

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

No. 9

Week Ending March 3, 2018

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

H.2 Board Actions

Testimony and Statements

Monetary Policy -- statement by Chairman Powell before the House Committee on Financial Services on February 27 and the Senate Committee on Banking, Housing, and Urban Affairs on March 1, 2018, on the semiannual monetary policy report to the Congress.

- Published, February 27, 2018

Regulations and Policies

Regulation J (Collection of Checks and Other Items by Federal Reserve Banks and Funds Transfers Through Fedwire) -- publication for comment of proposed amendments (1) intended to align the rights and obligations of parties, including the Federal Reserve Banks, with the Board's 2017 amendments to Regulation CC (Availability of Funds and Collection of Checks), which reflected the evolution to the current virtually all-electronic check collection system; and (2) to clarify and simplify Regulation J and remove obsolete provisions.

- Approved, February 26, 2018

Rules Regarding Delegation of Authority -- final rule to delegate to the Secretary of the Board the authority to determine an appeal of denial of access to Board records under the Freedom of Information Act and the Privacy Act.

- Approved, February 27, 2018

Supervision and Regulation

Resolutions Plans -- issuance of joint letters by the Board and Federal Deposit Insurance Corporation describing expectations for the December 2018 resolution plans of Citizens Financial Group, Inc., and CIT Group Inc.

- Approved, February 14, 2018

(A/C)

H.2 Actions under delegated authority

S&R Supervision and Regulation

C&CA Consumer and Community Affairs

FOMC Federal Open Market Committee

February 25, 2018 to March 3, 2018

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

Bank Branches, Domestic

Atlanta

The Brand Banking Company, Lawrenceville, Georgia -- to establish a branch at 78 North Broad Street, Winder.

- Withdrawn, March 2, 2018

Minneapolis

Dakota Western Bank, Bowman, North Dakota -- to establish a branch at 24 Main Avenue South, Regent.

- Approved, March 2, 2018

Cleveland

The Genoa Banking Company, Genoa, Ohio -- to establish a branch at 202 North Summit Street, Toledo, and to exceed the limit on investment in bank premises.

- Approved, February 28, 2018

Dallas

Vista Bank, Ralls, Texas -- to establish a branch at 5840 West Northwest Highway, Dallas.

- Withdrawn, February 27, 2018

Bank Holding Companies

Minneapolis

Cyrus Bancshares, Inc., Alexandria, Minnesota -- to merge with Quality Bankshares, Inc., Page, North Dakota, and thereby indirectly acquire Quality Bank, Fingal.

- Approved, February 26, 2018

(A/C) = Addition or Correction

Bank Holding Companies

Kansas City

Equity Bancshares, Inc., Wichita, Kansas -- to acquire Adams Dairy Bancshares, Inc., Blue Springs, Missouri; and for Equity Bank, Andover, Kansas, to merge with Adams Dairy Bank, Blue Springs, and thereby establish a branch.

- Approved, March 1, 2018

Kansas City

Equity Bancshares, Inc., Wichita, Kansas -- to acquire Kansas Bank Corporation, Liberal; and for Equity Bank, Andover, to merge with First National Bank of Liberal, Liberal, and thereby establish branches.

- Approved, March 1, 2018

Chicago

First Mid-Illinois Bancshares, Inc., Mattoon, Illinois -- to acquire First BancTrust Corporation, Champaign, and thereby indirectly acquire First Bank & Trust IL, Paris.

- Approved, March 2, 2018

Richmond

H Bancorp LLC, Irvine, California -- to acquire shares of Old Line Bancshares, Inc., Bowie, Maryland, and thereby indirectly acquire shares of Old Line Bank.

- Approved, March 2, 2018

Richmond

Old Line Bancshares, Inc., Bowie, Maryland -- to acquire Bay Bancorp, Inc., Columbia, and thereby indirectly acquire Bay Bank, FSB.

- Approved, March 2, 2018

Change in Bank Control

St. Louis

Crossroads Bancorp, Inc., Mount Washington, Kentucky -- to retain control of Crossroads Bancorp, Inc., and its subsidiary, Peoples Bank Mt. Washington, Mount Washington.

