# **Federal Reserve Release**



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

No. 50
Week Ending December 12, 1998

FirstMerit Corporation, Akron, Ohio -- application to acquire Signal Corp., Wooster, Ohio, and its banking and nonbanking subsidiaries.

- Approved, December 7, 1998

Norwest Corporation, Minneapolis, Minnesota -- requests by certain commenters for reconsideration of the Board's approval of the application to acquire Wells Fargo & Company, San Francisco, California.

- Denied, December 7, 1998

# **Regulations And Policies**

Income tax allocation among affiliates of banking organizations -- interagency policy statement to provide guidance to institutions concerning the allocation and payment of taxes (Docket No. R-1022).

- Approved, October 27, 1998 (AC)

Interagency efforts to coordinate examinations as required by the Riegle Community Development and Regulatory Improvement Act -- report to Congress.

- Approved, November 19, 1998 (AC)

Regulation CC -- request for comment on a proposal to shorten the maximum hold for many nonlocal checks (Docket No. R-1031).

- Approved, December 7, 1998

Regulations H, K, and Y -- request for comment on a proposal to require domestic and foreign banking organizations supervised by the Board to develop and maintain "Know Your Customer" programs (Docket No. R-1019).

- Approved, October 1, 1998 (AC)

Regulations J and CC -- decision not to propose any specific regulatory changes at this time to reduce or eliminate legal disparities between the Federal Reserve Banks and private sector banks in the presentment and settlement of checks (Docket No. R-1009).

- Approved, December 7, 1998

# **Reserve Bank Services**

Fedwire -- determination not to adopt a segmented settlement period (Docket No. R-1014).

# **Enforcement**

San Francisco Company, San Francisco, California -- issuance of a combined order to cease and desist and order of assessment of civil money penalties against Putra Masagung, an institution-affiliated party, and P.T. Gunung Agung, Ltd. Corporation, Jakarta, Indonesia, and order of prohibition against Mr. Masagung.

- Announced, December 4, 1998 (AC)

Southern Security Bank, Hollywood, Florida -- written agreement dated November 13, 1998, with the Federal Reserve Bank of Atlanta, and the State Comptroller and Banking Commissioner of the State of Florida.

- Announced, December 7, 1998

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

# **Bank Branches, Domestic**

### New York

Banco Popular de Puerto Rico, Hato Rey, Puerto Rico -- to establish a branch at 1170 Castle Hill Avenue, Bronx, New York.

- Approved, December 3, 1998 (AC)

### Chicago

Bank of Elmwood, Racine, Wisconsin -- to establish a branch at 5455 Sheridan Road, Kenosha, Wisconsin.

- Approved, December 9, 1998

### Kansas City

Bank of Star Valley, Afton, Wyoming -- to establish a branch at 118 Village Parkway, Thayne, Wyoming.

- Approved, December 11, 1998

### Atlanta

Colonial Bank, Montgomery, Alabama -- to establish a branch at 1511 N. Westshore Boulevard, Suite 100, Tampa, Florida.

- Approved, December 8, 1998

### Secretary

Compass Bank, Birmingham, Alabama -- to establish a branch near the intersection of McDermott Highway and Highway 75, Allen, Texas.

- Approved, December 10, 1998

### Chicago

NorthSide Community Bank, Gurnee, Illinois -- to establish a branch at 1155 Milwaukee Avenue, Riverwoods, Illinois.

- Approved, December 9, 1998

### Atlanta

Republic Security Bank, West Palm Beach, Florida -- to establish a branch at 1735 N.E. Pine Island Road, North Cape Coral, Florida.

# **Bank Branches, Domestic**

### Chicago

Salin Bank and Trust Company, Indianapolis, Indiana -- to purchase four branches from Bank One, Indiana, National Association and establish branches at 114 N. Main Street, Jonesboro, Indiana; 1200 N. Baldwin Avenue, Marion; 3010 S. Adams Street; and 302 W. Washington Street.

- Approved, December 7, 1998

# **Bank Holding Companies**

### San Francisco

AEA Bancshares, Inc., Seattle, Washington -- to acquire Asia-Europe-Americas Bank.

- Approved, December 11, 1998

#### Atlanta

Aliant Financial Corporation, Alexander City, Alabama -- to acquire Aliant National Corporation and Aliant Bank.

