
Federal Reserve Release



H.2

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

No. 50

Week Ending December 15, 2018

Forms

Forms -- initial Board review to implement the New Hire Information Collection (FR-27).

- Proposed, December 11, 2018

Enforcement

Farmers State Bank, Pine Bluffs, Wyoming -- issuance of notices of intent to prohibit Frank Smith and Mark Kiolbasa, institution-affiliated parties of Farmers State Bank, from the banking industry.

- Approved, December 11, 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

Richmond

Bank of the James, Lynchburg, Virginia -- to establish a branch at 45 South Main Street, Lexington.

- Approved, December 11, 2018

Dallas

PlainsCapital Bank, Dallas, Texas -- to establish branches at 4511 Milwaukee Avenue, Lubbock; 100 Crown Pointe Boulevard, Willow Park; and 6565 Hillcrest Avenue, University Park (three applications).

- Approved, December 14, 2018

Secretary

Solvay Bank, Solvay, New York -- to establish a branch at 3201 West Genesee Street, Syracuse.

- Approved, December 13, 2018

Bank Holding Companies

General Counsel

Bank of Commerce Holdings, Sacramento, California -- waiver of application to acquire Merchants Holding Company, Sacramento, and The Merchants National Bank of Sacramento (Merchants Bank), in connection with the merger of Merchants Bank with and into Redding Bank of Commerce, Redding.

- Granted, December 10, 2018

Bank Holding Companies

Chicago

Fidelity Company, Dubuque, Iowa -- to acquire State Bank, New Hampton.
- Approved, December 10, 2018

Chicago

First Midwest Bancorp, Inc., Chicago, Illinois -- to engage in wealth-management services by acquiring Northern Oak Wealth Management, Inc., Milwaukee, Wisconsin.
- Approved, December 11, 2018

Chicago

Heartland Bancorp, Inc., Bloomington, Illinois -- to acquire via merger Lincoln S.B. Corp., Lincoln, and thereby indirectly acquire State Bank of Lincoln.
- Approved, December 11, 2018

Boston

Hometown Financial Group, MHC, Easthampton, Massachusetts, and Hometown Financial Group, Inc. -- to acquire Pilgrim Bancshares, Inc., Cohasset, and its subsidiary bank, Pilgrim Bank.
- Approved, December 14, 2018

Dallas

Independent Bank Group, Inc., McKinney, Texas -- to acquire Guaranty Bancorp, Denver, Colorado, and indirectly acquire Guaranty Bank and Trust Company.
- Approved, December 13, 2018

Bank Holding Companies

Minneapolis

Redwood Financial, Inc., Redwood Falls, Minnesota -- (1) to become a bank holding company by acquiring HomeTown Bank, Redwood Falls, on its conversion from a savings association to a bank, and (2) election to become a financial holding company.

- Approved, December 13, 2018

Minneapolis

United Bankers' Bancorporation, Inc. (UBBI), Bloomington, Minnesota -- to indirectly acquire shares of ExCheQ, LLC, Roseville, through United Bankers' Bank, Bloomington, UBBI's wholly owned subsidiary bank.

- Approved, December 11, 2018

Bank Mergers

Chicago

Johnson Bank, Racine, Wisconsin -- to purchase certain deposit liabilities of Nationwide Bank, Columbus, Ohio.

- Withdrawn, December 11, 2018

Banks, State Member

Director, S&R

SunTrust Bank, Atlanta, Georgia -- to make certain public welfare investments.

- Approved, December 14, 2018

Change in Bank Control

Minneapolis

Fishback Financial Corporation, Brookings, South Dakota -- to retain control of Fishback Financial Corporation and its subsidiaries, First Bank & Trust, Brookings, and First Bank & Trust, Sioux Falls.

- Permitted, December 11, 2018

Kansas City

Stockton Bancshares, Inc., Stockton, Kansas -- change in bank control of Stockton Bancshares, Inc., and its subsidiary, Solutions North Bank, Stockton.

- Permitted, December 12, 2018

Extensions of Time

Dallas

Jonesboro Bancshares, Inc., Jonesboro, Louisiana -- extension to March 26, 2019, to become a bank holding company by acquiring Jonesboro State Bank, Jonesboro.

