
Federal Reserve Release



H.2

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

No. 26

Week Ending June 26, 1999

Bank Holding Companies

First Union Corporation, Charlotte, North Carolina -- proposal to provide capital to mutual funds it advises.

- Approved, June 24, 1999

Fleet Financial Group, Inc., Boston, Massachusetts, and BankBoston Corporation -- public meeting to be held on Wednesday, July 7, 1999, at 9:00 a.m. EDT, at the Federal Reserve Bank of Boston, 600 Atlantic Avenue, Boston.

- Approved, June 21, 1999

Unidanmark A/S, Copenhagen, Denmark, and Unibank A/S -- request for a temporary exemption under section 4(c)(9) of the Bank Holding Company Act to engage indirectly in certain insurance activities in the United States.

- Approved, June 23, 1999

Regulations And Policies

Commodity Futures Trading Commission -- letter to the CFTC concerning its report on its exercise of margin authority.

- Approved, June 21, 1999

Reserve Bank Operations

Reserve Bank Budgets -- objective for 2000.

- Approved, June 23, 1999

Enforcement

Banco Popular de Puerto Rico, San Juan, Puerto Rico -- issuance of order of assessment of civil money penalty.

- Announced, June 21, 1999

Bankers Trust Company, New York, New York -- public administrative hearing to commence on June 29, 1999, in connection with an enforcement action against Guillaume Henri Fonkenell.

- Announced, June 23, 1999

BS&R	Banking Supervision and Regulation	RBOPS	Reserve Bank Operations and Payment
C&CA	Consumer and Community Affairs	IF	International Finance
FOMC	Federal Open Market Committee	OSDM	Office of Staff Director for Management

Bank Branches, Domestic

Secretary

AmSouth Bank of Birmingham, Birmingham, Alabama -- to establish a branch at 41 Hughes Road, Madison.
- Approved, June 21, 1999

Atlanta

AuburnBank, Auburn, Alabama -- to establish a branch at 409 Main Street, Hurtsboro.
- Approved, June 23, 1999

Philadelphia

East Penn Bank, Emmaus, Pennsylvania -- to establish a branch at 861 North Route 100, Fogelsville, Upper Macungie Township, Lehigh County.
- Approved, June 21, 1999

St. Louis

The Missouri Bank, Warrenton, Missouri -- to establish a branch at 1145 West Pearce Boulevard, Wentzville.
- Approved, June 18, 1999 (AC)

Atlanta

Pointe Bank, Boca Raton, Florida -- to establish a branch at 5112 North Ocean Boulevard, Ocean Ridge.
- Approved, June 23, 1999

Bank Holding Companies

San Francisco

Bank of Lake County, Lakeport, California -- payment of a dividend.
- Approved, June 25, 1999

Minneapolis

Commercial Bancshares, Inc., Minnetonka, Minnesota -- to acquire First Commercial Bank, Bloomington, a de novo bank.
- Approved, June 21, 1999

Bank Holding Companies

Director, BS&R

Eagle Bancorp, Bethesda, Maryland, and EagleBank -- request for relief from a commitment.

- Granted, June 25, 1999

Cleveland

Fifth Third Bancorp, Cincinnati, Ohio -- to acquire Vanguard Financial Corporation.

- Approved, June 23, 1999

Kansas City

First State Bancorp, Inc., Randolph, Nebraska -- to become a bank holding company through the acquisition of First State Bank.

- Approved, June 23, 1999

Dallas

First State Bank of Texas, Denton, Texas -- to acquire Duncanville National Bank, Duncanville.

- Approved, June 24, 1999

Kansas City

J.R. Montgomery Bancorporation, Lawton, Oklahoma. -- to acquire additional shares of Fort Sill National Bank, Fort Sill.

- Approved, June 25, 1999

Chicago

Mahaska Investment Company, Oskaloosa, Iowa -- to acquire Midwest Bancshares, Inc., Burlington, and thereby indirectly acquire Midwest Federal Savings & Loan Association.

- Withdrawn, June 17, 1999 (AC)

St. Louis

National Commerce Bancorporation, Memphis, Tennessee -- to acquire First Financial Corporation, Mount Juliet.

