
Federal Reserve Release



H.2

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

No. 43

Week Ending October 27, 2018

Advisory Councils

Community Advisory Council -- announcement of six new members of the council.
- Announced, October 25, 2018

Enforcement

AllNations Bank, Calumet, Oklahoma -- written agreement with the Federal Reserve Bank of Kansas City and the Oklahoma State Banking Department.
- Announced, October 25, 2018

First Iowa State Bank, Keosauqua, Iowa -- issuance of consent order of prohibition against Joel Shumate, a former institution-affiliated party.
- Announced, October 23, 2018

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

Dallas

Frost Bank, San Antonio, Texas -- to establish a branch at 7602 North Navarro Street, Victoria.

- Approved, October 23, 2018

Atlanta

SmartBank, Pigeon Forge, Tennessee -- to establish a branch at 2713 Highway 77, Panama City, Florida.

- Approved, October 25, 2018

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish branches at 3098 Apalachee Parkway, Tallahassee, Florida; 915 Cape Coral Parkway East, Cape Coral; and 6000 North Terminal Parkway, Atlanta.

- Approved, October 23, 2018

Bank Holding Companies

General Counsel

Farmers & Merchants Investment Inc., Lincoln, Nebraska; and North Central Bancorp, Inc., Norfolk -- waiver of application to acquire COMMFirst Bancorporation, Inc., South Sioux City, and Iowa-Nebraska State Bank (State Bank), in connection with State Bank's merger with and into BankFirst, Norfolk.

- Granted, October 26, 2018

Bank Holding Companies

General Counsel

NorthWest Indiana Bancorp, Munster, Indiana -- waiver of application to acquire AJS Bancorp, Inc., Midlothian, Illinois, in connection with the merger of A.J. Smith Federal Savings Bank with and into Peoples Bank, SB, Munster.

- Granted, October 23, 2018

Atlanta

PBD Holdings, LLC, Chattanooga, Tennessee -- to acquire shares of First Columbia Bancorp, Inc., Lake City, Florida.

- Approved, October 26, 2018

Bank Premises

New York

The Adirondack Trust Company, Saratoga Springs, New York -- to make an investment in bank premises.

- Approved, October 24, 2018

Banks, Foreign

Director, S&R

HSBC Private Bank International, Miami, Florida -- to amend its articles of association.

- Approved, October 24, 2018

Director, S&R

Joint Stock Commercial Bank for Foreign Trade of Vietnam, Hanoi, Vietnam -- to establish a representative office in New York, New York.

- Approved, October 26, 2018

Change in Bank Control

Minneapolis

Augusta Financial Corporation, Augusta, Wisconsin -- change in bank control of Augusta Financial Corporation and its subsidiary, Unity Bank, Augusta.

- Permitted, October 23, 2018

Minneapolis

Caprice Corporation, Augusta, Wisconsin -- change in bank control of Caprice Corporation and its subsidiary, Unity Bank North, Red Lake Falls, Minnesota.

- Permitted, October 23, 2018

Dallas

Columbus Bancorp, Inc., Columbus, Texas -- to retain control of Columbus Bancorp, Inc., and its subsidiary, The First State Bank, Columbus.

- Permitted, October 22, 2018

Extensions of Time

Kansas City

Bern Bancshares, Inc., Bern, Kansas -- extension to January 27, 2019, to acquire shares of UBT Bancshares, Inc., Marysville, parent of United Bank & Trust.

- Granted, October 26, 2018

Membership

Chicago

Springfield First Community Bank, Springfield, Missouri -- to become a member of the Federal Reserve System.

- Approved, October 24, 2018

Regulations and Policies

Director, MA

Regulation D (Reserve Requirements of Depository Institutions) -- annual indexing of the reserve requirement exemption amount, low reserve tranche, nonexempt deposit cutoff level, and reduced reporting limit for 2019.

