
Federal Reserve Release



H.2

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

No. 36

Week Ending September 3, 2016

Forms

Forms -- final Board review to extend with revision the Consolidated Financial Statements for Holding Companies (FR Y-9C) and to extend without revision the other forms that make up the family of FR Y-9 reports (FR Y-9LP, FR Y-9SP, FR Y-9ES, and FR Y-9CS).

- Approved, August 31, 2016

Personnel

Division of Banking Supervision and Regulation -- appointment of Catherine Tilford as assistant director.

- Approved, September 1, 2016

Enforcement

Barclays Bank PLC, London, United Kingdom -- issuance of a notice of intent to prohibit and notice of assessment of a civil money penalty against Christopher Ashton, a former institution-affiliated party.

- Announced, August 29, 2016

North State Bancshares, Inc., Shakopee, Minnesota -- written agreement dated July 26, 2010, terminated August 29, 2016.

- Announced, September 1, 2016

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**

Chicago

Central Bank, Storm Lake, Iowa -- to establish a branch at 400 Gold Circle Drive, Dakota Dunes, South Dakota.

- Approved, September 1, 2016

Kansas City

The Community State Bank, Poteau, Oklahoma -- to establish a branch at 502 West Main Street, Wilburton, and to increase its investment in bank premises.

- Withdrawn, August 29, 2016

Bank Holding Companies

Atlanta

Employee Stock Ownership Trust of People's Bank and Trust Company of Pickett County, Byrdstown, Tennessee -- to acquire additional shares of Upper Cumberland Bancshares, Inc., Byrdstown, and its subsidiaries, People's Bank and Trust Company of Pickett County and People's Bank and Trust Company of Clinton County, Albany, Kentucky.

- Approved, August 31, 2016

Minneapolis

Farmers & Merchants Agency, Inc., Pierz, Minnesota -- to merge with Eden Valley Bancshares, Inc., Eden Valley, and thereby indirectly acquire State Bank in Eden Valley.

- Approved, September 2, 2016

Bank Holding Companies

Kansas City

HYS Investments, LLC, Topeka, Kansas -- to increase its control of BOTS, Inc., Topeka, and its subsidiary, VisionBank.

- Approved, September 1, 2016

Atlanta

Millennium Bancshares, Inc., Ooltewah, Tennessee -- to become a bank holding company by acquiring Millennium Bank, Ooltewah.

- Approved, August 30, 2016

Atlanta

Progressive Financial Group, Inc., Jamestown, Tennessee -- to acquire shares of Upper Cumberland Bancshares, Inc., Byrdstown, and its subsidiaries, People's Bank and Trust Company of Pickett County, Byrdstown, and Peoples Bank & Trust Company of Clinton County, Albany, Kentucky.

- Approved, September 2, 2016

Atlanta

Progressive Financial Group, Inc., Jamestown, Tennessee -- to become a bank holding company by acquiring Progressive Savings Bank, Jamestown.

- Approved, September 2, 2016

Dallas

WSB Bancshares, Inc., Wellington, Texas -- to acquire First Dalhart Bancshares, Inc., Dalhart, and indirectly acquire First National Bank in Dalhart.

- Approved, August 31, 2016

Bank Mergers

San Francisco

Commencement Bank, Tacoma, Washington -- to merge with Thurston First Bank, Olympia, and thereby establish a branch.

- Approved, September 2, 2016

Chicago

Fort Madison Bank & Trust Co., Fort Madison, Iowa -- to merge with Keokuk Savings Bank and Trust Company, Keokuk, and thereby establish branches.

- Approved, August 29, 2016

Dallas

Wellington State Bank, Wellington, Texas -- to merge with First National Bank in Dalhart, Dalhart, and thereby establish a branch.

- Approved, August 31, 2016

Bank Premises

Richmond

Clear Mountain Bank, Bruceton Mills, West Virginia -- request to exceed the limit on investment in bank premises.

- Approved, August 30, 2016

Banks, Nonmember, and Miscellaneous Institutions

Director, BS&R

Castle Creek Capital, Rancho Santa Fe, California, et al. -- relief from certain commitments.

