

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

No. 46

Week Ending November 13, 1999

Board of Governors of the Federal Reserve System, Washington, DC 20551

Testimony And Statements

Federal Reserve efforts to deter and detect money laundering and other financial crimes -- statement by Mr. Small, Assistant Director, Division of Banking
Supervision and Regulation, before the Permanent Subcommittee on Investigations, Committee on Governmental Affairs, U.S. Senate.
Published, November 10, 1999

Bank Holding Companies

Bayerische Hypo- und Vereinsbank AG, Munich, Germany; Deutsche Bank AG, Frankfurt; and Stichting Prioriteit ABN AMRO Holding, Amsterdam, The Netherlands; Stichting Administratiekantoor ABN AMRO Holding; ABN AMRO Holding, N.V.; and ABN AMRO Bank N.V. -- to retain interests in Identrus, LLC, New York, New York, and to engage in acting as a certification authority in financial and nonfinancial transactions.

- Approved, November 10, 1999

<u>Forms</u>

Bank reports -- discontinuation of consumer credit report (FR 2571); extension with revision of weekly reports of assets and liabilities for large banks (FR 2416), selected assets (FR 2644), and assets and liabilities for large U.S. branches and agencies of foreign banks (FR 2069); and extension without revision of report on loans secured by real estate in flood hazard areas (FR H-2). - Approved, November 10, 1999

Publications

Internet privacy policies of banks and thrift institutions -- bank regulatory agencies' report, "Interagency Financial Institution Web Site Privacy Survey Report." - Published, November 9, 1999

Reserve Bank Services

Payments System -- settlement-day finality for automated clearing house (ACH) credit transactions processed by the Federal Reserve Banks.Approved, November 10, 1999

H.2	Actions	under	delegated	authority
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November 7, 1999 to November 13, 1999

BS&R	Banking Supervision and Regulation
C&CA	Consumer and Community Affairs
FOMC	Federal Open Market Committee

RBOPSReserve Bank Operations and Payment**IF**International Fiance**OSDM**Office of Staff Director for Management

Bank Branches, Domestic

Kansas City

Bank of Cherokee County, Hubert, Oklahoma -- to establish a branch at 125 East First Street, Tahlequah, and to become a member of the Federal Reserve System. - Approved, November 9, 1999

Dallas

Legacy Bank of Texas, Plano, Texas -- to establish a branch at 7031 Snider Plaza, University Park.

- Approved, November 5, 1999 (AC)

San Francisco

M&I Thunderbird Bank, Phoenix, Arizona -- to establish a branch at 19th Avenue and Mohawk Lane.

- Approved, November 12, 1999

Philadelphia

Madison Bank, Blue Bell, Pennsylvania -- to establish a branch at 100 Gibralter Road, Horsham. - Approved, November 12, 1999

New York

Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a branch at 111 Route 110, Babylon. - Approved, November 9, 1999

Bank Holding Companies

Richmond

Bay Banks of Virginia, Inc., Kilmarnock, Virginia -- to engage in trust activities and securities brokerage activities through Bay Trust Company.Approved, November 8, 1999

Boston

Camden National Corporation, Camden, Maine -- to acquire KSB Bancorp, Inc., Kingfield, and thereby acquire Kingfield Savings Bank. - Approved, November 10, 1999

Chicago

Capitol Bancorp, Ltd., Lansing, Michigan; Sun Community Bancorp Limited, Phoenix, Arizona; and Nevada Community Bancorp Limited, Las Vegas, Nevada -to acquire shares of Red Rock Community Bank, Las Vegas, a de novo bank. - Approved, November 10, 1999

Minneapolis

Community First National Bank, Fergus Falls, Minnesota; River Acquisition Corp., Minneapolis; and Community First Bankshares, Inc., Fargo, North Dakota -- to acquire River Bancorp, Inc., Ramsey, Minnesota, and thereby acquire Northland Security Bank.

- Approved, November 10, 1999

Secretary

Compass Bancshares, Inc., Birmingham, Alabama -- to acquire Western Bancshares of Albuquerque, Inc., Albuquerque, New Mexico; and for Compass Bank to merge with Western Bank, a subsidiary of Western Bancshares, and to establish branches. - Approved, November 5, 1999 (AC)

Dallas

Employee Stock Ownership Plan and Trust of First Grayson Bancshares, Inc.,Celeste, Texas -- to become a bank holding company through the acquisition of FirstGrayson Bancshares, Inc., Waco, and Security Bank, Whitesboro.Approved, November 10, 1999

Minneapolis

First Bancshares Corporation, Gladstone, Michigan -- to acquire additional shares of Baybank Corporation.