- Approved, December 9, 1998

### Richmond

Anchor Financial Corporation, Myrtle Beach, South Carolina -- to merge with Bailey Financial Corporation, Clinton, South Carolina.

- Approved, December 7, 1998

### Chicago

Bancorp of Rantoul, Inc., Rantoul, Illinois -- to acquire Rossville Bancorp, Inc., Rossville, Illinois, and First National Bank of Rossville.

- Returned, December 7, 1998

### **Dallas**

Bryan Family Management Trust, Bryan, Texas, and Bryan Heritage Limited Partnership -- to acquire The First National Bank of Bryan.

- Approved, December 10, 1998

### Philadelphia

Bryn Mawr Bank Corp., Bryn Mawr, Pennsylvania -- to establish Bryn Mawr Brokerage Co., Inc.

### Director, BS&R

Citigroup Inc., New York, New York -- request for relief from commitment to obtain prior approval before acquiring certain of the underwriting, dealing, and related businesses of Nikko Securities Co. Ltd., Tokyo, Japan, through Salomon Smith Barney (Japan) Ltd., Cayman Islands.

- Granted, December 7, 1998

### Kansas City

Citizens Bankshares ESOP and Trust, Farmington, New Mexico -- to acquire shares of Citizens Bankshares, Inc.

- Withdrawn, December 8, 1998

### Secretary

Compass Bancshares, Inc., Birmingham, Alabama -- to acquire Albrecht & Associates, Inc., Houston, Texas, and engage in performing appraisals of real estate and personal property and in financial and investment advisory activities.

- Approved, December 4, 1998 (AC)

#### San Francisco

Eggemeyer Advisory Corp., Rancho Santa Fe, California; Castle Creek Capital, LLC; Castle Creek Capital Partners Fund-I L.P.; and Western Bancorp, Newport Beach, California -- to merge with PNB Financial Group.

- Approved, December 10, 1998

### Cleveland

Fifth Third Bancorp, Cincinnati, Ohio -- to acquire Ashland Bancshares, Inc., Ashland, Kentucky.

- Approved, December 10, 1998

### Kansas City

First Express of Nebraska, Inc., Gering, Nebraska -- to acquire Wauneta Falls Bancorp, Inc., Wauneta, Nebraska.

- Approved, December 10, 1998

### Philadelphia

First Leesport Bancorp, Leesport, Pennsylvania -- to acquire Essick & Barr, Inc., Reading, Pennsylvania.

# Minneapolis

First National Corporation North Dakota, Grand Forks, North Dakota -- to engage in real estate appraisal activities through the purchase of the assets related to the real estate appraisal business of Botsford and Rice, Inc.

- Approved, December 10, 1998

### Philadelphia

First Perry Bancorp, Inc., Marysville, Pennsylvania -- to acquire The First National Bank of Marysville.

- Approved, December 10, 1998

### Kansas City

First Pryor Bancorp, Inc., Pryor, Oklahoma -- to acquire Stephen L. Smith Corporation, Tulsa, Oklahoma, and engage in financial and investment advisory activities.

- Approved, December 7, 1998

### St. Louis

German American Bancorp, Jasper, Indiana -- to acquire 1st Bancorp, Vincennes, Indiana; First Federal Bank, A Federal Savings Bank; and Financial Services of Southern Indiana Corp.

- Approved, December 9, 1998

### Kansas City

Homestead Financial Corporation ESOP, Beatrice, Nebraska -- to acquire shares of Homestead Financial Corporation.

- Approved, December 7, 1998

### Secretary

HSBC Holdings plc, London, England; HSBC Finance (Netherlands) Limited; HSBC Holdings BV, Amsterdam, The Netherlands; and Hongkong Bank of Canada, Vancouver, British Columbia, Canada -- to acquire Gordon Capital Corporation, Toronto, Ontario, Canada, and engage through Gordon Capital, Inc., in securities brokerage and private placement services.

### St. Louis

Lincoln County Bancorp, Inc., Troy, Missouri -- to acquire shares of Exchange Bank of Missouri, Fayette, Missouri.

- Approved, December 11, 1998

### Cleveland

London Financial Corporation, London, Ohio -- to acquire The Citizens Bank of London.

