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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. 49*

*Week Ending December 4, 1999*

**Bank Holding Companies**

Brookline Bancorp, MHC, Brookline, Massachusetts -- to acquire shares of Medford Bancorp, Medford, and an interest in its subsidiary, Medford Savings Bank.  
- Approved, November 29, 1999

## H.2 Actions under delegated authority

November 28, 1999 to December 4, 1999

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

### **Bank Branches, Domestic**

#### Atlanta

AmTrade International Bank of Georgia, Atlanta, Georgia -- to establish a branch at 777 Brickell Avenue, Miami, Florida.

- Approved, November 29, 1999

#### Richmond

Benchmark Community Bank, Kenbridge, Virginia -- to establish a branch at 247 North Main Street, Chase City.

- Approved, December 1, 1999

#### Chicago

Comerica Bank, Detroit, Michigan -- to establish a branch at 3097 Baldwin Road, Orion Township.

- Approved, December 3, 1999

#### Richmond

Crestar Bank, Richmond, Virginia -- to establish a branch at 5260 Campbell Boulevard, White Marsh, Maryland.

- Approved, December 1, 1999

#### New York

European American Bank, New York, New York -- to establish a branch at 309-311 Main Street, Huntington.

- Approved, December 2, 1999

#### St. Louis

The Farmers and Merchants Bank, Prairie Grove, Arkansas -- to relocate a branch from 196 Main Street, Farmington, to 92 East Main Street.

- Approved, November 30, 1999

#### Kansas City

First State Bank, Oklahoma City, Oklahoma -- to establish branches in Oklahoma City, Davenport, Harrah, and Meeker.

- Approved, November 30, 1999

**Bank Branches, Domestic**

Richmond

First Virginia Bank-Colonial, Richmond, Virginia -- to establish a night depository facility at 11500 Midlothian Turnpike.

- Approved, December 1, 1999

Chicago

M&I Bank of Southern Wisconsin, Madison, Wisconsin -- to establish a branch at 220 N. Century Avenue, Waunakee.

- Approved, December 3, 1999

Chicago

Old Kent Bank, Grand Rapids, Michigan -- to establish a branch at 4270 Vienna Road, Clio.

- Approved, December 3, 1999

**Bank Holding Companies**

Atlanta

Advantage Bankshares, Inc., Village of North Palm Beach, Florida -- to become a bank holding company through the acquisition of Advantage Bank.

- Returned, November 29, 1999

Chicago

Bank of Montreal, Montreal, Canada, and Bankmont Financial Corp., New York, New York -- to acquire Burke, Christensen and Lewis Securities, Inc., Chicago, Illinois, and thereby engage in discount brokerage activities.

- Approved, December 1, 1999

Secretary

The Chase Manhattan Corporation, New York, New York -- to acquire Hambrecht & Quist Group and engage in nonbanking activities such as extending credit and servicing loans, leasing personal or real property, financial and investment advisory services, and securities-related activities.

- Approved, December 2, 1999

**Bank Holding Companies**

Kansas City

Community Bancshares, Inc., Chanute, Kansas -- to merge with Edna Bancshares, Inc., Edna, and thereby acquire First State Bank.  
- Approved, November 29, 1999

New York

Deutsche Bank AG, Frankfurt, Federal Republic of Germany -- to engage de novo through a subsidiary, DB Advisors, LLC, in acting as a commodity pool operator for certain private limited partnerships and in certain investment advisory and administrative services activities.  
- Approved, December 1, 1999

St. Louis

Exchange National Bancshares, Inc., Jefferson City, Missouri -- to acquire Mid Central Bancorp, Inc., Warsaw, and Osage Valley Bank.  
- Approved, December 2, 1999

Atlanta

GB&T Bancshares, Gainesville, Georgia -- to merge with UB&T Financial Services Corporation, Rockmart, and thereby acquire United Bank & Trust Company.  
- Approved, December 2, 1999

Minneapolis

Glacier Bancorp, Inc., Kalispell, Montana -- to acquire Mountain West Bank, Coeur d'Alene, Idaho.  
- Approved, December 3, 1999

Kansas City

Grain Valley Bancshares, Inc., Grain Valley, Missouri -- to become a bank holding company through the acquisition of shares of Bank of Grain Valley.  
- Approved, December 3, 1999

Kansas City

Marion Bancshares, Inc., Marion, Kansas -- to acquire Marion National Bank.  
- Approved, December 3, 1999

### **Bank Holding Companies**

#### New York

National Westminster Bank PLC, London, England -- to invest through its subsidiary, Natwest Group Holdings Corporation, New York, New York, in Identrus, LLC, and engage de novo in digital certification and data processing and data transmission activities.

