

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

No. 45

Week Ending November 10, 2018

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

H.2 Board Actions

Bank Branches, Domestic

Comerica Bank, Dallas, Texas -- to establish branches at 2 Riverway Drive, Houston; and 6829 Hillcrest Avenue, Dallas.

- Approved, November 5, 2018

Monetary and Financial Policy

Financial Stability Report -- plan to begin publishing a semiannual report presenting the Board's view of the outlook for U.S. financial stability. - Announced, November 9, 2018

Supervision and Regulation

Supervision and Regulation Report -- publication of the inaugural Supervision and Regulation report, which summarizes banking system conditions and the Federal Reserve's recent supervisory and regulatory actions.

- Announced, November 9, 2018

Enforcement

McHenry Bancorp, Inc., McHenry, Illinois -- cease-and-desist order issued by the Office of Thrift Supervision dated March 26, 2010, terminated November 1, 2018. - Announced, November 6, 2018

H.2	Actions	under	delegated	authority
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S&R Supervision and Regulation

C&CA Consumer and Community Affairs

FOMC Federal Open Market Committee

November 4, 2018 to November 10, 2018

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

Bank Branches, Domestic

Kansas City

Bank 7, Oklahoma City, Oklahoma -- to establish a branch at 8837 Lebanon Road, Frisco, Texas.

- Approved, November 9, 2018

New York

BNB Bank, Bridgehampton, New York -- to establish a branch at 538 Broadhollow Road, Melville.

- Approved, November 8, 2018

St. Louis

Simmons Bank, Pine Bluff, Arkansas -- to establish a branch at 601 East Third Street, Little Rock.

- Approved, November 7, 2018

Bank Holding Companies

San Francisco

Bou Bancorp, Inc., Ogden, Utah -- to merge with AmBancorp, Provo, and thereby indirectly acquire American Bank of Commerce; and for Bank of Utah, Ogden, to merge with American Bank of Commerce and thereby acquire branches.

- Approved, November 5, 2018

Bank Holding Companies

General Counsel

C3 Bancorp, Encinitas, California -- waiver of application to form FNBSC Interim Bank, National Association, in connection with its merger with and into C3 Bancorp's subsidiary, First National Bank of Southern California, Riverside.

- Granted, November 6, 2018

New York

Rhinebeck Bancorp, MHC, Poughkeepsie, New York, and Rhinebeck Bancorp, Inc. -- to become bank holding companies by acquiring Rhinebeck Bank, Poughkeepsie, in connection with Rhinebeck Bank's reorganization into a mutual holding company structure.

- Approved, November 9, 2018

General Counsel

Richwood, Bancshares, Inc., Richwood, Ohio -- waiver of application to acquire Home City Financial Corporation, Springfield, a savings and loan holding company, in connection with Home City Federal Savings Bank of Springfield's merger with and into The Richwood Banking Company, Inc., Richwood.

- Granted, November 6, 2018

Bank Mergers

Cleveland

The Richwood Banking Company, Inc., Richwood, Ohio -- to merge with Home City FSB, Springfield, and to increase its investment in bank premises.

- Approved, November 5, 2018

Banks, State Member

Secretary

Bank of Hawaii, Honolulu, Hawaii -- to make a public welfare investment.

- Approved, November 6, 2018

Director, S&R

Comerica Bank, Dallas, Texas -- to make certain public welfare investments.

- Approved, October 29, 2018

(A/C)

Change in Bank Control

Chicago

Firsnabanco, Inc., Viroqua, Wisconsin -- to retain control of Firsnabanco, Inc., and its subsidiary, Citizens First Bank, Viroqua.

- Permitted, November 6, 2018

Chicago

Kingsley Banc Corp, Kingsley, Iowa -- to retain control of Kingsley Banc Corp and its subsidiary, Kingsley State Bank, Kingsley.

- Permitted, November 6, 2018

Dallas

Peoples Bancorp, Inc., Lubbock, Texas -- change in bank control of Peoples Bancorp, Inc., and its subsidiary Peoples Bank, Lubbock.

- Permitted, November 6, 2018

Atlanta

Volunteer State Bancshares, Inc., Portland, Tennessee -- change in bank control of Volunteer State Bancshares, Inc., and its subsidiary, Volunteer State Bank, Portland.

- Permitted, November 6, 2018

(A/C) = Addition or Correction

Extensions of Time

St. Louis

Arvest Bank, Fayetteville, Arkansas -- extension to March 13, 2019, to establish a branch at 827 Southwest 31st Street, Oklahoma City, Oklahoma.

- Granted, November 6, 2018

Director, S&R

Bank of America Corporation, Charlotte, North Carolina -- extension of time to conform or divest a merchant banking investment.

