
Federal Reserve Release



H.2

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

No. 10

Week Ending March 11, 2017

Reserve Bank Operations

Federal Reserve Bank of Atlanta -- appointment of Raphael W. Bostic as president, effective June 5, 2017.

- Approved, March 9, 2017

Enforcement

J.P. Morgan Securities (Asia Pacific) Limited, Hong Kong, China -- issuance of notices of intent to prohibit and notices of assessment of civil money penalties against Fang Fang and Timothy Fletcher, former institution-affiliated parties.

- Approved, March 9, 2017

Platte Valley Bank, Scottsbluff, Nebraska -- issuance of a consent order of assessment of a civil money penalty.

- Announced, March 7, 2017

S&R Supervision and Regulation
C&CA Consumer and Community Affairs
FOMC Federal Open Market Committee

RBOPS Reserve Bank Operations and Payment Systems
IF International Finance
MA Monetary Affairs

Bank Branches, Domestic

Atlanta

Synovus Bank, Columbus, Georgia -- to establish branches at 3400 Overton Park Drive, Atlanta, and 144 Moreland Avenue.

- Approved, March 10, 2017

Bank Holding Companies

San Francisco

Carpenter Bank Partners, Inc., et al., Irvine, California -- to acquire shares of Pacific Premier Bancorp, Irvine, and indirectly to acquire Pacific Premier Bank.

- Approved, March 10, 2017

General Counsel

Citizens Bank Group, Inc., Saint James, Minnesota -- request for an exemption to permit Robert Ray Cunningham to become an institution-affiliated party.

- Granted, March 6, 2017

Atlanta

Community Bancshares of Mississippi, Inc. Employee Stock Ownership Plan, Brandon, Mississippi -- to acquire additional shares of Community Bancshares of Mississippi, Inc., Brandon, and thereby indirectly acquire Community Bank of Mississippi, Forest; Community Bank of Ellisville, Ellisville; Community Bank of North Mississippi, Amory; Community Bancshares Coast, Inc., Brandon; and Community Bank Coast, Biloxi.

- Approved, March 9, 2017

Bank Holding Companies

General Counsel

Hope Bancorp, Inc., Los Angeles, California -- waiver of application to acquire U & I Financial Corp., Lynnwood, Washington, in connection with the merger of their subsidiaries, UniBank and Bank of Hope, Los Angeles.

- Granted, March 8, 2017

Chicago

MainSource Financial Group, Inc., Greensburg, Indiana -- to acquire via merger FCB Bancorp, Inc., Louisville, Kentucky, and thereby indirectly acquire The First Capital Bank of Kentucky.

- Approved, March 9, 2017

Secretary

Pacific Premier Bancorp, Inc., Irvine, California -- to acquire Heritage Oaks Bancorp, Paso Robles; and for Pacific Premier Bank, Irvine, to merge with Heritage Oaks Bank, Paso Robles, and thereby establish branches.

- Approved, March 10, 2017

Minneapolis

Signature Bancshares, Inc., Employee Stock Ownership Plan & Trust, Minnetonka, Minnesota -- to become a bank holding company by acquiring shares of Signature Bancshares, Inc., Minnetonka, and thereby indirectly acquiring control of Signature Bank.

- Approved, March 8, 2017

Bank Holding Companies

Richmond

Southern National Bancorp of Virginia, Inc. (SNBV), McLean, Virginia -- to acquire Eastern Virginia Bankshares, Inc., Glen Allen, and thereby indirectly acquire EVB, Tappahannock, and to engage in nonbank activities; for SNBV's subsidiary, Sonabank, McLean, to merge with EVB and thereby establish branches; and election by SNBV to become a financial holding company.

- Approved, March 10, 2017

Minneapolis

Wadena Bankshares Inc., Wadena, Minnesota -- to acquire FNB Acquisition Holding Corporation (FNB), Wadena; and for Wadena State Bank to merge with FNB's subsidiary, The First National Bank in Wadena.