- Approved, November 30, 1999

#### Atlanta

PAB Bankshares, Inc., Valdosta, Georgia -- to establish PAB Financial Services, LLC, and thereby engage de novo in financial and investment advisory services, agency transactional services, securities brokerage activities, and private-placement services.

- Approved, December 1, 1999

#### Minneapolis

Peregrine Corporation, Chaska, Minnesota -- to become a bank holding company through the acquisition of Community Bank of Chaska, a de novo bank.

- Approved, December 1, 1999

#### Cleveland

Rockhold-Brown Bancshares, Inc., Bainbridge, Ohio -- to acquire The Rockhold, Brown & Company Bank.

- Approved, December 1, 1999

#### Dallas

Ruff Partners Ltd., Longview, Texas -- to become a bank holding company through the acquisition of The First State Bank, Hallsville.

- Approved, December 2, 1999

#### New York

Skandinaviska Enskilda Banken AB, Stockholm, Sweden -- to engage de novo in certain financial and investment advisory activities through its subsidiary, Enskilda Securities, Inc.

- Approved, November 29, 1999

### **Bank Holding Companies**

#### Atlanta

Synovus Financial Corporation, Columbus, Georgia -- to engage de novo through a joint venture in certain data processing and transmission activities, including developing, selling, and marketing prepaid debit cards and offering payment processing services.

- Approved, November 29, 1999

#### New York

UBS AG, Zurich and Basel, Switzerland -- to acquire, through UBS (USA), Inc., Stamford, Connecticut, Allegis Realty Investors, LLC, and Allegis Capital LLC, both of Hartford; and ARI Acquisition Corporation and Agri Vest LLC, both of Boston, Massachusetts, and thereby engage in financial and investment advisory and securities brokerage activities.

- Approved, November 29, 1999

#### New York

UBS AG, Zurich, Switzerland -- to acquire Global Asset Management Limited, Hamilton, Bermuda, and thereby engage in the United States in credit extension and loan servicing, investment advisory, agency transactional, and other services.

- Approved, November 29, 1999

#### Cleveland

United Bancshares, Inc., Columbus Grove, Ohio -- to acquire Bank of Leipsic Company, Leipsic.

- Approved, December 3, 1999

### **Bank Mergers**

#### Chicago

F&M Bank-Kaukauna, Kaukauna, Wisconsin -- to merge with F&M Bank-Appleton, Appleton; F&M Bank-Algoma, Algoma; F&M Bank-Brodhead, Brodhead; F&M Bank-Darlington, Darlington; F&M Bank-Hilbert, Hilbert; F&M Bank-New London, New London; F&M Bank-Waushara County, Wautoma; and F&M Bank Trust Company, Kaukauna; and thereby establish branches.

- Approved, December 2, 1999

### **Bank Mergers**

#### Chicago

F&M Bank-Northeast, Pulaski, Wisconsin -- to merge with F&M Bank-Central, Stevens Point; F&M Bank-East Troy, East Troy; F&M Bank-Elkhorn, Elkhorn; F&M Bank-Grant County, Fennimore; F&M Bank-Jefferson, Jefferson; F&M Bank-Kiel, Kiel; F&M Bank-Lakeland, Woodruff; F&M Bank-Landmark, Hudson; F&M Bank-Prairie du Chien, Prairie du Chien; F&M Bank-Superior, Superior; and F&M Bank-Winnebago County, Omro; and thereby establish branches.  
- Approved, December 2, 1999

#### Chicago

F&M Bank-Northeast, Pulaski, Wisconsin -- to merge with F&M Bank-Kaukauna, Kaukauna, and thereby establish branches.  
- Approved, December 2, 1999

#### Kansas City

First State Bank, Oklahoma City, Oklahoma, and BancFirst Corporation -- for First State Bank, a de novo bank, to merge with the current First State Bank; for the bank to become a member of the Federal Reserve System; and for BancFirst Corporation to acquire First State Bank.  
- Approved, November 30, 1999

#### Chicago

Midwest Bank of Western Illinois, Monmouth, Illinois -- to acquire the Aledo branch of Associated Bank Illinois, National Association, Rockford, and thereby establish a branch at 104 Southeast 3rd Avenue, Aledo.  
- Approved, December 3, 1999

### **Banks, State Member**

#### St. Louis

Century Bank of the Ozarks, Gainesville, Missouri -- payment of a dividend.  
- Approved, November 29, 1999

### **Change In Bank Control**

#### St. Louis

Bancshares of Ripley, Inc., Ripley, Tennessee -- change in bank control.  
- Permitted, December 2, 1999

### **Competitive Factors Reports**

#### Richmond

Branch Banking and Trust Company, Winston-Salem, North Carolina -- report on competitive factors of the proposed merger with Carroll County Bank and Trust Company, Westminster, Maryland.

