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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. 22*

*Week Ending May 31, 2008*

None

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

**May 25, 2008 to May 31, 2008**

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**BS&R** Banking Supervision and Regulation

**RBOPS** Reserve Bank Operational and Payment System

**C&CA** Consumer and Community Affairs

**IF** International Finance

**FOMC** Federal Open Market Committee

**OSDM** Office of Staff Director for Management

### **Bank Branches, Domestic**

#### Richmond

Bank of the James, Lynchburg, Virginia -- to establish a branch at 1405 Old Dominion Boulevard, Bedford.

- Approved, May 28, 2008

#### San Francisco

Bank of the Orient, San Francisco, California -- to establish a branch at 1016 Maunakea Street, Honolulu, Hawaii.

- Approved, May 29, 2008

#### Dallas

Comerica Bank, Dallas, Texas -- to establish branches at: 15701 Kingfield Drive and 2396 W. Holcombe Boulevard, Houston; 19107 W. Lake Houston Parkway, Humble; and 11151 Broadway Street, Pearland.

- Approved, May 28, 2008

### **Bank Holding Companies**

#### Chicago

Black River BancVenture, Inc., Memphis, Tennessee -- to become a bank holding company and to acquire shares of Michigan Community Bancorp, Ltd., Sterling Heights, Michigan, and thereby acquire Lakeside Community Bank.

- Approved, May 30, 2008

**Bank Holding Companies**

St. Louis

Central Banccompany, Jefferson City, Missouri -- to acquire Holden Bankshares, Inc., Holden, and thereby acquire Bank of Holden; and for Holden Acquisition Corporation to become a bank holding company and to acquire Holden Bancshares, Inc., and Bank of Holden.

- Approved, May 30, 2008

Boston

ESB Bancorp, MHC, and ESB Bancorp, Inc., Easthampton, Massachusetts -- to become a mutual bank holding company and stock bank holding company, respectively, and to acquire Easthampton Savings Bank, Easthampton.

- Approved, May 29, 2008

Minneapolis

Hatton Bancshares, Inc., Hatton, North Dakota -- to acquire Mahnomen Bancshares, Inc., Mahnomen, Minnesota, and thereby acquire First National Bank in Mahnomen.

- Withdrawn, May 27, 2008

Dallas

Home Federal Bancorp, Inc., Shreveport, Louisiana -- waiver of application to acquire First Louisiana Bancshares, Inc., Shreveport, and its subsidiary bank, First Louisiana Bank, in connection with the merger of First Louisiana Bank into Home Federal Bancorp's subsidiary thrift, Home Federal Savings and Loan Association.

- Granted, May 30, 2008

Chicago

Liberty Financial Services, Inc., Sioux City, Iowa -- to acquire Valley Bank N.A., Elk Point, South Dakota.

- Approved, May 29, 2008

Bank Holding Companies

Chicago

Spence Limited L.P., and Financial Junk, L.L.C., Nashville, Tennessee -- to become bank holding companies and to acquire shares of Michigan Community Bancorp, Ltd., Sterling Heights, Michigan, and thereby acquire Lakeside Community Bank.

- Approved, May 30, 2008

Chicago

Spence Limited L.P., Nashville, Tennessee; Black River BancVenture, Inc., Memphis; and Financial Junk, L.L.C., Nashville -- to acquire an interest in Alliant Bank, Sedgwick, Kansas; Farmers Savings Bank, Keota, Iowa; Gorham State Bank, Gorham, Kansas; Greensburg State Bank, Greensburg; Kansas State Bank, Overbrook; Leonardville State Bank, Leonardville; Marquette Farmers State Bank, Marquette; Community Shores Bank Corporation, Muskegon, Michigan, and Community Shores Bank; Allegiance Bank of North America, Bala Cynwyd, Pennsylvania; Bay Commercial Bank, Walnut Creek, California; Cornerstone Bank, Moorestown, New Jersey; SFB Bancorp, Inc., Elizabethon, Tennessee; and Security Federal Bank and Quaint Oak Bancorp, Southampton, Pennsylvania; and Quaint Oak Savings Bank.

- Approved, May 30, 2008

Financial Holding Companies

New York

Financial Institutions, Inc., Warsaw, New York -- election to become a financial holding company.

- Effective, May 28, 2008

Richmond

Putnam Bancshares, Inc., Hurricane, West Virginia -- election to become a financial holding company.

