc., and thereby indirectly acquire control of Level One Bank, both of Farmington Hills, MI	Newspaper: Federal Register:	Not available 10/27/2015
WB BANCORP, INC.	CIC	Notice by William M. Pfeffer, New Berlin, Illinois, individually and acting in concert with Mary Bobette Gerlach, Springfield, Illinois; Betsy Pech, Lincoln, Illinois; and Barbara Pfeffer, Herrin, Illinois, as beneficiaries of the Robert Pfeffer Trust, as amended June 14, 1999, to control more than 50 percent of the voting shares of WB Bancorp, Inc., New Berlin, Illinois; and thereby indirectly control Warren-Boynton State Bank, New Berlin, Illinois.	Newspaper: Federal Register:	10/16/2015 09/14/2015

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 October 10, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST WESTERN BANK	* Branch	First Western Bank, Booneville, Arkansas, to establish a branch facility to be located at 1106 S. Walton Boulevard, Bentonville, Arkansas.	Newspaper:	10/17/2015
			Federal Register:	Not applicable

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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Institution	Location

NONE

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District: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending October 10, 2015**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANCOMMUNITY SERVICE CORPORATION	CIC	Lee H. Pell, Saint Peter, Minnesota, individually and as co-trustee of the William C. Pell Testamentary Trust, Saint Peter, Minnesota, ("William Pell Trust"), to retain 10 percent or more of the shares of BanCommunity Service Corporation, Saint Peter, Minnesota. In addition, William Pell Trust, its other co-trustee: Shari L. Brostrom, Kasota, Minnesota, and W. Benjamin Pell, Saint Peter, Minnesota, James Brostrom, Kasota, Minnesota, Matthew Brostrom, Saint Peter, Minnesota, Pell, Inc., Saint Peter, Minnesota, Brittany A. Pell, Saint Peter, Minnesota, Joanna L. Pell, Saint Peter, Minnesota; Kristina L. Pell, Minneapolis, Minnesota, the Sandra S. Pell Irrevocable Trust, Saint Peter, Minnesota, its trustee Paul H. Tanis, Jr., Saint Peter, Minnesota, Linda M. Pell, Saint Peter, Minnesota, Lola Grace Pell, Saint Peter, Minnesota, Samantha T. Pell, Saint Peter, Minnesota, Sandra S. Pell, Saint Peter, Minnesota, and Thomas C. Pell, Saint Peter, Minnesota, as a group acting in concert, to retain 10 percent or more of the shares and BanCommunity Service Corporation, Saint Peter, Minnesota, and thereby retain control of First National Bank Minnesota, Saint Peter, Minnesota.	Newspaper: Federal Register:	Not available 10/07/2015
GOOSE RIVER HOLDING COMPANY	CIC	Change in Control notice by James L. Williams III, Casselton, North Dakota, to acquire 25 percent or more of the shares of Goose River Holding Company, Mayville, North Dakota, and thereby indirectly gain control of The Goose River Bank, Mayville, North Dakota.	Newspaper: Federal Register:	Not available 10/19/2015
LIBERTY FINANCIAL SERVICES OF ST. CLOUD, INC.	* 3A1 Member	Liberty Financial Services of Saint Cloud, Inc., Saint Cloud, Minnesota, to become a bank holding company by converting its wholly-owned subsidiary, Liberty Savings Bank, FSB, Saint Cloud, Minnesota, from a federal savings bank to a Minnesota state-chartered bank to be known as Liberty Bank Minnesota. In addition, Liberty Financial Services of Saint Cloud, Inc., Saint Cloud, Minnesota elects to be a financial holding company. Also, Liberty Savings Bank, FSB, Saint Cloud, Minnesota, to be known as Liberty Bank Minnesota, seeks to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not available 11/06/2015

