Federal Reserve Release



H.2

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

No. 10

Week Ending March 7, 2015

Forms

Forms -- initial Board review (1) to extend with revision the Quarterly Report of Interest Rates on Selected Direct Consumer Installment Loans (FR 2835), Quarterly Report of Assets and Liabilities of Large Foreign Offices of U.S. Banks (FR 2502q), and structure-reporting requirements for domestic and foreign banking organizations (FR Y-6, FR Y-7, and FR Y-10); (2) to extend without revision the Quarterly Report of Credit Card Plans (FR 2835a) and Supplement to the Report of Changes in Organizational Structure (FR Y-10-E); (3) to conduct with revision the Census of Finance Companies (FR 3033p); and (4) to discontinue the Auto Finance Company Report (FR 2512).

- Proposed, March 3, 2015

Personnel

Legal Division -- appointment of Patrick Bryan as assistant general counsel.

- Announced, March 2, 2015

H.2 Actions under delegated authority

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

Dallas

Community Trust Bank, Choudrant, Louisiana -- to establish a branch at 1702 Fountain View Drive, Houston, Texas.

- Approved, March 6, 2015

Kansas City

FirstBank Lakewood, Colorado -- to establish a branch at 3945 East Chandler Boulevard, Phoenix, Arizona.

- Approved, March 6, 2015

Secretary

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 227 Market Drive, Lenoir City, Tennessee.

- Approved, March 3, 2015

Bank Holding Companies

Dallas

Guaranty Bancshares, Inc., Mount Pleasant, Texas -- to acquire DCB Financial Corporation, Dallas, and its subsidiary, Preston State Bank.

- Approved, March 5, 2015

Kansas City

Unibanc Corp., Maywood, Nebraska -- to acquire Bank of Stapleton, Stapleton, and substantially all the nonbank assets of Stapleton Investment Company, and thereby engage in general insurance activities.

- Returned, March 3, 2015

Change in Bank Control

Minneapolis

Easton Bancshares, Incorporated, Easton, Minnesota -- change in bank control of Easton Bancshares and its subsidiary, State Bank of Easton, Easton.

- Permitted, March 4, 2015

Kansas City

High Plains Banking Group, Inc., Flagler, Colorado -- change in bank control of High Plains Banking Group and its subsidiary, High Plains Bank, Flagler.

- Permitted, March 2, 2015

Kansas City

Premier Bank, Denver, Colorado -- change in bank control of Premier Bank.

- Returned, March 5, 2015

Extensions of Time

St. Louis

Midland States Bank, Effingham, Illinois -- extension to March 11, 2015, to merge with Heartland Bank, St. Louis, Missouri, and thereby establish branches.

- Granted, March 3, 2015

Director, BS&R

Wells Fargo & Company, San Francisco, California -- extension of time to divest or conform a merchant banking investment.

- Granted, March 6, 2015

Federal Reserve Bank of Boston

Filer	Filing Type	Filing Proposal	End of Comment Period		
BANKNEWPORT	Member	Application by BankNewport, Newport, Rhode Island, to become a member of the Federal Reserve System pursuant to section 9 of the Federal Reserve Act and section 208.3 of Regulation H.	Newspaper: Federal Register:	Not applicable Not applicable	
MARTHA'S VINEYARD SAVINGS BANK	Member	Application by Martha's Vineyard Savings Bank, Edgartown, Massachusetts to become a member of the Federal Reserve System pursuant to section 9 of the Federal Reserve Act and section 208.3 of Regulation H.	Newspaper: Federal Register:	Not applicable Not applicable	

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

Federal Reserve Bank of Boston

Availability of CRA Public Evaluations

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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	Capital Management, LLC, N and various funds it operates, Lindenbaum and Bennett Lin New York, New York and va members and family related t collectively control more that Bridge Bancorp, Inc., and the acquire The Bridgehampton	Filing Proposal	End of Comment Period		
BRIDGE BANCORP, INC.		Notice of Change in Control by Basswood Capital Management, LLC, New York, New York and various funds it operates, and Matthew Lindenbaum and Bennett Lindenbaum, both of New York, New York and various other family members and family related trusts, to collectively control more than 10 percent of Bridge Bancorp, Inc., and thereby indirectly acquire The Bridgehampton National Bank, both of Bridgehampton, New York.	Newspaper: Federal Register:	03/23/2015 Not available	
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	
ORANGE COUNTY TRUST COMPANY	* Branch	Orange County Trust Company, Middletown, New York, to establish a branch office located at 50 Main Street, White Plains, New York. (RSSD #4820149)	Newspaper: Federal Register:	03/02/2015 Not applicable	

