
Federal Reserve Release



H.2

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

No. 48

Week Ending November 27, 1999

Bank Holding Companies

PNC Bank Corp., Pittsburgh, Pennsylvania -- commenter's request for review of the approval by the Federal Reserve Bank of Cleveland of PNC's acquisition of First Data Investor Services Group, Inc., Westborough, Massachusetts.

- Denied, November 22, 1999

The Sanwa Bank, Limited, Osaka, Japan -- to retain shares of The Toyo Trust and Banking Company, Limited, Tokyo, and thereby retain control of Toyo Trust Company of New York, New York, New York.

- Approved, November 24, 1999

Banks, Foreign

UBS AG, Basel, Switzerland -- to establish a representative office in Washington, D.C.

- Approved, November 24, 1999

International Operations

PNC Bank, National Association, Pittsburgh, Pennsylvania -- to establish PNC Capital Leasing, LLC, an agreement corporation.

- Approved, November 24, 1999

BS&R	Banking Supervision and Regulation	RBOPS	Reserve Bank Operations and Payment
C&CA	Consumer and Community Affairs	IF	International Finance
FOMC	Federal Open Market Committee	OSDM	Office of Staff Director for Management

Bank Branches, Domestic

San Francisco

Business Bank of Nevada, Las Vegas, Nevada -- to establish a branch at 3476 Executive Pointe Way, Carson City.
- Approved, November 26, 1999

Minneapolis

First PREMIER Bank, Sioux Falls, South Dakota -- to establish a branch at East Benson Road and North Potsdam Avenue.
- Approved, November 24, 1999

Minneapolis

First State Bank of Pipestone, Rushmore, and Worthington, Pipestone, Minnesota -- to establish a branch at 1055 Ryans Road, Worthington.
- Approved, November 22, 1999

Chicago

Harris Trust and Savings Bank, Chicago, Illinois -- to establish a branch at 1242 N. Ashland Avenue.
- Approved, November 19, 1999 (AC)

San Francisco

M&I Thunderbird Bank, Phoenix, Arizona -- to establish a branch at 19th Avenue and Mohawk Lane.
- Approved, November 17, 1999 (AC)

San Francisco

Santa Barbara Bank & Trust, Santa Barbara, California -- to establish a branch at 7070 Marketplace Drive, Goleta.
- Approved, November 24, 1999

Atlanta

SunTrust Bank, North Central Florida, Ocala, Florida -- to establish a branch at 14000 W. Newberry Road, Jonesville.
- Approved, November 22, 1999

Bank Branches, Domestic

Richmond

TheBank, Belton, South Carolina -- to establish a branch at 2200 East River Street, Anderson.

- Approved, November 26, 1999

Bank Holding Companies

Richmond

Bank of America Corporation, Charlotte, North Carolina -- to retain shares of Lake-Osceola State Bank, Baldwin, Michigan.

- Approved, November 24, 1999

Kansas City

Farmers & Merchants Investment, Inc., Milford, Nebraska -- to acquire an interest in North Central Bancorp, Inc., Norfolk.

- Approved, November 24, 1999

San Francisco

Hancock Park Acquisition, LLC, Washington, D.C., and Hancock Park Acquisition, LP -- to acquire shares of The Bank of Hollywood, Hollywood, California.

- Withdrawn, November 22, 1999

Chicago

Johnson International, Inc., Racine, Wisconsin -- to engage de novo in extending credit and servicing loans.

- Approved, November 24, 1999

Kansas City

MBT Bancshares, Inc., Kansas City, Missouri -- to acquire Whiting Bankshares, Inc., Whiting, Kansas.

- Approved, November 23, 1999

Chicago

Merchants Merger Corp., New Berlin, Wisconsin -- to become a bank holding company through the acquisition of Pyramid Bancorp, Inc., Grafton, and Grafton State Bank.

- Approved, November 23, 1999

Bank Holding Companies

Atlanta

Overton Merger Corporation, Livingston, Tennessee -- to become a bank holding company through the acquisition of Overton Financial Services, Inc. and Union Bank & Trust Company.

