
Federal Reserve Release



H.2

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

No. 13

Week Ending March 26, 2011

Regulations and Policies

Regulation Z (Truth in Lending) and Regulation M (Consumer Leasing) -- final rules to implement a provision of the Dodd-Frank Act that increases the dollar thresholds for exempt consumer credit transactions and consumer leases from \$25,000 to \$50,000, with future annual adjustments to reflect increases in the consumer price index.

- Approved, March 22, 2011

Enforcement

Northern States Financial Corporation, Waukegan, Illinois -- written agreement with the Federal Reserve Bank of Chicago.

- Announced, March 22, 2011

Tidelands Bancshares, Inc., Mount Pleasant, South Carolina -- written agreement with the Federal Reserve Bank of Richmond.

- Announced, March 22, 2011

BS&R Banking Supervision and Regulation**RBOPS** Reserve Bank Operations and Payment Systems**C&CA** Consumer and Community Affairs**IF** International Finance**FOMC** Federal Open Market Committee**OSD** Office of Staff Director**Bank Branches, Domestic**

Atlanta

IBERIABANK, Lafayette, Louisiana -- to establish branches at 613 Montgomery Highway, Vestavia Hills, Alabama, and 1315 Indiantown Road, Jupiter, Florida.

- Approved, March 24, 2011

Bank Holding Companies

Richmond

American National Bankshares Inc., Danville, Virginia -- to acquire MidCarolina Financial Corporation, Burlington, North Carolina, and thereby indirectly acquire MidCarolina Bank.

- Approved, March 21, 2011

Minneapolis

Jorgenson Williston Holding Company, Kenmare, North Dakota -- to become a bank holding company and to acquire First National Bank & Trust Company of Williston, Williston.

- Approved, March 21, 2011

Bank Mergers

Chicago

Bank Iowa, Clarinda, Iowa -- to merge with Bank Iowa, Altoona; Bank Iowa, Denison; Bank Iowa, Humboldt; Bank Iowa, New Hampton; Bank Iowa, Oskaloosa; and Bank Iowa, Red Oak, and thereby establish branches.

- Approved, March 24, 2011

Bank Mergers

Secretary

Five Points Bank, Grand Island, Nebraska -- to purchase certain assets and assume certain liabilities of the branches of First State Bank, Gothenberg, and to establish a branch at 9718 Giles Road, LaVista.

- Approved, March 25, 2011

Chicago

Metropolitan Bank Group, Inc., Chicago, Illinois -- waiver of application to merge with NC Bancorp, Inc., Chicago, in connection with the merger of their respective subsidiary banks, North Community Bank, Chicago, and Edens Bank, Wilmette.

- Granted, March 25, 2011

Dallas

Texas First Bank, Texas City, Texas -- to merge with Texas First Bank, Santa Fe, and to establish branches at 12402 Hwy. 6, Santa Fe; 6128 Hwy. 6, Hitchcock; 2625 South Loop 35, Alvin; 5675 FM 646 and 4301 Hwy. 3, Dickinson; 111 West Parkwood Avenue, Friendswood; 3000 FM 1764, La Marque; 111 South Hwy. 3, League City; and 2343 North Main Street, Pearland.

- Approved, March 23, 2011

Change in Bank Control

Kansas City

Amsterdam Bancshares, Inc., Amsterdam, Missouri -- change in bank control of Amsterdam Bancshares and its subsidiary bank, Citizens Bank, Amsterdam.

- Permitted, March 25, 2011

Change in Bank Control

St. Louis

Citizens Bancorp of Hickman, Inc., Hickman, Kentucky -- to retain control of Citizens Bancorp, and its subsidiary bank, The Citizens Bank, Hickman.

- Permitted, March 23, 2011

Richmond

Pioneer Bankshares, Inc., Stanley, Virginia -- to retain control of Pioneer Bancshares and its subsidiary bank, Pioneer Bank.

- Permitted, March 25, 2011

Chicago

Taylor Capital Group, Inc., Rosemont, Illinois -- change in bank control of Taylor Capital and its subsidiary bank, Cole Taylor Bank, Chicago.

- Permitted, March 24, 2011

Extensions of Time

Secretary

Bank of Montreal, Toronto, Canada -- commenters' requests to extend the comment period on the application to acquire Marshall & Ilsley Corporation, Milwaukee, Wisconsin.

- Granted, March 24, 2011

Secretary

Bank of Montreal, Toronto, Canada -- commenter's request to extend the comment period on the application to acquire Marshall & Ilsley Corporation, Milwaukee, Wisconsin.

