
Federal Reserve Release



H.2

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

No. 12

Week Ending March 23, 2019

Bank Mergers

First Interstate Bank, Billings, Montana -- to merge with Idaho Independent Bank (Idaho Bank), Coeur d'Alene, Idaho, and to establish branches at the locations of Idaho Bank's main office and branches.

- Approved, March 22, 2019

Forms

Forms -- initial Board review to extend with revision the Request for Extension of Time to Dispose of Assets Acquired in Satisfaction of Debts Previously Contracted (FR 4006).

- Proposed, March 22, 2019

Forms -- final Board review to extend with revision the Complex Institution Liquidity Monitoring Report (FR 2052a).

- Approved, March 21, 2019

Forms -- initial Board review to (1) extend with revision the Federal Reserve Payments Study, consisting of the Depository and Financial Institutions Payments Survey (FR 3066a) and Networks, Processors, and Issuers Payments Surveys (FR 3066b); and (2) discontinue the Check Sample Survey (FR 3066c) and Retail Payments Survey Supplement (FR 3066d).

- Proposed, March 21, 2019

Personnel

Division of Monetary Affairs -- appointment of Christopher J. Gust as deputy associate director and Don H. Kim as senior adviser.

- Announced, March 22, 2019

Regulations and Policies

Report on Debit Card Data -- biennial report on the 2017 debit card market.

- Approved, March 14, 2019

(A/C)

Enforcement

Commercial State Bank, Andrews, Texas -- cease-and-desist order dated December 26, 2018, terminated March 18, 2019.

- Announced, March 21, 2019

S&R Supervision and Regulation
C&CA Consumer and Community Affairs
FOMC Federal Open Market Committee

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

Bank Branches, Domestic

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish branches at 6308 Falls of Neuse Road, Raleigh, North Carolina; 126 West Center Avenue, Sebring, Florida; 520 17th Street NW, Atlanta; 6707-A Ritchie Highway, Baltimore, Maryland; and mobile branches at 5750 NW 183rd Street, Hialeah, Florida, and 2520 NW Sixth Street, Fort Lauderdale.

- Approved, March 21, 2019

Chicago

West Michigan Community Bank, Hudsonville, Michigan -- to establish a branch at 4797 Cascade Road SE, Grand Rapids.

- Approved, March 21, 2019

Bank Holding Companies

General Counsel

Berkshire Hills Bancorp, Inc., Boston, Massachusetts -- waiver of application to acquire SI Financial Group, Inc., Willimantic, Connecticut, and Savings Institute Bank and Trust Company (Bank), in connection with Bank's merger with and into Berkshire Bank, Pittsfield, Massachusetts.

- Granted, March 20, 2019

General Counsel

Commerce Bancorp, Inc., Greenwood, Mississippi -- waiver of application to acquire Peoples Commerce Corporation, North Carrollton, and The Peoples Bank & Trust Company (Peoples Bank), in connection with Peoples Bank's merger with and into Bank of Commerce, Greenwood.

- Granted, March 20, 2019

Bank Holding Companies

General Counsel

First Citizens BancShares, Inc., Raleigh, North Carolina, and First-Citizens Bank & Trust Company (FC Bank) -- waiver of application to acquire First South Bancorp, Inc., Spartanburg, South Carolina, and First South Bank (Bank), in connection with Bank's merger with and into FC Bank.

- Granted, March 19, 2019

Chicago

Greenwoods Financial Group, Inc., Lake Mills, Wisconsin -- to acquire Fox River Financial Corporation, Burlington, and thereby indirectly acquire Fox River State Bank.

- Approved, March 18, 2019

General Counsel

Heartland Financial USA, Inc., Dubuque, Iowa -- waiver of application to acquire Blue Valley Ban Corp., Overland Park, Kansas, and Bank of Blue Valley (Bank), in connection with Bank's merger with and into Morrill & Janes Bank and Trust Company, Merriam, Kansas.