- Approved, November 10, 1999

Kansas City

First Minden Bancshares, Inc., Minden, Nebraska -- to become a bank holding company through the acquisition of First National Bank and Trust Company. - Approved, November 10, 1999

Atlanta

First State Financial Corporation, Sarasota, Florida -- to acquire First State Bank of Pinellas, St. Petersburg.

- Approved, November 10, 1999

San Francisco

FNB Bancorp, Layton, Utah -- to become a bank holding company through the acquisition of First National Bank of Layton. - Returned, November 9, 1999

Boston

GBT Bancorp, Gloucester, Massachusetts -- to retain an interest in Gloucester Investment Corporation, and thereby engage in community development activities. - Approved, November 12, 1999

Kansas City

Gideon Enterprises, L.P., Topeka, Kansas -- to become a bank holding company through the acquisition of Silver Lake Bank.Approved, November 9, 1999

Kansas City

Graff Family, Inc., McCook, Nebraska -- to become a bank holding company through the acquisition of shares of McCook National Company, and thereby acquire The McCook National Bank and an interest in Maplewood Apartments, LLC, and engage in community development activities; and for McCook National Company to retain its investment in Maplewood Apartments, LLC.

- Approved, November 10, 1999

St. Louis

M&F Bancorp, Inc., Holly Springs, Mississippi -- to engage de novo in consumer finance lending activities through Fidelity National Loans, Inc. - Approved, November 10, 1999

Chicago

NorthStar Bancshares, Inc., Estherville, Iowa -- to become a bank holding company through the acquisition of NorthStar Bank. - Approved, November 10, 1999

Philadelphia

Omega Financial Corporation, State College, Pennsylvania -- to acquire shares of Clearfield Bank & Trust Company, Clearfield. - Withdrawn, November 8, 1999

Dallas

Paradigm Bancorporation, Inc., Houston, Texas -- to acquire Dayton State Bank, Dayton.

- Approved, November 10, 1999

Cleveland

PNC Bank Corp., Pittsburgh, Pennsylvania -- to acquire First Data Investor ServicesGroup, Inc., Westborough, Massachusetts.Approved, November 8, 1999

Chicago

PrivateBancorp, Inc., Chicago, Illinois -- request for waiver of application in connection with the acquisition of Johnson Bank Illinois, Lake Forest. - Approved, November 10, 1999

Richmond

Regal Bancorp, Inc., Owings Mills, Maryland -- to become a bank holding company through the acquisition of Regal Bank & Trust. - Approved, November 8, 1999

St. Louis

St. Elizabeth Bancshares, Inc., St. Elizabeth, Missouri -- to become a bank holding company through the acquisition of shares of Bank of St. Elizabeth.Approved, November 10, 1999

New York

Tompkins Trustco, Inc., Ithaca, New York -- to acquire Letchworth Independent Bancshares Corporation, Castile, and thereby acquire its subsidiaries, The Bank of Castile and The Mahopac National Bank, Mahopac. - Approved, November 10, 1999

San Francisco

VIB Corp., El Centro, California -- to acquire Kings River Bancorp, Reedley, and thereby acquire Kings River Bank. - Approved, November 10, 1999

Bank Mergers

Secretary

AmSouth Bank, Birmingham, Alabama -- to merge with First American National Bank, Nashville, Tennessee, and thereby establish branches.Approved, November 2, 1999 (AC)

Banks, Nonmember, And Miscellaneous Institutions

Kansas City

EchoStar Communications Corporation, Littleton, Colorado -- deregistration under Regulation U. - Approved, November 8, 1999

Change In Bank Control

Kansas City

Butte State Company, Butte, Nebraska -- change in bank control. - Permitted, November 9, 1999

Competitive Factors Reports

St. Louis

Bank of Washington, Washington, Missouri -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of Meramec Valley Bank, Valley Park.

- Submitted, November 9, 1999

(AC) = Addition or Correction

Competitive Factors Reports

Kansas City

First Bank and Trust Company, Duncan, Oklahoma -- report on competitive factors of the proposed merger with Lincoln Bank and Trust Co., Ardmore. - Submitted, November 10, 1999

Kansas City

First Security Bank of New Mexico, N.A., Albuquerque, New Mexico -- report on competitive factors of the proposed merger with First Security Bank of Southern New Mexico, N.A., Las Cruces. - Submitted, November 10, 1999

New York

FirstBank Puerto Rico, San Juan, Puerto Rico -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of four branches of Citibank, N.A., New York, New York, in Mayaguez, Ponce, and San Juan, and in the U.S. Virgin Islands. - Submitted, November 10, 1999