- Approved, November 26, 1999

Richmond

South Branch Valley Bancorp, Inc., Moorefield, West Virginia -- to acquire Potomac Valley Bank, Petersburg; and for Potomac Valley Bank to merge with Potomac Valley Interim Bank.

- Approved, November 26, 1999

Minneapolis

Truman Bancshares, Inc., Truman, Minnesota, and Martin County Fidelity Bancshares Company, Fairmont -- to acquire shares of Martin County National Bank.

- Approved, November 23, 1999

San Francisco

Umpqua Holdings Corporation, Roseburg, Oregon -- to acquire Strand, Atkinson, Williams and York, Inc., Portland, and thereby engage in securities-related activities.

- Approved, November 24, 1999

Secretary

Vermont Bank Service Corporation, Montpelier, Vermont -- to provide loan review services.

- Approved, November 22, 1999

Richmond

Virginia Commerce Bancorp, Inc., Arlington, Virginia -- to become a bank holding company through the acquisition of Virginia Commerce Bank.

- Approved, November 23, 1999

San Francisco

Wells Fargo & Company, San Francisco, California -- to acquire Texas Bancshares, Inc., San Antonio, Texas; First National Bank of South Texas, San Antonio; and Bank of South Texas, Corpus Christi.

- Approved, November 24, 1999

Bank Holding Companies

St. Louis

Wilson & Muir Bancorp, Inc., Bardstown, Kentucky -- request for waiver in connection with the proposed acquisition of Farmers Bank of Vine Grove, Vine Grove.

- Approved, November 22, 1999

Bank Mergers

Atlanta

SunTrust Bank, Atlanta, Georgia -- to merge with STI Capital Management, N.A., Orlando, Florida.

- Approved, November 24, 1999

Banks, Foreign

San Francisco

Development Bank of Singapore, Republic of Singapore -- to upgrade its agency office in Los Angeles, California, to a wholesale branch.

- Withdrawn, November 26, 1999

Banks, State Member

Director, BS&R

Dauphin Deposit Bank & Trust Company, Harrisburg, Pennsylvania -- transfer agent registration.

- Withdrawn, November 24, 1999

Chicago

NAB Bank, Chicago, Illinois -- to exercise trust powers.

- Returned, November 23, 1999

Change In Bank Control

San Francisco

Bay View Capital Corporation, San Mateo, California -- change in bank control.

- Withdrawn, November 23, 1999

Competitive Factors Reports

Kansas City

Bank of Norfolk, Norfolk, Nebraska -- report on competitive factors of the proposed merger with the Wayne branch of Columbus Federal Savings Bank, Columbus.
- Submitted, November 22, 1999

Boston

Cape Cod Bank & Trust Company, N.A., Hyannis, Massachusetts -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of two branches of Fleet National Bank, Providence, Rhode Island.
- Submitted, November 24, 1999

Chicago

Farmers State Bank of Buffalo, Buffalo, Illinois -- report on competitive factors of the proposed purchase of fixed assets and assumption of deposits of the Mount Zion branch of Associated Bank Illinois, National Association, Rockford.
- Submitted, November 24, 1999

Chicago

The PrivateBank and Trust Company, Chicago, Illinois -- report on competitive factors of the proposed merger with Johnson Bank Illinois, Lake Forest.
- Submitted, November 23, 1999

Extensions Of Time

Dallas

A. B. Bancshares, Inc., Houston, Texas -- extension to February 21, 2000, to become a bank holding company through the acquisition of A. B. Bancshares of Delaware, Inc., Wilmington, Delaware, and American Bank, Houston; and for A. B. Bancshares of Delaware, Inc. to become a bank holding company through the acquisition of American Bank.
- Granted, November 22, 1999

Extensions Of Time

San Francisco

Castle Creek Capital Partners Fund IIa, LP, Rancho Santa Fe, California, and Castle Creek Capital Partners Fund IIb, LP -- extension to February 25, 2000, to acquire shares of Rancho Santa Fe National Bank; and for Eggemeyer Advisory Corp., WJR Corp., and Castle Creek, LLC, all of Rancho Santa Fe, to indirectly acquire shares of Rancho Santa Fe National Bank.

