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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. 6*

*Week Ending February 6, 2010*

**Forms**

Forms -- final Board review to revise without extension the following reports:  
(1) Consolidated Financial Statements for Bank Holding Companies (FR Y-9C),  
(2) Financial Statements of U.S. Nonbank Subsidiaries of U.S. Bank Holding Companies (FR Y-11), (3) Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations (FR 2314), and (4) Financial Statements of U.S. Nonbank Subsidiaries Held by Foreign Banking Organizations (FR Y-7N).

- Approved, February 4, 2010

**Membership**

The Warehouse Trust Company LLC, New York, New York -- to become a member of the Federal Reserve System.

- Approved, February 1, 2010

**Regulations and Policies**

Small Business Lending -- issuance of an Interagency Statement on Meeting the Credit Needs of Creditworthy Small Business Borrowers.

- Announced, February 5, 2010

**Enforcement**

Citizens Bancshares, Inc., Edmond, Oklahoma, and The Citizens Bank of Edmond -- written agreement with the Federal Reserve Bank of Kansas City and the Oklahoma State Banking Department.

- Announced, February 4, 2010

Palm Desert Investments, Palm Desert, California -- written agreement with the Federal Reserve Bank of San Francisco.

- Announced, February 3, 2010

**Enforcement**

Peoples, Inc., Lawrence, Kansas, and Peoples Bank -- written agreement with the Federal Reserve Bank of Kansas City.

- Announced, February 1, 2010

Rising Sun Bancorp, Rising Sun, Maryland, and NBRF Financial Bank -- written agreement with the Federal Reserve Bank of Richmond and the Maryland Division of Financial Regulation.

- Announced, February 2, 2010

## **H.2 Actions under delegated authority**

**January 31, 2010 to February 6, 2010**

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**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**

#### Boston

Northampton Co-operative Bank, Northampton, Massachusetts -- to establish a branch at 390 College Street, Amherst.

- Approved, February 5, 2010

#### Philadelphia

Susquehanna Bank, Lititz, Pennsylvania -- to establish a branch at 1845 Walnut Street, Philadelphia.

- Approved, February 2, 2010

### **Bank Holding Companies**

#### Philadelphia

Drexel Morgan & Co. Holdings, Radnor, Pennsylvania -- to form a bank holding company in connection with the reorganization of The Haverford Trust Company, Radnor.

- Approved, February 4, 2010

#### St. Louis

Progressive Financial Services, Inc., McKenzie, Tennessee -- to engage in lending and loan-servicing activities.

- Approved, February 2, 2010

#### Chicago

United Community Bancorp, Inc., Chatham, Illinois -- to acquire Marine Bank & Trust, Carthage, and Brown County State Bank, Mount Sterling.

- Approved, February 2, 2010

Change in Bank Control

Atlanta

Bonifay Holding Company, Inc., Bonifay, Florida -- change in bank control of Bonifay and its subsidiary bank, Bank of Bonifay, Bonifay.

- Withdrawn, February 1, 2010

Extensions of Time

Dallas

A.N.B. Holding Company, Ltd., Terrell, Texas -- extension to May 7, 2010, to acquire additional shares of The ANB Corporation, Terrell, and thereby acquire The American National Bank; Lakeside Bancshares, Inc., Rockwall; and Lakeside National Bank.

- Granted, February 4, 2010

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending February 6, 2010**

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

**District: 1**

**Federal Reserve Bank of Boston**

**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:

- O = Outstanding
- S = Satisfactory
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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 February 6, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
ABN AMRO II N.V.	FBSEA	ABN AMRO II N.V., Amsterdam, The Netherlands, to establish a representative office in New York, New York, pursuant to Section 10(a) of the International Banking Act of 1978, as amended, and Section 211.24 (a)(1) of Regulation K.	Newspaper: Federal Register:	02/25/2010 Not applicable
BANK MORGAN STANLEY AG	Foreign Branch	Bank Morgan Stanley AG, Zurich, Switzerland, an indirect foreign bank subsidiary of Morgan Stanley, New York, New York, to establish branches in Hong Kong and Singapore, pursuant to Section 211.3(b)(2) of Regulation K.	Newspaper: Federal Register:	Not applicable Not applicable
FIRST NIAGARA FINANCIAL GROUP, INC.	* 3A1 * 4c8 * 3A3	First Niagara Financial Group, Inc., Buffalo, New York ("FNFG"), to become a bank holding company by acquiring Harleysville National Corporation and Harleysville National Bank and Trust Company, both of Harleysville, Pennsylvania. FNFG to retain First Niagara Bank, Buffalo, New York ("FNB"), and thereby operate a savings association. FNFG to retain FNB upon conversion of FNB to a national bank, pursuant to Section 3(a)(3) of the BHC Act.	Newspaper: Federal Register:	Not available 02/19/2010