- Approved, October 16, 1998 (AC)

### Cleveland

Madison Financial Corporation, Richmond, Kentucky -- to acquire The Madison Bank.

- Approved, December 10, 1998

## Minneapolis

Marquette Bancshares, Inc., Minneapolis, Minnesota -- to engage in commercial real estate mortgage brokering and servicing, arrange commercial real estate equity financing, and perform real estate appraisals through the acquisition of Northland Financial Company.

- Approved, December 10, 1998

### Cleveland

Mountain Bancorp, Inc., West Liberty, Kentucky -- to acquire Citizens Bank, Grayson, Kentucky.

- Withdrawn, December 9, 1998

### Minneapolis

Northern Star Financial, Inc., Mankato, Minnesota -- to acquire Northern Star Bank.

- Approved, December 10, 1998

### Chicago

Northpointe Bancshares, Inc., Grand Rapids Township, Michigan -- to acquire Northpointe Bank.

### Philadelphia

Patriot Bank Corp, Pottstown, Pennsylvania -- to acquire First Lehigh Corporation, Walnutport, Pennsylvania.

- Approved, December 7, 1998

### Cleveland

Salt Lick Bancorp, Inc., Salt Lick, Kentucky -- to acquire Salt Lick Deposit Bank.

- Approved, December 7, 1998

### Secretary

State Street Corporation, Boston, Massachusetts -- to engage through State Street Capital Markets, LLC, in certain nonbanking activities.

- Approved, December 10, 1998

# Philadelphia

USABancshares, Philadelphia, Pennsylvania -- to establish a joint venture directly or through USACredit, Inc., and Value Recovery Group, Inc., Columbus, Ohio, entitled USA Credit Ventures LLC, Dover, Delaware.

- Approved, December 9, 1998

### San Francisco

Wells Fargo & Company, San Francisco, California; Norwest Financial Services, Inc., Des Moines, Iowa; and Norwest Financial, Inc. -- to acquire Dial National Bank.

- Approved, December 9, 1998

### San Francisco

Wells Fargo & Company, San Francisco, California; Norwest Mortgage, Inc., Des Moines, Iowa; and Norwest Ventures, Inc. -- to sell shares of Service Mortgage Group, LLC, Louisville, Kentucky, to Semonin Mortgage Service, LLC.

- Approved, December 9, 1998

#### San Francisco

Wells Fargo & Company, San Francisco, California; Norwest Mortgage, Inc., Des Moines, Iowa; and Norwest Ventures, Inc. -- to sell shares of Academy Financial Services, LLC, Alpharetta, Georgia, to HN Mortgage, LLC, Atlanta, Georgia.

### San Francisco

Wells Fargo & Company, San Francisco, California; Norwest Mortgage, Inc., Des Moines, Iowa; and Norwest Ventures, Inc. -- to sell shares of Mortgage Professionals of Tampa Bay, LLC, Tampa, Florida, to Smith & Associates Realtors, Inc.

- Approved, December 11, 1998

#### **Boston**

WestBank Corporation, West Springfield, Massachusetts -- to acquire Cargill Bancorp, Inc., Putnam, Connecticut, and operate Cargill Bank, a Connecticut chartered stock savings and loan association, as a separate bank entity.

- Approved, December 11, 1998

### San Francisco

Western Sierra Bancorp, Cameron Park, California -- to acquire Lake Community Bank, Lakeport, California.

- Approved, December 11, 1998

# **Bank Mergers**

#### Cleveland

Fifth Third Bank of Southern Ohio, Hillsboro, Ohio -- to merge with Bank of Ashland, Inc., Ashland, Kentucky, and establish branches.

- Approved, December 10, 1998

### Secretary

Marine Midland Bank, Buffalo, New York -- to merge with First Commercial Bank of Philadelphia, Philadelphia, Pennsylvania, and establish branches at the two branch offices of First Commercial Bank.

- Approved, December 9, 1998

# Banks, Nonmember, And Miscellaneous Institutions

Director, BS&R

UB & T Financial Services Corporation, Rockmart, Georgia -- transfer agent registration.

# **Banks, State Member**

### Cleveland

Ohio Bank, Findlay, Ohio -- to acquire five branches of Mid American National Bank and Trust Company, Toledo, Ohio, located in Findlay, Ottawa, Upper Sandusky, and Arlington, Ohio.

