### **Federal Reserve Release**



*H.2* 

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

No. 4

Week Ending January 23, 2016

### Change in Bank Control

First American International Corporation, Brooklyn, New York -- change in bank control of First American International Corporation and its subsidiary, First American International Bank, Brooklyn.

- Permitted, January 21, 2016

PB Financial Group, Inc., Denver, Colorado -- withdrawal of the Board's July 7, 2015, denial letter disapproving a change in bank control notice by Justine Hurry to acquire PB Financial Group, Inc., and its subsidiary, Premier Bank, Denver, in light of the bank's closure.

- Approved, January 21, 2016

### **Enforcement**

Flagship Financial Group, Inc., Eden Prairie, Minnesota -- written agreement issued August 19, 2011, terminated January 14, 2016.

- Announced, January 19, 2016

Prospect Financial Corporation, Warwick, Rhode Island -- supervisory agreement issued by the Office of Thrift Supervision, dated October 6, 2010, terminated January 14, 2016.

- Announced, January 19, 2016

### H.2 Actions under delegated authority

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

### New York

Elmira Savings Bank, Elmira, New York -- to establish a branch at 602 West State Street, Ithaca.

- Approved, January 20, 2016

#### Richmond

Essex Bank, Richmond, Virginia -- to establish a branch at 10509 Judicial Drive, Fairfax.

- Approved, January 20, 2016

### Secretary

Fifth Third Bank, Cincinnati, Ohio -- to establish a temporary branch at 11330 Twin Eagles Boulevard, Naples, Florida.

- Approved, January 19, 2016

#### **Boston**

South Shore Bank, South Weymouth, Massachusetts -- to establish a branch at 680 Hancock Street, Quincy.

- Approved, January 20, 2016

### **Bank Holding Companies**

### Minneapolis

Bank Forward Employee Stock Ownership Plan and Trust, Fargo, North Dakota -- to retroactively become a bank holding company by retaining shares of Security State Bank Holding Company, Fargo, and thereby indirectly retain control of Bank Forward, Hannaford; and retroactive filing by Security State Bank Holding Company and indirectly Bank Forward Employee Stock Ownership Plan and Trust to engage in extending credit and servicing loans.

- Approved, January 19, 2016

#### Atlanta

CapStar Financial Holdings, Inc., Nashville, Tennessee -- to become a bank holding company by acquiring CapStar Bank, Nashville.

- Approved, January 21, 2016

### Kansas City

CSBO Holdings, Inc. ESOP, Ridgway, Colorado -- to become a bank holding company by acquiring shares of CSBO Holdings, Inc., Ridgway, and thereby indirectly acquire Citizens State Bank of Ouray, Ouray.

- Approved, January 20, 2016

#### Kansas City

CSBO Holdings, Inc., Ridgway, Colorado -- to become a bank holding company by acquiring Citizens State Bank of Ouray, Ouray.

- Approved, January 20, 2016

### Boston

Pentucket Bank Holdings, MHC, Haverhill, Massachusetts, and Pentucket Bancorp, Inc. -- to become a mutual holding company and a stock bank holding company, respectively, by acquiring Pentucket Bank, Haverhill.

- Approved, January 22, 2016

### **Bank Holding Companies**

#### San Francisco

RBB Bancorp, Los Angeles, California -- to merge with TFC Holding Company, Alhambra, and thereby indirectly acquire Tomato Bank.

- Approved, January 21, 2016

### **Bank Premises**

#### Richmond

Clear Mountain Bank, Bruceton Mills, West Virginia -- request to exceed the limit on investment in bank premises.

- Approved, January 20, 2016

### Change in Bank Control

### Philadelphia

Cornerstone Financial Corporation, Mount Laurel, New Jersey -- change in bank control of Cornerstone Financial Corporation and its subsidiary, Cornerstone Bank, Mt. Laurel.

- Permitted, January 21, 2016

#### Minneapolis

First Financial Corporation, Arthur, North Dakota -- to retain control of First Financial Corporation and its subsidiary, First State Bank of North Dakota, Arthur.

