
Federal Reserve Release



H.2

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

No. 26

Week Ending July 1, 2017

Forms

Forms -- initial Board review to extend without revision the Government Securities Dealers Reports (FR 2004, composed of: FR 2004A, FR 2004B, FR 2004C, FR 2004SI, FR 2004SD, FR 2004SD ad hoc, FR 2004WI, FR 2004FA, FR 2004FB, FR 2004FC, and FR 2004FM).

- Proposed, June 29, 2017

Forms -- initial Board review to extend with revision the Weekly Report of Selected Assets and Liabilities of Domestically Chartered Commercial Banks and U.S. Branches and Agencies of Foreign Banks (FR 2644).

- Proposed, June 29, 2017

Forms -- final Board review to extend without revision the Annual Daylight Overdraft Capital Report for U.S. Branches and Agencies of Foreign Banks (FR 2225).

- Approved, June 30, 2017

Supervision and Regulation

Regulation TT (Supervision and Regulation Assessments of Fees) -- 2016 supervisory assessments, assessed companies, and related matters, pursuant to the Dodd-Frank Act and Regulation TT.

- Approved, June 30, 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

Flagler Bank, West Palm Beach, Florida -- to establish a branch at 606 North Olive Avenue, West Palm Beach.

- Approved, June 29, 2017

Chicago

Town Bank, Hartland, Wisconsin -- to establish a branch at the corner of Washington Avenue and Perry Street, Racine.

- Approved, June 29, 2017

Richmond

Xenith Bank, Richmond, Virginia -- to establish a branch at 713 Independence Boulevard, Virginia Beach.

- Approved, June 28, 2017

Bank Holding Companies

Dallas

Commercial Bancshares, Inc., Houston, Texas -- retroactive notice to engage in extending credit.

- Approved, June 30, 2017

St. Louis

Farmers Bancorp, Inc., Blytheville, Arkansas -- to acquire Tennessee Bank & Trust (in organization), Nashville, Tennessee.

- Approved, June 30, 2017

Bank Holding Companies

Atlanta

FB Financial Corporation, Nashville, Tennessee -- through its subsidiary, FirstBank, Nashville, to acquire Clayton Bank and Trust, Knoxville, and American City Bank of Tullahoma, Tullahoma.

- Approved, June 29, 2017

General Counsel

First Commerce Financial Corporation, Marysville, Kansas -- waiver of application to acquire Blue Rapids Bancshares, Blue Rapids, in connection with the merger of their subsidiaries, State Bank of Blue Rapids with and into First Commerce Bank, Marysville.

- Granted, June 30, 2017

Chicago

Merchants Bancorp, Carmel, Indiana -- to acquire Joy State Bank, Joy, Illinois.

- Approved, June 27, 2017

Bank Premises

Cleveland

The Richwood Banking Company, Inc., Richwood, Ohio -- request to exceed the limit on investment in bank premises.

- Withdrawn, June 26, 2017

Banks, Nonmember, and Miscellaneous Institutions

Director, S&R

EJF Capital LLC, Arlington, Virginia -- limited relief from certain commitments.

- Granted, June 26, 2017

Banks, Nonmember, and Miscellaneous Institutions

Director, S&R

EJF Capital LLC, Arlington, Virginia; EJF Debt Opportunities Master Fund, LP, et al.
-- relief from certain commitments.

- Granted, June 30, 2017

Director, S&R

Hildene Capital Management LLC, Stamford, Connecticut -- limited relief from
certain commitments.

- Granted, June 26, 2017

Director, S&R

Trishield Special Situations Master Fund Ltd., New York, New York -- limited relief
from certain commitments.

- Granted, June 26, 2017

Banks, State Member

Secretary

Bank of Hawaii, Honolulu, Hawaii -- to make a public welfare investment.

- Approved, June 27, 2017

Dallas

Comerica Bank, Dallas, Texas -- to make a community development and public
welfare investment.

- Approved, June 29, 2017

Secretary

First Financial Bank, Cincinnati, Ohio -- to make a public welfare investment.

- Approved, June 29, 2017

Banks, State Member

Director, S&R

Goldman Sachs Bank USA, New York, New York -- to make a public welfare investment.

- Approved, June 30, 2017

Director, S&R

Western Alliance Bank, Phoenix, Arizona -- to make a public welfare investment.

