# **Federal Reserve Release**



*H.2* 

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

No. 16
Week Ending April 21, 2018

### **Testimony and Statements**

Supervision and Regulation -- semiannual statement by Vice Chairman for Supervision Quarles before the House Committee on Financial Services on April 17 and the Senate Committee on Banking, Housing, and Urban Affairs on April 19, 2018, on the Federal Reserve's regulation and supervision of financial institutions.

- Published, April 17, 2018

### Personnel

Division of Consumer and Community Affairs -- appointment of Caterina Petrucco-Littleton as assistant director.

- Announced, April 19, 2018

Division of Reserve Bank Operations and Payment Systems -- appointment of Larry Mize as senior associate director, Jeff Walker as deputy associate director, and Sonja Danburg and Brian Lawler as assistant directors.

- Announced, April 18, 2018

## **Enforcement**

Hua Nan Commercial Bank Limited, Taipei City, Taiwan; and Hua Nan Commercial Bank Limited New York Agency, New York, New York -- issuance of a consent cease-and-desist order.

- Announced, April 19, 2018

#### H.2 Actions under delegated authority

S&R Supervision and Regulation RBOPS Reserve Bank Operations and Payment Systems

C&CAConsumer and Community AffairsIFInternational FinanceFOMCFederal Open Market CommitteeMAMonetary Affairs

### Bank Branches, Domestic

#### St. Louis

First Bank, Creve Coeur, Missouri -- to establish a branch at 8820 Wilshire Boulevard, Beverly Hills, California.

- Approved, April 18, 2018

#### Richmond

Pioneer Bank, Stanley, Virginia -- to establish a branch at 630 Peter Jefferson Parkway, Charlottesville.

- Approved, April 16, 2018

### Kansas City

Uinta Bank, Mountain View, Wyoming -- to establish a branch at 301 2nd Street, Rock Springs.

- Approved, April 20, 2018

## **Bank Holding Companies**

#### San Francisco

ATBancorp, Dubuque, Iowa -- to acquire shares of Heritage Commerce Corp, San Jose, California, and thereby indirectly acquire Heritage Bank of Commerce.

- Approved, April 20, 2018

#### Kansas City

Citizens National Corporation, Wisner, Nebraska -- to engage in lending activities both directly and indirectly through RCEL Holdings, LLC, Wisner.

- Approved, April 18, 2018

## **Bank Holding Companies**

#### Chicago

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

- Approved, April 18, 2018

#### St. Louis

Monticello Bankshares, Inc., Monticello, Kentucky -- (1) to merge with Bluegrass Bancorp, Inc., Danville, and thereby indirectly acquire Bluegrass Community Bank, Inc., and (2) for Monticello Banking Company, Monticello, to merge with Bluegrass Community Bank, Inc., and retain the acquired facilities as branches.

- Approved, April 19, 2018

#### Director, S&R

MSB Financial Corp., Millington, New Jersey -- request by Lawrence B. Seidman et al. to retain shares in MSB Financial Corp.

- Approved, April 19, 2018

#### Boston

New Hampshire Mutual Bancorp, Concord, New Hampshire -- to merge with Walpole Mutual Bancorp, Walpole, and thereby acquire Savings Bank of Walpole.

- Approved, April 20, 2018

#### Kansas City

RCB Holding Company, Inc., Claremore, Oklahoma -- to acquire Central Bank and Trust Co., Hutchinson, Kansas.

- Approved, April 16, 2018

## **Bank Holding Companies**

#### **Boston**

Walpole Mutual Bancorp, Walpole, New Hampshire -- to become a mutual holding company by acquiring Savings Bank of Walpole, Walpole, in connection with the reorganization of Savings Bank of Walpole from mutual to stock form.

- Approved, April 20, 2018

## Bank Mergers

#### Kansas City

Mabrey Bank, Bixby, Oklahoma -- to merge with The Morris State Bank, Morris, and thereby establish a branch.

- Approved, April 16, 2018

#### St. Louis

Simmons Bank, Pine Bluff, Arkansas -- to merge with Bank SNB, Stillwater, Oklahoma, and retain the acquired facilities as branches.

- Approved, April 16, 2018

# Banks, Nonmember, and Miscellaneous Institutions

Director, S&R

Laborers International Union of North America, Washington, D.C. -- commitment relief request.

