Federal Reserve Release



H.2

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

No. 52

Week Ending December 28, 2019

Board Operations

Board Strategic Plan -- strategic plan for 2020-23. - Approved, December 17, 2019 (A/C)

H.2 Actions under delegated authority

S&R Supervision and Regulation

RBOPS Reserve Bank Operations and Payment Systems

C&CA Consumer and Community Affairs **FOMC** Federal Open Market Committee

IF International FinanceMA Monetary Affairs

Bank Branches, Domestic

St. Louis

Farmers and Merchants Bank, Baldwyn, Mississippi -- to establish a branch at 4129 County Road 200, Corinth.

- Approved, December 26, 2019

Kansas City

NBH Bank, Greenwood Village, Colorado -- to establish a branch at 2710 Walsh Tarlton Lane, Austin, Texas.

- Approved, December 27, 2019

Bank Holding Companies

Minneapolis

American Bancor, Ltd., Dickinson, North Dakota -- to merge with Beartooth Financial Corporation, Billings, Montana, and thereby indirectly acquire Beartooth Bank.

- Approved, December 27, 2019

St. Louis

BancPlus Corporation, Ridgeland, Mississippi -- waiver of application to acquire State Capital Corporation, Greenwood, in connection with the merger of State Bank & Trust Company with and into BankPlus, Belzoni.

- Granted, December 27, 2019

Bank Holding Companies

St. Louis

Boyle Bancorp, Inc., Danville, Kentucky -- waiver of application to acquire Farmers Deposit Bank (FDB), Middleburg, in connection with the merger of FDB with and into The Farmers National Bank of Danville, Danville.

- Granted, December 27, 2019

Atlanta

Oakworth Capital, Inc., Birmingham, Alabama -- to engage de novo in extending credit and servicing loans.

- Approved, December 26, 2019

Bank Mergers

Richmond

Sandy Spring Bank, Olney, Maryland -- to merge with Revere Bank, Rockville, and thereby establish branches.

- Approved, December 27, 2019

Change in Bank Control

Chicago

Bedford Bancorp, Inc., Bedford, Iowa -- change in bank control of Bedford Bancorp, Inc., and its subsidiary, State Savings Bank, Creston.

- Permitted, December 27, 2019

New York

Brunswick Bancorp, New Brunswick, New Jersey -- to retain control of Brunswick Bancorp and its subsidiary, Brunswick Bank and Trust Company, New Brunswick.

- Permitted, December 23, 2019

Extensions of Time

Secretary

Barclays US LLC, New York, New York -- extension of time to calculate the cross-jurisdictional activity indicator under the final tailoring rule.

- Granted, December 27, 2019

Secretary

Credit Suisse AG, Zurich, Switzerland -- extension of time for its U.S. intermediate holding company, Credit Suisse Holdings (USA), Inc., New York, New York, to calculate the cross-jurisdictional activity indicator under the final tailoring rule.

- Granted, December 26, 2019

Secretary

Single-Counterparty Credit Limits -- extension of time to comply with the Board's final single-counterparty credit limits rule with respect to their combined U.S. operations for Mitsubishi UFJ Financial Group, Inc., Tokyo, Japan; HSBC Holdings plc, London, United Kingdom; BNP Paribas, Paris, France; Sumitomo Mitsui Banking Corporation, Tokyo, Japan; Barclays Bank PLC, London, United Kingdom; Société Générale S.A., Paris, France; Banco Santander S.A., Madrid, Spain; Mizuho Financial Group, Inc., Tokyo, Japan; UniCredit S.p.A., Milan, Italy; Deutsche Bank AG, Frankfurt, Germany; Crédit Agricole S.A., Montrouge, France; and Standard Chartered PLC, London, United Kingdom.

- Granted, December 19, 2019 (A/C)

International Operations

New York

Citibank, N.A., Sioux Falls, South Dakota -- to make an investment pursuant to Regulation K.

- Approved, December 22, 2019

Regulations and Policies

Secretary

Regulation BB (Community Reinvestment) -- interagency annual adjustment to the asset-size thresholds used to define a small bank, small savings association, intermediate small bank, and intermediate small savings association under the Community Reinvestment Act regulations.

