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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. 9*

*Week Ending February 26, 2000*

**Banks, Foreign**

Dexia Project and Public Finance International Bank, Paris, France -- to establish a branch in New York, New York, and a representative office in Washington, D.C.  
- Approved, February 22, 2000

**Regulations And Policies**

Privacy and financial institutions -- request for comment on interagency proposed rules implementing the consumer privacy provisions of the Gramm-Leach-Bliley Act.  
- Published, February 22, 2000

**Securities Regulation**

List of Foreign Margin Stocks -- semiannual publication.  
- Published, February 23, 2000

**Enforcement**

United Bancshares, Inc., Philadelphia, Pennsylvania; United Bank of Philadelphia, and the Federal Reserve Bank of Philadelphia. -- written agreement, dated February 23, 2000.  
- Announced, February 25, 2000

## **H.2** Actions under delegated authority

February 20, 2000 to February 26, 2000

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**BS&R** Banking Supervision and Regulation

**C&CA** Consumer and Community Affairs

**FOMC** Federal Open Market Committee

**RBOPS** Reserve Bank Operations and Payment

**IF** International Finance

**OSDM** Office of Staff Director for Management

### **Bank Branches, Domestic**

#### Richmond

F&M Bank-Peoples, Warrenton, Virginia -- to establish a branch at 501C Jefferson Davis Highway, Fredericksburg.  
- Approved, February 24, 2000

#### Chicago

First American Bank, Carpentersville, Illinois -- to establish a branch at Willow Road and Ravine Way, Glenview.  
- Approved, February 25, 2000

#### Richmond

Highlands Union Bank, Abingdon, Virginia -- to establish a branch at 1013 Highway 105, Boone, North Carolina.  
- Approved, February 24, 2000

#### Chicago

Old Kent Bank, Grand Rapids, Michigan -- to establish branches at 30851 Gratiot, Roseville; 23000 Michigan Avenue, Dearborn; and 26400 Ford Road, Dearborn Heights.  
- Approved, February 22, 2000

#### Dallas

Texas Bank, Weatherford, Texas -- to establish a branch at 8875 Highway 80 West, Fort Worth.  
- Approved, February 22, 2000

### **Bank Holding Companies**

#### Richmond

BB&T Corporation, Winston-Salem, North Carolina -- to merge with Hardwick Holding Company, Dalton, Georgia.  
- Approved, February 24, 2000

### **Bank Holding Companies**

#### Richmond

BB&T Corporation, Winston-Salem, North Carolina -- to merge with First Banking Company of Southeast Georgia, Statesboro, Georgia.  
- Approved, February 25, 2000

#### Minneapolis

Dakota Bancshares, Inc., Mendota Heights, Minnesota, and Olivia Bancorporation, Inc., Olivia -- to engage de novo through American State Insurance Agency, Inc., in insurance agency activities in towns with a population not exceeding 5,000.  
- Approved, February 24, 2000

#### Atlanta

Exchange Bankshares, Inc., Milledgeville, Georgia -- to acquire Exchange Insurance Agency, Inc., Gray, and thereby engage in insurance agency activities in a town with a population not exceeding 5,000.  
- Approved, February 24, 2000

#### Director, BS&R

First Capital Bank Holding Corporation, Fernandina Beach, Florida -- transfer agent registration.  
- Approved, February 24, 2000

#### Atlanta

First Central Bancshares, Inc., Lenoir City, Tennessee -- to acquire First Central Bank of Monroe County, Sweetwater, a de novo bank.  
- Returned, February 24, 2000

#### San Francisco

First Community Bancorp, Rancho Santa Fe, California -- to acquire Rancho Santa Fe National Bank and First Community Bank of the Desert, Indian Wells; and for Castle Creek Capital Partners Fund I, Castle Creek Capital Partners Funds IIa and IIb, LP, Castle Creek, Capital LLC, WJR Inc., and Eggemeyer Advisory Inc. to acquire an interest in First Community Bancorp.  
- Approved, February 25, 2000

### **Bank Holding Companies**

#### Secretary

FNB Corp., Asheboro, North Carolina -- to merge with Carolina Fincorp, Inc., Rockingham, and thereby acquire its subsidiary, Richmond Savings Bank, Inc., SSB.  
- Approved, February 23, 2000

#### Atlanta

NBG Bancorp, Inc., Athens, Georgia -- to become a bank holding company through the acquisition of The National Bank of Georgia, a de novo bank.  
- Approved, February 22, 2000