- Granted, November 24, 1999

Dallas

Central Texas Bancshare Holding Company, Columbus, Texas, and Colorado County Investment Holdings, Inc., Wilmington, Delaware -- extension to March 2, 2000, to acquire Hill Bancshares Holdings, Inc., Weimar, Texas, and Hill Bank & Trust Company.

- Granted, November 23, 1999

Chicago

Citizens Financial Corporation, Chicago, Illinois -- extension to February 27, 2000, to become a bank holding company through the acquisition of Citizens Bank & Trust Company of Chicago, a de novo bank.

- Granted, November 24, 1999

Atlanta

Colonial Bank, Montgomery, Alabama -- extension to November 23, 2000, to establish a branch at 2000 Ponce de Leon Boulevard, Coral Gables, Florida.

- Granted, November 23, 1999

Richmond

F&M Bank-Central Virginia, Charlottesville, Virginia -- extension to October 7, 2000, to establish a branch at U.S. Route 29 and State Route 607, Ruckersville.

- Granted, November 23, 1999

Minneapolis

Merchants Holding Company, Winona, Minnesota -- extension to February 26, 2000, to acquire Primo Financial Services, Inc., Hastings.

- Granted, November 24, 1999

Membership

San Francisco

Business Bank of Nevada, Las Vegas, Nevada -- membership in the Federal Reserve System.

- Approved, November 24, 1999

Dallas

Falcon National Bank, Laredo, Texas -- membership in the Federal Reserve System.

- Approved, November 23, 1999

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, November 27, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Banknorth Group, Inc., Burlington, Vermont – to acquire 100% of BNG Interim Bank, N.A., successor to Evergreen Bank N.A., Glen Falls, New York	Newspaper – 12/20/1999 Fed Reg – 12/17/1999

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

Section V – 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.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, November 27, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Banca Intessa S.P.A., Milano, Italy, to establish a branch in New York, New York, and to establish representative offices in Chicago, Illinois and San Francisco, California.	Newspaper – N/Avail
FBSEA	UBS AG, Zurich, Switzerland, to establish a representative office in Boston, Massachusetts.	Newspaper – N/Avail
FBSEA	Credit Commercial de France, Paris, France, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Banco Comercial Portugues, S.A., Porto, Portugal, to establish a representative office in Miami, Florida.	Newspaper – N/Avail
Branch	Chase Manhattan Bank, New York, New York, to establish a branch office located at 530 Myrtle Avenue, Boonton, New Jersey.*	Newspaper – 12/23/1999

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)/3(a)(3)	China Trust Capital A/S, Denmark (“AS”), to form a bank holding company and acquire direct or indirect control of China Trust Capital BV, Amsterdam, Netherlands, China Trust Holdings Corp., New York, New York, and China Trust Bank (U.S.A.), Torrance, California; and for China Trust Holdings N.V., Curacao, Netherlands Antilles, to acquire control of AS.*	Newspaper – 11/26/1999 Fed Reg – 11/26/1999
3(a)(1)	Caisse Nationale de Credit Agricola, Paris, France, to become a bank holding company through its investment in Banco Espirito Santo e Comercial de Lisboa, S.A., Lisbon, Portugal (“BESCL”), through BESCL’s acquisition of Espirito Santo Bank, Miami, Florida.*	Newspaper – 11/15/1999 Fed Reg – N/Avail
3(a)(3)/3(a)(5)	Summit Bancorp, Princeton, New Jersey, to acquire NMBT Corp., and its wholly-owned subsidiary, NMBT, both of New Milford, Connecticut.*	Newspaper – N/Avail Fed Reg – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	KBC Bank N.V., Brussels, Belgium, KBC Bank & Insurance Holding Company, N.V., Brussels, Belgium, Almanij N.V. (Algemene Maatschappij Voor Nijverheidskrediet), Antwerp, Belgium, Cera Holding, Leuven, Belgium, Cera Ancora N.V., Leuven, Belgium, Cera Management, Leuven, Belgium, Cera Foundation, Leuven, Belgium, to underwrite and deal in ineligible securities to a limited extent through KBC Financial Products (USA), Inc., New York, New York.	Fed Reg – N/Avail