- Approved, December 11, 2019 (A/C)

District: 1 Federal Reserve Bank of Boston

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
BRIDGEWATER SAVINGS	* 18C	Bridgewater Savings Bank, Raynham,	Newspaper:	Not available
BANK	* Branch	Massachusetts ("Bridgewater") to merge with Mansfield Co-operative Bank, Mansfield, Massachusetts, with Bridgewater as the surviving entity, pursuant to Section 18(c) of the Federal Deposit Insurance Act. Bridgewater intends to maintain and operate all Mansfield branches located in Mansfield, Norton, Plainville and West Bridgewater as branches of Bridgewater.	Federal Register:	Not applicable
READING CO-OPERATIVE	* Branch	Application by Reading Cooperative Bank,	Newspaper:	Not available
BANK			Federal Register:	Not applicable
STATE STREET BANK AND	* Branch	Application by State Street Bank and Trust	Newspaper:	Not available
TRUST COMPANY		Company, Boston, Massachusetts, to establish a branch at 525 Washington Boulevard, Jersey City, New Jersey, pursuant to Section 208.6 of Regulation H.	Federal Register:	Not applicable

^{*} Subject to the provisions of the Community Reinvestment Act

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

RSSD

NONE

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

ID	Institution / Location		Exam Date	Public Date	Rating	Exam Method
NONE						
CRA Examir	nations scheduled for	Quarter of				
Institution		L	Location		Quarter	

CRA

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of New York

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
BANQUE TRANSATLANTIQUE	FBSEA	Banque Transatlantique, Paris, France, to establish a representative office in Boston,	Newspaper:	Not available
TRANSATLANTIQUE		Massachusetts, pursuant to Section 211.24 (a)(2)(i)(B)(3) of Regulation K.	Federal Register:	Not applicable

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Federal Reserve Bank of New York

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District: 3 Federal Reserve Bank of Philadelphia

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
COLUMBIA BANK MHC	* SLHC Merger	Columbia Bank, MHC and Columbia Financial, Inc. ("Company"), both of Fair Lawn, New Jersey, to acquire RSB Bancorp, MHC and RSB Bancorp, Inc., both of Roselle, NJ, and thereby indirectly acquire Roselle Bank, a wholly-owned subsidiary of RSB Bancorp, Inc., through the merger of Roselle Bank with and into Columbia Bank, Fair Lawn, NJ, a wholly- owned subsidiary of the Company.	Newspaper: Federal Register:	Not available 01/21/2020
RSB BANCORP, MHC	* SLHC Formation	RSB Bancorp, MHC, and RSB Bancorp, Inc., both of Roselle, NJ, to convert to savings and loan holding companies upon the conversion of Roselle Bank, Roselle, NJ, from a New Jersey State-Chartered Stock Savings Bank to a New Jersey State-Chartered Stock Savings Association.	Newspaper: Federal Register:	Not available Not available
TORONTO-DOMINION BANK, THE	* 4c8	Notification by The Toronto-Dominion Bank, Toronto, Ontario, Canada, and its wholly owned subsidiary, TD Group US Holdings, LLC, Wilmington, Delaware (the "Applicants"); to acquire approximately 13.6 percent of equity securities of The Charles Schwab Corporation, San Francisco, California ("CSC"), and indirectly of its subsidiary savings associations, Charles Schwab Bank, Charles Schwab Premier Bank, and Charles Schwab Trust Bank, each of Henderson, Nevada, pursuant to Sections 4 (c)(8) and 4(j) of the Bank Holding Company Act of 1956, as amended. 2) Request for confirmation that Applicants will not be deemed to control CSC. 3) General exemption request under the provisions of the Depository Institution Management Interlocks Act for Bharat Masrani.	Newspaper: Federal Register:	Not available 01/20/2020

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Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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CRA

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District: 4 Federal Reserve Bank of Cleveland

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
HEARTLAND BANK	* 18C	Heartland Bank, Whitehall, Ohio, intends	Newspaper:	01/20/2020
	* Branch	* Branch to merge with Victory Community Bank, Fort Mitchell, Kentucky, pursuant to Section 18(c) of the Federal Deposit Insurance Act.		Not applicable
WVS FINANCIAL CORP.	VVS FINANCIAL CORP. CIC Notice of Change in Bank Control		Newspaper:	01/08/2020
		submitted by WVS Financial Corp., ESOP, that together with proposed trustee, John A. Howard, Jr., both of Pittsburgh, PA, to hold a controlling interest of 16.36% of the outstanding voting shares of WVS Financial Corp., Pittsburgh, PA and to acquire additional shares not to exceed 24.9% of WVS Financial Corp. and thereby indirectly acquire control of West View Savings Bank.	Federal Register:	01/07/2020