- Approved, October 24, 2018

(A/C)

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending October 27, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
HOMETOWN FINANCIAL GROUP, INC	* 3A3	Application by Hometown Financial Group, MHC and its wholly owned subsidiary, Hometown Financial Group, Inc., both of Easthampton, Massachusetts to acquire Pilgrim Bancshares, Inc., and its subsidiary bank, Pilgrim Bank, both of Cohasset, Massachusetts pursuant to section 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended. Upon consummation of the merger, Pilgrim Bank would remain a separate wholly-owned subsidiary of Hometown Financial Group, Inc.	Newspaper:	Not available
	* 3A5		Federal Register:	11/23/2018
PILGRIM BANK	Member	Application by Pilgrim Bank, Cohasset, Massachusetts to become a state member bank of the Federal Reserve System pursuant to Section 9 of the Federal Reserve Act and Section 208.3 of Regulation H.	Newspaper:	Not applicable
			Federal Register:	Not applicable

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	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 2**Federal Reserve Bank of New York****Filings received during the week ending October 27, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ADIRONDACK TRUST COMPANY EMPLOYEE STOCK OWNERSHIP TRUST, THE	* 3A3	The Adirondack Trust Company Employee Stock Ownership Trust, Saratoga Springs, New York, to acquire fifty additional shares of 473 Broadway Holding Corporation and two thousand additional shares of The Adirondack Trust Company, both of Saratoga Springs, New York.	Newspaper:	Not available
			Federal Register:	Not available
ORANGE BANK & TRUST COMPANY	Premises	Orange Bank & Trust Company, Middletown, New York, provides notice to increase its investment in bank premises in association with the establishment of the branch office at 859-861 Franklin Avenue, Westchester County, New York, pursuant to Section 24A of the Federal Reserve Act and Section 208.21 of Regulation H.	Newspaper:	Not applicable
			Federal Register:	Not applicable
ORANGE BANK & TRUST COMPANY	* Branch	Orange Bank & Trust Company, Middletown, New York, to establish a branch office to be located at 859-861 Franklin Avenue, Town of Mount Pleasant, Westchester County, New York.	Newspaper:	Not available
			Federal Register:	Not applicable
USB BANCORP INC.	* 3A1	USB Bancorp Inc., Danbury, Connecticut to become a bank holding company, by acquiring 100 percent of the voting shares of Union Savings Bank, Danbury, Connecticut, pursuant to Section 3(a)(1) of the Bank Holding Company Act of 1956, as amended and Section 225.15 of Regulation Y, in connection with the conversion of Union Savings Bank from mutual to stock form.	Newspaper:	10/29/2018
			Federal Register:	10/29/2018
WOORI FINANCIAL GROUP INC.	* 3A1	Woori Financial Group, to become a bank holding company by acquiring 100 percent of Woori Bank, both of Seoul, South Korea, and indirectly acquire control of Woori America Bank, New York, New York.	Newspaper:	Not available
			Federal Register:	Not available

District: 2
Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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CRA Examinations scheduled for Quarter of

Institution	Location	Quarter
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District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending October 27, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
WSFS FINANCIAL CORPORATION	* SLHC Merger	WSFS Financial Corporation, Wilmington, Delaware, to merge with Beneficial Bancorp, Inc., Philadelphia, Pennsylvania, and therefore indirectly acquire Beneficial Bank, Philadelphia, PA.	Newspaper:	Not available
			Federal Register:	11/27/2018

District: 3
Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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Institution	Location	Quarter
NONE		

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District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending October 27, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Cincinnati, Ohio files an application to establish a branch banking office at 6700 Fairview Road, Charlotte, North Carolina, pursuant to Sections 9 of the Federal Reserve Act and 208.6 of Regulation H.	Newspaper:	11/03/2018
			Federal Register:	Not applicable

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	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 5
Federal Reserve Bank of Richmond
Filings received during the week ending October 27, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period
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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	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 6
Federal Reserve Bank of Atlanta
Filings received during the week ending October 27, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 6
Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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3591282	FIRST FL INTEGRITY BK, NAPLES, FLORIDA	06/11/2018	10/19/2018	S	Int Sm Bank