- Approved, March 6, 2017

Minneapolis

West End Financial Corp, Ironwood, Michigan -- to acquire Ewen Bancshares, Inc., Ewen, and thereby indirectly acquire The State Bank of Ewen.

- Approved, March 10, 2017

Change in Bank Control

Kansas City

Bank Management, Inc., Wahoo, Nebraska -- change in bank control of Bank Management, Inc., and its subsidiary, First Bank of Nebraska, Wahoo.

- Permitted, March 10, 2017

Richmond

First Region Bancshares, Inc., Richlands, Virginia -- change in bank control of First Region Bancshares, Inc., and its subsidiary, First Sentinel Bank, Richlands.

- Permitted, March 8, 2017

Change in Bank Control

Kansas City

First State Financial Corporation, Overland Park, Kansas -- to retain control of First State Financial Corporation and its subsidiary, The First State Bank and Trust Company of Larned, Larned.

- Permitted, March 8, 2017

St. Louis

Stone Bancshares, Inc., Mountain View, Arkansas -- to retain control of Stone Bancshares, Inc., and its subsidiary, Stone Bank, Mountain View.

- Permitted, March 7, 2017

Chicago

WoodTrust Financial Corp, Wisconsin Rapids, Wisconsin -- to retain control of WoodTrust Financial Corp and its subsidiary, WoodTrust Bank, Wisconsin Rapids.

- Permitted, March 6, 2017

Extensions of Time

St. Louis

M&P Community Bancshares, Inc., 401(k) Employee Stock Ownership Plan, Newport, Arkansas -- extension to June 28, 2017, to acquire additional shares of M&P Community Bancshares, Inc., Newport.

- Granted, March 6, 2017

St. Louis

The McGehee Bank Employee Stock Ownership Plan, McGehee, Arkansas -- extension to June 14, 2017, to acquire additional direct ownership of Southeast Financial Bankstock Corp., McGehee, and thereby increase its indirect control of McGehee Bank.

- Granted, March 9, 2017

Extensions of Time

Minneapolis

Northern Interstate Financial, Inc., Norway, Michigan -- extension to June 12, 2017, to merge with C.F.C. Bancorp, Inc., Crystal Falls, and thereby indirectly acquire First National Bank of Crystal Falls.

- Granted, March 6, 2017

District: 1
Federal Reserve Bank of Boston
Filings received during the week ending March 11, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period
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
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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 11, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period	
POPULAR, INC.	Investment	Popular, Inc., San Juan, Puerto Rico, to indirectly acquire through Evertec Group, LLC: (i) a 100 percent interest in Tecnopago S.A., which owns 88 percent of EFT Group S.A., both of Santiago, Chile; and (ii) the remaining 12 percent interest in EFT Group S.A., pursuant to Section 211.9(f) of Regulation K.	Newspaper:	Not applicable
			Federal Register:	Not applicable

District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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NONE

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Institution	Location

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District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending March 11, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period	
HAMILTON BANCORP, INC	* 3A1	Hamilton Bancorp, Inc., Ephrata, PA, to form a bank holding company by acquiring Stonebridge Bank, West Chester, PA.	Newspaper:	03/31/2017
			Federal Register:	Not available

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

* Subject to the provisions of the Community Reinvestment Act

District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending March 11, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

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 March 11, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

