
Federal Reserve Release



H.2

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

No. 22

Week Ending May 28, 2016

Forms

Forms -- final Board review to extend without revision the Funding and Liquidity Risk Management Guidance (FR 4198), Recordkeeping Provisions Associated with Guidance on Leveraged Lending (FR 4203), and Reporting, Recordkeeping, and Disclosure Requirements Associated with Regulation NN (Reg NN).

- Approved, May 24, 2016

Forms -- final Board review to revise without extension the reporting requirements for U.S. intermediate holding companies of foreign banking organizations established under Regulation YY (FR Y-9C, FR Y-9LP, FR Y-11, FR Y-11S, FR Y-12, FR Y-12A, FR Y-14A/Q/M, FR 2314, FR 2314S, FR Y-6, FR Y-15).

- Approved, May 26, 2016

Forms -- initial Board review to extend with revision the Notice of Proposed Declaration of Dividend (FR 1583) and Savings and Loan Holding Company Registration Statement (FR LL-10(b)).

- Proposed, May 26, 2016

Enforcement

American Bancorporation of Minnesota, Inc., Baxter, Minnesota -- written agreement dated February 16, 2011, terminated May 19, 2016.

- Announced, May 24, 2016

BS&R Banking Supervision and Regulation
C&CA Consumer and Community Affairs
FOMC Federal Open Market Committee

RBOPS Reserve Bank Operations and Payment Systems
IF International Finance
MA Monetary Affairs

Bank Branches, Domestic

St. Louis

The Citizens Bank, Batesville, Arkansas -- to establish a branch at 2710 Pine Street, Arkadelphia.

- Approved, May 24, 2016

Bank Holding Companies

St. Louis

Banc3 Holdings, Inc., Eads, Tennessee -- to become a bank holding company by acquiring The Farmers Bank, Woodland Mills.

- Approved, May 23, 2016

Director, BS&R

Cullen/Frost Bankers, Inc., San Antonio, Texas -- relief from certain commitments.

- Granted, May 27, 2016

San Francisco

H Bancorp LLC, Irvine, California -- to acquire through merger control of Hopkins Bancorp, Inc., Baltimore, Maryland, and thereby indirectly acquire Hopkins Federal Savings Bank; for Hopkins Federal Savings Bank to merge into Bay Bank, FSB, Columbia, a subsidiary of Bay Bancorp, Inc.; and for H Bancorp LLC to acquire an interest in Hopkins Federal Savings Bank's subsidiary, iReverse Home Loans, LLC, Owings Mill, and thereby engage in activities related to extending credit.

- Approved, May 27, 2016

Bank Holding Companies

Chicago

Hometown Community Bancorp, Inc., Morton, Illinois, and Hometown Community Bancorp, Inc. Employee Stock Ownership Plan and Trust -- to merge with Illini Corporation, Springfield, and to acquire control of its subsidiaries, Illini Bank and Farmers State Bank of Camp Point, Camp Point.

- Withdrawn, May 23, 2016

San Francisco

Nanyang Commercial Bank, Limited, Hong Kong SAR, People's Republic of China -- request by China Cinda Asset Management Co., Ltd., Beijing, for an exemption from nonbanking restrictions and reporting requirements in connection with the acquisition of Nanyang Commercial Bank, Limited, Hong Kong, and the closure of Nanyang Commercial Bank's branch in San Francisco, California.

- Approved, May 26, 2016

General Counsel

Norwood Financial Corp., Honesdale, Pennsylvania -- waiver of application to acquire Delaware Bancshares, Inc., Walton, New York, in connection with the merger of their subsidiaries, National Bank of Delaware County with and into Wayne Bank, Honesdale, Pennsylvania.

- Granted, May 27, 2016

Minneapolis

Stearns Financial Services, Inc. Employee Stock Ownership Plan, Saint Cloud, Minnesota -- to retain and acquire additional shares of Stearns Financial Services, Inc., Saint Cloud, and thereby indirectly increase its control of Stearns Bank National Association; Stearns Bank of Upsala, National Association, Upsala; and Stearns Bank of Holdingford, National Association, Holdingford.