- Granted, April 16, 2018

# Banks, State Member

Director, S&R

Silicon Valley Bank, Santa Clara, California -- to make a public welfare investment.

- Approved, April 20, 2018

### Banks, State Member

Director, S&R

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

- Approved, April 20, 2018

## Change in Bank Control

#### Atlanta

MC Bancshares, Inc., Morgan City, Louisiana -- to retain shares of MC Bancshares, Inc. and its subsidiary, MC Bank & Trust Company, Morgan City.

- Permitted, April 16, 2018

## **Extensions of Time**

Director, S&R

Citigroup Inc., New York, New York -- extension of time to conform or divest a merchant banking investment.

- Granted, April 19, 2018

#### St. Louis

First Capital, Inc., Corydon, Indiana -- extension to August 8, 2018, to become a bank holding company through the conversion of First Harrison Bank, Corydon, from a federal savings bank to a state-chartered commercial bank; and election to become a financial holding company.

- Granted, April 18, 2018

#### Minneapolis

Kirkwood Bancorporation Co., Bismarck, North Dakota -- extension to August 3, 2018, to acquire shares of Kirkwood Bancorporation of Nevada, Inc., Las Vegas, Nevada, and thereby indirectly gain control of Kirkwood Bank of Nevada.

- Granted, April 19, 2018

## **Financial Holding Companies**

#### Richmond

State Bancorp, Inc., Bruceton Mills, West Virginia -- election to become a financial holding company.

- Effective, April 16, 2018

# Regulations and Policies

## Secretary

Regulatory Capital Rules -- final rule to correct amendments to the regulatory capital rule.

- Published, April 20, 2018

# District: 1 Federal Reserve Bank of Boston

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
HARBORONE BANCORP,	* 3A3	Application by HarborOne Mutual	Newspaper:	Not available
INC.	* 3A5	Bancshares and its mid-tier stock holding company, HarborOne Bancorp, Inc., both of Brockton, Massachusetts, to acquire Coastway Bancorp, Inc., and its subsidiary bank, Coastway Community Bank, both of Warwick, Rhode Island pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended.	Federal Register:	05/11/2018
STATE STREET BANK AND	Investment	Prior notice by State Street Bank and Trust	Newspaper:	Not applicable
TRUST COMPANY		Company, Boston, Massachusetts (SSBT), and SSBT's Edge corporation subsidiary, State Street International Holdings (SSIH), pursuant to Section 211.9(f) of Regulation K, of their intention to (i) acquire a foreign bank, Natixis Brasil S.A Banco Multiplo and invest in Edge corporation subsidiaries and (ii) join a foreign exchange clearinghouse of BM&FBovespa.	Federal Register:	Not applicable

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### **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

**RSSD** 

NONE

NI = Needs to improve

SN = Substantial noncompliance

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

ID	Institution / Location		Exam Date	Public Date	Rating	Exam Method
NONE						
CRA Examin	nations scheduled for	Quarter of				
Institution		Lo	ocation		Quarter	r

CRA

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

# District: 2 Federal Reserve Bank of New York

Filer	Filing Type	Filing Proposal	End of Comme	nt Period
AMBOY BANK	* Branch	Amboy Bank, Old Bridge, New Jersey, to	Newspaper:	04/30/2018
		establish a branch office to be located at 201 Applegarth Road, Suite 101, Monroe Township, County of Middlesex, New Jersey.	Federal Register:	Not applicable
LLOYDS BANK PLC	FBSEA	Lloyds Bank Corporate Markets PLC,	Newspaper:	05/11/2018
		London, England, to establish a representative office in Houston, Texas, pursuant to Section 211.24(a)(1) of Regulation K.	Federal Register:	Not applicable

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#### Federal Reserve Bank of New York

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NONE						
CRA Exami	inations scheduled for	Quarter of				
Institution			Location		Quarte	er

CRA

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## Federal Reserve Bank of Philadelphia

## Filings received during the week ending April 21, 2018

Filer Filing Type Filing Proposal End of Comment Period

NONE

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### Federal Reserve Bank of Philadelphia

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CRA Exa	ninations scheduled for	Quarter of				
Institution			Location		Quart	er

CRA

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## Federal Reserve Bank of Cleveland

