
Federal Reserve Release



H.2

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

No. 25

Week Ending June 20, 2015

Bank Holding Companies

Merchants & Farmers Bancshares, Inc., Leesville, Louisiana -- to acquire Vernon Bancshares, Inc., Leesville, and thereby acquire The Vernon Bank.

- Approved, June 15, 2015

Sterling Bancorp, Montebello, New York -- to acquire Hudson Valley Holding Corporation, Yonkers, and thereby acquire Hudson Valley Bank, National Association.

- Approved, June 15, 2015

Banking Supervision & Regulation

Regulation XX (Concentration Limit) -- requests by 10 financial companies (BMW AG, Thrivent Financial, Northwestern Mutual Life Insurance Company, Illinois Agricultural Association, Donegal Mutual Insurance Company, Massachusetts Mutual Life Insurance Company, TIAA-CREF, Modern Woodmen of America, State Farm Mutual Automobile Insurance Company, and Alfa Mutual Insurance Company) to use alternative accounting standards to calculate their liabilities for purposes of Regulation XX, which generally prohibits a merger or acquisition that would involve or result in a financial company that controls more than 10 percent of the aggregate consolidated liabilities of all financial companies.

- Approved, June 17, 2015

Financial Holding Companies

KB Financial Group, Inc., Seoul, Korea, and Kookmin Bank -- elections to be treated as financial holding companies.

- Effective, June 18, 2015

Forms

Forms -- initial Board review to extend with revision the Banking Organization Systemic Risk Report (FR Y-15).

- Proposed, June 17, 2015

Forms

Forms -- final Board review to extend with revision the Annual Report of Holding Companies (FR Y-6), Annual Report of Foreign Banking Organizations (FR Y-7), and Report of Changes in Organizational Structure (FR Y-10), and to extend without revision the Supplement to the Report of Changes in Organizational Structure (FR Y-10E).

- Approved, June 17, 2015

Forms -- final Board review to extend without revision the Recordkeeping Requirements Associated with Changes in Foreign Investments (Made Pursuant to Regulation K) (FR 2064), Recordkeeping and Disclosure Provisions Associated with Stress Testing Guidance (Stress Testing Guidance) (FR 4202), and Microeconomic Survey (FR 3051).

- Approved, June 18, 2015

Regulations and Policies

Regulation D (Reserve Requirements of Depository Institutions) -- final amendments to make changes to the calculation of interest payments on excess balances maintained by depository institutions at Federal Reserve Banks.

- Approved, June 17, 2015

Regulation H (Membership of State Banking Institutions in the Federal Reserve System) -- final interagency rule to implement provisions of the Homeowner Flood Insurance Affordability Act affecting escrow payments and the mandatory purchase of flood insurance.

- Approved, June 11, 2015

(A/C)

Enforcement

Commerce Bank and Trust Holding Company Employee Stock Ownership Plan, Topeka, Kansas, and Commerce Bank and Trust Holding Company -- written agreement issued May 23, 2013, terminated June 10, 2015.

- Announced, June 16, 2015

Enforcement

Prime Pacific Financial Services, Inc., Lynnwood, Washington -- written agreement issued December 30, 2009, terminated June 16, 2015.

- Announced, June 18, 2015

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**

St. Louis

Arvest Bank, Fayetteville, Arkansas -- to establish a branch at 2105 Malvern Avenue, Hot Springs.

- Approved, June 17, 2015

St. Louis

The Citizens Bank, Batesville, Arkansas -- to establish a branch at 1676 East Joyce Boulevard, Fayetteville.

- Approved, June 15, 2015

Boston

Needham Bank, Needham, Massachusetts -- to establish a branch at 17 West Central Street, Natick.

- Approved, June 15, 2015

Bank Holding Companies

Richmond

BNC Bancorp, High Point, North Carolina -- to acquire Valley Financial Corporation, Roanoke, Virginia, and thereby acquire Valley Bank.

- Approved, June 15, 2015

Kansas City

Burlington Holdings, Inc., Burlington, Colorado -- to become a bank holding company by acquiring Burlington Bancshares, Inc., Burlington, and Bank of Burlington.

