
Federal Reserve Release



H.2

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

No. 16

Week Ending April 20, 2019

Forms

Forms -- final Board review to implement the Report of Institution-to-Aggregate Granular Data on Assets and Liabilities on an Immediate Counterparty Basis (FR 2510).

- Approved, April 15, 2019

Forms -- initial Board review to extend without revision the Written Security Program for State Member Banks (FR 4004).

- Proposed, April 15, 2019

Forms -- final Board review to extend without revision the Registration of a Securities Holding Company (FR 2082).

- Approved, April 15, 2019

Forms -- initial Board review to extend with revision the Reporting Requirements Associated with Regulation Y (Extension of Time to Conform to the Volcker Rule) (FR Y-1).

- Proposed, April 15, 2019

Regulations and Policies

Capital Rule -- publication for comment of an interagency proposed rule to modify a capital requirement for banking organizations predominantly engaged in custodial activities, in accordance with the Economic Growth, Regulatory Relief, and Consumer Protection Act.

- Approved, April 11, 2019

(A/C)

Enforcement

BB&T Corporation, Winston-Salem, North Carolina -- cease-and-desist order dated January 25, 2017, terminated April 17, 2019.

- Announced, April 18, 2019

Enforcement

Princeton Capital Holdings LLC, Ewing, New Jersey; Princeton Capital LLC; and PrinCap Holdings One LLC -- written agreement with the Federal Reserve Bank of Philadelphia.

- Announced, April 16, 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

Richmond

Bank of the James, Lynchburg, Virginia -- to establish a branch at 550 Water Street, Charlottesville.

- Approved, April 17, 2019

Chicago

Hinsdale Bank & Trust Company, Hinsdale, Illinois -- to establish a branch at 1109-1111 West Madison Street, Maywood.

- Approved, April 15, 2019

St. Louis

Premier Bank of Arkansas, Marion, Arkansas -- to establish a branch at 2508 East Highland Drive, Jonesboro.

- Approved, April 19, 2019

Richmond

Shore United Bank, Easton, Maryland -- to establish a branch at 12905 Ocean Gateway, Ocean City.

- Approved, April 15, 2019

Bank Holding Companies

Kansas City

Bethany Bankshares, Inc., Bethany, Missouri -- to acquire by merger Fairport Bancshares, Inc., Maysville, and thereby indirectly acquire The Bank of Fairport.

- Approved, April 18, 2019

Bank Holding Companies

Atlanta

Community Bancshares of Mississippi, Inc. Employee Stock Ownership Plan, Brandon, Mississippi -- to acquire additional shares of Community Bancshares of Mississippi, Inc., Brandon, and thereby indirectly acquire its subsidiary, Community Bank of Mississippi, Forest.

- Approved, April 19, 2019

General Counsel

First Financial Corporation, Terre Haute, Indiana -- waiver of application to acquire HopFed Bancorp, Inc., Hopkinsville, Kentucky, and Heritage Bank USA, Inc. (Heritage Bank), in connection with Heritage Bank's merger with and into First Financial Bank, National Association, Terre Haute.

- Granted, April 15, 2019

Kansas City

First Keyes Bancshares, Inc., Keyes, Oklahoma -- to acquire by merger S G Bancshares, Inc., Okeene, and thereby indirectly acquire State Guaranty Bank.

- Approved, April 17, 2019

Chicago

Old O'Brien Banc Shares, Inc., Sutherland, Iowa -- (1) to merge with R & J Financial Corporation, Inc., Elma, and thereby indirectly acquire Peoples Savings Bank, and (2) election to become a financial holding company.

- Approved, April 18, 2019

Chicago

Pella Financial Group, Inc., Pella, Iowa -- to acquire Iowa State Savings Bank, Knoxville.

