

FEDERAL RESERVE RELEASE

H.2 Actions of the Board, Its Staff, and the Federal Reserve Banks; Applications and Reports Received

No. 51 Week ending December 21, 2024

Board Actions

Enforcement

Lineage Financial Network, Franklin, Tennessee—written agreement with the Federal Reserve Bank of Atlanta.

Announced: December 19, 2024

National Bank of Pakistan, Karachi, Pakistan, and National Bank of Pakistan New York Branch, New York, New York—(1) written agreement dated March 14, 2016, terminated December 17, 2024, and (2) cease-and-desist order dated February 22, 2022, terminated December 2, 2024.

Announced: December 19, 2024

Forms

FR 2436—initial Board review to extend without revision the Semiannual Report of Derivatives Activity. Approved: December 16, 2024

FR 3033p and FR 3033s—initial Board review to extend with revision the Census of Finance Companies and Other Lenders and Survey of Finance Companies.

Approved: December 16, 2024

FR 3036—initial Board review to extend with revision the Central Bank Survey of Foreign Exchange and Derivatives Market Activity.

Approved: December 16, 2024

FR 4199—final Board review to extend without revision the Basel II Interagency Pillar 2 Supervisory Guidance.

Approved: December 16, 2024

FR HY-5—initial Board review to extend without revision the Recordkeeping and Disclosure Requirements Associated with Regulation Y for Minimum Requirements for Appraisal Management Companies.

Approved: December 16, 2024

FR MSD-4 and FR MSD-5—initial Board review to extend without revision the (1) Uniform Application for Municipal Securities Principal or Municipal Securities Representative Associated with a Bank Municipal Securities Dealer (FR MSD-4) and (2) Uniform Termination Notice for Municipal Securities Principal or Municipal Securities Representative Associated with a Bank Municipal Securities Dealer (FR MSD-5).

Approved: December 16, 2024

Actions Under Delegated Authority

Bank Branches, Domestic

Atlanta

Capital City Bank, Tallahassee, Florida—to establish a branch at 8403 West Bay Parkway, Panama City Beach, Florida.

Permitted: December 19, 2024

Cleveland

The State Bank and Trust Company, Defiance, Ohio—to establish a branch at 307 North Wayne Street, Angola, Indiana.

Approved: December 19, 2024

Minneapolis

Opportunity Bank of Montana, Helena, Montana—to establish a branch at 2215 West Broadway, Missoula, Montana.

Approved: December 20, 2024

San Francisco

Oak Valley Community Bank, Oakdale, California—to establish a branch at 31 South School Street, Lodi, California.

Approved: December 17, 2024

Bank Holding Companies

Atlanta

American Commerce Bancshares, Inc., Bremen, Georgia—relief from commitments.*

Granted: December 6, 2024

*Addition

First National Bancshares of Louisiana, Inc., Crowley, Louisiana—to become a bank holding company by acquiring First National Bank of Louisiana, Crowley, Louisiana.

Approved: December 17, 2024

Georgia Banking Company, Inc., Atlanta, Georgia—to merge with Primary Bancshares Corporation and thereby indirectly acquire Georgia Primary Bank, both of Atlanta, Georgia.

Approved: December 20, 2024

Dallas

Liberty Capital Bancshares, Inc., Addison, Texas—to acquire Southwestern Bancorp, Inc., and thereby indirectly acquire Texas Heritage Bank, both of Boerne, Texas.

Approved: December 17, 2024

Kansas City

PBT Bancshares, Inc., McPherson, Kansas—waiver of application to acquire Kanza Bank, Kingman, Kansas, in connection with the merger of Kanza Bank with and into Peoples Bank and Trust Company, McPherson, Kansas.

