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**Federal Reserve Release**

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*H.2*

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

*No. 37*

*Week Ending September 10, 2016*

Personnel

Division of Consumer and Community Affairs -- appointment of V. Nicole Bynum as deputy director.

- Approved, August 31, 2016

(A/C)

Regulations and Policies

Activities and Investments of Banking Entities -- interagency report, with recommendations, to Congress and the Financial Stability Oversight Council concerning activities and investments of supervised banking entities, in accordance with the Dodd-Frank Act.

- Announced, September 8, 2016

Countercyclical Capital Buffer -- final policy statement describing the framework the Board will follow in setting the countercyclical capital buffer for U.S.-based credit exposures.

- Approved, September 6, 2016

Enforcement

FirstFed Bancorp, Inc. Employee Stock Ownership Plan, Bessemer, Alabama, and FirstFed Bancorp, Inc. -- written agreement dated June 27, 2011, terminated September 1, 2016.

- Announced, September 6, 2016

**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**

## Boston

South Shore Bank, South Weymouth, Massachusetts -- to establish a branch at 275 Hancock Street, Quincy.

- Approved, September 9, 2016

**Bank Holding Companies**

## General Counsel

Citico Community Bancshares, Inc., Elizabethton, Tennessee, and Citizens Bank -- waiver of application to acquire American Trust Bank of East Tennessee (ATB), Knoxville, in connection with the merger of ATB into Citizens Bank.

- Granted, September 2, 2016

(A/C)

## Director, BS&amp;R

Fulton Financial Corporation, Lancaster, Pennsylvania -- relief from certain commitments.

- Granted, September 6, 2016

## General Counsel

Independent Bank Corp (IBC), Rockland, Massachusetts -- waiver of application to acquire New England Bancorp, Hyannis, and its subsidiary, Bank of Cape Cod, in connection with the merger of Bank of Cape Cod with and into IBC's subsidiary, Rockland Trust Company, Rockland.

- Granted, September 6, 2016

**Change in Bank Control**

Atlanta

F and M Holding Company, Inc., Manchester, Georgia -- to retain control of F and M Holding Company, Inc., and its subsidiary, F&M Bank and Trust Company, Manchester (two notices).

- Permitted, September 9, 2016

Atlanta

F and M Holding Company, Inc., Manchester, Georgia -- change in bank control of F and M Holding Company, Inc., and its subsidiary, F&M Bank and Trust Company, Manchester.

- Permitted, September 9, 2016

St. Louis

Magnolia Banking Corporation, Magnolia, Arkansas -- change in bank control of Magnolia Banking Corporation and its subsidiary, Farmers Bank & Trust Company, Magnolia.

- Permitted, September 9, 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, September 8, 2016

Chicago

United Community Financial Corporation, Grand Rapids, Michigan -- to retain control of United Community Financial Corporation and its subsidiary, United Bank of Michigan, Grand Rapids.

- Permitted, September 9, 2016

Extensions of Time

Secretary

First Community Corporation, Lexington, South Carolina -- extension of time to dispose of a real estate asset.

- Denied, September 7, 2016

Membership

St. Louis

The Hardin County Bank, Savannah, Tennessee -- to become a member of the Federal Reserve System and establish its wholly owned insurance company, The Hardin Bank Insurance Agency, Inc., Savannah, as a financial subsidiary.

- Approved, September 8, 2016

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending September 10, 2016**

| <b>Filer</b>                         | <b>Filing Type</b> | <b>Filing Proposal</b>  | <b>End of Comment Period</b> |                |
|--------------------------------------|--------------------|---|------------------------------|----------------|
| HOMETOWN BANK, A<br>COOPERATIVE BANK | * 18C<br>* Branch  | Hometown Bank, Oxford, Massachusetts, to purchase certain assets and assume certain liabilities of Easthampton Savings Bank, Easthampton, Massachusetts. In connection with the purchase and assumption, Hometown Bank will establish five branches located in Grosvenordale, Woodstock, Putnam, Danielson, and Brooklyn, all of Connecticut. | Newspaper:                   | Not available  |
|                                      |                    |   | Federal Register:            | Not applicable |

