

Board Actions

None

Actions Under Delegated Authority

Bank Holding Companies

Atlanta

First Commerce Bancorp, Inc., Lewisburg, Tennessee—to acquire Peoples Bank of Middle Tennessee, Shelbyville, Tennessee.

Approved: January 3, 2025

Dallas

Jane Austin Chapman Management Company, L.C., Frankston, Texas—to become a bank holding company by acquiring voting shares of (1) Austin Bancorp, Inc., and thereby indirectly acquiring voting shares of Austin Bank, Texas National Association, both of Jacksonville, Texas; (2) Athens, TX Bancshares, Inc., and thereby indirectly acquiring voting shares of First State Bank, both of Athens, Texas; and (3) Capital Bancorp, Inc., Jacinto City, Texas, and thereby indirectly acquiring voting shares of Capital Bank, Houston, Texas.*

Approved: December 27, 2024

*Addition

Woodforest Financial Group Employee Stock Ownership Plan (with 401(k) provisions) (amended and restated eff. 01-01-21) and Woodforest Financial Group Employee Stock Ownership Trust, both of The Woodlands, Texas—to acquire voting shares of Woodforest Financial Group, Inc., and thereby indirectly acquire Woodforest National Bank, both of The Woodlands, Texas.

Approved: December 31, 2024

Banks, State Member

Chicago

Busey Bank, Champaign, Illinois—to make a public welfare investment.

Approved: January 3, 2025

St. Louis

Farmers Bank & Trust Company, Magnolia, Arkansas—to acquire control of a financial subsidiary, Title Guaranty of Columbia County, Inc., Magnolia, Arkansas, pursuant to section 208.76(a)(1) of Regulation H.*

Approved: December 26, 2024

*Addition

Change in Bank Control

Atlanta

First Forest Corporation, Forest, Mississippi—Oliver Beaman Triplett IV, George Beaman Triplett, Olivia Triplett Harrell, and the Bank of Forest Employee Stock Ownership Trust, a group acting in concert, all of Forest, Mississippi, to retain voting shares of First Forest Corporation and thereby indirectly retain voting shares of Bank of Forest, Forest, Mississippi.

Permitted: December 31, 2024

Dallas

Vista Bancshares, Inc., Dallas, Texas—the Kathryn McLaughlin Irrevocable Asset Trust FBO Patricia M. Thomas, Patricia M. Thomas, Patricia M. Thomas, Anne A. Thomas and three minor children, all of Granbury, Texas; Justin L. Thomas, Kimberly D. Thomas and three minor children, all of Lipan, Texas; the Kathryn McLaughlin Irrevocable Asset Trust FBO Karyn M. Frist, Karyn M. Frist as trustee, Karyn M. Frist, William H. Frist, Jr., and Bryan E. Frist, all of Nashville, Tennessee; and Jonathan M. Frist, Washington, D.C., to be collectively known as the Thomas-Frist Family Group, a group acting in concert, and thereby retain voting shares of Vista Bancshares, Inc., and indirectly retain voting shares of Vista Bank, Dallas, Texas.

Permitted: January 3, 2025

Kansas City

Rawlins Bankshares, Inc., Rawlins, Wyoming—the Dwight H. France Revocable Trust and Candace France, in her capacity as successor trustee, both of Encampment, Wyoming, to retain voting shares of Rawlins Bankshares, Inc. (the company), and thereby indirectly retain voting shares of Bank of Commerce, Rawlins, Wyoming (the bank). In addition, the Candace C. France Revocable Trust and Candace France as trustee, both of Encampment, Wyoming, to acquire voting shares of the company and thereby indirectly acquire voting shares of the bank; and to become members of the France Family Group. Additionally, Natalie France, Nampa, Idaho, Tara France, Katelyn France, and Karsyn France, all of Rawlins, Wyoming; to become members of the France Family Group, a group acting in concert, to retain shares of the company and thereby indirectly retain voting shares of the bank.

Permitted: January 2, 2025

Savings and Loan Holding Companies

Philadelphia

Lake Shore Bancorp Inc., Dunkirk, New York—to conduct a minority stock issuance.*

Approved: December 23, 2024

*Addition

Supervision and Regulation

Director, S&R, and Director, Financial Stability

Stress Tests—notification to firms required to assume a large counterparty default in their 2025 companyrun stress tests.*

Approved: December 20, 2024

*Addition

Federal Reserve Bank of Boston

| Filer | Filing Type | Filing Proposal | End of Comment Per | iod |
|----------------------------|-------------|---|---------------------------|-----------------------------|
| 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

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|-------|-------------|-----------------|-----------------------|
| 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 | | |