- Approved, April 18, 2019

Bank Holding Companies

Director, S&R

Spence Limited, LP, Blakely, Georgia -- relief from certain commitments.
- Granted, April 16, 2019

Chicago

Wintrust Financial Corporation, Rosemont, Illinois -- to acquire Rush Oak Corporation, Chicago, and thereby indirectly acquire Oak Bank; and for Wintrust Bank, Chicago, to merge with Oak Bank and thereby establish a branch.
- Approved, April 18, 2019

Change in Bank Control

Chicago

BRAD, Inc., Black River Falls, Wisconsin -- change in bank control of BRAD, Inc., and its subsidiary, Black River Country Bank, Black River Falls.
- Permitted, April 18, 2019

San Francisco

CommerceWest Bank, Irvine, California -- to retain control of CommerceWest Bank, Irvine.
- Permitted, April 19, 2019

San Francisco

Malaga Financial Corporation, Palos Verdes Estates, California -- change in bank control of Malaga Financial Corporation and its subsidiary, Malaga Bank, FSB, Palos Verdes Estates.
- Returned, April 17, 2019

Change in Bank Control

Kansas City

Pathway Bancorp, Cairo, Nebraska -- change in bank control of Pathway Bancorp and its subsidiary, Pathway Bank, Cairo.

- Permitted, April 15, 2019

Extensions of Time

Chicago

HSBC USA, Inc., New York, New York -- extension to July 25, 2019, to engage de novo through a newly formed entity, The Consortium, LLC, in data processing activities.

- Granted, April 18, 2019

Kansas City

Mountain Valley Bank, Walden, Colorado -- extension to June 5, 2019, to purchase certain assets and assume certain liabilities of the Steamboat Springs branch of Citywide Banks, Denver.

- Granted, April 16, 2019

Kansas City

Uinta Bank, Mountain View, Wyoming -- extension to July 20, 2019, to establish a branch at 301 2nd Street, Rock Springs.

- Granted, April 16, 2019

Savings and Loan Holding Companies

Minneapolis

Ameriprise Financial, Inc., Minneapolis, Minnesota -- (1) to become a savings and loan holding company upon the conversion of its subsidiary, Ameriprise National Trust Bank, Minneapolis, into a federal savings bank to be named Ameriprise Bank, FSB; and (2) election to become a financial holding company.

- Approved, April 15, 2019

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending April 20, 2019

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-------------------------------------|--------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|----------------|
| GREENFIELD CO-OPERATIVE BANK | * Branch | Application by Greenfield Co-operative Bank, Greenfield, Massachusetts, to establish a branch at 487 Newton Street, South Hadley, Massachusetts, pursuant to section 208.6 of Regulation H. | Newspaper: | Not available |
| | | | Federal Register: | Not applicable |
| STATE STREET BANK AND TRUST COMPANY | * Branch | Application by State Street Bank and Trust Company, Boston, Massachusetts, to establish a branch at 525 Washington Blvd, Jersey City, New Jersey, pursuant to Section 208.6 of Regulation H. | Newspaper: | Not available |
| | | | Federal Register: | 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 |
|---------|--------------------------------------------|------------|-----------------|------------|----------------|
| 115575 | EQUITABLE BK, EAST WEYMOUTH, MASSACHUSETTS | 06/18/2018 | 04/15/2019 | S | Int Small Bank |

CRA Examinations scheduled for **Quarter of**

| Institution | Location | Quarter |
|-------------|----------|---------|
| NONE | | |

* Subject to the provisions of the Community Reinvestment Act

District: 2

Federal Reserve Bank of New York

Filings received during the week ending April 20, 2019

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|------------------------------|--------------------|----------------------------------------------------------------------------------------------------------------------------------|------------------------------|----------------|
| ADIRONDACK BANK | * Branch | Adirondack Bank, Utica, New York, to establish a branch office to be located at 2426 Main Street, Lake Placid, New York. | Newspaper: | 04/29/2019 |
| | | | Federal Register: | Not applicable |
| BANK OF NEW YORK MELLON, THE | Investment | The Bank of New York Mellon, New York, New York, to make an additional investment, pursuant to Section 211.9(f) of Regulation K | Newspaper: | Not applicable |
| | | | Federal Register: | Not applicable |
| BANK OF NEW YORK MELLON, THE | Investment | The Bank of New York Mellon, New York, New York, to make an additional investment, pursuant to Section 211.9(f) of Regulation K. | Newspaper: | Not applicable |
| | | | Federal Register: | Not applicable |
| POPULAR BANK | * Branch | Popular Bank, New York, New York, to establish a branch office to be located at 9491 Harding Avenue, Surfside, Florida. | Newspaper: | Not available |
| | | | Federal Register: | Not applicable |