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

NONE

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending March 11, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period	
Noble Bancshares, Inc.	3A1	Noble Bancshares, Inc., notice to become a bank holding company by acquiring 100 percent of the outstanding shares of NobleBank & Trust, both of Anniston, Alabama.	Newspaper: Federal Register:	Not applicable Not applicable
OCEAN BANKSHARES, INC.	CIC	After-the-fact notification filed by: 1) A. Alfonso Macedo, Adriana Macedo Moncayo, Olga E. Macedo, and Sandra Macedo Moncayo (the Macedo Family); 2) Javier Macedo Rodriguez, Belkis Macedo de Graterol, Candida Isabel Macedo Rodriguez, and Nelly Macedo Rodriguez (the Rodriguez Family); and 3) Ernesto de Abreu Gonzalez, Carmen Elena de Abreu, Mercedes Coromoto de Abreu Gonzalez, and Jose Alberto de Abreu Gonzalez (the Gonzalez Family) and the Macedo, Rodriguez, and Gonzalez Families' multiple related companies, partnerships, trusts, and trustees to maintain control of Ocean Bankshares, Inc. (Bankshares) and its subsidiary, Ocean Bank (Bank), both of Miami, Florida, pursuant to the Change in Bank Control Act of 1978.	Newspaper: Federal Register:	08/27/2015 Not available

District: 6

Federal Reserve Bank of Atlanta

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: 7

Federal Reserve Bank of Chicago

Filings received during the week ending March 11, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST BUSEY CORPORATION	* 3A5	First Busey Corporation, Champaign, Illinois, to acquire via merger 100 percent of First Community Financial Partners, Inc., Joliet, Illinois, and thereby indirectly acquire First Community Financial Bank, Plainfield, Illinois.	Newspaper:	03/31/2017
			Federal Register:	03/29/2017
GUARANTY BANKSHARES, LTD.	CIC	Robert David Becker, individually and as trustee for The Harold M. Becker Irrevocable Children's Trust, Cedar Rapids, Iowa, together with Sherri A. Becker, Kansas City, Missouri, Linda Deaktor, Chatsworth, California, Deborah B. Josephson, as trustee for the Deborah B. Josephson Revocable Trust, Omaha, Nebraska, Erik Leibsohn, Paradise Vally, Arizona, Steve Leibsohn, Scottsdale, Arizona, and Matthew Rose, Phoenix, Arizona, as a group acting in concert to retain voting control of 68.97 percent of Guaranty Bankshares, Ltd and thereby indirectly retain control of Guaranty Bank and Trust Company, both of Cedar Rapids, Iowa.	Newspaper:	Not available
			Federal Register:	01/10/2017
SPEER BANCSHARES, INC.	CIC	Bradley M. Stahl, Chicago, Illinois, as an individual, to join the Stahl Family Control Group which consists of George M. Stahl, Wyoming, Illinois; Patricia L. Stahl, Wyoming, Illinois; James I. Stahl, Wyoming, Illinois; Evelyn J. Stahl, Wyoming, Illinois; which controls Speer Bancshares, Inc., Speer, Illinois and thereby indirectly control State Bank of Speer, Speer, Illinois.	Newspaper:	Not available
			Federal Register:	Not available
SPEER BANCSHARES, INC.	CIC	Peggy L. Holmes, Chillicothe, Illinois; Zealy M. Holmes Estate (Peggy L. Holmes, executor), Chillicothe, Illinois; James R. Hicks, Chillicothe, Illinois; Emmalee Holmes-Hicks, Providence, Rhode Island; Connie Holmes Nelson, Thunder Bay, Ontario, Canada; Cailin Anne Nelson, Boulder, Colorado; Ava Isobel Quinn, Boulder, Colorado; Wendy Holmes, Minneapolis, Minnesota; David Robert Frank, Minneapolis, Minnesota; and Kira Zhibo Nelson, Minneapolis, Minnesota, as a group acting in concert, to retain 25 percent or more of the shares of Speer Bancshares, Inc., Speer, Illinois and thereby indirectly control State Bank of Speer, Speer, Illinois.	Newspaper:	Not available
			Federal Register:	Not available
WB BANCORP, INC.	* 3A5	WB Bancorp, Inc., New Berlin, Wisconsin to merge with MC Bancorp. and thereby indirectly acquire Bank of Modesto both of Modesto, Illinois	Newspaper:	Not available
			Federal Register:	Not available