- Granted, August 29, 2016

Banks, Nonmember, and Miscellaneous Institutions

Director, BS&R

EJF Capital LLC, Arlington, Virginia, et al. -- relief from certain commitments.
- Granted, August 30, 2016

Director, BS&R

Jacobs Asset Management, LLC, New York, New York, et al. -- relief from certain commitments.
- Granted, August 29, 2016

Director, BS&R

Mayo Clinic, Rochester, Minnesota, et al. -- relief from certain commitments.
- Granted, August 31, 2016

Banks, State Member

Dallas

Comerica Bank, Dallas, Texas -- to make a community development and public welfare investment.
- Approved, August 31, 2016

Chicago

First Farmers Bank & Trust, Converse, Indiana -- to make a public welfare investment.
- Approved, August 29, 2016

Change in Bank Control

Minneapolis

Guaranty Development Company, Livingston, Montana -- to retain control of Guaranty Development Company and its subsidiary, American Bank, Bozeman.

- Permitted, August 29, 2016

Minneapolis

Peoples State Bancorp, Inc., Munising, Michigan -- to retain control of Peoples State Bancorp, Inc., and its subsidiary, Peoples State Bank of Munising, Munising.

- Permitted, August 29, 2016

Kansas City

Platte Valley Cattle Company, Grand Island, Nebraska -- to retain control of Platte Valley Cattle Company and its subsidiary, Town and Country Bank, Ravenna.

- Permitted, August 31, 2016

St. Louis

Prescott Bancshares, Inc., Prescott, Arkansas -- change in bank control of Prescott Bancshares, Inc., and its subsidiary, Bank of Prescott, Prescott.

- Permitted, September 1, 2016

Kansas City

Roxbury Bancshares, Inc., Roxbury, Kansas -- change in bank control of Roxbury Bancshares, Inc., and its subsidiary, Roxbury Bank, Roxbury.

- Withdrawn, September 1, 2016

Change in Bank Control

Kansas City

Vision Bancshares, Inc., Ada, Oklahoma -- change in bank control of Vision Bancshares, Inc., and its subsidiary, Vision Bank, N.A., Ada.

- Permitted, September 1, 2016

Extensions of Time

Secretary

BNC Bancorp, High Point, North Carolina -- commenter's request to extend the comment period on the application to acquire High Point Bank Corporation, High Point, and thereby indirectly acquire High Point Bank and Trust Company.

- Denied, August 31, 2016

Director, BS&R

Lloyds Banking Group plc, London, United Kingdom -- extension of time to conform or divest a merchant banking investment.

- Granted, September 1, 2016

Financial Holding Companies

Cleveland

Citizens National Corporation, Paintsville, Kentucky -- election to become a financial holding company.

- Effective, September 1, 2016

Minneapolis

Midwest Bank Group, Inc., Detroit Lakes, Minnesota -- election to become a financial holding company.

- Effective, September 2, 2016

Financial Holding Companies

Chicago

West Bancorporation, Inc., West Des Moines, Iowa -- election to become a financial holding company.

- Effective, September 1, 2016

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending September 3, 2016

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--------------------------------------|--------------------|---|------------------------------|----------------|
| HOMETOWN BANK, A COOPERATIVE BANK | * 18C * Branch | Hometown Bank, Oxford, Massachusetts, to purchase certain assets and assume certain liabilities of Easthampton Savings Bank, Easthampton, Massachusetts. In connection with the purchase and assumption, Hometown Bank will establish five branches located in Grosvenordale, Woodstock, Putnam, Danielson, and Brooklyn, all of Connecticut. | 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 |
|---------|------------------------|-----------|-----------------|------------|-------------|
|---------|------------------------|-----------|-----------------|------------|-------------|

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 September 3, 2016

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-----------------|--------------------|---|------------------------------|----------------|
| CRB GROUP, INC. | 4c8 | CRB Group Inc., Teaneck, New Jersey, to engage in extending credit and servicing loans, pursuant to section 225.28(b)(1) of Regulation Y. | Newspaper: | Not applicable |
| | | | Federal Register: | Not available |

