# **Federal Reserve Release**



*H.2* 

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

No. 52

Week Ending December 29, 2012

None

BS&R Banking Supervision and Regulation RBOPS Reserve Bank Operations and Payment Systems

C&CAConsumer and Community AffairsIFInternational FinanceFOMCFederal Open Market CommitteeMAMonetary Affairs

## Bank Holding Companies

### Director, BS&R

Carlile Bancshares, Inc., Fort Worth, Texas; Washington Investment Company, Yuma, Colorado; and Colorado Community Bank -- modification of certain commitments.

- Granted, December 28, 2012

### San Francisco

First Northwest Bancorp, Port Angeles, Washington -- to become a bank holding company on conversion of First Federal Savings and Loan Association of Port Angeles, Port Angeles, from a mutual to a stock savings bank.

- Withdrawn, December 26, 2012

## Kansas City

Olney Bancshares of Texas, Inc., Olney, Texas -- waiver of application to acquire Town and Country Bancshares, Inc., Stephenville, Texas, in connection with the merger of their respective subsidiaries, InterBank, Oklahoma City, Oklahoma, and Town and Country Bank, Stephenville, Texas.

- Granted, December 28, 2012

### Kansas City

Premier Bancshares, Inc., Omaha, Nebraska -- to become a bank holding company by acquiring Premier Bank, Omaha.

- Approved, December 27, 2012

## Bank Mergers

### Kansas City

InterBank, Oklahoma City, Oklahoma -- to merge with Town and Country Bank, Stephenville, Texas, and thereby establish branches in Stephenville, Glen Rose, Granbury, Bluff Dale, and Aledo.

- Approved, December 28, 2012

## Change in Bank Control

### Kansas City

Cache Holdings, Inc., Broken Arrow, Oklahoma -- change in bank control of Cache Holdings and its subsidiary, Patriot Bank, Broken Arrow.

- Permitted, December 26, 2012

### Chicago

Guthrie County Bancshares, Inc., Guthrie Center, Iowa -- change in bank control of Guthrie County Bancshares and its subsidiary, Guthrie County State Bank, Panora.

- Permitted, December 26, 2012

## **Extensions of Time**

### St. Louis

First Security Bancorp, Searcy, Arkansas -- extension to May 8, 2013, to increase its ownership of CrossFirst Holdings, LLC, Leawood, Kansas.

- Granted, December 27, 2012

### Secretary

FirstMerit Corporation, Akron, Ohio -- commenter's request to extend the comment period on the application to acquire Citizens Republic Bancorp, Inc., Flint, Michigan, and its subsidiary, Citizens Bank.

- Denied, December 18, 2012 (A/C)

## **Extensions of Time**

## Secretary

Live Oak Bancshares, Inc., Wilmington, North Carolina -- commenter's request to extend the comment period on the application to acquire Government Loan Solutions, Inc., Cleveland, Ohio.

- Denied, December 28, 2012

### New York

RSB Bancorp, MHC, Roselle, New Jersey, and RSB Bancorp, Inc. -- extension to January 3, 2013, to become bank holding companies by acquiring Roselle Savings Bank, Roselle.

- Granted, December 27, 2012

## **Membership**

### Kansas City

Bankers' Bank of Kansas, National Association, Wichita, Kansas -- to retain membership in the Federal Reserve System on conversion from a national to a state charter.

- Approved, December 24, 2012

### Chicago

First Iowa State Bank, Albia, Iowa -- to become a member of the Federal Reserve System.

- Approved, December 28, 2012

## Federal Reserve Bank of Boston

Filer	Filing Type	Filing Proposal	End of Comment Period		
1854 BANCORP	* 3A1	1854 Bancorp, Cambridge, Massachusetts to become a mutual holding company through the acquisition of East Cambridge Savings Bank, Cambridge, Massachusetts, pursuant to section 3(a)(1) of the BHC Act.	Newspaper: Federal Register:	Not available Not available	
FRANKLIN BANCORP MHC	* 3A1	Application by Franklin Bancorp MHC, Franklin, New Hampshire to establish a mutual bank holding company through the acquisition of Franklin Savings Bank, Franklin, New Hampshire. The filing was submitted pursuant to section 3(a)(1) of the Bank Holding Company Act of 1956, as amended.	Newspaper: Federal Register:	Not available Not available	