Granted: December 19, 2024

Change in Bank Control

Atlanta

Planters First Bancorp, Hawkinsville, Georgia—John Daniel Way; RF Way Family Trust, John Daniel Way, Trustee; Trust for the Benefit of James Daniel Way, John Daniel Way, Trustee; John Samuel Way, all of Hawkinsville, Georgia; Mary Ann Way, Alexandria, Virgina; Robert F. Way; Robert F. Way Family Trust, Robert F. Way, Trustee, both of Perry, Georgia; Dottie Way Woodroof; W. Cole Woodroof; Mary Margaret Sandy; William Cole Woodroof, Jr., all of Cordele, Georgia, as a group acting in concert, to retain voting shares of Planters First Bancorp, Inc., which controls Planters First Bank, Cordele, Georgia.

Permitted: December 20, 2024

Dallas

Moody Bancshares, Inc., Galveston, Texas—the ELM 2024 Gift Trust, Austin, Texas, Ross Rankin Moody, trustee, and the JDM 2024 Gift Trust, Austin, Texas, Ross Rankin Moody, trustee, to join the Moody Family Group, a group acting in concert previously cleared on October 10, 2024, to acquire voting shares of Moody Bancshares, Inc., and Moody Bank Holding Company, Inc., Reno, Nevada, and thereby indirectly acquire voting shares of Moody National Bank, Galveston, Texas.

Permitted: December 19, 2024

Minneapolis

Minnesota Community Bancshares, Inc., Albert Lea, Minnesota—Gigi Otten, Hayward, Minnesota; and the James and Renata MacAlpine Trust, Ord, Nebraska (James MacAlpine and Renata MacAlpine, both of Ord, Nebraska as trustees), to join the Otten Family Shareholder Control Group (Otten Group), a group acting in concert, by retaining voting shares of Minnesota Community Bancshares, Inc. (MCBI), and thereby indirectly retain voting shares of Arcadian Bank, Hartland, Minnesota. Additionally, the William E. Brush & Bettina A. Brush Trust, North Loup, Nebraska, (William Brush, North Loup, Nebraska, as trustee); and the Harold C. Kermes Trust dated February 4, 2022, Hayward, Minnesota (Harold Kermes, Hayward, Minnesota, as trustee) to join the Otten Group by acquiring voting shares of MCBI and thereby indirectly acquire voting shares of Arcadian Bank.

Permitted: December 19, 2024

San Francisco

Baker Boyer Bancorp, Walla Walla, Washington—Russell S. Colombo, Walla Walla, Washington, to join Megan F. Clubb and Clifford W. Kontos, both of Walla Walla, Washington, a group acting in concert, to control voting shares of Baker Boyer Bancorp and thereby indirectly control voting shares of Baker Boyer National Bank, Walla Walla, Washington.*

Permitted: December 12, 2024

*Addition

St. Louis

First Bankers Trustshares, Inc., Quincy, Illinois—Phyllis Hofmeister, Quincy, Illinois; Robert Hofmeister, Quincy, Illinois; Kurt Hofmeister, Vero Beach, Florida; William Hofmeister, Quincy, Illinois; Norma Hofmeister, Quincy, Illinois; Jon Hofmeister, Warsaw, Illinois; Jane Wiley, Indianapolis, Indiana; Bruce Wiley, Indianapolis, Indiana; Elizabeth Wiley, Indianapolis, Indiana; and Carson Wiley, Indianapolis, Indiana, to establish the Hofmeister Family Control Group, a group acting in concert, and to retain voting shares of First Bankers Trustshares, Inc., and thereby indirectly retain voting shares of First Bankers Trust Company, N.A., Quincy, Illinois; Robert Hofmeister, individually, to acquire additional voting shares of First Bankers Trustshares, Inc.

Permitted: December 18, 2024

Extensions of Time

Director, S&R

JP Morgan Chase & Co., New York, New York—extension of time to determine certain risk-weighted asset amounts using advanced systems.*

Granted: November 27, 2024

*Addition

Regulations and Policies

Secretary

Regulation BB (Community Reinvestment)—interagency annual adjustment to the asset-size thresholds used to define "small bank" and "intermediate small bank" under the Community Reinvestment Act regulations.