- Approved, June 26, 2017

Change in Bank Control

Minneapolis

Bancommunity Service Corporation, Saint Peter, Minnesota -- change in bank control of Bancommunity Service Corporation and its subsidiary, First National Bank Minnesota, Saint Peter.

- Permitted, June 28, 2017

Kansas City

Bancook Corporation, Cook, Nebraska -- to retain control of Bancook Corporation and its subsidiary, Farmers Bank of Cook, Cook.

- Permitted, June 27, 2017

Minneapolis

Elysian, Inc., Elysian, Minnesota -- change in bank control of Elysian, Inc., and its subsidiary, Elysian Bank, Elysian.

- Permitted, June 27, 2017

Extensions of Time

Chicago

Mid Illinois Bancorp, Inc. Employee Stock Ownership Plan, Peoria, Illinois -- extension to September 30, 2017, to increase its ownership of Mid Illinois Bancorp, Inc., Peoria, and thereby increase its indirect ownership of South Side Trust and Savings Bank, Peoria.

- Granted, June 26, 2017

Regulations and Policies

Director, S&R

Financial Sector Liabilities -- annual determination of the aggregate consolidated liabilities of financial companies, as required by section 622 of the Dodd-Frank Act.

- Approved, June 28, 2017

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

Filer	Filing Type	Filing Proposal	End of Comment Period	
ABINGTON BANK	* 18C * Branch	Abington Bank, Abington, Massachusetts (AB) to merge with Avon Co-operative Bank, Avon, Massachusetts with AB as the surviving entity.	Newspaper: Federal Register:	Not available Not applicable
BANCO SANTANDER, S.A.	* 3A3	Banco Santander, S.A., Madrid, Spain filed an application under Section 3(a)(3) of the Bank Holding Company Act of 1956, as amended, ("BHC Act") to retain 100 percent of the shares of Banco Popular Espanol, S.A., Madrid, Spain ("Popular"), and thereby, indirectly retain all of the shares of its sole U.S. banking subsidiary, TotalBank, Miami, Florida, a state-chartered bank that operates solely in Florida.	Newspaper: Federal Register:	Not available 07/12/2017
SI FINANCIAL GROUP INC	* 3A1	SI Financial Group, Inc. Willimantic, Connecticut to become a bank holding company pursuant to Section 3(a)(1) of the Bank Holding Company Act of 1956, as amended and through the termination of the saving and loan holding company election by its subsidiary savings bank, Savings Institute Bank and Trust Company, Willimantic, Connecticut, pursuant to Section 10(l) of the Home Owners Loan Act.	Newspaper: Federal Register:	Not available Not available

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
	Quarter

NONE

District: 2**Federal Reserve Bank of New York****Filings received during the week ending July 1, 2017**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ABN AMRO BANK N.V.	FBSEA	ABN AMRO Bank N.V., Amsterdam, Netherlands, to establish a federal branch office in New York, New York, pursuant to Section 7(d) of the International Banking Act.	Newspaper:	07/29/2017
			Federal Register:	Not applicable
BANK OF NEW YORK MELLON THE	* Branch	The Bank of New York Mellon, New York, New York, to establish a limited purpose, non-retail branch office at 101 Barclay Street, New York, New York.	Newspaper:	Not available
			Federal Register:	Not applicable
CHEMUNG CANAL TRUST COMPANY	* Branch	Chemung Canal Trust Company, Elmira, New York, to establish a branch office to be located at 3057 NYS Route 50, Wilton, New York.	Newspaper:	Not available
			Federal Register:	Not applicable
GOLDMAN SACHS BANK USA	PWI	Goldman Sachs Bank USA, New York, New York, seeks prior approval to make a public welfare investment, pursuant to Section 208.22(d) of Regulation H.	Newspaper:	Not applicable
			Federal Register:	Not applicable
ING BANK NV	FBSEA	ING Bank N.V., Amsterdam, Netherlands, to establish a representative office located in Dallas, Texas.	Newspaper:	07/25/2017
			Federal Register:	Not applicable

District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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645317	ADIRONDACK TC, SARATOGA SPRINGS, NEW YORK	09/12/2016	06/22/2017	S	Int Sm Bank