- Denied, March 24, 2011

Extensions of Time

Richmond

CapGen Capital Group V LLC, New York, New York, and CapGen Capital Group V LP -- extension to June 22, 2011, to become bank holding companies and to acquire shares of Palmetto Bancshares, Inc., Greenville, South Carolina, and indirectly acquire The Palmetto Bank, Greenville.

- Granted, March 22, 2011

Financial Holding Companies

Kansas City

AMG National Corp., Denver, Colorado -- election to become a financial holding company.

- Effective, March 23, 2011

Dallas

Southside Bancshares, Inc., Tyler, Texas -- election to become a financial holding company.

- Effective, March 22, 2011

Membership

St. Louis

First State Bank and Trust Company, Inc., Caruthersville, Missouri -- to become a member of the Federal Reserve System.

- Approved, March 25, 2011

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending March 26, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 1

Federal Reserve Bank of Boston

Availability of CRA Public Evaluations

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

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

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

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

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

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

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 2

Federal Reserve Bank of New York

Filings received during the week ending March 26, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF NEW YORK MELLON CORPORATION, THE	Foreign Branch	The Bank of New York Mellon, establish a branch in pursuant to Section 211.3(b)(3) of Regulation K.	Newspaper:	Not applicable
			Federal Register:	Not applicable

District: 2

Federal Reserve Bank of New York

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: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending March 26, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
BRYN MAWR BANK CORPORATION	4c8 * 18C	Bryn Mawr Bank Corporation, Bryn Mawr, PA, to acquire 100% of PWMG Bank and Trust, Inc., Hersey PA, a non-depository trust company in formation and to merge PWMG Bank and Trust, Inc. with and into The Bryn Mawr Trust Company, Bryn Mawr, PA.	Newspaper:	04/30/2011
			Federal Register:	04/08/2011

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	

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District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending March 26, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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542528	CITIZENS BKG CO, SANDUSKY, OHIO	11/01/2010	03/08/2011	S	Int Sm Bank
853112	HEARTLAND BK, GAHANNA, OHIO	07/19/2010	03/28/2011	S	Int Sm Bank
533227	METAMORA ST BK, METAMORA, OHIO	12/06/2010	03/21/2011	S	Small Bank

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 March 26, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
Carroll Bancorp, Inc.	* 3A1	Carroll Bancorp, Inc., Sykesville, Maryland, to become a bank holding company through the acquisition of 100% of the voting stock of Carroll Community Bank, Sykesville, Maryland, upon its conversion from a mutual state savings bank to a state-chartered stock commercial bank.	Newspaper:	Not available
			Federal Register:	04/21/2011
MINERS EXCHANGE BANK	* Branch	Miners Exchange Bank, Coeburn, Virginia, to establish a branch at 313 Vanover Avenue, N.E., Wise, Virginia	Newspaper:	04/05/2011
			Federal Register:	Not applicable

District: 5

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending March 26, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANCO FINANCIERO Y DE AHORROS, S.A.	FBSEA	Banco Financiero y de Ahorros, S.A., Valencia, Spain (formerly New Bank), to establish a branch to be located in Miami, Florida.	Newspaper: Federal Register:	04/11/2011 Not applicable
IBERIABANK	* 18C * Branch	IBERIABANK, Lafayette, Louisiana, to merge with Omni Bank, Metairie, Louisiana.	Newspaper: Federal Register:	04/19/2011 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 March 26, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST MID-ILLINOIS BANCSHARES, INC.	CIC	Notice by Gary W. Melvin, Alex J. Melvin, David W. Melvin and Laura A. Voyles, each of Sullivan, Illinois, as a group acting in concert, to acquire more than 10 percent of the voting shares of First Mid-Illinois Bancshares, Inc., Mattoon, Illinois, and thereby indirectly control First Mid-Illinois Bank & Trust, National Association, Mattoon, Illinois.	Newspaper: Federal Register:	Not available 03/30/2011
HOME FINANCIAL BANCORP	* 3A1 4c8	Home Financial Bancorp, Spencer, Indiana, to become a bank holding by acquiring 100 percent of the voting shares of Owen Community Bank, s.b., Spencer, Indiana, and also, proposes to engage in insurance agency activities through its subsidiary, OCB Insurance Agency, Inc., Spencer, Indiana.	Newspaper: Federal Register:	Not available 04/14/2011
NEWELL BANCSHARES, INC.	CIC	Notice by Lucinda Hill Alden, Los Angeles, California, as trustee for The Gilbert D. Hill Descendant's Trust, The Roberta E. Hill Descendant's Trust, The Julie Hill Irrevocable Trust Dated April 7, 2003, and the Lucinda Hill Irrevocable Trust Dated April 7, 2003, all of Los Angeles, California, to retain control of Newell Bancshares, Inc., Newell, Iowa, and thereby indirectly control First Community Bank, Newell, Iowa.	Newspaper: Federal Register:	Not available 04/04/2011