- Withdrawn, May 23, 2016

Bank Holding Companies

Atlanta

United Community Banks, Inc., Blairsville, Georgia -- to merge with Tideland Bancshares, Inc., Mt. Pleasant, South Carolina, and thereby acquire Tideland Bank.

- Approved, May 26, 2016

San Francisco

Valley Republic Bancorp, Bakersfield, California -- to become a bank holding company by acquiring Valley Republic Bank, Bakersfield.

- Approved, May 26, 2016

Change in Bank Control

St. Louis

First Independent Bancshares, Inc., Aurora, Missouri -- change in bank control of First Independent Bancshares, Inc., and its subsidiary, First Independent Bank, Aurora.

- Permitted, May 27, 2016

Minneapolis

McLean Bank Holding Company, Garrison, North Dakota -- to retain control of McLean Bank Holding Company and its subsidiaries, Bank of Turtle Lake, Turtle Lake; Garrison State Bank and Trust, Garrison; and Farmers Security Bank, Washburn.

- Permitted, May 27, 2016

Kansas City

Page Bancshares, Inc., Liberty, Missouri -- to retain and acquire control of Page Bancshares, Inc., and its subsidiary, Pony Express Bank, Braymer.

- Permitted, May 24, 2016

Change in Bank Control

Chicago

Savanna-Thomson Investment, Inc., Savanna, Illinois -- to retain control of Savanna-Thomson Investment, Inc., and its subsidiary, Savanna-Thomson State Bank, Thomson.

- Returned, May 24, 2016

Kansas City

Tilden Bancshares, Inc., Tilden, Nebraska -- change in bank control of Tilden Bancshares, Inc., and its subsidiary, The Tilden Bank, Tilden.

- Permitted, May 27, 2016

Extensions of Time

Atlanta

InsBank, Nashville, Tennessee -- extension to August 29, 2016, to establish a branch at 5614 Franklin Pike Circle, Brentwood.

- Granted, May 27, 2016

Secretary

PTB Corporation, Salem, Oregon -- extension of time to dispose of certain properties acquired in satisfaction of a debt previously contracted.

- Granted, May 27, 2016

Savings and Loan Holding Companies

Boston

Radius Investment Corp., Boston, Massachusetts, and Radius Merger Sub., Inc. -- to become savings and loan holding companies by acquiring Radius Bancorp, Inc., Boston, the parent company of Radius Bank, a federal savings bank.

- Approved, May 25, 2016

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending May 28, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANKNEWPORT	* Branch	Application by BankNewport, Newport, Rhode Island, to establish a branch at 1000 Chapel View Boulevard, Cranston, Rhode Island, pursuant to Section 208.6 of Regulation H.	Newspaper:	Not available
			Federal Register:	Not applicable
WEYMOUTH BANK	* 18C * Branch	Weymouth Bank, Weymouth, Massachusetts (WB) to merge with Equitable Co-operative Bank, Lynn, Massachusetts, with WB as the surviving entity.	Newspaper:	Not available
			Federal Register:	Not applicable

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
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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 May 28, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
MANUFACTURERS AND TRADERS TRUST COMPANY	PWI	Manufacturers and Traders Trust Company, Buffalo, New York, seeks prior approval to make an additional public welfare investment in Sterling Corporate Tax Credit Fund XLIX, L.P.	Newspaper:	Not applicable
			Federal Register:	Not applicable

District: 2

Federal Reserve Bank of New York

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: 3**Federal Reserve Bank of Philadelphia****Filings received during the week ending May 28, 2016**

