
Federal Reserve Release



H.2

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

No. 23

Week Ending June 7, 2014

Bank Holding Companies

Cullen/Frost Bankers, Inc., San Antonio, Texas -- commenter's request for reconsideration of the Board's approval of the applications for Cullen/Frost Bankers to acquire WNB Bancshares, Inc., Odessa, and thereby acquire Western National Bank; and for Frost Bank, San Antonio, to merge with Western National Bank, Odessa, and thereby establish branches.

- Denied, June 6, 2014

Monetary and Financial Policy

Term Deposit Facility -- fixed-rate offering of seven-day term deposits with a maximum tender amount of \$10 billion on June 9, 2014.

- Announced, June 5, 2014

Personnel

Division of Consumer and Community Affairs -- appointment of Eric S. Belsky as director.

- Approved, May 28, 2014

(A/C)

Division of Financial Management -- appointment of Patrick J. McClanahan as deputy director and controller, effective June 2, 2014.

- Announced, June 3, 2014

Regulations and Policies

Credit Card Plans -- annual report to Congress on the profitability of credit card operations of depository institutions.

- Approved, May 22, 2014

(A/C)

Enforcement

Anchor Commercial Bank, Juno Beach, Florida -- prompt corrective action directive issued October 11, 2011, terminated May 12, 2014.

- Announced, June 5, 2014

CBOA Financial, Inc., Tucson, Arizona -- written agreement, issued May 28, 2014, with the Federal Reserve Bank of San Francisco.

- Announced, June 3, 2014

Columbia Commercial Bancorp, Hillsboro, Oregon -- written agreement issued March 18, 2009, terminated June 2, 2014.

- Announced, June 5, 2014

Foundation Bancorp, Inc., Bellevue, Washington -- written agreement issued December 23, 2010, terminated May 28, 2014.

- Announced, June 3, 2014

Patriot Bancshares, Inc., Houston, Texas, and Patriot Holdings Nevada, Inc., Reno, Nevada -- written agreement issued November 17, 2011, terminated May 29, 2014.

- Announced, June 5, 2014

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

Secretary

Banco Popular North America, New York, New York -- to establish a branch at 2117-2121 Avenue U, Brooklyn.

- Approved, June 4, 2014

Richmond

Benchmark Community Bank, Kenbridge, Virginia -- to establish a branch at 12335 Wake Union Church Road, Wake Forest, North Carolina.

- Approved, June 4, 2014

St. Louis

Centennial Bank, Conway, Arkansas -- to establish a branch at 3401 Tamiani Trail North, Naples, Florida.

- Approved, June 2, 2014

Bank Holding Companies

Boston

Boston Private Financial Holdings, Inc., Boston, Massachusetts -- to acquire an additional interest in Anchor Capital Advisors LLC, Boston.

- Approved, June 5, 2014

Atlanta

FBDC Financial Corp., Fort Payne, Alabama -- to become a bank holding company by acquiring First Federal Bank, Fort Payne.

- Approved, June 6, 2014

Bank Holding Companies

Kansas City

Platte Valley Financial Service Companies, Inc., Scottsbluff, Nebraska -- to acquire Mountain Valley Bancshares, Inc., Walden, Colorado, and thereby indirectly acquire Mountain Valley Bank.

- Approved, June 5, 2014

Atlanta

Southern Community Bancshares, Inc., Cullman, Alabama -- relief from a commitment.

- Granted, June 3, 2014

St. Louis

Southern Missouri Bancorp, Inc., Poplar Bluff, Missouri -- to merge with Peoples Service Company, Nixa, and thereby indirectly acquire Peoples Bank of the Ozarks.

- Approved, June 2, 2014

Bank Mergers

Kansas City

American State Bank & Trust Company, Great Bend, Kansas -- to merge with First National Bank of Holcomb, Holcomb, and thereby establish a branch.

- Approved, June 5, 2014

Chicago

State Bank of the Lakes, Antioch, Illinois -- to purchase certain assets and assume certain liabilities of two branches of Town Bank, Hartland, Wisconsin.

- Approved, June 3, 2014

Bank Mergers

Chicago

Town Bank, Hartland, Wisconsin -- to purchase certain assets and assume certain liabilities of 11 branches of Talmer Bank and Trust, Troy, Michigan.

