
Federal Reserve Release



H.2

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

No. 32

Week Ending August 8, 1998

Bank Holding Companies

Cooperatieve Centrale Raiffeisen-Boerenleenbank B.A., Rabobank Nederland, Utrecht, The Netherlands -- to acquire Weiss, Peck & Greer, L.L.C., New York, New York, and engage in certain nonbanking activities.

- Approved, August 3, 1998

Royal Bank of Canada, Montreal, Quebec, Canada -- to acquire New Security First Network Bank, Miami, Florida, and engage in operating a savings association.

- Approved, August 3, 1998

Banks, Foreign

Bank of East Asia Ltd., Hong Kong Special Administrative Region, People's Republic of China -- to establish a representative office in Flushing, New York.

- Approved, August 3, 1998

Banks, State Member

WestStar Bank, Bartlesville, Oklahoma -- to acquire the Nowata, Oklahoma, branch of Superior Federal Bank, F.S.B., Fort Smith, Arkansas.

- Approved, August 3, 1998

BS&R	Banking Supervision and Regulation	RBOPS	Reserve Bank Operations and Payment
C&CA	Consumer and Community Affairs	IF	International Finance
FOMC	Federal Open Market Committee	OSDM	Office of Staff Director for Management

Bank Branches, Domestic

Richmond

Bank of Hampton Roads, Chesapeake, Virginia -- to establish a branch at 4037 East Little Creek Road, Norfolk, Virginia.

- Approved, August 6, 1998

Atlanta

Central State Bank, Calera, Alabama -- to establish a branch at 57 Shelby County Road 87.

- Approved, August 7, 1998

Minneapolis

Dakota Bank, Mendota Heights, Minnesota -- to establish a branch in St. Paul, Minnesota.

- Approved, August 7, 1998

Richmond

First Virginia Bank of Tidewater, Norfolk, Virginia -- to establish a branch at 355 Crawford Street, Portsmouth, Virginia.

- Approved, August 7, 1998

Chicago

Mercantile Bank of Western Iowa, Des Moines, Iowa -- to establish a temporary branch at the Clay County Fair, Spencer, Iowa.

- Approved, August 7, 1998

Richmond

Peninsula Trust Bank, Incorporated, Gloucester, Virginia -- to establish a branch at 100 McLaws Circle, Williamsburg, Virginia.

- Approved, August 3, 1998

Philadelphia

Prime Bank, Philadelphia, Pennsylvania -- to establish a branch at 1235 West Chester Pike, Havertown, Pennsylvania.

- Approved, July 31, 1998 (AC)

Bank Branches, Domestic

Philadelphia

Summit Bank, Bethlehem, Pennsylvania -- to establish branches at Pathmark Supermarket, 140 North McDade Boulevard, Glenolden, Pennsylvania, and Genuardi's Family Market, 1925 Norristown Road, Maple Glen, Pennsylvania.
- Approved, August 7, 1998

Bank Holding Companies

Kansas City

Archer, Inc., Palmer, Nebraska -- to acquire additional shares of Osceola Insurance, Inc., Osceola, Nebraska.
- Approved, August 3, 1998

Atlanta

CCF Holding Company, Jonesboro, Georgia -- to acquire Heritage Bank.
- Approved, August 6, 1998

Chicago

CGB&L Financial Group, Inc., Cerro Gordo, Illinois -- to acquire Cerro Gordo Building and Loan, SB, and engage in extending credit and servicing loans through the bank's Employee Stock Ownership Plan.
- Approved, August 3, 1998

Atlanta

Colonial BancGroup, Inc., Montgomery, Alabama -- to acquire Pro Image, Inc., Norcross, Georgia, and engage in data processing activities.
- Approved, August 4, 1998

Kansas City

Commerce Bancshares, Inc., Kansas City, Missouri, and CBI-Kansas, Inc. -- to acquire and merge with Columbus Bancshares, Inc., Columbus, Kansas.
- Approved, August 5, 1998