#### St. Louis

Petit Jean Bancshares, Inc., Morrilton, Arkansas -- to become a bank holding company through the acquisition of Petit Jean State Bank.  
- Approved, February 23, 2000

#### Philadelphia

Susquehanna Bancshares, Inc., Lititz, Pennsylvania -- to acquire Valley Forge Asset Management Corporation, King of Prussia, and Valley Forge Investment Company and thereby engage in financial and investment advisory activities and agency transactional services.  
- Approved, February 24, 2000

#### San Francisco

Wells Fargo & Company, San Francisco, California -- to acquire Napa National Bancorp, Napa, and Napa National Bank.  
- Approved, February 25, 2000

### **Bank Mergers**

#### New York

European American Bank, New York, New York -- to merge with Olympian Bank, Brooklyn, and thereby establish branches.  
- Approved, February 23, 2000

### **Banks, State Member**

#### St. Louis

Arvest Bank, Fort Smith, Arkansas -- payment of a dividend.  
- Approved, February 24, 2000

### **Banks, State Member**

Director, BS&R

Bank One, Michigan, Detroit, Michigan -- transfer agent registration.  
- Withdrawn, February 23, 2000

St. Louis

Century Bank of the Ozarks, Gainesville, Missouri -- payment of a dividend.  
- Approved, February 25, 2000

### **Capital Stock**

St. Louis

Bank of Bentonville, Bentonville, Arkansas -- redemption of capital stock.  
- Approved, February 23, 2000

### **Change In Bank Control**

Chicago

FM Bancorp, Inc., Paxton, Illinois -- change in bank control.  
- Permitted, February 22, 2000

Kansas City

Second Century Financial Company, Perry, Kansas, and The Bank of Perry -- change in bank control.  
- Permitted, February 22, 2000

St. Louis

Security Bancshares of Pulaski County, Inc., St. Robert, Missouri -- change in bank control.  
- Permitted, February 18, 2000 (AC)

### **Competitive Factors Reports**

Boston

American Bank of Connecticut, Waterbury, Connecticut -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of three branches in Middlebury, Southbury, and Woodbury of BankBoston, N.A., Boston Massachusetts.  
- Submitted, February 25, 2000

### **Competitive Factors Reports**

#### San Francisco

First Hawaiian Bank, Honolulu, Hawaii -- report on competitive factors of the proposed merger with Standard Financial Corp.  
- Submitted, February 18, 2000 (AC)

#### Chicago

First National Bank & Trust Company, Clinton, Illinois -- report on competitive factors of the proposed merger with First Interim National Bank.  
- Submitted, February 25, 2000

#### San Francisco

Jackson Federal Bank, San Bernardino, California -- report on competitive factors of the proposed acquisition of the Big Bear Lake, Blue Jay, and Fullerton branches of Fidelity Federal Bank, FSB, Glendale.  
- Submitted, February 18, 2000 (AC)

#### Chicago

Laurens State Bank, Laurens, Iowa -- report on competitive factors of the proposed acquisition of the Ayrshire and Mallard branches of Brenton Bank, Des Moines.  
- Submitted, February 25, 2000

#### Minneapolis

Little Horn State Bank, Hardin, Montana -- report on competitive factors of the proposed acquisition of the Hardin branch of Western Security Bank, Missoula.  
- Submitted, February 24, 2000

#### Chicago

Morton Community Bank, Morton, Illinois -- report on competitive factors of the proposed acquisition of the Eureka branch of Citizens Savings Bank, Bloomington.  
- Submitted, February 25, 2000

#### San Francisco

Norwest Bank Colorado, N.A., Denver, Colorado -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of Wells Fargo Bank, N.A., San Francisco, California.  
- Submitted, February 25, 2000

### **Competitive Factors Reports**

#### Chicago

- Riverside Bank, Minneapolis, Minnesota -- report on competitive factors of the proposed merger with Bank Windsor, Nerstrand.  
- Submitted, February 25, 2000

### **Extensions Of Time**

#### Boston

- Brookline Bancorp, MHC, Brookline, Massachusetts, and Brookline Bancorp, Inc. -- extension to May 29, 2000, to acquire shares of Medford Bancorp, Inc., Medford.  
- Granted, February 24, 2000

#### Minneapolis

- Merchants Holding Company, Winona, Minnesota -- extension to May 26, 2000, to acquire Primo Financial Services, Inc., Hastings.  
- Granted, February 25, 2000

#### Chicago

- Old Kent Financial Corporation, Grand Rapids, Michigan -- extension to May 30, 2000, to engage de novo through Old Kent Securities Corporation in certain financial advisory and securities-related activities.  
- Granted, February 23, 2000

