

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

No. 45

Week Ending November 5, 2016

Board of Governors of the Federal Reserve System, Washington, DC 20551

H.2 Board Actions

Board Operations

Fed History Vision Project -- (1) to establish a permanent advisory group to assess materials for historical context and (2) to initiate work to develop implementation plans and cost estimates.

- Approved, November 3, 2016

Personnel

Division of International Finance -- appointment of Beth Anne Wilson as deputy director; Shaghil Ahmed, Brian Doyle, and Joseph Gruber as associate directors; and James Dahl as deputy associate director.

- Announced, November 3, 2016

Regulations and Policies

Consumer Compliance Rating System -- publication of Federal Financial Institutions Examination Council revisions of the Uniform Interagency Consumer Compliance Rating System to better reflect current consumer compliance supervisory approaches. - Approved, November 2, 2016

Enforcement

Chicago Shore Corporation, Chicago, Illinois, and Security Chicago Corporation -written agreement with the Federal Reserve Bank of Chicago.

- Announced, November 1, 2016

Fayette County Bank, St. Elmo, Illinois -- issuance of a prompt corrective action directive with the consent of the bank.

- Announced, November 3, 2016

H.2 Actions under delegated authority

BS&R Banking Supervision and Regulation

C&CA Consumer and Community Affairs

FOMC Federal Open Market Committee

October 30, 2016 to November 5, 2016

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

Bank Branches, Domestic

Kansas City

Cobiz Bank, Denver, Colorado -- to establish a branch at 275 East Rivulon Boulevard, Gilbert, Arizona.

- Approved, November 3, 2016

Secretary

Univest Bank and Trust Co., Souderton, Pennsylvania -- to establish a branch at 3601 Market Street, Philadelphia.

- Approved, November 3, 2016

Bank Holding Companies

General Counsel

Citizens Financial Group, Inc., Providence, Rhode Island -- request for a temporary exemption under the Depository Institution Management Interlocks Act and Regulation L.

- Granted, November 1, 2016

Minneapolis

Currie Bancorporation, Inc., Currie, Minnesota -- to acquire First State Bank of Okabena, Okabena.

- Approved, November 3, 2016

Bank Holding Companies

Chicago

First Merchants Corporation, Muncie, Indiana -- to acquire shares of Independent Alliance Banks, Inc., Fort Wayne, and thereby indirectly acquire shares of IAB Financial Bank.

- Approved, November 3, 2016

Chicago

Monona Bankshares, Inc., Monona, Wisconsin -- to merge with MCB Bankshares, Inc., Middleton, and thereby indirectly acquire Middleton Community Bank.

- Approved, November 4, 2016

Chicago

Treynor Bancshares, Inc., Treynor, Iowa -- to continue to engage in extending credit and servicing loans.

- Approved, November 3, 2016

Change in Bank Control

Chicago

LaSalle Bancorp, Inc., LaSalle, Illinois -- change in bank control of LaSalle Bancorp, Inc., and its subsidiary, Hometown National Bank, LaSalle.

- Permitted, November 2, 2016

Cleveland

Middlefork Financial Group, Inc., Hyden, Kentucky -- change in bank control of Middlefork Financial Group, Inc., and its subsidiaries, Farmers State Bank, Inc., Booneville; Hyden Citizens Bank, Inc., Hyden; and Farmers & Traders Bank of Campton, Campton.

- Permitted, November 3, 2016

(A/C) = Addition or Correction

Financial Holding Companies

Richmond

F&M Bank Corp., Timberville, Virginia -- election to become a financial holding company.

- Effective, November 2, 2016

International Operations

Director, BS&R

Popular, Inc., San Juan, Puerto Rico -- waiver of remainder of prior-notification period to acquire, through its subsidiary, Evertec, Inc., San Juan, certain contractual relationships and other assets of Accuprint, Inc., Carolina.

- Granted, November 2, 2016

Membership

St. Louis

F&M Bank and Trust Company, Hannibal, Missouri -- to become a member of the Federal Reserve System.