- Approved, December 10, 1998

### San Francisco

Valley Independent Bank, El Centro, California -- to purchase certain assets and assume certain liabilities of the Hemet, California, branch of Fremont Investment and Loan, Anaheim, California.

- Approved, December 8, 1998

# **Change In Bank Control**

#### Dallas

Brenham Bancshares, Inc., Brenham, Texas -- change in bank control.

- Permitted, December 8, 1998

### Kansas City

First Bankshares of Las Animas, Las Animas, Colorado -- change in bank control.

- Permitted, December 11, 1998

### Chicago

Goodenow Bancorporation, Okoboji, Iowa -- change in bank control.

- Permitted, December 9, 1998

# **Competitive Factors Reports**

### St. Louis

Boone County National Bank of Columbia, Columbia, Missouri -- report on competitive factors of the proposed merger with Sturgeon State Bank, Sturgeon, Missouri.

- Submitted, December 8, 1998

### Minneapolis

Boundary Waters Bank, Ely, Minnesota -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of the Ely, Minnesota, branch of Stearns Bank, N.A., St. Cloud, Minnesota.

- Submitted, December 10, 1998

# **Competitive Factors Reports**

### San Francisco

California Federal Bank, F.S.B., San Francisco, California -- report on competitive factors of the proposed acquisition of two former branches of Wells Fargo Bank, N.A. and ten former branches of Norwest Bank, N.A., Las Vegas, Nevada.

- Submitted, December 8, 1998

### Kansas City

Capitol Federal Savings Bank, Topeka, Kansas -- report on competitive factors of a conversion to ownership by mutual holding companies.

- Submitted, December 11, 1998

### St. Louis

Central Trust Bank, Jefferson City, Missouri -- report on competitive factors of the proposed merger with The Farmers and Traders Bank, California, Missouri.

- Submitted, December 8, 1998

#### Dallas

Del Rio Bank and Trust Company, SSB, Del Rio, Texas -- report on competitive factors of the proposed merger with The Bank and Trust, Sonora, Texas.

- Submitted, December 8, 1998

#### Atlanta

First Farmers and Merchants National Bank, Columbia, Tennessee -- report on competitive factors of the proposed merger with Farmers and Merchants Bank, White Bluff, Tennessee.

- Submitted, December 9, 1998

### New York

Hudson United Bank, Union City, New Jersey -- report on competitive factors of the proposed merger with Lafayette American Bank, Bridgeport, Connecticut, and Bank of the Hudson, Poughkeepsie, New York.

- Submitted, December 8, 1998

### Dallas

Keller State Bank, Keller, Texas -- report on competitive factors of the proposed merger with New Keller Acquisition Corp., San Antonio, Texas.

- Submitted, December 8, 1998

# **Competitive Factors Reports**

### Secretary

Marine National Bank, Irvine, California -- report on competitive factors of the proposed acquisition by merger of California State Bank, Covina, California.

- Submitted, December 7, 1998

### Cleveland

Matewan National Bank, Matewan, West Virginia -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Prestonsburg and Whitesburg, Kentucky, branches of Matewan Bank FSB, Paintsville, Kentucky.

- Submitted, December 4, 1998 (AC)

#### St. Louis

New First National Bank of Carrollton, Carrollton, Kentucky -- report on competitive factors of the proposed merger with The First National Bank of Carrollton.

- Submitted, December 9, 1998

#### Richmond

Provident Community Bank, Union, South Carolina -- report on competitive factors of the proposed acquisition of certain assets and assumption of the liabilities of the Union, South Carolina, branch of American Federal Bank, FSB, Greenville, South Carolina.

- Submitted, December 9, 1998

### Atlanta

South Georgia Interim, Inc., Omega, Georgia -- report on competitive factors of the proposed merger with South Georgia Banking Company.

- Submitted, December 9, 1998

### **Dallas**

Southwest Bank of Texas NA, Houston, Texas -- report on competitive factors of the proposed merger with Fort Bend Federal Savings and Loan Association of Rosenberg, Rosenberg, Texas.

- Submitted, December 8, 1998

# **Competitive Factors Reports**

### New York

United National Bancorp, Bridgewater, New Jersey -- report on competitive factors of the proposed acquisition of Raritan Bancorp Inc., and The Raritan Savings Bank.

