

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

No. 11

Week Ending March 18, 2017

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

# H.2 Board Actions

# **Bank Holding Companies**

Cathay General Bancorp, Los Angeles, California -- to acquire SinoPac Bancorp, Los Angeles, and thereby indirectly acquire Far East National Bank. - Approved, March 17, 2017

People's United Financial, Inc., Bridgeport, Connecticut -- to merge with Suffolk Bancorp, Riverhead, New York, and thereby indirectly acquire Suffolk County National Bank of Riverhead.

- Approved, March 13, 2017

# **Regulations and Policies**

Regulatory Burden Reduction -- interagency report to Congress on the review of regulatory burden, pursuant to the Economic Growth and Regulatory Paperwork Reduction Act.

- Approved, March 9, 2017

(A/C)

# Enforcement

Community Shores Bank Corporation, Muskegon, Michigan -- written agreement dated December 16, 2010, terminated March 13, 2017.

- Announced, March 16, 2017

### H.2 Actions under delegated authority

S&R	Supervision and Regulation

**C&CA** Consumer and Community Affairs

FOMC Federal Open Market Committee

# March 12, 2017 to March 18, 2017

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

# Bank Branches, Domestic

### New York

Banco Popular North America, New York, New York -- to establish a branch at 114 Washington Street, Hoboken, New Jersey.

- Approved, March 13, 2017

# San Francisco

Western Alliance Bank, Phoenix, Arizona -- to establish a branch at 1907 East Pecos Road, Gilbert.

- Approved, March 15, 2017

# Bank Holding Companies

# Richmond

Access National Corporation, Reston, Virginia -- to acquire Middleburg Financial Corporation, Middleburg, and thereby indirectly acquire Middleburg Bank; in addition, to engage in trust activities through the acquisition of Middleburg Investment Group, Inc., and Middleburg Trust Company, Richmond.

- Approved, March 15, 2017

# St. Louis

Tyronza Bancshares, Inc., Marked Tree, Arkansas -- to indirectly acquire shares of Pinnacle Bancshares, Inc., Rogers, and thereby indirectly acquire Pinnacle Bank.

- Approved, March 14, 2017

# Bank Mergers

### St. Louis

Monticello Banking Company, Monticello, Kentucky -- to merge with The Bank of Harlan, Harlan, and to retain the acquired facilities as branches.

- Approved, March 15, 2017

# Richmond

Shore United Bank, Easton, Maryland -- to acquire certain assets and assume certain liabilities of three branches of Northwest Bank, Warren, Pennsylvania.

- Approved, March 13, 2017

# Banks, State Member

### Atlanta

Compass Bank, Birmingham, Alabama -- to make certain public welfare investments.

- Approved, March 14, 2017

# Change in Bank Control

# Dallas

Huntington Bancshares, Inc., Huntington, Texas -- change in bank control of Huntington Bancshares, Inc., and its subsidiary, Huntington State Bank, Huntington.

- Permitted, March 17, 2017

# Chicago

Waupaca Bancorporation, Inc., Waupaca, Wisconsin -- change in bank control of Waupaca Bancorporation, Inc., and its subsidiary, First National Bank, Waupaca.

- Permitted, March 16, 2017

# Extensions of Time

# St. Louis

Central Bank, Little Rock, Arkansas; and Central Acquisition Sub, Inc. (Acquisition Sub) -- extension to June 20, 2017, to become bank holding companies through the merger of Acquisition Sub with Pinnacle Bancshares, Inc., Rogers; simultaneous with the bank holding company merger, Pinnacle Bank will merge with and into Central Bank.

- Granted, March 13, 2017

# St. Louis

Lonoke Bancshares, Inc., Lonoke, Arkansas -- extension to June 26, 2017, to indirectly acquire shares of Pinnacle Bancshares, Inc., Rogers, and thereby indirectly acquire Pinnacle Bank.

- Granted, March 16, 2017

# Savings and Loan Holding Companies

Chicago

Hoyne Savings, MHC, Chicago, Illinois, and Hoyne Financial Corporation -- to acquire Prospect Federal Savings Bank, Worth, and to merge it with and into Hoyne Savings Bank, Chicago.