- Permitted, January 22, 2016

#### Chicago

Northwest Bancorporation of Illinois, Inc., Palatine, Illinois -- change in bank control of Northwest Bancorporation of Illinois, Inc., and its subsidiary, First Bank and Trust Company of Illinois, Palatine.

- Withdrawn, January 20, 2016

### Change in Bank Control

#### **Dallas**

Red River Bancorp, Inc., Gainesville, Texas -- to retain control of Red River Bancorp, Inc., and its subsidiary, First State Bank, Gainesville.

- Permitted, January 22, 2016

### **Extensions of Time**

### Chicago

Mid Illinois Bancorp, Inc. Employee Stock Ownership Plan, Peoria, Illinois -- extension to April 29, 2016, to become a bank holding company by acquiring shares of Mid Illinois Bancorp, Inc., Peoria, and thereby acquire control of South Side Trust and Savings Bank; and to engage in extending credit and servicing loans.

- Granted, January 22, 2016

### Secretary

New York Community Bancorp, Inc., Westbury, New York -- extension to February 16, 2016, of the comment period on the application to acquire Astoria Financial Corporation, Lake Success, and thereby acquire control of Astoria Bank, a savings and loan association, Long Island City.

- Granted, January 21, 2016

## Federal Reserve Bank of Boston Filings received during the week ending January 23, 2016

#### Filer Filing Type **Filing Proposal End of Comment Period** SPENCER MHC \* 3A3 Applications by: i) Spencer MHC, Spencer, Newspaper: Not available Massachusetts to merge with Green Valley \* 3A5 Federal Register: Not available Bancorp, MHC, Southbridge, Massachusetts (Green Valley MHC), with Spencer MHC as the surviving entity; and ii) Spencer Mid-Tier Holding Company, Spencer, Massachusetts (Spencer HC) to merge with Green Valley Bancorp, Inc. (GV Bancorp), Southbridge, Massachusetts, with Spencer HC as the surviving entity pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended. Upon consummation of the merger, Spencer Savings Bank and Southbridge Savings Bank will remain separate

and Spencer HC.

wholly-owned subsidiaries of Spencer MHC

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### **Federal Reserve Bank of Boston**

#### **Availability of CRA Public Evaluations**

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

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

O = Outstanding S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

RSSD

ID Institution / Location

CRA CRA

Exam Date Public Date Rating Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

### Federal Reserve Bank of New York

Filer	Filing Type	Filing Proposal	<b>End of Comment Period</b>	
NEW YORK COMMUNITY BANCORP, INC.	* 4c8	New York Community Bancorp, Inc., Westbury, New York, to acquire 100 percent of the voting shares of Astoria Financial Corporation, Lake Success, New York, and indirectly acquire Astoria Bank, Long Island City, New York, and thereby engage in extending credit and servicing loans, and in operating a savings association, pursuant to Section 4(c)(8) and 4(j) of the BHC Act of 1956, as amended, and Section 225.24 of Regulation Y.		01/09/2016 02/16/2016

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### 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 CRA CRA
ID Institution / Location Exam Date Public Date Rating Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

### Federal Reserve Bank of Philadelphia

### Filings received during the week ending January 23, 2016

Filer Filing Type Filing Proposal End of Comment Period

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### 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 CRA CRA
ID Institution / Location Exam Date Public Date Rating Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

### Federal Reserve Bank of Cleveland

### Filings received during the week ending January 23, 2016

Filer Filing Type Filing Proposal End of Comment Period

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### **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 CRA CRA
ID Institution / Location Exam Date Public Date Rating Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

### Federal Reserve Bank of Richmond

### Filings received during the week ending January 23, 2016

Filer Filing Type Filing Proposal End of Comment Period

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### 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 CRA CRA
ID Institution / Location Exam Date Public Date Rating Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