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 September 3, 2016**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-------------------------------|--------------------|---|---------------------------------|------------------------------|
| UNIVEST BANK AND TRUST CO. | * Branch | Univest Bank Trust and Co., Souderton, PA to establish a Limited Service Facility located at 4600 Broadway, Allentown, PA. | Newspaper: Federal Register: | 09/18/2016 Not applicable |
| UNIVEST BANK AND TRUST CO. | * Branch | Univest Bank Trust and Co., Souderton, PA to convert an existing Loan Production Office located at the Greenfield Corporate Center, 1869 Charter Lane, Suite 301, Lancaster, PA 17601, to a Limited Service Facility. | Newspaper: Federal Register: | 09/18/2016 Not applicable |
| UNIVEST BANK AND TRUST CO. | * Branch | Univest Bank Trust and Co., Souderton, PA to convert an existing Loan Production Office located at 1980 South Easton Road, Doylestown, PA 18901, to a Limited Service Facility. | Newspaper: Federal Register: | 09/18/2016 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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Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

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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 September 3, 2016

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---|--------------------|---|---------------------------------|--------------------------------|
| CORTLAND SAVINGS AND BANKING COMPANY, THE | * Branch | Cortland Savings and Banking Company files an application to establish a branch office at 75 South Main Street, Hudson, Ohio. | Newspaper: Federal Register: | 09/08/2016 Not applicable |
| MIDDLEFORK FINANCIAL GROUP INC. | CIC | Post notice by David E Longenecker, executor of the estate of Margaret Ruth Campbell, to acquire control of 17.5% voting interest in Middlefork Financial Group, Inc., Hyden, KY. | Newspaper: Federal Register: | Not available Not available |

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.

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

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- NI = Needs to improve
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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: 5**Federal Reserve Bank of Richmond****Filings received during the week ending September 3, 2016**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--|--------------------|---|---------------------------------|----------------------------------|
| FARMERS & MERCHANTS BANK | * Branch | Farmers and Merchants Bank, Timberville, VA requests approval to open a branch office located at 2030 Legacy Lane, Harrisonburg, Virginia. | Newspaper: Federal Register: | Not available Not applicable |
| FARMERS AND MERCHANTS BANCSHARES, INC. | 3A1 | Farmers and Merchants Bancshares, Inc., Hampstead, Maryland, proposes to become a bank holding company through the acquisition of 100 percent of the voting securities of Farmers and Merchants Bank of Fowblesburg, Maryland, Upperco, Maryland. In addition, Farmers and Merchants Bancshares, Inc., Hampstead, Maryland, elects to become a financial holding company. | Newspaper: Federal Register: | Not applicable Not applicable |
| SOUTH STATE CORPORATION | * 3A5 | South State Corporation, Columbia, South Carolina, requests approval to acquire 100 percent of the voting securities of Southeastern Bank Financial Corporation, Augusta, Georgia, and thereby indirectly acquire Georgia Bank and Trust Company of Augusta, Augusta, Georgia | Newspaper: Federal Register: | Not available 09/30/2016 |
| TRUPOINT BANK | * Branch | TruPoint Bank, Grundy, Virginia, proposes to establish a branch at 116 Executive Park, Asheville, North Carolina | Newspaper: Federal Register: | Not available Not applicable |

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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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:

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- 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: 6**Federal Reserve Bank of Atlanta****Filings received during the week ending September 3, 2016**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-------------------------|--------------------|---|---------------------------------|----------------------------------|
| COMPASS BANK | PWI | Compass Bank, Birmingham, Alabama, request for approval to make one low income housing public welfare investment. | Newspaper: Federal Register: | Not applicable Not applicable |
| 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 |
| PEOPLES BANKTRUST, INC. | CIC | After-the-fact change in control notice filed by Larry Ernest Cheek, Carol T. Cheek, Dover and Cheek, Inc., and Judd Cheek, all Buford, Georgia, and Carmen Cheek, Gainesville, Georgia, to retain more than 10 percent of the outstanding shares of Peoples BankTrust, Inc., and its subsidiary, Peoples Bank & Trust, both of Buford, Georgia. | Newspaper: Federal Register: | 09/13/2016 Not available |