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
MSB CAPITAL CORPORATION	* 3A1	Application by MSB Capital Corporation, Columbus, Ohio to become a bank holding company by acquiring 100% of the voting shares of United Midwest Savings Bank, De Graff, Ohio, upon its conversion to a national bank.	Newspaper: Federal Register:	05/11/2018 Not available

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### **Federal Reserve Bank of Cleveland**

#### **Availability of CRA Public Evaluations**

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NONE						
CRA Examin	ations scheduled for	Quarter of				
Institution			Location		Quarter	

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## Federal Reserve Bank of Richmond

Filer	Filing Type	Filing Proposal	<b>End of Commer</b>	nt Period
FIRST BANKSHARES, INC.	4c8	First Bankshares, Inc., Barboursville, West Virginia, to engage in the activities of extending credit and servicing loans through a subsidiary, Community Mortgage Network, Inc., Huntington, West Virginia.	Newspaper: Federal Register:	Not applicable 04/17/2018

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### **Federal Reserve Bank of Richmond**

#### **Availability of CRA Public Evaluations**

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NONE						
CRA Exami	inations scheduled for	Quarter of				
Institution			Location		Quarte	er

CRA

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# District: 6 Federal Reserve Bank of Atlanta

Filer	Filing Type	Filing Proposal	<b>End of Commer</b>	nt Period
PBD HOLDINGS, LLC	* 3A1	PBD Holdings, LLC, Chattanooga,	Newspaper:	05/16/2018
		Tennessee, to become a bank holding company by acquiring outstanding shares of Millennium Bancshares, Inc., Ooltewah, Tennessee.	Federal Register:	Not available
SMARTBANK	* Branch	SmartBank, Pigeon Forge, Tennessee, to	Newspaper:	05/02/2018
	establish a branch located at 710 Dolly Parton Parkway, Sevierville, Tennessee.	Federal Register:	Not applicable	
SUNTRUST BANK	ANK * Branch	SunTrust Bank, Atlanta, Georgia, to	Newspaper:	05/03/2018
		establish the following branches: Semmes Avenue Office, 1200 Semmes Avenue, Richmond, Virginia; Covington Kroger Office, 3139 Highway 278 NE, Covington, Georgia; Sandy Springs Office, 6240 Roswell Road, Atlanta, Georgia; North Hills Mall Office, 4261 The Circle at North Hills Street, Suite 115, Raleigh, North Carolina; Mayfaire Office, 6818 Parker Farm Drive, Wilmington, North Carolina; and Eagle Creek Office, 13865 Narcoossee Road, Orlando Florida.	Federal Register:	Not applicable

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### **Federal Reserve Bank of Atlanta**

#### **Availability of CRA Public Evaluations**

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NONE						
CRA Exam	inations scheduled for	Quarter of				
Institution			Location		Quai	ter

CRA

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# District: 7 Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
BOSSHARD FINANCIAL	* 18C	Bosshard Financial Group, Inc., La Crosse,	Newspaper:	05/11/2018
CBC FINANCIAL, INC.	* 3A5 * Branch  * 3A1	Wisconsin, to merge with Oregon Bancorp, Inc., La Crosse, Wisconsin. In addition, Oregon Bancorp, Inc.s subsidiary bank, Oregon Community Bank, Oregon, Wisconsin, to merge with Grand Marsh State Bank, Grand Marsh, Wisconsin. As a result of the merger, Grand Marsh State Bank offices, located at 643 County Hwy E, Grand Marsh, Wisconsin, 501 N. Main St., Adams, Wisconsin, and 120 Vallette St., Oxford, Wisconsin, will become branches of Oregon Community Bank.  CBC Financial, Inc., Westmont, Illinois, to become a bank holding company through	Federal Register:  Newspaper:	03/29/2018  Not available
		the acquisition of 100 percent of Citizens Bank of Chatsworth, Chatsworth, Illinois.	Federal Register:	11/07/2017
DUNLAP IOWA HOLDING	CIC	Julie J. Kaufmann individually and as a	Newspaper:	Not available
CO.		group acting in concert with Joyce Buxton, Springfield, Missouri; Philip Buxton, Springfield, Missouri; Audrey Buxton, San Diego, California; Julie J. Kaufmann, Harlan, Iowa; Leo P. Kaufmann, Harlan, Iowa; Kayla Weis, Harlan, Iowa; Mary Hoch, Harlan, Iowa; Michael Kaufmann, Oak Park, Illinois; Randall Kaufmann, Lenexa, Kansas; James R. Randall and Linda Randall, jointly with rights of survivorship, Osceola, Iowa; James Michael Randall, Stilwell, Kansas; Jennifer J. Main, N. Charleston, South Carolina; Jay T. Randall, Dunlap, Iowa; Lynn J. Randall, Dunlap, Iowa; and the Estate of Richard Randall, Dunlap, Iowa, to amend the Randall Family Control Group approved in 1982 and retain 25 percent or more of the voting shares of Dunlap Iowa Holding Co., Dunlap, Iowa, and thereby indirectly control Community Bank, Dunlap, Iowa.	Federal Register:	05/09/2018
TOWN BANK	* Branch	Town Bank, Hartland, Wisconsin to	Newspaper:	04/27/2018
		establish a branch at 1442 W. Wisconsin Ave, Milwaukee, Wisconsin.	Federal Register:	Not applicable