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Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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NONE					
CRA Examin	ations scheduled for	Quarter of			
Institution			Location	Quarter	

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Richmond

Filings received during the week ending December 28, 2019

Filer Filing Type Filing Proposal End of Comment Period

NONE

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Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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NONE						
CRA Exan	ninations scheduled for	Quarter of				
Institution			Location		Quarter	

CRA

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Atlanta

Filings received during the week ending December 28, 2019

Filer Filing Type Filing Proposal End of Comment Period

NONE

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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NONE						
CRA Examin	ations scheduled for	Quarter of				
Institution			Location		Quarter	

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District: 7 Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
1895 BANCORP OF WISCONSIN, MHC	SLHC Activity	1895 Bancorp of Wisconsin, MHC and its mid-tier, 1895 Bancorp of Wisconsin, Inc., both of Greenfield, Wisconsin to engage denovo in holding, managing, or liquidating assets owned or acquired from a savings association, as a result of the transfer of branch property to the mid tier.	Newspaper: Federal Register:	Not applicable 01/15/2020
BANK MICHIGAN	* Branch	Bank Michigan, Brooklyn, Michigan to establish a branch located at 305 E. Eisenhower Parkway, Ann Arbor, Michigan.	Newspaper: Federal Register:	01/08/2020 Not applicable
FCN BANC CORP.	* 4c8	FCN Banc Corp, Brookville, Indiana to acquire DSA Financial Corporation and thereby indirectly acquire Dearborn Savings Bank, Lawrenceburg, Indiana.	Newspaper: Federal Register:	Not available Not available
FIRST APPLE RIVER CORPORATION	CIC	The Apple River State Bank Employee Ownership Plan, Apple River, Illinois (the "ESOP"), with Apple River State Bank, Apple River, Illinois, as trustee of the ESOP, to acquire 10 percent or more of the voting shares of First Apple River Corporation, Apple River, Illinois, and indirectly acquire Apple River State Bank, Apple River, Illinois.	Newspaper: Federal Register:	Not available Not available
LEVEL ONE BANCORP, INC.	CIC	Notice by James Bellinson, Bloomfield Township, Michigan, Eric Todd, York Township, Michigan, Neil Glaser, Brooklyn, New York and Susan Bellinson, City Island, New York, as a group acting in concert, to acquire 10% or more of the voting shares of Level One Bancorp, Inc., and thereby indirectly acquire control of Level One Bank, both of Farmington Hills, Michigan.	Newspaper: Federal Register:	Not available 12/26/2019

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE						
CRA Exan	ninations scheduled for	Quarter of				
Institution		Lo	ocation		Quarter	

CRA

District: 8 Federal Reserve Bank of St. Louis

Filer	Filing Type	Filing Proposal	End of Comment Period		
CITIZENS BANK, THE	to establish a branch facility located at		Newspaper: Federal Register:	12/28/2019 Not applicable	
GENESIS BANCORP, INC. * 3A1 Genesis Bancorp, Inc., Benoit, Mississippi, to become a bank holding company by		Newspaper:	01/17/2020		
		acquiring 100 percent of the voting shares of Bank of Benoit, Benoit, Mississippi.	Federal Register:	01/27/2020	
RELIABLE COMMUNITY	* 3A1	Reliable Community Bancshares, Inc.,	Newspaper:	01/11/2020	
BANCSHARES, INC.	* 3A3	Perryville, Missouri, to acquire 100 percent of the voting shares of Bolivar Bancshares, Inc., Bolivar, Missouri, and thereby indirectly acquire Bank of Bolivar, Bolivar, Missouri. Also a companion filing by Bolivar Acquisition Corp., Perryville, Missouri to become a bank holding company by acquiring 100 percent of Bolivar Bancshares, Inc., Bolivar, Missouri, and thereby indirectly acquire Bank of Bolivar, Bolivar, Missouri.	Federal Register:	01/30/2020	
STIFEL FINANCIAL CORP.	* 3A3	Stifel Financial Corporation and its wholly-owned subsidiary, Stifel Bancorp, Inc., to convert Stifel Trust Company Delaware, N.A., St. Louis, Missouri, from a non-depository trust company to a depository trust company that qualifies as a limited purpose bank.	Newspaper: Federal Register:	01/26/2020 Not available	