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Federal Reserve Bank of New York

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Federal Reserve Bank of Philadelphia

Filer	Filing Type	Filing Proposal	End of Commen	Period
UNIVEST BANK AND TRUST CO.	* Branch	Univest Bank and Trust Co., Souderton, PA, to establish a branch office located at 250 Plaza Drive, Providence Town Center, Pad 5, Collegeville, Montgomery County, PA.	Newspaper: Federal Register:	03/20/2015 Not applicable

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Federal Reserve Bank of Philadelphia

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RSSD

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Federal Reserve Bank of Cleveland

Filer	Filing Type	Filing Proposal	End of Comment Period		
HFB FINANCIAL CORPORATION	CIC	Interagency Notice of Change in Bank Control by Laura Jenkins Cook to become a member of the previously approved David B. Cook Family Control Group consisting of David B. Cook, Erin E. Cook, Bobbie Cook, and David Alexander Cook, which collectively control ten percent or more of the outstanding voting shares of HFB Financial Corp., Middlesboro, Kentucky, and indirectly control the Home Federal Bank, Middlesboro, Kentucky	Newspaper: Federal Register:	Not available Not available	

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Federal Reserve Bank of Cleveland

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Location

CRA

CRA

Institution NONE

RSSD

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Federal Reserve Bank of Richmond

Filer	Filing Type	Filing Proposal	End of Comment Period	
FARMERS & MERCHANTS BANK	* Branch	Farmers & Merchants Bank, Timberville, Virginia, has submitted an application to open a branch at 2813 North Augusta Street, Staunton, Virginia.	Newspaper: Federal Register:	02/23/2015 Not applicable

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Federal Reserve Bank of Richmond

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Federal Reserve Bank of Atlanta

Filer	Filing Type	Filing Proposal	End of Comment Period		
AMERIS BANCORP	* 3A5	Ameris Bancorp, Moultrie, Georgia, to merge with Merchants & Southern Banks of Florida, Inc., and thereby acquire its subsidiary, Merchants & Southern Bank, both of Gainesville, Florida.	Newspaper: Federal Register:	Not available Not available	
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	
FIRST COMMERCIAL BANCSHARES, INC.	* 3A3	First Commercial Bancshares, Inc., Jackson, Mississippi, to acquire 100 percent of the outstanding shares of Desoto County Bank, Horn Lake, Mississippi.	Newspaper: Federal Register:	Not available Not available	
GREAT SOUTHERN NATIONAL BANK	Member	Great Southern Bank, Meridian, Mississippi, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable	
INTERCAM BANCO, S.A.	FBSEA	Intercam Banco, S.A., Mexico, D.F., Mexico, Institucion de Banco Multiple, to establish an agency in Miami, Florida.	Newspaper: Federal Register:	Not available Not applicable	
MIDCOUNTRY FINANCIAL CIC Prior change in control notice filed by James L. Clayton, Knoxville, Tennessee, acting individually, and in concert with a control group, which consists of Flynt Griffin, Coral Gables, Florida; and BF3 LP, Knoxville, Tennessee; and with Karen Davis, Scottsdale, Arizona; Kevin Clayton, Knoxville, Tennessee; Amy M. Stevens, John's Island, South Carolina; James Clayton, Jr., Knoxville, Tennessee; BF3 Management, LLC, Knoxville, Tennessee; and the Clayton Family Trust and its trustee, Mark Freeman, both of Knoxville, Tennessee, as controlling partners of BF3 LP, to acquire 10 percent or more of the outstanding shares of MidCountry Financial Corp,, Macon, Georgia, and its subsidiary, MidCountry Bank, Marion, Illinois.		Newspaper: Federal Register:	03/18/2015 02/26/2015		
UNITED COMMUNITY BANKS, INC.	* 3A5	United Community Banks, Inc., Blairsville, Georgia, to merge with MoneyTree Corporation, and thereby acquire its subsidiary, First National Bank, both of Lenoir City, Tennessee.	Newspaper: Federal Register:	Not available 03/20/2015	