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 October 27, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
AJJ BANCORP, INC.	* 18C	AJJ Bancorp, Inc., Elkader, Iowa, to acquire via merger 100 percent of the voting shares of Swisher Bankshares, Inc., Swisher. In addition, AJJ Bancorp. Inc.'s subsidiary bank, Central State Bank, Elkader, Iowa, to merge with Swisher Trust & Savings Bank, Swisher, Iowa. As a result of the merger, Swisher Trust and Savings Bank office located at 59 Rose Avenue, Swisher, Iowa, will become branch of Central State Bank.	Newspaper:	Not available
	* 3A3		Federal Register:	11/21/2018
	* Branch			
ELGIN BANCSHARES, INC.	CIC	Notice by Jill E. Markowski, individually and as trustee of the Jill E. Sapiente Trust and Jill E. Markowski Descendants Trust, both of Inverness, Illinois; the Jill E. Sapiente Trust, Inverness, Illinois; the Jill E. Markowski Descendants Trust, Inverness, Illinois; together with John S. Sapiente, as trustee of the John S. Sapiente Revocable Trust, Naples, Florida; the John S. Sapiente Revocable Trust, Naples, Florida; Jacqueline M. Buckstaff, as trustee of the Jacqueline M. Sapiente Trust and the Jacqueline M. Buckstaff Descendants Trust, both of Deer Park, Illinois; the Jacqueline M. Sapiente Trust, Deer Park, Illinois; the Jacqueline M. Buckstaff Descendants Trust, Deer Park, Illinois; John A. Sapiente, as trustee of the John A. Sapiente Trust and the Joan A. Sapiente Descendants Trust, Inverness, Illinois; and the John A. Sapiente Trust, Inverness, Illinois; and the John A. Sapiente Descendants Trust, Inverness, Illinois to retain control of more than 25 percent of the voting shares of Elgin Bancshares, Inc., Elgin, Illinois, and thereby indirectly control Union National Bank and Trust Company, Elgin, Illinois.	Newspaper:	Not available
			Federal Register:	Not available
GLENWOOD STATE BANK	* 18C	Glenwood State Bank, Glenwood, Iowa, to merge with its sister bank, Frontier Savings Bank, Council Bluffs, Iowa. As a result of the merger, Glenwood State Bank will establish a branch at 940 Valley View Drive, Council Bluffs, Iowa.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable
LEE CAPITAL CORP.	4c8	Lee Capital Corp, Fort Madison, Iowa, to continue engaging in the permissible nonbanking activity of extending credit and servicing loans.	Newspaper:	Not applicable
			Federal Register:	Not available
TOWN BANK	* 18C	Town Bank, Hartland, Wisconsin, to purchase certain deposit liabilities from PyraMax Bank, FSB, Greenfield, Wisconsin and establish a branch office at 1605 W. Mitchell Street, Milwaukee, Wisconsin.	Newspaper:	Not available
	* Branch		Federal Register:	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	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 October 27, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
SIMMONS BANK	* Branch	Simmons Bank, Pine Bluff, Arkansas, to establish a branch facility located at 601 East Third Street, Little Rock, Arkansas.	Newspaper:	11/03/2018
			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	Quarter
NONE		