- Granted, November 9, 2018

St. Louis

Cross County Bancshares, Inc., Wynne, Arkansas -- extension to February 15, 2019, to acquire shares of Central Bank, Little Rock.

- Granted, November 7, 2018

Kansas City

The Farmers State Bank, Quinton, Oklahoma -- extension to February 9, 2019, to establish a de novo branch at 520 South Main Street, Eufaula.

- Granted, November 6, 2018

Financial Holding Companies

Dallas

UTB Financial Holding Company, Dallas, Texas -- election to become a financial holding company.

- Effective, November 9, 2018

Membership

St. Louis

Stifel Bank, Clayton, Missouri -- to become a member of the Federal Reserve System.

- Approved, November 9, 2018

Federal Reserve Bank of Boston

Filer	Filing Type Filing Proposal		End of Comment Period		
EQUITABLE BANK	* 18C	Equitable Bank, East Weymouth,	Newspaper:	Not available	
* Branch * Bran		Federal Register:	Not applicable		
RADIUS BANCORP, INC.	* 3A1	Application by Radius Bancorp, Inc.,	Newspaper:	Not available	
		Boston, Massachusetts to become a bank holding company pursuant to Section 3(a) (1) of the Bank Holding Company Act of 1956, as amended, in connection with the conversion by Radius Bank, Boston, Massachusetts into a Massachusetts- chartered trust company.	Federal Register:	Not available	

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 Comment	t Period
MANUFACTURERS AND	* Branch	Manufacturers and Traders Trust Company,	Newspaper:	11/25/2018
TRADERS TRUST COMPANY		Buffalo, New York, to establish a branch opening to be located at 1886 Metro Center Drive, Reston, Virginia.	Federal Register:	Not applicable
ORANGE BANK & TRUST	* Branch	Orange Bank & Trust Company,	Newspaper:	Not available
COMPANY		Middletown, New York, to establish a branch office to be located at 859-861	Federal Register:	Not applicable
		Franklin Avenue, Town of Mount Pleasant, Westchester County, New York.		
RHINEBECK BANCORP, INC.	4c8	Rhinebeck Bancorp, Inc., Poughkeepsie,	Newspaper:	Not applicable
	New York, to engage de novo in extending credit and servicing loans, pursuant to Section 4(c)(8) of the BHC Act and Section 225.28(b)(1) of Regulation Y.		Federal Register:	11/26/2018
WOORI FINANCIAL GROUP	* 3A1	Woori Financial Group, to become a bank	Newspaper:	11/24/2018
INC.		holding company by acquiring 100 percent of Woori Bank, both of Seoul, South Korea, and indirectly acquire control of Woori America Bank, New York, New York.	Federal Register:	11/26/2018

Federal Reserve Bank of New York

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NONE						

Federal Reserve Bank of Philadelphia

Filer	Filing Type	Filing Proposal	End of Commen	nt Period
BENEFICIAL BANCORP, INC.	* SLHC Formation	Beneficial Bancorp, Inc., Philadelphia, Pennsylvania, to convert to a savings and loan holding company upon the conversion of Beneficial Bank, Philadelphia, Pennsylvania, from a state-chartered savings bank to a stock federal savings bank.	Newspaper: Federal Register:	Not available 11/27/2018
WSFS FINANCIAL CORPORATION	* SLHC Merger	WSFS Financial Corporation, Wilmington, Delaware, to merge with Beneficial Bancorp, Inc., Philadelphia, Pennsylvania, and therefore indirectly acquire Beneficial Bank, Philadelphia, PA.	Newspaper: Federal Register:	Not available 11/27/2018

Federal Reserve Bank of Philadelphia

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NONE						
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Institution			Location		Q	uarter
NONE						

Federal Reserve Bank of Cleveland

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
BUCKEYE STATE	* 3A1	Buckeye State Bancshares, Inc., Powell,	Newspaper:	Not available
BANCSHARES INC		Ohio, to become a bank holding company by acquiring 100 percent of the outstanding voting shares of Buckeye State Bank, Powell, Ohio		Not available
FIFTH THIRD BANK	FIFTH THIRD BANK PWI Fifth Third Bank, Cincinnati, Ohio, request	Newspaper:	Not applicable	
	for prior approval to make certain public welfare investments totaling \$73.65 million		Federal Register:	Not applicable
WINFIRST FINANCIAL	CIC	Interagency Notice of Change in Control	Newspaper:	Not available
CORPORATION		filed by The Richard F. McCready, Jr. Maximum United Credit Trust, Jane Houston McCready, Trustee, Sarah McCready Boston, Trustee and Louise F. McCready Hart, Trustee for permission to join the McCready family group, a group acting in concert previously approved to retain 25% or more of WinFirst Financial Corporation, Winchester, KY which controls Winchester Federal Bank, Winchester, KY.	Federal Register:	Not available