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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

CRA Examinations scheduled for	Quarter of	Institution	Location
NONE			

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending March 26, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
ARVEST BANK	* Branch	Arvest Bank, Fayetteville, Arkansas, to establish a branch facility to be located at 3184 East Sunshine Street, Springfield, Missouri.	Newspaper:	04/01/2011
			Federal Register:	Not applicable

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
657459	MIDWEST BANKCENTRE, LEMAY, MISSOURI	11/02/2009	03/03/2011	NI	Large Bank
35842	PREMIER BK OF JACKSONVILLE, JACKSONVILLE, ILLINOIS	11/08/2010	03/04/2011	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending March 26, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
BRIDGEWATER BANCSHARES, INC.	CIC	Change in control notice by Gerald John Baack, Apple Valley, Minnesota, individually, and in concert with Sherri Lynn Baack, Apple Valley, Minnesota, to acquire and retain 10 percent or more of the shares of Bridgewater Bancshares, Inc., Bloomington, Minnesota, and thereby indirectly acquire and retain control of Bridgewater Bank, Bloomington, Minnesota.	Newspaper: Federal Register:	04/11/2011 04/11/2011
FARMERS STATE CORPORATION	CIC	Notice by Stuart James Sneer, Mankato, Minnesota, as a trustee of three Sneer Family trusts to individually acquire control of 25% or more of Farmers State Corporation, Mankato, Minnesota, and thereby indirectly acquire control of United Prairie Bank, Mountain Lake, Minnesota. Notice by Jeffrey Lee Weldon, Mankato, Minnesota, as a trustee of four Sneer Family trusts to individually acquire control of 25% or more of Farmers State Corporation, Mankato, Minnesota, and thereby indirectly acquire control of United Prairie Bank, Mountain Lake, Minnesota. Notices by Jennifer Susan Johnson, Chanhassen, Minnesota, as trustee of three Sneer Family trusts, the Stuart James Sneer Revocable Trust, the Stuart James Sneer Irrevocable Trust I, the Stuart James Sneer Irrevocable Trust II, the Jennifer Susan Johnson Revocable Trust, the Jennifer Susan Johnson Irrevocable Trust I, and the Jennifer Susan Johnson Irrevocable Trust II, all of Mankato, Minnesota, to join the James and Susan Sneer Family Group which controls 25% or more of Farmers State Corporation, Mankato, Minnesota, and thereby indirectly controls United Prairie Bank, Mountain Lake, Minnesota.	Newspaper: Federal Register:	Not available Not available
GEBSCO, INC.	CIC	Change in Control Notice by Najib G. Schlosstein, Arcadia, Wisconsin, to acquire 25 percent or more of the shares of GEBSCO, Mondovi, Wisconsin, and thereby indirectly gain control of Alliance Bank, Mondovi, Wisconsin. In addition, Castlerock Museum, Inc., Alma, Wisconsin, to retain shares of GEBSCO, Mondovi, Wisconsin, and thereby join the Schlosstein Family Group which controls 25 percent or more of GEBSCO, Mondovi, Wisconsin.	Newspaper: Federal Register:	Not available 04/11/2011
WESTERN STATE AGENCY, INC., EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST	* 3A1	Western State Agency, Inc., Employee Stock Ownership Plan and Trust, Devils Lake, North Dakota, to become a bank holding company by acquiring over 25 percent of Western State Agency, Devils Lake, North Dakota and thereby indirectly acquire Western State Bank, Devils Lake, North Dakota.	Newspaper: Federal Register:	03/24/2011 03/24/2011

