
Federal Reserve Release



H.2

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

No. 13

Week Ending March 30, 2019

Personnel

Division of Reserve Bank Operations and Payment Systems -- appointment of Jennifer Liu, Jennifer Lucier, and David Mills as associate directors; Tim Maas as deputy associate director; Casey Clark, Jason Hinkle, and Nicholas Trotta as assistant directors and managers; and Mark Manuszak as assistant director and chief.

- Announced, March 25, 2019

Office of the Chief Operating Officer -- appointment of Patrick McClanahan as chief operating officer.

- Approved, March 29, 2019

Regulations and Policies

Federal Reserve Policy on Payment System Risk -- amendments to part II of the Federal Reserve Policy on Payment System Risk concerning intraday credit provided by the Federal Reserve Banks to U.S. branches and agencies of foreign banking organizations.

- Approved, March 21, 2019

(A/C)

Office of Minority and Women Inclusion -- 2018 annual report to Congress, in accordance with the Dodd-Frank Act.

- Published, March 29, 2019

Regulation Q (Capital Adequacy of Bank Holding Companies, Savings and Loan Holding Companies, and State Member Banks) -- publication for comment of an interagency notice of proposed rulemaking to (1) require advanced approaches banking organizations to deduct from their regulatory capital certain investments in long-term debt issued by global systemically important banking organizations in order to reduce both interconnectedness within the financial system and systemic risk, and (2) modify related reporting requirements.

- Approved, March 21, 2019

(A/C)

Supervision and Regulation

Flood-Related Supervisory Practices -- interagency statement on supervisory practices regarding financial institutions and their customers affected by flooding in the Midwest.

- Announced, March 25, 2019

Resolution Plans -- issuance of joint letters with the Federal Deposit Insurance Corporation to 14 domestic large banking organizations (1) to issue expectations for their next resolution-plan submissions, (2) to inform Northern Trust Corporation that the shortcomings in its 2015 resolution plan have been satisfactorily addressed, and (3) to move the date for the next resolution-plan submission by Discover Financial Services to December 31, 2019.

- Approved, March 21, 2019

(A/C)

Stress Testing -- release of additional information on the Board's stress testing program, including changes intended to increase the transparency of its stress tests without compromising its ability to test the resiliency of the nation's largest banks.

- Announced, March 28, 2019

Enforcement

Barclays Bank PLC, New York Branch, New York, New York -- issuance of an order granting parties' joint motion to temporarily stay proceedings in the Board's enforcement action against Peter Little, a former institution-affiliated party, pending assignment of an administrative law judge.

- Approved, March 14, 2019

(A/C)

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

St. Louis

The Capital Bank, Little Rock, Arkansas -- to establish a branch at 5100 Kavanaugh Boulevard, Little Rock.

- Approved, March 27, 2019

Kansas City

NBH Bank, Greenwood Village, Colorado -- to establish a branch at 801 North 500 West, West Bountiful, Utah.

- Approved, March 27, 2019

Dallas

Origin Bank, Choudrant, Louisiana -- to establish a branch at 1059 East County Line Road, Jackson, Mississippi.

- Approved, March 25, 2019

Bank Holding Companies

General Counsel

BancorpSouth Bank, Tupelo, Mississippi -- waiver of application to acquire Merchants Trust, Inc., Jackson, Alabama, and Merchants Bank, in connection with Merchants Bank's merger with and into BancorpSouth Bank.

- Granted, March 28, 2019

Bank Holding Companies

General Counsel

BancorpSouth Bank, Tupelo, Mississippi -- waiver of application to acquire Casey Bancorp, Inc., Dallas, Texas, and Grand Bank of Texas (Grand Bank), in connection with Grand Bank's merger with and into BancorpSouth Bank.

- Granted, March 28, 2019

General Counsel

Community Bank System, Inc., DeWitt, New York -- waiver of application to acquire Kinderhook Bank Corp., Kinderhook, and The National Union Bank of Kinderhook (Kinderhook Bank), in connection with Kinderhook Bank's merger with and into Community Bank, N.A., Canton.

- Granted, March 26, 2019

General Counsel

Farmers and Merchants Bankshares, Inc., Stuttgart, Arkansas -- waiver of application to merge with Mountain Home Bancshares, Inc., Mountain Home, and Integrity First Bank, National Association (Integrity Bank), in connection with Integrity Bank's merger with and into The Farmers and Merchants Bank, Stuttgart.