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Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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2793593	SOUTHERN BK OF TN, MOUNT JULIET, TENNESSEE	10/20/2014	03/01/2015	S	Small Bank
CRA Exar	ninations scheduled for Quarter of				
Institution	Location				

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Federal Reserve Bank of Chicago

Filer	Filing Type	Notice by David B. Pogrund, Chicago, Illinois, and Randy L. Green, Highland Park, Illinois, individually as co-trustees of 153 trusts for family members of the late Sanford Takiff, and acting in concert with the Takiff Family Foundation, Glencoe, Illinois, an Illinois not-for-profit corporation, controlled by its directors, Sherri Zirlin, Glencoe, Illinois; Elizabeth Scheinfeld, Glencoe, Illinois; Jill Hirsh, Glencoe, Illinois; and Bobette Takiff, Glencoe, Illinois; and Sherri Zirlin, individually; Elizabeth Scheinfeld, individually; and Jill Hirsh, individually, to retain control of 100 percent of the outstanding voting stock of Bank of Highland Park Financial Corp., Highland Park, Illinois, and thereby indirectly control First Bank of Highland Park, Highland Park, Illinois.	End of Comment Period		
BANK OF HIGHLAND PARK FINANCIAL CORP	CIC		Newspaper: Federal Register:	Not available 03/03/2015	
Centrue Financial Corporation	CIC	Notice by Capital Z Partners Centrue AIV, L.P., Capital Z Partners III GP, L.P., Capital Z Partners III GP, Ltd., Capital Z Partners Management, LLC, Bradley E. Cooper, all of New York, New York, and Robert A. Spass, Westfield, New Jersey, to acquire 10 percent or more of the voting shares of Centrue Financial Corporation, Ottawa, Illinois, and thereby indirectly acquire control of Centrue Bank, Streator, Illinois.	Newspaper: Federal Register:	Not available Not available	
FIRST INDEPENDENCE CORPORATION	CIC	Gregory Jackson, Detroit, Michigan, individually, and together as a group acting in concert with Roy S. Roberts, Bloomfield Hills, Michigan, to acquire 25 percent or more of the voting shares of First Independence Corporation, Detroit, Michigan, and thereby indirectly acquire control of First Independence Bank, Detroit, Michigan.	Newspaper: Federal Register:	Not available 01/02/2015	
STURGIS BANCORP, INC.	* 3A3	Sturgis Bancorp, Inc., Sturgis, Michigan, to acquire 100 percent of voting shares of The West Michigan Savings Bank, Bangor, Michigan.	Newspaper: Federal Register:	Not available 03/13/2015	

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Federal Reserve Bank of Chicago

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711548	CHELSEA ST BK, CHELSEA, MICHIGAN	11/03/2014	02/15/2015	S	Small Bank
787842	FIRST IA ST BK, ALBIA, IOWA	10/27/2014	02/25/2015	S	Small Bank
825146	MORTON CMNTY BK, MORTON, ILLINOIS	10/27/2014	02/22/2015	S	Large Bank

CRA Examinations scheduled for Quarter of

Institution Location

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Federal Reserve Bank of St. Louis

Filer	Filing Type	Filing Proposal	End of Comment Period		
BANCORPSOUTH, INC.	* 3A5	BancorpSouth, Inc., Tupelo, Mississippi, to merge with Central Community Corporation, Temple, Texas, and thereby indirectly acquire First State Bank Central Texas, Austin, Texas.	Newspaper: Federal Register:	03/27/2015 04/02/2015	
BANCORPSOUTH, INC.	* 3A5	BancorpSouth, Inc., Tupelo, Mississippi, to acquire, through merger, Ouachita Bancshares Corporation, and thereby indirectly acquire Ouachita Independent Bank, both of Monroe, Louisiana.	Newspaper: Federal Register:	03/27/2015 04/02/2015	
GREENVILLE BANCSHARES, INC.	CIC	Notice by Michael J. Hackworth and Jennifer Hackworth Thompson, as co-trustees of the L. Dwayne Hackworth Irrevocable Trust, all of Ellington, Missouri, individually and as members of a family control group consisting of the trust and L. Dwayne Hackworth, to acquire up to 49% of the outstanding common stock of Greenville Bancshares, Inc., Piedmont, Missouri.	Newspaper: Federal Register:	03/24/2015 Not available	