- Granted, December 13, 2018

New York

JPMorgan Chase & Co., New York, New York -- extension to January 8, 2019, for J.P. Morgan International Finance Limited, Newark, Delaware, to make an investment in a foreign subsidiary.

- Granted, December 6, 2018

(A/C)

Extensions of Time

Dallas

Woodforest Financial Group Employee Stock Ownership Plan (with 401(k) Provisions) (Amended and Restated Effective March 1, 2006), The Woodlands, Texas, and Woodforest Financial Group Employee Stock Ownership Trust -- extension to March 21, 2019, to acquire shares of Woodforest Financial Group, Inc., The Woodlands, and indirectly acquire Woodforest National Bank, Houston.

- Granted, December 12, 2018

Financial Holding Companies

Minneapolis

Choice Financial Holdings, Inc., Fargo, North Dakota -- election to become a financial holding company.

- Effective, December 10, 2018

Kansas City

Wood & Huston Bancorporation, Inc., Marshall, Missouri -- election to become a financial holding company.

- Effective, December 11, 2018

Membership

Boston

Pilgrim Bank, Cohasset, Massachusetts -- to become a member of the Federal Reserve System.

- Approved, December 14, 2018

Savings and Loan Holding Companies

General Counsel

State Farm Mutual Automobile Insurance Company, Bloomington, Illinois -- request for an exemption to permit an individual to become an institution-affiliated party.

- Granted, December 14, 2018

Supervision and Regulation

Director, S&R

G-SIB Surcharge Rule -- publication of the aggregate global indicator amounts for 2018 for purposes of a calculation required under the Board's rule regarding risk-based capital surcharges for global systemically important U.S. bank holding companies (G-SIBs).

- Approved, December 6, 2018

(A/C)

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending December 15, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
EQUITABLE BANK	* 18C	Equitable Bank, East Weymouth, Massachusetts to merge with Coastal Heritage Bank, Weymouth, Massachusetts ("Coastal"), with Equitable Bank as the surviving entity. Equitable Bank intends to operate all nine Coastal branches located in East Bridgewater, Hanover, Hingham, Marshfield, Norwell, Quincy, Scituate, and Weymouth, all of Massachusetts.	Newspaper:	12/05/2018
	* Branch		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
163370	MANSFIELD CO-OP BK, MANSFIELD, MASSACHUSETTS	02/26/2018	12/10/2018	S	Int Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

District: 2
Federal Reserve Bank of New York
Filings received during the week ending December 15, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

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
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 3
Federal Reserve Bank of Philadelphia
Filings received during the week ending December 15, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 3
Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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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 December 15, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
CIVISTA BANK	* Branch	Civista Bank, Sandusky, OH to establish a branch at 3737 Park Drive, Beachwood, Ohio.	Newspaper:	Not available
			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 December 15, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMMUNITY HERITAGE FINANCIAL, INC.	4c8	Community Heritage Financial, Inc., Middletown, Maryland, to engage in residential mortgage lending through the acquisition of 100% of the voting shares of Millennium Financial Group, Inc., Middletown, Maryland.	Newspaper:	Not applicable
			Federal Register:	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
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 December 15, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CENTERSTATE BANK CORPORATION	* 3A5	CenterState Bank Corporation, Winter Haven, Florida, to merge with National Commerce Corporation, and thereby directly acquire National Bank of Commerce, both of Birmingham, Alabama.	Newspaper: Federal Register:	Not available Not available
HAZLEHURST INVESTORS, INC.	CIC	After-the-fact change in control notice filed by R. Darrell Beasley, Rabun Beasley, Zachary Johnson, and Deborah Beasley Johnson, all of Hazlehurst, Georgia to retain shares of Hazlehurst Investors, Inc., and its subsidiary, Bank of Hazlehurst both of Hazlehurst, Georgia.	Newspaper: Federal Register:	01/11/2019 Not available
IBERIABANK	* Branch	IBERIABANK, Lafayette, Louisiana, to establish a branch located at 821 West 49th Street, Hialeah, Florida, to be known as the Hialeah Branch.	Newspaper: Federal Register:	Not available Not applicable
OVERTON FINANCIAL SERVICES, INC.	CIC	After the fact change in control notice filed by Amy Beth Windle Oakley, Cookeville, Tennessee, and Mark Edward Copeland, Ooltewah, Tennessee, to become members of the previously approved Windle/Copeland Family Control Group of Overton Financial Services, Inc., and its subsidiary, Union Bank and Trust Company, both of Livingston, Tennessee.	Newspaper: Federal Register:	12/23/2018 12/27/2018