**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
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending February 6, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
ROYAL BANCSHARES OF PENNSYLVANIA, INC.	CIC	Evelyn Rome Tabas, Narberth, PA, to purchase up to 33.465% of Royal Bancshares Of Pennsylvania, Inc., Narberth, PA.	Newspaper:	02/20/2010
			Federal Register:	02/22/2010

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Availability of CRA Public Evaluations**

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending February 6, 2010

Filer	Filing Type	Filing Proposal	End of Comment Period	
ANDOVER BANK, THE	* Branch Premises	Andover Bank, Andover, OH to establish a branch at 6611 North Ridge Rd., Madison, OH and request to exceed investment in premises limits.	Newspaper: Federal Register:	02/11/2010 Not applicable
HOMETOWN BANCSHARES, INC.	CIC	Notice of Change in Bank Control filed by Hometown Bancshares, Inc. 401(k) Profit Sharing Plan (Timothy Robert Aiken, Trustee), Middlebourne, WV to retain control of 10.77 percent of the outstanding voting shares of Hometown Bancshares, Inc., Middlebourne, WV.	Newspaper: Federal Register:	Not available Not available

**District: 4**

**Federal Reserve Bank of Cleveland**

**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: 5

Federal Reserve Bank of Richmond

Filings received during the week ending February 6, 2010

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF AMERICA, NATIONAL ASSOCIATION	Investment	Bank of America, N.A., Charlotte, North Carolina, to make an indirect investment of \$11 million in BANA Canada Funding Company Limited, Calgary, Alberta, Canada.	Newspaper: Federal Register:	Not applicable Not applicable
XENITH BANK	* Branch	Xenith Bank, Richmond, Virginia, proposes to establish a branch at 8200 Greensboro Drive, Suite 1400, McLean, Virginia.	Newspaper: Federal Register:	01/28/2010 Not applicable

**District: 5**

**Federal Reserve Bank of Richmond**

**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: 6**

**Federal Reserve Bank of Atlanta**

**Filings received during the week ending February 6, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANCO DAVIVIENDA S.A.	FBSEA	Banco Davivienda, S.A., Bogota, Colombia, to convert its Edge Act banking corporation subsidiary, Bancafe International, to international bank branch offices located at 801 Brickell Avenue, Miami, Florida, and 1110 Brickell Avenue, Miami, Florida.	Newspaper: Federal Register:	Not available Not applicable
FLORIDA SHORES BANCORP, INC.	* 3A1 * 3A3	Florida Shores Shamrock, Inc., Naples, Florida, to become a bank holding company by acquiring at least 60 percent of the outstanding shares of Shamrock Bank of Florida, Naples, Florida, to be known as Florida Shores Bank-Gulf Coast; and Florida Shores Bancorp, Inc., along with Smith Associates Bank Fund Management LLC, and Smith Associates Florida Banking Fund LLC, all of Pompano Beach, Florida, to collectively acquire at least 60 percent of the outstanding shares of Florida Shores Shamrock, Inc., Naples, Florida, and its subsidiary, Shamrock Bank of Florida, Naples, Florida, to be known as Florida Shores Bank-Gulf Coast.	Newspaper: Federal Register:	01/26/2010 01/29/2010
FLORIDA SHORES BANCORP, INC.	* 4c8	Florida Shores Bancorp, Inc., Smith Associates Bank Fund Management LLC, and Smith Associates Florida Banking Fund LLC, all of Pompano Beach, Florida, to collectively acquire at least 60 percent of the outstanding shares of Coastal Bancorporation, Inc. and its subsidiary, Coastal Bank, both of Merritt Island, Florida, and thereby engage in operating a savings association, pursuant to section 4(c)(8) of the Bank Holding Company Act and section 225.28(b)(4)(ii) of Regulation Y.	Newspaper: Federal Register:	02/01/2010 01/27/2010
HOMETOWN COMMUNITY BANCSHARES, INC.	CIC	Prior change in control notice filed by Viradesh Kumar Nanda and Sameer Kumar Nanda, to acquire 17.51 percent of the outstanding shares of Hometown Community Bancshares, Inc., and its subsidiary, Hometown Community Bank, both of Braselton, Georgia. Total pro forma ownership will equal 17.51 percent.	Newspaper: Federal Register:	02/17/2010 02/16/2010
IBERIABANK	* 18C * Branch	IBERIABANK, Lafayette, Louisiana, for the purchase and assumption of a branch of IBERIABANK FSB, Little Rock, Arkansas. IBERIABANK, Lafayette, Louisiana, in connection with its purchase to acquire e branch of IBERIABANK FSB, Little Rock, Arkansas, to establish the branch located at 2 South Water Street, Mobile, Alabama.	Newspaper: Federal Register:	02/24/2010 Not applicable
PALM BANCORP, INC.	CIC	Prior change in control notice filed by Marty E. Adams, Salineville, Ohio; Kevin T. Thompson, Saint Augustine, Florida; and John S. Loeber, Travelers Rest, South Carolina; to acquire control of Palm Bancorp, Inc., and its subsidiary bank, Palm Bank, both of Tampa, Florida.	Newspaper: Federal Register:	Not available 02/09/2010