- Approved, November 4, 2016

Federal Reserve Bank of Boston

Filer	Filing Type	Filing Proposal	End of Comme	nt Period
COMMONWEALTH CO-OPERATIVE BANK	Member	Application by Commonwealth Cooperative Bank, Hyde Park, Massachusetts to become a member of the Federal Reserve System pursuant to section 9 of the Federal Reserve Act and section 208.3 of Regulation H.		Not applicable Not applicable

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

RSSD ID	Institution / Location			Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE							
CRA Ex	aminations scheduled for	Quarter of					
Institutio	n		Location				
NONE							

Federal Reserve Bank of New York

Filer	Filing Type	Filing Proposal	End of Comme	nt Period
GOLDMAN SACHS BANK USA	PWI	Goldman Sachs Bank USA, New York, New York, seeks prior approval for a public welfare investment.	Newspaper: Federal Register:	Not applicable Not applicable
GOLDMAN SACHS BANK USA	PWI	Goldman Sachs Bank USA, New York, New York, seeks prior approval for a public welfare investment.	Newspaper: Federal Register:	Not applicable Not applicable
GOLDMAN SACHS BANK USA	PWI	Goldman Sachs Bank USA, New York, New York, seeks prior approval for a public welfare investment.	Newspaper: Federal Register:	Not applicable Not applicable
GOLDMAN SACHS BANK USA	PWI	Goldman Sachs Bank USA, New York, New York, seeks prior approval for a public welfare investment.	Newspaper: Federal Register:	Not applicable Not applicable

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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NONE							
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Institutio	n		Location				
NONE							

Federal Reserve Bank of Philadelphia

Filings received during the week ending November 5, 2016

Filer

Filing Type Filing Proposal

End of Comment Period

NONE

Federal Reserve Bank of Philadelphia

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NONE							

Federal Reserve Bank of Cleveland

Filer	Filing Type	Filing Proposal	End of Comment Period
STANDARD FINANCIAL CORP	* 3A3 * 3A5	Application by Standard Financial Corporation, Murrysville, Pennsylvania, to acquire Allegheny Valley Bancorp, Inc., Pittsburgh, Pennsylvania, and thereby acquire control of Allegheny Valley Bank of Pittsburgh, Pittsburgh, Pennsylvania, pursuant to Section 3 of the Bank Holding Company Act.	

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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NONE							

Federal Reserve Bank of Richmond

Filer	Filing Type	Filing Proposal	End of Comment Period	
GREAT STATE BANK	* Branch	Great State Bank, Wilkesboro, NC, requests approval to establish a branch at 516 Hawthorne Drive, Yadkinville, North Carolina.	Newspaper:11/11/20Federal Register:Not appl	-
VIRGINIA PARTNERS BANK	CIC	Kenneth R. Lehman, Arlington, Virginia, to control 42.7% of Virginia Partners Bank, Fredericksburg, Virginia.	Newspaper: 11/15/20 Federal Register: 11/21/20	-

Federal Reserve Bank of Richmond

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NONE							

Federal Reserve Bank of Atlanta

Filer	Filing Type	Filing Proposal	End of Comment Period		
ATLANTIC COAST FINANCIAI CORPORATION	* 3A1	Atlantic Coast Financial Corporation, to become a bank holding company by acquiring 100 percent of the outstanding shares of Atlantic Coast Bank, both of Jacksonville, Florida, upon its conversion from a thrift holding company.	Newspaper: Federal Register:	12/01/2016 12/05/2016	
DESJARDINS GROUP, THE	* 3A5	The Desjardins Group, Levis, Quebec, Canada, to merge Caisse centrale Desjardins du Québec, Montreal, Quebec, Canada, with and into Fédération des caisses Desjardins du Québec, Levis, Quebec, Canada, with the federation as the surviving entity and the parent bank holding company for Desjardins FSB Holdings, Inc. and Desjardins Bank, N.A., both of Hallandale, Florida.	Newspaper: Federal Register:	11/27/2016 Not available	
FEDERATION DES CAISSES DESJARDINS DU QUEBEC	FBSEA	Fédération des caisses Desjardins du Québec, Levis, Quebec, Canada, to establish a federal branch in Hallandale, Florida, to establish a foreign branch located at 1001 East Hallandale Beach Boulevard, Hallandale, Florida.	Newspaper: Federal Register:	Not available Not applicable	
FIRST GREEN BANCORP, INC.	CIC	Prior change in control notice filed by The FGB Term Trust, Robert H. Godwin, and Edward E. Haddock, Jr., all of Winter Park, Florida, and Al Thomas, Fort Lauderdale, Florida, to collectively acquire 25.24 percent of the outstanding shares of common stock of First Green Bancorp, Inc., and its subsidiary, First Green Bank, both of Mount Dora, Florida.	Newspaper: Federal Register:	11/04/2016 11/07/2016	
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	

Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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NONE							

Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Comme	nt Period
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
CENTRAL BANK	* Branch	Central Bank, Storm Lake, Iowa, to establish a branch at 300 East Hickman Road, Waukee, Iowa.	Newspaper: Federal Register:	Not available Not applicable
FENTURA FINANCIAL, INC.	* 3A5	Fentura Financial, Inc., Fenton, Michigan, to acquire via merger 100 percent of Community Bancorp, Inc., Saint Charles, Michigan, and thereby indirectly acquire Community State Bank, Saint Charles, Michigan.	Newspaper: Federal Register:	Not available 11/29/2016
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
FIRST STATE ASSOCIATES, INC.	CIC	Notice by Derek S. Nolan, Parker, South Dakota, individually and thereby acting in concert with Donald D. Nolan, Parker, South Dakota, to acquire control of more than 10 percent of the voting shares of First State Associates, Inc., Hawarden, Iowa. First State Associates, Inc. controls First State Bank, Hawarden, Iowa; Farmers State Bank, Marion, South Dakota; and Miner County Bank, Howard, South Dakota.	Newspaper: Federal Register:	Not available 11/23/2016
FIRST STATE ASSOCIATES, INC.	4c8	First State Associates, Inc., Hawarden, Iowa, to continue engaging in the permissible nonbanking activity of insurance in small towns.	Newspaper: Federal Register:	Not applicable 11/23/2016
JOHNSON FINANCIAL GROUP, INC.	CIC	The Johnson Financial Group, Inc. Voting Trust Agreement dated October 10, 2016, Helen P. Johnson-Leipold as trustee, to join the existing Johnson Family Control Group that was approved on January 31, 2012, to acquire 25 percent or more of the voting shares of Johnson Financial Group, Inc., and thereby indirectly acquire Johnson Bank, both of Racine, Wisconsin	Newspaper: Federal Register:	11/15/2016 11/14/2016

Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Comment Period
UNITED COMMUNITY BANCORP, INC.	* 3A5	United Community Bancorp, Inc., Chatham, Illinois, to merge with Liberty Bancshares, Inc., Alton, Illinois and thereby indirectly acquire Liberty Bank, Alton, Illinois.	

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE							
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Institutio	n		Location				
NONE							

Federal Reserve Bank of St. Louis

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
MCGEHEE BANK EMPLOYEE STOCK OWNERSHIP PLAN THI	* 3A3	The McGehee Bank Employee Stock Ownership Plan, McGehee, Arkansas, to acquire additional direct ownership of up to 35 percent of Southeast Financial Bankstock Corp., McGehee, Arkansas, and thereby increase its indirect control of McGehee Bank, McGehee, Arkansas.	Newspaper: Federal Register:	11/25/2016 12/07/2016
RCSBANK	* Branch	RCSBank, New London, Missouri, to establish a branch facility to be located at 1650 Beale Street, Suite 140, St. Charles, Missouri.	Newspaper: Federal Register:	11/17/2016 Not applicable

Federal Reserve Bank of St. Louis

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Institutio	n		Location				
NONE							