- Effective, May 27, 2008

**Financial Holding Companies**

Kansas City

Rocky Mountain Capital, Wilson, Wyoming -- election by Rocky Mountain Bankholdings, Inc., Wilson, to become a financial holding company.

- Effective, May 29, 2008

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending May 31, 2008**

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

**District: 1**

**Federal Reserve Bank of Boston**

**Availability of CRA Public Evaluations**

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

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

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

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

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

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

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

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 2**

**Federal Reserve Bank of New York**

**Filings received during the week ending May 31, 2008**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
NATIONAL AGRICULTURAL COOPERATIVE FEDERATION, THE	FBSEA	National Agricultural Cooperative Federation, Seoul, Korea, to establish a branch in New York, New York.	Newspaper: Federal Register:	Not available Not applicable
NATIONAL AUSTRALIA BANK LIMITED	FBSEA	The National Australia Bank Limited, Melbourne, Australia, to establish a branch in Chicago, Illinois, under Section 211.24(a)(2) of Regulation K.	Newspaper: Federal Register:	Not available Not applicable
STANDARD CHARTERED BANK	FBSEA	Standard Chartered Bank, London, England, to establish a representative office in Newark, New Jersey pursuant to Section 211.24(a)(2)(i)(B)(1) of Regulation K.	Newspaper: Federal Register:	Not available Not applicable

**District: 2**

**Federal Reserve Bank of New York**

**Availability of CRA Public Evaluations**

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NONE					

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending May 31, 2008**

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

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Availability of CRA Public Evaluations**

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 4**

**Federal Reserve Bank of Cleveland**

**Filings received during the week ending May 31, 2008**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 601 South Clark Street, Chicago, IL.	Newspaper:	06/03/2008
			Federal Register:	Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 9450 West Linebaugh Avenue, Tampa, FL.	Newspaper:	06/10/2008
			Federal Register:	Not applicable
OHIO HERITAGE BANK	* Branch	Application by Ohio Heritage Bank, Coshocton, OH to establish a branch at 1066 Hebron Road, Heath, OH.	Newspaper:	Not available
			Federal Register:	Not applicable

**District: 4**

**Federal Reserve Bank of Cleveland**

**Availability of CRA Public Evaluations**

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending May 31, 2008

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF AMERICA CORPORATION	Investment	Bank of America Corporation, Charlotte, North Carolina, to increase its investment in China Construction Bank Corporation, Beijing, China.	Newspaper: Federal Register:	Not applicable Not applicable
Blue Ridge Bank Holdings, Inc.	* 3A1	Blue Ridge Bank Holdings, Inc., Asheville, North Carolina, to become a bank holding company through the retention of 100% of the voting securities of Blue Ridge Savings Bank, Incorporated, Asheville, North Carolina.	Newspaper: Federal Register:	05/17/2008 06/20/2008
EAGLE BANCORP, INC.	* 3A5 * 18C * Branch	Eagle Bancorp, Inc., Bethesda, Maryland, to acquire 100% of the voting securities of Fidelity & Trust Financial Corporation, Bethesda, Maryland and thereby indirectly acquire Fidelity & Trust Bank, Bethesda, Maryland.	Newspaper: Federal Register:	Not available 06/16/2008

**District: 5**

**Federal Reserve Bank of Richmond**

**Availability of CRA Public Evaluations**

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NONE					

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 6**

**Federal Reserve Bank of Atlanta**

**Filings received during the week ending May 31, 2008**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
1ST UNITED BANK	* 18C	1st United Bank, Boca Raton, Florida, to acquire 6 branches of Citrus Bank, N.A., Vero Beach, Florida.	Newspaper:	06/25/2008
	* Branch		Federal Register:	Not applicable
CAIXA DE AFORROS DE VIGO, OURENSE E PONTEVEDRA	FBSEA	Caixa de Aforros de Vigo, Ourense e Pontevedra, Vigo, Spain, to establish international bank branches in New York, New York, Chicago, Illinois, Los Angeles, California, and Houston, Texas.	Newspaper:	Not available
			Federal Register:	Not applicable
CAJA DE AHORROS Y MONTE DE PIEDAD DE MADRID	* 3A1	Caja de Ahorros y Monte de Piedad de Madrid, along with its subsidiaries, Caja Madrid Cibeles S.A., both of Madrid, Spain, and CM Florida Holdings, Inc., Coral Gables, Florida, to become bank holding companies by acquiring 83 percent of the controlling interest of City National Bancshares, Inc., and its subsidiary, City National Bank of Florida, both of Miami, Florida.	Newspaper:	06/23/2008
			Federal Register:	06/23/2008
FARMERS BANCORP, INC.	CIC	Farmers Bancorp, Inc., Lynchburg, Tennessee, prior change in control notice filed by Mr. Marion Edwin Lowery, Franklin, Tennessee, to acquire 58.12% of the outstanding shares of Farmers Bancorp, Inc., and its subsidiary, Farmers Bank of Lynchburg, both of Lynchburg, Tennessee.	Newspaper:	06/18/2008
			Federal Register:	06/19/2008
MONTE DE PIEDAD Y CAJA DE AHORROS SAN FERNANDO DE HUELVA	FBSEA	Monte de Piedad y Caja de Ahorros San Fernando de Huelva, Sevilla, Spain (CAJASOL), to establish a representative office in Miami, Florida.	Newspaper:	Not available
			Federal Register:	Not applicable