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### **Federal Reserve Bank of Chicago**

#### **Availability of CRA Public Evaluations**

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CRA Exai	ninations scheduled for	Quarter of				
Institution			Location		Qu	arter

CRA

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## Federal Reserve Bank of St. Louis

Filer	Filing Type	Filing Proposal	End of Commen	t Period
DECATUR COUNTY BANK	* Branch	Decatur County Bank, Decaturville,	Newspaper:	04/27/2018
Tennessee, to establish a branch to be located at 1270 Union University Drive, Jackson, Tennessee.		Federal Register:	Not applicable	
DIETERICH BANK,	Member	Dieterich Bank, National Association,	Newspaper:	Not applicable
NATIONAL ASSOCIATION		Dieterich, Illinois, to become a member of the Federal Reserve System.	Federal Register:	Not applicable
FNB BARRY BANCORP, INC	NB BARRY BANCORP, INC CIC Notice by Anna E. Hechler, Quincy,		Newspaper:	Not available
Illinois, individually and as control group that includes Gully, Barry, Illinois, to ret more than 25 percent of FN		Illinois, individually and as part of a family control group that includes Joseph E. Gully, Barry, Illinois, to retain control of more than 25 percent of FNB Barry Bancorp, Inc., Barry, Illinois.	Federal Register:	05/10/2018
PORTER BANCORP, INC.	CIC	Notice by J. Chester Porter Trust Fund A,	Newspaper:	05/10/2018
and J. Chest Shepherdsvi Porter, Tayle Elizabeth Po Kentucky, a 10 percent o		and J. Chester Porter Trust Fund B, both of Shepherdsville, Kentucky, Jack Chester Porter, Taylorsville, Kentucky, and Jennifer Elizabeth Porter, Mount Washington, Kentucky, as trustees, to retain more than 10 percent of the voting shares of Porter Bancorp, Inc., Louisville, Kentucky.	Federal Register:	05/15/2018

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#### Federal Reserve Bank of St. Louis

#### **Availability of CRA Public Evaluations**

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NONE						
CRA Examin	nations scheduled for	Quarter of				
Institution		1	Location		Quarte	er

CRA

# District: 9 Federal Reserve Bank of Minneapolis

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
SECURITY FINANCIAL SERVICES CORPORATION	L * 18C Security Financial Services Corporation,		Newspaper: Federal Register:	Not available Not available
VIKING FINANCIAL CORPORATION	* 3A1 * 4c8	incident thereto, establish branches.  Viking Financial Corporation, Alexandria, Minnesota, a savings and loan holding company, to become a bank holding company by acquiring 100% of First State Bank of Ashby, Ashby, Minnesota. In connection Viking Financial Corporation will retain ownership of its savings association subsidiary, Viking Bank, Alexandria, Minnesota and thereby engage in operating a savings association.	Newspaper: Federal Register:	Not available 05/02/2018

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#### Federal Reserve Bank of Minneapolis

#### **Availability of CRA Public Evaluations**

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NONE						
CRA Exami	nations scheduled for	Quarter of				
Institution		Loc	cation		Quarte	r
NONE		·		·		