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Federal Reserve Bank of St. Louis

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Federal Reserve Bank of Minneapolis

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
BOZEMAN BANCORP, INC.	CIC	Notice by Karen Neidhardt, Tampa, Florida; Ann Musser, Tampa, Florida; and Jane Farris, Birmingham, Alabama, individually and as trustees of certain trusts, to gain control of Bozeman Bancorp, Inc. ("BBI") and thereby indirectly gain control of the Bank of Bozeman, both of Bozeman, Montana. In addition, the Ann Lenore Musser Irrevocable Trust (Karen Neidhardt and Jane Farris, trustees), the Ann Neidhardt Musser Irrevocable Trust (Karen Neidhardt, James Jorgenson, and Jane Farris, trustees), the William John Musser Irrevocable Trust (Karen Neidhardt and Jane Farris, trustees), the Sarah Ann Musser Irrevocable Trust (Karen Neidhardt and Jane Farris, trustees); the Jane Ellen Neidhardt Irrevocable Trust (Karen Neidhardt and Ann Musser, trustees), the Jane Neidhardt Farris Irrevocable Trust (Karen Neidhardt and Ann Musser, trustees), the Luke Jorgenson Farris Irrevocable Trust (Karen Neidhardt and Ann Musser, trustees) and the George Leonelli Farris Irrevocable Trust (Karen Neidhardt and Ann Musser, trustees), all of Kenmare, North Dakota, to acquire voting shares of BBI and join the Jorgenson family group acting in concert, which controls BBI.	Newspaper: Federal Register:	Not available 01/01/2020
MCLEAN BANK HOLDING COMPANY	CIC	Change in Control notice by Jamie Lynn Nelson, Washburn, North Dakota to acquire voting control of 25 percent or more of the shares of McLean Bank Holding Company, Garrison, North Dakota, and thereby indirectly acquire control of Garrison State Bank & Trust, Garrison, North Dakota; Bank of Turtle Lake, Turtle Lake, North Dakota; and Farmers Security Bank, Washburn, North Dakota.	Newspaper: Federal Register:	Not available 01/07/2020
METRO NORTH BANCSHARES, INC.	CIC	Change in Control Notice by John E. Babcock, Anoka, Minnesota, to retain control of 10 percent or more of the shares of Metro North Bancshares, Inc. and thereby indirectly retain control of The Bank of Elk River, both of Elk River, Minnesota.	Newspaper: Federal Register:	Not available 01/17/2020

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Federal Reserve Bank of Minneapolis

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CRA

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Federal Reserve Bank of Kansas City

