Federal Reserve Release



H.2

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

No. 16
Week Ending April 19, 2014

Board Operations and Personnel

Office of Inspector General -- appointment of Alberto Rivera-Fournier to a newly created officer position of assistant inspector general for strategic initiatives.

- Approved, April 15, 2014

Enforcement

Calvert Financial Corporation, Ashland, Missouri, and Mainstreet Bank -- issuance of a consent order of prohibition against Darryl Woods, a former institution-affiliated party.

- Announced, April 17, 2014

PGB Holdings, Inc., Chicago, Illinois, and Pacific Global Bank -- written agreement dated June 30, 2011, terminated April 9, 2014.

- Announced, April 15, 2014

Uinta Bank, Mountain View, Wyoming -- issuance of a consent order of assessment of a civil money penalty.

- Announced, April 15, 2014

H.2 Actions under delegated authority

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

C&CAConsumer and Community AffairsIFInternational FinanceFOMCFederal Open Market CommitteeMAMonetary Affairs

Bank Branches, Domestic

Kansas City

American Heritage Bank, Sapulpa, Oklahoma -- to establish a drive-through branch at the intersection of Caddo and Broadway streets, Cleveland.

- Approved, April 17, 2014

Dallas

United Texas Bank, Dallas, Texas -- to establish a branch at 13101 Preston Road, Dallas.

- Withdrawn, April 18, 2014

Bank Holding Companies

Director, BS&R

BankUnited, Inc., Miami Lakes, Florida, and BankUnited, National Association -- relief from certain commitments.

- Granted, April 17, 2014

San Francisco

Cascade Bancorp, Bend, Oregon -- waiver of application to merge with Home Federal Bancorp, Inc., Nampa, Idaho, in connection with the merger of their respective subsidiaries, Bank of the Cascades, Bend, and Home Federal Bank, Nampa.

- Granted, April 11, 2014 (A/C)

Bank Holding Companies

Minneapolis

Citizens Community Bancorp, Inc., Eau Claire, Wisconsin -- to become a bank holding company by acquiring Citizens Community Federal National Association, Altoona.

- Approved, April 18, 2014

Richmond

Park Sterling Corporation, Charlotte, North Carolina -- to acquire Provident Community Bancshares, Inc., Rock Hill, South Carolina, and thereby indirectly acquire Provident Community Bank, National Association.

- Approved, April 16, 2014

Richmond

Southern National Bancorp of Virginia, Inc., McLean, Virginia -- to indirectly acquire an interest in Southern Trust Mortgage, LLC, Virginia Beach, and thereby engage in lending activities.

- Approved, April 17, 2014

Chicago

Stephenson National Bancorp, Inc., Marinette, Wisconsin -- to merge with PWB Bancshares, Inc., Wausaukee, and thereby indirectly acquire Bank North.

- Approved, April 14, 2014

Atlanta

TriSummit Bancorp, Inc., Kingsport, Tennessee -- to become a bank holding company by acquiring TriSummit Bank, Kingsport.

- Approved, April 17, 2014

Bank Holding Companies

Atlanta

TriSummit Bancorp, Inc., Kingsport, Tennessee -- waiver of application to acquire Community National Bank of the Lakeway Area, Morristown, in connection with its merger with and into TriSummit Bancorp's subsidiary, TriSummit Bank, Kingsport.

- Granted, April 17, 2014

Bank Mergers

Atlanta

TriSummit Bank, Kingsport, Tennessee -- to merge with Community National Bank of the Lakeway Area, Morristown.

- Approved, April 14, 2014

Banks, Foreign

Director, BS&R

The Joyo Bank, Ltd., Mito City, Japan -- to establish a representative office in New York, New York (FRB Order No. 2014-7).

- Approved, April 18, 2014

Change in Bank Control

Dallas

F & M Bancshares, Inc., De Leon, Texas -- change in bank control of F & M Bancshares, Inc. and its subsidiary, Farmers and Merchants Bank, De Leon.

- Permitted, April 18, 2014

Kansas City

First National Agency, Inc., Wayne, Nebraska -- change in bank control of First National Agency, Inc. and its subsidiary, First Nebraska Bank of Wayne, Wayne.

- Permitted, April 18, 2014

Extensions of Time

Minneapolis

First Western Bank and Trust, Minot, North Dakota -- extension to December 31, 2014, to establish a branch at 2105 16th Street Northwest, Minot.