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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- 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: 7

Federal Reserve Bank of Chicago

Filings received during the week ending September 3, 2016

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|------------------------------------|----------------------------|--|---------------------------------|-----------------------------|
| BTC FINANCIAL CORPORATION | CIC | Notice by John Ruan III, Des Moines, Iowa; Suku Radia, West Des Moines, Iowa; David J. Fisher, West Des Moines, Iowa; Thomas R. Schaefer, Stuart, Florida; and J. Landis Martin, Denver, Colorado, together as a control group acting in concert, for permission to retain the authority to vote 100 percent of the voting shares of BTC Financial Corporation, Des Moines, Iowa, and thereby indirectly control Bankers Trust Company, Des Moines, Iowa. Messrs. Ruan, Radia, Fisher, Schaefer and Martin constitute the Family Business Advisory Board of both The Ruan Trust and The Ruan BTC Trust, both of Des Moines, Iowa, which own 100% of the voting shares of BTC Financial Corporation. John Ruan III is the trustee of both Trusts. | Newspaper: Federal Register: | 09/16/2016 09/01/2016 |
| CANADIAN IMPERIAL BANK OF COMMERCE | * 3A3 * 3A1 | Canadian Imperial Bank of Commerce, Toronto, Canada and its wholly-owned subsidiary, CIBC Holdco Inc., New York, New York, to acquire PrivateBancorp, Inc., and thereby indirectly acquire The PrivateBank and Trust Company, both in Chicago, Illinois, pursuant to Sections 3(a)(1), (2) and (3) of the Bank Holding Company Act of 1956, as amended. In connection with the transaction, CIBC Holdco Inc., New York, New York, has also elected to become a financial holding company. | Newspaper: Federal Register: | Not available 09/26/2016 |
| FIRST MIDWEST BANCORP, INC. | * 3A3 * 18C * Branch | First Midwest Bancorp, Inc., Itasca, Illinois, to acquire via merger Standard Bancshares, Inc., Hickory Hills, Illinois, and thereby indirectly acquire Standard Bank and Trust Company, Hickory Hills, Illinois. In addition, Standard Bank and Trust Company to merge with and into First Midwest Bank, Itasca, Illinois. As a result of the merger, First Midwest Bank will establish 33 branches. | Newspaper: Federal Register: | Not available 09/12/2016 |

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending September 3, 2016

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--|--------------------|--|---------------------------------|--------------------------------|
| GREENWOODS FINANCIAL GROUP, INC. | CIC | The Stephen L. LaFrance, Jr. GW Investments Trust, the Jason P. LaFrance GW Investments Trust, the Amy Beth LaFrance GW Investments Trust, all of Little Rock, Arkansas, Stephen L. LaFrance, Jr., Little Rock, Arkansas, as trustee of the Stephen L. LaFrance, Jr. GW Investments Trust and co-trustee of the Jason P. LaFrance GW Investments Trust, Jason P. LaFrance, Little Rock, Arkansas, as co-trustee of the Jason P. LaFrance GW Investments Trust and as trustee of the Amy Beth LaFrance GW Investments Trust and the Amy LaFrance Bancroft GW Investments Revocable Trust, Little Rock, Arkansas, and Daniel B. Andrews, Sherwood, Arkansas, to acquire voting shares of Greenwood Financial Group, Inc., Lake Mills, Wisconsin, and thereby join the existing LaFrance Family Control Group that was approved to acquire 10 percent or more of the outstanding shares of Greenwood Financial Group, Inc. on May 20, 2013. Greenwood Financial Group, Inc. controls The Greenwood's State Bank, Lake Mills, Wisconsin. | Newspaper: Federal Register: | Not available Not available |
| LASALLE BANCORP, INC. | CIC | Gerald F. Fitzgerald, Jr., Palatine, Illinois; the Gerald F. Fitzgerald, Jr. Trust Dated September 10, 1987, as Restated December 31, 2009, Palatine, Illinois with Gerald F. Fitzgerald, Jr., as trustee; S.C. Investments, L.P., Palatine, Illinois, with Gerald F. Fitzgerald as general partner; Julie F. Schauer, Palatine, Illinois; the Julie F. Schauer 1994 Trust, Palatine, Illinois, with Julie F. Schauer as trustee; the GFF Family Exempt Trust Dated January 18, 1988, Inverness, Illinois, with Gerald F. Fitzgerald, Jr., James G. Fitzgerald, Thomas G. Fitzgerald and Peter G. Fitzgerald, as co-trustees; Otis Road Investments, LP, Inverness, Illinois, with Otis Management LLC, Inverness, Illinois as its general partner; and Otis Management LLC, Inverness, Illinois with James G. Fitzgerald as its member, acting in concert, to retain and acquire 25 percent or more of the shares or LaSalle Bancorp, Inc. and thereby indirectly control Hometown National Bank, LaSalle, Illinois. | Newspaper: Federal Register: | Not available 08/24/2016 |
| MID ILLINOIS BANCORP, INC. EMPLOYEE STOCK OWNERSHIP PLAN | * 3A3 | Mid Illinois Bancorp, Inc., Employee Stock Ownership Plan, Peoria, Illinois, to increase its ownership of Mid Illinois Bancorp, Inc., Peoria, Illinois, from 25.24 percent to 30 percent, and thereby increase its indirect ownership of South Side Trust and Savings Bank, Peoria, Illinois. | Newspaper: Federal Register: | 09/23/2016 09/23/2016 |