- Granted, March 18, 2019

General Counsel

Horizon Bancorp, Inc., Michigan City, Indiana -- waiver of application to acquire Salin Bancshares, Inc., Indianapolis, and Salin Bank and Trust Co. (Salin Bank), in connection with Salin Bank's merger with and into Horizon Bank, Michigan City.

- Granted, March 19, 2019

Bank Mergers

Minneapolis

Frandsen Bank & Trust, Lonsdale, Minnesota -- to purchase certain assets and assume certain liabilities of the Duluth branch of Alerus Financial, N.A., Grand Forks, North Dakota, and thereby establish a branch at 331 West Superior Street, Duluth.

- Approved, March 19, 2019

Change in Bank Control

Atlanta

CCB Bancshares, Inc., Hahira, Georgia -- to retain control of CCB Bancshares, Inc., and its subsidiary, Citizens Community Bank, Hahira.

- Permitted, March 19, 2019

Minneapolis

First Financial Corporation, Arthur, North Dakota -- change in bank control of First Financial Corporation and its subsidiary, Bank North, Arthur.

- Permitted, March 22, 2019

Minneapolis

Gale Bank Holding Company, Inc., Galesville, Wisconsin -- to retain control of Gale Bank Holding Company, Inc., and its subsidiary, Bluff View Bank, Galesville.

- Permitted, March 21, 2019

Chicago

Horizon Bancorp, Inc., Michigan City, Indiana -- change in bank control of Horizon Bancorp, Inc., and its subsidiary, Horizon Bank, Michigan City.

- Permitted, March 19, 2019

Change in Bank Control

Kansas City

Sturm Financial Group, Inc., Denver, Colorado -- change in bank control of Sturm Financial Group, Inc., and its subsidiary, ANB Bank, Denver.

- Permitted, March 22, 2019

Extensions of Time

Cleveland

Buckeye State Bancshares, Inc., Powell, Ohio -- extension to March 20, 2019, to become a bank holding company by acquiring Buckeye State Bank, Powell.

- Granted, March 19, 2019

Financial Holding Companies

Chicago

Foresight Financial Group, Inc., Winnebago, Illinois -- election to become a financial holding company.

- Effective, March 22, 2019

International Operations

Director, S&R

Citibank, N.A., Sioux Falls, South Dakota -- waiver of remainder of the prior-notification period to make an investment in a special-purpose vehicle in London, United Kingdom.

- Granted, March 19, 2019

Membership

Chicago

- Peoples Bank, Clive, Iowa -- to become a member of the Federal Reserve System.
- Approved, March 19, 2019

Savings and Loan Holding Companies

Philadelphia

- RBI Holdings, Inc., Roseville, Michigan -- to form a savings and loan holding company and, subsequently, to acquire shares of PrinCap Holdings One, LLC, Ewing, New Jersey, which controls Resolute Bank, Maumee, Ohio.
- Withdrawn, March 22, 2019

District: 1**Federal Reserve Bank of Boston****Filings received during the week ending March 23, 2019**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST SEACOAST BANCORP, MHC	Minority Stock Issuance * SLHC Formation	Federal Savings Bank, Dover, New Hampshire to reorganize into a mutual holding company structure and to conduct a minority stock issuance by a to be formed mid-tier stock subsidiary holding company, First Seacoast Bancorp, Dover, New Hampshire.	Newspaper: Federal Register:	Not available 04/19/2019
HARBORONE NORTHEAST BANCORP, INC.	* 3A1	Application by HarborOne Northeast Bancorp Inc., Brockton, Massachusetts (a newly formed Massachusetts corporation) to acquire 100% of the outstanding capital stock of HarborOne Bank, Brockton, Massachusetts, pursuant to section 3(a)(1) of the Bank Holding Company Act of 1956, as amended, in connection with the second-step conversion of HarborOne Mutual Bancshares, Brockton, Massachusetts, from mutual to stock form.	Newspaper: Federal Register:	04/11/2019 04/12/2019
PILGRIM BANK	* 18C	Abington Bank, Abington, Massachusetts ('Abington') to merge with and into Pilgrim Bank, Cohasset, Massachusetts ('Pilgrim'), with Pilgrim as the surviving entity to be renamed 'Abington Bank'; and for the resulting institution to retain all of Abington's current offices; and to change the resulting institution's principal office from Cohasset, Massachusetts to Abington, Massachusetts; and for the three branch offices of Pilgrim Bank to be operated under the name 'Pilgrim Bank, a Division of Abington Bank.'	Newspaper: Federal Register:	Not available 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	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 2**Federal Reserve Bank of New York****Filings received during the week ending March 23, 2019**