- Submitted, December 9, 1998

# **Extensions Of Time**

### **Boston**

Androscoggin Bancorp, MHC, Lewiston, Maine, and Androscoggin Bancorp, Inc. -- extension to January 29, 1999, to acquire Financial Institution Service Corp.

- Granted, December 10, 1998

### Director, BS&R

Bankers Trust Corporation, New York, New York -- extension to January 28, 1999, to conform aggregate dealing positions acquired from National Westminster Bank PLC, London, United Kingdom, to the limits in Regulation K.

- Granted, December 8, 1998

### Atlanta

First National Bancshares, Inc., Bradenton, Florida -- extension to March 11, 1999, to acquire First National Bank of Manatee.

- Granted, December 8, 1998

#### Atlanta

First TeleBanc Corporation, Sanford, Florida -- extension to March 15, 1999, to acquire Boca Raton First National Bank, Boca Raton, Florida.

- Granted, December 8, 1998

### Atlanta

Georgia-Carolina Bancshares, Thomson, Georgia -- extension to December 10, 1999, to effect a change in bank control.

- Permitted, December 10, 1998

### Minneapolis

Merchants Holding Company, Winona, Minnesota -- extension to February 26, 1999, to acquire Primo Financial Services, Inc., Hastings, Minnesota.

- Granted, December 10, 1998

### **Extensions Of Time**

### Chicago

State Financial Services Corporation, Hales Corners, Wisconsin -- extension to February 19, 1999, to acquire Home Bancorp of Elgin, Elgin, Illinois, and Home Federal Savings and Loan Association of Elgin.

- Granted, December 4, 1998 (AC)

#### **Dallas**

State National Bancshares, Inc., Lubbock, Texas -- extension to March 11, 1999, to acquire Continental National Bancshares, Inc., El Paso, Texas, and Continental National Bank.

- Granted, December 10, 1998

### San Francisco

Western Sierra Bancorp, Cameron Park, California -- extension to March 17, 1999, to merge with Roseville 1st Community Bancorp, Roseville, California.

- Granted, December 9, 1998

# **Membership**

### Kansas City

Bank of Nichols Hills, Oklahoma City, Oklahoma -- to become a member of the Federal Reserve System.

- Approved, December 9, 1998

### Kansas City

First Option Bank, Osawatomie, Kansas -- to remain a member of the Federal Reserve System after conversion from a national charter to a state charter.

- Approved, December 9, 1998

### St. Louis

One Bank & Trust, Little Rock, Arkansas -- to become a member of the Federal Reserve System and retain its existing branches.

# **Federal Reserve Bank of Boston**

Applications and notifications filed during the week ending Saturday, December 12, 1998

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

Туре	Application	Ending date of comment period
None		

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

Туре	Application	Ending date of comment period
None		

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

Туре	Application	Ending date of comment period
None		

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

Type	Application
Reg. K	Fleet National Bank, Providence, Rhode Island - application to establish an Edge Corporation and to acquire Sanwa Business Credit (UK) Limited, London, England and Sanwa Business Credit (Deutschland) GmbH, Dusseldorf, Germany
	Providian National Bank, Tilton, New Hampshire - Regulation K application to establish a foreign branch London, England

### 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** 

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					_

Secti	on VI – CRA examinations scheduled for	Quarter of
Instit	rution	Location
None		

# Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, December 12, 1998

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

Type	Application	Ending date of comment period
FBSEA	Banco de la Ciudad de Buenos Aires, Buenos Aires, Argentina, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Moscow Narodny Bank, London, England, to establish a representative office in New York, New York.	Newspaper – N/Avail

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

Туре	Application	Ending date of comment period
None		

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

Туре	Application	Ending date of comment period
4(c)(8)	Skandinaviska Enskilda Banken, Stockholm, Sweden, to retain ABB Investment Management Corp., Stamford, Connecticut, and as a result to provide investment advice.	Fed Reg – N/Avail
4(c)(8)	The Bank of New York Company, New York, New York, to act, through its Section 20 subsidiary, BNY Capital Markets, Inc., New York, New York, as a Specialist and Floor Broker on the Chicago and Philadelphia Stock Exchanges through acquisition of business of EVEREN Securities, Inc., Chicago, Illinois.	Fed Reg – 12/28/1998

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

Type	Application
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.