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending September 3, 2016

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--|--------------------|---|------------------------------|---------------|
| RIVER HOLDING COMPANY | * 3A5 | River Holding Company, Stoddard, Wisconsin, to merge with Sparta Union Bancshares, Inc., Sparta, Wisconsin and thereby indirectly acquire Union National Bank and Trust Company, Sparta, Wisconsin. | Newspaper: | Not available |
| | | | Federal Register: | 09/09/2016 |
| UNITED COMMUNITY FINANCIAL CORPORATION | CIC | Bonnie K. Miller, individually, and as trustee of the Bonnie K. Miller Bank Stock Trust, Grand Rapids, Michigan; the Bonnie K. Miller Bank Stock Trust, Grand Rapids, Michigan; together with Arthur C. Johnson as trustee of the Arthur C. Johnson Bank Stock Trust, Ada, Michigan; the Arthur C. Johnson Bank Stock Trust, Ada, Michigan; Arthur C. Johnson as a general partner of Patlin Leasing Company, a Michigan partnership; Patlin Leasing Company, a Michigan partnership; Lynnea K. Gery, LaGrange, Illinois, as trustee and Arthur C. Johnson, Ada, Michigan, as special trustee of the Charles and Lois Welling Family Trust; the Charles and Lois Welling Family Trust, Hutchinson Island, Florida; Patricia A. Johnson as trustee of the Patricia A. Johnson Bank Stock Trust, Ada, Michigan; the Patricia A. Johnson Bank Stock Trust, Ada, Michigan; Erik T. Johnson, Rockford, Michigan; Hilary L. Ciesielski, Canton, Michigan; Charles J. Welling and Lois M. Welling as trustees of the Charles and Lois Welling Bank Stock Trust, Hutchinson Island, Florida; the Charles and Lois Welling Bank Stock Trust, Hutchinson Island, Florida; Legacy Trust Bank, as trustee of the Arthur C. Johnson Irrevocable Trust, Grand Rapids, Michigan; the Arthur C. Johnson Irrevocable Trust, Grand Rapids, Michigan; Legacy Trust Bank, as trustee of the Patricia A. Johnson Irrevocable Trust, Grand Rapids, Michigan; and the Patricia A. Johnson Irrevocable Trust, Grand Rapids, Michigan, as a group acting in concert to retain 88.36 percent of the voting share and thereby control of United Community Financial Corporation, Grand Rapids, Michigan, a financial holding company and thereby indirectly control United Bank of Michigan, Grand Rapids, Michigan. | Newspaper: | Not available |
| | | | Federal Register: | 09/06/2016 |
| WATERMAN BANCSHARES, INC. | CIC | Betty J. Miller Trust #1, Lake in the Hills, Illinois and Wayne M. Miller as Successor Trustee, the Wayne M. Miller Trust #1, Lake in the Hills, Illinois and Wayne M. Miller as Trustee, and Vernon L. Miller, Princeville, Illinois, to retain control above 25 percent of the voting shares of Waterman Bancshares, Inc., Waterman, Illinois and thereby indirectly control Waterman State Bank, Waterman, Illinois. | Newspaper: | Not available |
| | | | Federal Register: | 08/11/2016 |