**District: 6**

**Federal Reserve Bank of Atlanta**

**Availability of CRA Public Evaluations**

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending May 31, 2008**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
C-B-G, INC.	* 3A3	C-B-G, Inc., West Liberty, Iowa, to acquire an additional \$5 million (only \$500,000 from C-B-G, Inc. and the remaining from executive officers, directors, and shareholders of CBG all considered to be acting in concert) of common stock, or up to 50.01 percent, in Washington Bancorp, Washington, Iowa, and thereby increase it's indirect interest in Washington Bancorp's subsidiary, Federation Bank, Washington, Iowa.	Newspaper: Federal Register:	Not available 06/27/2008
CAPITOL BANCORP LTD.	* 3A3	Capitol Bancorp, Ltd., Lansing, Michigan and Capitol Development Bancorp Limited VII, Lansing, Michigan, to acquire 51 percent of the voting shares of Central Arizona Bank (in organization), Casa Grande, Arizona.	Newspaper: Federal Register:	Not available 06/20/2008
CAPITOL BANCORP LTD.	* 3A3	Capitol Bancorp, Ltd., Lansing, Michigan and Capitol Development Bancorp Limited VII, Lansing, Michigan, to acquire 51 percent of the voting shares of Sunrise Bank of Norman (in organization), Norman, Oklahoma.	Newspaper: Federal Register:	Not available 06/20/2008
CAPITOL BANCORP LTD.	* 4c8	Capitol Bancorp, Ltd., Lansing, Michigan, to acquire 51 percent of the voting shares of FFSSB Financial Corporation, Lansing, Michigan, and thereby indirectly acquire Forethought Federal Savings Bank, Batesville, Indiana, and thereby operate a savings association.	Newspaper: Federal Register:	Not available 06/27/2008
IBT BANCORP, INC.	* 3A3	IBT Bancorp, Inc., Mt. Pleasant, Michigan, to retain 5.9 percent of the voting shares of Valley Financial Group, Ltd., Saginaw, Michigan, and thereby indirectly retain shares of 1st State Bank, Saginaw, Michigan.	Newspaper: Federal Register:	Not available 06/02/2008
LAFAYETTE COMMUNITY BANCORP	CIC	Notice by John B. Scheumann, Lafayette, Indiana, to acquire 25.24 percent of the voting shares of Lafayette Community Bancorp, Lafayette, Indiana, and thereby indirectly acquire Lafayette Community Bank, Lafayette, Indiana.	Newspaper: Federal Register:	Not available Not available

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of	Institution	Location
NONE			

\* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending May 31, 2008

Filer	Filing Type	Filing Proposal	End of Comment Period	
LEA M. MCMULLAN TRUST	* 3A3	Lea M. McMullan Trust, Shelbyville, Kentucky, to indirectly acquire 100 percent of Golden Triangle Bancshares, Inc., Campbellsburg, Kentucky, and thereby indirectly acquire Citizens Bank, New Liberty, Kentucky. Also a companion filing for Citizens Union Bancorp of Shelbyville, Inc., Shelbyville, Kentucky, to acquire 100 percent of Golden Triangle Bancshares, Inc., Campbellsburg, Kentucky, and thereby indirectly acquire Citizens Bank, New Liberty, Kentucky.	Newspaper: Federal Register:	07/04/2008 06/30/2008
ROCK BANCSHARES, INC.	* 3A1	Rock Bancshares, Inc., Little Rock, Arkansas, to become a bank holding company through the conversion of its thrift subsidiary, Heartland Community Bank, Bryant, Arkansas, into a state-chartered commercial bank.	Newspaper: Federal Register:	06/25/2008 06/27/2008