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					_

# Section VI – CRA examinations scheduled for Quarter of Institution Location None

# Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, December 12, 1998

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

Туре	Application	Ending date of comment period
Branch	Summit Bank, Bethlehem, PA, to establish a branch office at 301 West Lancaster Avenue, Wayne, Chester County, PA.	1/06/1998

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

Туре	Application	Ending date of comment period
None		

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

Туре	Application	Ending date of comment period
None		

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

Туре	Application
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.

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S = Satisfactory

**NI** = **Needs to improve** 

**SN** = **Substantial noncompliance** 

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					_

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

# **Federal Reserve Bank of Cleveland**

Applications and notifications filed during the week ending Saturday, December 12, 1998

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

Туре	Application	Ending date of comment period
None		

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

Туре	Application	Ending date of comment period
3(a)(1)	Received application from John B. Turner Holding Company, Jackson, KY on 12/11/1998 to acquire Marie R. Turner Holding Company, Jackson, KY.*	Newspaper: 01/08/1999

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

Туре	Application	Ending date of comment period
None		

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

Туре	Application
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** 

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

Section VI – CRA ex	aminations scheduled for	Quarter of	
Institution	Ì	Location	
None			

# **Federal Reserve Bank of Richmond**

Applications and notifications filed during the week ending Saturday, December 12, 1998

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

Туре	Application	Ending date of comment period
None		

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

Type	Application	Ending date of comment period
4(c)(8)	Centura Banks, Inc., Rocky Mount, North Carolina, to acquire 100% of the voting shares of First Coastal Bankshares, Inc., Virginia Beach, Virginia.*	Fed Reg – 12/28/1998 Newspaper – 12/31/1998

<sup>\*</sup>Subject to the provisions of the Community Reinvestment Act.

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

Туре	Application	Ending date of comment period
None		

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

Type	Application
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** 

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
361121	F & M Bank-Emporia 401 Halifax Street Emporia, Virginia 23847-1711	09/21/1998	12/09/1998	S	X

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

# **Federal Reserve Bank of Atlanta**

Applications and notifications filed during the week ending Saturday, December 12, 1998

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

Туре	Application	Ending date of comment period
Branch	SunTrust Bank, Tampa Bay, Tampa, Florida, to establish a branch located at 301 N. 38 <sup>th</sup> Avenue, St. Petersburg, Florida, to be known as the N.E. St. Petersburg Office.	12/12/1998*
Branch	SunTrust Bank, Tampa Bay, Tampa, Florida, to establish a branch located at 12098 Anderson Road, Tampa, Florida, to be known as the Gunn Highway Office.	12/12/1998*

<sup>\*</sup>Subject to provisions of the Community Reinvestment Act

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

Туре	Application	Ending date of comment period
CIC	Riverside Banking Company, Fort Pierce, Florida, prior notification by The Smith Family Limited Partnership, Fort Pierce, Florida, to acquire 19.32 percent of the outstanding shares of Riverside Banking Company, Fort Pierce, Florida.	Fed Reg – 12/29/1998
3(a)(3)	Intervest Bancshares Corporation, New York, New York, to acquire Intervest National Bank, New York, New York (in organization).	N/Avail*

<sup>\*</sup>Subject to provisions of the Community Reinvestment Act

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

Туре	Application	Ending date of comment period
None		

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

Туре	Application
COM	First Colony BancShares, Inc., Alpharetta, Georgia, commitment waiver request.
COM	AmTrade International Bank, Atlanta, Georgia, commitment waiver request.

### Section V – Availability of CRA public evaluations

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

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

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

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

**O** = Outstanding

S = Satisfactory

NI = Needs to improve

**SN** = **Substantial noncompliance** 

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

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

# Section VI – CRA examinations scheduled for Quarter of Institution Location None

# Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, December 12, 1998

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

Туре	Application	Ending date of comment period
Branch	Byron Center State Bank Byron Center, Michigan 6225 Kalamazoo Ave., SE Kentwood, Michigan	Newspaper – 12/24/1998
Branch	Fifth Third Bank of Central Indiana Indianapolis, Indiana 530 S. Indiana Street Mooresville, Indiana	Newspaper – 12/01/1998
18(c) & Branches	First State Bank Brunsville, Iowa Farmers State Bank Merrill, Iowa 201 Main Street Merrill, Iowa 225 N. Floyde Avenue Hinton, Iowa	Newspaper — N/Avail