- Submitted, December 2, 1999

#### San Francisco

Far West Bank, Provo, Utah -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Nephi, Utah, branch of Community First National Bank, Phoenix, Arizona.

- Submitted, November 23, 1999 (AC)

#### San Francisco

NextBank, N.A., Costa Mesa, California -- report on competitive factors of the proposed merger with NextBank Interim National Association, San Francisco.

- Submitted, December 1, 1999

#### Dallas

Panola National Bank, Carthage, Texas -- report on competitive factors of the proposed merger with Interim Panola National Bank.

- Submitted, December 2, 1999

#### Boston

Rockland Trust Company, Rockland, Massachusetts -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of 12 branches of Fleet National Bank, Providence, Rhode Island.

- Submitted, December 3, 1999

#### Boston

Sovereign Bank, Wyomissing, Pennsylvania -- report on competitive factors of the proposed purchase of 306 branches of Fleet National Bank, Providence, Rhode Island; BankBoston, N.A., Boston, Massachusetts; and Fleet Bank-New Hampshire, Manchester, New Hampshire.

- Submitted, November 30, 1999

### **Competitive Factors Reports**

#### Secretary

SunTrust Bank, Atlanta, Atlanta, Georgia -- report on competitive factors of the proposed merger with STI Capital Management, N.A., Orlando, Florida.  
- Submitted, December 3, 1999

#### San Francisco

Wells Fargo Bank (Arizona), N.A., Phoenix, Arizona -- report on competitive factors of the proposed merger with Wells Fargo Bank, N.A., San Francisco, California.  
- Submitted, December 2, 1999

### **Extensions Of Time**

#### New York

Banco Popular North America, New York, New York -- extension to February 20, 2000, to merge with Banco Popular, N.A. (Texas), Houston, Texas, and thereby establish branches.  
- Granted, December 3, 1999

#### Atlanta

Compass Bank, Birmingham, Alabama -- extension to December 2, 2000, to establish a branch at Fry Road, Katy, Texas; and extension to December 10, 2000, to establish a branch at McDermott Highway and Highway 75, Allen.  
- Granted, December 2, 1999

#### Chicago

First American Bank, Carpentersville, Illinois -- extension to June 1, 2000, to establish a branch at 356 Armitage Avenue, Chicago.  
- Granted, November 30, 1999

#### Chicago

Old Kent Financial Corporation, Grand Rapids, Michigan -- extension to February 29, 2000, to engage de novo, through Old Kent Securities Corporation, in certain financial advisory and securities-related activities.  
- Granted, November 30, 1999

**Extensions Of Time**

Minneapolis

Old Mission Bancorp, Inc., Sault Ste. Marie, Michigan -- extension to March 14, 2000, to become a bank holding company through the acquisition of Old Mission Bank, a de novo bank.

- Approved, December 3, 1999

San Francisco

West Coast Bancorp, Lake Oswego, Oregon -- extension to January 1, 2001, to divest an interest in Sequim Shoprite Center Partnership, Sequim, Washington.

- Granted, November 30, 1999

**Membership**

San Francisco

Sacramento Commercial Bank, Sacramento, California -- membership in the Federal Reserve System.

- Approved, December 3, 1999

Chicago

Security State Bank, Lake Park, Iowa -- membership in the Federal Reserve System.