## District: 6 Federal Reserve Bank of Atlanta

Filer	Filing Type	Filing Proposal	End of Comment Period	
CHARTER FINANCIAL CORPORATION	* 3A1	Charter Financial Corporation, West Point, Georgia, to become a bank holding company for a moment in time by merging with CBS Financial Corporation, and thereby acquiring Community Bank of the South, both of Smyrna, Georgia.	Newspaper: Federal Register:	02/16/2016 02/18/2016
FIDELITY SOUTHERN CORPORATION	* 3A5	Fidelity Southern Corporation, Atlanta, Georgia, to merge with American Enterprise Bankshares, Inc., and thereby acquire its subsidiary, American Enterprise Bank, both of Jacksonville, Florida.	Newspaper: Federal Register:	Not available 02/05/2016
HERITAGE FIRST BANCSHARES, INC.	CIC	After the fact change in control notice filed by Andrew Charles Heaner, Atlanta, Georgia, to retain 25 percent or more of the outstanding shares of Heritage First Bancshares, Inc., and Heritage First Bank, both of Rome, Georgia.	Newspaper: Federal Register:	Not available 01/13/2016
MILLENNIUM BANCSHARES, INC.	3A1	Millennium Bancshares, Inc., Ooltewah, Tennessee, notice to become a bank holding company by acquiring 100 percent of the outstanding shares of Community Trust & Banking Company, Ooltewah, Tennessee.	Newspaper: Federal Register:	Not applicable 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
WASHINGTON/WILKES HOLDING COMPANY	CIC	After-the-fact change in control notice filed by Gerald O'Neill Norman, Lois Ann Garrard Norman, Deborah Norman Lewis, Gerald O'Neill Norman Jr., Caleb Michael Free, Derek Norman Free, all of Washington, Georgia; and Joyce M Norman, Dacula, Georgia, to retain 15.35 percent of the outstanding shares of Washington Wilkes Holding Company, and its subsidiary, F & M Bank, both of Washington, Georgia.	Newspaper: Federal Register:	Not available 02/03/2016

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### **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 CRA
Public Date Rating Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

### Federal Reserve Bank of Chicago

Filer	CIC	ACBT L.P., a Delaware limited partnership, Huntley, Illinois; Charles W. Ruth, Huntley, Illinois; Helen J. Ruth, Huntley, Illinois; William A. Ruth, Woodstock, Illinois; Mary H. Ruth, Woodstock, Illinois; Emily Ruth Smith, Lake in the Hills, Illinois; Eric L. Ruth, Huntley, Illinois; and Scott H. Ruth, Marengo, Illinois; as a group acting in concert, have applied to the Federal Reserve Board for permission to retain and obtain control over 17.26 percent of the voting shares of American Community Financial, Inc., Woodstock, Illinois, and thereby indirectly retain control of American Community Bank, Woodstock, Illinois.	End of Comment Period	
AMERICAN COMMUNITY FINANCIAL, INC.			Newspaper: Federal Register:	01/25/2016 01/27/2016
CALUMET BANCORPORATION INC.	* 3A5	Calumet Bancorporation, Inc., Chilton, Wisconsin, intends to merge with Calumet Bancshares, Inc., Brillion, Wisconsin and thereby indirectly acquire Calumet County Bank, Brillion, Wisconsin.	Newspaper: Federal Register:	Not available Not available
COMMUNITY SHORES BANK CORPORATION	CIC	Bruce John Essex, Jr., Spring Lake, Michigan, to acquire control of Community Shores Bank Corporation, Muskegon, Michigan and thereby indirectly acquire control of Community Shores Bank, Muskegon, Michigan.	Newspaper: Federal Register:	Not available Not available
EASTERN MICHIGAN FINANCIAL CORPORATION	* 3A5 * 18C	Eastern Michigan Financial Corporation, Croswell, Michigan, to merge with Ruth Bank Corporation, Ruth, Michigan and thereby acquire control of Ruth State Bank, Ruth, Michigan.	Newspaper: Federal Register:	Not available Not available
EASTERN MICHIGAN FINANCIAL CORPORATION	* 3A5 * 18C	Eastern Michigan Financial Corporation, Croswell, Michigan, to merge with Ruth Bank Corporation, Ruth, Michigan and thereby acquire control of Ruth State Bank, Ruth, Michigan.	Newspaper: Federal Register:	Not available 01/13/2016
FIRST BUSEY CORPORATION	* 3A5	First Busey Corporation, Champaign, Illinois, to merge with Pulaski Financial Corp., Saint Louis, Missouri, and thereby indirectly acquire Pulaski Bank, National Association, Creve Coeur, Missouri.	Newspaper: Federal Register:	02/11/2016 Not available
MERCHANTS BANCORP	4c8	Merchants Bancorp, Carmel, Indiana, proposes to engage in extending credit and servicing loans through a joint venture in Arclight Financial, LLC, Cinnaminson, New Jersey.	Newspaper: Federal Register:	Not applicable Not available
OAK PARK RIVER FOREST BANKSHARES, INC.	CIC	Walter F. Healy, Oak Park, Illinois, to acquire 15.5 percent of Oak Park River Forest Bankshares, Inc., Oak Park, Illinois and thereby indirectly acquire Community Bank Oak Park River Forest, Oak Park, Illinois.	Newspaper: Federal Register:	01/06/2016 Not available