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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 September 3, 2016

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--------------------------------|--------------------|---|------------------------------|------------|
| MONTICELLO BANKSHARES, INC. | * 3A5 | Monticello Bankshares, Inc., Monticello, Kentucky, to merge with Banco Harlan, Inc., Harlan, Kentucky, and thereby indirectly acquire The Bank of Harlan, Harlan, Kentucky. | Newspaper: | 09/30/2016 |
| | | | Federal Register: | 09/29/2016 |

District: 8

Federal Reserve Bank of St. Louis

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:

- 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: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending September 3, 2016

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--|-------------|--|-----------------------|----------------|
| FIRST WESTERN BANK AND TRUST | * Branch | First Western Bank & Trust, Minot, North Dakota to establish a branch facility to be located at 324 North 3rd Street, Bismarck, North Dakota. | Newspaper: | 09/04/2016 |
| | | | Federal Register: | Not applicable |
| STEARNS FINANCIAL SERVICES, INC. EMPLOYEE STOCK OWNERSHIP PLAN | CIC | David Ryan Feriancek, Saint Joseph, Minnesota, as a trustee of the Stearns Financial Services, Inc., Employee Stock Ownership Plan and Trust, Saint Cloud, Minnesota, (ESOP), to acquire control of the ESOP, and thereby indirectly gain control of Stearns Financial Services, Inc., Saint Cloud, Minnesota (Stearns). Stearns controls Stearns Bank National Association, Saint Cloud, Minnesota, Stearns Bank of Upsala National Association, Upsala, Minnesota, and Stearns Bank of Holdingford National Association, Holdingford, Minnesota. | Newspaper: | 09/03/2016 |
| | | | Federal Register: | 08/30/2016 |

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.

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| 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: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending September 3, 2016

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-------------------------------|--------------------|---|------------------------------|---------------|
| CITIZENS NATIONAL CORPORATION | CIC | Notification submitted by Rhonda Rainforth, O'Neill, Nebraska; Steven Ott and Adam Ott, both of Wisner, Nebraska; Renee Cleveland and Robert Cheney, both of Norfolk, Nebraska; James Cheney, Charlotte, North Carolina; and John Cheney, Dekalb, Illinois, to acquire control of Citizens National Corporation, Wisner, Nebraska, as members of the Kvols/Ott/Cheney Family Group. Citizens National Corporation controls Citizens State Bank, Wisner, Nebraska, and Cass County State Company, parent of Cass County Bank, Inc., both of Plattsmouth, Nebraska. | Newspaper: | 09/15/2016 |
| | | | Federal Register: | 09/20/2016 |
| FNB FINANCIAL CORPORATION | CIC | Notification submitted by Robert Quintana, Las Vegas, New Mexico, to acquire control of FNB Financial Corporation, parent of Community 1st Bank Last Vegas, both of Las Vegas, New Mexico, through the acquisition of voting shares. | Newspaper: | Not available |
| | | | Federal Register: | Not available |

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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|---------|------------------------|-----------|-----------------|------------|-------------|
|---------|------------------------|-----------|-----------------|------------|-------------|

NONE

| CRA Examinations scheduled for | Quarter of |
|--------------------------------|------------|
| Institution | Location |