Kansas City

Commerce Financial Corporation, Topeka, Kansas -- to acquire shares of Financial Institution Technologies and engage in data processing activities.
- Approved, August 4, 1998

Bank Holding Companies

Secretary

First American Corporation, Nashville, Tennessee -- to merge with CSB Financial Corporation, Ashland City, Tennessee, and to acquire Cheatham State Bank, Kingston Springs, Tennessee.
- Approved, August 6, 1998

New York

First Bancorp, San Juan, Puerto Rico -- notification to become a bank holding company with respect to FirstBank Puerto Rico.
- Returned, August 5, 1998

Kansas City

First Kansas Financial Corporation, Osawatomie, Kansas -- registration under Regulation U.
- Approved, August 7, 1998

Dallas

Marfa Bancshares, Inc., Marfa, Texas -- to acquire Marfa Delaware Bancshares, Inc., Wilmington, Delaware, and The Marfa National Bank, Marfa, Texas.
- Approved, August 5, 1998

Dallas

Marfa Delaware Bancshares, Inc., Wilmington, Delaware -- to acquire The Marfa National Bank, Marfa, Texas.
- Approved, August 5, 1998

St. Louis

National City Bancshares, Inc., Evansville, Indiana -- to acquire Princeton Federal Bank, FSB, Princeton, Kentucky.
- Approved, August 5, 1998

Minneapolis

United Financial Corp., Great Falls, Montana -- to form Heritage State Bank, Fort Benton, Montana, through the purchase of certain assets and assumption of certain liabilities of Q Bank.
- Approved, August 7, 1998

Bank Mergers

Atlanta

Colonial Bank, Montgomery, Alabama -- to merge with Prime Bank of Central Florida, Titusville, Florida.

- Approved, August 4, 1998

Chicago

Mercantile Bank of Western Iowa, Des Moines, Iowa -- to merge with Mercantile Bank of Eastern Iowa, Waterloo, Iowa, and establish 48 branches.

- Approved, August 4, 1998

Richmond

One Valley Bank of Summersville, Inc., Summersville, West Virginia -- to merge with One Bank of Oak Hill, Inc., Oak Hill, West Virginia, and One Valley Bank of Ronceverte, National Association, Ronceverte, West Virginia.

- Approved, August 5, 1998

Atlanta

Peoples Bank and Trust Company, Selma, Alabama -- to merge with The Bank of Tallassee, Tallassee, Alabama.

- Approved, August 5, 1998

Banks, Nonmember, And Miscellaneous Institutions

Kansas City

Adolph Coors Company, Golden, Colorado -- termination of registration under Regulation U.

- Approved, August 7, 1998

Kansas City

Advanced Energy Industries, Inc., Fort Collins, Colorado -- termination of registration under Regulation U.

- Approved, August 7, 1998

Kansas City

EchoStar Communications Corporation, Littleton, Colorado -- registration under Regulation U.

- Approved, August 7, 1998

Banks, State Member

San Francisco

Bank of Casa Grande Valley, Casa Grande, Arizona -- to acquire the Eloy, Arizona, branch of National Bank of Arizona, Tucson, Arizona.

- Approved, August 6, 1998

Richmond

James River Bank, Waverly, Virginia -- payment of a dividend.

- Approved, August 7, 1998

Capital Stock

Kansas City

Grandview Bancshares, Inc., Tahlequah, Oklahoma -- redemption of shares.

- Approved, August 5, 1998

Change In Bank Control

St. Louis

Ballard Kevil Bancorp, Inc., Kevil, Kentucky -- change in bank control.

- Permitted, August 3, 1998

Kansas City

BOC Bancshares, Inc., Chouteau, Oklahoma -- change in bank control.

- Permitted, August 6, 1998

San Francisco

W.T.B. Financial Corporation, Spokane, Washington -- change in bank control.

- Permitted, August 6, 1998

Competitive Factors Reports

New York

AmBanc Holding Co., Inc., Amsterdam, New York -- report on competitive factors of the proposed acquisition of Afsala Bancorp, Inc., and Amsterdam Federal Bank.