**District: 1**

**Federal Reserve Bank of Boston**

**Availability of CRA Public Evaluations**

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

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

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

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

- O = Outstanding
- S = Satisfactory
- NI = Needs to improve
- SN = Substantial noncompliance

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

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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   |

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NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 2****Federal Reserve Bank of New York****Filings received during the week ending September 10, 2016**

| <b>Filer</b>                            | <b>Filing Type</b> | <b>Filing Proposal</b>  | <b>End of Comment Period</b>    |                              |
|---|--------------------|---|---------------------------------|------------------------------|
| CRB GROUP, INC.                         | 4c8                | CRB Group Inc., Teaneck, New Jersey, to engage in extending credit and servicing loans, pursuant to Section 225.28(b)(1) of Regulation Y.   | Newspaper:<br>Federal Register: | Not applicable<br>09/28/2016 |
| MANUFACTURERS AND TRADERS TRUST COMPANY | * Branch           | Manufacturers and Traders Trust Company, Buffalo, New York, to establish a branch office to be located at 15190 Frederick Road, Montgomery County, Maryland.  | Newspaper:<br>Federal Register: | 09/24/2016<br>Not applicable |
| MSB FINANCIAL CORP                      | CIC                | Notice of Change in Control by Mr. Lawrence B. Seidman; Seidman and Associates LLC; Seidman Investment Partnership LP; Seidman Investment II LP; Seidman Investment III LP; LSBK06-08 LLC; Broad Park Investors LLC; Chewy Gooley Cookies LP; CBPS LLC; 2514 Multi-Strategy Fund LP, to increase ownership shares to 10.34 percent in MSB Financial Corp, Millington, New Jersey. | Newspaper:<br>Federal Register: | 10/02/2016<br>Not available  |



**District: 2**

**Federal Reserve Bank of New York**

**Availability of CRA Public Evaluations**

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NONE

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|--------------------------------|------------|
| Institution                    | Location   |

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NONE

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**District: 3****Federal Reserve Bank of Philadelphia****Filings received during the week ending September 10, 2016**

| <b>Filer</b>               | <b>Filing Type</b> | <b>Filing Proposal</b>  | <b>End of Comment Period</b> |                |
|----------------------------|--------------------|---|------------------------------|----------------|
| HV BANCORP, INC            | * 3A1              | HV Bancorp, Inc., Huntingdon, PA, to become a bank holding company by acquiring 100% Huntingdon Valley Bank, Huntingdon, PA, upon its conversion from a mutual savings bank to a state chartered stock bank.          | Newspaper:                   | Not available  |
|                            |                    |   | Federal Register:            | 10/11/2016     |
| UNIVEST BANK AND TRUST CO. | * Branch           | Univest Bank Trust and Co., Souderton, PA to establish a Limited Service Facility located at 4600 Broadway, Allentown, PA.  | Newspaper:                   | 09/18/2016     |
|                            |                    |   | Federal Register:            | Not applicable |
| UNIVEST BANK AND TRUST CO. | * Branch           | Univest Bank Trust and Co., Souderton, PA to convert an existing Loan Production Office located at the Greenfield Corporate Center, 1869 Charter Lane, Suite 301, Lancaster, PA 17601, to a Limited Service Facility. | Newspaper:                   | 09/18/2016     |
|                            |                    |   | Federal Register:            | Not applicable |
| UNIVEST BANK AND TRUST CO. | * Branch           | Univest Bank Trust and Co., Souderton, PA to convert an existing Loan Production Office located at 1980 South Easton Road, Doylestown, PA 18901, to a Limited Service Facility.                                       | Newspaper:                   | 09/18/2016     |
|                            |                    |   | Federal Register:            | Not applicable |

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Availability of CRA Public Evaluations**

