
Federal Reserve Release



H.2

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

No. 6

Week Ending February 10, 2018

Bank Holding Companies

Howard Bancorp, Inc., Ellicott City, Maryland -- to acquire First Mariner Bank, Baltimore.

- Approved, February 9, 2018

Forms

Forms -- final Board review to extend without revision the Disclosure Requirements Associated with the Consumer Financial Protection Bureau's Regulation DD (FR DD).

- Approved, February 9, 2018

Forms -- initial Board review to extend without revision the Policy Impact Survey (FR 3075).

- Proposed, February 9, 2018

Forms -- final Board review to complete the transition of the Federal Reserve's Annual Company-Run Stress Test Report for State Member Banks, Bank Holding Companies, and Savings and Loan Holding Companies with Total Consolidated Assets Greater Than \$10 Billion and Less Than \$50 Billion (FR Y-16) to a Federal Financial Institutions Examination Council reporting form (FFIEC 016).

- Approved, February 9, 2018

Forms -- final Board review to extend without revision the Recordkeeping and Disclosure Requirements Associated with Securities Transactions Pursuant to Regulation H (Reg H-3).

- Approved, February 9, 2018

Enforcement

CBOA Financial, Inc., Tucson, Arizona -- written agreement dated May 28, 2014, terminated February 2, 2018.

- Announced, February 6, 2018

Enforcement

NBRS Financial, Rising Sun, Maryland -- issuance of a notice of intent to prohibit against Jacob H. Goldstein, a former institution-affiliated party.

- Approved, February 5, 2018

U.S. Bancorp, Minneapolis, Minnesota, and USB Americas Holdings Company -- issuance of a consent cease-and-desist and order of assessment of a civil money penalty.

- Approved, February 9, 2018

S&R 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**

St. Louis

Centennial Bank, Conway, Arkansas -- to establish a branch at 2400 Aggie Road, Jonesboro.

- Approved, February 6, 2018

Kansas City

Commerce Bank, Kansas City, Missouri -- to establish a branch at 4700 Johnson Drive, Roeland Park.

- Approved, February 6, 2018

Secretary

Regions Bank, Birmingham, Alabama -- to establish a branch at 680 Johnson Ferry Road, Marietta, Georgia.

- Approved, February 7, 2018

Dallas

Texas Regional Bank, Harlingen, Texas -- to establish a branch at 333 East Highway 290, Dripping Springs.

- Approved, February 9, 2018

Bank Holding Companies

Kansas City

Caldwell County Bancshares, Inc., Hamilton, Missouri -- to acquire Horizon State Bank, Cameron.

- Approved, February 5, 2018

Bank Holding Companies

Atlanta

FCB Financial Holdings, Inc., Weston, Florida; Bond Street Management, LLC; and Bond Street Investors, LLC -- to acquire Floridian Community Holdings, Davie, and its subsidiary bank, Floridian Community Bank, and to acquire Floridian Custody Services, Inc., and thereby engage in certain institutional broker-dealer activities.

- Approved, February 5, 2018

Minneapolis

Great Western Bancorp, Inc., Sioux Falls, South Dakota -- commitment relief request.

- Granted, February 5, 2018

St. Louis

Guaranty Federal Bancshares, Inc., Springfield, Missouri -- to acquire Hometown Bancshares, Inc., Carthage, and thereby indirectly acquire Hometown Bank, N.A.

- Approved, February 5, 2018

Chicago

Independent Bank Corporation, Grand Rapids, Michigan -- to merge with TCSB Bancorp, Inc., Traverse City, and for Independent Bank, Grand Rapids, to merge with Traverse City State Bank, Traverse City, and thereby establish branches.

- Approved, February 8, 2018

Minneapolis

Mackinac National Bancorp, Inc., Saint Ignace, Michigan -- to become a bank holding company by acquiring First National Bank of Saint Ignace, Saint Ignace, and election to become a financial holding company.

- Approved, February 5, 2018

Bank Holding Companies

San Francisco

Nano Financial Holdings (NFH), Irvine, California, and Allegiant United Holdings, LLC -- to become bank holding companies through NFH's acquisition of Commerce Bank of Temecula Valley, Murrieta.

- Returned, February 6, 2018

Chicago

Westbury Bancorp, Inc., West Bend, Wisconsin -- to become a bank holding company on the conversion of its subsidiary bank, Westbury Bank, West Bend, from a federal savings bank to a state-chartered bank.