- Submitted, August 5, 1998

Competitive Factors Reports

Chicago

American National Bank & Trust Company of Muncie, Muncie, Indiana -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of seven Indiana branches of Union Federal Savings Bank of Indianapolis, Indianapolis, Indiana.

- Submitted, August 3, 1998

Chicago

American National Bank-Fox Cities, Appleton, Wisconsin -- report on competitive factors of the proposed merger with and into the New American National Bank-Fox Cities.

- Submitted, August 3, 1998

Chicago

Anchor Bank, Third Lake, Illinois -- report on competitive factors of the proposed acquisition of the deposits and fixed assets of the Lindenhurst branch of First of America Bank - Illinois, N.A., Kalamazoo, Michigan.

- Submitted, August 3, 1998

Chicago

Associated Banc-Shares, Inc., Madison, Wisconsin -- report on competitive factors of the proposed merger with and into Associated Bank South Central.

- Submitted, August 3, 1998

Chicago

Associated Bank Lakeshore, National Association, Manitowoc, Wisconsin -- report on competitive factors of the proposed merger with and into Associated Interim Bank Lakeshore, National Association.

- Submitted, August 3, 1998

Chicago

Associated Bank North, Wausau, Wisconsin -- report on competitive factors of the proposed merger with and into Associated Interim Bank North.

- Submitted, August 3, 1998

Competitive Factors Reports

Chicago

Associated Bank South Central, Madison, Wisconsin -- report on competitive factors of the proposed merger with and into Associated Interim Bank South Central.
- Submitted, August 3, 1998

Chicago

Associated Bank, National Association, Neenah, Wisconsin -- report on competitive factors of the proposed merger with and into Associated Interim Bank, National Association.
- Submitted, August 3, 1998

Chicago

Associated Interim Bank Green Bay, Green Bay, Wisconsin -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of two Wisconsin branches of Associated Bank Milwaukee, Milwaukee, Wisconsin.
- Submitted, August 3, 1998

Chicago

Associated Interim Bank Green Bay, Green Bay, Wisconsin -- report on competitive factors of the proposed merger with Associated Bank Green Bay, National Association.
- Submitted, August 3, 1998

Chicago

Associated Interim Bank Lakeshore, National Association, Manitowoc, Wisconsin -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of two Wisconsin branches of Associated Bank Milwaukee, Milwaukee, Wisconsin.
- Submitted, August 3, 1998

Chicago

Associated Interim Bank North, Wausau, Wisconsin -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of Associated Bank Milwaukee, Milwaukee, Wisconsin.
- Submitted, August 3, 1998

Competitive Factors Reports

Chicago

Associated Interim Bank South Central, Madison, Wisconsin -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of Associated Bank Milwaukee, Milwaukee, Wisconsin.
- Submitted, August 3, 1998

Chicago

Associated Interim Bank, National Association, Neenah, Wisconsin -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of two Wisconsin branches of Associated Bank Milwaukee, Milwaukee, Wisconsin.
- Submitted, August 3, 1998

St. Louis

Bank of the Ozarks, WCA, Ozark, Arkansas -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Bank of the Ozarks, FSB, Little Rock, Arkansas.
- Submitted, August 6, 1998

Chicago

BankIllinois, Champaign, Illinois -- report on competitive factors of the proposed merger with BankIllinois Trust Company.
- Submitted, August 3, 1998

Boston

Danvers Savings Bank, Danvers, Massachusetts -- report on competitive factors of the proposed transfer of certain assets and liabilities to a stock savings bank on conversion of Danvers Savings Bank to a mutual holding company.
- Submitted, July 27, 1998 (AC)

Chicago

Financial Federal Trust and Savings Bank, Olympia Fields, Illinois -- report on competitive factors of the proposed merger with an Interim Federal Savings Association.
- Submitted, August 3, 1998

Competitive Factors Reports

Chicago

First Financial Bank, Stevens Point, Wisconsin -- report on competitive factors of the proposed merger with and into Associated Bank Milwaukee, Milwaukee, Wisconsin.
- Submitted, August 3, 1998