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NONE

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|--------------------------------|------------|
| Institution                    | Location   |

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NONE

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**District: 4****Federal Reserve Bank of Cleveland****Filings received during the week ending September 10, 2016**

| <b>Filer</b>                       | <b>Filing Type</b>  | <b>Filing Proposal</b>   | <b>End of Comment Period</b> |               |
|------------------------------------|---------------------|--|------------------------------|---------------|
| Community Savings Bancorp, Inc.    | * SLHC<br>Formation | Application by Community Savings Bancorp, Inc., Caldwell, Ohio, to become a savings and loan holding company by acquiring Community Savings, Caldwell, Ohio, in connection with the mutual-to-stock conversion of Community Savings.   | Newspaper:                   | 10/08/2016    |
|                                    |                     |  | Federal Register:            | Not available |
| MIDDLEFORK FINANCIAL<br>GROUP INC. | CIC                 | Post notice by David E Longenecker, executor of the estate of Margaret Ruth Campbell, to acquire control of 17.5% voting interest in Middlefork Financial Group, Inc., Hyden, KY.  | Newspaper:                   | Not available |
|                                    |                     |  | Federal Register:            | Not available |
| MIDDLEFORK FINANCIAL<br>GROUP INC. | CIC                 | Prior Notice of Change in Bank Control by Eloise Hamilton Campbell proposing to acquire control of additional shares of Middlefork Financial Group, Hyden, KY, resulting in her control and/or ownership of approximately 18.2%, thereby making her the largest shareholder. | Newspaper:                   | Not available |
|                                    |                     |  | Federal Register:            | 09/27/2016    |

**District: 4**

**Federal Reserve Bank of Cleveland**

**Availability of CRA Public Evaluations**

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

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|---------|------------------------|-----------|-----------------|------------|-------------|
|---------|------------------------|-----------|-----------------|------------|-------------|

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NONE

| CRA Examinations scheduled for | Quarter of |
|--------------------------------|------------|
| Institution                    | Location   |

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NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 5****Federal Reserve Bank of Richmond****Filings received during the week ending September 10, 2016**

| <b>Filer</b>             | <b>Filing Type</b> | <b>Filing Proposal</b>  | <b>End of Comment Period</b>    |                              |
|--------------------------|--------------------|---|---------------------------------|------------------------------|
| FARMERS & MERCHANTS BANK | * Branch           | Farmers and Merchants Bank, Timberville, VA requests approval to open a branch office located at 2030 Legacy Lane, Harrisonburg, Virginia.  | Newspaper:<br>Federal Register: | 08/29/2016<br>Not applicable |
| SOUTH STATE CORPORATION  | * 3A5              | South State Corporation, Columbia, South Carolina, requests approval to acquire 100 percent of the voting securities of Southeastern Bank Financial Corporation, Augusta, Georgia, and thereby indirectly acquire Georgia Bank and Trust Company of Augusta, Augusta, Georgia | Newspaper:<br>Federal Register: | 09/30/2016<br>09/30/2016     |
| TRUPOINT BANK            | * Branch           | TruPoint Bank, Grundy, Virginia, proposes to establish a branch at 116 Executive Park, Asheville, North Carolina  | Newspaper:<br>Federal Register: | 09/16/2016<br>Not applicable |

**District: 5**

**Federal Reserve Bank of Richmond**

**Availability of CRA Public Evaluations**

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|---------|------------------------|-----------|-----------------|------------|-------------|
|---------|------------------------|-----------|-----------------|------------|-------------|

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NONE

| CRA Examinations scheduled for | Quarter of |
|--------------------------------|------------|
| Institution                    | Location   |

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NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 6**