- Withdrawn, June 21, 1999

Bank Holding Companies

Secretary

Pacific Community Banking Group, Laguna Hills, California -- to become a bank holding company through the acquisition of Bank of Hemet, Riverside, and Valley Bank, Moreno Valley.

- Approved, June 25, 1999

St. Louis

South Central Bancshares of River City, Inc., Owensboro, Kentucky -- to become a bank holding company through the acquisition of South Central Bank of Daviess County, Inc.

- Withdrawn, June 25, 1999

Dallas

Texas Financial Bancorporation, Minneapolis, Minnesota, and Delaware Financial, Inc., Wilmington, Delaware -- to acquire Duncanville Bancshares, Inc., Duncanville, Texas, and Duncanville National Bank.

- Approved, June 24, 1999

San Francisco

Wells Fargo & Company, San Francisco, California, and Norwest Mortgage, Inc., Des Moines, Iowa, and Norwest Ventures, LLC -- to establish a joint venture with RAS Financial Company, to be known as RWF Mortgage Company and located in Riverside, California, and thereby engage in residential mortgage lending.

- Approved, June 11, 1999 (AC)

San Francisco

Wells Fargo & Company, San Francisco, California, and Norwest Mortgage, Inc., Des Moines, Iowa, and Norwest Ventures, LLC -- to engage through a joint venture, South County Mortgage, Mission Viejo, California, in residential mortgage lending.

- Approved, June 14, 1999 (AC)

Banks, Nonmember, And Miscellaneous Institutions

Director, BS&R

Marine Trust and Investment Company, Bolingbrook, Illinois -- transfer agent registration.

- Approved, June 21, 1999

Banks, Nonmember, And Miscellaneous Institutions

San Francisco

Tenet Healthcare Corporation, Santa Barbara, California -- deregistration under Regulation U.
- Approved, June 25, 1999

Richmond

U.S. Foodservices Inc., Columbia, Maryland -- deregistration under Regulation U.
- Approved, June 23, 1999

Capital Stock

Chicago

Tama State Bank, Tama, Iowa -- to reduce capital stock.
- Approved, June 24, 1999

Change In Bank Control

St. Louis

Allendale Bancorp, Inc., Allendale, Illinois -- change in bank control.
- Withdrawn, June 24, 1999

Dallas

Caldwell Holding Company, Columbia, Louisiana -- change in bank control.
- Permitted, June 25, 1999

Atlanta

Chatuge Bank Shares, Inc., Hiawassee, Georgia -- change in bank control.
- Permitted, June 24, 1999

St. Louis

First Nokomis Bancorp, Inc., Nokomis, Illinois -- change in bank control.
- Permitted, June 21, 1999

St. Louis

Raymond Bancorp, Inc., Raymond, Illinois -- change in bank control.
- Permitted, June 21, 1999

Competitive Factors Reports

Chicago

Brenton Bank, Des Moines, Iowa -- to acquire certain assets and assume certain liabilities of the Pella and Knoxville, Iowa, branch offices of US Bank, N.A., Minneapolis, Minnesota.

- Submitted, June 24, 1999

Boston

Cargill Bank, Putnam, Connecticut -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of two branch offices of New London Trust, FSB, New London, New Hampshire.

- Submitted, June 21, 1999

Dallas

Commerce National Bank, Austin, Texas -- report on competitive factors of the proposed acquisition of a branch of Lubbock National Bank, Lubbock.

- Submitted, June 25, 1999

San Francisco

Farm Bureau Bank, FSB, Sparks, Nevada -- report on competitive factors of the proposed assumption of certain assets of the Laredo, Texas, branch office of International Bank of Commerce, Laredo.

- Submitted, June 21, 1999

St. Louis

First Bank, Lexington, Tennessee -- report on competitive factors of the proposed merger with First State Bank, Linden.

- Submitted, June 17, 1999 (AC)

Atlanta

First Community Bank of Vidalia, Vidalia, Georgia -- report on competitive factors of the proposed merger with First Liberty Bank, Macon.

- Submitted, June 23, 1999

San Francisco

First Mutual Savings Bank, Bellevue, Washington -- report on competitive factors of the proposed merger with First Interim Bank.