- Granted, April 18, 2014

Atlanta

Franklin Synergy Bank, Franklin, Tennessee -- extension to July 28, 2014, to merge with MidSouth Bank, Murfreesboro.

- Granted, April 15, 2014

Chicago

Mid Illinois Bancorp, Inc. Employee Stock Ownership Plan, Peoria, Illinois -- extension to July 28, 2014, to become a bank holding company by acquiring shares of Mid Illinois Bancorp, Inc., Peoria, and thereby acquire control of South Side Trust and Savings Bank; and to engage in extending credit and servicing loans.

- Granted, April 17, 2014

Savings and Loan Holding Companies

Philadelphia

Pathfinder Bancorp, M.H.C., Oswego, New York; Pathfinder Bancorp, Inc.; and Pathfinder Bank -- to retain a controlling interest in FitzGibbons Agency, LLC, through Pathfinder Bank's subsidiary, Pathfinder Risk Management, Inc., Oswego, and to continue to engage in insurance agency activities.

- Approved, April 15, 2014

Federal Reserve Bank of Boston

Filer	Filing Type	Filing Proposal	End of Commen	t Period
BLUE HILLS BANCORP, INC	* 3A1 4c8	Application by Blue Hills Bancorp, Inc., Hyde Park, Massachusetts to acquire 100% of the outstanding capital stock of Blue Hills Bank, Hyde Park, Massachusetts, pursuant to section 3(a)(1) of the BHC Act of 1956, as amended, in connection with the conversion of Hyde Park Bancorp, MHC, Hyde Park, Massachusetts from mutual to stock form.	Newspaper: Federal Register:	Not available 04/21/2014
KENNEBEC SAVINGS, MHC	* 3A1 * 3A3	Kennebec Savings, MHC and Kennebec Savings, Inc., both of Augusta, Maine, to become a mutual bank holding company and a stock bank holding company, respectively, by acquiring Kennebec Savings Bank, Augusta, Maine, pursuant to sections 3(a)(1) and 3(a)(3) of the Bank Holding Company Act of 1956, as amended.	Newspaper: Federal Register:	Not available 05/01/2014
PILGRIM BANCSHARES, INC.	* 3A1	Application by Pilgrim Bancshares, Inc., Cohasset, Massachusetts to acquire 100% of the outstanding capital stock of Pilgrim Bank, Cohasset, Massachusetts, pursuant to section 3(a)(1) of the BHC Act, in connection with the conversion of Conahasset Bancshares, MHC from mutual to stock form.	Newspaper: Federal Register:	Not available 04/22/2014

^{*} 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

Public Date

Rating

Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

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Federal Reserve Bank of New York

Filer	Filing Type	Filing Proposal	End of Comment	Period
GOLDMAN SACHS BANK USA	PWI	Goldman Sachs Bank USA, New York, New York, seeks prior approval for a public welfare investment.	Newspaper: Federal Register:	Not applicable Not applicable

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Federal Reserve Bank of New York

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Federal Reserve Bank of Philadelphia

Filings received during the week ending April 19, 2014

Filer Filing Type Filing Proposal End of Comment Period

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Federal Reserve Bank of Philadelphia

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CRA

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Institution

RSSD

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Federal Reserve Bank of Cleveland

Filer	Filing Type	Filing Proposal	End of Comment Period	
NORTH SIDE BANK AND TRUST COMPANY, THE	* Branch	Application by North Side Deposit Bank and Trust Company, Cincinnati, OH to establish a branch at 2739 Madison Rd. Cincinnati, OH.	Newspaper: Federal Register:	Not available Not applicable

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Federal Reserve Bank of Cleveland

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CRA Examinations scheduled for Quarter of

Location

CRA

CRA

Institution NONE

RSSD

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Federal Reserve Bank of Richmond

Filings received during the week ending April 19, 2014

Filer Filing Type Filing Proposal End of Comment Period

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Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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NONE

CRA Examinations scheduled for Quarter of

Institution Location

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Federal Reserve Bank of Atlanta