**Federal Reserve Bank of Atlanta**

**Filings received during the week ending September 10, 2016**

| <b>Filer</b>            | <b>Filing Type</b> | <b>Filing Proposal</b>  | <b>End of Comment Period</b> |               |
|-------------------------|--------------------|---|------------------------------|---------------|
| 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:                   | 08/27/2015    |
|                         |                    |   | Federal Register:            | Not available |
| PEOPLES BANKTRUST, INC. | CIC                | After-the-fact change in control notice filed by Larry Ernest Cheek, Carol T. Cheek, Dover and Cheek, Inc., and Judd Cheek, all Buford, Georgia, and Carmen Cheek, Gainesville, Georgia, to retain more than 10 percent of the outstanding shares of Peoples BankTrust, Inc., and its subsidiary, Peoples Bank & Trust, both of Buford, Georgia.  | Newspaper:                   | 09/13/2016    |
|                         |                    |   | Federal Register:            | 09/16/2016    |



**District: 6**

**Federal Reserve Bank of Atlanta**

**Availability of CRA Public Evaluations**

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|---------|------------------------|-----------|-----------------|------------|-------------|
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NONE

| CRA Examinations scheduled for | Quarter of |
|--------------------------------|------------|
| Institution                    | Location   |

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NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending September 10, 2016**

| <b>Filer</b>                       | <b>Filing Type</b>         | <b>Filing Proposal</b>   | <b>End of Comment Period</b> |                |
|------------------------------------|----------------------------|--|------------------------------|----------------|
| ARBOR BANCORP, INC.                | * 3A5                      | Arbor Bancorp, Inc., Ann Arbor, Michigan, to acquire via merger 100 percent of Birmingham Bloomfield Bancshares, Inc., Birmingham, Michigan, and thereby indirectly acquire Bank of Birmingham, Birmingham, Michigan.  | Newspaper:                   | Not available  |
|                                    |                            |  | Federal Register:            | Not available  |
| CANADIAN IMPERIAL BANK OF COMMERCE | * 3A3<br>* 3A1             | Canadian Imperial Bank of Commerce, Toronto, Canada and its wholly-owned subsidiary, CIBC Holdco Inc., New York, New York, to acquire PrivateBancorp, Inc., and thereby indirectly acquire The PrivateBank and Trust Company, both in Chicago, Illinois, pursuant to Sections 3(a)(1), (2) and (3) of the Bank Holding Company Act of 1956, as amended. In connection with the transaction, CIBC Holdco Inc., New York, New York, has also elected to become a financial holding company.  | Newspaper:                   | Not available  |
|                                    |                            |  | Federal Register:            | 09/26/2016     |
| FIRST MIDWEST BANCORP, INC.        | * 3A3<br>* 18C<br>* Branch | First Midwest Bancorp, Inc., Itasca, Illinois, to acquire via merger Standard Bancshares, Inc., Hickory Hills, Illinois, and thereby indirectly acquire Standard Bank and Trust Company, Hickory Hills, Illinois. In addition, Standard Bank and Trust Company to merge with and into First Midwest Bank, Itasca, Illinois. As a result of the merger, First Midwest Bank will establish 33 branches.  | Newspaper:                   | Not available  |
|                                    |                            |  | Federal Register:            | 09/12/2016     |
| GREENWOODS FINANCIAL GROUP, INC.   | CIC                        | The Stephen L. LaFrance, Jr. GW Investments Trust, the Jason P. LaFrance GW Investments Trust, the Amy Beth LaFrance GW Investments Trust, all of Little Rock, Arkansas, Stephen L. LaFrance, Jr., Little Rock, Arkansas, as trustee of the Stephen L. LaFrance, Jr. GW Investments Trust and co-trustee of the Jason P. LaFrance GW Investments Trust, Jason P. LaFrance, Little Rock, Arkansas, as co-trustee of the Jason P. LaFrance GW Investments Trust and as trustee of the Amy Beth LaFrance GW Investments Trust and the Amy LaFrance Bancroft GW Investments Revocable Trust, Little Rock, Arkansas, and Daniel B. Andrews, Sherwood, Arkansas, to acquire voting shares of Greenwood Financial Group, Inc., Lake Mills, Wisconsin, and thereby join the existing LaFrance Family Control Group that was approved to acquire 10 percent or more of the outstanding shares of Greenwood Financial Group, Inc. on May 20, 2013. Greenwood Financial Group, Inc. controls The Greenwood's State Bank, Lake Mills, Wisconsin. | Newspaper:                   | Not available  |
|                                    |                            |  | Federal Register:            | Not available  |
| JOHNSON BANK                       | * Branch                   | Johnson Bank, Racine, WI application for Branch Opening at 100 E Wisconsin Avenue, Milwaukee, WI.  | Newspaper:                   | Not available  |
|                                    |                            |  | Federal Register:            | Not applicable |