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
648130	GROVE B&TC, MIAMI, FLORIDA	09/17/2018	12/09/2018	S	Int Small 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 December 15, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BLACKHAWK BANCORP, INC.	* 3A3	Blackhawk Bancorp, Inc., Beloit, Wisconsin to acquire 100 percent of First McHenry Corporation and thereby indirectly acquire The First National Bank of McHenry, both of McHenry, Illinois.	Newspaper:	Not available
			Federal Register:	12/21/2018
CHARLEVOIX FIRST CORPORATION	CIC	Gary F. Stewart and Carrie L. Irish, as a group acting in concert to be added to the Hodgson family control group, to retain 25 percent or more of the shares of Charlevoix First Corporation and thereby indirectly control Charlevoix State Bank, both of Charlevoix, Michigan.	Newspaper:	Not available
			Federal Register:	Not available
DART FINANCIAL CORPORATION	CIC	David L. Howland and Melanie S. Dart, as trustees of the David L. Howland and Melanie S. Dart Revocable Trust dated May 27, 2015, both of Mason, Michigan, Stephanie Noel Howland of Saginaw, Michigan, and Marc Miilu of DeWitt, Michigan, to join the Dart Family Control Group and retain 10 percent or more of the shares of Dart Financial Corporation, Mason, Michigan, and thereby indirectly control Dart Bank, Mason, Michigan.	Newspaper:	12/06/2018
			Federal Register:	12/26/2018
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:	11/28/2018

District: 7**Federal Reserve Bank of Chicago****Filings received during the week ending December 15, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
LINCOLN BANCORP	CIC	Lincoln Bancorp Employee Stock Ownership Plan, Reinbeck, Iowa, with John Michael Maier, Milwaukee, Wisconsin, as trustee of the ESOP, to retain control of more than 10 percent of the outstanding voting shares of Lincoln Bancorp, Reinbeck, Iowa, and thereby indirectly control Lincoln Savings Bank, Cedar Falls, Iowa.	Newspaper: Federal Register:	Not available 12/31/2018
MANNING FINANCIAL SERVICES, INC.	CIC	Notice by Janet Ranniger, Manning, Iowa, individually and as trustee of the Janet Ranniger Trust, Manning, Iowa, and as a group acting in concert with Gaylin R. Ranniger, Alex J. Ranniger, Abbey Stangl, and Jacob Ranniger, all of Manning, Iowa, to retain and acquire control of 25 percent of more of the voting shares of Manning Financial Services, Inc. and thereby indirectly control The First National Bank of Manning, both of Manning, Iowa.	Newspaper: Federal Register:	Not available 12/28/2018
SCHAUMBURG BANCSHARES, INC.	CIC	Edward J. Madden, Evanston, Illinois, individually and as trustee of the Edward J. Madden Declaration of Trust 3/6/2008, to join the Madden Family Group and to acquire 10 percent or more of shares of Schaumburg Bancshares, Inc., and thereby indirectly control Heritage Bank of Schaumburg, both of Schaumburg, Illinois.	Newspaper: Federal Register:	Not available 01/03/2019
SECURITY AGENCY, INCORPORATED	CIC	Notice by the 2018 Grantor Trust FBO Rachel Grimstad and 2018 Grantor Trust FBO Gus Grimstad, with Padrin Grimstad as trustee, together with the 2018 Grantor Trust FBO Max Grimstad and 2018 Grantor Trust FBO Oscar Grimstad, with Ann Grimstad as trustee, all of Decorah, Iowa, to join the Grimstad Family Control Group approved on September 21, 2005, and acquire control of 10 percent or more of the voting shares of Security Agency, Inc., and thereby indirectly control Decorah Bank and Trust Company, both of Decorah, Iowa.	Newspaper: Federal Register:	Not available 12/07/2018

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 December 15, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
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 Corp., McGehee, Arkansas, and thereby increase its indirect control of McGehee Bank, McGehee, Arkansas.	Newspaper:	01/04/2019
			Federal Register:	01/11/2019

