
Federal Reserve Release



H.2

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

No. 12

Week Ending March 19, 2011

Bank Holding Companies

Chuo Mitsui Trust Holdings, Inc., Tokyo, Japan -- application to become a bank holding company and to acquire The Sumitomo Trust and Banking Company, Ltd., Osaka, and its subsidiary bank, Sumitomo Trust and Banking Co., Hoboken, New Jersey, and engage in certain nonbanking activities.

- Approved, March 13, 2011

Regulations and Policies

Regulation Z (Truth in Lending) -- final amendments to clarify certain aspects of prior rules applicable to open-end (not home-secured) credit plans issued under the Credit Card Accountability Responsibility and Disclosure Act.

- Approved, March 16, 2011

Enforcement

Pembina County Bankshares, Ltd., Cavalier, North Dakota -- written agreement with the Federal Reserve Bank of Minneapolis.

- Announced, March 15, 2011

Rurban Financial Corp., Defiance, Ohio, and Rurbanc Data Services, Inc. -- issuance of a consent cease and desist order.

- Announced, March 15, 2011

Tonganoxie Bankshares, Inc., Tonganoxie, Kansas -- written agreement with the Federal Reserve Bank of Kansas City.

- Announced, March 15, 2011

H.2 Actions under delegated authority

March 13, 2011 to March 19, 2011

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

OSD Office of Staff Director

Bank Branches, Domestic

San Francisco

Bank of Hawaii, Honolulu, Hawaii -- to establish a branch at Safeway Hilo, 381 East Makaala Street, Hilo.

- Approved, March 18, 2011

Bank Holding Companies

Kansas City

Commerce Bank and Trust Holding Company, Topeka, Kansas -- to retain an interest in Financial Institution Technologies, Topeka, and thereby indirectly engage in data processing.

- Approved, March 16, 2011

New York

Community Bank System, Inc., Dewitt, New York -- waiver of application to merge with The Wilber Corporation, Oneonta, in connection with the merger of their respective subsidiary banks, Community Bank, National Association, Canton, and Wilber National Bank, Oneonta.

- Granted, March 17, 2011

Dallas

Connemara Bancorp, Inc. Dallas, Texas -- to become a bank holding company and to acquire First Amherst Bancshares, Inc., Amherst, and indirectly acquire First National Bank, Amherst.

- Withdrawn, March 14, 2011

Bank Holding Companies

Philadelphia

Donegal Financial Services Corp., Marietta, Pennsylvania -- waiver of application to acquire Union National Financial Corporation, Lancaster, in connection with the merger of their respective subsidiary banks, Province Bank FSB, Marietta, and Union National Community Bank, Lancaster.

- Granted, March 15, 2011

Chicago

M.S.B. Corporation, Central City, Iowa, and City State Bancorporation, Inc. -- to engage de novo in extending credit and servicing loans.

- Withdrawn, March 18, 2011

Richmond

Old Line Bancshares, Inc., Bowie, Maryland -- to acquire Maryland Bankcorp, Inc., Lexington Park, and thereby indirectly acquire Maryland Bank & Trust Company, National Association.

- Approved, March 16, 2011

Minneapolis

TCF Financial Corporation, Wayzata, Minnesota -- request for an exemption under the Depository Institution Management Interlocks Act and Regulation L.

- Withdrawn, March 16, 2011

Bank Mergers

Chicago

Village Bank and Trust Company, Arlington Heights, Illinois -- to purchase certain assets and assume certain liabilities of the 320 East Northwest Highway, Mount Prospect, branch of Northbrook Bank & Trust Company, Northbrook, and thereby establish a branch at that location.

- Approved, March 18, 2011

Banks, Nonmember, and Miscellaneous Institutions

Director, BS&R

First Command Bank, Fort Worth, Texas -- request for an exemption from section 23A of the Federal Reserve Act and Regulation W to allow First Command to purchase certain real property from its parent holding company, First Command Financial Services, Inc., Fort Worth.

- Granted, March 14, 2011

Change in Bank Control

Atlanta

Biscayne Bancshares, Inc., Coconut Grove, Florida -- to retain control of Biscayne Bancshares and its subsidiary bank, Biscayne Bank, Coconut Grove.

- Permitted, March 18, 2011

Minneapolis

Fidelity Holding Company, Minnetonka, Minnesota -- change in bank control of Fidelity Holding and its subsidiary bank, Fidelity Bank, Edina.