- Submitted, June 22, 1999

Competitive Factors Reports

Dallas

The First National Bank of Hughes Springs, Hughes Springs, Texas -- report on competitive factors of the proposed merger with First National Bank of Jefferson, Jefferson.

- Submitted, June 25, 1999

Boston

Florence Savings Bank, Florence, Massachusetts -- report on competitive factors of the proposed merger with Bank of Easthampton, A Co-operative Bank, Easthampton.

- Submitted, June 23, 1999

Atlanta

The Hemisphere National Bank, Miami, Florida -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of PanAmerican Bank.

- Submitted, June 23, 1999

New York

Hudson United Bank, Union City, New Jersey -- report on competitive factors of proposed acquisition of certain assets and assumption of certain liabilities of Advest Bank and Trust Company, Hartford, Connecticut.

- Submitted, June 22, 1999

Philadelphia

Keystone Financial Bank, NA, Harrisburg, Pennsylvania -- report on competitive factors of the proposed merger with Financial Trust Services Company, Carlisle, and Key Trust Company, Horsham.

- Submitted, June 22, 1999

Boston

Lake Sunapee Bank, Newport, New Hampshire -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of three branch offices of New London Trust, FSB, New London.

- Submitted, June 24, 1999

Competitive Factors Reports

Boston

Mascoma Savings Bank, Lebanon, New Hampshire -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of two branch offices of New London Trust, FSB, New London.

- Submitted, June 21, 1999

Boston

New London Trust, FSB, New London, New Hampshire -- report on competitive factors of the proposed merger with New Bank.

- Submitted, June 21, 1999

Boston

South Shore Co-operative Bank, Weymouth, Massachusetts -- report on competitive factors of the proposed merger with East Bridgewater Co-operative Bank, East Bridgewater.

- Submitted, June 23, 1999

Philadelphia

Sun National Bank, Vineland, New Jersey -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of fourteen branches in New Jersey of First Union National Bank, Charlotte, North Carolina.

- Submitted, June 23, 1999

Extensions Of Time

Dallas

Bryan Family Management Trust, Bryan, Texas, and Bryan Heritage Limited Partnership -- extension to September 10, 1999, to acquire The First National Bank of Bryan.

- Granted, June 22, 1999

Chicago

Citizens Financial Corporation, Chicago, Illinois -- extension to August 27, 1999, to become a bank holding company through the acquisition of Citizens Bank & Trust Company of Chicago.

- Granted, June 22, 1999

Extensions Of Time

Cleveland

F.N.B. Corporation, Hermitage, Pennsylvania -- extension to September 25, 1999, to acquire an interest in Sun Bancorp, Inc., Selinsgrove.
- Granted, June 25, 1999

Dallas

Keene Bancorp, Inc., 401(k) Employee Stock Ownership Plan & Trust, Keene, Texas -- extension to September 15, 1999, to acquire Keene Bancorp, Inc., and First State Bank.
- Granted, June 22, 1999

Dallas

Overton Financial Corporation, Overton, Texas, and Overton Delaware Corporation, Dover, Delaware -- extension to October 23, 1999, to acquire Longview Financial Corporation, Longview, Texas; Longview Delaware Corporation, Dover; First State Bank, Van, Texas; and Longview Bank & Trust Company, Longview.
- Granted, June 25, 1999

San Francisco

Valley Independent Bank, El Centro, California -- extension to August 7, 1999, to establish branches at 333 City Boulevard West, Orange, and at 6120 Paseo Del Norte, Carlsbad.
- Approved, June 24, 1999

Membership

Minneapolis

First Commercial Bank, Bloomington, Minnesota -- membership in the Federal Reserve System.
- Approved, June 21, 1999

Dallas

Lone Star Bank, N.A., Houston, Texas -- membership in the Federal Reserve System.
- Approved, June 22, 1999

Membership

Cleveland

North Side Bank and Trust Company, Cincinnati, Ohio -- membership in the Federal Reserve System.