- Withdrawn, February 7, 2018

Banks, Foreign

Director, S&R

Victoria Mutual Building Society, Kingston, Jamaica -- waiver of the remainder of the prior-notification period to establish a representative office in New York, New York.

- Approved, February 8, 2018

Banks, Nonmember, and Miscellaneous Institutions

Director, S&R

Mayo Clinic, Rochester, Minnesota, et al. -- relief from certain commitments.

- Granted, February 7, 2018

Banks, State Member

St. Louis

The Hardin County Bank, Savannah, Tennessee -- to make a public welfare investment.

- Approved, February 5, 2018

Change in Bank Control

Kansas City

Andover Financial Corporation, Andover, Kansas -- change in bank control of Andover Financial Corporation and its subsidiary, Andover State Bank, Andover.

- Permitted, February 9, 2018

Cleveland

OSB Bancorp, Inc., Osgood, Ohio -- to retain control of OSB Bancorp Inc. and its subsidiary, Osgood State Bank, Osgood.

- Permitted, February 8, 2018

Extensions of Time

New York

The Adirondack Trust Company Employee Stock Ownership Trust, Saratoga Springs, New York -- extension to May 28, 2018, to acquire additional shares of 473 Broadway Holding Corporation, Saratoga Springs, and of The Adirondack Trust Company.

- Granted, February 5, 2018

Extensions of Time

St. Louis

Legacy Bank & Trust Company, Rogersville, Missouri -- extension to February 28, 2018, to merge with First National Bank of Clinton, Clinton, and retain the acquired facilities as branches.

- Granted, February 9, 2018

International Operations

Director, S&R

Citibank Overseas Investment Corporation, New Castle, Delaware -- waiver of remainder of prior-notification period to make an investment in Citigroup Global Markets Deutschland AG, Frankfurt, Germany.

- Granted, February 5, 2018

Membership

St. Louis

Springfield State Bank, Springfield, Kentucky -- to become a member of the Federal Reserve System.

- Approved, February 7, 2018

District: 1
Federal Reserve Bank of Boston
Filings received during the week ending February 10, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 1
Federal Reserve Bank of Boston

Availability of CRA Public Evaluations

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

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

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

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

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

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

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

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

District: 2
Federal Reserve Bank of New York
Filings received during the week ending February 10, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 2
Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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* Subject to the provisions of the Community Reinvestment Act

District: 3
Federal Reserve Bank of Philadelphia
Filings received during the week ending February 10, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 3
Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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NONE					

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NONE		

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District: 4
Federal Reserve Bank of Cleveland
Filings received during the week ending February 10, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 4
Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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NONE					

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Institution	Location	Quarter
NONE		

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District: 5**Federal Reserve Bank of Richmond****Filings received during the week ending February 10, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ASHECO, M.H.C.	* 3A1	AsheCo MHC, Inc. and LifeStore Financial Group, Inc., both of West Jefferson, North Carolina, to become bank holding companies through the conversion of LifeStore Bank, West Jefferson, North Carolina, a federal savings bank, to a commercial state-member bank.	Newspaper:	Not available
			Federal Register:	03/08/2018
HIGHLANDS COMMUNITY BANK	* 18C * Branch	Highlands Community Bank, Covington, Virginia, has submitted an application to acquire certain assets and assume certain liabilities of the Hot Springs, Virginia, branch of Carter Bank and Trust, Martinsville, Virginia.	Newspaper:	Not available
			Federal Register:	Not applicable
OLD LINE BANCSHARES, INC.	* 4c8	Old Line Bancshares, Inc., Bowie, Maryland, to acquire 100% of the voting securities of Bay Bancorp, Inc., Columbia, Maryland, and thereby indirectly acquire Bay Bank, FSB, Columbia, Maryland.	Newspaper:	02/19/2018
			Federal Register:	02/23/2018