Filer	Filing Type	Filing Proposal	End of Comment Period	
JPMORGAN CHASE & CO.	Investment	JPMorgan Chase & Co., New York, New York, provides prior notice for J.P Morgan International Finance Limited, Newark, Delaware, to make a capital investment of \$150 million into its subsidiary J.P. Morgan Chase Bank Berhad, Kuala Lumpur, Malaysia, pursuant to Section 211.9 of Regulation K.	Newspaper: Federal Register:	Not applicable Not applicable
POPULAR, INC.	Investment	Popular Inc., San Juan, Puerto Rico, to acquire, indirectly through its wholly owned subsidiary, Popular Risk Service LLC, Guaynabo, Puerto Rico, certain assets from and to hire certain employees of Team Insurance Services, Inc., San Juan, Puerto Rico, pursuant to Section 211.9(f) of Regulation K.	Newspaper: Federal Register:	Not applicable Not applicable
SNBNY HOLDINGS LIMITED	CIC	Notice of Change in Control by Alberto Joseph Safra, David Joseph Safra and Esther Safra Dayan Jacob, Sao Paulo, Brazil and Joseph Safra, Geneva, Switzerland, to increase control of SNBNY Holdings Limited, Gibraltar, Gibraltar.	Newspaper: Federal Register:	04/08/2019 04/12/2019

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	Quarter
NONE		

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District: 3
Federal Reserve Bank of Philadelphia
Filings received during the week ending March 23, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 3
Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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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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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	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 4
Federal Reserve Bank of Cleveland
Filings received during the week ending March 23, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

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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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	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 5**Federal Reserve Bank of Richmond****Filings received during the week ending March 23, 2019**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF MARION, THE	Premises	The Bank of Marion, Marion, Virginia, requests to increase its investment in bank premises.	Newspaper:	Not applicable
			Federal Register:	Not applicable
BANK OF THE JAMES	* Branch	Bank of the James, Lynchburg, Virginia, to establish a branch at 550 Water Street, Charlottesville, Virginia.	Newspaper:	03/29/2019
			Federal Register:	Not applicable
BB&T CORPORATION	* 3A5	BB&T Corporation, Winston-Salem, North Carolina, to acquire 100% of the voting securities of SunTrust Banks, Inc., Atlanta, Georgia, and thereby indirectly acquire SunTrust Bank Holding Company, Orlando, Florida, and SunTrust Bank, Atlanta, Georgia, pursuant to Section 3 of the Bank Holding Company Act.	Newspaper:	Not available
			Federal Register:	04/12/2019
CCF HOLDING COMPANY	* 3A3	CCF Holding Company, Jonesboro, Georgia to acquire Heritage Bancorporation, Inc., and Heritage Bank both of Hinesville, Georgia, to merge with and into Heritage Bank, Jonesboro, Georgia.	Newspaper:	04/19/2019
			Federal Register:	04/19/2019
CCF HOLDING COMPANY	* 3A5	CCF Holding Company, Jonesboro, Georgia to acquire Providence Bank, Alpharetta, Georgia, to merge with and into Heritage Bank, Jonesboro, Georgia.	Newspaper:	Not available
			Federal Register:	Not available
SHORE UNITED BANK	* Branch	Shore United Bank, Easton, Maryland, to establish a branch at 12905 Ocean Gateway, Ocean City, Maryland.	Newspaper:	04/08/2019
			Federal Register:	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.