- Withdrawn, June 18, 2015

Bank Holding Companies

Kansas City

Commerce Bancorp, Inc., Duncan, Oklahoma -- to acquire Anadarko Bank and Trust Company, Anadarko.

- Approved, June 15, 2015

Minneapolis

Northeast Securities Corporation, Minneapolis, Minnesota -- to engage in lending activities.

- Approved, June 15, 2015

Atlanta

United Community Banks, Inc., Blairsville, Georgia -- to merge with Palmetto Bancshares, Inc., Greenville, South Carolina, and thereby acquire The Palmetto Bank.

- Approved, June 19, 2015

Bank Mergers

San Francisco

Heritage Bank of Commerce, San Jose, California -- to acquire Focus Business Bank, San Jose.

- Approved, June 19, 2015

Chicago

Hinsdale Bank & Trust Company, Hinsdale, Illinois -- to merge with Suburban Bank & Trust Company, Elmhurst, and thereby establish branches.

- Approved, June 19, 2015

Bank Mergers

Chicago

Wheaton Bank & Trust Company, Wheaton, Illinois -- to purchase the assets and assume the liabilities of the Wheaton branch of Hinsdale Bank & Trust Company, Hinsdale, and thereby establish a branch.

- Approved, June 19, 2015

Bank Premises

New York

Orange County Trust Company, Middletown, New York -- to increase its investment in bank premises.

- Approved, June 19, 2015

Change in Bank Control

Atlanta

Citizens Southern Bancshares, Inc., Vernon, Alabama -- change in bank control of Citizens Southern Bancshares, Inc. and its subsidiary, Citizens State Bank, Vernon.

- Permitted, June 19, 2015

Atlanta

Touchmark Bancshares, Inc., Alpharetta, Georgia -- change in bank control of Touchmark Bancshares, Inc. and its subsidiary, Touchmark National Bank, Alpharetta.

- Withdrawn, June 18, 2015

Change in Bank Control

Kansas City

West Point Bancorp, Inc., West Point, Nebraska -- change in bank control of West Point Bancorp, Inc. and its subsidiaries, F & M Bank, West Point, and Town & Country Bank, Las Vegas, Nevada.

- Permitted, June 19, 2015

Extensions of Time

New York

CRB Group, Inc., Teaneck, New Jersey -- extension to July 31, 2015, to become a bank holding company by acquiring Cross River Bank, Teaneck.

- Granted, June 16, 2015

Reserve Bank Operations

Director, RBOPS

Federal Reserve Bank of New York -- request to use a hybrid cost-recovery approach for fiscal agency services provided to international organizations.

- Approved, June 17, 2015

Savings and Loan Holding Companies

Cleveland

First Federal Savings and Loan Association of Lakewood, Lakewood, Ohio -- to reorganize into a mutual holding company structure through the formation of First Mutual Holding Company, Lakewood, and the conversion of First Federal Savings and Loan Association to a subsidiary stock savings association.

- Approved, June 17, 2015

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending June 20, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
ANDROSCOGGIN BANCORP, INC.	4c8	Androscoggin Bancorp, MHC (MHC) and Androscoggin Bancorp, Inc., both of Lewiston, Maine, to establish Portland Trust Company, LLC, Portland, Maine (PTC), and transfer the existing trust business from MHC's subsidiary bank, Androscoggin Savings Bank, Lewiston, Maine to PTC, pursuant to section 4(c)(8) of the Bank Holding Company Act of 1956 and Regulation Y.	Newspaper: Federal Register:	Not applicable 06/30/2015

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 20, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
ORANGE COUNTY TRUST COMPANY	* Branch	Orange County Trust Company, Middletown, New York, to establish a branch office located at 49 Maple Avenue, New City, New York.	Newspaper:	Not available
			Federal Register:	Not applicable

District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending June 20, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 3

Federal Reserve Bank of Philadelphia

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: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending June 20, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
CF MUTUAL HOLDING COMPANY	* MHC Formation	Applications to reorganize into a hybrid MHC/Stock SLHC structure through the	Newspaper:	Not available
	* MHC Mid-Tier Formation	formation of CF Mutual Holding Company and Cincinnati Bancorp, Inc., a mid-tier stock SLHC, both located in Cincinnati, OH, that will control Cincinnati Federal Savings Loan Association which in turn is converting from mutual to stock form	Federal Register:	07/09/2015