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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

Federal Reserve Bank of Richmond

Filings received during the week ending November 10, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period
	0 1	8 1	

NONE

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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

Federal Reserve Bank of Atlanta

Filer	Filing Type	Filing Proposal	End of Commen	nt Period
CAPSTAR BANK	* Branch	CapStar Bank, Nashville, Tennessee, to	Newspaper:	11/17/2018
establish a branch located at 5120 Maryland Way, Brentwood, Tennessee.		Federal Register:	Not applicable	
ITAU UNIBANCO S.A.	FBSEA	Itau Unibanco SA, Sao Paulo, Brazil, to	Newspaper:	Not available
		establish a state licensed branch office in Miami, Florida.	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 Commer	nt Period
AJJ BANCORP, INC.	* 18C * 3A3 * Branch	Filing ProposalAJJ Bancorp, Inc., Elkader, Iowa, to acquire via merger 100 percent of the voting shares of Swisher Bankshares, Inc., Swisher. In addition, AJJ Bancorp. Inc.?s subsidiary bank, Central State Bank, Elkader, Iowa, to merge with Swisher Trust & Savings Bank, Swisher, Iowa. As a 	End of Commer Newspaper: Federal Register: Newspaper: Federal Register:	Not available 11/21/2018 Not available 11/28/2018
		 Sapiente Trust, inverness, finnois; the Jill E. Markowski Descendants Trust, Inverness, Illinois; together with John S. Sapiente, as trustee of the John S. Sapiente Revocable Trust, Naples, Florida; the John S. Sapiente Revocable Trust, Naples, Florida; Jacqueline M. Buckstaff, as trustee of the Jacqueline M. Buckstaff Descendants Trust, both of Deer Park, Illinois; the Jacqueline M. Sapiente Trust, Deer Park, Illinois; the Jacqueline M. Buckstaff Descendants Trust, Deer Park, Illinois; John A. Sapiente, as trustee of the John A. Sapiente Trust and the Joan A. Sapiente Descendants Trust, Inverness, Illinois; and the John A. Sapiente Trust, Inverness, Illinois; and the John A. Sapiente Descendants Trust, Inverness, Illinois to retain control of more than 25 percent of the voting shares of Elgin Bancshares, Inc., Elgin, Illinois, and thereby indirectly control Union National Bank and Trust 		
GLENWOOD STATE BANK	* 18C	Glenwood State Bank, Glenwood, Iowa, to	Newspaper:	Not available
	* Branch	merge with its sister bank, Frontier Savings Bank, Council Bluffs, Iowa. As a result of the merger, Glenwood State Bank will establish a branch at 940 Valley View Drive, Council Bluffs, Iowa.	Federal Register:	Not applicable
HEARTLAND BANCORP,	* 3A3	Heartland Bancorp, Inc., Bloomington,	Newspaper:	Not available
INC.		Illinois, to acquire via merger 100 percent of Lincoln S.B. Corp., and thereby indirectly acquire State Bank of Lincoln, both of Lincoln, Illinois.	Federal Register:	12/04/2018
IOHNSON BANK	* 18C	Johnson Bank, Racine, Wisconsin, to	Newspaper:	Not available
		purchase certain deposit liabilities of Nationwide Bank, Columbus, Ohio.	Federal Register:	Not applicable

Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Comment Period		
PROVIDENCE FINANCIAL	* 3A5	Providence Financial Corporation, South	Newspaper:	Not available	
CORPORATION Holland, Illinois to acquire 100 percent of the outstanding shares of Urban Partnership Bank, Chicago, Illinois.		Federal Register:	12/10/2018		
TOWN BANK	* 18C	Town Bank, Hartland, Wisconsin, to	Newspaper:	11/12/2018	
IOWN BANK	* Branch	purchase certain deposit liabilities from PyraMax Bank, FSB, Greenfield, Wisconsin and establish a branch office at 1605 W. Mitchell Street, Milwaukee, Wisconsin.	Federal Register:	Not applicable	

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE						
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Institution			Location		Qua	arter
NONE						