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 | | |

* Subject to the provisions of the Community Reinvestment Act

District: 3
Federal Reserve Bank of Philadelphia
Filings received during the week ending April 20, 2019

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|--------------|--------------------|------------------------|------------------------------|
|--------------|--------------------|------------------------|------------------------------|

NONE

District: 3
Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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| 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 April 20, 2019

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-----------------------|----------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|----------------|
| TWIN VALLEY BANK, THE | * Branch Premises | Application by The Twin Valley Bank, West Alexandria, Ohio, to establish a branch at 641 West Main Street, New Lebanon, Ohio and a request to exceed its limit of investment in premises pursuant to Section 24A of the Federal Reserve Act. | Newspaper: | 05/02/2019 |
| | | | Federal Register: | Not applicable |

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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|---------|------------------------|-----------|-----------------|------------|-------------|
| 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 April 20, 2019

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|--------------|--------------------|------------------------|------------------------------|
|--------------|--------------------|------------------------|------------------------------|

NONE

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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| 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 April 20, 2019

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|--------------|--------------------|------------------------|------------------------------|
|--------------|--------------------|------------------------|------------------------------|

NONE

District: 6
Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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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:

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| 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: 7**Federal Reserve Bank of Chicago****Filings received during the week ending April 20, 2019**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-----------------------------|--------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|---------------|
| ANCHOR BANCORPORATION, INC. | CIC | William H. Davis, Fairview Park, Ohio, individually, and acting in concert with William A. Minnich, Lakewood, Ohio, to acquire 25 percent or more of the voting securities of Anchor Bancorporation, Inc., and thereby indirectly control Anchor State Bank, both of Anchor, Illinois. | Newspaper: | Not available |
| | | | Federal Register: | Not available |
| DISCOVER FINANCIAL SERVICES | * 3A3 | Discover Financial Services, Riverwoods, Illinois, to acquire voting shares through the formation of a wholly-owned, interim bank, DFS Bank, New Castle, Delaware | Newspaper: | Not available |
| | | | Federal Register: | 05/06/2019 |
| LEE CAPITAL CORP. | CIC | Notice by Jean M. Humphrey, Kathleen A. McKillip, Henry W. Merschman, and Joseph H. Merschman, all of Fort Madison, Iowa; and George A. Merschman, Rochester, Illinois, together as a group acting in concert, to retain control of 25 percent or more of the voting shares of Lee Capital Corp, and thereby indirectly control Lee County Bank, both of Fort Madison, Iowa. | Newspaper: | Not available |
| | | | Federal Register: | 04/24/2019 |
| MERCHANTS BANCORP | CIC | Carey Rogers Kulongoski, Portland, Oregon, Randall D. Rogers, Jr., Indianapolis, Indiana, Katherine H. Rogers, Sedona, Arizona, the Katherine H. Rogers Irrevocable GST Trust 2011, the Carey Rogers Kulongoski Irrevocable GST Trust 2011, the Randall D. Rogers, Jr. Irrevocable GST Trust 2011, and Mary H. Rogers, Vero Beach, Florida, as trustee of the Katherine H. Rogers Irrevocable GST Trust 2011, the Carey Rogers Kulongoski Irrevocable GST Trust 2011, and the Randall D. Rogers, Jr. Irrevocable GST Trust 2011, to retain 25 percent or more of the voting shares of Merchants Bancorp, Carmel, Indiana, and thereby indirectly retain control of Merchants Bank of Indiana, Carmel, Indiana, and Farmers-Merchants Bank of Illinois, Joy, Illinois. | Newspaper: | Not available |
| | | | Federal Register: | 05/02/2019 |

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending April 20, 2019

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-----------------------|-------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|---------------|
| MERCHANTS BANCORP | CIC | Jody J. Petrie, Carmel, Indiana, through joint ownership and as trustee of the Julia L. Petrie Irrevocable GST Trust 2010, the Emily J. Petrie Irrevocable GST Trust 2010, the Julia L. Petrie Irrevocable Trust 2010, and the Emily J. Petrie Irrevocable Trust 2010, individually, and as a group acting in concert with the Julia L. Petrie Irrevocable GST Trust 2010, the Emily J. Petrie Irrevocable GST Trust 2010, the Julia L. Petrie Irrevocable Trust 2010, and the Emily J. Petrie Irrevocable Trust 2010, John H. Petrie, Carmel, Indiana, Claranna Petrie and Robert G. Negrete, both of Henderson, Nevada, Conradine Riedel, Knoxville, Tennessee, George A. Petrie and Cristina P. Petrie, both of Tampa, Florida, and Matthew E. Kaercher, Carmel, Indiana, to retain 25 percent or more of the voting shares and thereby control of Merchants Bancorp, Carmel, Indiana, and thereby indirectly retain control Merchants Bank of Indiana, Carmel, Indiana, and Farmers-Merchants Bank of Illinois, Joy, Illinois | Newspaper: | Not available |
| | | | Federal Register: | 05/02/2019 |
| 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 |