- Permitted, March 2, 2018

St. Louis

Lake Valley Bancorp, Inc., Taylorsville, Kentucky -- to retain control of Lake Valley Bancorp, Inc., and its subsidiary, The Peoples Bank, Taylorsville.

- Permitted, March 2, 2018

Kansas City

Mackey BanCo, Inc., Ansley, Nebraska -- to retain control of Mackey BanCo, Inc., and its subsidiary, Security State Bank, Ansley.

- Permitted, March 2, 2018

Atlanta

Peoples Bancshares of TN, Inc., Madisonville, Tennessee -- to retain control of Peoples Bancshares of TN, Inc., and its subsidiary, Peoples Bank of East Tennessee, Madisonville.

- Withdrawn, March 2, 2018

Extensions of Time

Secretary

Barclays PLC, London, England, and Barclays Bank PLC -- commenter's request to extend the comment period on the application to retain Barclays US Holdings Limited, New York, New York, on its becoming a bank holding company by acquiring Barclays US LLC, New York, and thereby indirectly acquiring Barclays Bank Delaware, Wilmington, Delaware.

- Denied, February 26, 2018

Savings and Loan Holding Companies

Atlanta

First Federal Bancorp, Inc., Lake City, Florida, and First Federal Bancorp, MHC -- to reconvert to savings and loan holding companies after acquiring Coastal Banking Company, Inc., Beaufort, South Carolina, a bank holding company, and thereby indirectly acquiring CBC National Bank, Fernandina Beach, Florida.

- Approved, February 26, 2018

General Counsel

Kearny Financial Corporation, Fairfield, New Jersey -- waiver of application to acquire Clifton Bancorp Inc., Clifton, and Clifton Savings Bank, in connection with Clifton Savings Bank's merger with and into Kearny Bank, Kearny.

- Granted, February 26, 2018

General Counsel

Union Savings and Loan Association (Union), New Orleans, Louisiana -- waiver of application to acquire Hibernia Bancorp, Inc., New Orleans, and Hibernia Bank, in connection with Hibernia Bank's merger with and into Union.

- Granted, February 23, 2018

(A/C)

Federal Reserve Bank of Boston

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
JAMESTOWN	CIC	Retroactive notice of change of control for	Newspaper:	Not available
IRREVOCABLE TRUST		Joseph V. Cavanagh, Jr., Warwick, Rhode Island, to be appointed as trustee for the Jamestown Irrevocable Trust and the Geesala Irrevocable Trust, both of Warwick, Rhode Island.	Federal Register:	Not available
NEW HAMPSHIRE MUTUAL	* 3A3	Application by New Hampshire Mutual	Newspaper:	03/13/2018
BANCORP	* 3A5	Bancorp, Concord, New Hampshire, to merge with Walpole Mutual Bancorp, Walpole, New Hampshire, and thereby acquire its subsidiary bank, Savings Bank of Walpole, Walpole, New Hampshire, pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended.	Federal Register:	03/22/2018
Walpole Mutual Bancorp	* 3A1	Walpole Mutual Bancorp, Walpole, New	Newspaper:	03/13/2018
		Hampshire, to become a mutual holding company by acquiring 100 percent of Savings Bank of Walpole, Walpole, New Hampshire, pursuant to section 3(a)(1) of the Bank Holding Company Act of 1956, as amended, in connection with the reorganization of Savings Bank of Walpole from mutual to stock form.	Federal Register:	03/22/2018

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 Exam	inations scheduled for	Quarter of				
Institution			Location		Qu	arter
NONE						