- Permitted, March 16, 2011

Change in Bank Control

Minneapolis

West 12 Bancorporation, Inc., Danvers, Minnesota -- change in bank control of West 12 and its subsidiary bank, State Bank of Danvers.

- Permitted, March 15, 2011

Extensions of Time

St. Louis

M&P Community Bancshares, Inc. 401(k) Employee Stock Ownership Plan, Newport, Arkansas -- extension to June 16, 2011, to acquire additional shares of M&P Community Bancshares, Inc., Newport.

- Granted, March 16, 2011

Dallas

Woodforest Financial Group Employee Stock Ownership Plan (with 401(k) Provisions), The Woodlands, Texas, and Woodforest Financial Group Employee Stock Ownership Trust -- extension to June 16, 2011, to become a bank holding company and to acquire shares of Woodforest Financial Group, Inc., The Woodlands, and thereby acquire Woodforest National Bank, Houston; and to acquire a savings association through Woodforest Financial Group, Inc., and indirectly Woodforest Bank, FSB, Refugio.

- Granted, March 16, 2011

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending March 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 1

Federal Reserve Bank of Boston

Availability of CRA Public Evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

- O = Outstanding
- S = Satisfactory
- NI = Needs to improve
- SN = Substantial noncompliance

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

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 2

Federal Reserve Bank of New York

Filings received during the week ending March 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 2

Federal Reserve Bank of New York

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Institution	Location
NONE	

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District: 3

Federal Reserve Bank of Philadelphia

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Filer	Filing Type	Filing Proposal	End of Comment Period	
BRYN MAWR BANK CORPORATION	4c8	Bryn Mawr Bank Corporation, Bryn Mawr, PA, to acquire 100% of PWMG Bank and Trust, Inc., Hersey PA, a non-depository trust company in formation and to merge PWBG Bank and Trust, Inc. with and into The Bryn Mawr Trust Company, Bryn Mawr, PA.	Newspaper:	Not applicable
			Federal Register:	Not available

District: 3

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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Institution	Location
NONE	

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District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending March 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending March 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
Carroll Bancorp, Inc.	* 3A1	Carroll Bancorp, Inc., Sykesville, Maryland, to become a bank holding company through the acquisition of 100% of the voting stock of Carroll Community Bank, Sykesville, Maryland, upon its conversion from a state savings bank to a state-chartered stock commercial bank.	Newspaper:	Not available
			Federal Register:	Not available

District: 5

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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NONE

CRA Examinations scheduled for **Quarter of**

Institution	Location
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NONE

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending March 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANCO FINANCIERO Y DE AHORROS, S.A.	FBSEA	Banco Financiero y de Ahorros, S.A., Valencia, Spain (formerly New Bank), to establish a branch to be located in Miami, Florida.	Newspaper:	Not available
			Federal Register:	Not applicable

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 March 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMMUNITY STATE BANK EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST	* 3A3	Community State Bank Employee Stock Ownership Plan and Trust, Union Grove, Wisconsin, to acquire up to 850 shares of Union Bancorporation, Inc., Union Grove, Wisconsin, and increase its ownership up to 38.24 percent, and thereby indirectly increase its control of Community State Bank, Union Grove, Wisconsin.	Newspaper: Federal Register:	04/04/2011 04/01/2011
FIRST MID-ILLINOIS BANCSHARES, INC.	CIC	Notice by Gary W. Melvin, Alex J. Melvin, David W. Melvin and Laura A. Voyles, each of Sullivan, Illinois, as a group acting in concert, to acquire more than 10 percent of the voting shares of First Mid-Illinois Bancshares, Inc., Mattoon, Illinois, and thereby indirectly control First Mid-Illinois Bank & Trust, National Association, Mattoon, Illinois.	Newspaper: Federal Register:	Not available 03/30/2011
HOME FINANCIAL BANCORP	* 3A1 4c8	Home Financial Bancorp, Spencer, Indiana, to become a bank holding by acquiring 100 percent of the voting shares of Owen Community Bank, s.b., Spencer, Indiana, and also, proposes to engage in insurance agency activities through its subsidiary, OCB Insurance Agency, Inc., Spencer, Indiana.	Newspaper: Federal Register:	Not available 04/14/2011
MINIER FINANCIAL, INC. EMPLOYEE STOCK OWNERSHIP PLAN W/401(K) PROVISIONS	* 3A3	Minier Financial, Inc. Employee Stock Ownership Plan with 401(k) Provisions, Minier, Illinois, to increase its ownership of Minier Financial, Inc., Minier, Illinois, from 31.93 percent to up to 35 percent, and thereby increase its indirect ownership of First Farmers State Bank, Minier, Illinois.	Newspaper: Federal Register:	04/08/2011 04/15/2011
NEWELL BANCSHARES, INC.	CIC	Notice by Lucinda Hill Alden, Los Angeles, California, as trustee for The Gilbert D. Hill Descendant's Trust, The Roberta E. Hill Descendant's Trust, The Julie Hill Irrevocable Trust Dated April 7, 2003, and the Lucinda Hill Irrevocable Trust Dated April 7, 2003, all of Los Angeles, California, to retain control of Newell Bancshares, Inc., Newell, Iowa, and thereby indirectly control First Community Bank, Newell, Iowa.	Newspaper: Federal Register:	Not available 04/04/2011
NORTHERN TRUST COMPANY, THE	Investment	The Northern Trust Company, Chicago, Illinois and The Northern Trust International Banking Corporation, Jersey City, New Jersey, to make an investment through its indirect subsidiary, Northern Trust (Ireland) Limited in Bank of Ireland Securities Services; Bank of Ireland Nominees Limited; IBI Nominees Limited; and IBI Property Nominees Limited, Dublin, Ireland.	Newspaper: Federal Register:	Not applicable Not applicable