Chicago

First Financial Corporation, Stevens Point, Wisconsin -- report on competitive factors of the proposed merger with and into First Financial Bank.
- Submitted, August 3, 1998

Chicago

First Financial Investments, Inc., Las Vegas, Nevada -- report on competitive factors of the proposed merger with Associated Bank Milwaukee, Milwaukee, Wisconsin.
- Submitted, August 3, 1998

Chicago

First Midwest Bank, National Association, Moline, Illinois -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Crystal Lake, Illinois, branch of First of America Bank-Illinois, National Association, Oak Brook, Illinois.
- Submitted, August 3, 1998

Dallas

First National Bank of Pecos, Pecos, Texas -- report on competitive factors of the proposed acquisition of a branch of Norwest Bank Texas, N.A., San Antonio, Texas.
- Submitted, August 6, 1998

St. Louis

First Trust Bank for Savings, FSB, Memphis, Tennessee -- report on competitive factors in connection with the proposed organization of First Trust Bank for Savings, FSB.
- Submitted, August 7, 1998

Philadelphia

First Union Bank of Delaware, Wilmington, Delaware -- report on competitive factors of the proposed merger with CoreStates Bank of Delaware, N.A.
- Submitted, August 3, 1998

Competitive Factors Reports

Chicago

Iowa Trust & Savings Bank, Emmetsburg, Iowa -- report on competitive factors of the proposed merger with Cylinder State Bank, Cylinder, Iowa.
- Submitted, August 3, 1998

Chicago

Lake-Osceola State Bank, Baldwin, Michigan -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of the Wellston, Michigan, branch of First of America Bank, N.A., Kalamazoo, Michigan.
- Submitted, August 3, 1998

Chicago

LaSalle Federal Savings Bank, Buchanan, Michigan -- report on competitive factors of the proposed purchase of one branch of First of America Bank, N.A., Kalamazoo, Michigan.
- Submitted, August 3, 1998

Chicago

Metrobank, National Association, Davenport, Iowa -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Davenport, Iowa, branch of United Security Savings Bank, FSB, Cedar Rapids, Iowa.
- Submitted, August 3, 1998

Minneapolis

New Avon State Bank, Avon, Minnesota -- report on competitive factors of the proposed merger with Avon State Bank.
- Submitted, August 6, 1998

Boston

Roslindale Cooperative Bank, Boston, Massachusetts -- report on competitive factors of the proposed merger with Charlestown Cooperative Bank, Charlestown, Massachusetts.
- Submitted, August 3, 1998

Chicago

Scott State Bank, Bethany, Illinois -- report on competitive factors of the proposed merger with Hight State Bank, Dalton City, Illinois.
- Submitted, August 3, 1998

Competitive Factors Reports

Chicago

Success National Bank, Lincolnshire, Illinois -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Lake Zurich, Illinois, branch of First of America Bank-Illinois, National Association, Bannockburn, Illinois.
- Submitted, August 3, 1998

Dallas

Union State Bank, East Bernard, Texas -- report on competitive factors of the proposed merger with First Prosperity Bank, El Campo, Texas.
- Submitted, August 6, 1998

Dallas

Union State Bank, East Bernard, Texas -- report on competitive factors of the proposed merger with New Prosperity Bank, El Campo, Texas.
- Submitted, August 6, 1998

Chicago

West Allis Savings Bank, West Allis, Wisconsin -- report on competitive factors of the proposed assumption of the liabilities of First Heights Bank, FSB, Houston, Texas.
- Submitted, August 3, 1998

Chicago

West Burlington Bank, West Burlington, Iowa -- report on competitive factors of the proposed merger with West Burlington Interim Bank.
- Submitted, August 3, 1998

Extensions Of Time

Atlanta

Compass Bank, Birmingham, Alabama -- extension to August 6, 1999, to establish a branch at the intersection of J. Turner Butler Boulevard and Gate Parkway, Jacksonville, Florida.
- Granted, August 3, 1998

Extensions Of Time

Atlanta

Great Southern Capital Corporation Employee Stock Ownership Trust, Meridian, Mississippi -- extension to November 4, 1998, to acquire shares of Great Southern Capital Corporation.