Federal Reserve Bank of New York

Filer	Filing Type	Filing Proposal	End of Commer	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	Newspaper: Federal Register:	Not applicable Not applicable
BANK OF NEW YORK MELLON, THE	Investment	K. The Bank of New York Mellon, New York, New York, to make an investment pursuant to Section 211.9(f) of Regulation K.	Newspaper: Federal Register:	Not applicable Not applicable
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.	Newspaper: Federal Register:	Not applicable Not applicable
CITIBANK, N.A.	Investment	Notice by Citibank N.A., Sioux Falls, South Dakota and Citibank Overseas Investment Corporation, New Castle Delaware, to make additional investment, pursuant to Section 211.9(f) of Regulation K.	Newspaper: Federal Register:	Not applicable Not applicable
JPMORGAN CHASE BANK, NATIONAL ASSOCIATION	Investment	JPMorgan Chase Bank, National Association, Columbus, Ohio and J.P Morgan International Finance Limited, Newark, Delaware, provide prior notice to invest in subsidiaries, pursuant to Section 211.9 of Regulation K.	Newspaper: Federal Register:	Not applicable Not applicable

Federal Reserve Bank of New York

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NONE						
CRA Exam	ninations scheduled for	Quarter of				
Institution			Location		Qua	arter
NONE						

Federal Reserve Bank of Philadelphia

Filings received during the week ending March 3, 2018

FilerFiling TypeFiling ProposalEnd of Comment Period
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NONE

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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NONE						
CRA Exam	inations scheduled for	Quarter of				
Institution			Location		Q	uarter
NONE						

Federal Reserve Bank of Cleveland

Filings received during the week ending March 3, 2018

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NONE

Federal Reserve Bank of Cleveland

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NONE						
CRA Exam	ninations scheduled for	Quarter of				
Institution			Location		Qua	arter
NONE						

Federal Reserve Bank of Richmond

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
BENCHMARK COMMUNITY	* Branch	Benchmark Community Bank, Kenbridge,	Newspaper:	03/02/2018
BANK		Virginia, to establish a branch at 316 W. Atlantic Street, Emporia, Virginia.	Federal Register:	Not applicable

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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3567269	SELECT BK, FOREST, VIRGINIA	10/23/2017	02/28/2018	S	Small Bank
590220	UWHARRIE BK, ALBEMARLE, NORTH CAROLINA	04/17/2017	03/01/2018	S	Int Sm Bank

CRA Examinations scheduled for	Quarter of	
Institution	Location	Quarter
NONE		

Federal Reserve Bank of Atlanta

Filer	Filing Type	Filing Proposal	End of Commen	t Period
BRAND BANKING COMPANY, THE	* Branch	The Brand Banking Company, Lawrenceville, Georgia, to establish a	Newspaper: Federal Register:	Not available Not applicable
		branch located at 78 North Broad Street, Winder, Georgia.	rederal Register.	Not applicable
FIRST ST. CHARLES	CIC	After-the-fact change in control notice filed	Newspaper:	03/08/2018
BANCSHARES, INC.		by Brandt J. Dufrene, Sr., individually and as trustee for The FSC Trust No. 1, and Brandt J. Dufrene, Jr., individually and as the trustee for The FSC Trust No. 2 and the Brandt J. Dufrene, Jr. Trust No. 1, all of Metairie, Louisiana, to retain shares of First St. Charles Bancshares, Inc., and its subsidiary, First National Bank USA, both Boutte, Louisiana.	Federal Register:	03/07/2018
IBERIABANK	* Branch	IBERIABANK, Lafayette, Louisiana, to	Newspaper:	03/08/2018
		establish a branch located at 301 Harrison Avenue, New Orleans, Louisiana, to be known as the Harrison Branch.	Federal Register:	Not applicable
JAMAICA NATIONAL	FBSEA	JN Bank LTD., Kingston, Jamaica,	Newspaper:	Not available
BUILDING SOCIETY		formerly known as Jamaica National Building Society, to establish a representative office in Florida.	Federal Register:	Not applicable
PEOPLES BANCSHARES OF	CIC	After-the-fact change in control notice filed	Newspaper:	Not available
TN, INC.		by Delmar Allan Benton of Madisonville, Tennessee to retain shares of Peoples Bancshares of Tennessee Inc., and its subsidiary, Peoples Bank of East Tennessee, both of Madisonville, Tennessee.	Federal Register:	Not available
REGIONS BANK	PWI	Regions Bank, Birmingham, Alabama,	Newspaper:	Not applicable
		request for approval to make three public welfare investments.	Federal Register:	Not applicable