- Granted, March 27, 2019

General Counsel

Glacier Bancorp, Inc., Kalispell, Montana -- waiver of application to acquire FNB Bancorp, Layton, Utah, and The First National Bank of Layton (FN Bank), in connection with FN Bank's merger with and into Glacier Bank, Kalispell.

- Granted, March 27, 2019

Bank Holding Companies

General Counsel

Merchants Bancorp, Inc., Hillsboro, Ohio -- waiver of application to acquire Citizens Independent Bancorp, Inc., Logan, and The Citizens Bank of Logan (Citizens Bank), in connection with Citizens Bank's merger with and into Merchants National Bank, Hillsboro.

- Granted, March 27, 2019

Atlanta

NB Holdings, LLC, Huntsville, Alabama -- to acquire shares of Citizens Bancorporation, Inc., Valley Head, and its subsidiary, The Citizens Bank of Valley Head.

- Approved, March 26, 2019

Chicago

S.B.C.P. Bancorp, Inc., Cross Plains, Wisconsin -- to acquire Union Bancorp of Evansville, Inc., Evansville, and thereby indirectly acquire Union Bank & Trust Company.

- Approved, March 25, 2019

Kansas City

Security Bancshares, Inc., Scott City, Kansas -- to engage in community development activities.

- Approved, March 29, 2019

Kansas City

Seiling Bancshares, Inc., Seiling, Oklahoma -- to become a bank holding company by acquiring The Seiling State Bank, Seiling.

- Approved, March 29, 2019

Banks, State Member

San Francisco

East West Bank, Pasadena, California -- to make a public welfare investment.

- Approved, March 26, 2019

Atlanta

SunTrust Bank, Atlanta, Georgia -- to make a public welfare investment.

- Approved, March 29, 2019

Change in Bank Control

Minneapolis

NATCOM Bancshares, Inc., Superior, Wisconsin -- to retain control of NATCOM Bancshares, Inc., and its subsidiaries, National Bank of Commerce, Superior; Republic Bancshares, Inc., Duluth; and Republic Bank.

- Permitted, March 26, 2019

Atlanta

Red River Bancshares, Inc., Alexandria, Louisiana -- change in bank control of Red River Bancshares, Inc., and its subsidiary, Red River Bank, Alexandria.

- Permitted, March 25, 2019

Chicago

Rush-Oak Corporation, Chicago, Illinois -- change in bank control of Rush-Oak Corporation and its subsidiary, Oak Bank, Chicago.

- Withdrawn, March 26, 2019

Change in Bank Control

Chicago

S.B.C.P. Bancorp, Inc., Cross Plains, Wisconsin -- change in bank control of S.B.C.P. Bancorp, Inc., and its subsidiary, State Bank of Cross Plains, Cross Plains.

- Permitted, March 28, 2019

Kansas City

Tulsa Valley Bancshares Corporation, Tulsa, Oklahoma -- to retain control of Tulsa Valley Bancshares Corporation and its subsidiary, Vast Bank, N.A., Tulsa.

- Permitted, March 29, 2019

Kansas City

UCSB Financial Corporation, Mountain View, Wyoming -- to retain control of UCSB Financial Corporation and its subsidiary, Uinta Bank, Mountain View.

- Permitted, March 29, 2019

Extensions of Time

Richmond

Farmers & Merchants Bank, Timberville, Virginia -- extension to October 5, 2019, to establish a branch at 2782 Stuarts Draft Highway, Stuarts Draft.

- Granted, March 27, 2019

Kansas City

Heartland Tri-State Bank, Elkhart, Kansas -- extension to July 7, 2019, to purchase certain assets and assume certain liabilities of the Arlington and Attica branches of Citizens State Bank, Wisner, Nebraska, and thereby establish branches.

- Granted, March 29, 2019

Extensions of Time

Secretary

The Bank of New York Mellon Corporation, New York, New York -- extension until January 1, 2020, to comply with the requirement under Regulation YY to maintain eligible long-term debt based on the firm's total leverage exposure.

- Granted, March 13, 2019

(A/C)

St. Louis

The McGehee Bank Employee Stock Ownership Plan, McGehee, Arkansas -- extension to July 16, 2019, to acquire additional shares of Southeast Financial Bankstock Corp., McGehee, and thereby increase its indirect control of McGehee Bank.