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
533227	METAMORA ST BK, METAMORA, OHIO	01/26/2015	06/04/2015	S	Small Bank

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 20, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF AMERICA, NATIONAL ASSOCIATION	Investment	Bank of America, N.A., Charlotte, North Carolina, and MBNA Limited, Chester, England, to make an indirect investment of up to \$104 million in Loans.co.uk Limited, Chester, England.	Newspaper: Federal Register:	Not applicable Not applicable
DELMARVA BANCSHARES, INC.	* 3A5 * 18C * Branch	Delmarva Bancshares, Inc., Cambridge, Maryland, to acquire 100% of the voting securities of Easton Bancorp, Inc., Easton, Maryland, and thereby indirectly acquire Easton Bank & Trust Company, Easton, Maryland.	Newspaper: Federal Register:	Not available 06/19/2015
UNION BANKSHARES, INC.	CIC	Mr. Ralph Ellison Mann, Sinks Grove, West Virginia, and Ms. Margaret Mann Theissen, Grainau, Bavaria, Germany, as a group acting in concert to control up to 10.27% of the issued and outstanding shares of common stock of Union Bankshares, Inc., Union, West Virginia.	Newspaper: Federal Register:	07/03/2015 06/26/2015

District: 5

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
8631	PLEASANTS CTY BK, SAINT MARYS, WEST VIRGINIA	11/03/2014	06/04/2015	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending June 20, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
ATHENS BANCSHARES CORPORATION	* 3A1	Athens Bancshares Corporation, Athens, Tennessee, a savings and loan holding company, to become a bank holding company upon the conversion of its savings and loan subsidiary, Athens Federal Community Bank, Athens, Tennessee, to a commercial bank.	Newspaper:	07/15/2015
			Federal Register:	07/14/2015
SBT BANCSHARES, INC.	CIC	After-the-fact change in control notice filed by The Mary Helen Cheramie and Albert A. Cheramie Irrevocable Grantor Trust F/B/O Marc Anthony Cheramie, Marc Anthony Cheramie Trustee, Golden Meadow, Louisiana; The Mary Helen Cheramie and Albert A. Cheramie Irrevocable Grantor Trust F/B/O Deborah Cheramie Serigny, Deborah Cheramie Serigny Trustee, Cut Off, Louisiana; The Mary Helen Cheramie and Albert A. Cheramie Irrevocable Grantor Trust F/B/O Adam Cheramie, Adam Cheramie Trustee, Golden Meadow, Louisiana; and The Mary Helen Cheramie and Albert A. Cheramie Irrevocable Grantor Trust F/B/O Whitney Cheramie, Adam Cheramie Trustee, Golden Meadow, Louisiana, to retain 20 percent or more of the outstanding shares of SBT Bancshares, Inc., and its subsidiary, State Bank and Trust Company, both of Golden Meadow, Louisiana.	Newspaper:	Not available
			Federal Register:	06/19/2015

* Subject to the provisions of the Community Reinvestment Act

District: 6

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
3350658	FIRST VISION BK OF TN, TULLAHOMA, TENNESSEE	03/16/2015	06/24/2015	S	Small Bank