NONE

District: 11**Federal Reserve Bank of Dallas****Filings received during the week ending September 3, 2016**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|----------------------------------|--------------------|---|------------------------------|----------------|
| ANCHOR BANCSHARES, INC. | * 3A1 | Application by Anchor Bancshares, Inc., Houston, Texas, to acquire First Bancshares of Texas, Inc., McGregor, Texas, and therefore indirectly Security Bank of Crawford, Crawford, Texas. | Newspaper: | Not available |
| | | | Federal Register: | 09/30/2016 |
| GREATER STATE BANCSHARI CORP. | * 3A1 | Application by Greater State Bancshares Corp., McAllen, Texas, to become a bank holding company through the acquisition of Greater State Bank, Falfurrias, Texas. | Newspaper: | Not available |
| | | | Federal Register: | 10/03/2016 |
| HORIZON BANKSHARES, INC. | CIC | Notice by Andrew C. Rector, Fort Worth, Texas, individually; and Andrew C. Rector, Linda Lloyd Rector 2009 Irrevocable Trust, Tracy T. Rector 2009 Irrevocable Trust, Scott Willis Rector 2009 Irrevocable Trust, and Andrew Campbell Rector 2009 Irrevocable Trust, all of Fort Worth, Texas, and Kathy Rector, Azle, Texas, as a group acting in concert, to acquire control of Horizon Bankshares, Inc., and therefore indirectly The National Bank of Texas at Fort Worth, both of Fort Worth, Texas. | Newspaper: | Not available |
| | | | Federal Register: | 09/23/2016 |
| OAKWOOD BANCSHARES, INC | * 3A1 | Application by Oakwood Bancshares, Inc., Plano, Texas, to become a bank holding company by acquiring 100 percent of Oakwood State Bank, Oakwood, Texas. | Newspaper: | Not available |
| | | | Federal Register: | 09/12/2016 |
| PEOPLES BANK | * Branch | Application by Peoples Bank, Lubbock, Texas, to open a branch office at 11011 Quaker Avenue, Lubbock, Texas 79424. | Newspaper: | 09/10/2016 |
| | | | Federal Register: | Not applicable |

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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|---------|------------------------|-----------|-----------------|------------|-------------|
|---------|------------------------|-----------|-----------------|------------|-------------|

NONE

| CRA Examinations scheduled for | Quarter of |
|--------------------------------|------------|
| Institution | Location |

NONE

District: 12**Federal Reserve Bank of San Francisco****Filings received during the week ending September 3, 2016**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---------------------------------|--------------------|---|------------------------------|----------------|
| BANK OF HAWAII | * Branch | Bank of Hawaii, Honolulu, Hawaii, to reopen its newly renovated Pearl City Branch, Pearl City, Hawaii, between November 7, 2016 to November 14, 2016. | Newspaper: | Not available |
| | | | Federal Register: | Not applicable |
| FIRST FINANCIAL NORTHWEST, INC. | CIC | First Financial Northwest, Inc., Employee Stock Ownership Trust, Renton, Washington, seeks retroactive non-objection under the Change in Bank Control Act to increase its holdings of the voting common stock of First Financial Northwest, Inc., from 9.98 percent to a maximum of 12.86 percent, and thereby First Financial Northwest Bank, both of Renton, Washington, as a result of Bancorp's 2016 stock repurchases. | Newspaper: | 09/01/2016 |
| | | | Federal Register: | 09/06/2016 |
| FIRST FINANCIAL NORTHWEST, INC. | CIC | First Financial Northwest Foundation, Renton, Washington, seeks retroactive non-objection under the Change in Bank Control Act to increase its holdings of the voting common stock of First Financial Northwest, Inc., from 9.63 percent to a maximum of 12.41 percent, and thereby First Financial Northwest Bank, both of Renton, Washington, as a result of Bancorp's 2016 stock repurchases. | Newspaper: | 09/01/2016 |
| | | | Federal Register: | 09/06/2016 |
| 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 |
| WELLS FARGO & COMPANY | CIC | Change in Bank Control Notice filed by Berkshire Hathaway, Inc., et al, Omaha, Nebraska, to acquire over 10.0 percent of the voting common stock of Wells Fargo & Company, San Francisco, California. | Newspaper: | Not available |
| | | | Federal Register: | 07/19/2016 |

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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|---------|------------------------|-----------|-----------------|------------|-------------|
|---------|------------------------|-----------|-----------------|------------|-------------|

NONE

| CRA Examinations scheduled for | Quarter of |
|--------------------------------|------------|
| Institution | Location |

NONE