- Approved, June 25, 1999

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, June 26, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

Section V – 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.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, June 26, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Moscow Narodny Bank, London, England, to establish a representative office in New York, New York.	Newspaper – N/Avail
18(c)	HSBC Bank USA, Buffalo, New York, to merge into Republic National Bank of New York, New York, New York (“Republic Bank”), and to establish branches, upon Republic Bank’s conversion from a national to a state-chartered bank. It will then change its name to HSBC Bank USA (“New HSBC Bank”).*	Newspaper – 07/19/1999
9	New HSBC Bank USA, Buffalo, New York, to establish a branch in the location of HSBC Bank USA’s non-U.S. branch in Nassau, Bahamas.*	Newspaper – 07/19/1999

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Maham Beteiligungsgesellschaft AG, Zurich, Switzerland, to acquire 25 percent of the shares of Habib American Bank, New York, New York.*	Newspaper – 07/13/1999 Fed Reg – N/Avail
3(a)(3)	HSBC Holdings plc, London, England, HSBC Finance Netherlands, London, England, HSBC Holding BV, Amsterdam, Netherlands, and a to-be-formed U.S. intermediate holding company (“USHoldCo”), to acquire all the voting shares of Republic New York Corporation, New York, New York (“RNYC”), and RNYC’s wholly-owned subsidiary banks, Republic National Bank of New York, New York, New York (“Republic Bank”) and Republic Bank of California, N.A., Beverly Hills, California.*	Newspaper – 07/19/1999 Fed Reg – N/Avail
3(a)(1)	USHoldCo, to become a bank holding company with respect to Republic Bank.*	Newspaper – 07/19/1999 Fed Reg – N/Avail

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	HSBC Americas, Inc., Buffalo, New York, to merge into RNYC, with RNYC as the surviving bank holding company that will acquire indirect control of HSBC Bank USA, Buffalo, New York.*	Newspaper – 07/19/1999 Fed Reg – N/Avail
3(a)(1)	Rome, M.H.C. and Rome Bancorp, Inc., both of Rome, New York, to become bank holding companies with respect to The Rome Savings Bank, Rome, New York.*	Newspaper – N/Avail Fed Reg – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Westdeutsche Landesbank Girozentrale, Dusseldorf, Germany, to acquire, through its wholly-owned subsidiary, Criterion Investment Management, LLC, 100 percent of the assets of the fixed-income investment management division of Nicholas-Applegate Capital Management, Houston, Texas, and thereby engage in financial and investment advisory activities.	Fed Reg – 07/12/1999
4(c)(8)	HSBC Holdings plc, London, England, HSBC Finance Netherlands, London, England, HSBC Holding BV, Amsterdam, Netherlands, and a to-be-formed U.S. holding company, to acquire indirect control of the U.S. nonbanking subsidiaries of Republic New York Corporation, New York, New York, namely: (i) Republic Bank Delaware National Association, Wilmington, Delaware, (ii) Republic New York Securities Corporation, New York, New York, and (iii) Republic Business Credit Corporation, New York, New York, and thereby engage in certain nonbanking activities.	Fed Reg – N/Avail
4(c)(8)	National Westminster Bank Plc, London, England, to engage <i>de novo</i> in underwriting and dealing to a limited extent in all types of debt securities through its subsidiary, Greenwich Capital Markets, Inc., Greenwich, Connecticut.	Fed Reg – N/Avail
4(c)(8)	Credit Lyonnais, Paris, France, to engage <i>de novo</i> , through its subsidiary, Credit Lyonnais/PK Airfinance, in asset management, financial and investment advisory, and data processing activities.	Fed Reg – 07/09/1999
4(c)(8)	Fuji Bank, Ltd., Tokyo, Japan, to engage in trust company functions through Yasuda Bank and Trust Company (U.S.A.), New York, New York.	Fed Reg – N/Avail

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	HSBC Holdings plc, London, England, HSBC Finance (Netherlands), London, England, and HSBC Holdings BV, Amsterdam, Netherlands, to engage <i>de novo</i> , through HSBC Asset Management Americas, Inc., New York, New York, in providing financial and investment advisory services and agency transactional services and acting as an investment advisor and general partner for certain private investment fund limited partnerships.	Fed Reg – N/Avail

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

Institution

Location

None

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, June 26, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