Filer	Filing Type	Filing Proposal	End of Comment Period	
PATRIOT FINANCIAL PARTNERS LP	CIC	Patriot Financial Partners, GP, L.P., Patriot Financial Partners, L.P., Patriot Financial Partners Parallel, L.P., Patriot Financial Partners GP, LLC, Patriot Financial Manger LLP, Patriot Financial Manager, L.P., W. Kirk Wycoff, James J. Lynch and Ira M. Lubert, to acquire 10 percent or more of Heritage Commerce Corp, San Jose, California.	Newspaper:	Not available
			Federal Register:	05/31/2016
UNIVEST BANK AND TRUST CO.	* Branch	Univest Bank and Trust Co., Souderton, PA, to establish a branch office located at 922 2nd Street, Richboro, Bucks County, PA.	Newspaper:	Not available
			Federal Register:	Not applicable
UNIVEST BANK AND TRUST CO.	* Branch	Univest Bank and Trust Co., Souderton, PA, to establish a branch office located at 90 Willow Valley Lakes Drive, Willow Street, Lancaster County, PA.	Newspaper:	Not available
			Federal Register:	Not applicable

District: 3

Federal Reserve Bank of Philadelphia

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
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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 May 28, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
HEARTLAND BANK	Premises	Request by Heartland Bank, Gahanna, OH for permission to exceed its limit of investment in premises as detailed in Section 208.21 of Regulation H and Section 24A of the Federal Reserve Act.	Newspaper:	Not applicable
			Federal Register:	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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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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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 May 28, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
BLUE RIDGE BANKSHARES, INC.	* 3A5	Blue Ridge Bankshares, Inc., Luray, Virginia, to acquire 100% of the voting securities of River Bancorp, Inc., Martinsville, Virginia, and thereby indirectly acquire River Community Bank, NA, Martinsville, Virginia.	Newspaper:	Not available
			Federal Register:	Not available

District: 5

Federal Reserve Bank of Richmond

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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3357910	HOMETOWN BK, ROANOKE, VIRGINIA	02/08/2016	05/10/2016	S	Int Sm Bank

CRA Examinations scheduled for	Quarter of
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 May 28, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
EMPLOYEE STOCK OWNERSH TRUST OF PEOPLE'S BANK AN TRUST COMPANY OF PICKETT COUNTY	* 3A3	Employee Stock Ownership Plan Trust of People's Bank and Trust Company of Pickett County, Byrdstown, Tennessee (ESOT), to acquire an additional 2.16 percent of the outstanding shares of Upper Cumberland Bancshares, Inc., Byrdstown, Tennessee, and its subsidiaries, People's Bank and Trust Company of Pickett County, Byrdstown, Tennessee and People's Bank and Trust of Clinton County, Albany, Kentucky. The acquisition will increase ESOP's ownership in Upper Cumberland Bancshares, Inc., to 24.40 percent.	Newspaper: Federal Register:	05/28/2016 06/24/2016
HERITAGE FIRST BANCSHARES, INC.	CIC	Prior change in control notice filed by Andrew Charles Heaner, Atlanta, Georgia, to acquire an additional 2.73 percent of the outstanding shares of Heritage First Bancshares, Inc., and its subsidiary, Rome, Georgia. Total pro forma ownership will equal 26.74 percent.	Newspaper: Federal Register:	Not available 04/25/2016
OCEAN BANKSHARES, INC.	CIC	After-the-fact notification filed by: 1) A. Alfonso Macedo, Adriana Macedo Moncayo, Olga E. Macedo, and Sandra Macedo Moncayo (the Macedo Family); 2) Javier Macedo Rodriguez, Belkis Macedo de Graterol, Candida Isabel Macedo Rodriguez, and Nelly Macedo Rodriguez (the Rodriguez Family); and 3) Ernesto de Abreu Gonzalez, Carmen Elena de Abreu, Mercedes Coromoto de Abreu Gonzalez, and Jose Alberto de Abreu Gonzalez (the Gonzalez Family) and the Macedo, Rodriguez, and Gonzalez Families' multiple related companies, partnerships, trusts, and trustees to maintain control of Ocean Bankshares, Inc. (Bankshares) and its subsidiary, Ocean Bank (Bank), both of Miami, Florida, pursuant to the Change in Bank Control Act of 1978.	Newspaper: Federal Register:	08/27/2015 Not available
PROGRESSIVE FINANCIAL GROUP, INC.	* 3A1	Progressive Financial Group, Inc., to become a bank holding company by acquiring 100 percent of the outstanding shares of Progressive Savings Bank, both of Jamestown, Tennessee.	Newspaper: Federal Register:	06/11/2016 06/24/2016
PROGRESSIVE FINANCIAL GROUP, INC.	* 3A3	Progressive Financial Group, Inc., Jamestown, Tennessee, to acquire up to 23.3 percent of the outstanding shares of Upper Cumberland Bancshares, Inc., Byrdstown, Tennessee, and its subsidiaries, People's Bank and Trust Company of Pickett County, Byrdstown, Tennessee, and Peoples Bank & Trust Company of Clinton County, Albany, Kentucky	Newspaper: Federal Register:	06/11/2016 06/24/2016