Approved: December 16, 2024

Federal Reserve Bank of Boston

Filer	Filing Type	Filing Proposal	End of Comment Per	iod
ECSB Financial Corporation	* 3A1	Application by ECSB Financial Corporation to become a bank holding company by acquiring 100 percent of the voting shares of Eastern Connecticut Savings Bank, both of Norwich, Connecticut, pursuant to sections 3(a)(1) of the Bank Holding Company Act of 1956, as amended.	Newspaper: Federal Register:	01/20/2025 01/27/2025
WINCHESTER SAVINGS BANK	* 3A1	Application by Winchester Bancorp, MHC to become a bank holding company by acquiring at least 50.1% of the common stock of Winchester Bancorp, Inc., a mid-tier holding company, through a mutual holding company reorganization and minority stock issuance, and thereby indirectly acquiring Winchester Savings Bank, all of Winchester, Massachusetts, pursuant to section 3(a)(1) of the BHC Act.		Not available 01/21/2025

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Boston

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
447100	CORNERSTONE BK, SPENCER, MASSACHUSETTS	07/06/2024	03/04/2024	S	Int Small Bank
1008674	READING CO-OP BK, READING, MASSACHUSETTS	02/11/2024	07/31/2023	S	Int Small Bank

Institution	Location	Quarter
NONE		

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of New York

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NONE	•		

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Federal Reserve Bank of New York

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3664588	FIELDPOINT PRIV B&TC, GREENWICH, CONNECTICUT	08/18/2024	01/16/2024	NI	Int Small Bank
722816	SOLVAY BK, SOLVAY, NEW YOR	K 02/04/2024	06/26/2023	S	Int Small Bank

Institution	Location	Quarter
NONE		

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Federal Reserve Bank of Philadelphia

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NONE			

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Federal Reserve Bank of Philadelphia

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3603961	VICTORY BK, LIMERICK, PENNSYLVANIA	06/14/2024	07/10/2023	S	Int Small Bank

Institution	Location	Quarter
NONE		

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Federal Reserve Bank of Cleveland

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE	•		

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Federal Reserve Bank of Cleveland

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853112	HEARTLAND BK, WHITEHALL, OHIO	12/17/2023	04/11/2022	0	Int Small Bank

Institution	Location	Quarter
NONE		

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Federal Reserve Bank of Richmond

Filer	Filing Type	Filing Proposal	End of Comment Peri	iod
CLEAR MOUNTAIN BANK, INC.	* Branch (Domestic) Premises	Clear Mountain Bank, Inc., Bruceton Mills, West Virginia, to establish a branch to be located at 241 Middletown Loop, White Hall, West Virginia, and to increase investment in bank premises.	Newspaper: Federal Register:	12/30/2024 Not applicable

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Federal Reserve Bank of Richmond

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RSSD ID	Institution/Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
3567269	SELECT BK, FOREST, VIRGINIA	06/01/2024	04/17/2023	S	Int Small Bank

Institution	Location	Quarter
NONE		

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Federal Reserve Bank of Atlanta

Filer	Filing Type	Filing Proposal	End of Comment Peri	od
AMERICAN BANCORP, INC.	Change in Bank Control	Dominik Mjartan and Georgia Miller Mjartan, both of Columbia, South Carolina, a group acting in concert, to acquire voting shares of American Bancorp, Inc., and thereby indirectly acquire voting shares of American Pride Bank, both of Macon, Georgia.	Newspaper: Federal Register:	Not available 01/13/2025
REGIONS BANK	* Branch (Domestic)	Regions Bank, Birmingham, Alabama, to establish the following branch: Charleston Meeting Street Main Branch, 285 Meeting Street, Charleston, SC 29401.	Newspaper: Federal Register:	01/02/2025 Not applicable
RICHTON BANK & TRUST COMPANY	Membership	Richton Bank and Trust Company, Richton, Mississippi to become a Member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable

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Federal Reserve Bank of Atlanta