Filer	Filing Type	Filing Proposal	End of Commen	t Period
BANCO DE CREDITO E INVERSIONES S.A.	* 3A1	Banco De Credito E Inversiones, Empresas Juan Yarur S.A.C., Inversiones Petro S.A., Inversiones Baquio LTDA., Inversiones Nueve LTDA., and Administraciones Baquio LTDA., all of Santiago, Chile, to become bank holding companies by acquiring 100 percent of CM Florida Holdings, Inc., Coral Gables, Florida, and its subsidiary, City National Bank of Florida, Miami, Florida.	Newspaper: Federal Register:	Not available 08/08/2013
SUNSHINE BANCORP, INC.	* SLHC Formation	Sunshine Bancorp, Inc., Plant City, Florida, to become a savings and loan holding company through the acquisition of all of the outstanding voting stock of Sunshine State Federal Savings and Loan Association, both of Plant City, Florida. The savings and loan holding company will be formed in connection with the proposed mutual-to-stock conversion of Sunshine State Federal Savings and Loan Association, a federally chartered mutual savings bank.	Newspaper: Federal Register:	Not available 04/21/2014

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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RSSD

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Federal Reserve Bank of Chicago

Filer	Filing Type	Notice by Thomas K. Maxwell of Marinette, Wisconsin, individually and acting in concert with Thomas K. Maxwell II of Peshtigo, Wisconsin; Cheryl R. Maxwell of Marinette, Wisconsin; Edward F. Maxwell of Madison, Wisconsin; and Gary L. Maxwell of Milford, Indiana, to retain control of F&M Bankshares, Inc., Marinette, Wisconsin, and thereby indirectly control Farmers & Merchants Bank & Trust, Marinette, Wisconsin.	End of Comment Period	
F & M BANKSHARES, INC.	CIC		Newspaper: Federal Register:	Not available 04/22/2014
JOHNSON BANK	* Branch	Johnson Bank, Racine, Wisconsin, to establish a branch at 1555 West Mequon Road, Mequon, Wisconsin.	Newspaper: Federal Register:	04/19/2014 Not applicable
LOGANSPORT FINANCIAL CORP.	* 3A1	Logansport Financial Corporation, Logansport, Indiana, to become a bank holding company following the conversion of its subsidiary bank, Logansport Savings Bank, FSB, Logansport, Indiana, from a federally chartered savings bank to an Indiana state chartered bank.	Newspaper: Federal Register:	Not available Not available
PEOPLES BANCORP	CIC	Notice by Joe D. Van Tol Revocable Trust, Rock Valley, Iowa, Joe D. Van Tol, as Trustee, individually, and in conjunction with the Van Tol Family (Joe D. Van Tol Revocable Trust; Todd J. Van Tol, Rock Valley, Iowa; Joe E. Van Tol, Rock Valley, Iowa; David J. Van Tol, Boulder, Colorado; and Ryan J. Van Tol, Harrisburg, South Dakota) to retain control of Peoples Bancorp, Rock Valley, Iowa, and thereby indirectly Peoples Bank, Rock Valley, Iowa.	Newspaper: Federal Register:	Not available 04/28/2014
PEOPLES BANCORP	CIC	Notice by the Kooima Family (Myron Kooima, Inwood, Iowa; Vernon Kooima, Doon, Iowa; and Dale Kooima, Rock Valley, Iowa) to retain control of Peoples Bancorp, Rock Valley, Iowa, and thereby indirectly Peoples Bank, Rock Valley, Iowa.	Newspaper: Federal Register:	Not available 04/28/2014
TOWN AND COUNTRY BANK	* Branch	Town and Country Bank, Springfield, Illinois, to establish a branch office at 2525 Broadway Street, Quincy, Illinois.	Newspaper: Federal Register:	04/17/2014 Not applicable
TOWN BANK	* 18C * Branch	Town Bank, Hartland, Wisconsin, to purchase certain assets and assume certain liabilities of a single branch of THE National Bank, Moline, Illinois.	Newspaper: Federal Register:	05/21/2014 Not applicable

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Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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CRA Examinations scheduled for

Quarter of

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NONE

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Federal Reserve Bank of St. Louis