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

## Federal Reserve Bank of Kansas City

Filer	Filing Type	Filing Proposal	<b>End of Commer</b>	nt Period
AMERICAN STATE BANK & TRUST COMPANY	* 18C	American State Bank & Trust Company,	Newspaper:	Not available
	* Branch	Great Bend, Kansas, to merge with Rose Hill Bank, Rose Hill, Kansas, and incident thereto, to establish several branches.	Federal Register:	Not applicable
		Newspaper:	04/30/2018	
		to establish a mobile branch at 8500 South 30th Street, Lincoln, Nebraska.	Federal Register:	Not applicable
FSB BANCSHARES, INC.	CIC	Kevin Scott Perry, Edmond, Oklahoma, to	Newspaper:	Not available
		acquire more than 25 percent of FSB Bancshares, Inc., Oklahoma City, Oklahoma, and thereby indirectly acquire First Security Bank and Trust Company, Oklahoma City, Oklahoma.	Federal Register:	Not available
PLAINS BANCSHARES, INC.	* 3A3	Plains Bancshares, Inc., Plains, Kansas, to	Newspaper:	05/11/2018
	* 3A5	acquire by merger 100 percent of the voting shares of Sixth Bancshares, Inc., Salina, Kansas, and thereby indirectly acquire Bank VI, Salina, Kansas.	Federal Register:	05/18/2018

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#### Federal Reserve Bank of Kansas City

#### **Availability of CRA Public Evaluations**

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NONE	B					
CRA Exa	aminations scheduled for	Quarter of				
Institution	1		Location		Qı	uarter

CRA

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# District: 11 Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
A.N.B. HOLDING COMPANY, LTD.	* 3A3	Application by A.N.B. Holding Company, Ltd., Terrell, Texas, to acquire additional shares up to 37.5 percent of The ANB Corporation, Terrell, Texas, and indirectly acquire The American National Bank of Texas, Terrell, Texas, First State Bank, Mesquite, Texas, Lakeside Bancshares, Inc., Rockwall, Texas; and Lakeside National Bank, Rockwall, Texas.	Newspaper: Federal Register:	04/15/2018 04/27/2018
COMERICA BANK	PWI	Notice by Comerica Bank, Dallas, Texas,	Newspaper:	Not applicable
		to make a Community Development and Public Welfare Investment.	Federal Register:	Not applicable
DIAMOND HTH STOCK COMPANY GP, LLC	* 18C	Application by Diamond HTH Stock	Newspaper:	Not available
	* 3A1	Company GP, LLC, and Diamond HTH Stock Company, LP, both of Dallas, Texas,	Federal Register:	04/11/2018
	* 3A3	to become bank holding companies and		
	* Branch	retain ownership in Diamond A Financial, LP, and therefore indirectly, Hilltop Holdings Inc., PlainsCapital Corporation, and PlainsCapital Bank, all of Dallas, Texas; Maedgen & White, LTD., Diamond HTH Stock Company GP, LLC, Diamond HTH Stock Company, LP, Diamond A Financial, L.P., Hilltop Holdings, Inc., and PlainsCapital Corporation, all of Dallas, Texas, to indirectly acquire The Bank of River Oaks, Houston, Texas; and for PlainsCapital Bank, Dallas, Texas, to acquire by merger The Bank of River Oaks and to further operate all the target institution's branches as branches of PlainsCapital Bank.		
OVERTON FINANCIAL CORPORATION	* 3A3	Application by Overton Financial Corporation, Overton, Texas, and Overton Delaware Corporation, Overton, Texas, to acquire up to 37.8 percent of the issued and outstanding shares of voting common stock of Longview Financial Corporation, Longview, Texas, and indirectly, its wholly owned subsidiary, Texas Bank and Trust Company, Longview, Texas.	Newspaper: Federal Register:	05/14/2018 05/14/2018
TEXAS REGIONAL BANK	* Branch	Application by Texas Regional Bank, Harlingen, Texas, to establish a branch at 3275 Boca Chica Boulevard, Brownsville, Cameron County, Texas 78521.	Newspaper: Federal Register:	04/10/2018 Not applicable

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### **Federal Reserve Bank of Dallas**

#### **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

NONE

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 Examin	ations scheduled for	Quarter of				
Institution			Location		Quarter	r

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

### Federal Reserve Bank of San Francisco

## Filings received during the week ending April 21, 2018

Filer Filing Type Filing Proposal End of Comment Period

NONE

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### Federal Reserve Bank of San Francisco

#### **Availability of CRA Public Evaluations**

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