- Granted, August 4, 1998

Atlanta

Valley National Corporation, Lanett, Alabama -- extension to November 7, 1998, to merge with First National Sylacauga Corporation, Sylacauga, Alabama, and to acquire First National America's Bank.

- Granted, August 7, 1998

Membership

Kansas City

F&M Bank and Trust Company, Tulsa, Oklahoma -- to become a member of the Federal Reserve System.

- Approved, August 4, 1998

Atlanta

FirstBank, Dallas, Texas -- to become a member of the Federal Reserve System.

- Approved, August 4, 1998

San Francisco

Lincoln Security Bank, Newport, Oregon -- to become a member of the Federal Reserve System.

- Approved, August 4, 1998

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, August 8, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Section 9*	Bankers' Bank Northeast (In Organization), Glastonbury, Connecticut – Membership in the Federal Reserve System	8/28/1998

*Subject to CRA

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

Section V – 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.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, August 8, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Westdeutsche ImmobilienBank, Mainz, Federal Republic of Germany, to establish a representative office in New York, New York.	08/24/1998

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	Summit Bancorp, Princeton, New Jersey, to merge with NSS Bancorp, Inc., Norwalk, Connecticut, and to indirectly acquire NSS Bank, Norwalk, Connecticut.*	08/28/98**
CIBC	Mr. Peter D. Baichi and Mrs. Patricia A. Baichi to acquire additional outstanding common stock of Solvay Bank Corp., Inc., Solvay, New York, thereby increasing the shares held from 9.79 percent to more than 10 percent, but less than 25 percent, of the outstanding common stock.	08/13/1998***
3(a)(1)	Cooper Life Sciences, Inc., and its wholly-owned subsidiary, Greater American Finance Group, Inc., both of New York, New York, to become bank holding companies by acquiring 100 percent of the outstanding shares of The Berkshire bank, new York, New York.	N/Avail

* Subject to the provisions of the Community Reinvestment Act

** Fed Reg - Federal Register Comment Period Ending Date

*** Newspaper - Newspaper Comment Period Ending Date

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, August 8, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

Section V – 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.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, August 8, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – 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.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, August 8, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Southern Financial Bank, Warrenton, Virginia, to establish a branch at 2062 Plank Road, Fredericksburg, Virginia.*	8/10/1998
Branch	Second Bank & Trust, Culpeper, Virginia, to establish a branch at 134-136 West Main Street, Orange, Virginia.*	8/30/1998
Branch	F&M Bank-Richmond, Richmond, Virginia, to establish a branch at 4851 South Laburnum Avenue, Richmond, Virginia.*	9/5/1998
Branch	F&M Bank-Richmond, Richmond, Virginia, to establish a branch at 17650 Midlothian Turnpike, Midlothian, Virginia.*	9/5/1998

*Subject to provisions of The Community Reinvestment Act.

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – 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.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, August 8, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	SunTrust Bank, Gulf Coast, Sarasota, Florida, to establish a branch located at 7419 West Manatee Avenue, Bradenton, Florida.	08/24/1998*

*Subject to provisions of the Community Reinvestment Act.

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	First National Bancshares, Inc., Bradenton, Florida, to become a bank holding company by acquiring First National Bank of Manatee, Bradenton, Florida.	N/Avail*

*Subject to provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
3(a)(1)	Equitable Financial Group, Inc., Fort Lauderdale, Florida, notice to become a bank holding company by acquiring Equitable Bank, Fort Lauderdale, Florida.
COM	DBT Holding Company, Vidalia, Georgia, commitment waiver request.