District: 5
Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 6**Federal Reserve Bank of Atlanta****Filings received during the week ending February 10, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST ST. CHARLES BANCSHARES, INC.	CIC	After-the-fact change in control notice filed by Brandt J. Dufrene, Sr., individually and as trustee for The FSC Trust No. 1, and Brandt J. Dufrene, Jr., individually and as the trustee for The FSC Trust No. 2 and the Brandt J. Dufrene, Jr. Trust No. 1, all of Metairie, Louisiana, to retain shares of First St. Charles Bancshares, Inc., and its subsidiary, First National Bank USA, both Boutte, Louisiana.	Newspaper: Federal Register:	Not available 03/07/2018
HERITAGE FIRST BANCSHARES, INC.	* 3A1	Heritage First Bancshares, Inc., to become a bank holding company by acquiring 100 percent of the outstanding shares of Heritage First Bank, both of Rome, Georgia.	Newspaper: Federal Register:	Not available 03/09/2018
JAMAICA NATIONAL BUILDING SOCIETY	FBSEA	JN Bank LTD., Kingston, Jamaica, formerly known as Jamaica National Building Society, to establish a representative office in Florida.	Newspaper: Federal Register:	Not available Not applicable
PINNACLE BANK HOLDING COMPANY, INC.	CIC	Prior change in control notice filed by Chirag J. Bhavsar, Orlando, Florida; James M. Seneff, Jr., Winter Springs, Florida; Rice Financial Holdings, LLC, Jacksonville, Florida; C. Daniel Rice, Jacksonville, Florida; Lee E. Hanna, Jacksonville, Florida; Heath Ritenour, Longwood, Florida; Valli Ritenour, Longwood, Florida; Insurance Office of American, Inc., Longwood, Florida; Nimesh Bhavsar, Orlando, Florida; Jashvantlal Bhavsar and Ranjan Bhavsar, Ocala, Florida; Brian Bankston, Winter Springs, Florida; Phil N. Bravo, Jacksonville, Florida; I-Ting K. Chiu, Orlando, Florida; Paul B. Ellis, Orlando, Florida; John Greeley and Mary Greeley, Windermere, Florida; Andy Hyltin and Cynthia Hyltin, Orlando, Florida; JOSCA LLC, Orlando, Florida; Emma F. Kosanda, Atlanta, Georgia; Mitchel J. Laskey IRA, Longwood, Florida; Jack Liberty and Debra Liberty, Orlando, Florida; Susan K. Miller, St. Johns, Florida; Jeffrey A. Miller, Charlotte, North Carolina; Jerald P. Menozzi, Jr., Maitland, Florida; Newman Holdings, L.P., Ponte Verdra Beach, Florida; Charles W. Newman and Diane G. Newman, Ponte Verdra Beach, Florida; and Benjamin J. Patz, Windermere, Florida; to acquire shares and thereby control of Pinnacle Bank Holding Company, Inc., and its subsidiary, Pinnacle Bank, both of Orange City, Florida.	Newspaper: Federal Register:	02/25/2018 Not available

District: 6
Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending February 10, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
CBC FINANCIAL, INC.	* 3A1	CBC Financial, Inc., Westmont, Illinois, to become a bank holding company through the acquisition of 100 percent of Citizens Bank of Chatsworth, Chatsworth, Illinois.	Newspaper:	Not available
			Federal Register:	11/07/2017
CHEBELLE CORPORATION	* 3A3	Chebelle Corporation, Belle Plaine, Iowa, to acquire 100 percent of the outstanding shares of Victor State Bank, Victor, Iowa.	Newspaper:	Not available
			Federal Register:	02/16/2018
FIRST MID-ILLINOIS BANCSHARES, INC.	* 3A3	First Mid-Illinois Bancshares Inc., Mattoon, Illinois to acquire 100 percent of First BancTrust Corporation, Champaign, Illinois and thereby indirectly acquire First Bank & Trust IL, Paris, Illinois.	Newspaper:	02/19/2018
			Federal Register:	02/23/2018

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	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending February 10, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
CITIZENS BANK, THE	* Branch	The Citizens Bank, Batesville, Arkansas seeks to open a full-service branch at 3971 W. Wedington Drive, Fayetteville, Arkansas.	Newspaper:	02/14/2018
			Federal Register:	Not applicable
SAINT LOUIS BANCSHARES, CIC INC.		Notice by Allen D. Soffer, as Trustee of the Donald G. Soffer 1995 Decanted Family Trust dated January 29, 2018, St. Louis, Missouri, to gain control of St. Louis Bancshares, Inc., Town & Country, Missouri.	Newspaper:	02/28/2018
			Federal Register:	03/05/2018