\* Subject to the provisions of the Community Reinvestment Act



**District: 6**

**Federal Reserve Bank of Atlanta**

**Filings received during the week ending February 6, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
STATE BANK FINANCIAL CORPORATION	* 3A1	State Bank Financial Corporation, Atlanta, Georgia, to become a bank holding company by acquiring 100 percent of the outstanding shares of State Bank and Trust Company, Macon (Pinehurst), Georgia.	Newspaper:	Not available
			Federal Register:	02/12/2010

**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 February 6, 2010

Filer	Filing Type	Filing Proposal	End of Comment Period	
HEDRICK BANCORP, INC.	CIC	Notice by John E. Helgerson, Ottumwa, Iowa, to acquire additional shares of Hedrick Bancorp, Inc., Hedrick, Iowa, and thereby indirectly Hedrick Savings Bank, Ottumwa, Iowa.	Newspaper: Federal Register:	02/01/2010 01/27/2010
IDA GROVE BANCSHARES, INC.	4c8	Ida Grove Bancshares, Inc., Ida Grove, Iowa, proposes to engage de novo in leasing personal or real property.	Newspaper: Federal Register:	Not applicable 11/16/2009
NORTHWEST FINANCIAL CORP.	4c8	Northwest Financial Corp., Arnolds Park, Iowa, proposes to engage denovo in investment advisor activities.	Newspaper: Federal Register:	Not applicable Not applicable
UNITED COMMERCE BANCORP	CIC	Notice by Vernon R. Pfaff, individually, and as part of a group acting in concert with Barbara Ann Pfaff, both of Fairbury, Nebraska, to acquire over 10 percent of the outstanding shares of United Commerce Bancorp, Bloomington, Indiana, and thereby indirectly acquire control of United Commerce Bank, Bloomington, Indiana.	Newspaper: Federal Register:	02/18/2010 02/17/2010

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of	Institution	Location
NONE			

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**District: 8**

**Federal Reserve Bank of St. Louis**

**Filings received during the week ending February 6, 2010**

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

**District: 8**

**Federal Reserve Bank of St. Louis**

**Availability of CRA Public Evaluations**

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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: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending February 6, 2010

Filer	Filing Type	Filing Proposal	End of Comment Period	
LAKE CENTRAL FINANCIAL, INC.	* 3A1	Lake Central Financial, Inc., Annandale, Minnesota, to become a bank holding company by acquiring 100 percent of Annandale State Bank, Annandale, Minnesota.	Newspaper: Federal Register:	02/05/2010 02/12/2010
SOUTH DAKOTA BANCSHARES, INC.	CIC	Change in Control Notice by Charles H. Burke III, Pierre, South Dakota, as an individual, to acquire 72 percent or more of the shares of South Dakota Bancshares Inc., Pierre, South Dakota, and thereby indirectly gain control of BankWest Inc., Pierre, South Dakota.	Newspaper: Federal Register:	Not available 02/16/2010

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Availability of CRA Public Evaluations**

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NONE					

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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**District: 10****Federal Reserve Bank of Kansas City****Filings received during the week ending February 6, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CORNERSTONE BANK	* 18C * Branch	Cornerstone Bank, York, Nebraska, to merge with Harvard State Bank, Harvard, Nebraska, and incident thereto to establish a branch, and to operate under the title of Cornerstone Bank, York, Nebraska.	Newspaper: Federal Register:	03/01/2010 Not applicable
FIRST NATIONAL MANAGEMENT GROUP, LLC	* 3A1	First National Management Group, LLC, Greenwood Village, Colorado, to become a bank holding company through the acquisition of at least 93 percent of the voting shares of Amoret Bancshares, Inc., parent of BC National Banks, both in Butler, Missouri.	Newspaper: Federal Register:	Not available 02/05/2010
FIRST NORTON CORPORATION	CIC	Notification by Verlyn Joseph Herman, Jr., and Aaron Joseph Herman, both of Norton, Kansas, as members of a family group acting in concert, to retain control of First Norton Corporation, parent of First Security Bank & Trust Company, both of Norton, Kansas.	Newspaper: Federal Register:	Not available 02/09/2010
MY ANNS CORPORATION	CIC	Notice submitted by Donna M. Curry, trustee of the Galen L. Curry Marital Trust, and voting trustee of the Voting Trust Agreement, Piqua, Kansas, trustee, to retain control of My Ann's Corporation, and thereby indirectly retain control of Piqua State Bank, both in Piqua, Kansas.	Newspaper: Federal Register:	02/18/2010 02/22/2010