Section V – 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.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, June 26, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) Branch	Received application on 06/23/1999 from Fifth Third Bank of Lexington, Lexington, KY to purchase assets and assume liabilities of eight branch facilities of Fifth Third Bank, Kentucky, Inc., Louisville, KY and, incident thereto, establish branch offices.*	N/Avail
18(c) Branch	Received application on 06/23/1999 from Fifth Third Bank, Kentucky, Inc., Louisville, KY to acquire through merger Fifth Third Bank of Lexington, Lexington, KY and, incident thereto, establish branch offices.*	N/Avail

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Received notice of change in control on 06/23/1999 from Contantine Chimples filed on behalf of members of the Chimples Family, collectively known as the “Chimples Group”, of their intent to retain up to 13.65 percent of the outstanding voting shares of Commerce Exchange Corporation, Beachwood, OH and to acquire up to 20.00 percent of the outstanding voting shares.*	N/Avail

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
Member	Received application on 06/23/1999 from Fifth Third Bank of Lexington, Lexington, KY to become a member of the Federal Reserve System.
3(a)(1)	Received notice on 06/23/1999 from Somerset Bancorp, Inc., Somerset, KY of its intent to become a bank holding company by acquiring the outstanding voting shares of Somerset National Bank, Somerset, KY.

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, June 26, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	EagleBank, Bethesda, Maryland, to establish a branch at 850 Sligo Avenue, Silver Spring, Maryland.*	Newspaper – 07/30/1999

*Subject to the provisions of the Community Reinvestment Act.

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	BB&T Corporation, Winston-Salem, North Carolina, to acquire Matewan Bancshares, Inc., Williamson, West Virginia.*	Fed Reg – 07/02/1999 Newspaper – 07/12/1999
3(a)(1)	Peoples Bancorp of North Carolina, Inc., Newton, North Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Peoples Bank, Newton, North Carolina.*	Fed Reg – 07/15/1999 Newspaper – 07/10/1999
4(c)(8)	BB&T Corporation, Winston-Salem, North Carolina, to acquire First Liberty Financial Corp., Macon, Georgia.*	Fed Reg – 07/14/1999 Newspaper – N/Avail

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Wachovia Corporation, Winston-Salem, North Carolina, to acquire OFFITBank Holdings, Inc., New York, New York..	Fed Reg – 07/14/1999
4(c)(8)	Independent Community Bankshares, Inc., Middleburg, Virginia, to acquire control of Gilkison & Patterson Investment Advisors, Inc., Alexandria, Virginia.	Fed Reg – 07/14/1999

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
834531	F & M Bank-West Virginia 301 S. Mildred Street Ranson, West Virginia 25438	03/22/199	06/26/1999	S	X	

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, June 26, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Colonial Bank, Montgomery, Alabama, to establish a branch located at 8390 NW 53 rd Street, Miami, Florida.	06/25/1999*
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at 6910 Manchaca, Austin, Texas, to be known as the Manchaca Branch.	07/12/1999*

*Subject to provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	BCB Holding Company, Inc., Theodore, Alabama, to become a bank holding company by acquiring Bay Bank, Theodore, Alabama.	07/11/1999*
3(a)(3)	Georgia Community Bancorp, Inc., Reynolds, Georgia, to acquire Bank of Terrell, Dawson, Georgia.	07/23/1999*
3(a)(3)	Georgia Community Bancorp, Inc., Reynolds, Georgia, to acquire Commercial State Bank, Donalsonville, Georgia.	07/23/1999*

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
WAIVR	Charter Federal Savings and Loan Association, West Point, Georgia, application waiver request for the proposed merger with Citizens BancGroup, Inc., and indirect acquisition of Citizens National Bank, both of Valley, Alabama.