- Returned, December 1, 1999

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, December 4, 1999

### Section I – Applications subject to newspaper notice only

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

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

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

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### Section III – Applications subject to Federal Register notice only

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

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

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

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**Section V – 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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<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						

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**Section VI – CRA examinations scheduled for**

**Quarter of**

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

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## District 2

### Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, December 4, 1999

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Banca Intessa S.P.A., Milano, Italy, to establish a branch in New York, New York, and to establish representative offices in Chicago, Illinois and San Francisco, California.	Newspaper – N/Avail
FBSEA	UBS AG, Zurich, Switzerland, to establish a representative office in Boston, Massachusetts.	Newspaper – N/Avail
FBSEA	Credit Commercial de France, Paris, France, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Banco Comercial Portugues, S.A., Porto, Portugal, to establish a representative office in Miami, Florida.	Newspaper – N/Avail
Branch	Interchange Bank, Saddle Brook, New Jersey, to establish a branch office located at 161 North Franklin Turnpike, Ramsey, New Jersey.*	Newspaper – 12/10/1999

\* 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)	Caisse Nationale de Credit Agricola, Paris, France, to become a bank holding company through its investment in Banco Espirito Santo e Comercial de Lisboa, S.A., Lisbon, Portugal (“BESCL”), through BESCL’s acquisition of Espirito Santo Bank, Miami, Florida.*	Newspaper – 11/15/1999 Fed Reg – N/Avail
3(a)(3)/3(a)(5)	Summit Bancorp, Princeton, New Jersey, to acquire NMBT Corp., and its wholly-owned subsidiary, NMBT, both of New Milford, Connecticut.*	Newspaper – 12/23/1999 Fed Reg – 12/20/1999
3(a)(3)	Banco Santander Central Hispano, S.A., Madrid, Spain, to acquire up to 9.64 percent of The Royal Bank of Scotland Group Plc, Edinburgh, Scotland.*	Newspaper – N/Avail Fed Reg – N/Avail

\* Subject to the provisions of the Community Reinvestment Act

### Section III – Applications subject to Federal Register notice only

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	KBC Bank N.V., Brussels, Belgium, KBC Bank & Insurance Holding Company, N.V., Brussels, Belgium, Almanij N.V. (Algemene Maatschappij Voor Nijverheidskrediet), Antwerp, Belgium, Cera Holding, Leuven, Belgium, Cera Ancora N.V., Leuven, Belgium, Cera Management, Leuven, Belgium, Cera Foundation, Leuven, Belgium, to underwrite and deal in ineligible securities to a limited extent through KBC Financial Products (USA), Inc., New York, New York.	Fed Reg – 12/16/1999
4(c)(8)	Westdeutsche Landesbank Girozentrale, Dusseldorf, Germany, to engage <i>de novo</i> through its wholly-owned subsidiary, WestLB Panmure Securities Inc. in certain nonbanking activities.	Fed Reg – N/Avail

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

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

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### Section V – 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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**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>
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, December 4, 1999

#### 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>
3(a)(1)	Harleysville Savings Financial Corporation, Harleysville, PA, to form a bank holding company by acquiring Harleysville Savings Bank, Harleysville, PA	Newspaper: N/Avail Fed. Reg: N/Avail

#### 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**

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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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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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<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						

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**Section VI – CRA examinations scheduled for**

**Quarter of**

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

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## District 4

### Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, December 4, 1999

#### 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	Received notice of change in bank control on 11/29/1999 from Westwood Homestead Financial Corporation ESOP Trust of its intent to retain up to 12.7% of the voting shares of Westwood Home Financial Corporation, Cincinnati, OH.*	Fed Reg – 12/20/1999

#### 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

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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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<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>
934114	The Commercial Bank 230 East Second Street Delphos, OH 45833-0429	09/20/1999	12/02/1999	S		X
576710	The Ohio Bank 236 South Main Street Findlay, OH 45840	08/30/1999	12/04/1999	S	X	

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## Section VI – CRA examinations scheduled for 1st Quarter of 2000 (REVISED)

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<i>Institution</i>	<i>Location</i>
State Bank & Trust	401 Clinton Street Defiance, OH 43512-0467
Security Dollar Bank	One South Main Street Niles, OH 44446

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The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

# District 5

## Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, December 4, 1999

### 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>	
3(a)(1)	Ridgeway Bancorp, Inc., Ridgeway, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Ridgeway Bank, Ridgeway, South Carolina.	