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353238	CENTRAL ST BK, CALERA, ALABAMA	03/07/2024	09/25/2023	S	Int Small Bank
956938	PRIORITYONE BK, MAGEE, MISSISSIPPI	04/27/2024	10/30/2023	S	Int Small Bank

Institution	Location	Quarter
NONE		

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Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Comment Peri	od
AGCOM HOLDINGS, INC.	Change in Bank Control	Notice by Bradley C. Hanson, Sioux Falls, SD, to acquire voting shares of AgCom Holdings, Inc., Maxwell, Iowa and thereby indirectly acquire control of Maxwell State Bank, Maxwell, Iowa.	Newspaper: Federal Register:	Not available 10/09/2024
CHOICEONE BANK		ChoiceOne Bank, Sparta, Michigan to merge with The State Bank, Fenton, Michigan, pursuant to section 18c of the Federal Deposit Insurance Act. As a result of the merger, ChoiceOne Bank will establish branches located at: 175 N. Leroy Street, Fenton, Michigan; 8412 Main Street, Birch Run, Michigan; 134 N. First Street, Brighton, Michigan; 12771 Brady Road, Chesaning, Michigan; 31000 Northwestern Highway Suite 150, Farmington Hills, Michigan; 615 S. Saginaw Street, Flint, Michigan; 1401 E. Hill Road, Grand Blanc, Michigan; 7606 S. Saginaw Street, Grand Blanc, Michigan; 12005 Michigan Avenue, Grass Lake, Michigan; 4043 Grange Hall Road, Holly, Michigan; 107 Main Street, Linden, Michigan; 200 W. State Street, Montrose, Michigan; 201 N. Main Street, Munith, Michigan; 9380 Genesee Street, New Lothrop, Michigan; 218 S. Washington Avenue, Saginaw, Michigan; 15095 Silver Parkway, Fenton, Michigan; 207 S. Saginaw Street, St. Charles, Michigan; 7590 Gratiot Road, Saginaw, Michigan; and 18005 Silver Parkway, Fenton, Michigan, pursuant to section 9 of the Federal Reserve Act.	,	Not available Not applicable

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Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Comment Peri	iod
COMMUNITY FINANCIAL CORP.	Change in Bank Control	Steven A. Brady, Edgewood, Iowa, individually to become the largest shareholder; Madonna J. Brady, Edgewood, Iowa; Benjamin A. Brady, Laurel, Maryland; Lucas S. Brady, Edgewood, Iowa; and Jonathan J. Brady, Shawnee, Kansas City, to form the Brady Family Control Group, a group acting in concert, to acquire voting shares of Community Financial Corporation, Edgewood, Iowa and thereby indirectly acquire voting shares of Community Savings Bank, Edgewood, Iowa.	Newspaper: Federal Register:	12/30/2024 12/30/2024
MARATHON MHC	* Second Step Conversion	Marathon MHC, Wausau, Wisconsin, a mutual savings and loan holding company that indirectly controls Marathon Bank, Wausau, Wisconsin, to convert to stock form. As part of the conversion, Marathon MHC will merge with and into Marathon Bancorp, Inc., Wausau, Wisconsin, an existing mid-tier stock savings and loan holding company, with Marathon Bancorp, Inc. as the surviving entity.	Federal Register:	Not available Not available
UNITED IOWA BANCSHARES, INC.	Change in Bank Control	Robert M. Kahn and Kristin Kahn, both of Newton, Iowa; Michael S. Albright and Mollie Albright, both of Sioux City, Iowa; and Megan Kahn, Basalt, Colorado to join the Kahn Family Control Group, a group acting in concert, to retain voting shares of United Iowa Bancshares Inc. and thereby retain voting shares of FNNB Bank.		01/13/2025 01/13/2025

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Federal Reserve Bank of Chicago