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Federal Reserve Bank of St. Louis

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3120646	PATRIOT BK, MILLINGTON, TENNESSEE		03/05/2012	02/27/2015	S	Small Bank
CRA Exar	ninations scheduled for Quarter of					
Institution		Location				

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Federal Reserve Bank of Minneapolis

Filer	Filing Type Filing I	Filing Proposal	End of Comment Period		
AMERICAN BANCOR, LTD.	* 3A3	American Bancor, Ltd., Dickinson, North Dakota, to acquire 100 percent of United Community Bank of North Dakota, Leeds, North Dakota.	Newspaper: Federal Register:	03/13/2015 03/20/2015	
FRANDSEN BANK & TRUST	Member	Frandsen Bank & Trust, Lonsdale, Minnesota, seeks to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable	
MERCHANTS FINANCIAL GROUP, INC.	CIC	Notice of Change in Control by Merchants Financial Group, Inc., Employee Stock Ownership Plan, Winona, Minnesota, to retain 10 percent or more of the voting shares of Merchants Financial Group, Inc., Winona, Minnesota, and thereby indirectly retain control of Merchants Bank, National Association, Winona, Minnesota.	Newspaper: Federal Register:	Not available 03/23/2015	
REPUBLIC BANCSHARES, INC.	CIC	Change in Control notice by Michael Jeno Paulucci, Palm Coast, Florida, to acquire 25 percent or more of the shares of Republic Bancshares, Inc., Duluth, Minnesota, and thereby indirectly gain control of Republic Bank, Inc., Duluth, Minnesota.	Newspaper: Federal Register:	03/16/2015 03/11/2015	
VALLEY BANK OF RONAN	* 18C * Branch	Valley Bank of Ronan, Ronan, Montana, to merge with Lake County Bank, Saint Ignatius, Montana, and incident thereto, establish a branch.	Newspaper: Federal Register:	Not available Not applicable	

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Federal Reserve Bank of Minneapolis

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Federal Reserve Bank of Kansas City

Filer	Filing Type	Filing Proposal	End of Comment Period	
IRONHORSE FINANCIAL GROUP, INC.	* 3A3	Ironhorse Financial Group, Inc., Muskogee, Oklahoma, to acquire 100 percent of the voting shares of Benefit Bank, Fort Smith, Arkansas.	Newspaper: Federal Register:	Not available 04/02/2015
NEBRASKALAND FINANCIAL SERVICES, INC.	4c8	NebraskaLand Financial Services, Inc., North Platte, Nebraska, to retain 100 percent of the voting shares of NFS Holdings LLC, North Platte, Nebraska, and to continue to engage in lending and the servicing of loans.	Newspaper: Federal Register:	Not applicable 03/23/2015
SOUTHEAST BANCSHARES, INC.	* 3A3 * 18C * Branch	Southeast Bancshares, Inc., Chanute, Kansas, to acquire 100 percent of the voting shares of First National Bank of Howard, Howard, Kansas. First Neodesha Bank, Neodesha, Kansas, to merge with The First National Bank of Howard, Howard, Kansas, and incident thereto, to establish a branch.	Newspaper: Federal Register:	Not available Not available

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Federal Reserve Bank of Kansas City

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Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal	End of Comment Period	
A.N.B. HOLDING COMPANY, LTD.	* 3A3	A.N.B. Holding Company, Ltd., Terrell, Texas, to acquire additional shares up to 38 percent of The ANB Corporation, Terrell, Texas, and indirectly acquire The American National Bank of Texas, Terrell, Texas; Lakeside Bancshares, Inc., Rockwall, Texas; and Lakeside National Bank, Rockwall, Texas.	Newspaper: Federal Register:	03/26/2015 Not available
GUARANTY BANCSHARES, INC.	* 3A3	Guaranty Bancshares, Inc., Mount Pleasant, Texas, to acquire 100 percent of the capital stock of Texas Leadership Bank, Royse City, Texas, pursuant to Section 3(a)(3) of the Bank Holding Company Act.	Newspaper: Federal Register:	03/06/2015 03/05/2015
NORMANGEE BANCSHARES, INC.	* 3A1	Normangee Bancshares, Inc., Normangee, Texas, to become a bank holding company by acquiring 100 percent of Normangee State Bank, Normangee, Texas.	Newspaper: Federal Register:	Not available Not available
TEXAS COMMUNITY BANK	* Branch	Notice by Texas Community Bank, Laredo, Texas, to establish a branch at 2102 Guadalupe Street, Laredo, Texas 78041.	Newspaper: Federal Register:	Not available Not applicable