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

Institution *Location*

None

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, November 27, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

Section V – 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:

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.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, November 27, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Received notice from Fifth Third Bank Ohio Valley, Hillsboro, OH on 11/22/1999 of its intent to establish a branch at 303 East Emmitt Avenue, Waverly, OH.	12/01/1999

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
4(c)(8)	Received notice from PNC Bank Corp, Pittsburgh, PA on 11/23/1999 of its intent to acquire certain assets of Atlantic Group Securities, Inc., Millburn, NJ and of its Fort Myers, FL office through a wholly-owned subsidiary, J.J.B. Hilliard, W.L. Lyons, Inc.	

Section V – 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.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, November 27, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Metro-County Bank of Virginia, Inc., Mechanicsville, Virginia, to establish a branch at 3124 West Broad Street, Richmond, Virginia.*	Newspaper - 12/13/1999

*Subject to the provisions of the Community Reinvestment Act.

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	Wachovia Corporation, Winston-Salem, North Carolina, to merge with B C. Bankshares, Inc., Canton, Georgia.*	Fed Reg - 12/23/1999 Newspaper - 12/10/1999
3(a)(1)	First National Bancshares, Inc., Spartanburg, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of First National Bank of Spartanburg (in organization), Spartanburg, South Carolina.*	Fed Reg - 12/27/1999 Newspaper - 01/01/2000

*Subject to the provision of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
2742153	First Capital Bank 4101 Dominion Boulevard Glen Allen, Virginia 23060	09/07/1999	11/27/1999	S		X

Section VI – CRA examinations scheduled for Quarter of

Institution *Location*

None

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, November 27, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Fifth Third Bank of Florida, Naples, Florida, to establish a branch located at 625 Fifth Avenue, Naples, Florida.	12/10/1999*

*Subject to provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Advantage Bankshares, Inc., Village of North Palm Beach, Florida, to become a bank holding company by acquiring Advantage Bank, Village of North Palm Beach, Florida (in organization).	Newspaper – 12/23/1999*
4(c)(8)	Century South Banks, Inc., Dahlonega, Georgia, prior notice to acquire Haywood Bancshares, Inc., Waynesville, North Carolina, and its subsidiary, Haywood Savings Bank, Inc., SSB, Waynesville, North Carolina, and thereby engage in operating a savings association.	Fed Reg – 12/24/1999*
3(a)(1)	Gwinnett Commercial Group, Inc., Lawrenceville, Georgia, to become a bank holding company by acquiring First Bank of Gwinnett, Lawrenceville, Georgia (in organization).	N/Avail*
3(a)(1)	Gulf Coast Community Bancshares, Inc., Wewahitchka, Florida, to become a bank holding company by acquiring Wewahitchka State Bank, Wewahitchka, Florida.	Fed Reg- 12/28/1999*