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
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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 October 10, 2015**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BLUE VALLEY BAN CORP.	CIC	Notification submitted by T. Bruce McKee, Lawrence, Kansas; Nancy A. McKee, Lawrence Kansas; Heather Regnier, Los Angeles, California; and Jennifer Regnier, Los Angeles, California; as members of the Robert D. Regnier family group, to retain control of Blue Valley Ban Corp., Overland Park, Kansas, parent of Bank of Blue Valley, Overland Park, Kansas.	Newspaper: Federal Register:	10/21/2015 10/07/2015
CAPITAL BANK HOLDINGS, INC.	* 3A1	Capital Bank Holdings, Inc., Tulsa, Oklahoma, to become a bank holding company through the acquisition of 100 percent of the voting shares of Freedom Bank of Oklahoma, Tulsa, Oklahoma. Essay Bank Holdings, LLC, Tulsa, Oklahoma, to become a bank holding company through the acquisition of 20 percent of the voting shares of Capital Bank Holdings, Inc., Tulsa, Oklahoma.	Newspaper: Federal Register:	11/01/2015 11/02/2015
CB BANCSHARES CORP	CIC	CB Bancshares Trust and Suresh Ramamurthi, as trustee, both in Topeka, Kansas, to acquire control of CB Bancshares Corp, parent of CBW Bank, both in Weir, Kansas.	Newspaper: Federal Register:	Not available 10/14/2015
DOCKING BANCSHARES, INC.	CIC	Notice submitted by William R. Docking, Arkansas City, Kansas; Thomas R. Docking and Brian T. Docking, both of Wichita, Kansas, to retain control of Docking Bancshares, Inc., parent of Union State Bank, Arkansas City, Kansas, and City Bank & Trust Company, Guymon, Oklahoma.	Newspaper: Federal Register:	10/14/2015 10/13/2015
DONIPHAN BANCSHARES, INC	CIC	Notification submitted by Steven L. Anderson and L.F. Anderson, both of Hastings, Nebraska, and Linda K. Anderson, Rochester, Minnesota, to acquire control of Doniphan Bancshares, Inc., Doniphan, Nebraska, parent of the Bank of Doniphan, Doniphan, Nebraska.	Newspaper: Federal Register:	Not available Not available
DONIPHAN BANCSHARES, INC	CIC	Notification submitted by Kenneth S. Turner and Steven R. Turner, both of Trumbull, Nebraska, and Dennis E. Turner, Hastings, Nebraska, to acquire control of Doniphan Bancshares, Inc., Doniphan, Nebraska, parent of the Bank of Doniphan, Doniphan, Nebraska.	Newspaper: Federal Register:	Not available Not available
GEMINI BANCSHARES, INC.	4c8	Gemini Bancshares, Inc., Monument, Colorado, proposes to engage in the establishment of a nonbanking subsidiary, Integrity Trust Company.	Newspaper: Federal Register:	Not applicable Not applicable
PINNACLE BANCORP, INC.	* 3A3	Pinnacle Bancorp, Inc., Central City, Nebraska, to acquire 100 percent of the voting shares of Woodhaven National Bank, Fort Worth, Texas.	Newspaper: Federal Register:	10/24/2015 10/23/2015

District: 10**Federal Reserve Bank of Kansas City****Filings received during the week ending October 10, 2015**

Filer	Filing Type	Filing Proposal	End of Comment Period	
RAE VALLEY FINANCIALS, IN	CIC	Notification submitted by Rick Chochon, Columbus, Nebraska; R&T Capital, LLC, Columbus, Nebraska; Revocable Trust Agreement of Thomas K. Hermansen and Charlene A. Hermansen (Trust), Cassville, Missouri; Charlene Hermansen, Cassville, Missouri, individually and as trustee of Trust; Lance Hermansen, St. Libory, Nebraska; Scott Mueller, Columbus, Nebraska; Jordan Mueller, Columbus, Nebraska; Brandon Mueller, Lincoln Nebraska; Bruce Mueller, Columbus, Nebraska; and Rod Hassebrook, Platte Center, Nebraska to acquire control of Rae Valley Financials, Inc., Petersburg, Nebraska, parent of Petersburg State Bank, Petersburg, Nebraska.	Newspaper:	Not available
			Federal Register:	Not available
VINTAGE BANCORP, INC.	3A1	Vintage Bancorp, Inc., Wichita, Kansas, to become a bank holding company through the reorganization of 100 percent of the voting shares of Vintage Bank Kansas, Leon, Kansas.	Newspaper:	Not applicable
			Federal Register:	Not applicable

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.