### **International Operations**

#### Director, BS&R

- Mellon Bank, N.A., Pittsburgh, Pennsylvania -- waiver of notification period to invest in The Long Term Credit Bank of Japan, Tokyo, Japan, through its Edge subsidiary, Mellon Overseas Investment Corporation, Wilmington, Delaware.  
- Granted, February 23, 2000

### **Membership**

#### Kansas City

- Community Bank-Dove Creek, Dove Creek, Colorado -- membership in the Federal Reserve System.  
- Approved, February 23, 2000

**Membership**

Dallas

First National Bank, Seminole, Texas -- membership in the Federal Reserve System.  
- Approved, February 25, 2000

Atlanta

Village Banc of Naples, Naples, Florida -- membership in the Federal Reserve System.  
- Withdrawn, February 16, 2000 (AC)

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, February 26, 2000

### 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, February 26, 2000

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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
FBSEA	Arab Banking Corporation (B.S.C.), Manama, Bahrain, to establish a federally licensed uninsured branch in Greenwich, Connecticut.	Newspaper – N/Avail
FBSEA	UBS, AG, Zurich, Switzerland, to establish a representative office in Beverly Hills, California.	Newspaper – N/Avail
FBSEA	Banco Itau S.A., Sao Paulo, Brazil, to establish a representative office in Miami, Florida.	Newspaper – N/Avail

#### 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>
4(c)(8)	UBS AG, Zurich, Switzerland, to acquire 24.9 percent of the voting shares of Prediction Company LLC, Santa Fe, New Mexico, and thereby engage in data processing and investment advisory activities.	Fed Reg – N/Avail

### 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)	Bank of New York Company, Inc., New York, New York; Chase Manhattan Corporation, New York, New York; Comerica Incorporated, Charlotte, North Carolina; Fleet Boston Corporation, Boston, Massachusetts; HSBC Holdings Plc, London, England, HSBC Holdings B.V., Amsterdam, Netherlands, HSBC USA Inc., Buffalo, New York; The Royal Bank of Scotland Group plc, The Royal Bank of Scotland plc, RBSG International Holdings Ltd., all of Edinburgh, Scotland, and Citizens Financial Group, Inc., Providence, Rhode Island; Summit Bancorp, Princeton, New Jersey, to assume through NYCE Corporation, certain obligations of FleetBoston relating to FleetBoston's shared electronic funds transfer network that operates under the X-Press 24 brand, and thereby engage in data processing 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</i> <i>number</i>	<i>Institution/Location</i>	<i>Examination</i> <i>date</i>	<i>CRA</i> <i>public date</i>	<i>CRA</i> <i>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, February 26, 2000

### 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.

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**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, February 26, 2000

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Received notice from The Marblehead Bank, Marblehead, OH on 02/23/2000 of its intent to establish a branch at the Northshore Retirement Community, 9400 North Shore Blvd., Lakeside, OH	03/08/2000

### 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

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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 5

### Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, February 26, 2000

#### 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)	Cardinal Financial Corporation, Fairfax, Virginia, to acquire Cardinal Bank – Alexandria/Arlington, N.A. (in organization), Alexandria, Virginia.*	Fed Reg – 03/24/2000 Newspaper – 03/22/2000
3(a)(1)	Bay National Corporation, Baltimore, Maryland, to become a bank holding company through the acquisition of 100% of the voting shares of Bay National Bank (in organization), Baltimore, Maryland.*	Fed Reg – 03/27/2000 Newspaper – 03/25/2000

\*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

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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.

---

<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 6

## Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, February 26, 2000

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 1313 London Towne Boulevard, Sykesville, Maryland, to be known as the LondonTowne Boulevard Safeway Office.	02/27/2000*

\*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 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>
581237	1 <sup>st</sup> Navy Bank Post Office Box 4877 Pensacola, FL 32507 (904) 453-3411	11/15/1999	02/22/2000	S		X
1401631	Pointe Bank 21845 Powerline Road Boca Raton, FL 33433 (561) 368-6300	08/09/1999	02/24/2000	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, February 26, 2000

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branch	Citizens Bank, Flint, Michigan, for prior approval to acquire three branch offices of Great Lakes National Bank, Ann Arbor, Michigan. The addresses of the three branches, all located in Jackson, Michigan are 1100 West Argyle, 1111 North Street, and 2229 4 <sup>th</sup> Street.*	Newspaper – 03/12/2000

