
Federal Reserve Release



H.2

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

No. 26

Week Ending June 24, 2000

Testimony And Statements

Commodity Futures Modernization Act -- statement by Chairman Greenspan before the Senate Committee on Agriculture and Committee on Banking, Housing, and Urban Affairs, June 21, 2000.

- Published, June 21, 2000

Bank Holding Companies

National Commerce Bancorporation, Memphis, Tennessee -- to merge with CCB Financial Corporation, Durham, North Carolina, and thereby acquire Central Carolina Bank and Trust Company.

- Approved, June 19, 2000

Wells Fargo & Company, San Francisco, California -- to acquire National Bancorp of Alaska, Anchorage, Alaska, and National Bank of Alaska.

- Approved, June 21, 2000

Banks, Nonmember, And Miscellaneous Institutions

Bell Atlantic Corporation and GTE Corporation -- to establish a voting trust to hold temporarily certain shares of a bank holding company.

- Approved, June 19, 2000

Forms

Suspicious Activity Report (FR 2230) -- revised, June 2000.

- Published, June 19, 2000

International Operations

Irwin Union Bank and Trust, Columbus, Indiana -- to establish an Edge corporation, Irwin International Corporation, and thereby make an investment in a foreign subsidiary, Onset Capital Corporation, Vancouver, Canada.

- Approved, June 21, 2000

Regulations And Policies

Regulation E (Electronic Funds Transfers) -- request for comment on proposed revisions to official staff commentary.

- Published, June 23, 2000

Reserve Bank Operations

Reserve Bank accounting -- change in treatment of foreign-denominated assets.

- Approved, June 20, 2000

Enforcement

Banco Bilbao Vizcaya Argentaria, S.A., Madrid, Spain; Banco Bilbao Vizcaya, S.A., Miami Agency, Miami, Florida; and Banco Bilbao Vizcaya, S.A., New York Branch, New, York, New York -- written agreement, dated June 12, 2000, with the Federal Reserve Banks of Atlanta and New York, the New York State Banking Department, and the State of Florida Department of Banking and Finance.
- Announced, June 23, 2000

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

Bank Branches, Domestic

Chicago

Bank One, Michigan, Detroit, Michigan -- to establish a branch at 13767 23 Mile Road, Shelby Township.
- Approved, June 23, 2000

St. Louis

Central Bank and Trust, Little Rock, Arkansas -- to establish a branch at 1123 South University.
- Approved, June 22, 2000

Dallas

Falcon International Bank, Laredo, Texas -- to establish a branch at 7718 McPherson Road.
- Approved, June 21, 2000

St. Louis

Midwest BankCentre, St. Louis, Missouri -- to establish a branch at 8024 Forsyth, Clayton.
- Approved, June 20, 2000

Richmond

Potomac Bank of Virginia, Vienna, Virginia -- to establish a branch at 8501 Arlington Boulevard, Fairfax.
- Approved, June 21, 2000

Cleveland

State Bank and Trust Company, Defiance, Ohio -- to establish a branch at 137 South Main Street, Akron.
- Approved, June 22, 2000

Philadelphia

Wilmington Trust of Pennsylvania, West Chester, Pennsylvania -- to establish branches at 116 East Court Street, Doylestown, and 2 West Market Street, West Chester.
- Approved, June 20, 2000

Bank Holding Companies

St. Louis

Arvest Bank Group, Inc., Bentonville, Arkansas, and First Bancshares, Inc., Bartlesville, Oklahoma -- to retain shares of Arvest State Bank, Tulsa, Oklahoma, after the conversion of its predecessor institution, State Bank and Trust, to a state-chartered bank.

- Approved, June 22, 2000

Kansas City

Central Financial Corporation, Hutchinson, Kansas -- to acquire shares of Premier Bancshares, Inc., Jefferson City, Missouri.

- Approved, June 21, 2000

Secretary

Dakota Western Bankshares, Inc., Bowman, North Dakota -- to acquire West River Holding Company, Hettinger, and West River State Bank.

- Approved, June 23, 2000

Kansas City

Downing Partnership, LP, Ellis, Kansas -- to become a bank holding company through the acquisition of shares of Ellis State Bank.