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending May 28, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
RCB FINANCIAL CORPORATION	CIC	After-the-fact change in control notice filed by Michael William Mathis, Sr., Sharon L. Mathis, Michael William Mathis, Jr., Mark Coppage Mathis, Victoria Lynn Mathis, and Norman Van Lambert, all of Rome, Georgia, to retain more than 10 percent of the outstanding shares, and thereby control of RCB Financial Corporation, and its subsidiary, River City Bank, both of Rome, Georgia.	Newspaper:	06/05/2016
			Federal Register:	Not available
SUNTRUST BANK	* Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 2089 Ashley Phosphate Road, North Charleston, South Carolina, to be known as the North Charleston Office.	Newspaper:	Not available
			Federal Register:	Not applicable

District: 6

Federal Reserve Bank of Atlanta

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: 7

Federal Reserve Bank of Chicago

Filings received during the week ending May 28, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
CBI BANK & TRUST	* 18C * Branch	CBI Bank & Trust ("CBI"), Muscatine, Iowa, to purchase certain assets and assume certain liabilities of MidWestOne Bank, Iowa City, Iowa. In connection with the purchase and assumption, CBI will establish a branch at 101 West 2nd Street, Davenport, Iowa.	Newspaper: Federal Register:	Not available Not applicable
CENTRAL BANCSHARES, INC.	* 3A3 * 18C * Branch	Central Bancshares, Inc., Muscatine, Iowa, to acquire 100 percent of the outstanding shares of Brimfield Bank, Brimfield, Illinois, pursuant to section 3(a)(3) of the Bank Holding Company Act ("BHC Act"). Additionally, The Farmers and Mechanics Bank, Galesburg, Illinois, has applied to merge Brimfield Bank, Brimfield, Illinois, with and into itself, pursuant to section 18(c) of the Federal Deposit Insurance Act ("FDI Act") and establish, as a branch facility, the existing banking office of Brimfield Bank pursuant to section 9 of the Federal Reserve Act.	Newspaper: Federal Register:	Not available 06/09/2016
FIRST STATE ASSOCIATES, INC.	CIC	Notice by the Orville A. Rehder 2nd Revocable Living Trust, with Orville A. Rehder as trustee, Jeffrey A. Rehder, and Steve C. Rehder, all of Hawarden, Iowa, to join the Rehder Family Control Group (currently consisting of Orville A. Rehder and George J. Rehder, both of Hawarden, Iowa) and retain control of more than 25 percent of the voting shares of First State Associates, Inc., Hawarden, Iowa, and thereby indirectly retain control of First State Bank, Hawarden, Iowa; Farmers State Bank, Marion, South Dakota; and Miner County Bank, Howard, South Dakota.	Newspaper: Federal Register:	06/01/2016 05/31/2016
SAVANNA-THOMSON INVESTMENT, INC.	CIC	Notice by Robert A. Kehl S-T Declaration of Trust, Robert A. Kehl, Trustee, both of Fulton, Illinois and Ruth A. Kehl S-T Declaration of Trust, Ruth A. Kehl, Trustee, both of Dubuque, Iowa, to retain 25 percent or more of the voting shares of Savanna-Thomson Investment, Inc., Savanna, Illinois, and to join the Kehl Family Control Group as approved on April 2, 2002. Savanna-Thomson Investment, Inc. controls Savanna-Thomson State Bank, Thomson, Illinois.	Newspaper: Federal Register:	Not available Not available
ST. ANSGAR BANCORPORATION	CIC	Timothy D. Halvorson, St. Ansgar, Iowa, individually, and together as a group acting in concert, with Cynthia C. Carruthers, Fort Meyers, Florida, Megan Porisch, St. Ansgar, Iowa, and Erin Tjaden, Huxley, Iowa, to retain control of over 25 percent and acquire additional voting shares of St. Ansgar Bancorporation, and thereby indirectly retain control of St. Ansgar State Bank, both of St. Ansgar, Iowa.	Newspaper: Federal Register:	06/13/2016 06/10/2016