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, November 27, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branch	F&M Bank-Northeast Pulaski, Wisconsin F&M Bank-Central Stevens Point, Wisconsin F&M Bank-East Troy East Troy, Wisconsin F&M Bank-Elkhorn Elkhorn, Wisconsin F&M Bank-Grant County Fennimore, Wisconsin F&M Bank-Jefferson Jefferson, Wisconsin F&M Bank-Kiel Kiel, Wisconsin F&M Bank-Lakeland Woodruff, Wisconsin F&M Bank-Landmark Hudson, Wisconsin F&M Bank-Prairie du Chien Prairie du Chien, Wisconsin F&M Bank-Superior Superior, Wisconsin F&M Bank-Winnebago County Omro, Wisconsin and thereby to establish branches	Newspaper – 11/26/1999
18(c) & Branch	F&M Bank-Kaukauna Kaukauna, Wisconsin F&M Bank-Appleton Appleton, Wisconsin F&M Bank-Algoma Algoma, Wisconsin F&M Bank-Brodhead Brodhead, Wisconsin F&M Bank-Darlington Darlington, Wisconsin F&M Bank-Hilbert Hilbert, Wisconsin	Newspaper – 11/26/1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branch	F&M Bank-Kaukauna (cont"d) Kaukauna, Wisconsin F&M Bank-New London New London, Wisconsin F&M Bank-Waushara County Wautoma, Wisconsin F&M Trust Company Kaukauna, Wisconsin and thereby to establish branches	Newspaper – 11/26/1999
18(c) & Branch	F&M Bank-Northeast Pulaski, Wisconsin F&M Bank-Kaukauna Kaukauna, Wisconsin and thereby to establish branches	Newspaper – 11/26/1999
18(c) & Branch	Old Kent Bank Grand Rapids, Michigan The Merchants National Bank of Aurora Aurora, Illinois and thereby to establish 14 branches	Newspaper – 12/23/1999
Branch	Northern Trust Company Chicago, Illinois 201 East Huron Street Chicago, Illinois	Newspaper – 12/16/1999
Branch	M&I Bank of Southern Wisconsin Madison, Wisconsin 220 N. Century Avenue Waunakee, Wisconsin	Newspaper – 11/26/1999

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Deerfield Financial Corporation Madison, Wisconsin By Paul James Senty, Amy Catherine Hegenbarth and James Herbert Hegenbarth	Fed Reg – 11/10/1999 Newspaper – 12/01/1999
CIC	Republic Bancorp, Co. Orland Park, Illinois By Terry Halikias	Fed Reg – 11/30/1999 Newspaper – 12/02/1999

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Iowa State Financial Services* Fairfield, Iowa Iowa State Bank & Trust Company Fairfield, Iowa	Fed Reg – 12/13/1999 Newspaper – N/Avail
3(a)(5)	Iowa State Financial Services* Fairfield, Iowa North Linn Corporation Coggon, Iowa Linn County State Bank Coggon, Iowa	Fed Reg – 12/13/1999 Newspaper – N/Avail
3(a)(5)	Old Kent Financial Corporation* Grand Rapids, Michigan Merchants Bancorp, Inc. Aurora, Illinois The Merchants National Bank of Aurora Aurora, Illinois	Fed Reg – 12/17/1999 Newspaper – 12/23/1999
CIC	River Valley Bancorp, Inc. Eldridge, Iowa By John Randall (Randy) Winegard	Fed Reg – 12/10/1999 Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – 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.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, November 27, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
5(d)(3)	Notice by Effingham State Bank, Effingham, Illinois, to purchase certain assets and assume certain liabilities of the Greenville, Illinois branch office of Associated Bank Illinois, N.A., Rockford, Illinois.*	N/Avail.

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice involving Lakeside Bancshares, Inc., Hughes, Arkansas, by William Baker Benton, Jr., Hughes, Arkansas. A companion Stock Redemption notice accompanies this notice.	Newspaper – 12/10/1999 Fed Reg – 12/14/1999
3(a)(3)	Companion notices by First Banks, Inc., Creve Coeur, Missouri, and its subsidiary bank holding company, First Banks of America, Inc., Clayton, Missouri, to acquire Lippo Bank, San Francisco, California.*	Newspaper – 12/17/1999 Fed Reg – N/Avail.
3(a)(1)	Notice by ASB Management Corp., Anna, Illinois, to acquire Anne State Bank, Anna, Illinois.*	Newspaper – 12/24/1999 Fed Reg – N/Avail.