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending September 10, 2016**

| <b>Filer</b>              | <b>Filing Type</b> | <b>Filing Proposal</b>  | <b>End of Comment Period</b> |               |
|---------------------------|--------------------|---|------------------------------|---------------|
| LASALLE BANCORP, INC.     | CIC                | Gerald F. Fitzgerald, Jr., Palatine, Illinois; the Gerald F. Fitzgerald, Jr. Trust Dated September 10, 1987, as Restated December 31, 2009, Palatine, Illinois with Gerald F. Fitzgerald, Jr., as trustee; S.C. Investments, L.P., Palatine, Illinois, with Gerald F. Fitzgerald as general partner; Julie F. Schauer, Palatine, Illinois; the Julie F. Schauer 1994 Trust, Palatine, Illinois, with Julie F. Schauer as trustee; the GFF Family Exempt Trust Dated January 18, 1988, Inverness, Illinois, with Gerald F. Fitzgerald, Jr., James G. Fitzgerald, Thomas G. Fitzgerald and Peter G. Fitzgerald, as co-trustees; Otis Road Investments, LP, Inverness, Illinois, with Otis Management LLC, Inverness, Illinois as its general partner; and Otis Management LLC, Inverness, Illinois with James G. Fitzgerald as its member, acting in concert, to retain and acquire 25 percent or more of the shares or LaSalle Bancorp, Inc. and thereby indirectly control Hometown National Bank, LaSalle, Illinois. | Newspaper:                   | Not available |
|                           |                    |   | Federal Register:            | 08/24/2016    |
| RIVER HOLDING COMPANY     | * 3A5              | River Holding Company, Stoddard, Wisconsin, to merge with Sparta Union Bancshares, Inc., Sparta, Wisconsin and thereby indirectly acquire Union National Bank and Trust Company, Sparta, Wisconsin.   | Newspaper:                   | Not available |
|                           |                    |   | Federal Register:            | 09/09/2016    |
| WATERMAN BANCSHARES, INC. | CIC                | Betty J. Miller Trust #1, Lake in the Hills, Illinois and Wayne M. Miller as Successor Trustee, the Wayne M. Miller Trust #1, Lake in the Hills, Illinois and Wayne M. Miller as Trustee, and Vernon L. Miller, Princeville, Illinois, to retain control above 25 percent of the voting shares of Waterman Bancshares, Inc., Waterman, Illinois and thereby indirectly control Waterman State Bank, Waterman, Illinois.   | Newspaper:                   | Not available |
|                           |                    |   | Federal Register:            | 08/11/2016    |

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**District: 7**

**Federal Reserve Bank of Chicago**

**Availability of CRA Public Evaluations**

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NONE

| CRA Examinations scheduled for | Quarter of |
|--------------------------------|------------|
| Institution                    | Location   |

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NONE

**District: 8**

**Federal Reserve Bank of St. Louis**

**Filings received during the week ending September 10, 2016**

| <b>Filer</b>                         | <b>Filing Type</b> | <b>Filing Proposal</b>   | <b>End of Comment Period</b>    |                              |
|--------------------------------------|--------------------|--|---------------------------------|------------------------------|
| FARMERS BANK & CAPITAL TRUST COMPANY | * 18C<br>* Branch  | Farmers Bank & Capital Trust Company, Frankfort, Kentucky, to merge with United Bank & Trust Company, Versailles, Kentucky; First Citizens Bank, Inc., Elizabethtown, Kentucky; Citizens Bank of Northern Kentucky, Inc., Newport, Kentucky; and FCB Services, Inc., Frankfort, Kentucky, and to retain the acquired facilities as branch offices. | Newspaper:<br>Federal Register: | 10/21/2016<br>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 September 10, 2016**