- Approved, March 13, 2017

### **Federal Reserve Bank of Boston**

# Filings received during the week ending March 18, 2017

Filer

Filing Type Filing Proposal

**End of Comment Period** 

### **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
BANK OF NEW YORK MELLON THE	Investment	The Bank of New York Mellon, New York, New York, to make an investment, pursuant to Section 211.9(f) of Regulation K.		Not applicable Not applicable

### Federal Reserve Bank of New York

#### Availability of CRA Public Evaluations

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Institutio	n		Location				
NONE							

# Federal Reserve Bank of Philadelphia

Filer	Filing Type	Filing Proposal	End of Comment Period
HAMILTON BANCORP, INC	* 3A1	Hamilton Bancorp, Inc., Ephrata, PA, to form a bank holding company by acquiring Stonebridge Bank, West Chester, PA.	Newspaper:03/31/2017Federal Register:Not available

### Federal Reserve Bank of Philadelphia

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Institutio	n		Location				
NONE							

### Federal Reserve Bank of Cleveland

# Filings received during the week ending March 18, 2017

Filer

Filing Type Filing Proposal

**End of Comment Period** 

### Federal Reserve Bank of Cleveland

#### Availability of CRA Public Evaluations

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Institutio	n		Location				
NONE							

### Federal Reserve Bank of Richmond

Filer	Filing Type	Filing Proposal	End of Comme	nt Period
BAY BANKS OF VIRGINIA, IN(		Bay Banks of Virginia, Inc., Kilmarnock, Virginia, to engage in extending credit and servicing loans.		Not applicable Not applicable

### **Federal Reserve Bank of Richmond**

#### Availability of CRA Public Evaluations

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NONE							
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Institutio	n		Location				
NONE							

# Federal Reserve Bank of Atlanta

Filer	Filing Type	Filing Proposal	End of Comme	nt Period
CLAYTON HC, INC.	* 3A3	Clayton HC, Inc., Knoxville, Tennessee, to acquire approximately 19.6 percent of FB Financial Corporation, and its subsidiary FirstBank, both of Nashville, Tennessee, in connection with the sale by Clayton HC of 100 percent of Clayton Bank and Trust, Knoxville, Tennessee, and American City Bank of Tullahoma, Tullahoma, Tennessee, to FirstBank	Newspaper: Federal Register:	Not available 04/17/2017
COMMERCIAL BANK	* Branch	Commercial Bank, Harrogate, Tennessee, to establish a branch located at 1440 Cumberland Falls Parkway, Corbin, Kentucky, to be known as the South Corbin Branch.	Newspaper: Federal Register:	03/23/2017 Not applicable
FB FINANCIAL CORPORATION	* 3A3	FB Financial Corporation, Nashville, Tennessee, through its subsidiary, FirstBank, Nashville, Tennessee, to acquire Clayton Bank and Trust, Knoxville, Tennessee, and American City Bank of Tullahoma, Tullahoma, Tennessee.	Newspaper: Federal Register:	04/11/2017 Waived
HERITAGE NOLA BANCORP, INC.	* SLHC Formation	Heritage NOLA Bancorp, Inc., to become a savings and loan holding company by acquiring 100 percent of the outstanding shares of Heritage Bank of St. Tammany, both of Covington, Louisiana, in connection with the mutual-to-stock conversion of Heritage Bank of St. Tammany.	Newspaper: Federal Register:	04/18/2017 04/14/2017
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 Familes' 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

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NONE							
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Institutio	n		Location				
NONE							

# Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Comment Period		
FIRST MIDWEST BANCORP, INC.	4c8	First Midwest Bancorp, Inc., Itasca, Illinois to retain Premier Asset Management LLC and thereby engage in the nonbanking activity of financial and investment advisory activities, pursuant to section 225.28(b)(6) of Regulation Y.	Newspaper: Federal Register:	Not applicable Not applicable	
GUARANTY BANKSHARES, LTD.	CIC	Robert David Becker, individually and as trustee for The Harold M. Becker Irrevocable Children's Trust, Cedar Rapids, Iowa, together with Sherri A. Becker, Kansas City, Missouri, Linda Deaktor, Chatsworth, California, Deborah B. Josephson, as trustee for the Deborah B. Josephson Revocable Trust, Omaha, Nebraska, Erik Leibsohn, Paradise Vally, Arizona, Steve Leibsohn, Scottsdale, Arizona, and Matthew Rose, Phoenix, Arizona, as a group acting in concert to retain voting control of 68.97 percent of Guaranty Bankshares, Ltd and thereby indirectly retain control of Guaranty Bank and Trust Company, both of Cedar Rapids, Iowa.	Newspaper: Federal Register:	Not available 01/10/2017	
MINIER FINANCIAL, INC. EMPLOYEE STOCK OWNERSH PLAN W/401(K) PROVISIONS	* 3A3	Minier Financial, Inc. Employee Stock Ownership Plan with 401(k) Provisions, Minier, Illinois, to increase its ownership of Minier Financial, Inc., Minier, Illinois, from 41.12 percent to 51 percent, and thereby increase its indirect ownership of First Farmers State Bank, Minier, Illinois.	Newspaper: Federal Register:	Not available Not available	
SPEER BANCSHARES, INC.	CIC	Bradley M. Stahl, Chicago, Illinois, to join the Stahl Family Control Group which consists of George M. Stahl, Wyoming, Illinois; Patricia L. Stahl, Wyoming, Illinois; James I. Stahl, Wyoming, Illinois; Evelyn J. Stahl, Wyoming, Illinois; which controls Speer Bancshares, Inc., Speer, Illinois and thereby indirectly control State Bank of Speer, Speer, Illinois.	Newspaper: Federal Register:	03/31/2017 03/29/2017	
SPEER BANCSHARES, INC.	CIC	Peggy L. Holmes, Chillicothe, Illinois; together with Zealy M. Holmes Estate (Peggy L. Holmes, executor), Chillicothe, Illinois; James R. Hicks, Chillicothe, Illinois; Emmalee Holmes-Hicks, Providence, Rhode Island; Connie Holmes Nelson, Thunder Bay, Ontario, Canada; Cailin Anne Nelson, Boulder, Colorado; Ava Isobel Quinn, Boulder, Colorado; Wendy Holmes, Minneapolis, Minnesota; David Robert Frank, Minneapolis, Minnesota; and Kira Zhibo Nelson, Minneapolis, Minnesota, as a group acting in concert, to retain and acquire 25 percent or more of the shares of Speer Bancshares, Inc., Speer, Illinois and thereby indirectly control State Bank of Speer, Speer, Illinois.	Newspaper: Federal Register:	03/31/2017 03/29/2017	

# Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Comment Period
WB BANCORP, INC.	* 3A5	WB Bancorp, Inc., New Berlin, Illinois to merge with MC Bancorp, Inc. and thereby indirectly acquire Bank of Modesto both of Modesto, Illinois	Newspaper: Not available Federal Register: Not available
WISCONSIN MUTUAL BANCORP, MHC.	* 3A1	Wisconsin Mutual Bancorp, MHC and EWSB Bancorp, Inc. to become bank holding companies through the acquisition of East Wisconsin Savings Bank, Kaukauna, Wisconsin.	Newspaper: Not available Federal Register: Not available

### **Federal Reserve Bank of Chicago**

#### Availability of CRA Public Evaluations

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NONE							
CRA Ex	aminations scheduled for	Quarter of					
Institutio	n		Location				
NONE							

### Federal Reserve Bank of St. Louis

Filer	Filing Type	Filing Proposal	End of Comme	nt Period
FIRST BANK	* Branch	First Bank, Creve Coeur, Missouri, to establish a branch to be located at 26562 Moulton Parkway, Suite 62B, Laguna Hills, California.		03/25/2017 Not applicable

### Federal Reserve Bank of St. Louis

#### Availability of CRA Public Evaluations

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833646	BANK OF CAIRO & MOBERLY, MOBERLY, MISSOURI	11/07/2016	02/14/2017	S	Small Bank
931047	BANK OF SALEM, SALEM, ARKANSAS	12/05/2016	03/13/2017	S	Small Bank
904359	CENTURY BK OF THE OZARKS, GAINESVILLE, MISSOURI	11/28/2016	03/02/2017	S	Small Bank