Federal Reserve Bank of Chicago

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: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending March 11, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period	
CENTURY BANCSHARES, INC.	CIC	Notice by John Christopher Harlin, Trustee of the John Christopher Harlin Revocable Trust, John L. Harlin Trustee of the Hugh T. Harlin Trust, John L. Harlin, Trustee UTA John L. Harlin Trust, Linda K. Harlin Trustee UTA Linda K. Harlin Trust, Abigail Christen Harlin, Bradley J. Hardcastle Trustee of the Bradley J. Hardcastle Trust, all of Gainesville, Missouri, Lisa M. Gables of Clifton, Virginia, and Joe D. Hardcastle and B. Sherrill Hardcastle Trustees of the Joe D. Hardcastle Revocable Trust, B. Sherrill Hardcastle and Joe D. Hardcastle Trustees of the B. Sherrill Hardcastle Revocable Trust, Sherrill Hardcastle Custodian under MO-UTMA FBO Faith Morgan Harlin, all of Lebanon, Missouri, collectively as a group acting in concert, to retain control of Century Bancshares, Inc., Gainesville, Missouri, and thereby retain indirect control of its subsidiary bank, Century Bank of the Ozarks, Gainesville, Missouri. Century Bancshares, Inc. also controls Ozarks Heritage Financial Group, Inc. of Gainesville, Missouri. Ozarks Heritage Financial Group, Inc. controls Legacy Bank & Trust Company of Rogersville, Missouri.	Newspaper:	03/15/2017
			Federal Register:	03/23/2017
SOUTHERN MISSOURI BANCORP, INC.	* 3A5 * 18C * Branch	Southern Missouri Bancorp, Inc., Poplar Bluff, Missouri, to merge with Tammcorp, Inc., Tamms, Illinois, and thereby indirectly acquire Capaha Bank, S.B., Tamms, Illinois. Also Southern Bank, Poplar Bluff, Missouri, to merge with Capaha Bank, S.B., Tamms, Illinois, and to retain the acquired facilities as branch offices.	Newspaper:	04/03/2017
			Federal Register:	04/07/2017

* Subject to the provisions of the Community Reinvestment Act

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 11, 2017**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ALERUS FINANCIAL CORPORATION	CIC	Notice by Alerus Financial Employee Stock Ownership Plan, Grand Forks, North Dakota to increase its ownership to 10% or more of Alerus Financial Corporation, Grand Forks, North Dakota, and indirectly Alerus Financial, National Association, Grand Forks, North Dakota.	Newspaper:	Not available
			Federal Register:	03/20/2017
FIRST INTERSTATE BANCSYSTEM, INC.	* 3A3 * 18C * Branch	First Interstate BancSystem, Inc., Billings Montana, to acquire 100% of Cascade Bancorp, Inc., Bend, Oregon. And First Interstate Bank, Billings Montana to merge with Bank of the Cascades, Bend, Oregon, and incident thereto, establish branches.	Newspaper:	Not available
			Federal Register:	03/14/2017
LAKE ELMO BANCSHARES, INC.	CIC	Change in Control Notice by Rebecca R. Billingsley, Lake Elmo, Minnesota, Daniel D. Raleigh, Lake Elmo, Minnesota, and Elizabeth R. Landherr, Lake Elmo, Minnesota, individually, and as trustees of one or more of the following trusts: The Joseph Leo Raleigh Trust (trustee Daniel D. Raleigh), the Megan Snowell Raleigh Trust (trustee Daniel D. Raleigh), the Elizabeth Tian Landherr Trust (trustee Elizabeth R. Landherr), the Maria Snowell Landherr Trust (trustee Elizabeth R. Landherr), the Anna Keman Raleigh Landherr Trust (trustee Elizabeth R. Landherr), the John Daniel Billingsley Trust (trustee Rebecca R. Billingsley), the Kathleen Raleigh Billingsley Trust, (trustee Rebecca R. Billingsley), and the Rachel Elizabeth Billingsley Trust (trustee Rebecca R. Billingsley), and as the persons designated to vote the shares held by the Lake Elmo Bank Employee Stock Ownership Trust (all Trusts located in Lake Elmo, Minnesota), to retain control of 25 percent or more of Lake Elmo Bancshares, Inc., Lake Elmo, Minnesota, and thereby indirectly retain control of Lake Elmo Bank, Lake Elmo, Minnesota.	Newspaper:	Not available
			Federal Register:	03/14/2017
LEACKCO BANK HOLDING COMPANY, INC.	CIC	Change in Control Notice by Jeffory A. Erickson, Sioux Falls, South Dakota to retain and acquire 25 percent or more of the shares of Leackco Bank Holding Company, Inc., Wolsey, South Dakota, and thereby indirectly gain control of American Bank and Trust, Wessington Springs, South Dakota.	Newspaper:	Not available
			Federal Register:	03/13/2017