CRA Examinations scheduled for	Quarter of	
Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending July 1, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period	
ASIAN BANK	* Branch	Asian Bank, Philadelphia, PA to establish a branch office located at 6509 Castor Avenue, Philadelphia, PA.	Newspaper:	07/05/2017
			Federal Register:	Not applicable
LANDMARK COMMUNITY BANK	* Branch	Landmark Community Bank, Pittston, PA to establish a branch office located at 100 Wyoming Avenue, Wyoming, PA.	Newspaper:	07/12/2017
			Federal Register:	Not applicable

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
978118	FIRST CITIZENS CMNTY BK, MANSFIELD, PENNSYLVANIA	10/24/2016	06/09/2017	S	Large Bank

CRA Examinations scheduled for	Quarter of	
Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending July 1, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period	
CORN CITY STATE BANK, THE	CIC	Notice of Change in Bank Control by D. Thomas Boyer, individually and the D. Thomas Boyer Control Group consisting of D. Thomas Boyer; Virginia Boyer Egan; and Charles D. Boyer; to retain 10% or more of the outstanding shares of Corn City State Bank, Deshler, Ohio.	Newspaper:	Not available
			Federal Register:	07/20/2017
WAYNE SAVINGS BANCSHARES, INC.	* 3A1	Application by Wayne Savings Bancshares, Inc., Wooster, Ohio to become a bank holding company by acquiring 100 percent of the voting shares of Wayne Savings Community Bank, Wooster, Ohio, a thrift, upon its conversion to a commercial bank.	Newspaper:	07/31/2017
			Federal Register:	08/01/2017

* Subject to the provisions of the Community Reinvestment Act

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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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	Quarter

NONE

* Subject to the provisions of the Community Reinvestment Act

District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending July 1, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST BANCORP	* 3A5 * 18C * Branch	First Bancorp, Southern Pines, North Carolina, to acquire 100% of the voting securities of ASB Bancorp, Inc., Asheville, North Carolina, and thereby indirectly acquire Asheville Savings Bank, SSB, Asheville, North Carolina. In addition, First Bank, Troy, North Carolina, to merge with Asheville Savings Bank, SSB, Asheville, North Carolina.	Newspaper: Federal Register:	Not available 07/24/2017
SANDY SPRING BANCORP, INC	* 3A5 4c8 * 18C * Branch	Sandy Spring Bancorp, Inc., Olney, Maryland, to acquire WashingtonFirst Bankshares, Inc., Reston, Virginia, and thereby indirectly acquire WashingtonFirst Bank, Reston, Virginia, pursuant to Sections 3 and 4 of the Bank Holding Company Act. Additionally, Sandy Spring Bank, Olney, Maryland, to merge with WashingtonFirst Bank, Reston, Virginia, and incident thereto establish branches.	Newspaper: Federal Register:	Not available Not available

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
991621	CITIZENS B&TC, BLACKSTONE, VIRGINIA	09/12/2016	06/27/2017	S	Int Sm Bank
947628	PEOPLES CMNTY BK, MONTROSS, VIRGINIA	03/13/2017	06/27/2017	S	Small Bank

CRA Examinations scheduled for	Quarter of	
Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending July 1, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period	
CHARTER FINANCIAL CORPORATION	* 3A1 * 4c8 * SLHC Formation	Charter Financial Corporation, West Point, Georgia, a savings and loan holding company, to become a bank holding company for a moment in time by merging with Resurgens Bancorp, and thereby acquiring its subsidiary bank, Resurgens Bank, both of Tucker, Georgia. In connection, Charter Financial will retain ownership of its savings association subsidiary, CharterBank, West Point, Georgia, for the moment in time that it is a bank holding company and thereby engage in operating a savings association. Finally, Charter Financial will revert to savings and loan holding company status after the merger of Resurgens Bank with and into CharterBank.	Newspaper: Federal Register:	07/17/2017 07/28/2017
EAST ALABAMA FINANCIAL GROUP, INC.	CIC	After-the-fact change in control notice filed by Angela G. Davis and Darcilla D. Richardson to retain voting shares of East Alabama Financial Group, Inc., Wedowee, Alabama, and to join the previously approved Davis Family control group.	Newspaper: Federal Register:	Not available Not available
FRANKLIN SYNERGY BANK	* Branch	Franklin Synergy Bank, Franklin, Tennessee, to establish a branch located at 1605 Medical Center Parkway, Murfreesboro, Tennessee.	Newspaper: Federal Register:	Not available 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
SEACOAST BANKING CORPORATION OF FLORIDA	* 3A5	Seacoast Banking Corporation of Florida, Stuart, Florida, to merge with NorthStar Banking Corporation, and thereby directly acquire NorthStar Bank, both of Tampa, Florida.	Newspaper: Federal Register:	Not available Not available
WB&T BANKSHARES, INC.	* 3A3	WB&T Bankshares, Inc., Waycross, Georgia, to acquire 100 percent of the outstanding shares of Pelham Banking Company, Pelham, Georgia.	Newspaper: Federal Register:	Not available 07/28/2017