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

### Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
VOGEL BANCSHARES, INC.	CIC	Notice by Jean E. Vogel, Erika G. Brossard, and	Newspaper:	Not available
		Anne N. Kooiman, all of Orange City, Iowa; DV	Federal Register:	01/27/2016
		Capital, L.L.C., with Drew F. Vogel and Jean E.		
		Vogel as members, all of Orange City, Iowa; Ian		
		D. Vogel and Maximillian O. Faidi, both of		
		Omaha, Nebraska; Mia K. Nelson, Carol Stream,		
		Illinois; Ali N. Goepfert, Lino Lakes, Minnesota;		
		Meika M. Vogel and Trevor A. Vogel, both of		
		Eden Prairie, Minnesota; Tyler F. Vogel,		
		Northfield, Minnesota; and Christopher W.		
		Vogel, Minneapolis, Minnesota, to join the		
		Vogel Family Control Group (currently		
		consisting of Franklin Vogel and Drew F. Vogel,		
		both of Orange City, Iowa; Wrede E. Vogel,		
		Luverne, Minnesota; and Blair D. Vogel, Omaha,		
		Nebraska) and retain control of 100 percent of		
		the voting shares of Vogel Bancshares, Inc.,		
		Orange City, Iowa, and thereby indirectly		
		control Iowa State Bank, Hull, Iowa.		

<sup>\*</sup> 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 CRA CRA
ID Institution / Location Exam Date Public Date Rating Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

### Federal Reserve Bank of St. Louis

### Filings received during the week ending January 23, 2016

Filer Filing Type Filing Proposal End of Comment Period

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### 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 Public Date Rating Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

### Federal Reserve Bank of Minneapolis

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
CITIZENS INVESTMENT CO., INC.	CIC	David L. Friedrichsen, Palm Harbor, Florida, and Robin R. Hanson, Farmington, Minnesota, to each acquire control of 25 percent or more of the shares of Citizens Investment Co., Inc., Glenville, Minnesota (Company), and thereby indirectly gain control of Citizens State Bank of Glenville, Glenville, Minnesota (Bank), as trustees of The Friedrichsen DLF Irrevocable Inheritance Trust dated December 8, 2015, Farmington, Minnesota (DLF Trust); The Friedrichsen KEF Irrevocable Inheritance Trust dated December 8, 2015, Farmington, Minnesota (KEF Trust); The Friedrichsen KMC Irrevocable Inheritance Trust dated December 8, 2015, Farmington, Minnesota (KMC Trust); and The Friedrichsen RRH Irrevocable Inheritance Trust dated December 8, 2015, Farmington, Minnesota (RRH Trust). In addition, David Friedrichsen, Robin Hanson, DLF Trust, KEF Trust, KMC Trust, and RRH Trust to retain and acquire Company shares, and thereby join the Friedrichsen family shareholder group acting in concert, which directly controls 25 percent or more of the shares of Company, and indirectly controls Bank.	Newspaper: Federal Register:	02/05/2016 01/29/2016

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### 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 CRA CRA
ID Institution / Location Exam Date Public Date Rating Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