**District: 10**

**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

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Institution	Location
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District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending February 6, 2010

Filer	Filing Type	Filing Proposal	End of Comment Period	
OPPORTUNITY BANCSHARES, INC.	CIC	Notice by Capital Z Partners III GP, LTD, George Town, Cayman Islands; Capital Z Partners III GP, L.P., George Town, Cayman Islands; Capital Z Partners Management, LLC, Dover, Delaware; Capital Z Partners III, L.P., George Town, Cayman Islands; and Bradley E. Cooper, New York, New York and Robert A. Spass, New York, New York, as principals, to acquire 10 percent or more of the shares of Opportunity Bancshares, Inc., Bettendorf, Iowa. Opportunity Bancshares, Inc. controls Opportunity Bank, N.A., Richardson, Texas.	Newspaper:	Not available
			Federal Register:	02/02/2010

**District: 11**

**Federal Reserve Bank of Dallas**

**Availability of CRA Public Evaluations**

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Institution	Location
NONE	

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**District: 12**

**Federal Reserve Bank of San Francisco**

**Filings received during the week ending February 6, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CARPENTER FUND MANAGER GP, LLC	* 3A3	Carpenter Fund Manager GP, LLC, Carpenter Fund Management, LLC, Carpenter Community Bancfund, L.P., Carpenter Community Bancfund-A, LP, Carpenter Community Bancfund-CA, L.P., SCJ, Inc., and CCFW, Inc., all of Irvine, California, to acquire up to 87 percent of the outstanding voting shares of Mission Community Bancorp and thereby indirectly acquire a greater controlling interest in Mission Community Bank, both of San Luis Obispo, California; and 2) Mission Community Bancorp and Mission Community Bank, both of San Luis Obispo, California, to appoint Stephen P. Yost as a director of both Bancorp and Bank.	Newspaper: Federal Register:	Not available 01/29/2010
GOLDEN PACIFIC BANCORP, INC.	* 3A1	Golden Pacific Bancorp, Inc., Sacramento, California, to become a Bank Holding Company by acquiring 100 percent of the voting stock of Gold Country Financial Services, Inc., and indirectly its subsidiary, Gold Country Bank, National Association, both of Marysville, California.	Newspaper: Federal Register:	Not available 12/07/2009
GRANDPOINT CAPITAL, INC.	* 3A1 4c8	Grandpoint Capital, Inc., Los Angeles, California, to become a Bank Holding Company by acquiring 100 percent of the voting shares of Santa Ana Business Bank, Santa Ana, California, and 2) to engage de novo through its wholly-owned subsidiary, Grandpoint Capital Advisors, Inc., Los Angeles, California, in financial advisory activities to businesses and individuals, pursuant to section 225.28(b)(6) and in private placement of debt and equity securities activities, pursuant to section 225.28(b)(7)(iii) of Regulation Y.	Newspaper: Federal Register:	02/07/2010 02/16/2010
LAND BANK OF TAIWAN	FBSEA	Land Bank of Taiwan Co., Ltd., Taipei, Taiwan, to establish a New York branch office pursuant to section 211.24(a)(2)(i)(A) of Regulation K.	Newspaper: Federal Register:	Not available Not applicable
SILICON VALLEY BANK	Foreign Branch	Silicon Valley Bank, Santa Clara, California, to establish a branch in London, United Kingdom, pursuant to Section 211.3(b)(2) of Regulation K.	Newspaper: Federal Register:	Not applicable Not applicable
WESTERN LIBERTY BANCORP	* 3A1	Western Liberty Bancorp, Las Vegas, Nevada, to become a bank holding company by acquiring 100 percent of Service1st Bank of Nevada, Las Vegas, Nevada.	Newspaper: Federal Register:	02/21/2010 02/25/2010

\* Subject to the provisions of the Community Reinvestment Act

**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.

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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