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 December 15, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FARRAR BERESFORD BANCORPORATION INC. IRREVOCABLE TRUST	* 3A1	The Farrar Beresford Bancorporation Inc. Irrevocable Trust and Beresford Bancorporation, Inc. ("Applicants"), both of Britton, South Dakota, to acquire Western Bancshares of Alamogordo, Inc., Carlsbad, New Mexico, and thereby acquire Western Bank, Alamogordo, New Mexico. Applicants will retain their ownership of First Savings Bank, Beresford, South Dakota, and continue to operate a savings and loan association. Applicants will convert back to savings and loan holding companies after the merger of Western Bank into First Savings Bank. In conjunction with their conversion back to savings and loan holding companies, Trust and BBI are filing to retain their current operations.	Newspaper:	Not available
	* 4c8		Federal Register:	Not available
	SLHC Activity * SLHC Formation			
FIRST INTERSTATE BANK	* 18C	First Interstate Bank, Billings, Montana, to merge with Idaho Independent Bank, Coeur d'Alene, Idaho, and incident thereto, establish branches.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable
FIRST INTERSTATE BANK	* 18C	First Interstate Bank, Billings, Montana, to merge with Community 1st Bank, Post Falls, Idaho, and incident thereto, establish branches.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable

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		

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District: 10**Federal Reserve Bank of Kansas City****Filings received during the week ending December 15, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMSTERDAM BANCSHARES, INC.	* 3A3	Amsterdam Bancshares, Inc., Amsterdam, Missouri, to acquire 100 percent of the voting shares of S.T.D. Investments, Inc., and thereby indirectly acquire Bank of Minden, both of Mindenmines, Missouri.	Newspaper: Federal Register:	Not available 01/04/2019
BANK7 CORP	CIC	The Lisa K. Haines Financial Services Trust, Horseshoe Bay, Texas, and the Julee S. Thummel Financial Services Trust, Horseshoe Bay, Texas, to retain control of the voting shares of Bank7 Corp, Oklahoma City, Oklahoma, and thereby indirectly acquire Bank7, Oklahoma City, Oklahoma.	Newspaper: Federal Register:	Not available Not available
CORNERSTONE BANK	* Branch	Cornerstone Bank, York, Nebraska, to establish a branch at 211 Rock Bluff Road, Beaver Lake, Nebraska.	Newspaper: Federal Register:	12/17/2018 Not applicable
FIRST STATE BANCORPORATION OF WATONGA, INC.	CIC	Earl L. Edsall and Janet M. Edsall, Co-Trustees of the Earl L. Edsall Living Trust and of the Janet M. Edsall Living Trust, Fred R. Lucas, Jr., Trustee of the Fred R. Lucas, Jr. Living Trust, Joyce Gail Lucas, Trustee of the Joyce Gail Lucas Living Trust, Larry D. Major, Trustee of the Gracie I. Major 1992 Living Trust and of the Larry D. Major 1992 Living Trust, N. Loren Parham, Bethany Parham, Lori Osmus, Robert Osmus, Mark Taylor, and Janet Taylor, all of Watonga, Oklahoma, to retain voting shares of First State Bancorporation of Watonga, Watonga, Oklahoma, and thereby indirectly acquire control of First State Bank, Watonga, Oklahoma.	Newspaper: Federal Register:	12/18/2018 12/27/2018
FIVE POINTS BANK	* Branch	Five Points Bank, Grand Island, Nebraska, to establish a mobile branch in connection with its physical branch at 1809 W. 39th Street, Kearney, Nebraska.	Newspaper: Federal Register:	12/15/2018 Not applicable
FSB BANKSHARES, INC.	CIC	Jane Chance, Fowler, Kansas, Trustee of the Lynn and Jane Chance Revocable Trust, to acquire voting shares of FSB Bankshares, Inc., and thereby indirectly acquire Fowler State Bank, Fowler, Kansas.	Newspaper: Federal Register:	12/12/2018 12/19/2018
HEARTLAND TRI-STATE BANK	* 18C * Branch	Heartland Tri-State Bank, Elkhart, Kansas, to purchase certain assets and assume certain liabilities of the Arlington, Kansas branch, and the Attica, Kansas branch of Citizens State Bank, Wisner, Nebraska, and incident thereto, establish two branches.	Newspaper: Federal Register:	Not available Not applicable