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

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Availability of CRA Public Evaluations**

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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   |

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NONE

\* Subject to the provisions of the Community Reinvestment Act



**District: 10****Federal Reserve Bank of Kansas City****Filings received during the week ending September 10, 2016**

| <b>Filer</b>              | <b>Filing Type</b> | <b>Filing Proposal</b>  | <b>End of Comment Period</b> |               |
|---------------------------|--------------------|---|------------------------------|---------------|
| DURANT BANCORP, INC.      | * 3A3              | Durant Bancorp, Inc., Durant, Oklahoma, to acquire 100 percent of the voting shares North American Bancshares, Inc., Sherman, Texas, and thereby indirectly acquire the American Bank of Texas, Sherman, Texas.   | Newspaper:                   | Not available |
|                           |                    |   | Federal Register:            | Not available |
| FNB FINANCIAL CORPORATION | CIC                | Notification submitted by Robert Quintana, Las Vegas, New Mexico, to acquire control of FNB Financial Corporation, parent of Community 1st Bank Last Vegas, both of Las Vegas, New Mexico, through the acquisition of voting shares.  | Newspaper:                   | Not available |
|                           |                    |   | Federal Register:            | 09/23/2016    |
| HOMETOWN BANC CORP        | CIC                | Notification submitted by Kara L. Marshall Kelley, Omaha, Nebraska, as trustee of various trusts, and Kristen L. Marshall Maser, Grand Island, Nebraska, as trustee of various trusts, to acquire control of Hometown Banc Corp, Grand Island, Nebraska, through the acquisition of voting shares and for approval as members of the Marshall Family Group that controls Hometown Banc Corp, Grand Island Nebraska, parent of Five Points Bank, Grand Island, Nebraska, and Five Points Bank of Hastings, Hastings, Nebraska.<br>Notification submitted by the William W. Marshall III 2006 Irrevocable Life Insurance Trust; the 2016 Sharon Marshall Irrevocable HBC Trust; and HBC Investments, LLC; all of Grand Island, Nebraska; to acquire voting shares of Hometown Banc Corp and for approval as members of the Marshall Family Group.<br>Notification submitted by the following individuals and trusts to retain voting shares of Hometown Banc Corp and for approval as a member of the Marshall Family Group: Sharon L. Marshall, Matthew Maser, the William W. Marshall III Revocable Trust, the Sharon L. Marshall Irrevocable Dynasty Trust, the Kristen L. Marshall Maser Revocable Trust, the Kristen Marshall Maser Children?s Hometown Bank Stock Trust, the Katherine Marshall Maser Irrevocable Trust, the Carolyn Marshall Maser Irrevocable Trust, the William Marshall Maser Irrevocable Trust, all of Grand Island, Nebraska; and Thomas O. Kelley, the Kara L. Marshall-Kelley Revocable Trust, the Kathleen Grace Kelley Irrevocable Trust, the Thomas O. Kelley Irrevocable Trust, the John Marshall Kelley Irrevocable Trust, all of Omaha, Nebraska. | Newspaper:                   | Not available |
|                           |                    |   | Federal Register:            | Not available |

**District: 10**

**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

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

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

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

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

- O = Outstanding
- S = Satisfactory
- NI = Needs to improve
- SN = Substantial noncompliance