- Granted, March 29, 2019

Membership

Kansas City

Equitable Bank, Grand Island, Nebraska -- to become a member of the Federal Reserve System.

- Approved, March 25, 2019

Savings and Loan Holding Companies

Boston

The Jamestown Trust#1, Warwick, Rhode Island; The Jamestown Trust#2; The Jamestown Trust#3; The Jamestown Trust#4; The Geesala Trust #1; The Geesala Trust #2; The Geesala Trust #3; The Geesala Trust #4 -- to retroactively form savings and loan holdings companies and retain control of Prospect Financial Corporation, Warwick, and its wholly owned subsidiary, Home Loan Investment Bank, F.S.B.

- Approved, March 27, 2019

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, March 26, 2019

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, March 28, 2019

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending March 30, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST SEACOAST BANCORP, MHC	MHC Minority Stock Issuance * SLHC Formation	Federal Savings Bank, Dover, New Hampshire to reorganize into a mutual holding company structure and to conduct a minority stock issuance by a to be formed mid-tier stock subsidiary holding company, First Seacoast Bancorp, Dover, New Hampshire.	Newspaper: Federal Register:	04/12/2019 04/19/2019
MASCOMA BANK	* Branch	Application by Mascoma Bank, Lebanon, New Hampshire, to establish a branch at 1185 Shelburne Road, Suite 103, South Burlington, Vermont 05403 pursuant to Section 208.6 of Regulation H.	Newspaper: Federal Register:	Not available Not applicable
PILGRIM BANK	* 18C	Abington Bank, Abington, Massachusetts (‘Abington’) to merge with and into Pilgrim Bank, Cohasset, Massachusetts (‘Pilgrim’), with Pilgrim as the surviving entity to be renamed ‘Abington Bank’; and for the resulting institution to retain all of Abington’s current offices; and to change the resulting institution’s principal office from Cohasset, Massachusetts to Abington, Massachusetts; and for the three branch offices of Pilgrim Bank to be operated under the name ‘Pilgrim Bank, a Division of Abington Bank.’	Newspaper: Federal Register:	03/31/2019 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
833404	FALL RIVER FIVE CENTS SVGS BK, FALL RIVER, MASSACHUSETTS	08/13/2018	03/28/2019	O	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 March 30, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 2
Federal Reserve Bank of New York

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: 3
Federal Reserve Bank of Philadelphia
Filings received during the week ending March 30, 2019

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

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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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: 4
Federal Reserve Bank of Cleveland
Filings received during the week ending March 30, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 4
Federal Reserve Bank of Cleveland

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

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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: 5

Federal Reserve Bank of Richmond

Filings received during the week ending March 30, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
BB&T CORPORATION	* 3A5	BB&T Corporation, Winston-Salem, North Carolina, to acquire 100% of the voting securities of SunTrust Banks, Inc., Atlanta, Georgia, and thereby indirectly acquire SunTrust Bank Holding Company, Orlando, Florida, and SunTrust Bank, Atlanta, Georgia, pursuant to Section 3 of the Bank Holding Company Act.	Newspaper:	Not available
			Federal Register:	04/12/2019
CCF HOLDING COMPANY	* 3A5	CCF Holding Company, Jonesboro, Georgia to acquire Providence Bank, Alpharetta, Georgia, to merge with and into Heritage Bank, Jonesboro, Georgia.	Newspaper:	04/19/2019
			Federal Register:	04/22/2019

District: 5
Federal Reserve Bank of Richmond

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.

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

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- S = Satisfactory
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- 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: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending March 30, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
REGIONS BANK	* Branch	Regions Bank, Birmingham, Alabama, to establish the following branch: Clayton MO Line of Business Branch, located at 8182 Maryland Avenue, Clayton, Missouri.	Newspaper:	04/13/2019
			Federal Register:	Not applicable
SUNTRUST BANK	* Branch	SunTrust Bank, Atlanta, Georgia, to establish the following branch: SunTrust Mobile Branch Raleigh, 4111 New Bern Avenue, Raleigh, North Carolina.	Newspaper:	04/15/2019
			Federal Register:	Not applicable

District: 6
Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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

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.