District: 8
Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending February 10, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CYRUS BANCSHARES, INC.	* 3A5	Cyrus Bancshares, Inc., Cyrus, Minnesota, to merge with Quality Bankshares, Inc., Page, North Dakota, and thereby indirectly acquire Quality Bank, Fingal, North Dakota.	Newspaper:	02/15/2018
			Federal Register:	02/16/2018
DAKOTA WESTERN BANK	* Branch	Dakota Western Bank, Bowman, North Dakota to establish a branch facility at 24 Main Ave S, Regent, North Dakota.	Newspaper:	Not available
			Federal Register:	Not applicable
FIRST SLEEPY EYE BANCORPORATION, INC.	CIC	The Lloyd A. Amundson 1999 Generational Trust, Sioux Falls, South Dakota, Trustees, Angela R. Mixner, Worthington, Minnesota & Matt W. Amundson, Hendricks, Minnesota; the Barbara A. Amundson 1999 Generational Trust, Sioux Falls, South Dakota, Trustees, Angela R. Mixner and Matt Amundson; and Jane A. Harberts, Rochester, Minnesota, intend to apply to the Federal Reserve Board for permission to retain or acquire control of 25 percent or more of the shares and thereby control of First Sleepy Eye Bancorporation, Inc., Sioux Falls, South Dakota. First Sleepy Eye Bancorporation, Inc. controls First Security Bank of Sleepy Eye, Sleepy Eye, Minnesota, and First Security Bank of Canby, Canby, Minnesota. In addition, Philip G. Amundson, Sheridan, Wyoming, Krista B. Ryan, Byron, Minnesota; the B.A. Amundson Generational Trust fbo-Jane A. Harberts, Sioux Falls, South Dakota, Trustees, Jane A. Harberts and Krista B. Ryan; and the B.A. Amundson Generational Trust fbo-Philip G. Amundson, Sioux Falls, South Dakota, Trustees, Angela R. Mixner and Matt W. Amundson, acting in concert, intend to apply to the Federal Reserve Board for permission to acquire 25 percent or more of the shares and thereby control of First Sleepy Eye Bancorporation, Inc.	Newspaper:	Not available
			Federal Register:	02/23/2018

District: 9
Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

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District: 10**Federal Reserve Bank of Kansas City****Filings received during the week ending February 10, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period		
EQUITY BANK	* 18C	Equity Bank, Andover, Kansas, to merge with First National Bank of Liberal, and incident thereto, to establish five branches in Liberal and Hugoton, all in Kansas. Immediately prior, Equity Bancshares, Inc., Wichita, Kansas, to acquire, through its subsidiary, Oz Merger Sub, Inc., Topeka, Kansas, 100 percent of the voting shares of Kansas Bank Corporation, parent of First National Bank of Liberal, both of Liberal, Kansas.	Newspaper:	Not available	
	* 3A1		Federal Register:	02/23/2018	
	* 3A3				
	* Branch				
FFP GROUP, INC.	* 3A1	FFP Group, Inc., and its newly formed merger subsidiary, FFP Merger Sub, Inc., both of Denver, Colorado, to become bank holding companies through the acquisition of Raton Capital Corporation, Raton, New Mexico, parent of International Bank, Raton, New Mexico.	Newspaper:	Not available	
			Federal Register:	Not available	
SWEDISH-AMERICAN BANCSHARES, INC.	CIC	Tanner Johnson, Courtland, Kansas; Travis Johnson, Wichita, Kansas; and Tara Renze, Leawood, Kansas; to retain voting shares of Swedish-American Bancshares, Inc., and thereby indirect control of Swedish-American State Bank, both of Courtland, Kansas.	Newspaper:	Not available	
			Federal Register:	Not available	

District: 10
Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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NONE					

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Institution	Location	Quarter
NONE		

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District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending February 10, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
BOH HOLDINGS, INC.	* 3A1	Application by BOH Holdings, Inc., Houston, Texas, to become a bank holding company by acquiring 100 percent of The Dublin National Bank, Dublin, Texas.	Newspaper:	02/24/2018
			Federal Register:	02/27/2018
SUSSER BANK HOLDINGS, LLC	* 3A1	Application by SBH Manager, LLC, and Susser Bank Holdings, LLC, both of Corpus Christi, Texas, to become bank holding companies through the acquisition of up to 65.9 percent of BancAffiliated, Inc., Arlington, Texas, and indirectly, Affiliated Bank, National Association, Arlington, Texas.	Newspaper:	Not available
			Federal Register:	03/01/2018
VERITEX COMMUNITY BANK	* Branch	Application by Veritex Community Bank, Dallas, Texas, to establish a branch to be located at 1001 Main Street, Garland, Texas 75040	Newspaper:	Not available
			Federal Register:	Not applicable

District: 11
Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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District: 12
Federal Reserve Bank of San Francisco
Filings received during the week ending February 10, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
HERITAGE BANK OF COMMERCE	* 18C	Heritage Bank of Commerce, San Jose, California, to merge with Tri-Valley Bank, San Ramon, California, and thereby acquire two branch offices.	Newspaper:	Not available
	* Branch		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.

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

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

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

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

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

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

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act