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE

CRA Examinations scheduled for **Quarter of**

Institution	Location
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NONE

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending March 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
EVOLVE BANK & TRUST	* Branch	Evolve Bank & Trust, West Memphis, Arkansas, to establish a branch facility to be located at 6070 Poplar Avenue, Suite 100, Memphis, Tennessee.	Newspaper:	03/28/2011
			Federal Register:	Not applicable
MCGEHEE BANK EMPLOYEE STOCK OWNERSHIP PLAN THE	* 3A3	The McGehee Bank Employee Stock Ownership Plan, McGehee, Arkansas, to acquire additional direct ownership of up to 35 percent of Southeast Financial Bankstock Corporation, McGehee, Arkansas, and thereby increase its indirect control of McGehee Bank, McGehee, Arkansas.	Newspaper:	04/08/2011
			Federal Register:	04/14/2011
SOUTHERN BANCORP BANK	* Branch	Southern Bancorp Bank, Arkadelphia, Arkansas, to establish a branch facility to be located at 1888 Main Street Crossing, Suite D, Madison, Mississippi.	Newspaper:	03/24/2011
			Federal Register:	Not applicable

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending March 19, 2011**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BRIDGEWATER BANCSHARES, INC.	CIC	Change in control notice by Gerald John Baack, Apple Valley, Minnesota, individually, and in concert with Sherri Lynn Baack, Apple Valley, Minnesota, to acquire and retain 10 percent or more of the shares of Bridgewater Bancshares, Inc., Bloomington, Minnesota, and thereby indirectly acquire and retain control of Bridgewater Bank, Bloomington, Minnesota.	Newspaper: Federal Register:	Not available Not available
GEBSCO, INC.	CIC	Change in Control Notice by Najib G. Schlosstein, Arcadia, Wisconsin, to acquire 25 percent or more of the shares of GEBSCO, Mondovi, Wisconsin, and thereby indirectly gain control of Alliance Bank, Mondovi, Wisconsin. In addition, Castlerock Museum, Inc., Alma, Wisconsin, to retain shares of GEBSCO, Mondovi, Wisconsin, and thereby join the Schlosstein Family Group which controls 25 percent or more of GEBSCO, Mondovi, Wisconsin.	Newspaper: Federal Register:	Not available Not available
WESTERN STATE AGENCY, INC., EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST	* 3A1	Western State Agency, Inc., Employee Stock Ownership Plan and Trust, Devils Lake, North Dakota, to become a bank holding company by acquiring over 25 percent of Western State Agency, Devils Lake, North Dakota and thereby indirectly acquire Western State Bank, Devils Lake, North Dakota.	Newspaper: Federal Register:	Not available 03/24/2011