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

Federal Reserve Bank of Cleveland

| Filer | Filing Type | Filing Proposal | End of Comment Peri | od |
|--------------------------|---------------------|--|---------------------------------|------------------------------|
| TWIN VALLEY BANK, THE | * Branch (Domestic) | The Twin Valley Bank, West Alexandria, Ohio, submitted an application to establish a branch office at 38 N. Broadway St., Farmerville, OH 45325. | Newspaper: Federal Register: | 01/10/2025 Not applicable |

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Federal Reserve Bank of Cleveland

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|---------|----------------------|-----------|-----------------|------------|-------------|
| NONE | | | | | |
| | | | | | |

| Institution | Location | Quarter |
|-------------|----------|---------|
| NONE | | |

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

Federal Reserve Bank of Richmond

| Filer | Filing Type | Filing Proposal | End of Comment Peri | od |
|-----------------------|-------------|--|---------------------------------|-------------------------------|
| PUTNAM COUNTY BANK | Premises | Putnam County Bank, Hurricane, West Virginia, to increase its investment in bank premises. | Newspaper: Federal Register: | Not applicable Not applicable |

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Federal Reserve Bank of Richmond

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|---------|-----------------------------|------------|-----------------|------------|----------------|
| 3567269 | SELECT BK, FOREST, VIRGINIA | 06/01/2024 | 04/17/2023 | S | Int Small Bank |

| Institution | Location | Quarter |
|-------------|----------|---------|
| NONE | | |

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

Federal Reserve Bank of Atlanta

| Filer | Filing Type | Filing Proposal | End of Comment Per | iod |
|----------------------|---------------------------|--|---------------------------------|-----------------------------|
| FBDC FINANCIAL CORP. | Change in Bank Control | Linda M. Young and Nathaniel J. Pierson, both of Fort Payne, Alabama, and Chris Y. Pierson, Valley Head, Alabama; to join the Young Family Control Group, a group acting in concert, to retain voting shares of FBDC Financial Corp., and thereby indirectly retain voting shares of First Fidelity Bank, both of Fort Payne, Alabama. | Newspaper: Federal Register: | 01/29/2025 Not available |

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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 | iod |
|-------------------------|---------------------------|--|---------------------------------|------------------------------|
| 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 |

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

Federal Reserve Bank of Chicago

| Filer | Filing Type | Filing Proposal | End of Comment Per | iod |
|-------------------------------|-------------|--|---------------------------------|--------------------------|
| UIR Acceptance Corporation | * 3A1 | UIR Acceptance Corporation, Lemont, Illinois to become a bank holding company by acquiring Easton Bancshares, Inc. Easton, Illinois and thereby indirectly acquiring Community Bank of Easton, Easton, Illinois. | Newspaper: Federal Register: | 02/01/2025 02/13/2025 |

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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 | | | |

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

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 |
| 266945 | MONTICELLO BKG CO, MONTICELLO KENTLICKY | 01/27/2024 | 09/05/2023 | S | Int Small Bank |

| Institution | Location | Quarter |
|-------------|----------|---------|
| NONE | | |

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

Federal Reserve Bank of Minneapolis

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|-------|-------------|-----------------|-----------------------|
| NONE | | | |

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

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 | | |

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

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 |
| 386450 | FIVE POINTS BK, HASTINGS, NFBRASKA | 10/14/2024 | 07/29/2024 | S | Int Small Bank |

| Institution | | Location | 1 | | Quarter |
|-------------|-------------------------------|-------------|-------------------------|----------|---------------|
| NONE | | | | | |
| ອວວອວອ | SECURITY STER, BASIN, WYOMING | U11Z 11ZUZ4 | U 4 /29/2024 | <u> </u> | пп этпап рапк |

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

Federal Reserve Bank of Dallas

| Filer | Filing Type | Filing Proposal | End of Comment Per | iod |
|--------------------------------|---------------------------|---|---------------------------------|-----------------------------|
| BASTROP BANCSHARES, INC. | Change in Bank Control | Stephen J Lee, Bastrop, Texas, individually, and as trustee of the Bastrop Bancshares, Inc. Employee Stock Ownership Plan (With 401(k) Provisions) (Amended Effective November 12, 2024), Bastrop, Texas, a group acting in concert to retain voting shares of Bastrop Bancshares, Inc., and thereby indirectly retain voting shares of First National Bank of Bastrop, both of Bastrop, Texas. | | Not available 01/21/2025 |
| 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: | 01/11/2025 01/21/2025 |

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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 | | |

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

Federal Reserve Bank of San Francisco

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|-------|-------------|-----------------|-----------------------|
| NONE | | | |

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Federal Reserve Bank of San Francisco

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

| Institution | Location | Quarter |
|-------------|----------|---------|
| NONE | | |

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