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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
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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

District: 11**Federal Reserve Bank of Dallas****Filings received during the week ending October 10, 2015**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CENTRABANC CORPORATION	CIC	Prior Notice by Thomas George Chase, Jr., Waco, Texas, to acquire and control 14.29 percent or more of CentraBanc Corporation, Waco, Texas, and indirectly Central National Bank, Waco, Texas.	Newspaper:	Not available
			Federal Register:	10/15/2015
KLEBERG AND COMPANY BANKERS, INC.	CIC	Mia Armstrong Brous, as Trustee of the Jorgensen 2011 Descendants Trust and the Catharine C. Whittenburg Testamentary Trust; Catharine Coble Armstrong Jorgensen, Individually and as Trustee of the Catharine C. Whittenburg Testamentary Trust; Catharine C. Whittenburg Armstrong, as Trustee of the Catharine C. Whittenburg Testamentary Trust; and Stewart L. Armstrong, Individually and as Trustee of The Alice Foultz 2015 Kleberg Bank Stock Trust, The Martin W. Clement II 2015 Kleberg Bank Stock Trust, The Leslie Clement Family Trust 2015 Kleberg Bank Stock Trust, The Henrietta P. C. Hildebrand Trust of 2007 2015 Kleberg Bank Stock Trust, The Ida Cleme Steen 2015 Kleberg Bank Stock Trust, The Charles M. Armstrong III 2015 Kleberg Bank Stock Trust, The Stewart L. Armstrong, Jr. 2015 Kleberg Bank Stock Trust, and The Mia Armstrong Brous 2015 Kleberg Bank Stock Trust (together comprising the "Armstrong Family Group") with respect to Kleberg & Company Bankers, Inc., Kingsville, Texas, and indirectly Kleberg Bank, N.A., Kingsville, Texa	Newspaper:	10/10/2015
			Federal Register:	10/07/2015
PIONEER BANCSHARES, INC.	* 3A5	Application by Pioneer Bancshares, Inc., Dripping Springs, Texas, to acquire by merger 100 percent of FC Holdings, Inc., and indirectly First Community Bank, National Association, both of Sugar Land, Texas.	Newspaper:	Not available
			Federal Register:	10/29/2015
PLAINSCAPITAL BANK	* Branch	Application by PlainsCapital Bank, Dallas, Texas, to establish a branch at 201 West 5th Street, Austin, Texas 78701.	Newspaper:	Not available
			Federal Register:	Not applicable
RELATIONSHIP FINANCIAL CORPORATION	CIC	Kent Steven McKinney and Janet Martin McKinney, as trustees of the McKinney Living Revocable Trust u/a/d 8/3/99, all of Kerrville, Texas, individually, and together with the trust constituting a "McKinney Family Control Group", to acquire control of Relationship Financial Corporation, and therefore indirectly, Guadalupe National Bank, both of Kerrville, Texas.	Newspaper:	Not available
			Federal Register:	Not available

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.

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

District: 12**Federal Reserve Bank of San Francisco****Filings received during the week ending October 10, 2015**

Filer	Filing Type	Filing Proposal	End of Comment Period	
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:	07/15/2014
			Federal Register:	Not available
OAK VALLEY COMMUNITY BANK	* 18C	Oak Valley Community Bank, Oakdale, California, to merge Mother Lode Bank, Sonora California, with and into Oak Valley Community Bank, Oakdale, California, with Oak Valley Community Bank being the surviving Bank.	Newspaper:	Not available
			Federal Register:	Not applicable
PACIFIC PREMIER BANCORP, INC.	* 3A3 * 18C * Branch	Pacific Premier Bancorp, Inc., Irvine, California to acquire via merger Security California Bancorp, and thereby indirectly acquire Security Bank of California, both of Riverside, California; 2)Pacific Premier Bank, Irvine, California, to merge with Security Bank of California, Riverside, California; and 3)Pacific Premier Bar Irvine, California, to acquire six branch offices of Security Bank of California, Riverside, California.	Newspaper:	Not available
			Federal Register:	Not available
SILICON VALLEY BANK	PWI	Silicon Valley Bank, Santa Clara, California, requests prior approval to make a public welfare investment in the amount of \$50 million in the Northern California Investment Fund II. L.P.	Newspaper:	Not applicable
			Federal Register:	Not applicable

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.

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

* Subject to the provisions of the Community Reinvestment Act