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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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	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending March 23, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
EUREKA HOMESTEAD BANCORP, INC.	* SLHC Formation	Eureka Homestead Bancorp, Inc., to become a savings and loan holding company by acquiring 100 percent of the outstanding shares of Eureka Homestead, both of Metairie, Louisiana, in connection with the mutual-to-stock conversion of Eureka Homestead.	Newspaper:	04/11/2019
			Federal Register:	04/19/2019

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.

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
749635	AUBURNBANK, AUBURN, ALABAMA	12/03/2018	03/18/2019	S	Int Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 7**Federal Reserve Bank of Chicago****Filings received during the week ending March 23, 2019**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ALBRECHT FINANCIAL SERVICES, INC.	CIC	David S. Albrecht and Steven D. Albrecht as co-trustees of the Dean L. Albrecht 2014 Trust, the Dean L. Albrecht 2014 Family Trust II FBO Abbey Albrecht, and the Dean L. Albrecht 2014 Family Trust II FBO Alexis Albrecht, all of Norwalk, Iowa, as a group acting in concert to be added to the Albrecht family control group approved on January 2, 1996 to acquire 25 percent or more of the voting shares of Albrecht Financial Services, Inc., and thereby indirectly control City State Bank, both of Norwalk, Iowa.	Newspaper:	03/27/2019
			Federal Register:	04/09/2019
BANK OF BRODHEAD, THE	* 18C	Bank of Brodhead to merge with New Bank of Brodhead both of Brodhead, Wisconsin, with Bank of Brodhead being the surviving entity.	Newspaper:	04/19/2019
			Federal Register:	Not applicable
BRAD, INC.	CIC	Notice by Noel A. Radcliffe, Hillsboro, Wisconsin; Richard A. Radcliffe, Sparta, Wisconsin; Robin W. Radcliffe, Brooktondale, New York; and Rolfe M. Radcliffe, Berkshire, New York, each individually and acting in concert, to amend the Radcliffe Family Control Group as approved in 1998 and acquire 100 percent of the voting shares of BRAD, Inc., and thereby indirectly control Black River Country Bank, both of Black River Falls, Wisconsin.	Newspaper:	03/26/2019
			Federal Register:	03/19/2019
CHEMICAL FINANCIAL CORPORATION	* 3A5	Chemical Financial Corporation, Detroit, Michigan to merge with TCF Financial Corporation, Wayzata, Minnesota and thereby indirectly acquire TCF National Bank, Sioux Falls, South Dakota.	Newspaper:	Not available
			Federal Register:	04/19/2019
HOW-WIN DEVELOPMENT CO.	CIC	Notice by John Scott Thomson, as trustee of both the John H. Thomson Residuary Trust and the FJT Grandchildrens Trust, John Scott Thomson and Stephanie Carol Thomson, as co-trustees of the Thomson Grandchildrens Trust, together with Stephanie Carol Thomson as co-trustee of the John Scott Thomson Family Trust, all of Cresco, Iowa, to retain control of 100 percent of the voting shares of How-Win Development Co. and thereby to indirectly control CUSB Bank, both of Cresco, Iowa. CUSB Bank, Cresco, Iowa, serves as co-trustee of the Scott Thomson Family Trust and the Thomson Grandchildrens Trust.	Newspaper:	Not available
			Federal Register:	Not available

District: 7**Federal Reserve Bank of Chicago****Filings received during the week ending March 23, 2019**