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

### 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
149271	NORTHAMPTON CO-OP BK, NORTHAMPTON, MASSACHUSETTS	08/13/2012	12/23/2012	S	Small Bank
3843392	START CMNTY BK, NEW HAVEN, CONNECTICUT	07/23/2012	11/10/2012	S	Small Bank
CRA Exa	minations scheduled for Quarter of				

Institution Location

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

## Federal Reserve Bank of New York

Filer	Filing Type	Filing Proposal	End of Comment Period		
BANCO POPULAR DE PUERTO RICO	Other Foreign	Banco Popular de Puerto Rico, San Juan, Puerto Rico requests permission to establish an agreement corporation, pursuant to Section 211.5 of Regulation K.	Newspaper: Federal Register:	Not applicable Not applicable	
FNBNY BANCORP, INC.	* 3A3	FNBNY Bancorp, Inc. and Modern Capital Holdings LLC, both of New York, New York, to acquire up to 24.89 percent of the total equity of The Upstate National Bank, Rochester, New York, under Section 3(a)(3)of the Bank Holding Company Act and Section 225.15 of Regulation Y.	Newspaper: Federal Register:	Not available 12/26/2012	

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### Federal Reserve Bank of New York

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92902	BANK OF CATTARAUGUS	, CATTARAUGUS, NEW YORK	08/13/2012	12/11/2012	0	Small Bank
CRA Exa	nminations scheduled for Q	uarter of				

Institution Location

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

## Federal Reserve Bank of Philadelphia

## Filings received during the week ending December 29, 2012

Filer Filing Type Filing Proposal End of Comment Period

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

### Federal Reserve Bank of Philadelphia

#### **Availability of CRA Public Evaluations**

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NONE

CRA Examinations scheduled for Quarter of

Location

CRA

CRA

NONE

Institution

RSSD

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

## Federal Reserve Bank of Cleveland

## Filings received during the week ending December 29, 2012

Filer Filing Type Filing Proposal End of Comment Period

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

### Federal Reserve Bank of Cleveland

#### **Availability of CRA Public Evaluations**

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NONE

CRA Examinations scheduled for Quarter of

Location

CRA

CRA

Institution NONE

RSSD

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## Federal Reserve Bank of Richmond

Filer	Filing Type	Filing Proposal	<b>End of Comment</b>	Period
BANQUE CENTRALE POPULAIRE	FBSEA	Banque Centrale Populaire, Casablanca, Morocco, to establish a representative office in Washington, D.C.	Newspaper: Federal Register:	Not available Not applicable

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### Federal Reserve Bank of Richmond

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436823	CENTRAL VA BK, POWHATAN, VIRGINIA	07/09/2012	12/20/2012	S	Large Bank
790721	EVB, TAPPAHANNOCK, VIRGINIA	08/20/2012	12/13/2012	S	Large Bank
3567269	SELECT BK, FOREST, VIRGINIA	09/10/2012	12/12/2012	O	Small Bank

CRA Examinations scheduled for Quarter of

Institution Location

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

## Federal Reserve Bank of Atlanta

Filer	r Filing Type Filing Proposal		<b>End of Comment Period</b>		
CHARTER FINANCIAL CORPORATION	* MHC Conversion * SLHC Formation	First Charter, MHC, West Point, Georgia, to convert to stock form and merge with and into Charter Financial Corporation, West Point, Georgia, which proposes to become a savings and loan holding company by acquiring Charterbank, West Point, Georgia.	Newspaper: Federal Register:	Not available 01/19/2013	

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

### Federal Reserve Bank of Atlanta

#### **Availability of CRA Public Evaluations**

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
3560783	CAPITALMARK B&T, CHATTANOOGA, TENNESSEE	05/07/2012	12/12/2012	S	Int Sm Bank
CRA Exai	ninations scheduled for Quarter of				
Institution	Location				