Federal Reserve Bank of St. Louis

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	0 1	8 I	

NONE

Federal Reserve Bank of St. Louis

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

Federal Reserve Bank of Minneapolis

Filer	Filing Type	Filing Proposal	End of Commen	nt Period
AMERIPRISE FINANCIAL, INC.	* SLHC Formation Ameriprise Financial Inc., Minneapolis, Minnesota to become a savings and loan holding company as a result of the proposed conversion of its subsidiary, Ameriprise National Trust Bank, Minneapolis, Minnesota, into a full-service federal savings bank to be named Ameriprise Bank, FSB.		Newspaper: Federal Register:	Not available Not available
CEYLON BANCORPORATION, INC.	CIC	Change in Control Notice by Matthew Moran, Seattle, Washington; Gellert Dornay, Mercer Island, Washington; and Robert Cumming, Snohomish, Washington, each individually and, with Kevin Johnston, Issaquah, Washington, as a group acting in concert to acquire control of Ceylon Bancorporation, Inc. and thereby indirectly acquire control of the State Bank of Ceylon, both of Ceylon, Minnesota.	Newspaper: Federal Register:	11/06/2018 11/01/2018
OPPORTUNITY BANK OF MONTANA	* 18C * Branch	Opportunity Bank of Montana, Helena, Montana, to merge with State Bank of Townsend, Townsend, Montana, and incident thereto, establish branches.	Newspaper: Federal Register:	Not available Not applicable
ORVET, INC.	* 3A1	Orvet, Inc. Minneapolis, Minnesota and Silver Springs Financial Corp, Minneapolis, Minnesota to acquire Lake Country Community Bank, Morristown, Minnesota.	Newspaper: Federal Register:	Not available 11/26/2018
REDWOOD FINANCIAL, ING	C. * 3A1	Redwood Financial, Inc., Redwood Falls, Minnesota, to become a bank holding company by acquiring 100 percent of HomeTown Bank, Redwood Falls, Minnesota, upon its conversion to a bank.	Newspaper: Federal Register:	12/01/2018 12/10/2018

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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

Federal Reserve Bank of Kansas City

Filer	Filing Type	Filing Proposal	End of Comment Period		
FOOTE FINANCIAL SERVICES, LLC	* 3A1	Foote Financial Services, LLC, Hoxie, Kansas, to become a bank holding company through the acquisition of 100 percent of the voting shares of Peoples State Bank, Manhattan, Kansas.	Newspaper: Federal Register:	11/19/2018 11/27/2018	
GENEVA STATE COMPANY	* 3A5	Geneva State Company, Geneva, Nebraska, to acquire 100 percent of the voting shares of First National Fairbury Corporation, and thereby indirectly acquire First National Bank of Fairbury, both of Fairbury, Nebraska.	Newspaper: Federal Register:	11/16/2018 11/30/2018	
GENEVA STATE COMPANY	* 3A5	Geneva State Company, Geneva, Nebraska, to acquire 100 percent of the voting shares of Jefferson County Bancshares, Inc., and thereby indirectly acquire Jefferson County Bank, both of Daykin, Nebraska	Newspaper: Federal Register:	11/16/2018 11/30/2018	

Federal Reserve Bank of Kansas City

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Institution			Location		Qı	uarter
NONE						

Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal	End of Comment Period	
ONE WORLD HOLDING, INC	. CIC	Notice by Kanwar Deep Suri, Dallas, Texas, and Noah Ratilal Shah, Bartonville, Texas, to each acquire 10 percent or more of the shares and thereby control of One World Holding, Inc., and therefore indirectly One World Bank, both of Dallas, Texas.	Newspaper: Federal Register:	Not available 11/21/2018

Federal Reserve Bank of Dallas

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Institution			Location		Qı	uarter
NONE						

Federal Reserve Bank of San Francisco

Filer	Filing Type	Filing Proposal	End of Comment Period	
JIKO GROUP, INC.	* 3A1	1) Jiko Group, Inc., Berkeley, California, to	Newspaper:	Not available
	4c8	 become a bank holding company, by acquiring 100 percent of the voting shares of Mid-Central Federal Savings Bank, Wadena, Minnesota, following Mid- Central's conversion to a national bank; 2) Jiko Group, Inc., Berkeley, California, to engage de novo, through its wholly-owned nonbank subsidiary, Jiko Technologies Inc Berkeley, California, in data processing pursuant to Section 225.28(b)(14) of Regulation Y; and 3) Jiko Group, Inc., Berkeley, California, to engage de novo, through its wholly-owned subsidiary, Jiko Securities, Inc., Berkeley, California, in agency transactional services for customer investments pursuant to section 225.28(b) (7) of Regulation Y, and to engage de novo in investment transactions as principal pursuant to section 225.28(b)(8) of Regulation Y. 	Federal Register:	12/03/2018
WESTERN ALLIANCE BANK PWI		Western Alliance Bank, Phoenix, Arizona, requests prior approval to make a public welfare investment in the amount of \$35 million in one or more low income housing tax credit projects.	Newspaper: Federal Register:	Not applicable Not applicable

Federal Reserve Bank of San Francisco

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