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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595953	FARMERS ST BK OF DENTON, DENTON, MONTANA	12/06/2010	03/15/2011	S	Small Bank
147857	FIRST BK BLUE EARTH, BLUE EARTH, MINNESOTA	11/29/2010	03/16/2011	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending March 26, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
SECURITY FINANCIAL SERVICES CORPORATION	CIC	Notification by Scott T. Athey, Enid, Oklahoma, to acquire control of Security Financial Services Corporation, parent of The Security National Bank of Enid, both in Enid, Oklahoma.	Newspaper: Federal Register:	04/12/2011 04/04/2011
SECURITY NATIONAL CORPORATION	CIC	Notification by James E. Landen, Omaha, Nebraska, as trustee of the Mary M. Huerter Irrevocable Trust; the Megan L. Huerter Irrevocable Trust; the James V. Huerter III Irrevocable Trust; the Rebecca F. Huerter Irrevocable Trust; the Thomas L. Huerter Irrevocable Trust; the Mary C. Landen Irrevocable Trust; the Clarence L. Landen IV Irrevocable Trust; the Kelly A. Landen Irrevocable Trust; the Elizabeth L. Kerr Irrevocable Trust; the Jordan M. Kerr Irrevocable Trust; and the J. Michael Kerr Jr. Irrevocable Trust, all of Omaha, Nebraska, to retain control of Security National Corporation, Omaha, Nebraska, parent of Security National Bank of Omaha, Omaha, Nebraska.	Newspaper: Federal Register:	Not available 04/11/2011
UNION STATE BANK OF EVEREST, THE	* 18C * Branch	The Union State Bank of Everest, Everest, Kansas, to merge with Bank of McLouth, McLouth, Kansas, and incident thereto, to establish a branch.	Newspaper: Federal Register:	Not available Not applicable

District: 10

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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2304636	COMMUNITY BK, TOPEKA, KANSAS	12/06/2010	03/08/2011	S	Small Bank
462756	FIRST AMER BK, PURCELL, OKLAHOMA	11/29/2010	03/03/2011	S	Int Sm Bank
502559	GUNNISON B&TC, GUNNISON, COLORADO	12/06/2010	03/09/2011	S	Small Bank
455150	PAYNE CTY BK, PERKINS, OKLAHOMA	12/06/2010	03/02/2011	S	Small Bank

CRA Examinations scheduled for

Quarter of

Institution Location

NONE

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending March 26, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMERICA BANK	* 18C * Branch	Comerica Bank, Dallas, Texas, to merge with Sterling Bank, Houston, Texas; and to establish the 61 offices of Sterling Bank, Houston, Texas, as branches of Comerica Bank, Dallas, Texas.	Newspaper: Federal Register:	Not available Not applicable
VB TEXAS, INC.	* 3A3	VB Texas, Inc., Houston, Texas, to acquire 100 percent of Founders Bank, SSB, Sugar Land, Texas, by merging Vista Bank Texas, Houston, Texas, its wholly owned subsidiary, with Founders Bank, SSB.	Newspaper: Federal Register:	Not available Not available

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
2942823	UNITED BK OF EL PASO DEL NORTE, EL PASO, TEXAS	07/26/2010	03/07/2011	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending March 26, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF TAIWAN	FBSEA	Bank of Taiwan, Taipei, Taiwan, to upgrade its New York Agency to a branch office pursuant to section 211.24(a)(2)(ii)(a) of Regulation K and section 7(d) of FBSEA.	Newspaper: Federal Register:	Not available Not applicable
CASCADE BANCORP	CIC	Michael Fayne Rosinus, of Winnetka, Illinois, to acquire 0.11 percent of the voting shares of Cascade Bancorp, and thereby indirectly acquire voting shares of Bank of the Cascades, both of Bend, Oregon, and join with BOTC Holdings LLC with respect to its investment in Cascade Bancorp, resulting in a total collective acquisition of 24.46% of the voting shares of Cascade Bancorp.	Newspaper: Federal Register:	Not available 03/09/2011
HOME FEDERAL BANCORP, INC.	* 3A1	Home Federal Bancorp, Inc., to become a bank holding company by acquiring 100 percent of Home Federal Bank, both of Nampa, Idaho.	Newspaper: Federal Register:	Not available Not available
MITSUBISHI UFJ FINANCIAL GROUP, INC.	* 3A3	Mitsubishi UFJ Financial Group, Inc., Tokyo, Japan, to acquire up to 24.9 percent of Morgan Stanley, New York, New York, and indirectly its subsidiaries, Morgan Stanley Capital Management LLC, New York, New York, Morgan Stanley Domestic Holdings, Inc., New York, New York, Morgan Stanley Bank, National Association, Salt Lake City, Utah, and Morgan Stanley Private Bank, National Association, Purchase, New York, pursuant to section 3(a)(3) of the Bank Holding Company Act.	Newspaper: Federal Register:	Not available 04/25/2011

District: 12

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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

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

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

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

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

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

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act