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 20, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
BAYLAKE CORP.	* 3A5	Baylake Corp., Sturgeon Bay, Wisconsin, to acquire via merger NEW Bancshares, Inc., Kewaunee, Wisconsin, and thereby indirectly acquire Union State Bank, Kewaunee, Wisconsin.	Newspaper: Federal Register:	Not available 07/16/2015
HEARTLAND FINANCIAL USA, INC.	* 3A3	Heartland Financial USA, Inc., Dubuque, Iowa, to acquire 100% of First Scottsdale Bank, N.A., Scottsdale, Arizona.	Newspaper: Federal Register:	Not available 07/13/2015
ISABELLA BANK	* 18C * Branch	Isabella Bank, Mount Pleasant, Michigan to purchase certain assets and assume certain liabilities of a branch of Flagstar Bank, Troy, Michigan, located at 4975 Bay Road, Saginaw, Michigan, which will operate as a branch of Isabella Bank.	Newspaper: Federal Register:	06/15/2015 Not applicable
ISABELLA BANK	* 18C * Branch	Isabella Bank, Mount Pleasant, Michigan intends to purchase the assets and assume the liabilities of a branch of Independent Bank, Ionia, Michigan, located at 210 South Saginaw Road, Midland, Michigan, which will operate as a branch of Isabella Bank.	Newspaper: Federal Register:	06/22/2015 Not applicable
MID ILLINOIS BANCORP, INC. EMPLOYEE STOCK OWNERSHIP PLAN	* 3A1 4c8	Mid Illinois Bancorp, Inc., Employee Stock Ownership Plan, Peoria, Illinois, to become a bank holding company by acquiring up to 30 percent of Mid Illinois Bancorp, Inc., Peoria, Illinois, and thereby acquire control of South Side Trust and Savings Bank, Peoria, Illinois. ESOP also requests permission to engage in extending credit and servicing loans pursuant to Section 225.28(b)(1) of Regulation Y.	Newspaper: Federal Register:	Not available 07/17/2015
NEW BANCORP, INC.	* SLHC Formation	New Bancorp, Inc., a newly formed Maryland Corporation, to become a savings and loan holding company through the acquisition of all of the outstanding voting stock of New Buffalo Savings Bank, both of New Buffalo, Michigan. The savings and loan holding company will be formed in connection with the proposed mutual-to-stock conversion of New Buffalo Savings Bank, a federally chartered mutual savings bank.	Newspaper: Federal Register:	Not available 07/10/2015

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending June 20, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
PORT BANCSHARES, INC.	CIC	<p>Notice by Mark D. Schowalter, Port Washington, Wisconsin, individually, and acting in concert with the Ronald J. and Elizabeth A. Schowalter Living Trust, with Ronald J. Schowalter and Elizabeth A. Schowalter as co-trustees, all of Port Washington, Wisconsin; the Mark D. Schowalter Family Endowment Trust and Mark D. Schowalter as trustee; the Schowalter Trusts f/b/o Steven R. Schowalter, Mark D. Schowalter, and Sally R. Savatski, with Steven R. Schowalter, Mark D. Schowalter, and Sally A. Savatski as co-trustees; Steven R. Schowalter, Port Washington, Wisconsin, individually; the Steven R. Schowalter Family Endowment Trust and Steven R. Schowalter as trustee; Sally A. Savatski, Port Washington, Wisconsin, individually; the Sally A. Savatski Family Endowment Trust and Sally A. Savatski as trustee; Wendy P. Schowalter, Port Washington, Wisconsin, individually; Catherine J. Schowalter, Port Washington, Wisconsin, individually; Robert A. Savatski, Port Washington, Wisconsin, individually; James S. Schowalter, Port Washington, Wisconsin, individually; Jennifer M. Schowalter, Port Washington, Wisconsin, individually; Mark D. Schowalter, Catherine J. Schowalter, Sally A. Savatski, Robert A. Savatski, James S. Schowalter, and Jennifer M. Schowalter, each as custodians under UGMA for certain Schowalter grandchildren, all of Port Washington, Wisconsin; Tracy N. Schowalter-Braun and Justin P. Braun, individually and as custodians under UGMA for certain Schowalter great-grandchildren, all of Cedarburg, Wisconsin; and the Schowalter Grandchildrens Trust, with Legacy Private Trust Company as trustee, all of Neenah, Wisconsin, to retain control of more than 50 percent of the outstanding voting stock of Port Bancshares, Inc., Port Washington, Wisconsin, and thereby indirectly control Port Washington State Bank, Port Washington, Wisconsin.</p>	Newspaper:	06/18/2015
			Federal Register:	06/16/2015

* Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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836544	COLUMBUS JUNCTION ST BK, COLUMBUS JUNCTION, IOWA	02/23/2015	06/12/2015	S	Small Bank

