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**Federal Reserve Release**

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*H.2*

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

*No. 17*

*Week Ending April 25, 2009*

Board Operations

System Strategic Framework -- revised framework to guide the Federal Reserve's strategic planning for 2009 through 2014.

- Approved, April 13, 2009

(A/C)

Monetary and Financial Policy

Term Asset-Backed Securities Loan Facility -- establishment of two new interest rates applicable to certain loans extended under the TALF.

- Approved, April 21, 2009

Term Auction Facility -- TAF auction in the amount of \$150 billion in 84-day credit on April 20, 2009.

- Announced, April 20, 2009

Personnel

Management Division -- appointment of Marie S. Savoy as associate director, effective April 20; and William L. Mitchell as senior associate director and chief financial officer and Tara Tinsley Pelitere as deputy associate director, effective April 26, 2009.

- Announced, April 20, 2009

Regulations and Policies

Credit Card Rules -- publication for comment of clarifications to the December 2008 amendments to Regulations AA and Z to prohibit certain unfair credit card practices and to improve consumer disclosures for credit card accounts and other revolving credit plans.

- Approved, April 21, 2009

Testimony and Statements

Mortgage Lending Reform -- statement by Sandra F. Braunstein, director, Division of Consumer and Community Affairs, before the House Committee on Financial Services on problems in the subprime mortgage market, regulatory actions to address these problems, and potential legislative responses.

- Published, April 23, 2009

Enforcement

Amoret Bancshares, Inc., Butler, Missouri -- written agreement with the Federal Reserve Bank of Kansas City.

- Announced, April 20, 2009

Bank On It, Inc., Stockton, California -- written agreement with the Federal Reserve Bank of San Francisco.

- Announced, April 23, 2009

Citizens Central Bancorp, Inc., Macomb, Illinois -- written agreement with the Federal Reserve Bank of Chicago.

- Announced, April 21, 2009

First Regional Bancorp, Los Angeles, California -- written agreement with the Federal Reserve Bank of San Francisco.

- Announced, April 23, 2009

K Capital Corporation, Owings Mills, Maryland -- written agreement with the Federal Reserve Bank of Richmond.

- Announced, April 24, 2009

Strategic Capital Bancorp, Inc., Champaign, Illinois -- written agreement with the Federal Reserve Bank of Chicago.

- Announced, April 21, 2009

**Enforcement**

The Tysan Corporation, Minneapolis, Minnesota -- written agreement with the Federal Reserve Bank of Minneapolis.

- Announced, April 23, 2009

**BS&R** Banking Supervision and Regulation

**RBOPS** Reserve Bank Operations and Payment Systems

**C&CA** Consumer and Community Affairs

**IF** International Finance

**FOMC** Federal Open Market Committee

**OSDM** Office of Staff Director for Management

**Bank Branches, Domestic**

Atlanta

Compass Bank, Birmingham, Alabama -- to establish a branch at 9400 Ed Robson Boulevard, Denton, Texas.

- Approved, April 21, 2009

Richmond

The Fauquier Bank, Warrenton, Virginia -- to establish a branch at 15252 Washington Street, Haymarket.

- Approved, April 24, 2009

Dallas

LegacyTexas Bank, Plano, Texas -- to establish a branch at 2101 Cedar Springs Road, Dallas.

- Returned, April 20, 2009

New York

Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a branch at 6990 Laurel Bowie Road, Bowie, Maryland.

- Approved, April 24, 2009

**Bank Holding Companies**

Chicago

Arete Financial Limited, Paris, Kentucky -- to become a bank holding company and to acquire shares of Michigan Heritage Bancorp, Farmington Hills, Michigan, and thereby acquire Michigan Heritage Bank.

- Withdrawn, April 23, 2009

**Bank Holding Companies**

Minneapolis

Beartooth Financial Corporation, Billings, Montana -- to become a bank holding company and to acquire Beartooth Bank, Billings.

- Withdrawn, April 23, 2009

St. Louis

Farmers and Merchants Bankshares, Inc., Stuttgart, Arkansas -- to acquire Lee County Bancshares, Inc., Marianna, and thereby acquire First National Bank at Marianna.

- Approved, April 22, 2009

Director, BS&R

JPMorgan Chase & Co., New York, New York -- relief from certain commitments.

- Granted, April 20, 2009

Kansas City

Midwest Banco Corporation, Cozad, Nebraska -- to continue to engage in general insurance activities through the retention of Grabenstein Insurance & Financial Services, Inc., Eustis.

- Approved, April 21, 2009

Chicago

Minier Financial, Inc. Employee Stock Ownership Plan with 401(k) Provisions, Minier, Illinois -- to increase its ownership of Minier Financial, Inc., Minier, and thereby increase its indirect ownership of First Farmers State Bank.