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending April 20, 2019

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|----------------------------------------|-------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|--------------------------------|
| TOWN AND COUNTRY FINANCIAL CORPORATION | CIC | Margaret Kirschner GST Separate Trust for Pamela Kirschner Bolduc, David E. Kirschner, trustee; Margaret Kirschner GST Separate Trust for Philip S. Kirschner, David E. Kirschner, trustee; Margaret Kirschner GST Separate Trust for Mary C. Kirschner, David E. Kirschner, trustee; Margaret Kirschner GST Separate Trust for David E. Kirschner, David E. Kirschner, trustee; Henry C. Kirschner Beneficiary Trust B1 for Pamela K. Bolduc, Pamela K. Bolduc, Trustee, David E. Kirschner, Special Asset Advisor; Henry C. Kirschner Beneficiary Trust B1 for Philip S. Kirschner, Philip S. Kirschner, trustee, David E. Kirschner, Special Asset Advisor; Henry C. Kirschner Beneficiary Trust B1 for Mary C. Kirschner, David E. Kirschner, trustee; Henry C. Kirschner Beneficiary Trust B1 for David E. Kirschner, David E. Kirschner, trustee; and Mary C. Kirschner, individually c/o David E. Kirschner, all of Springfield, Illinois, as a group acting in concert to retain and acquire 25 percent of the outstanding shares of Town and Country Financial Corporation and thereby indirectly retain control of Town and Country Bank, both of Springfield, Illinois. | Newspaper: Federal Register: | Not available Not available |
| 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: Federal Register: | Not available 03/11/2019 |

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 April 20, 2019

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--------------|--------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|----------------|
| ARVEST BANK | * Branch | Arvest Bank, Fayetteville, Arkansas, to establish a branch facility to be located at the corner of Bannister Road and Hillcrest Road, Kansas City, Missouri. | Newspaper: | 05/01/2019 |
| | | | Federal Register: | Not applicable |

District: 8
Federal Reserve Bank of St. Louis

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: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending April 20, 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: | 04/21/2019 |
| | | | Federal Register: | 04/12/2019 |
| FIRST HOLDING COMPANY OF CAVALIER, INC. | * 3A3 | First Holding Company of Cavalier, Inc., Cavalier North Dakota to acquire 100 percent of the shares of Northern Sky Bank, Crookston, Minnesota. | Newspaper: | 04/26/2019 |
| | | | Federal Register: | 04/29/2019 |
| FIRST NATIONAL AGENCY OF BAGLEY, INC. | CIC | Change in Control notice by Penelope K. Lee, Alexandria, Minnesota, individually and as co-trustee of the Eleanor Kaiser Trust A for the benefit of Penelope K. Lee, the Eleanor Kaiser Trust B for the benefit of Penelope K. Lee, and the Eleanor Kaiser Irrevocable Trust for the benefit of Penelope K. Lee (together, the "Trusts FBO Ms. Lee" trustees Lake Elmo Bank, Oakdale, Minnesota (branch of Lake Elmo Bank, Lake Elmo, Minnesota), and Penelope K. Lee), to retain control of the First National Agency of Bagley, Inc. ("Company") and thereby indirectly retain control of First National Bank ("Bank"), both of Bagley, Minnesota. Additionally, Penelope K. Lee; Trusts FBO Ms. Lee; Whitney Lee, Minneapolis, Minnesota; Tammy Lee Morell, San Diego, California; and Kyle Lee, Cave Creek, Arizona, as a group acting in concert, to retain control of Company and thereby indirectly retain control of Bank. | Newspaper: | Not available |
| | | | Federal Register: | Not available |
| FIRST NATIONAL AGENCY OF BAGLEY, INC. | CIC | Change in control notice by William C. Rosacker, Burnsville, Minnesota; William C. Rosacker II, Minnetonka, Minnesota; and Stephanie L. Forbes, Prior Lake, Minnesota, as a group acting in concert, to retain control of the First National Agency of Bagley, Inc. and thereby indirectly retain control of First National Bank, both of Bagley, Minnesota. | Newspaper: | Not available |
| | | | Federal Register: | Not available |