## Section V – 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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<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>
216829	James River Bank-Colonial 1803 S. Church Street Smithfield, Virginia 23430-1819	09/13/1999	12/03/1999	S		X
886624	Bruceton Bank P. O. Box 205 Bruceton Mills, West Virginia 26525	09/20/1999	12/03/1999	S		X

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## Section VI – CRA examinations scheduled for

## Quarter of

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

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# District 6

## Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, December 4, 1999

### 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>
4(c)(8)	Compass Bancshares, Inc., Birmingham, Alabama, prior notice by Compass Bancshares, Inc., Birmingham, Alabama, to acquire MegaBank Financial Corporation, and indirectly acquire MegaBank, both of Englewood, Colorado, and thereby engage in operating a savings association pursuant to section 4(c)(8) of the Bank Holding Company Act and section 225.28(b)(4)(ii) of Regulation Y.	*N/Avail

### 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

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<i>Type</i>	<i>Application</i>
4(c)(8)	Compass Bancshares, Inc., Birmingham, Alabama, prior notice by Compass Bancshares, Inc., Birmingham, Alabama, to acquire MegaBank Financial Corporation, and indirectly acquire MegaBank, both of Englewood, Colorado, and thereby engage in community development activities pursuant to section 4(c)(8) of the Bank Holding Company Act and section 225.28(b)(12) of Regulation Y.
COM	International Bancorp of Miami, Inc., Miami, Florida, commitment waiver request.
COM	Evergreen Bancshares, Inc., Tallahassee, Florida, commitment waiver request.
4(c)(8)	Mid State Banks, Inc., Cordele, Georgia, to engage in insurance agency activities and finance insurance premiums through its subsidiary, Mid State Financial Group, Inc., d/b/a Mid State Insurance Agency, Hawkinsville, Georgia (Agency), pursuant to section 4(c)(8) of the Bank Holding Company Act, and sections 225.28(b)(11) and 225.28(b)(1) of Regulation Y. Agency will hold the two companies to be acquired, Taylor & Towson Insurance Agency and Taylor & Towson Insurance Finance Company, both of Ocilla, Georgia, as separate subsidiaries.
COM	SunTrust Banks, Inc., Atlanta, Georgia, commitment waiver request.

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## Section V – 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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**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>
86132	1 <sup>st</sup> Northwest Florida Bank Post Office Box 3040 Ft. Walton Beach, Florida 32548 (850) 244-9293	08/16/1999	12/02/1999	S		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, December 4, 1999

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Old Kent Bank Grand Rapids, Michigan 4270 Vienna Road Clio, Michigan	Newspaper – 11/26/1999
Branch	Old Kent Bank Grand Rapids, Michigan 525 Romence Road Portage, Michigan	Newspaper – 12/13/1999

#### 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)(3)	Clintonville Bancshares, Inc.* Clintonville, Wisconsin Nichols Bancorp, Inc. Nichols, Wisconsin Neighborhood State Bank Nichols, Wisconsin	Fed Reg – 12/24/1999 Newspaper – 12/13/1999
3(a)(1)	Terre Haute Savings MHC, Inc.* Terre Haute, Indiana Terre Haute Savings Bank Terre Haute, Indiana	Fed Reg – N/Avail Newspaper – N/Avail

\* 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>
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.

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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>
2687133	Premier Bank 1975 John F. Kennedy Road Dubuque, Iowa 52011-3154 (319) 588-1000	07/26/1999	11/29/1999	S		X
539340	DeMotte State Bank 210 S. Halleck Street DeMotte, Indiana 46310-0400 (219) 987-4141	07/21/1999	12/02/1999	O		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, December 4, 1999

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
5(d)(3)	Notice by Effingham State Bank, Effingham, Illinois, to purchase certain assets and assume certain liabilities of the Greenville, Illinois branch office of Associated Bank Illinois, N.A., Rockford, Illinois. (Previously reported during the week ending November 27, 1999)*	12/28/1999
Branch	Notice by Fifth Third Bank of Kentucky, Inc., Louisville, Kentucky, to establish a branch at Boggs Lane at Eastern Bypass (the Richmond Mall), Richmond, Kentucky.*	11/26/1999

\* 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)(3)	Companion notices by First Banks, Inc., Creve Coeur, Missouri, and its subsidiary bank holding company, First Banks of America, Inc., Clayton, Missouri, to acquire Lippo Bank, San Francisco, California. (Previously reported during the week ending November 27, 1999)*	Newspaper – 12/17/1999 Fed Reg – 12/30/1999
3(a)(1)	Notice by ASB Management Corp., Anna, Illinois, to acquire Anne State Bank, Anna, Illinois. (Previously reported during the week ending November 27, 1999)*	Newspaper – 12/24/1999 Fed Reg – 1/4/2000
3(a)(3)	Notice by Maries County Bancorp, Inc., Vienna, Missouri, to acquire 9.33 percent of Branson Bancshares, Inc., Branson, Missouri.*	Newspaper – 1/8/2000 Fed Reg – 1/3/2000
3(a)(1)	Notice by Branson Bancshares, Inc., Branson, Missouri, to acquire Branson Bank, Branson, Missouri (in organization).*	Newspaper – N/Avail. Fed Reg – N/Avail.