- Approved, June 3, 2014

Banks, State Member

Secretary

Bank of Hawaii, Honolulu, Hawaii -- to make a public welfare investment.

- Approved, June 6, 2014

Change in Bank Control

Dallas

Central Bancshares, Inc., Houston, Texas -- to retain control of Central Bancshares, Inc. and its subsidiary, Central Bank, Houston (two notices).

- Permitted, June 5, 2014

Kansas City

Enterprise Holding Company, Omaha, Nebraska -- change in bank control of Enterprise Holding Company and its subsidiary, Enterprise Bank, Omaha.

- Permitted, June 5, 2014

Atlanta

FBDC Financial Corp., Fort Payne, Alabama -- change in bank control of FBDC Financial Corp. and its subsidiary, First Federal Bank, Fort Payne.

- Permitted, June 6, 2014

Change in Bank Control

Kansas City

Western Oklahoma Bancshares, Inc., Elk City, Oklahoma -- change in bank control of Western Oklahoma Bancshares and its subsidiary, Bank of Western Oklahoma, Elk City.

- Permitted, June 6, 2014

Extensions of Time

Richmond

Southern National Bancorp of Virginia, Inc., McLean, Virginia -- extension to September 7, 2014, to acquire Prince George's Federal Savings Bank, Upper Marlboro, Maryland, and for Sonabank, McLean, to merge with Prince George's Federal Savings Bank, Upper Marlboro.

- Granted, June 4, 2014

Philadelphia

Woodlands Bank, Williamsport, Pennsylvania -- extension to July 11, 2014, to establish a branch at the corner of Church and Jay Streets, Lock Haven.

- Granted, June 5, 2014

Membership

Kansas City

Buffalo Federal Savings Bank, Buffalo, Wyoming -- to become a member of the Federal Reserve System on conversion to a state-chartered institution to be known as Buffalo Federal Bank.

- Approved, June 2, 2014

Membership

Boston

Fall River Five Cents Savings Bank, dba BankFive, Fall River, Massachusetts -- to become a member of the Federal Reserve System.

- Approved, June 6, 2014

Secretary

First National Bank of the Gulf Coast, Naples, Florida -- to retain membership in the Federal Reserve System on conversion to a state-chartered bank, First Florida Integrity Bank.

- Approved, June 6, 2014

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending June 7, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 1

Federal Reserve Bank of Boston

Availability of CRA Public Evaluations

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

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

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

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

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

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

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 2

Federal Reserve Bank of New York

Filings received during the week ending June 7, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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Institution	Location
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District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending June 7, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
CORNERSTONE FINANCIAL CORPORATION	CIC	Mr. Mark J. Baiada, Moorestown, New Jersey, individually and as part as a group acting in concert with Ann Baiada, Moorestown, New Jersey, Michael Baiada, Evergreen, Colorado, the 1994 Baiada Family Trust and Michael Baiada as Trustee, Evergreen, Colorado, L. Mathew and Janet Baiada, Moorestown, New Jersey, Paul Melan Baiada, Moorestown, New Jersey, the Paul Melan Baiada 1999 Family Trust and Diane Baiada, as Trustee, Moorestown, New Jersey, the Baiada Trust for the Benefit of Caitlin Baiada, and Diane Baiada, Moorestown, New Jersey, and Michael Baiada, Evergreen, Colorado, as Trustees, the Baiada Trust for the Benefit of Emma Baiada, and Diane Baiada, Moorestown, New Jersey, and Michael Baiada, Evergreen, Colorado, as Trustees, and OceanFirst Bank, as the Voting Trustee of the J. Mark Baiada Voting Trust, Toms River, New Jersey, intends to apply to the Federal Reserve Board for permission to acquire up to 24.9 percent of the voting shares and thereby control of Cornerstone Financial Corporation, Mount Laurel, New Jersey.	Newspaper:	03/06/2013
			Federal Register:	06/23/2014

District: 3

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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NONE					