Filer	Filing Type	Filing Proposal	End of Comment Period	
MINIER FINANCIAL, INC. EMPLOYEE STOCK OWNERSHIP PLAN W/401(K) PROVISIONS	* 3A3	Minier Financial, Inc. Employee Stock Ownership Plan with 401(k) Provisions, Minier, Illinois, for prior approval to increase its 44.63 percent ownership in Minier Financial, Inc., Minier, Illinois, to up to 51 percent ownership and thereby increase its indirect ownership of First Farmers State Bank, Minier, Illinois.	Newspaper: Federal Register:	04/09/2019 04/18/2019
OLD O'BRIEN BANC SHARES, INC.	CIC	Notice by James J. Johnson and Colleen D. Johnson, both of Sutherland, Iowa, and Sonya A. Duhn, Emmetsburg, Iowa, to join Darin J. Johnson, Sutherland, Iowa, as a group acting in concert, and to retain and acquire control of 25 percent or more of the voting shares of Old O'Brien Banc Shares, Inc., and thereby indirectly control Security State Bank, both of Sutherland, Iowa.	Newspaper: Federal Register:	Not available 03/28/2019
OLD O'BRIEN BANC SHARES, INC.	* 3A5	Old O'Brien Banc Shares, Inc., Sutherland, Iowa to merge with R & J Financial Corporation, Inc. and thereby indirectly acquire Peoples Savings Bank, both of Elma, Iowa.	Newspaper: Federal Register:	Not available 04/12/2019
PELLA FINANCIAL GROUP, INC.	* 3A3	Pella Financial Group, Inc., Pella, Iowa, to acquire 100 percent of Iowa State Savings Bank, Knoxville, Iowa.	Newspaper: Federal Register:	04/08/2019 04/12/2019
RICHMOND MUTUAL BANCORPORATION, INC.	* 3A1 * 3A5	Richmond Mutual Bancorporation, Inc., a newly formed Maryland company headquartered in Richmond, Indiana, to become a bank holding company by acquiring 100 percent of First Bank Richmond, Richmond, Indiana in connection with the merger of First Mutual of Richmond, Inc. into Richmond Mutual Bancorporation, Inc., a Delaware corporation, both headquartered in Richmond, Indiana.	Newspaper: Federal Register:	Not available 04/19/2019

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending March 23, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
RUSH-OAK CORPORATION	CIC	John L. Cox, Burr Ridge, Illinois, individually as Special Trustee of the following ten trusts, and together as a group acting in concert with the John L. Cox GST Trust, John L. Cox as Trustee, Edward A. Cox, III GST Trust, Edward A. Cox, III as Trustee, Fontana, Wisconsin, Maureen T. Cox-Scanlon GST Trust, Maureen T. Cox-Scanlon as Trustee, Downers Grove, Illinois, Michael J. Cox GST Trust, Michael J. Cox as Trustee, Rosemary P. Cox-Conway GST Trust, Rosemary P. Cox-Conway as Trustee, Thomas M. Cox GST Trust, Thomas M. Cox as Trustee, Robert J. Cox GST Trust, Robert J. Cox as Trustee, Catherine M. Cox Murphy GST Trust, Catherine M. Cox Murphy as Trustee, Margaret M. Cox-Petrucci GST Trust, Margaret M. Cox-Petrucci as Trustee, Mary H. Cox-Coffey GST Trust, and Mary H. Cox Coffey as Trustee, all of Oak Brook, Illinois, to acquire 25 percent or more of Rush-Oak Corporation, and thereby indirectly acquire Oak Bank, both of Chicago Illinois.	Newspaper:	03/25/2019
			Federal Register:	04/03/2019