Filer	Filing Type	Filing Proposal	End of Commen	t Period
BENEFIT FINANCIAL GROUP, INC	* 3A1	Benefit Financial Group, Inc., Fort Smith, Arkansas, to become a bank holding company through the conversion of its wholly owned subsidiary bank, Benefit Bank, Fort Smith, Arkansas from a federal savings bank to a state charted non-member bank.	Newspaper: Federal Register:	05/10/2014 05/19/2014
FIRST CLOVER LEAF FINANCIAL CORP	* 3A1	First Clover Leaf Financial Corporation, Edwardsville, Illinois, to become a bank holding company through the conversion of its wholly owned subsidiary, First Clover Leaf Bank, FSB, Edwardsville, Illinois, from a federal savings bank to a national bank.	Newspaper: Federal Register:	05/17/2014 05/19/2014
FIRST STATE BANCSHARES, INC.	CIC	Notice by Greg Allen, as trustee or co-trustee for the Teresa Grindstaff Trust U/I William Cooper General Trust, Teresa Grindstaff Perpetuity Trust, Teresa Grindstaff IRA, Teresa Grindstaff 2012 Family Trust, Walker Family Trust U/I William Cooper General Trust, Tammy Walker Perpetuity Trust, Walker Family IRA, Greg Allen U/I William Cooper, Jane Allen Trust, Greg E. Allen IRA, all of Farmington, Missouri, to retain control of 28.68 percent of First State Bancshares, Inc., Farmington, Missouri.	Newspaper: Federal Register:	04/21/2014 05/07/2014
SOUTHERN MISSOURI BANCORP, INC.	* 3A5	Southern Missouri Bancorp, Inc., Poplar Bluff, Missouri, to merge with Peoples Service Company, Nixa, Missouri, and thereby indirectly acquire Peoples Bank of the Ozarks, Nixa, Missouri.	Newspaper: Federal Register:	05/18/2014 05/12/2014

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Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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Federal Reserve Bank of Minneapolis

Filer	Filing Type	Filing Proposal	End of Commen	t Period
KLEIN FINANCIAL, INC.	* 3A3	Klein Financial, Inc., Chaska, Minnesota, to acquire 100 percent of Prior Lake State Bank, Prior Lake, Minnesota.	Newspaper: Federal Register:	Not available 05/16/2014
MCINTOSH COUNTY BANK HOLDING COMPANY, INC.	CIC	Post notice by Robert F. Wishek, Ashley, North Dakota, as co-trustee of the McIntosh County Bank Holding Company, Inc., 2012 Voting Trust Agreement, Ashley, North Dakota, to retain 25% or more of the shares of McIntosh County Bank Holding Company, Inc., Ashley, North Dakota, and thereby retain control of McIntosh County Bank, Ashley, North Dakota, and North Star Holding Company, Inc., Jamestown, North Dakota, which controls Unison Bank, Jamestown, North Dakota.	Newspaper: Federal Register:	Not available Not available
MINNEHAHA BANSHARES, INC.	CIC	Post notice by Stephanie L. Gongopoulos, Sioux Falls, South Dakota, to retain 10 percent or more of the voting shares of Minnehaha Banshares, Inc., Sioux Falls, South Dakota, and thereby indirectly retain control of First National Bank in Sioux Falls, Sioux Falls, South Dakota.	Newspaper: Federal Register:	Not available 05/06/2014
PEOPLES BANKSHARES, INC.	* 3A5	Peoples Bankshares, Inc., Mora, Minnesota, to acquire and merge with Douglas County Bancshares, Inc., Alexandria, Minnesota, and thereby indirectly acquire Neighborhood National Bank, Alexandria, Minnesota.	Newspaper: Federal Register:	Not available 05/08/2014
STOCKMAN FINANCIAL CORPORATION	* 3A3	Stockman Financial Corporation, Miles City, Montana, to acquire 100 percent of Big Sky Holding Company, Stanford, Montana, and thereby indirectly acquire Basin State Bank, Stanford, Montana.	Newspaper: Federal Register:	Not available 05/01/2014

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Federal Reserve Bank of Minneapolis

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NONE

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Federal Reserve Bank of Kansas City