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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: 7**Federal Reserve Bank of Chicago****Filings received during the week ending March 30, 2019**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CHEMICAL FINANCIAL CORPORATION	* 3A5	Chemical Financial Corporation, Detroit, Michigan to merge with TCF Financial Corporation, Wayzata, Minnesota and thereby indirectly acquire TCF National Bank, Sioux Falls, South Dakota.	Newspaper:	04/20/2019
			Federal Register:	04/19/2019
HINSDALE BANK & TRUST COMPANY	* Branch	Hinsdale Bank & Trust Company, Hinsdale, Illinois, to establish a branch located at 1109-1111 W. Madison Street, Maywood, Illinois.	Newspaper:	04/08/2019
			Federal Register:	Not applicable
HOW-WIN DEVELOPMENT CO.	CIC	Notice by John Scott Thomson, as trustee of both the John H. Thomson Residuary Trust and the FJT Grandchildrens Trust, John Scott Thomson and Stephanie Carol Thomson, as co-trustees of the Thomson Grandchildrens Trust, together with Stephanie Carol Thomson as co-trustee of the John Scott Thomson Family Trust, all of Cresco, Iowa, to retain control of 100 percent of the voting shares of How-Win Development Co. and thereby to indirectly control CUSB Bank, both of Cresco, Iowa. CUSB Bank, Cresco, Iowa, serves as co-trustee of the Scott Thomson Family Trust and the Thomson Grandchildrens Trust.	Newspaper:	Not available
			Federal Register:	04/15/2019
LEE CAPITAL CORP.	CIC	Notice by Jean M. Humphrey, Kathleen A. McKillip, Henry W. Merschman, and Joseph H. Merschman, all of Fort Madison, Iowa; and George A. Merschman, Rochester, Illinois, together as a group acting in concert, to retain control of 25 percent or more of the voting shares of Lee Capital Corp, and thereby indirectly control Lee County Bank, both of Fort Madison, Iowa.	Newspaper:	Not available
			Federal Register:	Not available
OLD O'BRIEN BANC SHARES, INC.	CIC	Notice by James J. Johnson and Colleen D. Johnson, both of Sutherland, Iowa, and Sonya A. Duhn, Emmetsburg, Iowa, to join Darin J. Johnson, Sutherland, Iowa, as a group acting in concert, and to retain and acquire control of 25 percent or more of the voting shares of Old O'Brien Banc Shares, Inc., and thereby indirectly control Security State Bank, both of Sutherland, Iowa.	Newspaper:	Not available
			Federal Register:	03/28/2019
OLD O'BRIEN BANC SHARES, INC.	* 3A5	Old O'Brien Banc Shares, Inc., Sutherland, Iowa to merge with R & J Financial Corporation, Inc. and thereby indirectly acquire Peoples Savings Bank, both of Elma, Iowa.	Newspaper:	04/15/2019
			Federal Register:	04/12/2019

District: 7**Federal Reserve Bank of Chicago****Filings received during the week ending March 30, 2019**

Filer	Filing Type	Filing Proposal	End of Comment Period	
RICHMOND MUTUAL BANCORPORATION, INC.	* 3A1	Richmond Mutual Bancorporation, Inc., a newly formed Maryland company headquartered in Richmond, Indiana, to become a bank holding company by acquiring 100 percent of First Bank Richmond, Richmond, Indiana in connection with the merger of First Mutual of Richmond, Inc. into Richmond Mutual Bancorporation, Inc., a Delaware corporation, both headquartered in Richmond, Indiana.	Newspaper:	Not available
	* 3A5		Federal Register:	04/19/2019
SOLON FINANCIAL, INC.	CIC	Notice by Jessica M. Becker, Eden Prairie, Minnesota; Cordelia A. Cosgrove, Cedar Rapids, Iowa; Amy C. Cox, Doylestown, Pennsylvania; Andrew J. Erusha, Sheridan, Wyoming; Angela C. Erusha, Solon, Iowa; Bruce A. Erusha, Cedar Rapids, Iowa; Daniel M. Erusha, Portland, Oregon; James R. Erusha, Cedar Rapids, Iowa; Julie A. Erusha Trust, Julie A. Erusha, Sheridan, Wyoming, as trustee; Kimberly S. Erusha, Basking Ridge, New Jersey; Michael D. Erusha Trust, Michael D. Erusha, Sheridan, Wyoming, as trustee; The Owen N. Erusha Trust, D. Neil Erusha, Solon, Iowa, as Trustee; Patricia M. Erusha, Solon, Iowa; Robert C. Erusha II, Ellisville, Missouri; Gary L. Fattig, Chelsea, Iowa; Kathryn M. Fattig, Chelsea, Iowa; Robert L. Fattig, Searsboro, Iowa; Vicky K. Garnsey, Eagle, Colorado; Anne E. Juelsgaard, West Des Moines, Iowa; Dolores M. Kaiden, Cedar Rapids, Iowa; Karlene M. Lindseth, Eden Prairie, Minnesota; Krista M. Lindseth, Eden Prairie, Minnesota; Michael J. Lindseth, Eden Prairie, Minnesota; Nicole M. Lindseth, Eden Prairie, Minnesota; Gail M. Scott, Cambridge, Iowa; and Carolyn M. Tinkham, Cedar Rapids, Iowa, to join the Erusha Family Control Group and retain control of 25 percent or more of Solon Financial, Inc. and thereby indirectly control Solon State Bank, both of Solon, Iowa.	Newspaper:	Not available
			Federal Register:	03/26/2019
WATERMAN ACQUISITION GROUP, LLC	* 3A1	Waterman Acquisition Group, LLC, Wilmette, Illinois to become a bank holding company by acquiring 100 percent of Waterman State Bank, Waterman, Illinois.	Newspaper:	Not available
			Federal Register:	03/11/2019