Newspaper - Newspaper Comment Period Ending Date

N/Avail - Not Available (Not yet available; Not available at this time)

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

Туре	Application	Ending date of comment period
3(a)(1)	New Century Bancorp* Southfield, Michigan New Century Bank (in organization) Southfield, Michigan	Fed Reg – 12/14/1998 Newspaper – 12/29/1998
3(a)(3)	Bancorp of Rantoul, Inc.* Rantoul, Illinois Rossville Bancorp, Inc. Rossville, Illinois First National Bank of Rossville Rossville, Illinois	Fed Reg – 12/28/1998 Newspaper – N/Avail

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

Туре	Application	Ending date of comment period
3(a)(1)	Avondale Financial Corp.* Chicago, Illinois Coal City Corporation Chicago, Illinois Manufactures National Corporation Chicago, Illinois Manufacturers Bank Chicago, Illinois	Fed Reg — N/Avail Newspaper — N/Avail

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

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

Туре	Application	Ending date of comment period
None		

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

Type	Application
ROS	United Community Bancorp, Inc. Chatham, Illinois To redeem all of its issued and outstanding preferred stock.

### 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** 

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
711548	Chelsea State Bank 1010 S. Main Street Chelsea, Michigan 48118-1269 (313) 475-1356	7/27/1998	12/15/1998	S	X

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

# Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, December 12, 1998

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

Туре	Application	Ending date of comment period
None		

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

Туре	Application	Ending date of comment period
3(a)(1)	*Notice by McIlroy Family Limited Partnership, Bowling Green, Missouri, to acquire Community State Bank of Bowling Green, Bowling Green, Missouri (previously reported during the week ending December 5, 1998).	Newspaper - 1/15/1999 Fed Reg – 1/7/1999
3(a)(1)	*Notice by BCC Bancshares, Inc., Hardin, Illinois, to acquire Bank of Calhoun County, Hardin, Illinois.	Newspaper – 1/15/1999 Fed Reg – 1/11/1999

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

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

Туре	Application	Ending date of comment period		
None				

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

Type	Application
4(j)(5)(A)	First Co Bancorp, Inc., Collinsville, Illinois, to establish FirstCo Mortgage Corp., Collinsville, Illinois, and thereby engage in mortgage lending activities.

### Section V – Availability of CRA public evaluations

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

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

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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** 

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

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

# **Federal Reserve Bank of Minneapolis**

Applications and notifications filed during the week ending Saturday, December 12, 1998

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

Туре	Application	Ending date of comment period
None		

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

Туре	Application	Ending date of comment period
3(a)(1)	Superior Financial Holding Corporation, Minneapolis, Minnesota, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares Commercial State Bancorporation, Two Harbors, Minnesota. *	

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

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

Туре	Application	Ending date of comment period
4(c)(8)	Superior Financial Holding Corporation, Minneapolis, Minnesota, to engage in general insurance agency activities in a place with a population not exceeding 5,000 through the indirect acquisition of Commercial State Insurance Agency, Inc., Two Harbors, Minnesota.	Fed Reg – 12/17/1998
4(c)(8)	Superior Financial Holding Corporation, Minneapolis, Minnesota to engage <u>de novo</u> in lending activities.	Fed Reg – 12/17/1998

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

Type	Application
3(a)(1)	Cyrus Bancshares, Inc., Cyrus, Minnesota, to become a bank holding company through the acquisition of 98.125% of the voting shares of State Bank of Cyrus, Cyrus, Minnesota.

### 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.

RSSD number	Institution/Location	Examination date	CRA public date	CRA rating	Exam type  LrgBk SmBk
444257	Glacier Bank of Whitefish Whitefish, Montana	07/06/1998	12/07/1998	S	X

# Section VI – CRA examinations scheduled for Quarter of Institution Location None

# **Federal Reserve Bank of Kansas City**

# Applications and notifications filed during the week ending Saturday, December 12, 1998

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

Туре	Application	Ending date of comment period
18(c) / Branch	Anadarko Bank & Trust Company, Anadarko, Oklahoma, for prior approval to purchase the assets and assume the liabilities of the Anadarko, Oklahoma branch of BancFirst, Oklahoma City, Oklahoma.	Newspaper – 01/07/1998