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, June 26, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Bank Iowa National Association Red Oak, Iowa to acquire the Red Oak, Iowa branch of US Bank, N.A., Minneapolis, Minnesota (both a charter conversion to a state member bank and a name change to Bank Iowa are pending)	Newspaper – N/Avail
18(c) & Branches	First American Bank Carpentersville, Illinois First American Bank Joliet, Illinois First American Bank Kankakee, Illinois and branch offices at 1818 West Jefferson Joliet, Illinois 3205 Mall Loop Drive Joliet, Illinois 101 Meadowview Center Kankakee, Illinois 228 Main Street Bourbonnais, Illinois 6200 W. 95 th Street Oak Lawn, Illinois 1290 W. Boughton Bolingbrook, Illinois	Newspaper – 07/20/1999

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Mahaska Investment Company Oskaloosa, Iowa Midwest Bancshares, Inc. Burlington, Iowa Midwest Federal Savings & Loan Association Burlington, Iowa	Fed Reg – 07/09/1999 Newspaper – N/Avail

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Pilot Grove Savings Bank Employee Stock Ownership Plan* Pilot Grove, Iowa Pilot Grove Bancorp, Inc. Pilot Grove, Iowa	Fed Reg – 07/19/1999 Newspaper – N/Avail
3(a)(1)	Security Bancorp, M.H.C.* Monmouth, Illinois Security Savings Bank Monmouth, Illinois	Fed Reg – 07/26/1999 Newspaper – N/Avail
3(a)(3)	Capitol Bancorp, Ltd.* Lansing, Michigan Desert Community Bank (in organization) Las Vegas, Nevada	Fed Reg – 06/11/1999 Newspaper – 06/12/1999
3(a)(3)	Sun Community Bancorp Limited* Phoenix, Arizona Desert Community Bank (in organization) Las Vegas, Nevada	Fed Reg – 06/11/1999 Newspaper – 06/12/1999
3(a)(1)	Nevada Community Bancorp Limited* Las Vegas, Nevada Desert Community Bank (in organization) Las Vegas, Nevada	Fed Reg – 06/11/1999 Newspaper – 06/12/1999
CIC	Freedom Holdings, L.C. West Des Moines, Iowa by David Hill	Fed Reg – 07/14/1999 Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
630948	Bank of Lanawee 135 E. Maumee Street Adrian, Michigan 49221-0486 (517) 265-5144	02/08/1999	06/21/1999	O		X
516042	Harris Bank St. Charles 1 East Main Street St. Charles, Illinois 60174-1981 (630) 377-4100	05/04/1998	06/24/1999	S	X	

Section VI – CRA examinations scheduled for **Quarter of**

Institution

Location

None

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, June 26, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Notice by First Arvest Bank, Siloam Springs, Arkansas (presently named First National Bank), to redesignate its main office from 109 East University, Siloam Springs, Arkansas, to 1645 Highway 412 West, Siloam Springs, Arkansas. A companion membership notice accompanies this notice*	7/6/1999

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Notice by Commonwealth Bancshares, Inc., Shelbyville, Kentucky, to retain 7.52 percent of the voting shares of F.A.S.T. Software, L.L.C., Louisville, Kentucky, thereby indirectly engaging in the activity of providing data processing, computer software, and related consulting services to banks and other financial institutions.	7/15/1999

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
Member	Notice by First Arvest Bank, Siloam Springs, Arkansas (presently known as First National Bank), to become a member of the Federal Reserve System. A companion branch notice accompanies this notice.
Member	Notice by Bank of Little Rock, Little Rock, Arkansas, to become a member of the Federal Reserve System.
SMBOTH	Notice by Lindell Bank and Trust Company, St. Louis, Missouri, to reduce its capital.

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, June 26, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Brian Houkom, to acquire control of Western State Agency, Inc., Devils Lake, North Dakota.	Newspaper - 07/14/1999

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)LLE	Western State Agency, Inc., Devils Lake, North Dakota, to engage in general insurance agency activities in a place with a population not exceeding 5,000 through the acquisition of certain assets of Towner Insurance, Towner, North Dakota.	N/Avail.

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
2144216	Minnesota BANKFIRST Minneapolis, MN	03/29/1999	06/22/1999	S		X