District: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending October 27, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CEYLON BANCORPORATION, INC.	CIC	Change in Control Notice by Matthew Moran, Seattle, Washington; Gellert Dornay, Mercer Island, Washington; and Robert Cumming, Snohomish, Washington, each individually and, with Kevin Johnston, Issaquah, Washington, as a group acting in concert to acquire control of Ceylon Bancorporation, Inc. and thereby indirectly acquire control of the State Bank of Ceylon, both of Ceylon, Minnesota.	Newspaper: Federal Register:	Not available 11/01/2018
KIMBERLY LEASING CORPORATION	* 3A5	Kimberly Leasing Corporation, Augusta, Wisconsin, to merge with Augusta Financial Corporation and Caprice Corporation, both of Augusta, Wisconsin, and thereby indirectly acquire, Unity Bank, Augusta, Wisconsin and Unity Bank North, Red Lake Falls, Minnesota, respectively.	Newspaper: Federal Register:	Not available 11/06/2018
LAKE BANK SHARES, INC. EMPLOYEE STOCK OWNERSHIP PLAN	CIC	Lance E. Skov, Albert Lea, Minnesota, to become trustee of the Lake Bank Shares, Inc., Employee Stock Ownership Plan, Albert Lea, Minnesota and thereby acquire control of Lake Bank Shares, Inc., which owns Security Bank Minnesota, both of Albert Lea, Minnesota.	Newspaper: Federal Register:	11/08/2018 11/13/2018
OPPORTUNITY BANK OF MONTANA	* 18C * Branch	Opportunity Bank of Montana, Helena, Montana, to merge with State Bank of Townsend, Townsend, Montana, and incident thereto, establish branches.	Newspaper: Federal Register:	Not available Not applicable
ORVET, INC.	* 3A1	Orvet, Inc. Minneapolis, Minnesota and Silver Springs Financial Corp, Minneapolis, Minnesota to acquire Lake Country Community Bank, Morristown, Minnesota.	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 October 27, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
CITIZENS BANK OF KANSAS	* 18C	Citizens Bank of Kansas, Kingman, Kansas, to merge with Verus Bank, Derby, Kansas, and incident thereto, to establish several branches.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable
EQUITY BANK	* 18C	Equity Bank, Andover, Kansas, to purchase certain assets and assume certain liabilities of the Guymon, Oklahoma, and Cordell, Oklahoma, branches of MidFirst Bank, Oklahoma City, Oklahoma, and incident thereto, to establish three branches.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable
FIRST STATE BANK NEBRASKA	* 18C	First State Bank Nebraska, Lincoln, Nebraska, to merge with The Nehawka Bank, Nehawka, Nebraska, and incident thereto, to establish two branches.	Newspaper:	11/10/2018
	* Branch		Federal Register:	Not applicable
FOOTE FINANCIAL SERVICES, LLC	* 3A1	Foote Financial Services, LLC, Hoxie, Kansas, to become a bank holding company through the acquisition of 100 percent of the voting shares of Peoples State Bank, Manhattan, Kansas.	Newspaper:	Not available
			Federal Register:	11/27/2018

District: 10
Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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912550	LUSK ST BK, LUSK, WYOMING	08/06/2018	10/22/2018	S	Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending October 27, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
ONE WORLD HOLDING, INC.	CIC	Notice by Kanwar Deep Suri, Dallas, Texas, and Noah Ratilal Shah, Bartonville, Texas, to acquire, retain, and control 25 percent or more of One World Holding, Inc., and therefore, indirectly, One World Bank, both of Dallas, Texas.	Newspaper:	Not available
			Federal Register:	Not available
SANDHILLS BANCSHARES, INC.	CIC	Retroactive notice by Kent McDaniel, of Monahans, Texas, individually, and Kent McDaniel and Melanie Bruns, of Katy, Texas, collectively, to retain control of 25 percent or more of the common shares and thereby control of Sandhills Bancshares, Inc., and therefore, indirectly, Tejas Bank, both of Monahans, Texas.	Newspaper:	11/07/2018
			Federal Register:	11/09/2018

District: 11
Federal Reserve Bank of Dallas

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District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending October 27, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
BAKER BOYER BANCORP	CIC	Notice of Change in Control filed by Megan F. Clubb, Peter J. Allen, and David B. Gordon, all of Walla Walla, Washington on behalf of a group of shareholders, acting in concert under a Limited Shareholders Agreement, to control approximately 46 percent of the outstanding voting shares of Baker Boyer Bancorp and thereby to indirectly control Baker Boyer National Bank, both of Walla Walla, Washington.	Newspaper:	11/12/2018
			Federal Register:	11/15/2018

District: 12
Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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