- Approved, June 21, 2000

San Francisco

Eggemeyer Advisory Corp., WJR Corp., Castle Creek Capital, LLC, and Castle Creek Capital Partners Funds I, IIa, and IIb, LPs, all of Rancho Santa Fe, California -- to acquire shares of State National Bancshares, Inc., Lubbock, Texas, and through State National Bancshares to acquire shares of Independent Bankshares, Inc., Abilene, and its wholly owned subsidiary bank, First State Bank, N.A.

- Approved, June 14, 2000 (AC)

Chicago

Hallmark Capital Corporation, Glendale, Wisconsin -- to engage de novo in extending credit and servicing loans.

- Approved, June 23, 2000

Bank Holding Companies

Chicago

Heartland Bancshares, Inc., Lenox, Iowa -- application to engage in brokerage and insurance activities through a wholly owned subsidiary, Union Small Business Alliance, Inc., after the activities are transferred from Heartland's subsidiary bank, First Community National Bank, Corning, in connection with its conversion to a thrift charter.

- Approved, June 15, 2000 (AC)

Kansas City

Heritage Group, Inc., Aurora, Nebraska -- to acquire City National Bank and Trust Company, Hastings.

- Approved, June 23, 2000

New York

National Bank of Greece, S.A., Athens, Greece -- to acquire, through NBG International Limited, London, England, control of Newbrook Group LLC, Newbrook Capital Management, Inc., Newbrook Capital Management LLC, and Newbrook Securities LLC, and to engage in brokerage, riskless principal, private placement, and private investment fund activities.

- Approved, June 20, 2000

St. Louis

National Commerce Bancorporation, Memphis, Tennessee -- to acquire FMT Holding Company, and thereby engage in trust company activities and employee benefits consulting.

- Approved, June 20, 2000

Dallas

Northwest Bancorporation, Houston, Texas -- to acquire Redstone Bancorporation and Redstone Bank, N.A.

- Approved, June 20, 2000

Atlanta

Regions Financial Corporation, Birmingham, Alabama -- to merge with Heritage Bancorp, Inc., Hutto, Texas, and thereby acquire Texas Heritage Bank.

- Approved, June 19, 2000

Bank Holding Companies

San Francisco

Silicon Valley Bancshares, Santa Clara, California -- to engage de novo in investment and financial advisory services, including serving as the general partner of SVB Strategic Investors Fund, LP.

- Approved, June 21, 2000

Chicago

Spectrum Bancorporation, Omaha, Nebraska -- waiver of applications in connection with the merger of its subsidiary bank, Citizens Bank, Mt. Ayr, Iowa, with United National Bank of Iowa, Sidney, and Iowa State Bank, Hamburg, subsidiaries of Hamburg Financial, Inc. and Thurman State Corporation also to be acquired by Spectrum, and the merger of Citizens Corporation, Corydon, into Spectrum as part of a corporate reorganization.

- Granted, June 9, 2000 (AC)

Kansas City

Stockmens Financial Corporation, Rushville, Nebraska; Stamford Banco, Inc., Stamford; and Nebraska Bankshares, Inc., Farnam -- to acquire interests in First Gothenburg Bancshares, Inc., Gothenburg.

- Approved, June 23, 2000

Dallas

Texas Capital Bancshares, Inc., Dallas Texas -- to acquire BankDirect, SSB.

- Approved, June 23, 2000

St. Louis

Valley Capital Corporation, Greenwood, Mississippi -- to acquire State Capital Corporation, Brookhaven, and State Bank and Trust Company.

- Approved, June 20, 2000

Board Operations

Chairman

Securities Investor Protection Corporation -- appointment of David J. Stockton as a member of the board of directors for the remainder of the three-year term that began January 1, 1999.

- Approved, June 21, 2000

Capital Stock

Chicago

- Cashton Bancshares, Inc., Cashton, Wisconsin -- to repurchase stock.
- Returned, June 22, 2000

Change In Bank Control

Cleveland

- CNB Bancorp, Inc., Woodsfield, Ohio -- change in bank control.
- Permitted, June 22, 2000

St. Louis

- Commerce Bancshares, Inc., Brownsville, Tennessee -- change in bank control.
- Permitted, June 20, 2000

St. Louis

- First Community Bancshares, Inc., Batesville, Arkansas. -- change in bank control.
- Permitted, June 21, 2000

Kansas City

- First Gothenburg Bancshares, Inc., Gothenburg, Nebraska -- change in bank control.
- Permitted, June 23, 2000