District: 9

Federal Reserve Bank of Minneapolis

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: 10**Federal Reserve Bank of Kansas City****Filings received during the week ending March 11, 2017**

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMCORP FINANCIAL, INC.	CIC	Penelope Wells individually and as Co-Trustee of the Penny J. Wells Revocable Trust and the Steven J. Wells Revocable Trust, all of Ardmore, Oklahoma, to retain control of Amcorp Financial, Inc., Ardmore Oklahoma, and for approval as a member of the Wells Family Group. In addition, The Penny J. Wells Revocable Trust, the Steven J. Wells Revocable Trust, and Julie Pino, all of Ardmore, Oklahoma as members of the Wells Family Group. Amcorp Financial, Inc. controls American Nation Bank, Ardmore, Oklahoma.	Newspaper: Federal Register:	Not available Not available
BERN BANCSHARES, INC.	* 3A3	Bern Bancshares, Inc., Bern, Kansas, to acquire up to 6.36 percent of the voting shares of UBT Bancshares, Inc., Marysville, Kansas, and thereby indirectly acquire United Bank & Trust, Marysville, Kansas.	Newspaper: Federal Register:	Not available Not available
FIRSTBANK	* Branch	FirstBank, Lakewood, Colorado, to establish a branch at 701 12th Street, Golden, Colorado.	Newspaper: Federal Register:	03/18/2017 Not applicable
FIRSTBANK	* Branch	FirstBank, Lakewood, Colorado, to establish a branch at 3801 Federal Boulevard, Denver, Colorado.	Newspaper: Federal Register:	03/18/2017 Not applicable

District: 10

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending March 11, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period	
PLAINSCAPITAL BANK	* Branch	Application by PlainsCapital Bank, Dallas, Texas, to establish a branch at 804 North Collins, Arlington, Texas 76011.	Newspaper:	03/17/2017
			Federal Register:	Not applicable
VISTA BANK	* 18C	Application by Vista Bank, Ralls, Texas, to acquire by merger Hamlin National Bank, Hamlin, Texas, and to establish all offices of Hamlin National Bank as branches of Vista Bank.	Newspaper:	Not available
			Federal Register:	Not applicable

District: 11

Federal Reserve Bank of Dallas

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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 March 11, 2017**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ALTAPACIFIC BANK	* Branch	AltaPacific Bank, Santa Rosa, California, to establish a branch at 368 East Vanderbilt Way, San Bernardino, California.	Newspaper:	03/10/2017
			Federal Register:	Not applicable
CORNERSTONE COMMUNITY BANK	* Branch	Cornerstone Community Bank, Red Bluff, California, proposes to provide messenger services for its customers located in Redding, California.	Newspaper:	Not available
			Federal Register:	Not applicable
SEACOAST COMMERCE BANK	* Branch	Seacoast Commerce Bank, San Diego, California, to establish a branch office at 22 West 35th Street, National City, California.	Newspaper:	Not available
			Federal Register:	Not applicable

District: 12

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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

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

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

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

- O = Outstanding
- S = Satisfactory
- 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
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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

* Subject to the provisions of the Community Reinvestment Act