Federal Reserve Bank of Atlanta

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NONE						
CRA Exam	ninations scheduled for	Quarter of				
Institution			Location		Qua	arter
NONE						

Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Comment Period		
BOSSHARD FINANCIAL	* 18C	Bosshard Financial Group, Inc., La Crosse,	Newspaper:	Not available	
GROUP, INC.	* 3A5 * Branch	Inc., La Crosse, Wisconsin. In addition,	Federal Register:	03/29/2018	
CBC FINANCIAL, INC.	* 3A1	CBC Financial, Inc., Westmont, Illinois, to become a bank holding company through the acquisition of 100 percent of Citizens Bank of Chatsworth, Chatsworth, Illinois.	Newspaper: Federal Register:	Not available 11/07/2017	
CHEBELLE CORPORATION	* 3A3	Chebelle Corporation, Belle Plaine, Iowa, to acquire 100 percent of the outstanding shares of Victor State Bank, Victor, Iowa.	Newspaper: Federal Register:	Not available 02/16/2018	

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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882242	ROLLING HILLS B&T, ATLANTIC, IOWA	11/06/2017	03/12/2018	S	Small Bank

CRA Examinations scheduled for	Quarter of	
Institution	Location	Quarter
NONE		

Federal Reserve Bank of St. Louis

Filer	Filing Type	Filing Proposal	End of Comment Period		
CITIZENS BANK, THE	* Branch	The Citizens Bank, Batesville, Arkansas to establish a branch located at 1698 Higdon Ferry Road, Hot Springs, Arkansas.	Newspaper: Federal Register:	Not available Not applicable	
CNB BANK SHARES, INC.	* 3A3	CNB Bank Shares, Inc., Carlinville, Illinois, to acquire 100% of the voting shares of Jacksonville Bancorp, Inc, Jacksonville, Illinois, and thereby indirectly acquire Jacksonville Savings Bank, Jacksonville, Illinois.	Newspaper: Federal Register:	04/02/2018 Not available	
STARK BANCSHARES, INC.	* 3A1	Stark Bancshares, Inc., Canton, Ohio, to become a bank holding company by acquiring 100 percent of the voting shares of Farmers Financial Corporation, Bolivar, Missouri, and thereby indirectly acquire Farmers State Bank, SB, Schell City, Missouri.	Newspaper: Federal Register:	03/30/2018 Not available	

Federal Reserve Bank of St. Louis

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145059	BANK OF HALLS, HALLS, TENNESSEE	08/14/2017	02/28/2018	S	Small Bank
136459	GATES BKG&TC, GATES, TENNESSEE	09/11/2017	02/28/2018	S	Small Bank
854454	JEFFERSON BK OF MO, JEFFERSON CITY, MISSOURI	11/06/2017	02/22/2018	S	Int Sm Bank
CRA Exan	ninations scheduled for Quarter of				
Institution		Location		Q	uarter

Federal Reserve Bank of Minneapolis

Filer	Filing Type Filing Proposal		End of Comment Period		
MACKINAC FINANCIAL	$ \cdot \cdot$		Newspaper:	03/17/2018	
CORPORATION		Manistique, Michigan, with its wholly owned subsidiary, MFNC Acquisition, LLC, Manistique, Michigan, to acquire 100 percent of shares of First Federal of Northern Michigan Bancorp, Inc., Alpena, Michigan, and thereby indirectly acquire First Federal of Northern Michigan, Alpena, Michigan.	Federal Register:	03/23/2018	

Federal Reserve Bank of Minneapolis

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NONE						
CRA Exam	inations scheduled for	Quarter of				
Institution			Location			Quarter
NONE						