Dallas

- First Texas Bancorporation, Georgetown, Texas -- change in bank control.
- Permitted, June 19, 2000

Atlanta

- South Louisiana Financial Corporation, Houma, Louisiana -- change in bank control.
- Permitted, June 21, 2000

Minneapolis

- University Financial Corp., St. Paul, Minnesota -- change in bank control.
- Permitted, June 19, 2000

Competitive Factors Reports

Chicago

Alpena Bancshares, Inc., Alpena, Michigan -- report on competitive factors of the proposed acquisition of First Federal Savings and Loan Association of Alpena.
- Submitted, June 19, 2000

Atlanta

Heritage Bank, Decatur, Alabama -- report on competitive factors of the proposed merger with Heritage Interim Corporation, Birmingham.
- Submitted, June 21, 2000

Philadelphia

Merchants Bank of Pennsylvania, Shenandoah, Pennsylvania -- report on competitive factors of the proposed merger with First National Bank of Leesport, Leesport.
- Submitted, June 22, 2000

Dallas

NBC Bank, N.A., Eagle Pass, Texas -- report on competitive factors of the proposed merger with NBC Bank Central, N.A., Luling.
- Submitted, June 19, 2000

St. Louis

North Adams State Bank of Ursa, Ursa, Illinois -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Camp Point branch of Union Bank West, Macomb.
- Submitted, June 23, 2000

Kansas City

The Peoples Bank, Pratt, Kansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Greensburg branch of Commercial Federal Bank, FSB, Omaha, Nebraska.
- Submitted, June 23, 2000

Philadelphia

Roxborough Manayunk, FSB, Philadelphia, Pennsylvania -- report on competitive factors of the proposed acquisition of certain assets of four branches of Wilmington Trust of Pennsylvania, West Chester.
- Submitted, June 20, 2000

Competitive Factors Reports

St. Louis

Southern Missouri Bank & Trust Company, Poplar Bluff, Missouri -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Kennett and Qulin branches of Commerce Bank, N.A., Kansas City.
- Submitted, June 19, 2000

St. Louis

Valley Bank, Cleveland, Mississippi -- report on competitive factors of the proposed merger with State Bank & Trust Company, Brookhaven.
- Submitted, June 19, 2000

San Francisco

Valley Merchants Bank, N.A., Hemet, California -- report on competitive factors of the proposed merger with Business Bank of California, San Bernardino.
- Submitted, June 22, 2000

Extensions Of Time

Richmond

Allfirst Financial, Inc., Baltimore, Maryland -- extension to July 15, 2001, to dispose of an impermissible investment.
- Granted, June 22, 2000

Director, BS&R

AmSouth Bank, Birmingham, Alabama -- extension to July 8, 2001, to divest stock of National Properties & Mining Company, Inc.
- Granted, June 19, 2000

St. Louis

Concord Bancshares, Inc., St. Louis, Missouri -- extension to July 31, 2000, to become a bank holding company through the acquisition of Concord Bank.
- Granted, June 23, 2000

Chicago

Greatbanc, Inc., Aurora, Illinois -- extension to September 30, 2000, to acquire ANB Financial Services, Inc. and thereby engage in mortgage and loan servicing activities.
- Granted, June 22, 2000

Extensions Of Time

Director, BS&R

MBNA America Bank, N.A., Wilmington, Delaware -- extension to May 30, 2001, to make an investment in MBNA International Bank Limited, Chester, United Kingdom.

- Granted, May 30, 2000 (AC)

New York

NBT Bancorp, Inc., Norwich, New York -- extension to July 30, 2000, to merge with Pioneer American Holding Company Corp., Carbondale, Pennsylvania, and thereby acquire Pioneer American Bank, N.A.

- Granted, June 19, 2000

Chicago

Oak Financial, Inc., Madison, Wisconsin -- extension to October 6, 2000, to become a bank holding company through the acquisition of Oak Bank, Fitchburg, a de novo bank.

- Granted, June 22, 2000

Cleveland

Ohio Legacy Corp., Wooster, Ohio -- extension to August 29, 2000, to acquire Ohio Legacy Bank, N.A.

- Granted, June 20, 2000

New York

Summit Bank, Princeton, New Jersey -- extension to December 31, 2000, to establish a branch at 2000 Windrow Drive.

- Granted, June 19, 2000

Chicago

Terre Haute Savings MHC, Inc., Terre Haute, Indiana -- extension to October 5, 2000, to become a bank holding company through the acquisition of Terre Haute Savings Bank.