Federal Reserve Bank of Minneapolis

Filer	Filing Type	Filing Proposal	End of Comme	nt Period
CITIZENS STATE BANK OF ARLINGTON	CIC	Change in Control Notice by John R. Rice, Brookings, South Dakota, and Mary D. Rice, Boston, Massachusetts, individually and as a group acting concert, to retain 25 percent or more of the shares of Citizens State Bank of Arlington, Arlington, South Dakota.	Newspaper: Federal Register:	Not available 10/18/2016
COMMERCIAL HOLDING COMPANY	CIC	Retroactive change in control notice by Michael L. Frei, Wagner, South Dakota, individually and with power to vote the shares held in the Jill M. Frei Trust, to retain control of 25 percent or more of the shares of Commercial Holding Company, Wagner, South Dakota, and thereby indirectly retain control of Commercial State Bank of Wagner, Wagner, South Dakota.	Newspaper: Federal Register:	Not available Not available
FIRST COMMUNITY BANK	* Branch	First Community Bank, Glasgow, Montana, to establish a branch facility to be located at 7517 Roughsawn Drive, Helena, Montana.	Newspaper: Federal Register:	Not available Not applicable
KANDIYOHI BANCSHARES, INC.	CIC	Change in Control Notice by Alix E. Behm, Willmar, Minnesota, to acquire 25 percent or more of the shares of Kandiyohi Bancshares, Inc., Willmar, Minnesota, and thereby indirectly gain control of Home State Bank, Litchfield, Minnesota.	Newspaper: Federal Register:	11/20/2016 11/07/2016

Federal Reserve Bank of Minneapolis

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NONE							

Federal Reserve Bank of Kansas City

Filer	Filing Type	Filing Proposal	End of Comme	nt Period
CENTRAL KANSAS BANCSHARES, INC	* 3A1 * 3A3	Central Kansas Bancshares, Inc., Woodbine, Kansas, to become a bank holding company through the acquisition of 100 percent of the voting shares of The Citizens State Bank and Trust Company, Woodbine, Kansas. Central Kansas Bancshares, Inc., Woodbine, Kansas, to acquire 100 percent of the voting shares of Roxbury Bank, Roxbury, Kansas.	Newspaper: Federal Register:	Not available 12/02/2016
FARMERS BANCSHARES, INC.	CIC	Wayne L Culley and Patricia J Culley, as co-trustees of the Wayne L Culley Revocable Trust and the Patricia J Culley Revocable Trust, all of Cameron, Missouri and Keith Culley and Marcella Culley, both of St. Joseph, Missouri, as members of the Culley Family Control Group, to acquire 10 percent or more of the shares and thereby control of Farmers Bancshares Inc., parent of Independent Farmers Bank, both of Maysville, Missouri.	Newspaper: Federal Register:	Not available Not available
MIDWEST BANCO CORPORATION	CIC	The Judy Svajgr Trust dated June 24, 1983, Cozad, Nebraska, the Judy Svajgr Trust dated March 20, 1997, Cozad, Nebraska, and Kirk Randal Riley, Cozad, Nebraska, individually and as voting representative of the foregoing trusts, to acquire voting shares of Midwest Banco Corporation, and thereby indirectly acquire voting shares of First Bank and Trust Company, both of Cozad Nebraska. In addition, the Rebecca Akers Irrevocable Trust, Cozad, Nebraska, the Kevin Olson Irrevocable Trust, Cozad, Nebraska, the Keith Olson 2016 Irrevocable Family Trust, Colorado Springs, Colorado, along with Rebecca Anne Akers, Monument, Colorado, Kevin Edward Olson, Colorado Springs, Colorado, and Steven K. Mulliken, Colorado Springs, Colorado, request approval as members of the Olson/Svajgr group acting in concert to control Midwest Banco Corporation.	Newspaper: Federal Register:	Not available 11/15/2016
RCB BANK	* Branch	RCB Bank, Claremore, Oklahoma, to establish a branch at 800 Garth Brooks Boulevard, Yukon, Oklahoma.	Newspaper: Federal Register:	11/11/2016 Not applicable