\* 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)	Kane.Commerce Company, Davenport, Iowa, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Community State Bank of Plymouth, Plymouth, Illinois.*	Fed Reg – 03/06/2000 Newspaper – 03/04/2000
4(c)(8)	Heartland Bancshares, Inc., Lenox, Iowa, to acquire a savings association. First Community National Bank, Corning, Iowa, a subsidiary of Heartland, has applied to the Office of Thrift Supervision to convert its charter to a federal savings bank, change its name to Union Bank USA, and relocate its head office to Lenox, Iowa.*	Fed Reg – 03/14/2000 Newspaper – 03/18/2000
3(a)(3)	Indiana United Bancorp, Greensburg, Indiana, for prior approval to acquire 100 percent of the voting shares of First Affiliated Bancorp, Inc., Watseka, Illinois, and thereby indirectly acquire Capstone Bank, National Association, Watseka, Illinois.*	Fed Reg – 03/23/2000 Newspaper – N/Avail
3(a)(1)	FAB Merger Corporation, Greensburg, Indiana, for prior approval to acquire 100 percent of the voting shares of First Affiliated Bancorp, Inc., Watseka, Illinois, and thereby indirectly acquire Capstone Bank, National Association, Watseka, Illinois.*	Fed Reg – 03/23/2000 Newspaper – N/Avail

**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)	USB Bankshares, Inc., Freeport, Illinois, for prior approval to acquire 100 percent of the voting shares of Union Savings Bank, Freeport, Illinois.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Union Bancshares, MHC., Freeport, Illinois, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of USB Bankshares, Inc., Freeport, Illinois, and thereby indirectly acquire Union Savings Bank, Freeport, Illinois.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Terre Haute Savings MHC, Inc., Terre Haute, Indiana, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Terre Haute Savings Bank, Terre Haute, Indiana.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Oswego Community Bank Employee Stock Ownership Plan, Oswego, Illinois, for prior approval to become a bank holding company through the acquisition of 30 percent of the voting shares of Oswego Bancshares, Inc., Oswego, Illinois, and thereby indirectly acquire Oswego Community Bank, Oswego, Illinois.*	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**

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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.

<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>
40042	M&I Northern Bank 3155 N. 124 <sup>th</sup> Street Brookfield, Wisconsin 53005 (414) 783-1076	09/20/1999	02/24/2000	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, February 26, 2000

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Notice by Arvest Bank, Fort Smith, Arkansas, to purchase certain assets and acquire certain liabilities of one Van Buren, Arkansas and three Fort Smith, Arkansas branches of Bank of Bentonville, Bentonville, Arkansas. (Arvest Bank will be the successor to the conversion of First National Bank of Huntsville, Huntsville, Arkansas, to a state-chartered member bank, and contemporaneous relocation of its main office from Huntsville to Fort Smith.) (Previously reported during the week ending February 19, 2000).*	3/18/2000
Branch	Notice by One Bank and Trust, Little Rock, Arkansas, to establish a branch at 5756 Highway 9, Center Ridge, Arkansas.*	3/5/2000

\* 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>
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>
S/R	Notice by Community National Corporation, Lexington, Tennessee, to redeem 78.4 percent of its equity capital.
Section 5(b) of the Bank Service Corporation Act	Notice by Central Bank and Trust Company, Little Rock, Arkansas, to invest in Security BankCard Center, Inc., Norman, Oklahoma, a bank service corporation, and thereby participate in its credit card program.

**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>
973056	Bank of Hillsboro Hillsboro, Missouri	11/18/1999	2/23/2000	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, February 26, 2000

### 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 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>
935054	First State Bank of Emmons Emmons, Minnesota	11/08/1999	02/23/2000	S		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, February 26, 2000

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Community Bank-Dove Creek, Dove Creek, Colorado, for prior approval to establish a branch at 1438 East Main, Cortez, Colorado.	Newspaper – 03/05/2000

#### 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>	
Membership	The Guarantee State Bank, Mangum, Oklahoma, 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.

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>
94755	Sundance State Bank Sundance, Wyoming	11/29/1999	02/22/2000	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, February 26, 2000

### 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	William Henry Terry, Jr., Tuscola, TX, only notificant, to acquire an interest in South Taylor County Bancshares, Inc., Tuscola, TX	Fed Reg – 03/14/2000 Newspaper – N/Avail
CIC	Jimmie Michael Luecke, Giddings, TX, et al, to acquire an interest in Giddings Bancshares, Inc., Giddings, TX	Fed Reg – N/Avail Newspaper – 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>	
S/R	Notice by South Taylor County Bancshares, Inc., Tuscola, TX, to repurchase 5,525 shares of its common stock	

**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 12

## Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, February 26, 2000

### 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

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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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