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

| 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   |

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NONE

**District: 11****Federal Reserve Bank of Dallas****Filings received during the week ending September 10, 2016**

| <b>Filer</b>                  | <b>Filing Type</b> | <b>Filing Proposal</b>  | <b>End of Comment Period</b> |               |
|-------------------------------|--------------------|---|------------------------------|---------------|
| ANCHOR BANCSHARES, INC.       | * 3A1              | Application by Anchor Bancshares, Inc., Houston, Texas, to acquire First Bancshares of Texas, Inc., McGregor, Texas, and therefore indirectly Security Bank of Crawford, Crawford, Texas.   | Newspaper:                   | Not available |
|                               |                    |   | Federal Register:            | 09/30/2016    |
| GREATER STATE BANCSHARI CORP. | * 3A1              | Application by Greater State Bancshares Corp., McAllen, Texas, to become a bank holding company through the acquisition of Greater State Bank, Falfurrias, Texas.   | Newspaper:                   | Not available |
|                               |                    |   | Federal Register:            | 10/03/2016    |
| HORIZON BANKSHARES, INC.      | CIC                | Notice by Andrew C. Rector, Fort Worth, Texas, individually; and Andrew C. Rector, Linda Lloyd Rector 2009 Irrevocable Trust, Tracy T. Rector 2009 Irrevocable Trust, Scott Willis Rector 2009 Irrevocable Trust, and Andrew Campbell Rector 2009 Irrevocable Trust, all of Fort Worth, Texas, and Kathy Rector, Azle, Texas, as a group acting in concert, to acquire control of Horizon Bankshares, Inc., and therefore indirectly The National Bank of Texas at Fort Worth, both of Fort Worth, Texas. | Newspaper:                   | Not available |
|                               |                    |   | Federal Register:            | 09/23/2016    |
| OAKWOOD BANCSHARES, INC.      | * 3A1              | Application by Oakwood Bancshares, Inc., Plano, Texas, to become a bank holding company by acquiring 100 percent of Oakwood State Bank, Oakwood, Texas.   | Newspaper:                   | Not available |
|                               |                    |   | Federal Register:            | 09/12/2016    |
| WSB BANCSHARES, INC.          | CIC                | Notice by Carter Holdings Trust and Mickey Wiley Carter, Sr., as co-trustee of Carter Holdings Trust, both of Omaha, Texas, for approval to join the Holton Family Group, a group acting in concert previously cleared on December 16, 2015, pursuant to a filing under Section 3 of the Bank Holding Company Act, to retain and control 25 percent or more of the voting shares of WSB Bancshares, Inc., Wellington, Texas, and indirectly Wellington State Bank, Wellington, Texas.                     | Newspaper:                   | Not available |
|                               |                    |   | Federal Register:            | 09/29/2016    |

**District: 11**

**Federal Reserve Bank of Dallas**

**Availability of CRA Public Evaluations**

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

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

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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 |
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| Institution                    | Location   |

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NONE

**District: 12****Federal Reserve Bank of San Francisco****Filings received during the week ending September 10, 2016**

| <b>Filer</b>          | <b>Filing Type</b> | <b>Filing Proposal</b>  | <b>End of Comment Period</b> |                |
|-----------------------|--------------------|---|------------------------------|----------------|
| BANK OF HAWAII        | * Branch           | Bank of Hawaii, Honolulu, Hawaii, to reopen its newly renovated Pearl City Branch, Pearl City, Hawaii, between November 7, 2016 to November 14, 2016.   | Newspaper:                   | 09/12/2016     |
|                       |                    |   | Federal Register:            | Not applicable |
| 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  |
| WELLS FARGO & COMPANY | CIC                | Change in Bank Control Notice filed by Berkshire Hathaway, Inc., et al, Omaha, Nebraska, to acquire over 10.0 percent of the voting common stock of Wells Fargo & Company, San Francisco, California.   | Newspaper:                   | Not available  |
|                       |                    |   | Federal Register:            | 07/19/2016     |

**District: 12**

**Federal Reserve Bank of San Francisco**

**Availability of CRA Public Evaluations**

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

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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   |

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NONE

\* Subject to the provisions of the Community Reinvestment Act