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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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 March 19, 2011**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BBJ INCORPORATED	CIC	Notification by Russell W. Blaha, Ord, Nebraska, to acquire control of BBJ, Inc., parent of First National Bank in Ord, both in Ord, Nebraska.	Newspaper: Federal Register:	03/24/2011 04/01/2011
FIVE POINTS BANK	* Branch	Five Points Bank of Grand Island, Grand Island, Nebraska, to establish a mobile branch to be operated in Douglas and Sarpy County, Nebraska.	Newspaper: Federal Register:	03/30/2011 Not applicable
SECURITY FINANCIAL SERVICES CORPORATION	CIC	Notification by Scott T. Athey, Enid, Oklahoma, to acquire control of Security Financial Services Corporation, parent of The Security National Bank of Enid, both in Enid, Oklahoma.	Newspaper: Federal Register:	Not available 04/04/2011
SECURITY NATIONAL CORPORATION	CIC	Notification by James E. Landen, Omaha, Nebraska, as trustee of the Mary M. Huerter Irrevocable Trust; the Megan L. Huerter Irrevocable Trust; the James V. Huerter III Irrevocable Trust; the Rebecca F. Huerter Irrevocable Trust; the Thomas L. Huerter Irrevocable Trust; the Mary C. Landen Irrevocable Trust; the Clarence L. Landen IV Irrevocable Trust; the Kelly A. Landen Irrevocable Trust; the Elizabeth L. Kerr Irrevocable Trust; the Jordan M. Kerr Irrevocable Trust; and the J. Michael Kerr Jr. Irrevocable Trust, all of Omaha, Nebraska, to retain control of Security National Corporation, Omaha, Nebraska, parent of Security National Bank of Omaha, Omaha, Nebraska.	Newspaper: Federal Register:	Not available Not available

District: 10

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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Institution	Location
NONE	

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District: 11**Federal Reserve Bank of Dallas****Filings received during the week ending March 19, 2011**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF THE WEST	* Branch	Bank of the West, El Paso, Texas, to establish a branch to be located at 5604 E. Paisano Drive, El Paso, Texas 79925.	Newspaper:	03/31/2011
			Federal Register:	Not applicable
COMERICA BANK	* 18C	Comerica Bank, Dallas, Texas, to merge with Sterling Bank, Houston, Texas; and to establish the 61 offices of Sterling Bank, Houston, Texas, as branches of Comerica Bank, Dallas, Texas.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable
TEXAS FIRST BANK	* 18C	Texas First Bank, Texas City, Texas, to merge with affiliate Texas First Bank, Santa Fe, Texas, and to establish nine branches at the following locations: 12402 Hwy., 6, Santa Fe, TX 77510; 6128 Hwy. 6, Hitchcock, TX 77563; 2625 South Loop 35, Alvin, TX 77511; 5675 FM 646, Dickinson, TX 77539; 4301 Hwy.3, Dickinson, TX 77539; 111 West Parkwood, Friendswood, TX 77546; 3000 FM 1764, La Marque, TX 77568; 111 South Hwy. 3, League City, TX 77573; and 2343 North Main St., Pearland, TX 77581.	Newspaper:	03/18/2011
	* Branch		Federal Register:	Not applicable

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending March 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF IDAHO HOLDING CO.	CIC	Bank of Idaho Holding Company Employee Stock Ownership Plan to retain control of 18.13 percent of Bank of Idaho Holding Company and thereby indirectly retain control of The Bank of Idaho, all of Idaho Falls, Idaho.	Newspaper: Federal Register:	03/23/2011 04/06/2011
BANK OF TAIWAN	FBSEA	Bank of Taiwan, Taipei, Taiwan, to upgrade its New York Agency to a branch office pursuant to section 211.24(a)(2)(ii)(a) of Regulation K and section 7(d) of FBSEA.	Newspaper: Federal Register:	Not available Not applicable
CASCADE BANCORP	CIC	Michael Fayne Rosinus, of Winnetka, Illinois, to acquire 0.11 percent of the voting shares of Cascade Bancorp, and thereby indirectly acquire voting shares of Bank of the Cascades, both of Bend, Oregon, and join with BOTC Holdings LLC with respect to its investment in Cascade Bancorp, resulting in a total collective acquisition of 24.46% of the voting shares of Cascade Bancorp.	Newspaper: Federal Register:	Not available 03/09/2011
MISSION COMMUNITY BANK	* Branch	Mission Community Bank, San Luis Obispo, California, to establish a full service branch at 3380 South Higuera Street, San Luis Obispo, California.	Newspaper: Federal Register:	03/28/2011 Not applicable

District: 12

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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- NI = Needs to improve
- SN = Substantial noncompliance

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

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act