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending May 28, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period
STC BANCSHARES CORP.	CIC	Robert Greco, Wayne, Illinois, together with Gian Greco, Wayne, Illinois; Pasquale Greco, St. Charles, Illinois, Francesca Greco, Jaffe, St. Charles, Illinois and Eduardo Greco, St. Charles, Illinois; as a group acting in concert, to acquire over ten percent of the voting shares of STC Bancshares Corp., St. Charles, Illinois, and thereby indirectly control of STC Capital Bank, St. Charles, Illinois.	Newspaper: Not available Federal Register: 03/24/2016

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 May 28, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period
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 May 28, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
CITIZENS BANK GROUP, INC.	CIC	Change in Control Notice by Leslie Ann Bebee, Wakefield, Nebraska, to acquire 25 percent or more of the shares of Citizens Bank Group, Inc., Saint James, Minnesota, and thereby indirectly gain control of Pioneer Bank, Mapleton, Minnesota.	Newspaper: Federal Register:	05/25/2016 05/23/2016
DAKOTA WESTERN BANKSHARES, INC.	CIC	Duane Bowman, Bowman, North Dakota, intends to apply to the Federal Reserve Board for permission to retain shares of Dakota Western Bankshares, Inc., Bowman, North Dakota ("Dakota Western Bankshares"), and thereby join the group comprised of Susan Berglund, Bowman, North Dakota, Roger Berglund, Bowman, North Dakota, Gwenn Jones, Bowman, North Dakota, Wendy Jorgenson, Bismarck North Dakota, and Bruce Bowman, Rhame, North Dakota, that controls more than 25% of Dakota Western Bankshares.	Newspaper: Federal Register:	Not available Not available
FIRST INTERSTATE BANCSYSTEM, INC.	* 3A3 * 18C * Branch	First Interstate BancSystem, Inc., Billings, Montana, to acquire 100% of Flathead Bank of Bigfork, Bigfork, Montana. In addition, First Interstate Bank, Billings, Montana, to merge with Flathead Bank of Bigfork, Bigfork, Montana, and incident thereto, establish a branch.	Newspaper: Federal Register:	Not available 05/24/2016
FLAGSHIP FINANCIAL GROUP INC.	* 3A5	Flagship Financial Group, Inc., Eden Prairie, Minnesota, to merge with Landmark Investor Group, Inc., Eden Prairie, Minnesota, and thereby indirectly acquire Landmark Community Bank, Isanti, Minnesota.	Newspaper: Federal Register:	Not available Not available
FORSTROM BANCORPORATION, INC.	CIC	The Philip Ray Forstrom 2012 Irrevocable Trust [SLAT-1] under agreement dated December 6, 2012, Henderson, Nevada; Marsha Ann Forstrom, Henderson, Nevada, as co-trustee and individually, and Perry Forstrom, Henderson, Nevada, co-trustee; and the Marsha Ann Forstrom 2012 Irrevocable Trust [SLAT-1] under agreement dated December 26, 2012, Henderson, Nevada, Philip R. Forstrom, Henderson, Nevada, and John Forstrom, Independence, Minnesota, co-trustees, to retain voting shares of Forstrom Bancorporation, Inc., Clara City, Minnesota, and thereby join the Forstrom family shareholder group, which controls 100% of Forstrom Bancorporation, Inc. and thereby indirectly controls Citizens Alliance Bank, Clara City, Minnesota, and First Bank of Lincoln, Lincoln, Montana.	Newspaper: Federal Register:	05/31/2016 04/28/2016
J & B FINANCIAL HOLDINGS, INC.	* 3A3	J&B Financial Holdings, Inc., Minneapolis, to acquire 100 percent of 1st United Bank, Faribault, Minnesota.	Newspaper: Federal Register:	Not available 06/09/2016