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending March 30, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
WINTRUST FINANCIAL CORPORATION	* 18C	Wintrust Financial Corporation, Rosemont, Illinois to acquire 100 percent of Rush Oak Corporation and thereby indirectly acquire Oak Bank, both of Chicago Illinois. In addition, Wintrust Financial Corporation's subsidiary bank, Wintrust Bank, Chicago, Illinois to merge with Oak Bank, Chicago, Illinois. As a result of the merger, Oak Bank office will become a branch of Wintrust Bank.	Newspaper:	04/11/2019
	* 3A5		Federal Register:	04/15/2019
	* Branch			

District: 7
Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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653648	FIRST AMER BK, FORT DODGE, IOWA	07/23/2018	03/25/2019	S	Int 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 March 30, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
STONE BANCSHARES, INC.	* 3A5	Stone BancShares, Inc., Mountain View, Arkansas, to acquire through merger 100 percent of the voting shares of DBT Financial Corporation, DeWitt, Arkansas and thereby indirectly acquire DeWitt Bank and Trust Company, DeWitt, Arkansas.	Newspaper:	04/20/2019
			Federal Register:	04/25/2019

District: 8
Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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3374412	OAKSTAR BK, SPRINGFIELD, MISSOURI	08/20/2018	03/29/2019	S	Int Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending March 30, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
BOSSHARD BANCO, LTD.	CIC	Change in control notice by Joseph W. Bosshard, Boulder, Colorado, Makenzie B. Bosshard, Minneapolis, Minnesota, Carlista M. Bosshard, Auburn, Alabama, and John Bosshard, Chicago, Illinois, for approval to retain shares of Bosshard Banco, Ltd., La Crosse, Wisconsin (Bosshard Banco) and join the Bosshard Family Group that controls Bosshard Banco. In addition, Andrew R. Bosshard, La Crosse, Wisconsin; to acquire additional shares and retain control of Bosshard Banco. Bosshard Banco controls First National Bank of Bangor, Bangor, Wisconsin, and Intercity State Bank, Schofield, Wisconsin.	Newspaper:	Not available
			Federal Register:	04/12/2019
FIRST HOLDING COMPANY OF CAVALIER, INC.	* 3A3	First Holding Company of Cavalier, Inc., Cavalier North Dakota to acquire 100 percent of the shares of Northern Sky Bank, Crookston, Minnesota.	Newspaper:	Not available
			Federal Register:	Not available