District: 10
Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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Institution	Location	Quarter
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District: 11**Federal Reserve Bank of Dallas****Filings received during the week ending December 15, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMARILLO NATIONAL BANCORP, INC.	* 3A5	Application by Amarillo National Bancorp, Inc., Amarillo, Texas, to acquire 100 percent of Commerce National Financial Services, Inc., and indirectly, Lubbock National Bank, both of Lubbock, Texas.	Newspaper:	Not available
			Federal Register:	12/20/2018
AMERICAN STATE BANK	* 18C	Application by American State Bank, Arp, Texas, to acquire by merger Texas State Bank, Joaquin, Texas, and to establish the existing seven locations of Texas State Bank as branches of American State Bank.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable
ASPERMONT BANKSHARES, INC.	* 3A1	Application by Aspermont Bankshares, Inc., Aspermont, Texas, to become a bank holding company by acquiring 100 percent of The First National Bank of Aspermont, Aspermont, Texas.	Newspaper:	Not available
			Federal Register:	12/28/2018
BEDIAS FINANCIAL CORPORATION	CIC	Notice by Mary Candice Barousse, Montgomery, Texas, individually and as trustee of The Candice U. Barousse Exempt Trust, intends to apply to the Federal Reserve Board for permission to control 25 percent or more of the shares of and thereby control Bedias Financial Corporation, Bedias, Texas ('Company'); and Divin L. Upchurch, Bryan, Texas, Robert E.L. Upchurch, IV, Denton, Texas, the Robert E.L. Upchurch III Exempt Trust, Bedias, Texas (Robert E.L. Upchurch, Trustee), the Candice U. Barousse Exempt Trust, Montgomery, Texas (Mary Candice Barousse, Trustee), and the estate of Kathryn D. Upchurch, Bedias, Texas (Robert E.L. Upchurch III, Executor), intend to apply for permission to join the Upchurch Family Group, a group acting in concert previously cleared on December 12, 2001, under Section 3 of the Bank Holding Company Act; and The Robert E.L. Upchurch III Exempt Trust intends to apply for permission to control 25 percent or more of the shares of and thereby control Company. Company controls First State Bank of Bedias, Bedias, Texas.	Newspaper:	Not available
			Federal Register:	11/23/2018
BRIGHT FORCE HOLDING GP, LLC	* 3A1	Application by Bright Force Holding, LLC, Lewisville, Texas, to become a bank holding company by acquiring up to 100 percent of ABNA Holdings, Inc., and therefore indirectly, American Bank, National Association, both of Dallas, Texas, pursuant to section 3(a)(1) of the Bank Holding Company Act.	Newspaper:	Not available
			Federal Register:	01/10/2019
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to establish a branch at 9990 Almeda Genoa, Houston, Texas 77075.	Newspaper:	Not available
			Federal Register:	Not applicable

* Subject to the provisions of the Community Reinvestment Act

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending December 15, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to establish a branch at 23701 Cinco Ranch Boulevard, Suite 100, Katy, Texas 77494.	Newspaper:	Not available
			Federal Register:	Not applicable
ONE WORLD HOLDING, INC.	CIC	Notice by Kanwar Deep Suri, Dallas, Texas, and Noah Ratilal Shah, Bartonville, Texas, to each acquire 10 percent or more of the shares and thereby control of One World Holding, Inc., and therefore indirectly One World Bank, both of Dallas, Texas.	Newspaper:	Not available
			Federal Register:	11/21/2018
T ACQUISITION, INC.	CIC	Notice by Arthur Haag Sherman, the Sherman 2018 Irrevocable Trust, Sherman Tectonic FLP LP, and Sherman Family Holdings LLC, all of Houston, Texas, as a group acting in concert, to acquire control of T Acquisition, Inc., and indirectly T Bank, National Association, both of Dallas, Texas.	Newspaper:	Not available
			Federal Register:	12/10/2018

District: 11
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
- 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: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending December 15, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
FRIENDLY HILLS BANK	CIC	Change in Control Notice filed by Francis Philip Kavanaugh, Dana Point, California, to acquire additional voting shares of Friendly Hills Bank, Whittier, California.	Newspaper:	Not available
			Federal Register:	01/02/2019

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.

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NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act