- Approved, April 20, 2009

**Bank Holding Companies**

Dallas

Plains Capital Corporation, Dallas, Texas -- request for an exemption under the Depository Institution Management Interlocks Act and Regulation L.

- Withdrawn, April 23, 2009

Richmond

Randolph Bancshares, Inc., Asheboro, North Carolina -- to become a bank holding company and to acquire Randolph Bank & Trust Company, Asheboro.

- Withdrawn, April 20, 2009

St. Louis

Scott Morgan Bancorp, Inc., Bluffs, Illinois -- to become a bank holding company and to acquire Bank of Bluffs, Bluffs.

- Approved, April 20, 2009

Richmond

WashingtonFirst Bankshares, Inc., Reston, Virginia -- to become a bank holding company and to acquire WashingtonFirst Bank, Reston.

- Approved, April 24, 2009

**Bank Mergers**

San Francisco

Community Bank of Nevada, Las Vegas, Nevada -- to merge with Community Bank of Arizona, Phoenix, Arizona.

- Returned, April 24, 2009

Extensions of Time

Richmond

City First Enterprises, Inc., Washington, DC -- extension to July 22, 2009, to engage in lending and community development activities.

- Granted, April 22, 2009

Atlanta

Community Bancshares of Mississippi, Inc. Employee Stock Ownership Plan, Brandon, Mississippi -- extension to August 13, 2009, to acquire additional shares of (1) Community Bancshares of Mississippi, Inc., Brandon, and thereby indirectly acquire Community Bank of North Mississippi, Amory; Community Bank of Mississippi, Forest; Community Bank, National Association, Memphis, Tennessee; Community Bank, Ellisville, Ellisville, Mississippi; and Community Bank Coast, Biloxi, and (2) Community Holding Company of Alabama, Brandon, Mississippi, and its subsidiary bank, Community Bank, National Association, Mobile, Alabama.

- Granted, April 22, 2009

Chicago

Grundy Bank, Morris, Illinois -- extension to July 27, 2009, to establish a branch at 2650 East Division Street, Diamond.

- Granted, April 20, 2009

Chicago

The Northern Trust Company, Chicago, Illinois -- extension to May 1, 2010, to establish a branch in Beijing, China.

- Granted, April 22, 2009



**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending April 25, 2009**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
DIME MUTUAL HOLDING COMPANY	* 3A1	Application filed by Dime Mutual Holding Company, Norwich, Connecticut to become a mutual bank holding company through the acquisition of 100% of the voting shares of Dime Bank, Norwich, Connecticut, pursuant to section 3(a)(1) of the BHC Act.	Newspaper:	Not available
			Federal Register:	Not available

**District: 1**

**Federal Reserve Bank of Boston**

**Availability of CRA Public Evaluations**

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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.

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 2**

**Federal Reserve Bank of New York**

**Filings received during the week ending April 25, 2009**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
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NONE

**District: 2**

**Federal Reserve Bank of New York**

**Availability of CRA Public Evaluations**

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
501105	MANUFACTURERS & TRADERS TC, BUFFALO, NEW YORK	05/12/2008	03/27/2009	O	Large Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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**District: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending April 25, 2009**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
Patriot Financial Partners	CIC	Patriot Financial Partners, GP, L.P., Patriot Financial Partners, L.P., Patriot Financial Partners Parallel, L.P., Patriot Financial Partners, GP, LLC, Patriot Financial Managers, L.P., and Messrs. Ira M. Lubert, W. Kirk Wycoff and James J. Lynch, all of Philadelphia, Pennsylvania, to purchase up to 14.9 percent of Guaranty Bancorp, parent of Guaranty Bank and Trust Company, both in Denver, Colorado, through the acquisition of voting shares.	Newspaper:	Not available
			Federal Register:	04/03/2009

**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					

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 4**

**Federal Reserve Bank of Cleveland**

**Filings received during the week ending April 25, 2009**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CITIZENS GUARANTY FINANCIAL CORPORATION	CIC	Interagency Notice of Change in Bank Control submitted by the John M. St. Clair, Jr. Trust, Irvine, KY (Kathy Dale Samples, Trustee) of its intent to retain control of 100% of the outstanding voting shares of Citizens Guaranty Financial Corporation, Irvine, KY which controls Citizens Guaranty Bank, Richmond, KY.	Newspaper:	Not available
			Federal Register:	05/14/2009





**District: 5**

**Federal Reserve Bank of Richmond**

**Filings received during the week ending April 25, 2009**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
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NONE