District: 9
Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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- 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: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending March 30, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANCSHARES OF JACKSON HOLE, INCORPORATED	CIC	The RFB-FLB Trust, U/A/D October 25, 2016, and Frances L. Biolchini, as Trustee, both of Kelly, Wyoming, to retain 25 percent or more of the shares of Bancshares of Jackson Hole, Inc., Jackson, Wyoming (Bancshares), and thereby indirectly retain Bank of Jackson Hole, Jackson, Wyoming; and be approved as members of the Biolchini Family Group, which controls Bancshares. Additionally, Robert Biolchini, Jr., Jackson, Wyoming; Douglas Biolchini, Walla Walla, Washington; Frances Biolchini Fleming, Kelly, Wyoming; Thomas Biolchini, Tulsa, Oklahoma; Tobin Biolchini, Kelly, Wyoming; Christi Biolchini Yanelli, Jackson, Wyoming; and the Robert F. Biolchini & Frances L. Biolchini Irrevocable Education Trust for Lucy Rose Biolchini, , the Robert F. Biolchini & Frances L. Biolchini Irrevocable Education Trust for Maximilian Michael Fleming, , the Robert F. Biolchini & Frances L. Biolchini Irrevocable Education Trust for Sophia Grace Fleming, , and the Robert F. Biolchini & Frances L. Biolchini Irrevocable Education Trust for Paul Christopher Biolchini, all of Tulsa, Oklahoma; to retain voting shares of Bancshares ; as members of the Biolchini Family Group which controls Bancshares and thereby indirectly retain control of Bank of Jackson Hole, of Jackson, Wyoming.	Newspaper: Federal Register:	Not available 04/04/2019
BETHANY BANKSHARES, INC.	* 3A5	Bethany Bankshares, Inc., Bethany, Missouri, to acquire by merger Fairport Bancshares, Inc., and thereby indirectly acquire The Bank of Fairport, both of Maysville, Missouri.	Newspaper: Federal Register:	Not available 04/15/2019
Colorado Mutual Holding Company	* MHC Formation * MHC Mid-Tier Formation	Application for Colorado Mutual Holding Company, Alamosa, Colorado, to become a federal mutual holding company, and Colorado Mutual Bancorp, Alamosa, Colorado, to become a mid-tier savings and loan holding company, by acquiring 100 percent of San Luis Valley Federal Bank, Alamosa, Colorado (Federal Bank), in connection with the conversion of Federal Bank from a federal mutual savings association to a federal stock savings association and its reorganization into the mutual holding company structure.	Newspaper: Federal Register:	Not available Not available

* Subject to the provisions of the Community Reinvestment Act

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending March 30, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
FSB FINANCIAL CORP.	* 3A1	FSB Financial Corp., Valliant, Oklahoma, to become a bank holding company through the acquisition of 100 percent of the voting shares of First State Bank, Valliant, Oklahoma.	Newspaper: Federal Register:	Not available 04/26/2019
MY ANNS CORPORATION	CIC	Hiu Kwan Kwok, Cyber Port, Hong Kong, and Jun Yang, Tianjin, China, to acquire voting shares of My Anns Corporation, and thereby acquire Piqua State Bank, both of Piqua, Kansas.	Newspaper: Federal Register:	Not available 03/29/2019
SPIRIT BANKCORP, INC.	CIC	The Oliver Tracy Kelly 1991 Revocable Trust dated August 29, 1991 and Polly Kelly, Tulsa, Oklahoma, as trustee, Joy Kelly, Tulsa, Oklahoma, Faith Kelly, Edmond, Oklahoma, William Marshall Clune, Edmond, Oklahoma, Hope Dobias, Denver, Colorado, Cloie Dobias, Oxford, Ohio, Elleon Dobias, Chicago, Illinois, and the Kelly Brothers, A Business Trust, Bristow, Oklahoma, to acquire voting shares of Spirit BankCorp, Inc., Bristow, Oklahoma, and thereby be approved as members of the Kelly-Clune-Dobias family group. Spirit BankCorp controls SpiritBank, Tulsa, Oklahoma.	Newspaper: Federal Register:	03/26/2019 04/16/2019
WATHENA BANCSHARES, INC.	CIC	Brian Libel, Brandon Libel, and Brice Libel, all of Wathena, Kansas, to retain voting shares of Wathena Bancshares, Inc., and thereby indirectly control Farmers State Bank, both of Wathena, Kansas.	Newspaper: Federal Register:	Not available 04/08/2019