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Institution	Location
NONE	

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District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending June 7, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
FARMERS & MERCHANTS BANCORP OF WESTERN PENNSYLVANIA, INC.	* 3A3	Application by Farmers and Merchants Bancorp of Western Pennsylvania, Inc. Kittanning, Pennsylvania to acquire 100 percent of the outstanding voting shares of Nextier, Inc., Butler, Pennsylvania, and thereby indirectly acquire Nextier Bank, NA, Butler, Pennsylvania, pursuant to Section 3(a)3 of the Bank Holding Company Act	Newspaper: Federal Register:	07/04/2014 Not available
HEARTLAND BANCCORP	CIC	Notice of Change in Bank Control filed by George and Georgia Gia Bavelis, Tina Bavelis Manokas and Tasos Manokas, and Niki Bavelis Callahan, to retain 10% or more of the outstanding shares of Heartland BancCorp, thereby indirectly controlling Heartland Bank, both of Gahanna, OH	Newspaper: Federal Register:	06/04/2014 Not available
HEARTLAND BANK	* Branch	Application by Heartland Bank, Gahanna, OH to establish a branch at 165 Highbluffs Boulevard, Columbus, OH.	Newspaper: Federal Register:	06/19/2014 Not applicable
OHIO VALLEY BANK COMPANY, THE	* Branch	Application by Ohio Valley Bank, Gallipolis, OH to establish a branch at 6431 US Route 60 East, Barboursville, WV.	Newspaper: Federal Register:	06/12/2014 Not applicable

District: 4

Federal Reserve Bank of Cleveland

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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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending June 7, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST NATIONAL CORPORATION	CIC	2009 Smith Irrevocable Trust, sole trustee John Kevin King, Richmond, Virginia, to acquire up to 13.12% of voting securities of First National Corporation, Strasburg, Virginia.	Newspaper: Federal Register:	Not available Not available
INDEPENDENCE BANCSHARES, INC.	CIC	Hageman 2013 Grantor Trust, c/o J. Hope O. Hageman, sole trustee, to acquire up to 2.39% of the outstanding voting securities of Independence Bancshares, Inc., Greenville, South Carolina, through the transfer of shares from Alvin G. Hageman.	Newspaper: Federal Register:	Not available 06/25/2014

District: 5

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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NONE					

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Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending June 7, 2014

Filer	Filing Type	Filing Proposal	End of Comment 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
GEORGIA COMMUNITY BANCORP, INCORPORATED	CIC	After-the-fact change in control notice filed by Lucie VanLandingham Beeley, Leesburg, Georgia, and Stevan Reynolds Tuck, Dawson, Georgia, to retain control of 27.50 percent of the outstanding shares of the Class B common stock of Georgia Community Bancorp, Inc., Dawson, Georgia, and its subsidiary, The Citizens State Bank of Taylor County, Reynolds, Georgia. Total pro forma ownership equals 100 percent.	Newspaper: Federal Register:	Not available 06/26/2014
GREAT GUARANTY BANCSHARES, INC.	* 3A3	Great Guaranty Bancshares, Inc., New Roads, Louisiana, to acquire Banque of Maringouin Holding Company, Inc., and its subsidiary, Bank of Maringouin, both of Maringouin, Louisiana.	Newspaper: Federal Register:	07/05/2014 07/03/2014
TAYLOR BANCSHARES, INC.	* 3A1	Taylor Bancshares, Inc., Huntsville, Alabama, to become a bank holding company by acquiring at least 80 percent of the outstanding shares of North Alabama Bancshares, and its subsidiary, North Alabama Bank, both of Hazel Green, Alabama.	Newspaper: Federal Register:	07/05/2015 07/03/2014

District: 6

Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending June 7, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
CHEMICAL BANK	* Branch	Chemical Bank, Midland, Michigan, to establish a branch located at 3 East Main Street, Suite #101, Bay City, Michigan.	Newspaper: Federal Register:	06/06/2014 Not applicable
FIRST FARMERS BANK & TRUST	* 18C * Branch	First Farmers Bank & Trust, Converse, Indiana, proposes to purchase the assets and assume the liabilities of the nine branches of BMO Harris Bank, N.A., Chicago, Illinois, pursuant to section 18c of the Federal Deposit Insurance Act and thereby establish branches located at 103 West National Avenue, Brazil, Indiana; 201 West Harrison, Carlisle, Indiana; 801 Main Street, Clay City, Indiana; 11612 North U.S. 41, Farmersburg, Indiana; 12 West Mill Street, Shelburn, Indiana; 32 South Court Street, Sullivan, Indiana; 3497 South U.S. Highway 41, Terre Haute, Indiana; 340 Mall Road, Logansport, Indiana; and 1710 West Kem Road, Marion, Indiana, pursuant to section 9 of the Federal Reserve Act.	Newspaper: Federal Register:	Not available Not applicable
FIRST MIDWEST BANK	* 18C * Branch	First Midwest Bank, Itasca, Illinois, to purchase the assets and assume the liabilities of twelve branch offices of Banco Popular North America, New York, New York. In conjunction, First Midwest Bank, Itasca, Illinois, will establish twelve branches.	Newspaper: Federal Register:	06/18/2014 Not applicable