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
S/R	Notice by Lakeside Bancshares, Inc., Hughes, Arkansas, to redeem 66.55 percent of its equity capital. A companion Notice of Change in Control accompanies this notice.
SMBOTH	Notice by Century Bank of the Ozarks, Gainesville, Missouri, to make a dividend payment.

Section V – 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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SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, November 27, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Ellis Bankshares, Inc., Eagle River, Wisconsin, for prior approval to become a bank holding company through the acquisition of 81.59% of the voting shares of First National Bank of Eagle River, Eagle River, Wisconsin.	Fed Reg – 12/23/1999

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

Section V – 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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<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, November 27, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Grant County Bancshares, Medford, Oklahoma, for prior approval to effect and assume deposit liabilities of the Medford branch of First Capital Bank, Guthrie, Oklahoma	Newspaper 12/17/1999
Branch	Grant County Bancshares, Medford, Oklahoma, to establish a branch of First Capital Bank, Guthrie, Oklahoma.	Newspaper 12/17/1999

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Team Financial, Paola, Kansas, for approval to acquire 100 percent of the voting shares of Fort Calhoun Investment Co., Fort Calhoun, Nebraska, and thereby indirectly acquire Fort Calhoun State Bank, Fort Calhoun, Nebraska.	Fed Reg 12/07/1999 Newspaper N/Avail

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Team Financial, Paola, Kansas, to acquire Fort Calhoun Investment Co., Fort Calhoun, Nebraska, and thereby engage in insurance activities.	Fed Reg 12/07/1999
4(c)(8)	Hometown Bancshares, Grand Island, Nebraska, for prior approval to acquire 100 percent of the capital stock of Security Bank, Sumner, Nebraska and thereby engage in the operation of a thrift.	Fed Reg 11/22/1999

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
418753	Clayton State Bank Clayton, Oklahoma	08/30/1999	11/25/1999	S		X

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, November 27, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Scotty Dan Allen, Stephenville, TX, to acquire an interest in Town and Country Bancshares, Inc., Stephenville, TX	Fed Reg – 12/13/1999 Newspaper – 12/06/1999
3(a)(1)	First Sierra Financial, Inc., Houston, TX, to acquire FSF of Delaware, Inc., Wilmington, DE, and Greenbelt Bancshares, Inc., Quanah, TX, and Security National Bank in Quanah, Quanah, TX*	Fed Reg – 12/17/1999 Newspaper – 12/19/1999
3(a)(1)	FSF of Delaware, Inc., Wilmington, DE, to acquire Greenbelt Bancshares, Inc., Quanah, TX, and Security National Bank in Quanah, Quanah, TX*	Fed Reg – 12/17/1999 Newspaper – 12/19/1999

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
Member	First National Bank, Burkburnett, TX, to become a member of the Federal Reserve System

Section V – 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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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
238755	First State Bank of Mineral Wells 101 East Hubbard St. Mineral Wells, Texas 76067-5319	08/16/1999	11/27/1999	S		X

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, November 27, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	CivicBank of Commerce, Oakland, California, to merge with East County Bank, Antioch, California. *	Newspaper - 12/23/1999

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Security Bank Holding Company and Security Bank Holding Company ESOP, both of Coos Bay, Oregon, to acquire Willamette Valley Bank, Salem, Oregon. *	Newspaper - 10/18/1999 Fed Reg - N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
4(c)(8)	Humboldt Bancorp, Eureka, California, to acquire Capitol Thrift and Loan Association, Napa, California.
Member	Willamette Valley Bank, Salem, Oregon, to become a member of the Federal Reserve System.

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
3(a)(5)(C)	Network Bancorp USA, Ontario, California, to become a bank holding company by acquiring Network Bank, USA, Ontario, California.

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
2583347	Rancho Bernardo Community Bank 16495 Bernardo Center Drive San Diego, CA 92128 (619) 451-9100	07/12/1999	11/24/1999	S		X
1471577	Sun Country Bank 13792 Bear Valley Road Victorville, CA 92392 (760) 243-1240	07/28/1999	11/26/1999	S		X

The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	