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Federal Reserve Bank of Dallas

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Federal Reserve Bank of San Francisco

BANNER CORPORATION	* 3A3	Banner Corporation and Banner Merger Sub, LLC, both of Walla Walla, Washington, to acquire 100 percent of the voting shares of Starbuck Bancshares, Inc., Seattle, Washington, and thereby indirectly acquire American West Bank, Spokane, Washington.	End of Comment Period	
			Newspaper: Federal Register:	Not available 03/02/2015
CALWEST BANCORP	CIC	Change in Bank Control Notice filed by Bruce M. Williams and Joyce L. Williams, Anaheim, California; Brian Edward Williams, Yorba Linda, California; Ashley Maureen Williams, Orange, California; Brooke Ann Williams, Anaheim, California; Michael Robert Williams, Las Vegas, Nevada; Rebecca Kristy Williams, Fullerton, California; the Gladys M. Bryant Living Trust, Anaheim, California; and Bruce M. Williams as Trustee of the Gladys M. Bryant Living Trust, Anaheim, California, to acquire and retain 10 percent or more of the shares of CalWest Bancorp, and thereby indirectly South County Bank National Association, both of Rancho Santa Margarita, California.	Newspaper: Federal Register:	Not available 03/05/2015
CATHAY GENERAL BANCORP	* 3A5	Cathay General Bancorp, Los Angeles, California, to merge with Asia Bancshares, Inc., and thereby indirectly acquire its subsidiary bank, Asia Bank, National Association, both of Flushing, New York, with Cathay General Bancorp as the surviving entity.	Newspaper: Federal Register:	Not available 04/01/2015
Elements Merger Sub, LLC	* 3A1	Elements Mergers Sub, LLC, Walla Walla, Washington, to become a bank holding company by acquiring 100 percent of AmericanWest Bank, Spokane, Washington.	Newspaper: Federal Register:	Not available Not available
FIRST NBC BANK HOLDING COMPANY	CIC	Notice by Castle Creek Capital Partners IV, LP, and individuals or entities that directly or indirectly control Castle Creek Capital Partners IV, LP, including Castle Creek Capital IV LLC, Castle Creek Advisors IV LLC, JME Advisory Corp., Legions IV Corp., Mikesell Advisory Corp., Pietrzak Advisory Corp., John M. Eggemeyer, III, Mark G. Merlo, J. Mikesell Thomas and John T. Pietrzak, of Rancho Santa Fe, California, to acquire approximately 12 percent of the shares of First NBC Bank Holding Company, and thereby indirectly acquire First NBC Bank, both of New Orleans, Louisiana	Newspaper: Federal Register:	Not available Not available

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

Federal Reserve Bank of San Francisco

Filer HERITAGE OAKS BANCORP	Filing Type CIC	Filing Proposal Notice by Castle Creek Capital Partners IV, LP,	End of Comment Period	
			Newspaper:	Not available
		and individuals or entities that directly or indirectly control Castle Creek Capital Partners IV, LP, including Castle Creek Capital IV LLC, Castle Creek Advisors IV LLC, JME Advisory Corp., Legions IV Corp., Mikesell Advisory Corp., Pietrzak Advisory Corp., John M. Eggemeyer, III, Mark G. Merlo, J. Mikesell Thomas and John T. Pietrzak, of Rancho Santa Fe, California,, to acquire approximately 11 percent of the shares of Heritage Oaks Bancorp, and thereby indirectly acquire Heritage Oaks Bank, both of Paso Robles, California.	Federal Register:	Not available
NHB HOLDINGS, INC.	CIC	Brink Investments, Christina Ann Fink, Orlando, Florida, Robert Thomas Fink, Fayetteville, Arkansas, and Timothy Russell Brose, St. Petersburg, Florida, for approval to retain over 10 percent of the voting shares of NHB Holdings, Inc., which owns Proficio Bank, both of Cottonwood Heights, Utah.	Newspaper: Federal Register:	07/15/2014 Not available

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

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

CRA Examinations scheduled for Quarter of

Institution Location

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