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending June 7, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
OAK FINANCIAL, INC.	CIC	Bruce Gabrielse, Barbara L. Gabrielse, both of Fitchburg, Wisconsin, Brian Gabrielse, Jennifer Gabrielse, Bradley Gabrielse, Brenton Gabrielse, Katelyn Gabrielse, Kimberly Gabrielse, Matthew Gabrielse, all of Madison, Wisconsin, Jack L. Gabrielse, Denise Gabrielse, both of Oregon, Wisconsin, the Diane L. Gabrielse Declaration of Trust dated September 2, 1999, Diane L. Gabrielse, individually and as trustee of the Diane L. Gabrielse Declaration of Trust dated September 2, 1999, the Thomas H. Gabrielse Declaration of Trust dated September 2, 1999, Thomas H. Gabrielse as trustee of the Thomas H. Gabrielse Declaration of Trust dated September 2, 1999, all of Orland Park, Illinois, Mark Oostdyk, Heidi DeBruin, Kaye Oostdyk, all of Stoughton, Wisconsin, Stephanie Clark, St. Johns, Florida, David Gabrielse, Palos Heights, Illinois, Jeffrey Gabrielse, Jonathan Oostdyk, both of Plymouth, Minnesota, Justin Gabrielse, Maple Grove, Minnesota, Jayne Locascio, Palos Park, Illinois, William Oostdyk, South Elgin, Illinois, Valerie Therrien, Minneapolis, Minnesota, Katie Nelson, Frostburg, Maryland, and Keith Gabrielse, Cottage Grove, Wisconsin, together as a group acting in concert, to retain control of over 10 percent of the voting shares of Oak Financial, Inc., and thereby indirectly retain control of Oak Bank, both of Fitchburg, Wisconsin.	Newspaper:	06/10/2014
			Federal Register:	05/21/2014
QCR HOLDINGS, INC.	4c8	QCR Holdings, Moline, Illinois, proposes to engage de novo in the permissible nonbanking activity of lending and related servicing activities.	Newspaper:	Not applicable
			Federal Register:	Not available

District: 7

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending June 7, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending June 7, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST AND FARMERS BANK HOLDING COMPANY, THE	CIC	Charles A. Bon, Robinson, North Dakota, and Thomas A. Bon, Fargo, North Dakota, to each acquire 25 percent or more of the shares of The First and Farmers Bank Holding Company, Portland, North Dakota, and thereby indirectly gain control of The First and Farmers Bank, Portland, North Dakota.	Newspaper: Federal Register:	Not available 06/18/2014
HERITAGE BANCSHARES GROUP, INC.	CIC	John Van Dyke III, Menlo Park, CA, as co-trustee with Mary Van Dyke, San Mateo, CA, of the John & Mary Van Dyke Family Trust dated December 22, 1998, San Mateo, CA (Van Dyke Trust), and as co-trustee with Alison Van Dyke, Menlo Park, CA, of the John & Alison Van Dyke Family Trust, executed under declaration of trust dated May 10, 2001, Menlo Park, CA, to individually retain control of 10 percent or more of the voting shares of Heritage Bancshares Group, Inc., Willmar, MN (Heritage), and thereby indirectly retain control of Heritage Bank, N.A., Spicer, MN. In addition, the Van Dyke Trust; Virginia Geiger, Bloomington, MN; Owen Geiger, Willmar, MN; and Pearl Geiger, Minneapolis, MN; to retain shares of Heritage, as part of the Geiger family shareholder group acting in concert, which owns more than 25% of Heritage.	Newspaper: Federal Register:	06/05/2014 06/09/2014
J & B FINANCIAL HOLDINGS, INC.	* 3A3 4c8	J & B Financial Holdings, Inc., Minneapolis, Minnesota, to acquire 100 percent of DUBOIS BankShares, Inc., Sauk Centre, Minnesota, and thereby indirectly acquire First State Bank of Sauk Centre, Sauk Centre, Minnesota. J & B Financial Holdings, Inc., Minneapolis, Minnesota, to acquire 100% of DUBOIS BankShares, Inc. d/b/a 1st State Agency, Sauk Centre, Minnesota, and thereby indirectly engage in general insurance activities in a community that has a population not exceeding 5,000.	Newspaper: Federal Register:	Not available Not available
TIMBERLAND BANCORP	CIC	Change in control notice by Carol A. Nelson, Baxter, Minnesota, and Lee W. Anderson, Tower, Minnesota, to each acquire 25% or more of the shares of Timberland Bancorp, Baxter, Minnesota, and thereby indirectly control First National Bank of Buhl, Mountain Iron, Minnesota. In addition, Carol A. Nelson, Baxter, Minnesota, Doug B. Junker, Brainerd, Minnesota, and Lee W. Anderson, Tower, Minnesota, as a group acting in concert, to acquire 25% or more of the shares of Timberland Bancorp, Baxter, Minnesota.	Newspaper: Federal Register:	Not available 06/11/2014