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

## Federal Reserve Bank of Chicago

BAYLAKE CORP.	Filing Type	Filing Proposal	End of Comment Period		
	* 4c8	Baylake Corporation, Sturgeon Bay, Wisconsin, formed a single-member limited liability company subsidiary named Admiral Asset Management, LLC, Greenbay, Wisconsin, to operate as a registered investment advisor and service customers of Baylake Bank, Sturgeon Bay, Wisconsin.	Newspaper: Federal Register:	Not available Not available	
CHARLEVOIX FIRST CORPORATION	CIC	Members of the Irish and Hodgson family which include: Ann Kennedy Irish, Harbor Springs, Michigan, as trustee of the Ann Kennedy Irish Trust; the Ann Kennedy Irish Trust, Harbor Springs, Michigan, David H. Irish, Harbor Springs, Michigan, as trustee of the David H. Irish Trust; the David H. Irish Trust, Harbor Springs, Michigan; Tracy Irish Texter, Middleville, Michigan and John F. Texter, Middleville, Michigan, as trustees of the John F. Texter and Tracy I. Texter Trust; the John F. Texter and Tracy I. Texter Trust, Middleville, Michigan; Susan Irish Stewart, Harbor Springs, Michigan, as trustee of the Susan Irish Stewart Revocable Intervivos Trust; the Susan Irish Stewart Revocable Intervivos Trust, Harbor Springs, Michigan; Colin David Irish, Marquette, Michigan; Perry Irish Hodgson, Charlevoix, Michigan; Alexander Irish Hodgson, Charlevoix, Michigan; Alexander Irish Hodgson, Charlevoix, Michigan; and Raymond Earhart Hodgson, Charlevoix, Michigan; and Raymond Earhart Hodgson, Charlevoix, Michigan, to be added to the Hodgson Family Control Group and to thereby retain control of 25 percent or more of Charlevoix First Corporation, Charlevoix, Michigan and indirectly Charlevoix State Bank, Charlevoix, Michigan.	Newspaper: Federal Register:	Not available 12/18/2012	
( ( ) 1		Coyn V. Richardson, Revocable Trust Dated 04/06/06, 1997 Irrevocable Trust Agreement of Coyn V. Richardson (Chrisman Bancorp), and Kimberly Ann Richardson, Irrevocable Trust, as a group, acting in concert, to acquire Chrisman Bancorp.	Newspaper: Federal Register:	Not available Not available	
MORTON COMMUNITY BANK	* Branch	Morton Community Bank, Morton, Illinois, to establish a branch facility to be located at 2401 East Empire Street, Suite D, Bloomington, Illinois.	Newspaper: Federal Register:	Not available Not applicable	

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

## Federal Reserve Bank of Chicago

Filer	Filing Type Filing	Filing Proposal	<b>End of Comment Period</b>		
STANDARD BANCSHARES, INC.	C. CIC Trident SBI Holdings, LLC; Trident V, L.P.; Trident V Parallel Fund, L.P.; Trident V Professionals Fund, L.P.; Trident Capital V, L.P.; Trident Capital V-PF, L.P.; Stone Point GP Ltd; CD Trident V, LLC; and Charles A. Davis, all of Greenwich, Connecticut, as a group acting in concert, to acquire control of Standard Bancshares, Inc., Hickory Hills, Illinois, and thereby indirectly acquire control of Standard Bank and Trust Company, Hickory Hills, Illinois.		Newspaper: Federal Register:	12/11/2012 Not available	
TREYNOR BANCSHARES, INC.			Newspaper: Federal Register:	12/18/2012 12/24/2012	
WBSB BANCORP, MHC	* MHC Conversion	WBSB Bancorp, MHC proposes to convert to stock form and merge with and into WBSB Bancorp, Inc. (the "Bancorp"), an existing savings and loan holding company. Immediately after the merger, the Bancorp will merge with and into a new company called Westbury Bancorp, Inc., which will become a savings and loan holding company through the acquisition of 100 percent of the outstanding stock of Westbury Bank, a federal stock savings bank headquartered in West Bend, Wisconsin.	Newspaper: Federal Register:	Not available 12/18/2012	

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

## Federal Reserve Bank of Chicago

#### **Availability of CRA Public Evaluations**

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982348	IOWA ST BK, HULL, IOWA		08/06/2012	12/18/2012	S	Int Sm Bank
CRA Exa	minations scheduled for Quarter of					
Institution	ı	Location				