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending March 23, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
SOLON FINANCIAL, INC.	CIC	Notice by Jessica M. Becker, Eden Prairie, Minnesota; Cordelia A. Cosgrove, Cedar Rapids, Iowa; Amy C. Cox, Doylestown, Pennsylvania; Andrew J. Erusha, Sheridan, Wyoming; Angela C. Erusha, Solon, Iowa; Bruce A. Erusha, Cedar Rapids, Iowa; Daniel M. Erusha, Portland, Oregon; James R. Erusha, Cedar Rapids, Iowa; Julie A. Erusha Trust, Julie A. Erusha, Sheridan, Wyoming, as trustee; Kimberly S. Erusha, Basking Ridge, New Jersey; Michael D. Erusha Trust, Michael D. Erusha, Sheridan, Wyoming, as trustee; The Owen N. Erusha Trust, D. Neil Erusha, Solon, Iowa, as Trustee; Patricia M. Erusha, Solon, Iowa; Robert C. Erusha II, Ellisville, Missouri; Gary L. Fattig, Chelsea, Iowa; Kathryn M. Fattig, Chelsea, Iowa; Robert L. Fattig, Searsboro, Iowa; Vicky K. Garnsey, Eagle, Colorado; Anne E. Juelsgaard, West Des Moines, Iowa; Dolores M. Kaiden, Cedar Rapids, Iowa; Karlene M. Lindseth, Eden Prairie, Minnesota; Krista M. Lindseth, Eden Prairie, Minnesota; Michael J. Lindseth, Eden Prairie, Minnesota; Nicole M. Lindseth, Eden Prairie, Minnesota; Gail M. Scott, Cambridge, Iowa; and Carolyn M. Tinkham, Cedar Rapids, Iowa, to join the Erusha Family Control Group and retain control of 25 percent or more of Solon Financial, Inc. and thereby indirectly control Solon State Bank, both of Solon, Iowa.	Newspaper:	Not available
			Federal Register:	03/26/2019
WATERMAN ACQUISITION GROUP, LLC	* 3A1	Waterman Acquisition Group, LLC, Wilmette, Illinois to become a bank holding company by acquiring 100 percent of Waterman State Bank, Waterman, Illinois.	Newspaper:	Not available
			Federal Register:	03/11/2019
WINTRUST FINANCIAL CORPORATION	* 18C	Wintrust Financial Corporation, Rosemont, Illinois to acquire 100 percent of Rush Oak Corporation and thereby indirectly acquire Oak Bank, both of Chicago Illinois. In addition, Wintrust Financial Corporation's subsidiary bank, Wintrust Bank, Chicago, Illinois to merge with Oak Bank, Chicago, Illinois. As a result of the merger, Oak Bank office will become a branch of Wintrust Bank.	Newspaper:	Not available
	* 3A5		Federal Register:	04/15/2019
	* Branch			

* Subject to the provisions of the Community Reinvestment Act

District: 7
Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 8**Federal Reserve Bank of St. Louis****Filings received during the week ending March 23, 2019**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CAPITAL BANCSHARES, INC	CIC	Notice by Boyd Rothwell and Diana Rothwell, Little Rock, Arkansas, individually and as members of a family control group that also includes PRS, LLC, Little Rock, Arkansas and Lois Rothwell, Bush, Louisiana, to retain control of more than 25 percent of the voting shares of Capital Bancshares, Inc., Little Rock, Arkansas.	Newspaper:	04/09/2019
			Federal Register:	04/12/2019
CAPITAL BANCSHARES, INC	CIC	Notice by G. Warren Stephenson and Martha Stephenson individually, and as members of a family control group, which also includes PRS, LLC, all of Little Rock, Arkansas to retain control of more than 25 percent of the voting shares of Capital Bancshares, Inc., Little Rock, Arkansas.	Newspaper:	04/09/2019
			Federal Register:	04/12/2019
OLD MISSOURI BANK	* Branch	Old Missouri Bank, Springfield, Missouri, to establish a branch at 535 West Fir Road, Carthage, Missouri.	Newspaper:	03/28/2019
			Federal Register:	Not applicable
STONE BANCSHARES, INC.	* 3A5	Stone BancShares, Inc., Mountain View, Arkansas, to acquire through merger 100 percent of the voting shares of DBT Financial Corporation, DeWitt, Arkansas and thereby indirectly acquire DeWitt Bank and Trust Company, DeWitt, Arkansas.	Newspaper:	04/20/2019
			Federal Register:	Not available