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 20, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
CONNECTIONS BANCSHARES, INC.	* 3A1	Connections Bancshares, Inc., Ashland, Missouri, to become a bank holding company by acquiring 100 percent of Calvert Financial Corporation, Ashland, Missouri, and thereby indirectly acquiring Mainstreet Bank, Ashland, Missouri.	Newspaper:	07/10/2015
			Federal Register:	07/16/2015
FIRST BANCORP, INC.	CIC	Notice by Bobbi Lynn Blanton-Wilson, Bronston, Kentucky, to join the previously approved Wilson family control group and acting in concert with the group, to control more than 10 percent of First Bancorp, Inc., Russell Springs, Kentucky. The Wilson family control group consists of Ms. Blanton-Wilson, James Terill Wilson, Bronston, Kentucky; James T. Wilson, Jr., Sarah Wilson, James Terill Wilson IRA, James T. Wilson, Jr. Trust, Sarah Wilson Trust, James T. Wilson, Jr. Investment Trust, Sarah Wilson Investment Trust, all of Bronston, Kentucky, and Terry S. Wilson, Russell Springs, Kentucky.	Newspaper:	07/08/2015
			Federal Register:	07/08/2015

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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934954	FIRST NB OF AUDRAIN CTY, MEXICO, MISSOURI	03/09/2015	06/05/2015	O	Small Bank
3076248	STIFEL B&T, SAINT LOUIS, MISSOURI	03/02/2015	06/17/2015	S	Large Bank

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 20, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
CHOICE FINANCIAL HOLDINGS, INC.	* 3A3	Choice Financial Holdings, Inc., Fargo, North Dakota, to acquire 100 percent of Northland Financial, Steele, North Dakota.	Newspaper:	Not available
			Federal Register:	07/10/2015
FIRST BANCSHARES, INC., OF COLD SPRING	CIC	Gerald Lee Reiter, New London, MN; Stanley Glenn Lilleberg, Atwater, MN; Keith Gerard Bangasser, Spicer, MN; Andrew Joseph Steil, St Cloud, MN; Dennis Alvin Kamstra, Nisswa, MN; Joseph Leo Reiter, Willmar, MN; Kristen Janet Nelson, Spicer, MN; and Thomas J. Nelson, Woodbury MN, as a group acting in concert to acquire 25 percent or more of the voting common stock of First BancShares, Inc. of Cold Spring, MN ("Company"), and thereby indirectly acquire control of Granite Community Bank, Cold Spring, MN. In addition, Gerald Lee Reiter and Stanley Glenn Lilleberg each intend to individually acquire 25 percent or more of the voting common stock of Company.	Newspaper:	Not available
			Federal Register:	Not available
WEST CONCORD BANCSHARES, INC.	CIC	Change in Control notice by Mary Ellen Organ, individually and as part of the Organ Family Group, to retain 25% or more of the shares of West Concord Bancshares, Inc., West Concord, Minnesota, and thereby indirectly retain control of Farmers State Bank of West Concord, West Concord, Minnesota. In addition, Mary Ellen Organ, West Concord, Minnesota, Erick Organ, Pine Island, Minnesota, and Kenneth Organ, Northfield, Minnesota, to join the Organ Family Control group.	Newspaper:	Not available
			Federal Register:	07/07/2015