CRA Examinations scheduled for Quarter of

Institution

Location

# Federal Reserve Bank of Minneapolis

Filer	Filing Type	Filing Proposal	End of Comme	nt Period
ALERUS FINANCIAL CORPORATION	CIC	Notice by Alerus Financial Employee Stock Ownership Plan, Grand Forks, North Dakota to increase its ownership to 10% or more of Alerus Financial Corporation, Grand Forks, North Dakota, and indirectly Alerus Financial, National Association, Grand Forks, North Dakota.	Newspaper: Federal Register:	Not available 03/20/2017
FIRST INTERSTATE BANCSYSTEM, INC.	* 3A3 * 18C * Branch	First Interstate BancSystem, Inc., Billings Montana, to acquire 100% of Cascade Bancorp, Inc., Bend, Oregon. And First Interstate Bank, Billings Montana to merge with Bank of the Cascades, Bend, Oregon, and incident thereto, establish branches.	Newspaper: Federal Register:	Not available 03/14/2017
FRANDSEN BANK & TRUST	* Branch	Frandsen Bank and Trust, Lonsdale, Minnesota to establish a branch facility to be located at 404 West Superior Street, Suite 210, Duluth, Minnesota.	Newspaper: Federal Register:	Not available Not applicable
LAKE ELMO BANCSHARES, INC.	CIC	Change in Control Notice by Rebecca R. Billingsley, Lake Elmo, Minnesota, Daniel D. Raleigh, Lake Elmo, Minnesota, and Elizabeth R. Landherr, Lake Elmo, Minnesota, individually, and as trustees of one or more of the following trusts: The Joseph Leo Raleigh Trust (trustee Daniel D. Raleigh), the Megan Snowell Raleigh Trust (trustee Daniel D. Raleigh), the Elizabeth Tian Landherr Trust (trustee Elizabeth R. Landherr), the Maria Snowell Landherr Trust (trustee Elizabeth R. Landherr), the Anna Keman Raleigh Landherr Trust (trustee Elizabeth R. Landherr), the John Daniel Billingsley Trust (trustee Rebecca R. Billingsley), the Kathleen Raleigh Billingsley Trust, (trustee Rebecca R. Billingsley), and the Rachel Elizabeth Billingsley Trust (trustee Rebecca R. Billingsley), and as the persons designated to vote the shares held by the Lake Elmo Bank Employee Stock Ownership Trust (all Trusts located in Lake Elmo, Minnesota), to retain control of 25 percent or more of Lake Elmo Bank, Lake Elmo, Minnesota.	Newspaper: Federal Register:	Not available 03/14/2017
LEACKCO BANK HOLDING COMPANY, INC.	CIC	Change in Control Notice by Jeffory A. Erickson, Sioux Falls, South Dakota to retain and acquire 25 percent or more of the shares of Leackco Bank Holding Company, Inc., Wolsey, South Dakota, and thereby indirectly gain control of American Bank and Trust, Wessington Springs, South Dakota.	Newspaper: Federal Register:	Not available 03/13/2017

### **Federal Reserve Bank of Minneapolis**

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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
659855	FIRST INTRST BK, BILLINGS, MONTANA	06/06/2016	03/16/2017	0	Large Bank
CRA Ex	aminations scheduled for Quarter of				
Institutio	on Location				

# Federal Reserve Bank of Kansas City

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
AMCORP FINANCIAL, INC.	CIC	Penelope Wells individually and as Co-Trustee of the Penny J. Wells Revocable Trust and the Steven J. Wells Revocable Trust, all of Ardmore, Oklahoma, to retain control of Amcorp Financial, Inc., Ardmore Oklahoma, and for approval as a member of the Wells Family Group. In addition, The Penny J. Wells Revocable Trust, the Steven J. Wells Revocable Trust, and Julie Pino, all of Ardmore, Oklahoma as members of the Wells Family Group. Amcorp Financial, Inc. controls American Nation Bank, Ardmore, Oklahoma.	Newspaper: Federal Register:	03/31/2017 03/29/2017
MADISON COUNTY FINANCIAL, INC.	* 3A1	Madison County Financial, Inc. to become a bank holding company upon the conversion of Madison County Bank, both in Madison County, Nebraska, to a commercial bank.	Newspaper: Federal Register:	Not available 04/14/2017