**District: 5**

**Federal Reserve Bank of Richmond**

**Availability of CRA Public Evaluations**

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 6**

**Federal Reserve Bank of Atlanta**

**Filings received during the week ending April 25, 2009**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CUMBERLAND BANCORP, INC.	3A1	Cumberland Bancorp, Inc., notice to become a bank holding company by acquiring 100 percent of the outstanding shares of Cumberland Bank & Trust, both of Clarksville, Tennessee.	Newspaper: Federal Register:	Not applicable Not applicable
HERITAGE FIRST BANCSHARES, INC.	CIC	Prior change in control notice filed by Jessie Doyle Buffinton, Helmut Hans Cawthon, Kenneth Franklin Davis, Andrew Charles Heaner, Clinton Gray Hubbard, Stephen Curtis Klasson, Kimberly Gill Mauer, Laura Hallin Mumber, Matthew Peter Mumber, Delos Harley Yancey, III, John Demetrius Xanthos, all of Rome, Georgia, Andrew Charles Heaner, Atlanta, Georgia, and Wayne Elm Vick, Armuchee, Georgia, collectively to acquire an additional 18.78 percent of the outstanding shares of Heritage First Bancshares, Inc., Rome, Georgia. Total pro forma will equal 37.29 percent.	Newspaper: Federal Register:	Not available 05/12/2009
PIEDMONT BANCORP, INC.	* 3A1	Piedmont Bancorp, Inc., Norcross, Georgia, to become a bank holding company by acquiring 100 percent of the outstanding shares of Republic Bank of Georgia, Lawrenceville, Georgia.	Newspaper: Federal Register:	Not available 05/22/2009
REGIONS BANK	* Branch	Regions Bank, Birmingham, Alabama, to establish branches in the following locations: 1 Glen Lake Parkway, Atlanta, Georgia, to be known as the Glenlake Private Banking Branch; Suwanee Gateway Shopping Center, Lawrenceville Highway and I-85, Suwanee, Georgia, to be known as the Gateway Suwanee Branch; 3400 Camp Creek Parkway, East Point, Georgia, to be known as the Camp Creek Parkway Branch; 17615 Chenal Parkway, Little Rock, Arkansas, to be known as the Chenal Parkway Branch; corner of Lyons and Coconut Creek Parkway, Pompano Beach, Florida, to be known as the Coconut Creek Parkway Branch; 1020 Highland Colony Parkway, Ridgeland, Mississippi, to be known as the 200 Renaissance at Colony Park Branch; Highway 321 and Town Creek Parkway, Lenoir City, Tennessee, to be known as the Lenoir City Branch Relocation; Kelly Plantation Development near The Home Depot on Commons Drive West, Destin, Florida, to be known as the Kelly Plantation Branch (relocation of Destin Emerald Coast Parkway Branch); and the corner of Route 57 and Meridian, Glen Carbon, Illinois, to be known as the Glen Carbon Branch.	Newspaper: Federal Register:	05/05/2009 Not applicable

\* Subject to the provisions of the Community Reinvestment Act

**District: 6**

**Federal Reserve Bank of Atlanta**

**Availability of CRA Public Evaluations**

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending April 25, 2009**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK IOWA	* 18C * Branch	Bank Iowa, Oskaloosa, Iowa, to purchase the assets and assume the liabilities of the Newton, Iowa branch of Bank Iowa, Altoona, Iowa, and to establish a branch facility at 215 West 2nd Street North, Newton, Iowa.	Newspaper: Federal Register:	04/27/2009 Not applicable
COMMUNITY FIRST FINANCIAL CORPORATION	* 3A1	Community First Financial Corporation, Kokomo, Indiana, to become a bank holding company by acquiring 100 percent of the voting shares of Community First Bank of Howard County, Kokomo, Indiana.	Newspaper: Federal Register:	04/24/2009 04/27/2009
FREEDOM FINANCIAL BANK	Member	Freedom Financial Bank, West Des Moines, Iowa, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable
LOGAN COUNTY BANK	* 18C * Branch	Logan County Bank, Lincoln, Illinois, to purchase certain assets and assume certain liabilities of the 100 W. Elm, Buffalo, Illinois branch of Town & Country Bank of Springfield, Springfield, Illinois, and thereby to establish a branch at 100 W. Elm, Buffalo, Illinois.	Newspaper: Federal Register:	Not available Not applicable
M&I MARSHALL & ILSLEY BANK	* Branch	M&I Marshall and Ilsley Bank, Milwaukee, Wisconsin, to establish a branch facility to be located at 12620 East 116th Street, Fishers, Indiana.	Newspaper: Federal Register:	03/26/2009 Not applicable
OSB FINANCIAL CORPORATION	* 3A1	OSB Financial Corporation, Brooklyn, Michigan, to become a bank holding company by acquiring 100 percent of the voting shares of OSB Community Bank, Brooklyn, Michigan.	Newspaper: Federal Register:	Not available 04/10/2009
TOWN & COUNTRY BANK OF SPRINGFIELD	* 18C * Branch	Town & Country Bank of Springfield, Springfield, Illinois, to merge with Town & Country Bank, Buffalo, Illinois, and thereby to establish 3 branches.	Newspaper: Federal Register:	Not available Not applicable