District: 8
Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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- 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	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending March 23, 2019**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BOSSHARD BANCO, LTD.	CIC	Change in control notice by Joseph W. Bosshard, Boulder, Colorado, Makenzie B. Bosshard, Minneapolis, Minnesota, Carlista M. Bosshard, Auburn, Alabama, and John Bosshard, Chicago, Illinois, for approval to retain shares of Bosshard Banco, Ltd., La Crosse, Wisconsin (Bosshard Banco) and join the Bosshard Family Group that controls Bosshard Banco. In addition, Andrew R. Bosshard, La Crosse, Wisconsin; to acquire additional shares and retain control of Bosshard Banco. Bosshard Banco controls First National Bank of Bangor, Bangor, Wisconsin, and Intercity State Bank, Schofield, Wisconsin.	Newspaper: Federal Register:	Not available 04/12/2019
CITIZENS COMMUNITY BANCORP, INC.	* 3A3	Citizens Community Bancorp, Inc., Eau Claire, Wisconsin, to acquire 100 percent of F. & M. Bancorp. of Tomah, Inc., and thereby indirectly acquire Farmers & Merchants Bank, both of Tomah, Wisconsin.	Newspaper: Federal Register:	04/21/2019 04/19/2019
SECURITY STATE BANCSHARES OF BEMIDJI, INC.	4c8	Retroactive notice by Security State Bancshares of Bemidji, Inc., Bemidji, Minnesota, to engage, de novo, in extending credit and servicing loans.	Newspaper: Federal Register:	Not applicable 04/03/2019

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.

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	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 10**Federal Reserve Bank of Kansas City****Filings received during the week ending March 23, 2019**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANCSHARES OF JACKSON HOLE, INCORPORATED	CIC	The RFB-FLB Trust, U/A/D October 25, 2016, and Frances L. Biolchini, as Trustee, both of Kelly, Wyoming, to retain 25 percent or more of the shares of Bancshares of Jackson Hole, Inc., Jackson, Wyoming (Bancshares), and thereby indirectly retain Bank of Jackson Hole, Jackson, Wyoming; and be approved as members of the Biolchini Family Group, which controls Bancshares. Additionally, Robert Biolchini, Jr., Jackson, Wyoming; Douglas Biolchini, Walla Walla, Washington; Frances Biolchini Fleming, Kelly, Wyoming; Thomas Biolchini, Tulsa, Oklahoma; Tobin Biolchini, Kelly, Wyoming; Christi Biolchini Yanelli, Jackson, Wyoming; and the Robert F. Biolchini & Frances L. Biolchini Irrevocable Education Trust for Lucy Rose Biolchini, , the Robert F. Biolchini & Frances L. Biolchini Irrevocable Education Trust for Maximilian Michael Fleming, , the Robert F. Biolchini & Frances L. Biolchini Irrevocable Education Trust for Sophia Grace Fleming, , and the Robert F. Biolchini & Frances L. Biolchini Irrevocable Education Trust for Paul Christopher Biolchini, all of Tulsa, Oklahoma; to retain voting shares of Bancshares ; as members of the Biolchini Family Group which controls Bancshares and thereby indirectly retain control of Bank of Jackson Hole, of Jackson, Wyoming.	Newspaper: Federal Register:	Not available 04/04/2019
BETHANY BANKSHARES, INC.	* 3A5	Bethany Bankshares, Inc., Bethany, Missouri, to acquire by merger Fairport Bancshares, Inc., and thereby indirectly acquire The Bank of Fairport, both of Maysville, Missouri.	Newspaper: Federal Register:	Not available 04/15/2019
EQUITABLE BANK	Member	Equitable Bank, Grand Island, Nebraska, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable
FIRST KEYES BANCSHARES, INC.	* 3A5	First Keyes Bancshares, Inc., Keyes, Oklahoma, to acquire by merger S G Bancshares, Inc., and thereby indirectly acquire State Guaranty Bank, both of Okeene, Oklahoma.	Newspaper: Federal Register:	04/12/2019 03/18/2019
MY ANNS CORPORATION	CIC	Hui Kwan Kwok, Cyber Port, Hong Kong, and Jun Yang, Tianjin, China, to acquire voting shares of My Anns Corporation, and thereby acquire Piqua State Bank, both of Piqua, Kansas.	Newspaper: Federal Register:	Not available 03/29/2019

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending March 23, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
WATHENA BANCSHARES, INC.	CIC	Brian Libel, Brandon Libel, and Brice Libel, all of Wathena, Kansas, to retain voting shares of Wathena Bancshares, Inc., and thereby indirectly control Farmers State Bank, both of Wathena, Kansas.	Newspaper:	Not available
			Federal Register:	04/08/2019

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.