* 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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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	Quarter

NONE

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending July 1, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period	
FFBW, MHC	* MHC Formation	FFBW, MHC, to become a mutual savings and loan holding company, and FFBW, Inc., to become a mid-tier stock savings and loan holding company, by acquiring 100 percent of First Federal Bank of Wisconsin, all of Brookfield, Wisconsin.	Newspaper:	Not available
	* MHC Mid-Tier Formation		Federal Register:	07/20/2017
FIRST BUSEY CORPORATION	* 3A5	First Busey Corporation, Champaign, Illinois, to acquire via merger 100 percent of Mid Illinois Bancorp, Inc., Peoria, Illinois, and thereby indirectly acquire South Side Trust & Savings Bank, Peoria, Illinois.	Newspaper:	07/30/2017
			Federal Register:	08/01/2017

District: 7

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
2533119	NORTHSIDE CMNTY BK, GURNEE, ILLINOIS	02/27/2017	06/17/2017	S	Small Bank

CRA Examinations scheduled for	Quarter of	
Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending July 1, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

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
12946	FARMERS B&TC, MAGNOLIA, ARKANSAS	01/23/2017	06/23/2017	S	Int Sm Bank

CRA Examinations scheduled for	Quarter of	
Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending July 1, 2017**

Filer	Filing Type	Filing Proposal	End of Comment Period	
KIRKWOOD BANCORPORATION CO.	* 3A3	Kirkwood Bancorporation Co. Bismarck, North Dakota, to acquire up to 33% of Kirkwood Bancorporation of Nevada, Inc., Las Vegas, Nevada, and thereby indirectly gain control of Kirkwood Bank of Nevada, Las Vegas, Nevada.	Newspaper: Federal Register:	Not available 07/31/2017
NORTHEAST SECURITIES CORPORATION	CIC	Change in Control Notice by Thomas M. Beck, Eden Prairie, Minnesota, as trustee of the Walter C. Rasmussen Marital Trust Created Under Trust Agreement dated December 26, 1985, Minneapolis, Minnesota, and as trustee of the Walter C. Rasmussen Family Trust Created Under Trust Agreement dated December 26, 1985, Minneapolis, Minnesota, to acquire 25 percent or more of Northeast Securities Corporation, Minneapolis, Minnesota, and thereby indirectly gain control of Northeast Bank, Minneapolis, Minnesota.	Newspaper: Federal Register:	Not available 06/30/2017
ONE CORPORATION	CIC	Scott H. Soderberg, Eden Prairie, Minnesota, individually and as trustee of the Elizabeth Ann Soderberg Irrevocable Trust dated 12/20/12, New Richmond, Wisconsin, and Elizabeth A. Soderberg, Minnetonka, Minnesota, individually and as trustee of the Scott H. Soderberg Irrevocable Trust dated 12/20/12, New Richmond, Wisconsin, to acquire shares of One Corporation and thereby indirectly acquire control of First National Community Bank, both of New Richmond, Wisconsin.	Newspaper: Federal Register:	Not available Not available

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	Quarter

NONE

* Subject to the provisions of the Community Reinvestment Act

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending July 1, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period	
BERN BANCSHARES, INC.	* 3A3	Bern Bancshares, Inc., Bern, Kansas, to acquire up to 6.47 percent of the voting shares of UBT Bancshares, Inc., parent of United Bank & Trust, both in Marysville, Kansas.	Newspaper:	07/15/2017
			Federal Register:	07/24/2017

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	Quarter

NONE

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending July 1, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period	
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to establish a branch at 640 Taylor Street, Fort Worth, Texas 76102.	Newspaper:	Not available
			Federal Register:	Not applicable

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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NONE

CRA Examinations scheduled for	Quarter of	
Institution	Location	Quarter

NONE

District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending July 1, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

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	Quarter

NONE