* Subject to the provisions of the Community Reinvestment Act

District: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending May 28, 2016**

Filer	Filing Type	Filing Proposal	End of Comment Period	
PEOPLES EQUITY CORPORATION	* 3A3	Peoples Equity Corporation, Wells, Minnesota, to acquire 100 percent of Paragon Bank, Wells, Minnesota.	Newspaper: Federal Register:	Not available 06/06/2016
TCB MUTUAL HOLDING COMPANY	* MHC Merger	TCB Mutual Holding Company, Tomahawk, Wisconsin ("TCB Mutual"), and its wholly-owned SLHC subsidiary, TCB Financial, Inc., Tomahawk, Wisconsin ("TCB Financial"), propose to indirectly acquire Merrill Federal Savings & Loan Association, Merrill, Wisconsin ("Merrill"), a mutual institution, through the merger of Merrill with and into Tomahawk Community Bank S.S.B., Tomahawk, Wisconsin, a wholly-owned subsidiary of TCB Mutual and TCB Financial.	Newspaper: Federal Register:	Not available Not applicable
VISION BANCSHARES, INC.	CIC	Change in Control Notice by Mark Saliterman, Minnetonka, Minnesota, Julianne Samuelson, Chanhassen, Minnesota, Michael Morton, Minnetonka, Minnesota, Lorilee Wright, Shorewood, Minnesota, to acquire 25 percent or more of the shares of Vision Bancshares, Inc., Saint Louis Park, Minnesota, and thereby indirectly gain control of Vision Bank, Saint Louis Park, Minnesota.	Newspaper: Federal Register:	06/15/2016 05/23/2016

District: 9

Federal Reserve Bank of Minneapolis

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
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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

* Subject to the provisions of the Community Reinvestment Act

District: 10**Federal Reserve Bank of Kansas City****Filings received during the week ending May 28, 2016**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CORNERSTONE BANK	* 18C * Branch	Cornerstone Bank, York, Nebraska, to purchase certain assets and assume certain liabilities of the Wilcox, Nebraska Branch of Iowa-Nebraska State Bank, and incident thereto, to establish a branch.	Newspaper: Federal Register:	Not available Not applicable
PUEBLO BANCORPORATION	CIC	Notification submitted by Sam Charles Brown and Josephine Marie Brown, Pueblo, Colorado, to retain voting shares and thereby control of Pueblo Bancorporation, parent of Pueblo Bank & Trust Company, both of Pueblo, Colorado. In addition, Michelle Rene Brown, Kenneth Scott Brown, Karla Lynn Brown, and Sam Charles Brown, III, all of Pueblo, Colorado, request approval to retain shares of Pueblo Bancorp and for approval as members of the Brown Family Group, which acting in concert controls Pueblo Bancorp.	Newspaper: Federal Register:	05/31/2016 06/02/2016
RCB HOLDING COMPANY, INC	* 3A5 * 18C * Branch	RCB Holding Company, Claremore, Oklahoma, to acquire 100 percent of the voting shares of Cornerstone Alliance, Ltd., and thereby indirectly acquire CornerBank, both of Winfield, Kansas. RCB Bank, Claremore, Oklahoma, to merge with CornerBank, Winfield, Kansas, and incident thereto, to establish a branch.	Newspaper: Federal Register:	06/23/2016 06/24/2016
SANDHILLS FINANCIAL SERVICES, LLC	* 3A3 * 3A5	Sandhills Financial Services, LLC, Bassett, Nebraska, to acquire 100 percent of the voting shares of Keystone Investment, Inc., Keystone, Nebraska, parent of Bank of Keystone, Keystone, Nebraska.	Newspaper: Federal Register:	05/27/2016 05/27/2016