Federal Reserve Bank of Kansas City

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NONE							

Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal	End of Comme	nt Period
BANKCAP EQUITY FUND, LLC	* 3A3	Application by BankCap Equity Fund LLC, BankCap Partners GP L.P., and BankCap Partners Fund I, L.P., each a registered bank holding company located in Dallas, Texas, to acquire up to 24.73 percent of voting shares of Silvergate Capital Corporation, La Jolla, California, indirectly through BankCap Partners Opportunity Fund, L.P., Dallas, Texas. Silvergate Capital Corporation is the parent company of Silvergate Bank, also of La Jolla, California.	Newspaper: Federal Register:	Not available Not available
CHICO BANCORP, INC.	CIC	Notice by Patsy Johnson of Chico, Texas, individually, and Patrick Johnson and Patsy Johnson, both of Chico, Texas, collectively as the "Johnson Family Group", have applied to the Federal Reserve Board for permission for (i) Patsy Johnson to retain control of 20.50 percent of the outstanding shares of common stock, (ii) for the Johnson Family Group to retain control of 21.58 percent of the outstanding shares of common stock, and (iii) for the Johnson Family Group to increase this control to 22.12 percent or more of the outstanding shares of common stock, and thereby control of Chico Bancorp, Inc., Chico, Texas and indirectly, First State Bank, Chico, Texas.	Newspaper: Federal Register:	11/09/2016 11/14/2016
INTERNATIONAL BANCSHARES CORPORATION	* 3A3	Application by International Bancshares Corporation and IBC Subsidiary Corporation, both of Laredo, Texas, to acquire International Bank of Commerce, Oklahoma City, Oklahoma (in organization).	Newspaper: Federal Register:	Not available 11/29/2016
SECURITY HOLDING COMPAN	CIC	CIC	Newspaper: Federal Register:	Not available Not available
SECURITY HOLDING COMPAN	CIC	Retroactive notice by Brian Daniel Kemp, San Marcos, Texas, Cynthia Susan Kemp, Fredericksburg, Texas, and Daniel Wesley Kemp, Fredericksburg, Texas, as trustees of the Kemp Family 2016 Trust; Stephanie Ann Igler, San Angelo, Texas, Kory Allen Keller, Fredericksburg, Texas, and Stacy Lynn Loth, Harper, Texas, as trustees of the Keller Family 2016 Trust; Jody Lynn Lapp, Cottonsville, Maryland, as trustee of the Kathleen Keller 2016 Trust; and Kimberly Durst Bonnen, Friendswood, Texas, as trustees of the Kay LeJeune, College Station, Texas, as trustees of the Kay Durst Family 2016 Trust; collectively, to retain control of 10 percent or more of the shares of Security Holding Company, and indirectly Security State Bank & Trust, both of Fredericksburg, Texas.	Newspaper: Federal Register:	Not available Not available

Federal Reserve Bank of Dallas

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NONE							

Federal Reserve Bank of San Francisco

Filer	Filing Type	Filing Proposal	End of Comment Period		
ALTAPACIFIC BANCORP	* 3A3 * 18C	AltaPacific Bancorp, Santa Rosa, California, to acquire Commerce Bank of Temecula Valley, Murrieta, California, and merge it with & into AltaPacific Bank, Santa Rosa, California.	Newspaper: Federal Register:	Not available 11/25/2016	
CATHAY GENERAL BANCORP	* 3A3 * 3A5	1) Cathay General Bancorp to acquire SinoPac Bancorp and its subsidiary bank, Far East National Bank, and 2) Immediately following the acquisition, SinoPac Bancorp will merge with and into Cathay General Bancorp, all of Los Angeles, California.	Newspaper: Federal Register:	10/31/2016 11/02/2016	
GREEN DOT BANK	* 18C	Green Dot Bank, Provo, Utah, to acquire certain assets and assume certain deposit liabilities from Sunrise Banks, National Association, Saint Paul, Minnesota.	Newspaper: Federal Register:	11/05/2016 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	

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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

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

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

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

O = Outstanding

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

RSSD ID	Institution / Location			Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE							
CRA Ex	aminations scheduled for	Quarter of					
Institutio	n		Location				
NONE							