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
BLUE SKY BANK	* 18C	Blue Sky Bank, Pawhuska, Oklahoma, to	Newspaper:	Not available
	* Branch	merge with Bank of Cushing, Cushing, Oklahoma, and incident thereto, to establish several branches.	Federal Register:	Not applicable
COMMERCE BANK AND	CIC	Notice submitted by David S. Fricke,	Newspaper:	Not available
TRUST HOLDING COMPANY EMPLOYEE STOCK OWNERSHIP PLAN		Topeka, Kansas, as Plan Administrator of the Commerce Bank and Trust Holding Company Employee Stock Ownership Plan, which controls Commerce Bank and Trust Holding Company, parent of CoreFirst Bank & Trust, all of Topeka, Kansas.	Federal Register:	12/05/2019
FIRST BETHANY BANCORP,	CIC	Notice submitted by the PG Pierce 2005	Newspaper:	Not available
INC.		Trust and Peter G. Pierce III, as trustee, both of Oklahoma City, Oklahoma, to retain control of First Bethany Bancorp, Inc., Bethany, Oklahoma (the company), parent of First Bethany Bank and Trust, both of Bethany, Oklahoma. Additionally, the following individuals to retain shares of the company and be approved as members of the Pierce Family Group, which acting in concert controls the company: Paul G. Pierce, M.D., Poppy G. Pierce, and Louisa M. Pierce, all of Oklahoma City, Oklahoma; and Meredith A. Cunningham, Alistar T. Cunningham, Virginia R. Cunningham, and Pierce S. Cunningham, all of New Orleans, Louisiana.	Federal Register:	01/03/2020
FIRST FIDELITY BANK	* Branch	First Fidelity Bank, Oklahoma City,	Newspaper:	12/28/2019
		Oklahoma, to establish a branch at 5613 DTC Parkway, Suite 810, Greenwood Village, Colorado.	Federal Register:	Not applicable
GRANDVIEW BANKSHARES,	CIC	Notice submitted by Susan Chapman	Newspaper:	Not available
INC.		Plumb, Tahlequah, Oklahoma, to retain voting shares of Grandview Bankshares, Inc., Hulbert, Oklahoma(Grandview). Grandview controls Cherokee County Bancshares, Inc., which controls Bank of Cherokee County, both of Hulbert, Oklahoma.	Federal Register:	01/08/2020
SUNDANCE BANKSHARES,	CIC	Notice submitted by The JK Durfee Family	Newspaper:	Not available
INC.		Revocable Trust, and co-trustees, James R. Durfee and Kimberly K. Durfee, all of Sundance Wyoming, to acquire voting shares and thereby control of Sundance Bankshares, Inc., Sundance, Wyoming (SBI). SBI controls Sundance State Bank, Sundance, Wyoming.	Federal Register:	Not available
WHEELER COUNTY	CIC	Notice submitted by Amanda Leigh	Newspaper:	Not available
BANCSHARES, INC.		Palmer, Erie, Colorado, to acquire voting shares of Wheeler County Bancshares, Inc., parent of Ericson State Bank, both in Ericson, Nebraska.	Federal Register:	Not available

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Federal Reserve Bank of Kansas City

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CRA

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Federal Reserve Bank of Dallas

Filings received during the week ending December 28, 2019

Filer Filing Type Filing Proposal End of Comment Period

NONE

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Federal Reserve Bank of Dallas

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District: 12 Federal Reserve Bank of San Francisco

Filer	Filing Type	Filing Proposal	End of Commen	nt Period
ADYEN N.V.	FBSEA	Adyen, N.V., Amsterdam, Netherlands, to	Newspaper:	Not available
		establish a branch in San Francisco, California, pursuant to Section 7(d) of the International Banking Act.	Federal Register:	Not applicable
BANK OF HAWAII	PWI	Bank of Hawaii, Honolulu, Hawaii,	Newspaper:	Not applicable
		proposes to make an additional public welfare investment of a maximum of \$13.1 million in Hunt Capital Partners Tax Credit Fund 29, LP.	Federal Register:	Not applicable
BAYCOM CORP	* 18C	1) BayCom Corp, Walnut Creek,	Newspaper:	Not available
	4c8	California, to merge with Grand Mountain Bancshares, Inc., and thereby indirectly	Federal Register:	01/03/2020
	* Branch	acquire Grand Mountain Bank, FSB, both of Granby, Colorado; 2) Grand Mountain Bank, FSB, Granby, Colorado, to merge with and into Bay Commercial Bank, Walnut Creek, California; and 3)Bay Commercial Bank, Walnut Creek, California, to acquire 4 branches of United Business Bank, F.S.B., Oakland, California.		
OREGON PACIFIC BANKING	* Branch	Oregon Pacific Bank, Florence, Oregon, to	Newspaper:	Not available
CO. DBA OREGON PACIFIC BANK		establish a branch office at 3250 Hillcrest Park Drive, Medford, Oregon.	Federal Register:	Not applicable
SOUTHERN CALIFORNIA	* 3A1	Southern California Bancorp to become a	Newspaper:	01/13/2020
BANCORP	* 3A3	bank holding company by acquiring 100 percent of Bank of Southern California, National Association, both of San Diego, California; and, immediately thereafter, to acquire CalWest Bancorp and thereby indirectly acquire CalWest Bank, both of Rancho Santa Margarita, California.	Federal Register:	Not available

^{*} Subject to the provisions of the Community Reinvestment Act

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.

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

RSSD

NONE

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

ID	Institution / Location		Exam Date	Public Date	Rating	Exam Method
NONE						
CRA Exam	inations scheduled for	Quarter of				
Institution			Location		Quarter	

CRA

^{*} Subject to the provisions of the Community Reinvestment Act