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

## Federal Reserve Bank of St. Louis

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 13301 Crystal Hill Road, North Little Rock, Arkansas.	Newspaper: Federal Register:	01/10/2013 Not applicable	
JACKSONVILLE BANCORP, INC	* 3A1 Jacksonville Bancorp, Inc., Jacksonville, Illino proposes to become a bank holding company though the termination of the savings and loan holding company election by its subsidiary savings association, Jacksonville Savings Banl Jacksonville, Illinois, pursuant to Section 10(1) of the Home Owners Loan Act.		Newspaper: Federal Register:	Not available Not available	
M&P COMMUNITY BANCSHARES, INC. 401(K) EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	M&P Community Bancshares, Inc., 401(k) Employee Stock Ownership Plan, Newport, Arkansas, to acquire additional shares of M&P Community Bancshares, Inc., Newport, Arkansas, for a total of ownership of up to 37 percent.	Newspaper: Federal Register:	01/21/2013 01/29/2013	
MID-MISSOURI BANCSHARES, INC.	CIC	Barbara K. Ferry, Nevada, Missouri, individually and as trustee of the L. Ingles Ferry Trust A, Barbara Fowler Ferry Trust, Hubert L. Fowler Trust, and the Marguerite Fowler Trust, and as a member of a family control group which includes, David L. Ferry, Joseph D. Ferry, Patrick Ferry, Lindley G. Ferry, Barbara J. Benbrook, Scott D. Benbrook, Jeffrey L. Benbrook and Emily L. Benbrook, to acquire control of Mid-Missouri Bancshares, Inc., Springfield, Missouri, through Barbara K. Ferry's assumption of voting power over shares held by the four trusts.	Newspaper: Federal Register:	01/07/2013 01/17/2013	

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### Federal Reserve Bank of St. Louis

#### **Availability of CRA Public Evaluations**

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973056	BANK OF HILLSBORO, HILLSBORO, MISSOURI	10/01/2012	12/26/2012	S	Small Bank
630041	FIRST ST BK OF DONGOLA, DONGOLA, ILLINOIS	09/17/2012	12/25/2012	O	Small Bank
657459	MIDWEST BANKCENTRE, LEMAY, MISSOURI	04/02/2012	12/18/2012	S	Large Bank

CRA Examinations scheduled for Quarter of

Institution Location

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

## Federal Reserve Bank of Minneapolis

Filer	Filing Type	Filing Proposal	End of Commen	t Period
N.A. CORPORATION	CIC	Change in Control notice by James and Nita Wallenfelsz, both of North Oaks, Minnesota, to acquire 25 percent or more of the shares of N.A. Corporation, Roseville, Minnesota, and thereby indirectly gain control of North American Banking Company, Roseville, Minnesota.	Newspaper: Federal Register:	Not available 01/07/2013
NEISEN BANCSHARES, INC.	CIC	Retroactive Change in Control notice by David L. Neisen, Watkins, Minnesota, individually and as trustee of four Neisen family trusts, to retain 25 percent or more of the shares of Neisen Bancshares, Inc., Watkins, Minnesota, and thereby indirectly retain control of Farmers State Bank of Watkins, Watkins, Minnesota.	Newspaper: Federal Register:	Not available 01/07/2013

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#### Federal Reserve Bank of Minneapolis

#### **Availability of CRA Public Evaluations**

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RSSD

ID Institution / Location

Exam Date

CRA CRA

Public Date

Rating

Exam Method

NONE

CRA Examinations scheduled for

Quarter of

Institution Location

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## Federal Reserve Bank of Kansas City