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
497039	Commercial Bank Post Office Box 400 Harrogate, Tennessee 37752 (423) 869-5151	02/23/1998	08/04/1998	O		X

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, August 8, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branches & 18C	Mercantile Bank of Western Iowa Des Moines, Iowa Mercantile Bank of Eastern Iowa Waterloo, Iowa To establish 48 branches	Newspaper – 7/29/1998
Branches & 18C	Johnson Bank Racine, Wisconsin Johnson Bank N.A. Janesville, Wisconsin 2636 Hwy 51 South Janesville, Wisconsin 1 South Main Street Janesville, Wisconsin 1309 Wright Road Janesville, Wisconsin 2021 Holiday Drive Janesville, Wisconsin 4600 American Parkway Madison, Wisconsin	Newspaper – 8/15/1998
Branch	Old Kent Bank Grand Rapids, Michigan 20422 Mack Avenue Grosse Pointe Woods, Michigan	Newspaper – 7/22/1998
Branch	Old Kent Bank Grand Rapids, Michigan 5080 Corunna Road Flint, Michigan	Newspaper – 7/6/1998

Newspaper - Newspaper Comment Period Ending Date

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Union-Adams Bancorp Creston, Iowa By Karl W. Knock	Fed Reg – 8/21/1998 Newspaper – N/Avail
3(a)(3)	Associated Banc-Corp* Green Bay, Wisconsin Associated Bank Illinois, National Association (in organization) Rockford, Illinois	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Holland Financial Corporation* Holland, Michigan The Bank of Holland (in organization) Holland, Michigan	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	NCB Holdings, Inc.* Chicago, Illinois New Century Bank (in organization) Chicago, Illinois	Fed Reg – 9/3/1998 Newspaper – 9/4/1998
3(a)(3)	WFC, Inc.* Waukon, Iowa Iowa State Bank (in organization) Oelwein, Iowa	Fed Reg – N/Avail Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act
Fed Reg - Federal Register Comment Period Ending Date
Newspaper - Newspaper Comment Period Ending Date
N/Avail - Not Available (Not yet available; Not available at this time)

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Wintrust Financial Corporation Lake Forest, Illinois Wintrust Asset Management Company, National Association Lake Forest, Illinois	Fed Reg – 8/25/1998

Fed Reg - Federal Register Comment Period Ending Date

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
2461641	Fortress Bank of Cresco 130 N. Park Place P.O. Box 317 Cresco, Iowa 52136 (319) 547-2244	5/11/1998	8/3/1998	S		X

Section VI – CRA examinations scheduled for**Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, August 8, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	*Notice by Union Bank of Illinois, Swansea, Illinois, to establish a branch at 102 Duncan Street, Marine, Illinois.	9/5/1998

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice involving Ohio Valley Bancorp, Inc., Henderson, Kentucky, by Hattie L. Preston as trustee of the Hattie L. Preston Revocable Trust.	Newspaper - N/Avail Fed Reg - 8/26/1998

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
3(a)(5)(C)	Notice by Bodcaw Bancshares, Inc., Stamps, Arkansas, to acquire Bodcaw Bank, Stamps, Arkansas.	Not applicable

Section V – Availability of CRA public evaluations

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

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NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
420457	Southern Commercial Bank St. Louis, Missouri	4/27/1998	8/7/1998	O		X

Section VI – CRA examinations scheduled for

Quarter of

Institution

Location

None

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, August 8, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Dakota Bank, Mendota Heights, Minnesota, to establish a branch in St. Paul, Minnesota.*	7/31/1998

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Voyager Financial Services Corporation, Eden Prairie, Minnesota, for prior approval to become a bank holding company upon conversion of its wholly-owned federal savings bank subsidiary, The Family Bank, f.s.b, Eden Prairie, Minnesota, to a state-chartered commercial bank to be known as Voyager Bank, Eden Prairie, Minnesota.*	9/8/1998 (Fed Reg)
3(a)(3)	Norwest Corporation, Minneapolis, Minnesota, for prior approval to acquire 100% of the voting shares of First National Bank of Missouri City, Missouri City, Texas.*	9/4/1998 (Fed Reg)

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Voyager Financial Services Corporation, Eden Prairie, Minnesota (“Voyager Financial”), to continue to engage in mortgage brokering and related activities through its subsidiary, Voyager Mortgage Corporation, Eden Prairie, Minnesota, once Voyager Financial becomes a bank holding company.	9/8/1998

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
3(a)(1)	United Financial Corp., Great Falls, Montana, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of Heritage State Bank, Fort Benton, Montana, a <i>de novo</i> bank.