District: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending April 20, 2019**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-------------------------------------|--------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|-----------------------------|
| FIRST NATIONAL BANCORP, CIC INC. | | Change in Control Notice by Terence Fennessy, Clancy, Montana, individually and as trustee of the First National Bancorp, Inc. Employee Stock Ownership Plan, Missoula, Montana ("ESOP") to retain 10 percent or more of the shares and thereby control of First National Bancorp, Inc., Missoula, Montana ("FNBI"). Additionally, ESOP and its trustees Terence Fennessy, Clancy, Montana; and Noel Kulbeck, Missoula, Montana, as a group acting in concert, to retain 10 percent or more of the shares and thereby control of FNBI. Terence Fennessy (including IRA and control of ESOP shares); Terence Fennessy IRA, Clancy, MT; Geraldine Fennessy, Libby, MT; Tiina Fennessy, Clancy, MT; Tiina Fennessy IRA, Clancy, MT; Thomas Fennessy, Libby, MT; Timothy Fennessy, Spokane, WA; Teresa Kriskovich, Tracey, CA; and Treva Marsden, Mead, WA; as members of the Fennessy family shareholder group acting in concert to retain 10 percent or more of the shares and thereby control of FNBI, which controls First Montana Bank, Inc., Missoula, Montana. | Newspaper: Federal Register: | Not available 05/02/2019 |
| KRAUSE FINANCIAL, INC. | CIC | Lana Krause, Winnebago, Minnesota, to retain voting shares of Krause Financial, Inc., Winnebago, Minnesota, and thereby indirectly retain shares of First Financial Bank in Winnebago, Winnebago, Minnesota. | Newspaper: Federal Register: | Not available 05/07/2019 |
| REPUBLIC BANCSHARES, INC. | CIC | Change in Control notice by Paul V. Mellini, Saint Petersburg, Florida, as Personal Representative of the Jeno F. Paulucci Estate, Sanford, Florida, to retain shares of Republic Bancshares, Inc., Duluth, Minnesota, and thereby indirectly retain control of Republic Bank, Inc., Duluth, Minnesota. | Newspaper: Federal Register: | 05/02/2019 04/29/2019 |
| WALSH FINANCIAL, INC. | * 3A1 | Walsh Financial, Inc., Minneapolis, Minnesota, to become a bank holding company by acquiring 100 percent of The First National Bank of Buhl, Mountain Iron, Minnesota. | Newspaper: Federal Register: | Not available 05/13/2019 |

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 April 20, 2019

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---------------|--------------------|-------------------------------------------------------------------------------------------------------|------------------------------|----------------|
| COMMERCE BANK | * Branch | Commerce Bank, Kansas City, Missouri, to establish a branch at 56 N. Euclid, St. Louis, Missouri. | Newspaper: | 04/03/2019 |
| | | | Federal Register: | Not applicable |
| COMMERCE BANK | * Branch | Commerce Bank, Kansas City, Missouri, to establish a branch at 3550 W. 38th Avenue, Denver, Colorado. | Newspaper: | 04/14/2019 |
| | | | Federal Register: | Not applicable |