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending June 20, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST NORTHERN BANK OF WYOMING	* Branch	First Northern Bank of Wyoming, Buffalo, Wyoming, to establish a branch at 200 South Kendrick Avenue, Gillette, Wyoming.	Newspaper: Federal Register:	Not available Not applicable
MADISON COUNTY FINANCIAL, INC.	CIC	Notice by David J. Warnemunde and David D. Warnemunde, both of Madison, Nebraska, as members of the Warnemunde family group acting in concert, to acquire control of Madison County Financial, Inc., parent of Madison County Bank, both in Madison, Nebraska.	Newspaper: Federal Register:	Not available Not available
NATIONAL BANK HOLDINGS CORPORATION	* 3A5 * 3A1	National Bank Holdings Corporation, Greenwood Village, Colorado, to acquire, through its subsidiary, NBH Colorado Corporation, Greenwood Village, Colorado, 100 percent of the voting shares of Pine River Bank Corporation, parent of Pine River Valley Bank, both in Bayfield, Colorado. Immediately thereafter, NBH Colorado Corporation will merge into National Bank Holdings Corporation.	Newspaper: Federal Register:	Not available 07/03/2015
SOUTHWEST BANCORP, INC.	* 3A3 * 18C * Branch	Southwest Bancorp, Inc., Stillwater, Oklahoma, to acquire 100 percent of the voting shares of First Commercial Bancshares, Inc., parent of First Commercial Bank, both in Edmond, Oklahoma. Bank SNB, Stillwater, Oklahoma, to merge with First Commercial Bank, Edmond, Oklahoma, and incident thereto, to establish eight branches (Rockwell branch, Shields branch, Mem branch, and Classen branch, all in Oklahoma City, Oklahoma; Highlands Ranch branch, Highlands Ranch, Oklahoma; Edmond branch, Edmond, Oklahoma; Hampden and Logan branch, Englewood, Colorado; Colorado Lone Tree branch, Lone Tree, Colorado; and Colorado Springs branch, Colorado Springs, Colorado.	Newspaper: Federal Register:	Not available 07/13/2015
TCM COMPANY	CIC	Notice submitted by Susan Chrastil, Crete, Nebraska, to retain voting shares of TCM Company, Crete, Nebraska, parent of City Bank & Trust Co., Lincoln, Nebraska.	Newspaper: Federal Register:	Not available 07/07/2015
UNION STATE BANK OF EVEREST, THE	* 18C * Branch	The Union State Bank of Everest, Everest, Kansas, to purchase certain assets and assume certain liabilities of the Plattsburg, Missouri branch of BankLiberty, Liberty, Missouri, and incident thereto, establish a branch.	Newspaper: Federal Register:	Not available Not applicable

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
41955	BANK OF NEWMAN GROVE, NEWMAN GROVE, NEBRASKA	03/09/2015	06/02/2015	S	Small Bank
1004256	BUTTE ST BK, BUTTE, NEBRASKA	03/16/2015	06/15/2015	S	Small Bank
706254	COMMUNITY ST BK, POTEAU, OKLAHOMA	03/16/2015	06/16/2015	S	Small Bank
456755	EXCHANGE B&TC, PERRY, OKLAHOMA	03/30/2015	06/18/2015	S	Small Bank
566056	SECURITY BK, LAUREL, NEBRASKA	03/23/2015	06/02/2015	S	Small Bank
21256	STATE BK OF BURRTON, BURRTON, KANSAS	03/02/2015	05/29/2015	S	Small Bank

CRA Examinations scheduled for

Quarter of

Institution

Location

NONE

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending June 20, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 11

Federal Reserve Bank of Dallas

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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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
726953	UNITED TX BK, DALLAS, TEXAS	02/17/2015	07/13/2015	S	Small Bank

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 20, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF TOKYO-MITSUBISHI UFJ, LTD., THE	FBSEA	The Bank of Tokyo-Mitsubishi UFJ, Ltd, Tokyo, Japan, request for prior approval to upgrade their Dallas, Texas, Representative office to an Agency office, pursuant to Section 211.24(a)(2) of Regulation K.	Newspaper: Federal Register:	Not available Not applicable
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.	Newspaper: Federal Register:	Not available 03/02/2015
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
HERITAGE BANK OF COMMERCE	* 18C * Branch	Heritage Bank of Commerce, San Jose, California, to acquire Focus Business Bank, San Jose, California.	Newspaper: Federal Register:	06/15/2015 Not applicable
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
OLYMPIC BANCORP, INC.	* 3A5	Olympic Bancorp, Inc., Port Orchard, Washington, to merge with Puget Sound Financial Services, Inc., and thereby indirectly acquire Fife Commercial Bank, both of Fife, Washington.	Newspaper: Federal Register:	Not available Not available
WESTAMERICA BANK	* Branch	Westamerica Bank, San Rafael, California, to establish a branch office at 1333 Willow Pass Road, Concord, California.	Newspaper: Federal Register:	Not available Not applicable

District: 12

Federal Reserve Bank of San Francisco

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
657365	HANMI BK, LOS ANGELES, CALIFORNIA	01/26/2015	06/04/2015	S	Large Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act