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
763958	Citizens State Bank of St. James St. James, Minnesota	5/11/1998	8/3/1998	O		X

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, August 8, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Roy G. and Gloria B. Dinsdale, both of Palmer, Nebraska, to acquire voting shares of Dinsdale Brothers, Inc., Palmer, Nebraska, and thereby indirectly acquire voting shares of First Security Bank, Mitchell, Nebraska, and First National Bank of Wisner, Wisner, Nebraska.	Newspaper – N/Avail Fed Reg – 08/24/1998

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
4(c)(8)	Bancshares of Jackson Hole, Jackson, Wyoming, to acquire 31.82 percent of the outstanding shares of The AmeriTrust Holding Company, Tulsa, Oklahoma, which will own 100 percent of AmeriTrust Corporation, Tulsa, Oklahoma, a non-deposit trust company and 100 percent of AMERICORP Investment Advisors, Inc., Tulsa, Oklahoma, an investment advisory company.
4(c)(8)	Lake Bancshares Corporation, Langley, Oklahoma, to acquire 31.82 percent of the outstanding shares of The AmeriTrust Holding Company, Tulsa, Oklahoma, which will own 100 percent of AmeriTrust Corporation, Tulsa, Oklahoma, a non-deposit trust company and 100 percent of AMERICORP Investment Advisors, Inc., Tulsa, Oklahoma, an investment advisory company.
4(c)(8)	Heritage Group, Aurora, Nebraska, to acquire 100 percent of the voting shares of Neligh Insurance Agency, Neligh, Nebraska, and thereby indirectly engage in general insurance activities.

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

Institution

Location

None

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, August 8, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Henry A. Taliaferro, Jonesville, LA, et al, to acquire an interest in Catahoula Holding Company, Jonesville, LA	Fed Reg – 08/24/1998 Newspaper – 08/19/1998
3(a)(3)	Northwest Bancorporation, Inc., Houston, TX, to acquire Redstone Bancorporation, Inc., Houston, TX, and Redstone Bank, N.A., Houston, TX*	Fed Reg – 08/28/1998 Newspaper – 08/23/1998
3(a)(1)	Redstone Bancorporation, Inc., Houston, TX, to acquire Redstone Bank, N.A., Houston, TX*	Fed Reg – 08/28/1998 Newspaper – 08/23/1998

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section V – 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.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, August 8, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
COM	Pacific Century Financial Corporation, Honolulu, HI, request for relief of commitment made in 1990 in connection with the acquisition of FirstFed Americas, Inc., Honolulu, HI, not to convert the charter of the thrift, First Federal Savings and Loan Association of America, Honolulu, HI, or merge into a different type of institution, without the prior approval of the Federal Reserve System.
Waiver	Zions Bancorporation, Salt Lake City, Utah, and its subsidiary, Val Cor Bancorporation, Inc., Cortez, Colorado, requests waiver of any Bank Holding Company Act application requirement in connection with the proposed acquisitions of: 1) Eagle Holding Company and its wholly-owned subsidiary, Eagle Bank, both of Broomfield, Colorado; 2) Mountain Financial Holding Company and its wholly-owned subsidiary, Mountain National Bank, both of Woodland Park, Colorado; and 3) Kersey Bancorp, Inc., and its wholly-owned subsidiary, Independent Bank, both of Kersey, Colorado.

Section V – 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.

The federal bank regulators use the following four 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.

Section V – Availability of CRA public evaluations

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
808260	Farmers & Merchants Bank of Central California 121 Pine Street P.O. Box 3000 Lodi, CA (209) 334-1101	3/16/1998	8/07/1998	S	X	

The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	