District: 10
Federal Reserve Bank of Kansas City

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: 11**Federal Reserve Bank of Dallas****Filings received during the week ending April 20, 2019**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|----------------------------------|--------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|----------------|
| 2011 TCRT | * 3A1 | Application by Ford Management III, L.P., Ford Financial Fund III, L.P. and EB Acquisition Company II LLC, all of Dallas, Texas, each to become a bank holding company and directly or indirectly acquire control of Mechanics Bank, Walnut Creek, California; application by Ford Management III, L.P., Ford Financial Fund III, L.P. and EB Acquisition Company II LLC, 2011 TCRT, Ford Ultimate Management II, LLC, Ford Management II, L.P., GJF Financial Management II, LLC, Ford Family Investment, LP, Ford Financial Fund II, L.P., and EB Acquisition Company LLC, all of Dallas, Texas, each to indirectly acquire control of Pistachio NewCo Inc. and its wholly-owned subsidiary, Rabobank, National Association, both of Roseville, California; and notice by Ford Management III, L.P., to engage de novo in financial and investment advisory services | Newspaper: | Not available |
| | * 3A3 4c8 | | Federal Register: | Not available |
| FROST BANK | * Branch | Application by Frost Bank, San Antonio, Texas, to establish a branch at 8350 Long Point Road, Houston TX 77055 | Newspaper: | Not available |
| | | | Federal Register: | Not applicable |
| LONE STAR STATE BANCSHARES, INC. | CIC | Notice by the Lone Star State Bancshares, Inc. and Subsidiaries Employee Stock Ownership Plan, Lubbock, Texas, Kirk Thomas and Melisa Roberts as trustees, both of Lubbock, Texas, and Brent Beakley, also as trustee, of Odessa, Texas, to acquire greater than 10 percent and thereby control of Lone Star State Bancshares, Inc., and indirectly, Lone Star State Bank of West Texas, both of Lubbock, Texas | Newspaper: | Not available |
| | | | Federal Register: | 04/19/2019 |
| MNB VENTURES, INC. | CIC | Notice filed by Kellye Lynee Ortega, Edinburg, Texas, to acquire control of MNB Ventures, Inc., which controls Texas National Bank, both of Mercedes, Texas; and for Myrhanda Ortega, Edinburg, Texas to join Kellye Lynee Ortega as a group acting in concert to acquire control of MNB Ventures, Inc. | Newspaper: | Not available |
| | | | Federal Register: | Not available |

District: 11**Federal Reserve Bank of Dallas****Filings received during the week ending April 20, 2019**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-------------------------------------------------|--------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|---------------------------------|
| REYNOLDS, TEAGUE, THURMAN FINANCIAL CORP. | CIC | Prior notice by James Samuel Reeves, Parkville, Missouri; Kristin Courtney Thurman, Austin, Texas; Brent Teague Thurman, Englewood, Colorado; Kimberly Colleen Bessent, Fort Worth, Texas; Mace Baxter Thurman, Spicewood, Texas; Miles Brandon Thurman, Richardson, Texas; Macayla Brooke Thurman, Austin, Texas; John Glynn Martino, Phillip Keen Martino, and Helen Leann Sanchez, all of Moody, Texas, to apply for permission to join the Thurman Family Group, a group acting in concert previously cleared on December 4, 2002, under Section 3 of the Bank Holding Company Act, and for the Thurman Family Group to retain 25 percent or more of the shares and thereby control Reynolds, Teague, Thurman Financial Corp., and indirectly, The First National Bank of Moody, both of Moody, Texas | Newspaper: Federal Register: | Not available 05/08/2019 |
| SAN DIEGO BANCSHARES, INC. | CIC | Notice by William Richard Vanover, Jr., Alice, Texas, to control 10 percent or more of the shares and thereby control of San Diego Bancshares, Inc. and indirectly, First State Bank of San Diego, both of San Diego, Texas. | Newspaper: Federal Register: | Not available Not available |
| TEXAS FIRST BANK | * 18C * Branch | 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: Federal Register: | Not available Not applicable |
| WSB BANCSHARES, INC. | CIC | Notice by The Linda Mitchell Bank Stock Trust, Wellington, Texas, to join the Holton Family Group, a group acting in concert previously cleared on May 3, 2017, pursuant to a filing under Section 3 of the Bank Holding Company Act, to acquire and retain control of the voting shares of WSB Bancshares, Inc., and indirectly Wellington State Bank, both of Wellington, Texas. | Newspaper: Federal Register: | Not available 05/02/2019 |

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 April 20, 2019

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---------------------|--------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|----------------|
| SILICON VALLEY BANK | PWI | Silicon Valley Bank, Santa Clara, California, requests prior approval to make a \$22 million public welfare investment in USB LIHTC Fund 2019-2, LLC. | Newspaper: | Not applicable |
| | | | Federal Register: | Not applicable |

District: 12
Federal Reserve Bank of San Francisco

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