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930442	BANK OF PONTIAC, PONTIAC, ILLINOIS	10/25/2024	07/15/2024	S	Int Small Bank
711548	CHELSEA ST BK, CHELSEA, MICHIGAN	06/10/2024	02/26/2024	S	Int Small Bank
502746	COMMUNITY ST BK, AVILLA, INDIANA	06/15/2024	03/04/2024	S	Int Small Bank
643340	EASTERN MI BK, CROSWELL, MICHIGAN	01/20/2024	07/17/2023	S	Int Small Bank
3804535	GUARANTY BK, SPRINGFIELD, MISSOLIRI	03/31/2024	05/01/2023	S	Int Small Bank

Institution		Location		Quarter
NONE				
433943	WASHINGTON ST BK, WASHINGTON, IOWA	05/05/2024 01/22	72024 3	IIII SIIIali Dalik

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of St. Louis

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE	•		

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Federal Reserve Bank of St. Louis

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466754	BANK OF FAYETTE CTY, PIPERTON, TENNESSEE	11/02/2024	07/22/2024	S	Int Small Bank
541857	CARROLL B&T, HUNTINGDON, TENNESSEE	09/27/2024	06/03/2024	S	Int Small Bank
856748	CITIZENS BK, BATESVILLE, ARKANSAS	03/30/2024	05/15/2023	S	Int Small Bank
3804535	GUARANTY BK, SPRINGFIELD, MISSOURI	03/31/2024	05/01/2023	S	Int Small Bank
185859	LINDELL B&TC, SAINT LOUIS, MISSOURI	12/18/2023	09/05/2023	S	Int Small Bank

Institution	Location	Quarter
NONE		

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Federal Reserve Bank of Minneapolis

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

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Federal Reserve Bank of Minneapolis

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613156	FIRST MT BK, MISSOULA, MONTANA	06/23/2024	09/11/2023	S	Int Small Bank
823656	FIRST ST BK SOUTHWEST, PIPESTONE, MINNESOTA	03/18/2024	08/14/2023	0	Int Small Bank
685676	OPPORTUNITY BK OF MT, HELENA, MONTANA	04/29/2024	10/24/2022	0	Int Small Bank

Institution	Location	Quarter
NONE		

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Federal Reserve Bank of Kansas City

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE	•		

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Federal Reserve Bank of Kansas City

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463650	ADAMS B&TC, OGALLALA, NEBRASKA	11/07/2024	08/05/2024	S	Int Small Bank
311050	AMERICAN HERITAGE BK, SAPULPA, OKLAHOMA	04/07/2024	08/14/2023	S	Int Small Bank
862057	BANK OF CMRC, CHANUTE, KANSAS	07/04/2024	04/15/2024	S	Int Small Bank
482053	CITIZENS ST BK, WISNER, NEBRASKA	04/29/2024	02/12/2024	S	Int Small Bank
76854	GRAND BK, TULSA, OKLAHOMA	09/02/2024	06/10/2024	S	Int Small Bank

Institution	Location	Quarter
NONE		

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Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal	End of Comment Per	iod
F & M BANCSHARES, INC.	* 3A5	F&M Bancshares, Inc., De Leon, Texas to acquire Newcastle Bancshares, Inc, and thereby indirectly acquire Farmers State Bank of Newcastle, both of Newcastle, Texas.	Newspaper: Federal Register:	Not available Not available
LevelField Financial, Inc.	* 3A1	LevelField Financial, Inc., Houston, Texas to become a bank holding company by acquiring Burling Bank, Chicago, Illinois	Newspaper: Federal Register:	01/15/2025 Not available

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Federal Reserve Bank of Dallas

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3630323	THIRD COAST BK SSB, HUMBLE, TEXAS	08/14/2022	04/25/2022	S	Int Small Bank
645465	VISTA BK, DALLAS, TEXAS	07/29/2024	04/01/2024	0	Int Small Bank

Institution	Location	Quarter
NONE		

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Federal Reserve Bank of San Francisco

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

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Federal Reserve Bank of San Francisco

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
3487947	UNIBANK, LYNNWOOD, WASHINGTON	07/05/2024	07/31/2023	S	Int Small Bank

Quarter

^{*} Subject to the provisions of the Community Reinvestment Act