**District: 8**

**Federal Reserve Bank of St. Louis**

**Availability of CRA Public Evaluations**

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

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending May 31, 2008

Filer	Filing Type	Filing Proposal	End of Comment Period	
CHARTER BANKSHARES, INC.	* 3A3	Charter Bankshares, Inc., Eau Claire, Wisconsin, to acquire 100% of Peregrine Corporation, Chaska, Minnesota, and thereby indirectly acquire Community Bank Corporation, Chaska, Minnesota.	Newspaper: Federal Register:	Not available 06/13/2008
WEST 12 BANCORPORATION, INC.	CIC	Change in Control notice by The Yvonne M. Connolly Irrevocable Trust and Yvonne M. Connolly, as co-trustee, both of Benson, Minnesota, to retain and acquire 25% or more of the shares of West 12 Bancorporation, Inc., Danvers, Minnesota, and thereby indirectly retain and acquire control of State Bank of Danvers, Danvers, Minnesota.	Newspaper: Federal Register:	06/04/2008 06/19/2008

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Availability of CRA Public Evaluations**

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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**District: 10****Federal Reserve Bank of Kansas City****Filings received during the week ending May 31, 2008**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
AMERICAN STATE BANK & TRUST COMPANY, NATIONAL ASSOCIATION	Member	American Bank and Trust Company, N.A., Great Bend, Kansas, to retain its membership in the Federal Reserve System following its conversion from a national to a state charter.	Newspaper: Federal Register:	Not applicable Not applicable
CANADIAN STATE BANK	* Branch	Canadian State Bank, Yukon, Oklahoma, to establish a branch at 620 East State Highway 152, Mustang, Oklahoma.	Newspaper: Federal Register:	06/01/2008 Not applicable
EQUITY BANCSHARES, INC.	* 3A3	Equity Bancshares, Inc., Andover, Kansas, to acquire 100 percent of the voting shares of Ellis State Bank, Ellis, Kansas.	Newspaper: Federal Register:	06/09/2008 06/25/2008
ROCKY MOUNTAIN BANK	* Branch	Rocky Mountain Bank, Rock Springs, Wyoming, to establish a branch at 890 West Broadway, Jackson, Wyoming.	Newspaper: Federal Register:	06/16/2008 Not applicable
STOCKMENS FINANCIAL CORPORATION	* 3A3	Stockmens Financial Corporation, Rapid City, South Dakota, to acquire 100 percent of the voting shares of Homestead Financial Corporation, parent of The First National Bank and Trust, both in Beatrice, Nebraska.	Newspaper: Federal Register:	Not available 06/30/2008

**District: 10**

**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

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NONE

**CRA Examinations scheduled for**      **Quarter of**

Institution	Location
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NONE

\* Subject to the provisions of the Community Reinvestment Act

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending May 31, 2008

Filer	Filing Type	Filing Proposal	End of Comment Period	
MENARD BANCSHARES, INC.	CIC	Notice by Carolyn V. Kothmann, Menard, Texas, Carl G. Kothmann, Menard, Texas, Benny F. Kothmann, Menard, Texas, Dora L. Wright, Menard, Texas, Stanley C. Kothmann, Southlake, Texas, LaVerne C. Kothmann, Menard, Texas, and Kaddo F. Kothmann, Garden City, Texas, to acquire an interest in Menard Bancshares, Inc., Menard, Texas, and thereby indirectly acquire Menard National Bank, Menard, Texas.	Newspaper:	Not available
			Federal Register:	06/12/2008

**District: 11**

**Federal Reserve Bank of Dallas**

**Availability of CRA Public Evaluations**

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NONE					

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Institution	Location
NONE	

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District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending May 31, 2008

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF WHITMAN EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	Bank of Whitman Employee Stock Ownership Plan, Colfax Washington, to acquire 56 percent of Whitman Bancorporation Incorporated, Colfax, Washington, and thereby indirectly acquire Whitman Bank, Colfax, Washington.	Newspaper:	Not available
			Federal Register:	06/09/2008

**District: 12**

**Federal Reserve Bank of San Francisco**

**Availability of CRA Public Evaluations**

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

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

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

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

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

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

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

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act