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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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	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 11**Federal Reserve Bank of Dallas****Filings received during the week ending March 23, 2019**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to establish a branch at 1010 North Westgate Drive, Weslaco, Texas 78596	Newspaper:	Not available
			Federal Register:	Not applicable
HAPPY STATE BANK	* 18C	Happy State Bank, Happy, Texas, to purchase certain of the assets and assume essentially all of the liabilities associated with four of the branch offices of First Bank & Trust, Seymour, Texas, located at 1025 Main Street, Matador, Texas; 621 West Noel Street, Memphis, Texas; 201 Main Avenue, Turkey, Texas; and 211 North Main Street, White Deer, Texas. Happy State Bank also has applied to establish branches at each location.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable
PILGRIM BANCORPORATION	CIC	Notice by Lonnie Ken Pilgrim, individually and as trustee of the The Lonnie Ken Pilgrim 2003 GST Trust, The Lonnie Ken Pilgrim 1999 Issue Trust, The LKP 2012 GST Trust, The Greta Pilgrim Owens 2003 GST Trust, The Greta Pilgrim Owens 1999 Issue Trust, and The GPO 2012 Trust, Pittsburg, Texas; Steve Capps, individually and as trustee of the The Lonnie Ken Pilgrim 2003 GST Trust, The Lonnie Ken Pilgrim 1999 Issue Trust, The LKP 2012 GST Trust, The Greta Pilgrim Owens 2003 GST Trust, The Greta Pilgrim Owens 1999 Issue Trust, and The GPO 2012 Trust, Mount Pleasant, Texas; Lanny Brenner, as trustee of the The Lonnie Ken Pilgrim 2003 GST Trust, The Lonnie Ken Pilgrim 1999 Issue Trust, The LKP 2012 GST Trust, The Greta Pilgrim Owens 2003 GST Trust, The Greta Pilgrim Owens 1999 Issue Trust, and The GPO 2012 Trust, Pittsburg, Texas; Greta Pilgrim Henson, Dallas, Texas; Greta Gail Pilgrim Simpson, Tyler, Texas; and Lonnie Jagers Pilgrim, Mount Vernon, Texas, as a group acting in concert, to retain 25 percent or more of the shares and thereby control Pilgrim Bancorporation, Mount Pleasant, Texas, and indirectly Pilgrim Bank, Pittsburg, Texas.	Newspaper:	Not available
			Federal Register:	04/12/2019
TEXAS FIRST BANK	* 18C	Texas First Bank, Texas City, Texas, to merge with Preferred Bank, Houston, Texas (a federal savings bank), and establish the five existing locations as branches of Texas First Bank.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable
TEXAS INDEPENDENT BANCSHARES, INC.	4c8	Texas Independent Bancshares, Inc., Texas City, Texas, to acquire and merge with Preferred Bancshares, Inc., Houston, Texas, and indirectly acquire Preferred Bank, Houston, Texas, a federal savings bank	Newspaper:	Not applicable
			Federal Register:	Not available

District: 11
Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 12
Federal Reserve Bank of San Francisco
Filings received during the week ending March 23, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMMERCEWEST BANK	CIC	Notice of Change in Control filed by Ivo A. Tjan, North Tustin, California, to retain voting shares of CommerceWest Bank, Irvine, California.	Newspaper:	04/01/2019
			Federal Register:	03/14/2019
PACIFIC PREMIER BANK	* Branch	Pacific Premier Bank, Irvine, California, to establish a branch office located at 790 E. Colorado Boulevard, Pasadena, California.	Newspaper:	03/16/2019
			Federal Register:	Not applicable

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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CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
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