Federal Reserve Bank of Chicago

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
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 25, 2009**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
PEOPLES-MARION BANCORP, INC.	CIC	Notice by Terry L. Bunnell, individually as the largest shareholder, and in concert with Deborah L. Bunnell, both of Glasgow, Kentucky, to gain control of Peoples-Marion Bancorp, Inc., Marion, Kentucky.	Newspaper: Federal Register:	04/22/2009 05/12/2009
SOUTHERN MISSOURI BANCORP, INC.	* 3A3	Southern Missouri Bancorp, Inc., Poplar Bluff, Missouri, to acquire 100 percent of Southern Bank of Commerce, Paragould, Arkansas.	Newspaper: Federal Register:	Not available 05/22/2009

**District: 8**

**Federal Reserve Bank of St. Louis**

**Availability of CRA Public Evaluations**

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
273840	COMMUNITY FIRST BK, MOUNT VERNON, ILLINOIS	12/01/2008	02/25/2009	S	Small Bank
852544	ELK HORN B&TC, ARKADELPHIA, ARKANSAS	12/01/2008	03/18/2009	S	Small Bank

**CRA Examinations scheduled for                      Quarter of**

Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act



**District: 9**

**Federal Reserve Bank of Minneapolis**

**Filings received during the week ending April 25, 2009**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
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NONE

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Availability of CRA Public Evaluations**

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- 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
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 25, 2009**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BIG MAC BANCSHARES, INC.	* 3A3	Big Mac Bancshares, Inc., Hoxie, Kansas, to acquire 100 percent of the voting shares of Leonardville State Bank, Leonardville, Kansas.	Newspaper:	05/24/2009
			Federal Register:	05/18/2009
C & M BANCSHARES, INC.	* 3A1	C & M Bancshares, Inc., Cameron, Missouri, to become a bank holding company through the acquisition of 100 percent of the voting shares of Missouri Federal Savings Bank (to be known as 1st Cameron State Bank), Cameron, Missouri.	Newspaper:	04/23/2009
			Federal Register:	05/18/2009
UNIVERSITY NATIONAL BANCSHARES, INC.	CIC	Notice submitted by Martin C. Bicknell, Bucyrus, Kansas, to acquire control of University National Bancshares, Inc., parent of University National Bank, both in Pittsburg, Kansas.	Newspaper:	05/06/2009
			Federal Register:	04/16/2009

**District: 10**

**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
480750	BANK OF PARSONS, PARSONS, KANSAS	01/26/2009	04/01/2009	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 11****Federal Reserve Bank of Dallas****Filings received during the week ending April 25, 2009**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
A.N.B. HOLDING COMPANY, LTD.	* 3A3	A.N.B. Holding Company, Ltd., Terrell, Texas, to acquire additional shares up to 35% of The ANB Corporation, Terrell, Texas, and indirectly American National Bank, Terrell, Texas.	Newspaper: Federal Register:	05/15/2009 Not available
PROFESSIONAL CAPITAL, INC.	CIC	Notice by Mr. Patrick W. Hopper (as trustee of the PWH Trust UTD 3/2/94) of Henderson, Nevada, to increase his ownership and control, from 9.4 percent to 15.2 percent, of Professional Capital, Inc., Dallas, Texas, and indirectly, Professional Bank, National Association, Dallas, Texas.	Newspaper: Federal Register:	Not available 05/01/2009
TEXAS INDEPENDENT BANCSHARES, INC.	* 3A3	Texas Independent Bancshares, Inc., Texas City, Texas, to acquire 51 percent of Houston Business Bank, Houston, Texas (de novo).	Newspaper: Federal Register:	04/25/2009 04/27/2009

**District: 11**

**Federal Reserve Bank of Dallas**

**Availability of CRA Public Evaluations**

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 12**

**Federal Reserve Bank of San Francisco**

**Filings received during the week ending April 25, 2009**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
SAEHAN BANCORP	CIC	Notice by Don Rhee, Bok Kyung Rhee, and the Rhee Family Trust, all of Los Angeles, California, to acquire additional voting shares of Saeahan Bancorp, and thereby indirectly acquire additional voting shares of Saeahan Bank, both of Los Angeles, California.	Newspaper:	Not available
			Federal Register:	05/08/2009

**District: 12**

**Federal Reserve Bank of San Francisco**

**Availability of CRA Public Evaluations**

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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
843270	COMMUNITY FIRST BK, PRINEVILLE, OREGON	12/01/2008	04/01/2009	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act