District: 10
Federal Reserve Bank of Kansas City

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: 11**Federal Reserve Bank of Dallas****Filings received during the week ending March 30, 2019**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to establish a branch at 1010 North Westgate Drive, Weslaco, Texas 78596	Newspaper:	03/21/2019
			Federal Register:	Not applicable
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to establish a branch at 2200 North Frazier Street, Conroe, Texas 77303	Newspaper:	Not available
			Federal Register:	Not applicable
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to establish a branch at 3500 Little York Road, Suite B1, Houston, TX 77093.	Newspaper:	Not available
			Federal Register:	Not applicable
HAPPY STATE BANK	* 18C	Happy State Bank, Happy, Texas, to purchase certain of the assets and assume essentially all of the liabilities associated with four of the branch offices of First Bank & Trust, Seymour, Texas, located at 1025 Main Street, Matador, Texas; 621 West Noel Street, Memphis, Texas; 201 Main Avenue, Turkey, Texas; and 211 North Main Street, White Deer, Texas. Happy State Bank also has applied to establish branches at each location.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable
LONE STAR STATE BANCSHARES, INC.	CIC	Notice by the Lone Star State Bancshares, Inc. and Subsidiaries Employee Stock Ownership Plan, Lubbock, Texas, Kirk Thomas and Melisa Roberts as trustees, both of Lubbock, Texas, and Brent Beakley, also as trustee, of Odessa, Texas, to acquire greater than 10 percent and thereby control of Lone Star State Bancshares, Inc., and indirectly, Lone Star State Bank of West Texas, both of Lubbock, Texas	Newspaper:	Not available
			Federal Register:	Not available

District: 11**Federal Reserve Bank of Dallas****Filings received during the week ending March 30, 2019**

Filer	Filing Type	Filing Proposal	End of Comment Period	
PILGRIM BANCORPORATION	CIC	Notice by Lonnie Ken Pilgrim, individually and as trustee of the The Lonnie Ken Pilgrim 2003 GST Trust, The Lonnie Ken Pilgrim 1999 Issue Trust, The LKP 2012 GST Trust, The Greta Pilgrim Owens 2003 GST Trust, The Greta Pilgrim Owens 1999 Issue Trust, and The GPO 2012 Trust, Pittsburg, Texas; Steve Capps, individually and as trustee of the The Lonnie Ken Pilgrim 2003 GST Trust, The Lonnie Ken Pilgrim 1999 Issue Trust, The LKP 2012 GST Trust, The Greta Pilgrim Owens 2003 GST Trust, The Greta Pilgrim Owens 1999 Issue Trust, and The GPO 2012 Trust, Mount Pleasant, Texas; Lanny Brenner, as trustee of the The Lonnie Ken Pilgrim 2003 GST Trust, The Lonnie Ken Pilgrim 1999 Issue Trust, The LKP 2012 GST Trust, The Greta Pilgrim Owens 2003 GST Trust, The Greta Pilgrim Owens 1999 Issue Trust, and The GPO 2012 Trust, Pittsburg, Texas; Greta Pilgrim Henson, Dallas, Texas; Greta Gail Pilgrim Simpson, Tyler, Texas; and Lonnie Jagers Pilgrim, Mount Vernon, Texas, as a group acting in concert, to retain 25 percent or more of the shares and thereby control Pilgrim Bancorporation, Mount Pleasant, Texas, and indirectly Pilgrim Bank, Pittsburg, Texas.	Newspaper: Federal Register:	Not available 04/12/2019
TEXAS FIRST BANK	* 18C * Branch	Texas First Bank, Texas City, Texas, to merge with Preferred Bank, Houston, Texas (a federal savings bank), and establish the five existing locations as branches of Texas First Bank.	Newspaper: Federal Register:	Not available Not applicable
TEXAS INDEPENDENT BANCSHARES, INC.	4c8	Texas Independent Bancshares, Inc., Texas City, Texas, to acquire and merge with Preferred Bancshares, Inc., Houston, Texas, and indirectly acquire Preferred Bank, Houston, Texas, a federal savings bank	Newspaper: Federal Register:	Not applicable Not available

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.

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- SN = Substantial noncompliance

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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: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending March 30, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
BAYCOM CORP	* 18C	1) BayCom Corp, Walnut Creek, California, to merge with Uniti Financial Corporation, and thereby acquire Uniti Bank, both of Buena Park, California, 2) Uniti Bank, Buena Park, California, to merge with and into United Business Bank, Walnut Creek, California; and 3) United Business Bank to acquire 3 branch offices of Uniti Bank.	Newspaper:	Not available
	* 3A5		Federal Register:	04/26/2019
	* Branch			

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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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