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending June 7, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
YELLOWSTONE BANK, THE	* 18C	The Yellowstone Bank, Laurel, Montana to purchase certain assets and assume certain liabilities of the Sidney, Montana office of 1st Bank, Sidney, Montana, and incident thereto proposes to establish a branch at 120 2nd Street NW, Sidney, Montana.	Newspaper:	05/30/2014
	* Branch		Federal Register:	Not applicable

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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Institution	Location
NONE	

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District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending June 7, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMERICAN HERITAGE BANK	* Branch	American Heritage Bank, Sapulpa, Oklahoma, to establish a branch at 40201 West Highway 51, Mannford, Oklahoma.	Newspaper: Federal Register:	Not available Not applicable
FCWB, INC.	* 3A1	FCWB, Inc., to become a bank holding company through the acquisition of 100 percent of the voting shares of First Capital West Bankshares, Inc., parent of Capital West Bank, all in Laramie, Wyoming.	Newspaper: Federal Register:	Not available Not available
FIRST TEAM RESOURCES CORPORATION	CIC	Notification submitted by Elizabeth Lane Bitterlin, Milford, Kansas; and Chad Edward Chase, Manhattan, Kansas, as members of the Chase Family group, to acquire control of First Team Resources Corporation, Derby, Kansas, parent of Verus Bank, Derby, Kansas.	Newspaper: Federal Register:	Not available Not available
KSRS, LLC	* 3A1	KSRS, LLC, Osceola, Missouri, to become a bank holding company by acquiring 32.11 percent of the voting shares, and together with its owners and group acting in concert to acquire control of more than 50 percent, of Bancorp II, Inc., Kansas City, Missouri, parent of Citizens Community Bank, Pilot Grove, Missouri.	Newspaper: Federal Register:	Not available 07/03/2014
PLATTE VALLEY BANK	* 18C	Platte Valley Bank, Torrington, Wyoming, to purchase certain assets and assume certain liabilities of the Evansville, Wyoming branch of Buffalo Federal Bank, Buffalo, Wyoming.	Newspaper: Federal Register:	Not available Not applicable
SANTA FE TRAIL BANC SHARES, INC.	CIC	Notification submitted by Mary Lou Spanier, individually and as trustee of the Jesse L. Thomas Testamentary Trust, both of Sublette, Kansas, to acquire control of Santa Fe Trail Banc Shares, Inc., parent of Centera Bank, both in Sublette, Kansas.	Newspaper: Federal Register:	06/06/2014 06/16/2014