### Federal Reserve Bank of Kansas City

Filer	Filing Type	Filing Proposal	End of Comment Period
ARLINGTON STATE BANC HOLDING COMPANY	CIC	Notification submitted by Phyllis J. Monke, Fremont, Nebraska; Thomas L. Monke, Arlington, Nebraska; Cynthia J. Lingren, Eryaman, Ankara in Turkey; and Jean M. Katt, Herman, Nebraska; as members of the Monke Family Group, to collectively acquire control of Arlington State Banc Holding Company, parent of Two Rivers State Bank, both of Blair, Nebraska. Additionally, Theodore E. Dimmitt, Fremont, Nebraska, to retain control of Arlington State Banc Holding Company.	Newspaper: Not available Federal Register: Not available
FIRST AMERICAN BANCORP	CIC	Notification submitted by Kristina Davidson, Greenwood Village, Colorado, to retain 25 percent or more of the shares of First American Bancorp, parent company of First American State Bank, both of Greenwood Village, Colorado. Additionally, Zachary Davidson and Tiffany Davidson, both of Nine Mile Falls, Washington; Shauna Cumin and Macaulay Kerr, both of Billings, Montana; Robert Kerr, Spokane Washington; Scott Kerr, Satellite Beach, Florida; the Joshua K. Davidson Irrevocable Trust, Brighton, Colorado; and the Michelle M. Davidson Irrevocable Trust, Englewood, Colorado, to be approved as members of the Davidson Family group, which acting in concert controls First American Bancorp.	Newspaper: 01/26/2016 Federal Register: 01/28/2016

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

### 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 CRA CRA
ID Institution / Location Exam Date Public Date Rating Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

## District: 11 Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
BASTROP BANCSHARES, INC.	CIC	Notice by Bastrop Bancshares, Inc. Employee Stock Ownership Plan, Bastrop, Texas ("ESOP"), and Amanda Lorraine Wickliffe, Bastrop, Texas; John Daniel Mican, Bastrop, Texas; Dianna Fiebrich Kana, Bastrop, Texas; Tammy Lynn Goertz, Rosanky, Texas; and Robert Edward Berryhill, Smithville, Texas, individually and as co-trustees of ESOP acting as a group in concert, to retain and acquire up to 24.9 percent of Bastrop Bancshares, Inc., Bastrop, Texas, and indirectly First National Bank of Bastrop, Bastrop, Texas.	Newspaper: Federal Register:	Not available Not available
FIRST COMMERCIAL FINANCIAL CORP	* 3A5	Application by First Commercial Financial Corp., Seguin Texas, to acquire by merger 100 percent of Jourdanton Bancshares, Inc., and indirectly, Jourdanton State Bank, both of Jourdanton, Texas.	Newspaper: Federal Register:	Not available 02/11/2016

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### 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 CRA CRA
ID Institution / Location Exam Date Public Date Rating Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

# District: 12 Federal Reserve Bank of San Francisco Filings received during the week ending January 23, 2016

Filer	Filing Type	Filing Proposal	End of Comme	nt Period
ALTAPACIFIC BANK	* Branch	AltaPacific Bank, Santa Rosa, California, to establish a branch office at 3400 Central Avenue, Suite 300, Riverside, California.	Newspaper: Federal Register:	Not available Not applicable
BANK OF HAWAII	* Branch	Bank of Hawaii, Honolulu, Hawaii, to establish a new branch office located at Springs Plaza, Chalan Ale Arnold, Gualo Rai, Saipain, MP.	Newspaper: Federal Register:	Not available Not applicable
NCAL BANCORP	* 3A3	NCAL Bancorp, Los Angeles, California, to acquire Commercial Bank of California, Irvine, California.	Newspaper: Federal Register:	Not available 02/08/2016
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
WESTAMERICA BANCORPORATION	CIC	Change in Bank Control Notice filed by T. Rowe Price Associates, Inc., Baltimore, Maryland, to retain 10 percent or more of Westamerica Bancorporation, and thereby indirectly in its subsidiary, Westamerica Bank, both of San Rafael, California.	Newspaper: Federal Register:	Not available Not available

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### 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 CRA CRA
ID Institution / Location Exam Date Public Date Rating Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act