Filer	Filing Type	Notification submitted by Lawrence Travis Hicks, Lawrence, Kansas, to acquire control of Astra Financial Corporation, Prairie Village, Kansas, parent of TriCentury Bank, Simpson, Kansas.	End of Comment Period	
ASTRA FINANCIAL CORPORATION	CIC		Newspaper: Federal Register:	05/07/2014 05/05/2014
ENTERPRISE HOLDING COMPANY	CIC	Notification submitted by The Robert C. Asmus Equity Interests Trust and Steven R. Bloch, individually and as trustee, both of Omaha, Nebraska, to acquire control of Enterprise Holding Company, parent of Enterprise Bank, both in Omaha, Nebraska.	Newspaper: Federal Register:	05/01/2014 05/07/2014
WESTERN OKLAHOMA BANCSHARES, INC.	CIC	Notification submitted by the FLH Financial Services Trust, Leedey, Oklahoma; and its trustees: Frank Harrel, LaTricia Harrel, both of Leedey, Oklahoma, Brent Harrel, Elk City, Oklahoma, and Kalee Carpenter, Leedey, Oklahoma; to become part of the Harrel Family control group, and Brent Harrel as trustee of the voting agreement, to acquire control of Western Oklahoma Bancshares, parent of Bank of Western Oklahoma, both in Elk City, Oklahoma.	Newspaper: Federal Register:	Not available 04/30/2014
WHITCORP FINANCIAL COMPANY	CIC	Notification submitted by Peter Page, Lamar, Colorado, in his capacity as independent trustee of three trusts: the Barth E. Whitham Trust No. 2, the Frank E. Whitham Trust #1, Barth E. Whitham Share, the Frank E. Whitham Trust #2, Barth E. Whitham Share, all of Morrison, Colorado; and Doug McKinney, Leoti, Kansas, in his capacity as independent trustee of the Stewart A. Whitham Trust #2, Leoti, Kansas; to become members of the Whitham Control Group and thereby retain control of Whitcorp Financial Company, Leoti, Kansas, parent of Western State Bank, Garden City, Kansas, and Frontier Bank, Lamar, Colorado.	Newspaper: Federal Register:	Not available 04/07/2014

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Federal Reserve Bank of Kansas City

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Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal Hillister Enterprises, II, Inc., Umphrey II Family Limited Partnership, both of Beaumont, Texas, and CBFH, Inc., Orange, Texas, to acquire MC Bancshares, Inc., Houston, Texas, and therefore indirectly, Memorial City Bank, Houston, Texas.	End of Comment Period	
CBFH, INC.	* 3A5 * 3A3		Newspaper: Federal Register:	Not available 05/15/2014
CENTRAL TEXAS FINANCIAL CORP.	4c8	Central Texas Financial Corp., Cameron, Texas, to acquire 100 percent of Citcamco Incorporated and indirectly, Peoples Finance Company, both of Cameron, Texas, pursuant to Section 4(c)(8) of the BHC Act and Regulation Y, and thereby engage in extending credit and servicing loans.	Newspaper: Federal Register:	Not applicable Not available
FIRST BELLS BANKSHARES, INC.	4c8	First Bells Bankshares, Inc., Bells, Texas, to acquire 100 percent of Cendera Funding, Inc., Fort Worth, Texas, pursuant to Section 4(c)(8) of the BHC Act and Regulation Y, and thereby engage in extending credit and servicing loans.	Newspaper: Federal Register:	Not applicable Not available
G-6 CORPORATION	CIC	Notice by Clinton D. Dunn, Dallas, Texas, to control 100 percent of the shares of G-6 Corporation, Mesquite, Texas, and indirectly, First State Bank, Mesquite, Texas.	Newspaper: Federal Register:	Not available 05/08/2014
HERITAGE BANK	* 18C * Branch	Heritage Bank, Pearland, Texas, to acquire by merger Nixon State Bank, Nixon, Texas, and to establish branches at 200 N. Nixon Ave., Nixon, Texas 78140, and 13809 West Highway 87, La Vernia, Texas 78121.	Newspaper: Federal Register:	Not available Not applicable
UNITED TEXAS BANK	* Branch	United Texas Bank, Dallas, Texas, to establish a branch at 13101 Preston Road, Suite 100, Dallas, Texas 75240.	Newspaper: Federal Register:	Not available Not applicable

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Federal Reserve Bank of Dallas

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^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of San Francisco

Filer	Filing Type	Filing Proposal	End of Commen	t Period
BANK OF HAWAII	PWI	Bank of Hawaii, Honolulu, Hawaii, for prior approval to make a public welfare investment in the maximum amount of \$10.0 million in the CREA Corporate Tax Credit Fund 38, LLC, a Delaware limited liability company.	Newspaper: Federal Register:	Not applicable 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 04/10/2014
OAK VALLEY COMMUNITY BANK	* Branch	Oak Valley Community Bank, Oakdale, California, to establish a branch office at 1034 N. Central Avenue, Tracy, California.	Newspaper: Federal Register:	Not available Not applicable
TAIPEI FUBON COMMERCIAL BANK CO., LTD.	FBSEA	Taipei Fubon Commercial Bank Co., Ltd, Taipei, Taiwan, requests to establish a representative office in San Jose, California, pursuant to section 211.24(a)(1) of Regulation K.	Newspaper: Federal Register:	Not available Not applicable

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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

CRA Examinations scheduled for Quarter of

Institution Location

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