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, June 26, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Rae Valley Financials, Inc., Petersburg, Nebraska, to become a bank holding company through the acquisition of 100 percent of the voting shares of Petersburg State Bank, Petersburg, Nebraska.	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(1)	Griffith Family Financial Holdings, L.L.C., Lindsay, Oklahoma, to become a bank holding company through the acquisition of 79 percent of the voting shares of First Fletcher Bankshares, Fletcher, Oklahoma, and thereby indirectly acquire First National Bank of Fletcher, Fletcher, Oklahoma; and 68 percent of the voting shares of American Holding Company, Lindsay, Oklahoma, and thereby indirectly acquire American Exchange Bank, Lindsay, Oklahoma.	Newspaper – N/Avail Fed Reg – 07/26/1999
3(a)(3)	First Flo Corporation, Florence, Colorado, to acquire 100 percent of the voting shares of FAM Financial, Inc., Macksville, Kansas; and thereby indirectly acquire The Farmers and Merchants State Bank, Macksville, Kansas.	Newspaper – N/Avail Fed Reg – N/Avail
CIC	Barton J. and Terri R. Gotch, both of South Sioux City, Nebraska, to acquire voting shares of Siouxland National Corporation, South Sioux City, Nebraska; and thereby indirectly acquire Siouxland National Bank, South Sioux City, Nebraska.	Newspaper – 07/15/1999 Fed Reg – 07/14/1999

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
Member	Union National Bank of Chandler, Chandler, Oklahoma, to retain membership in the Federal Reserve Bank following conversion to a state chartered bank.

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
1386251	BancFirst Oklahoma City, Oklahoma	02/01/1999	06/23/1999	S	X	

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, June 26, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Texas State Bank, McAllen, TX, to merge with Harlingen National Bank, Harlingen, TX, and establish six branch offices*	07/23/1999
Branch	Texas State Bank, McAllen, TX, to establish branch offices at 115 East Vank Buren Street, Harlingen, TX, 78550, 2302 South 77 Sunshine Strip, Harlingen, TX, 78551, 1902 West Tyler Street, Harlingen, TX, 78550, 1200 North Stuart Place Road, Harlingen, TX, 78552, 100 North Main Street, La Feria, TX, 78559, and 201 Starr Street, Mercedes, TX, 78570*	07/23/1999

*Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Mr. Robert Cary McNair, Houston, TX, only notificant, to acquire an interest in Southwest Bancorporation, Inc., Houston, TX	Fed Reg – 07/12/1999 Newspaper – 07/15/1999
3(a)(1)	La Plata Bancshares, Inc., Hereford, TX, to acquire La Plata Delaware Bancshares, Inc., Dover, DE, and The First National Bank of Hereford, Hereford, TX (de novo)* (previously reported the week ending June 19, 1999)	Fed Reg – 07/12/1999 Newspaper – 07/06/1999
3(a)(1)	La Plata Delaware Bancshares, Inc., Dover, DE, to acquire The First National Bank of Hereford, Hereford, TX (de novo)* (previously reported the week ending June 19, 1999)	Fed Reg – 07/12/1999 Newspaper – 07/06/1999
3(a)(3)	Haleco Bancshares, Inc., Plainview, TX, to acquire La Plata Bancshares, Inc., Hereford, TX, and La Plata Delaware Bancshares, Inc., Dover, DE, and The First National Bank of Hereford, Hereford, TX (de novo)* (previously reported the week ending June 19, 1999)	Fed Reg – 07/12/1999 Newspaper – 07/06/1999

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	Texas Regional Bancshares, Inc., McAllen, TX, and Texas Regional Delaware, Inc., Wilmington, DE, to acquire Harlingen Bancshares, Inc., Harlingen, TX, HN Bancshares of Delaware, Inc., Harlingen, TX, and Harlingen National Bank, Harlingen, TX*	Fed Reg – N/Avail Newspaper – 07/23/1999

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – 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.

Section V – Availability of CRA public evaluations

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>

None

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
--------------------	-----------------

None

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, June 26, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Dai-Ichi Kangyo Bank, Limited, Tokyo, Japan, to indirectly acquire Yasuda Bank and Trust Company (USA), New York, New York.	Fed Reg – 07/09/1999

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
Member	Bay Area Bank, Redwood City, California, to become a member of the Federal Reserve System.
Waiver	City National Corporation, Beverly Hills, California, requests a waiver of any Bank Holding Company Act application requirement in connection with the proposed merger of City National Bank, Beverly Hills, California, with American Pacific State Bank, Sherman Oaks, California.

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
866279	Bank of Ephraim 2 N. Main Street P.O. Box 705 Ephraim, Utah 84627-0705 (435) 283-4621	03/15/1999	06/25/1999	S		X

The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	