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.

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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
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NONE

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 May 28, 2016**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CARLILE BANCSHARES, INC.	CIC	Lee Equity Partners, LLC, et al., New York, New York; AlpInvest Partners B.V., et al., Amsterdam, The Netherlands; and HarbourVest Partners, LLC, et al., Boston, Massachusetts; to control directly or indirectly Carlile Bancshares, Inc., Fort Worth, Texas, and therefore, indirectly, NorthStar Bank of Texas, Denton, Texas, and NorthStar Bank of Colorado, Denver, Colorado.	Newspaper: Federal Register:	Not available 03/07/2016
FAYETTE BANCSHARES, INC.	* 3A1	Application by Fayette Bancshares, Inc., La Grange, Texas, to become a bank holding company through the acquisition of 100 percent of Fayette Savings Bank, SSB, La Grange, Texas.	Newspaper: Federal Register:	06/20/2016 06/09/2016
HENDERSON CITIZENS BANCSHARES, INC.	* 3A5	Application by Henderson Citizens Bancshares, Inc., Henderson, Texas, to acquire by merger 100 percent of Kilgore National Financial Corporation, and indirectly, Kilgore National Bank, both of Kilgore, Texas.	Newspaper: Federal Register:	Not available 06/10/2016
MINT HOLDINGS, INC., THE	* 3A1	The MINT Holdings, Inc., Kingwood, Texas, to become a bank holding company by acquiring 100 percent of The MINT National Bank, Kingwood, Texas.	Newspaper: Federal Register:	Not available 06/24/2016

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.

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.

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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
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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

District: 12**Federal Reserve Bank of San Francisco****Filings received during the week ending May 28, 2016**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ALTAPACIFIC BANK	* Branch	Alta Pacific Bank, Santa Rosa, California, to establish a branch at 4845 Old Redwood Highway, Santa Rosa, California.	Newspaper:	Not available
			Federal Register:	Not applicable
FIRST NATIONAL BANK OF SOUTHERN CALIFORNIA	Member	First National Bank of Southern California, Riverside, California, to become a member of the Federal Reserve System.	Newspaper:	Not applicable
			Federal Register:	Not applicable
MERCHANTS HOLDING COMPANY	CIC	Notice by The Thomas J. Bolton Stock Trust under the Survivor's Trust of the 1996 Bolton Family Trust, Davis, California; the Sara C. Bolton Stock Trust under the Survivor's Trust of the 1996 Bolton Family Trust, Davis, California; Thomas J. Bolton, Carlsbad, California; Sara C. Bolton, Carlsbad, California; Susan L. Gray (Successor Stock Trustee of both Stock Trusts), Davis, California, to retain and acquire 25 percent or more of Merchants Holding Company and thereby indirectly control Merchants National Bank of Sacramento, both of Sacramento, California.	Newspaper:	06/02/2016
			Federal Register:	06/05/2016
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:	07/15/2014
			Federal Register:	Not available

District: 12

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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- 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
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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

* Subject to the provisions of the Community Reinvestment Act