### Federal Reserve Bank of Kansas City

#### Availability of CRA Public Evaluations

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303952	FARMERS BK OF NORTHERN MO, UNIONVILLE, MISSOURI	12/05/2016	03/13/2017	S	Int Sm Bank
2317672	FIRST AMERICAN ST BK, GREENWOOD VILLAGE, COLORAI	12/05/2016	03/13/2017	S	Small Bank
369453	IMPACT BK, WELLINGTON, KANSAS	10/31/2016	03/02/2017	S	Small Bank
723756	PEOPLES BK, COLDWATER, KANSAS	11/29/2016	03/01/2017	S	Small Bank
945053	RCB BK, CLAREMORE, OKLAHOMA	10/03/2016	03/08/2017	S	Large Bank

CRA	Examinations scheduled for	Quarter of

Institution

Location

### Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal	End of Comme	nt Period
A.N.B. HOLDING COMPANY, LTD.	* 3A3	Application by A.N.B. Holding Company, Ltd., Terrell, Texas, to acquire additional shares up to 38 percent of The ANB Corporation, Terrell, Texas, and indirectly acquire The American National Bank of Texas, Terrell, Texas; Lakeside Bancshares, Inc., Rockwall, Texas; and Lakeside National Bank, Rockwall, Texas.	Newspaper: Federal Register:	Not available 04/14/2017
MNB VENTURES, INC.	CIC	Retroactive notice filed by Jose Quiroga and the MNB 2016 Stock Trust, Edinburg, Texas, to retain 25 percent or more of the shares of MNB Ventures, Inc., which controls Texas National Bank, both of Mercedes, Texas; and Jose Quiroga and the MNB 2016 Stock Trust to join the Ortega control group, which was previously cleared by the Federal Reserve Board under the Change in Bank Control Act on December 15, 2008, to control MNB Ventures, Inc.	Newspaper: Federal Register:	Not available Not available
VISTA BANK	* 18C	Application by Vista Bank, Ralls, Texas, to acquire by merger Hamlin National Bank, Hamlin, Texas, and to establish all offices of Hamlin National Bank as branches of Vista Bank.	Newspaper: Federal Register:	Not available Not applicable

### **Federal Reserve Bank of Dallas**

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884358	FIRST ST BK OF LIVINGSTON, LIVINGSTON, TEXAS	10/24/2016	03/17/2017	0	Int Sm Bank

CRA Examinations scheduled for	Quarter of
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Institution

Location

### Federal Reserve Bank of San Francisco

Filer	Filing Type	Filing Proposal	End of Comment Period	
COLUMBIA BANKING SYSTEM INC.	* 3A5	Columbia Banking System, Inc., Tacoma, Washington, to acquire through merger Pacific Continental Corporation and thereby indirectly acquire its subsidiary bank, Pacific Continental Bank, both of Eugene, Oregon.	Newspaper: Federal Register:	Not available 03/14/2017
CORNERSTONE COMMUNITY BANK	* Branch	Cornerstone Community Bank, Red Bluff, California, proposes to provide messenger services for its customers located in Redding, California.	Newspaper: Federal Register:	03/29/2017 Not applicable
Feather River Bancorp. Inc.	* 3A1	Feather River Bancorp, Inc., Dover, Delaware, to become a bank holding company by acquiring 100 percent of Bank of Feather River, Yuba City, California.	Newspaper: Federal Register:	Not available Not available
SEACOAST COMMERCE BANK	* Branch	Seacoast Commerce Bank, San Diego, California, to establish a branch office at 22 West 35th Street, National City, California.	Newspaper: Federal Register:	Not available Not applicable

### Federal Reserve Bank of San Francisco

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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:

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							