\* 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>
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>
833646	Bank of Cairo & Moberly Moberly, Missouri	8/23/1999	12/3/1999	S		X

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

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

## District 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, December 4, 1999

#### 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>
3(a)(3)	First State Bank of Rushmore KSOP Plan and Trust, Worthington, MN, for prior approval to increase its ownership interest in First Rushmore Bancorporation, Inc., Worthington, MN, from 30.0% to 35.7%.*	Fed Reg – 01/04/2000
3(a)(1)	Rivers Ridge Holding Company, Edina, Minnesota, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of BankVista, Sartell, Minnesota, a <u>de novo</u> bank.*	Fed Reg – 10/25/1999**

\* Subject to the provisions of the Community Reinvestment Act.

\*\* This application was previously filed and subsequently withdrawn. The application has now been resubmitted to this Reserve Bank. Under established procedures, the applicant is not required to republish the newspaper and Federal Register notices.

#### 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**

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

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**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.

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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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<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>
763556	Plaza Park State Bank Waite Park, Minnesota	8/2/1999	12/2/1999	S		X

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

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

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## District 10

### Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, December 4, 1999

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Bank of Colorado, Fort Lupton, Colorado to merge with The Burns National Bank of Durango, Durango, Colorado, and thereby establish a branch facility.	FedReg – 12/30/1999
18(c)	Gold Bank, Leawood, Kansas, to merge with each of its wholly owned Kansas banks into a single state member bank and thereby establish a branch.	Newspaper – N/Available

#### 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)(3)	Grand Valley Corporation, Grand Junction, Colorado, for prior approval to acquire 90 percent of the voting shares of Heber Valley National Bank, a De Novo bank, Heber City, Utah.	FedReg – 1/03/2000
3(a)(3)	Pinnacle BC, Central City, Nebraska, for prior approval to acquire 100 percent of the voting shares of The Burns National Bank of Durango, Durango, Colorado, and Western Bank, Gallup, New Mexico.	FedReg – 12/30/1999
3(a)(3)	Team Financial, Paola, Kansas, for prior approval to acquire 100 percent to the voting shares of Fort Calhoun Investment, Co., Fort Calhoun, Nebraska, and thereby indirectly acquire Fort Calhoun State Bank, Fort Calhoun, Nebraska.	FedReg – 12/17/1999

#### 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)	Team Financial, Paola, Kansas, to acquire Fort Calhoun Investment, Co., Fort Calhoun, Kansas, and thereby engage in insurance activities.	FedReg 12/17/1999

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

<i>Type</i>	<i>Application</i>
Member	Gold Bank, Leawood, Kansas, for prior approval to become a member of the Federal Reserve System.

**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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**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>
2396583	Bank of Nichols Hills Oklahoma City, Oklahoma	09/13/1999	12/02/1999	S		X
625850	Bank of Versailles Versailles, Missouri	09/13/1999	12/02/1999	S	X	

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

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

# District 11

## Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, December 4, 1999

### 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>	
3(a)(1)	Panola National Bancshares, Inc., Carthage, TX, to acquire Panola National Bancshares of Delaware, Inc., Wilmington, DE, and Panola National Bank, Carthage, TX*	
3(a)(1)	Panola National Bancshares of Delaware, Inc., Wilmington, DE, to acquire Panola National Bank, Carthage, TX*	

\*Subject to the provisions of the Community Reinvestment Act

**Section V – Availability of CRA public evaluations**

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

**O = Outstanding**

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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.

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<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						

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

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

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## District 12

### Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, December 4, 1999

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Placer Sierra Bank, Auburn, California, to establish a branch office at 3919 Park Drive, El Dorado Hills, California. *	Newspaper - 12/03/1999

\* 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)(3)	Security Bank Holding Company and Security Bank Holding Company ESOP, both of Coos Bay, Oregon, to acquire Willamette Valley Bank, Salem, Oregon. *	Newspaper - 10/18/1999 Fed Reg - 12/30/1999

\* 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)	Humboldt Bancorp, Eureka, California, to acquire Capitol Thrift and Loan Association, Napa, California.	Fed Reg - 01/03/2000

#### 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

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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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**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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<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>
714361	First American Bank 8941 East Valley Boulevard Rosemead, CA 91770 (626) 287-6100	08/02/1999	11/30/1999	S		X

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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

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*Institution* *Location*

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None

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