Filer	Filing Type  Member	Filing Proposal	End of Comment Period		
BANKERS' BANK OF KANSAS, NATIONAL ASSOCIATION		Bankers' Bank of Kansas, N.A., Wichita, Kansas, to retain its membership in the Federal Reserve System following its conversion from a national to a state charter.	Newspaper: Federal Register:	Not applicable Not applicable	
BBIG HOLDINGS, LLC	* 3A1	BBIG Holdings, LLC, Lincoln, Nebraska, to become a bank holding company through the acquisition of 50 percent of the outstanding voting shares of Hilltop Bancshares, Inc., parent of Bank of Bennington, both in Bennington, Nebraska.	Newspaper: Federal Register:	01/17/2013 01/18/2013	
BIG MAC BANCSHARES, INC.	CIC	Notice submitted by Troy and Crystal Faulkender, Oakley, Kansas; Jay and Brandy Todd, Rexford, Kansas; Darvin and Tammi Strutt, Colby, Kansas; Sharon and Ronnie Schamberger, Hoxie, Kansas; Crystal Ann Trauer, trustee of the Laurence Duane Trauer Tax Shelter Trust and the Crystal Ann Trauer Revocable Trust, both in Hays, Kansas; Nichole and Bret Tremblay, Manhattan, Kansas; Leslea and Brett Oelke, Hoxie, Kansas; Brittany Schamberger, Hoxie, Kansas, Taylore Schamberger, Hoxie, Kansas; Jerry and Melissa Spresser, Hoxie, Kansas; Larry and Julie Spresser, Pittsburg, Kansas; and Brian and Sheri Baalman, Menlo, Kansas; as a group acting in concert, to acquire control of Big Mac Bancshares, Inc., Hoxie, Kansas, parent of Peoples State Bank, McDonald, Kansas.	Newspaper: Federal Register:	Not available 12/31/2012	
FIRST COMMERCIAL BANCSHARES, INC.	CIC	Notice submitted by the Davis Family Trust; Steven C. Davis, P.C.; the Steven C. Davis Succession Trust; the Ricky J. Davis Succession Trust; and the Kenneth R. Davis Succession Trust, all of Oklahoma City, Oklahoma; and Scott R. Duncan, Oklahoma City, Oklahoma, as trustee of the Steven C. Davis Succession Trust, the Ricky J. Davis Succession Trust, and the Kenneth R. Davis Succession Trust, to become a part of the group acting in concert to acquire control of First Commercial Bancshares, Inc., Edmond, Oklahoma, parent of First Commercial Bank, Edmond, Oklahoma.	Newspaper: Federal Register:	Not available 01/18/2013	
VALLEY STATE BANK, THE	* Branch	Valley State Bank, Syracuse, Kansas, to establish a branch at 511 N. Campus, Garden City, Kansas.	Newspaper: Federal Register:	01/04/2013 Not applicable	

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### Federal Reserve Bank of Kansas City

#### **Availability of CRA Public Evaluations**

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3120897	HERITAGE BK, TOPEKA, KANSAS	08/27/2012	12/05/2012	S	Small Bank
723756	PEOPLES BK, COLDWATER, KANSAS	09/10/2012	12/13/2012	S	Small Bank
24453	ROCKY MNT BK, WILSON, WYOMING	09/17/2012	12/21/2012	S	Small Bank
738255	TOWN & COUNTRY BK, RAVENNA, NEBRASKA	09/17/2012	12/18/2012	S	Small Bank
24453	ROCKY MNT BK, WILSON, WYOMING	09/17/2012	12/21/2012	S	Small Bank

Institution	Location

Quarter of

NONE

CRA Examinations scheduled for

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

## Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal	End of Comment Period		
HCSB, A STATE BANKING ASSOCIATION	* Branch	HCSB, a State Banking Association, Plainview, Texas, to establish a branch to be located at 201 W. 6th Street, Plainview, Texas 79072.	Newspaper: Federal Register:	Not available Not applicable	
QUANAH FINANCIAL CORPORATION EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	Quanah Financial Corporation Employee Stock Ownership Plan, Quanah, Texas, to retain 32.73 percent of Quanah Financial Corporation, Quanah, Texas, and indirectly First Capital Bank, Quanah, Texas.	Newspaper: Federal Register:	Not available 12/19/2012	

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### Federal Reserve Bank of Dallas

#### **Availability of CRA Public Evaluations**

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CRA Examinations scheduled for Quarter of

Institution Location

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

## Federal Reserve Bank of San Francisco

Filer	Filing Type	Filing Proposal	End of Comment Period		
COASTAL COMMUNITY BANK	* Branch	Coastal Community Bank, Everett, Washington to establish a branch office at 928 Avenue D, Snohomish, Washington.	Newspaper: Federal Register:	01/06/2013 Not applicable	
FIRST NORTHWEST BANCORP	* 3A1	First Northwest Bancorp, Port Angeles, Washington, to become a bank holding company upon the conversion of First Federal Savings and Loan Association of Port Angeles, Port Angeles, Washington, from a mutual to stock savings bank.	Newspaper: Federal Register:	Not available 12/28/2012	
FNB BANCORP CIC		Notice by Thomas Galt Atwood, Glen Ellen, California, and Cypress Abbey Company, Colma, California, to retain 10 percent or more of the outstanding shares of capital stock of FNB Bancorp, and thereby indirectly retain 10 perent or more of the voting shares of First National Bank of Northern California, both of South San Francisco, California.	Newspaper: Federal Register:	Not available 10/30/2012	

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

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