Federal Reserve Bank of Kansas City

Filer	Filing Type	Filing Proposal	End of Comment Period		
BANKLIBERTY	* 18C	BankLiberty, Liberty, Missouri, to merge	Newspaper:	Not available	
	* Branch	with Lawson Bank, Lawson, Missouri, and incident thereto, to establish several branches.	Federal Register:	Not applicable	
FFP GROUP, INC.	* 3A1	FFP Group, Inc., and its newly formed	Newspaper:	03/10/2018	
		merger subsidiary, FFP Merger Sub, Inc., both of Denver, Colorado, to become bank holding companies through the acquisition of Raton Capital Corporation, Raton, New Mexico, parent of International Bank, Raton, New Mexico.	Federal Register:	03/12/2018	
FIRST ALTUS BANCORP,	CIC	Robert McMahan, John "Kyle" McMahan,	Newspaper:	Not available	
INC.		and the McMahan Family Trust, Edythe McMahan, trustee, all of Altus, Oklahoma, to retain voting shares of First Altus Bancorp, Inc., Altus, Oklahoma, and for approval as members of the McMahan family group, which controls First Altus Bancorp, Altus, Oklahoma, and thereby indirect control of Frazer Bank, Altus, Oklahoma.	Federal Register:	03/07/2018	
FIRSTBANK	* Branch	FirstBank, Lakewood, Colorado, to	Newspaper:	Not available	
		establish a branch at 1779 Highway 7, Erie, Colorado.	Federal Register:	Not applicable	
FIRSTOAK BANK	* 18C	FirstOak Bank, Independence, Kansas, to	Newspaper:	03/17/2018	
	* Branch	merge with The State Bank of Kansas, Fredonia, Kansas, and incident thereto, to establish a branch.	Federal Register:	Not applicable	

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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NONE						
CRA Exan	ninations scheduled for	Quarter of				
Institution			Location		Qua	arter
NONE						

Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal	End of Comment Period		
CHARIS HOLDINGS, INC.	* 3A1	Application by Charis Holdings, Inc., Dallas, Texas, to become a bank holding company by acquiring 100 percent of Justin State Bank, Justin, Texas.	Newspaper: Federal Register:	Not available Not available	
SUSSER BANK HOLDINGS, LLC	* 3A1	Application by SBH Manager, LLC, and Susser Bank Holdings, LLC, both of Corpus Christi, Texas, to become bank holding companies through the acquisition of up to 65.9 percent of BancAffiliated, Inc., Arlington, Texas, and indirectly, Affiliated Bank, National Association, Arlington, Texas.	Newspaper: Federal Register:	Not available 03/01/2018	

Federal Reserve Bank of Dallas

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NONE						
CRA Exam	ninations scheduled for	Quarter of				
Institution			Location			Quarter
NONE						

Federal Reserve Bank of San Francisco

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMMUNITY BANCSHARES, INC.	CIC	Change in Control Notice by Thomas P. Moran, Walla Walla, Washington; James R Moran, Buckeye, Arizona; and the W&A Moran Exempt Family Trust, Ketchikan, Alaska, Thomas P. Moran and Todd MacManus, Ketchikan, Alaska, Trustees, to retain 46.9 percent of the voting shares of Community Bancshares, Inc., and thereby retain control of Community Bank, both of Joseph, Oregon.	Newspaper: Federal Register:	Not available Not available
HERITAGE BANK OF COMMERCE	* 18C	Heritage Bank of Commerce, San Jose,	Newspaper:	Not available
	* Branch	California, to merge with Tri-Valley Bank, San Ramon, California, and thereby acquire two branch offices.	Federal Register:	Not applicable
HERITAGE BANK OF COMMERCE	* 18C	Heritage Bank of Commerce, San Jose,	Newspaper:	Not available
	* Branch	California, to merge with United American Bank, San Mateo, California, and thereby acquire three branch offices.	Federal Register:	Not applicable
MISSION BANK	* Branch	Mission Bank, Bakersfield, California, to	Newspaper:	Not available
		establish a new branch office at 1500 Palma Drive, Ventura, California.	Federal Register:	Not applicable
TRICO BANCSHARES	* 3A5	TriCo Bancshares, Chico, California, to	Newspaper:	Not available
		acquire and merge with FNB Bancorp, and thereby indirectly acquire control of First National Bank of Northern California, both of South San Francisco, California.	Federal Register:	03/19/2018

Federal Reserve Bank of San Francisco

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Institution			Location			Qua	rter
NONE							