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

Туре	Application	Ending date of comment period
None		

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

Туре	Application	Ending date of comment period
None		

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

Type	Application
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** 

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

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

# **Federal Reserve Bank of Dallas**

Applications and notifications filed during the week ending Saturday, December 12, 1998

# Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

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

Туре	Application	Ending date of comment period
3(a)(3)	State National Bancshares, Inc., Lubbock, TX, to acquire UB & T Holding Company, Abilene, TX, and United Bank and Trust, Abilene, TX*	Fed Reg – 01/04/1999 Newspaper – 01/02/1999
3(a)(3)	First National Bank of Clovis Employee Stock Ownership Trust, Clovis, NM, to acquire National Bancshares, Inc., Clovis, NM, and First National Bank of Clovis, Clovis, NM*	Fed Reg – 01/08/1999 Newspaper – 01/03/1999
3(a)(3)	Overton Financial Corporation, Overton, TX, and Overton Delaware Corporation, Dover, DE, to acquire Longview Financial Corporation, Longview, TX, Longview Delaware Corporation, Dover, DE, First State Bank, Van, TX, and Longview Bank and Trust Company, Longview, TX*	Fed Reg – 01/07/1999 Newspaper – 12/25/1998
3(a)(1)	Founders Bancshares, Inc., Dallas, TX, to acquire Skillman Bancshares, Inc., Dover, DE, and Founders National Bank – Skillman, Dallas, TX*	Fed Reg – 12/10/1998 Newspaper – 01/06/1999
3(a)(1)	Skillman Bancshares, Inc., Dover, DE, to acquire Founders National Bank – Skillman, Dallas, TX*	Fed Reg – 12/10/1998 Newspaper – 01/06/1999

<sup>\*</sup>Subject to the provisions of the Community Reinvestment Act

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

Туре	Application	Ending date of comment period
None		

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

Туре	Application
S/R	Notice by American Bancshares – Red River, Coushatta, LA, to redeem 225,000 shares of its common stock
Member	Community Bank, Granbury, TX, 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.

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

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S = Satisfactory

**NI** = **Needs** to improve

**SN** = **Substantial noncompliance** 

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

Section	VI -	<b>CRA</b>	examinations	scheduled for	
occuon				Schouled for	

Quarter of

Institution	Location
None	

# Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, December 12, 1998

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

Туре	Application	Ending date of comment period
Branch	Hacienda Bank, Santa Maria, California, to establish a branch office at 2414 South Broadway, Santa Maria, California. *	Newspaper – 11/23/1998
Branch	Foothill Independent Bank, Glendora, California, to establish a branch office at 515 Myrtle Avenue, Monrovia, California. *	Newspaper – 12/16/1998
Branch	Metro Commerce Bank, San Rafael, California, to establish a branch office at 1371 Redwood Way, Petaluma, California. *	Newspaper – 12/21/1998

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act Newspaper - Newspaper Comment Period Ending Date

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

Туре	Application	Ending date of comment period
3(a)(3)	Western Acquisitions, LLC, and Western Acquisition Partners, L.P., both of Washington, D.C., to acquire West Coast Bancorp,	Newspaper – N/Avail
	and thereby indirectly acquire Sunwest Bank, both of Tustin, California. *	Fed Reg – 01/07/1999
3(a)(5)	United Security Bancorporation, Spokane, Washington, to	Newspaper – 01/09/1999
	merge with Bancwest Financial Corporation, Walla Walla, Washington. *	Fed Reg - N/Avail
CIC	Arthur Robb Evans, Sun Valley, California, to acquire	Newspaper – 12/29/1998
	approximately 97 percent of The San Francisco Company, and its subsidiary Bank of San Francisco, both of San Francisco, California. *	Fed Reg - 12/28/1998
CIC	Eric D. Hovde, Washington, D.C., to increase his ownership up	Newspaper – N/Avail
	to approximately 10.3 percent of West Coast Bancorp, Tustin, California. *	Fed Reg – 12/28/1998

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

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

Туре	Application	Ending date of comment period
None		

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

Туре	Application	
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.

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NI = Needs to improve

**SN** = **Substantial noncompliance** 

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

Section VI – C	RA examinations scheduled for	Quarter of	
Institution		Location	
None			