District: 10

Federal Reserve Bank of Kansas City

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
916857	FIRSTOAK BK, INDEPENDENCE, KANSAS	03/03/2014	06/02/2014	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending June 7, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
AHB BANCSHARES, INC.	* 3A1	AHB Bancshares, Inc., Clovis, New Mexico, to become a bank holding company by acquiring 100 percent of American Heritage Bank, Clovis, New Mexico.	Newspaper: Federal Register:	Not available 05/27/2014
AIM BANCSHARES, INC.	CIC	Retroactive notice of Change of Control by Kenneth D. Willmon, Lubbock, Texas, individually and as co-trustee of AIM Bancshares, Inc. 401(k) and Employee Stock Ownership Program; and Lanny B. Modawell, Marjorie Willmon, and Debra Willmon, each of Lubbock, Texas; to acquire and control greater than 25 percent of AIM Bancshares, Inc. Levelland, Texas, and indirectly AimBank, Littlefield, Texas.	Newspaper: Federal Register:	Not available 06/17/2014
CBFH, INC.	* 3A5 * 3A3	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.	Newspaper: Federal Register:	05/14/2014 05/15/2014
DIAMOND A FINANCIAL, LP	* 4c8 * 18C * Branch	Diamond A Financial, L.P., Maedgen & White, L.P., Hilltop Holdings Inc., and PlainsCapital Corporation, all of Dallas, Texas, to acquire SWS Group, Inc., and therefore indirectly, Southwest Securities, Federal Savings Bank, both of Dallas, Texas; and for PlainsCapital Bank, Dallas, Texas, to acquire by merger Southwest Securities, Federal Savings Bank, Dallas, Texas, and to further operate all the target institution's branches as branches of PlainsCapital Bank, Dallas, Texas.	Newspaper: Federal Register:	Not available 06/19/2014
METROPLEX NORTH BANCSHARES, INC.	CIC	Notice by Robert F. Barnard, Celeste, Texas, individually, and Christopher G. Barnard and Robert F. Barnard, each of Celeste, Texas, and Bill N. Barnard, Forney, Texas, collectively, to control 25 percent or more of the shares of Metroplex North Bancshares, Inc., Celeste, Texas, and indirectly, The First Bank of Celeste, Celeste, Texas.	Newspaper: Federal Register:	Not available 06/18/2014
PROGRESSIVE NATIONAL FINANCIAL CORPORATION	* 3A1	Progressive National Financial Corporation, Mansfield, Louisiana, to become a bank holding company by acquiring 100 percent of Progressive National Bank of DeSoto Parish, Mansfield, Louisiana.	Newspaper: Federal Register:	06/14/2014 06/19/2014
RIVERBEND FINANCIAL CORPORATION	CIC	Notice by Barkat Ali, Southlake, Texas, to acquire 25 percent or more of the shares of Riverbend Financial Corporation, Fort Worth, Texas, and indirectly, Riverbend Bank, Fort Worth, Texas.	Newspaper: Federal Register:	06/06/2014 06/02/2014

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending June 7, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
SOUTHSIDE BANCSHARES, INCORPORATED	4c8	Southside Bancshares, Inc., Tyler, Texas, to acquire 100 percent of the voting shares of OmniAmerican Bancorp, Inc., Fort Worth, Texas, and thereby indirect control of OmniAmerican Bank, Fort Worth, Texas, pursuant to Section 225.28(b)(4)(ii) of Regulation Y.	Newspaper: Federal Register:	Not applicable Not available
STRATEGIC GROWTH BANK INCORPORATED	4c8	Strategic Growth Bank Incorporated and Strategic Growth Bancorp Incorporated, both of El Paso, TX, to acquire an additional 76.1 percent of the voting common stock of, for a 100 percent ownership interest in, Guardian Mortgage Company, Inc., Richardson, Texas, and thereby extend credit and service loans and engage under contract with a third party in asset management, servicing, and collection of assets pursuant to Sections 225.28(b)(1) and (b)(2)(vi), respectively, of Regulation Y and Section 4(c)(8) of the BHC Act.	Newspaper: Federal Register:	Not applicable Not available
TIB THE INDEPENDENT BANKERSBANK	* Branch	TIB The Independent BankersBank, Irving, Texas, to establish a branch to be located at 2601 NW Expressway, Suite 1150E, Oklahoma City, Oklahoma 73112.	Newspaper: Federal Register:	06/05/2014 Not applicable
VIEWPOINT FINANCIAL GROUP, INC.	* 3A5	ViewPoint Financial Group, Inc., Plano, Texas, to acquire by merger 100% of the outstanding common stock of LegacyTexas Group, Inc., and indirectly LegacyTexas Bank, both of Plano, Texas.	Newspaper: Federal Register:	Not available 06/09/2014

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending June 7, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
EAST WEST BANK	PWI	East West Bank, Pasadena, California, requests to make a \$5,000,000 public welfare investment in Transom Capital Fund II, LP.	Newspaper: Federal Register:	Not applicable 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
TERRITORIAL SAVINGS BANK	Member	Territorial Savings Bank, Honolulu, Hawaii, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable

District: 12

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act