- Granted, June 21, 2000

Financial Holding Companies

Director, BS&R

Dexia, S.A., Brussels, Belgium; Dexia Bank Belgium, S.A.; Dexia France, Paris, France; and Dexia Credit Local de France -- elections to be treated as financial holding companies.

- Effective, June 22, 2000

Director, BS&R

The Toronto-Dominion Bank, Toronto, Canada, and TD Waterhouse Holdings, Inc., New York, New York -- elections to become financial holding companies.

- Effective, June 22, 2000

Membership

Kansas City

Arvest State Bank, Tulsa, Oklahoma -- membership in the Federal Reserve System after conversion from a federal savings bank charter.

- Approved, June 22, 2000

Kansas City

Bunceton State Bank, Bunceton, Missouri -- membership in the Federal Reserve System.

- Approved, June 23, 2000

Atlanta

Centura Card Bank, Norcross, Georgia -- membership in the Federal Reserve System.

- Approved, June 21, 2000

Kansas City

Community Bank of Raymore, Raymore, Missouri -- membership in the Federal Reserve System.

- Approved, June 23, 2000

Regulations And Policies

Director, BS&R

Guidance on equity investment and merchant banking activities -- issuance of supervisory letter.

- Published, June 22, 2000

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, June 24, 2000

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Boston Private Financial Holdings, Inc., Boston, Massachusetts to acquire Sand Hill Advisors, Inc., Menlo Park, California and thereby engage in investment advisory services consistent with section 225.28 (b)(6) of Regulation Y	Fed Reg - N/Avail

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for third Quarter of 2000

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, June 24, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	The Governor and Company of the Bank of Ireland, Dublin, Ireland, to establish a representative office in Greenwich, Connecticut.	Newspaper – N/Avail
FBSEA	Caixa Economica Montepio Geral, Lisbon, Portugal, to establish a representative office in Newark, New Jersey.	Newspaper – N/Avail
Branch	Manufacturers and Traders Trust Company, Buffalo, New York, to establish a branch office located at The Burdett Building, 251 River Street, Troy, New York.*	Newspaper – 06/30/2000
Branch	Manufacturers and Traders Trust Company, Buffalo, New York, to establish a branch office located at 140 Adams Avenue, Suites A 1&2, Hauppauge, Smithtown, New York.*	Newspaper – 06/30/2000
Branch	The Bank of New York, New York, New York, to establish a branch office located at 700 Clock Tower Commons, Brewster, New York.*	Newspaper – 06/28/2000

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Valley National Bancorp, Wayne, New Jersey, to acquire up to 9.9 percent of the outstanding common shares of Shrewsbury Bancorp, Inc., Shrewsbury, New Jersey.*	Newspaper – 06/20/2000 Fed Reg – 06/16/2000
3(a)(3)\3(a)(5)\ 4(c)(8)\18(c)	M&T Bank Corporation, Buffalo, New York, and Olympia Financial Corporation, Buffalo, New York, (i) to acquire by merger Keystone Financial Inc., (“Keystone”) and thereby acquire its wholly-owned subsidiary, Keystone Financial Bank, N.A.; (“Keystone Bank”) and (ii) to acquire Keystone’s wholly-owned nonbanking subsidiaries. Manufacturers and Traders Trust Company, Buffalo, New York, to merge with Keystone Bank, and as incident thereto, to establish branches.*	Newspaper - 07/12/2000 Fed. Reg. – N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Avant Financial LLC, Syracuse, New York, to become a bank holding company by acquiring 67.5 percent of the voting shares of Reliance Bank, White Plains, New York.*	Newspaper – N/Avail Fed Reg – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

Section V – Availability of CRA public evaluations

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

Section VI – CRA examinations scheduled for Quarter of

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, June 24, 2000

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Penns Woods Bancorp, Jersey Shore, PA, to purchase up 19.9% of the voting shares of Columbia Financial Corporation, Bloomsburg, PA.	Newspaper: 07/17/2000 Fed. Reg.: 07/19/2000

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, June 24, 2000

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, June 24, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Southern Financial Bank, Warrenton, Virginia, to merge with First Savings Bank of Virginia, Springfield, Virginia.*	Newspaper – 07/19/2000

*Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Change in Control Notice filed by Candace Elaine Maddox, Alan Paul Thomas, Brandon Lowell Thomas, Brian Fike Thomas, Chase Fike Thomas, Corrisa Blair Thomas, David Martin Thomas, Gregory Clark Thomas, Jeffrey Ward Thomas, Laura Kay Thomas, Mary Feather Thomas, Melinda Jean Thomas, Phyllis Jean Thomas and Ward Fike Thomas with respect to State Bancorp, Inc., Bruceton Mills, West Virginia.*	Fed Reg – July 11, 2000 Newspaper – July 7, 2000
4(c)(8)	Southern Financial Bancorp, Inc., Warrenton, Virginia, to acquire First Savings Bank of Virginia, Springfield, Virginia.	Fed Reg – N/Avail. Newspaper – 07/19/2000

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
3(a)5	Provident Bankshares Corporation, Baltimore, Maryland, request for waiver of an application to merge with Habor Federal Bancorp, Inc., Baltimore, Maryland.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, June 24, 2000

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	After-the-fact notification filed by Mr. Gilbert J. Wellman and family, Sarasota, Florida, to retain 32.19 percent of the outstanding shares of Sarasota BanCorporation, Sarasota, Florida.	Not yet available

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Riverside Banking Company, Ft. Pierce, Florida, prior notice to acquire Dockside Finance Company, Ft. Pierce, Florida, and thereby engage in making, acquiring, brokering, or servicing loans or other extensions of credit.	

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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S = Satisfactory

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SN = Substantial noncompliance

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

Section VI – CRA examinations scheduled for Quarter of

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, June 24, 2000

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Heartland Bancshares, Inc., Lenox, Iowa, proposes to acquire an additional 62.5% of Union Bank of Arizona, Gilbert, Arizona. Following the proposed transaction, Heartland will own 100% of Union Bank of Arizona.*	Fed Reg – 07/21/2000 Newspaper – N/Avail
3(a)(3)	Pilot Grove Savings Bank Employee Stock Ownership Plan, Pilot Grove, Iowa, proposes to acquire 100% of Farmers Savings Bank, Mount Pleasant, Iowa.*	Fed Reg – 07/19/2000 Newspaper – N/Avail
3(a)(3)	Pilot Bancorp, Inc., Pilot Grove, Iowa, proposes to acquire 100% of Farmers Savings Bank, Mount Pleasant, Iowa.*	Fed Reg – 07/21/2000 Newspaper – N/Avail
CIC	Notification by Perry B. Hansen, Douglas M. Kratz and Francis P. McCarthy, of a Change in Control of Second Mid-America Bancorp, Inc., Savanna, Illinois.	Fed Reg – N/Avail Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Byron Bancshares, Inc., Byron, Illinois, notification of intent to engage in securities brokerage activities through its subsidiary, Byron Bank Financial Services, Byron, Illinois.	Fed Reg – N/Avail

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

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

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

District 8
Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, June 24, 2000

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, June 24, 2000

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Community Bank Group, Inc., Eden Prairie, Minnesota, to engage in general insurance agency activities through the acquisition of Midland Insurance Group, Inc., Winsted, Minnesota.	07/11/2000

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

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

Section V – Availability of CRA public evaluations

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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SN = Substantial noncompliance

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, June 24, 2000

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	
Membership	Security Bank National Association, Pawnee, Oklahoma, for prior approval to remain a member of the Federal Reserve System following its conversion from a national to a state charter.	

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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<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

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

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, June 24, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	First State Bank, Granger, TX, to purchase assets and assume liabilities of a branch from Broadway National Bank, San Antonio, TX, and establish a branch office* (previously reported the week ending June 10, 2000)	07/05/2000
Branch	First State Bank, Granger, TX, to establish a branch office at 207 North Main Street, Elgin, TX, 78621* (previously reported the week ending June 10, 2000)	07/05/2000

*Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Richard N. Abrams, Northfield, IL, only notificant, to acquire an interest in Surety Capital Corporation, Hurst, TX (previously reported the week ending June 17, 2000)	Fed Reg – 07/03/2000 Newspaper – 07/03/2000

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, June 24, 2000

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Alan Earl Knudson and Knudson Family Limited Partnership, Ltd., Draper, Utah, to acquire up to 26.2 percent of Silver State Bancorp, Henderson, Nevada. *	Newspaper - 05/19/2000 Fed Reg - N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

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