Secretary

Mercantile Bank of Trenton, N.A., Trenton, Missouri -- report on competitive factors of the proposed merger with Mercantile Bank, N.A., St. Louis. - Submitted, November 4, 1999 (AC)

Kansas City and Dallas

New Mexico Bank and Trust, Albuquerque, New Mexico -- reports on competitive factors of the proposed merger with First National Bank of Clovis, Clovis. - Submitted, November 10, 1999

Minneapolis

Northland Security Bank, Ramsey, Minnesota -- report on competitive factors of the proposed merger with Community First National Bank, Fergus Falls. - Submitted, November 10, 1999

Minneapolis

Security National Bank, Durand, Wisconsin -- report on competitive factors of the proposed merger with New Security National Bank.

- Submitted, November 8, 1999

Competitive Factors Reports

St. Louis

Sun Security Bank of America, Ellington, Missouri -- report on competitive factors of the proposed merger with Sun Security Bank of Mid-America, Holts Summit. - Submitted, November 9, 1999

St. Louis

The First National Bank of Barry, Barry, Illinois -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Pittsfield branch of Associated Bank Illinois, N.A., Rockford.

- Submitted, November 9, 1999

Extensions Of Time

Richmond

Bank of the Commonwealth, Norfolk, Virginia -- extension to June 16, 2000, to establish a branch at 1245 Cedar Road, Chesapeake. - Granted, November 8, 1999

St. Louis

Great Southern Bancorp, Inc., Springfield, Missouri -- extension to February 12, 2000, to acquire shares of Guaranty Federal Bancshares, Inc., and thereby acquire Guaranty Federal Savings Bank. - Granted, November 12, 1999

Richmond

HCNB Bancorp, Inc., Rockville, Maryland -- extension to February 8, 2000, to become a bank holding company through the acquisition of Harbor Capital National Bank, a de novo bank.

- Granted, November 8, 1999

Atlanta

Lehigh Acres First National Bancshares, Inc., Lehigh Acres, Florida -- extension to February 13, 2000, to become a bank holding company through the acquisition of Lehigh Acres First National Bank.

- Granted, November 9, 1999

Extensions Of Time

Chicago

National Australia Bank Limited, Melbourne, Australia -- extension to February 6, 2000, to engage de novo through its subsidiary, National Australia Capital Markets, LLC, New York, New York, in buying and selling securities as agent for customers' accounts, private placement, and transactional services. - Granted, November 10, 1999

Director, BS&R

U.S. Bancorp, Minneapolis, Minnesota -- extension to January 12, 2000, for U.S. Bancorp Piper Jaffray to fulfill a commitment. - Granted, November 12, 1999

International Operations

Richmond

Riggs Bank, N.A., McLean, Virginia -- to establish a branch in Berlin, Germany. - Approved, November 8, 1999

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, November 13, 1999

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

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

Туре	Application	Ending date of comment period
3(a)(3)/3(a)(5)/ 4(c)(8)	Peoples Heritage Financial Group, Inc., Portland, Maine - to acquire 100% of Banknorth Group, Inc., Burlington, Vermont and thereby indirectly acquire The Howard Bank, N.A., Burlington, Vermont; First Vermont Bank and Trust Company, Brattleboro, Vermont; First Massachusetts Bank, N.A., Worcester, Massachusetts; Franklin Lamoille Bank, St. Albans, Vermont; Granite Savings Bank and Trust Company, Barre, Vermont; Farmington National Bank, Farmington, New Hampshire; Evergreen Bank, Glens Falls, New York and The Stratevest Group, N.A., Barre, Vermont	Newspaper - 12/08/1999 Fed Reg - 12/10/1999

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

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

Туре	Application	
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 wasenacted 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

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

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, November 13, 1999

Type	Application	Ending date of comment period
FBSEA	Banca Intessa S.P.A., Milano, Italy, to establish a branch in New York, New York, and to establish representative offices in Chicago, Illinois and San Francisco, California.	Newspaper – N/Avail
FBSEA	UBS AG, Zurich, Switzerland, to establish a representative office in Boston, Massachusetts.	Newspaper – N/Avail
FBSEA	Credit Commercial de France, Paris, France, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Banco Comercial Portugues, S.A., Porto, Portugal, to establish a representative office in Miami, Florida.	Newspaper – N/Avail

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
3(a)(1)/3(a)(3)	China Trust Capital A/S, Denmark ("AS"), to form a bank holding company and acquire direct or indirect control of China	Newspaper – N/Avail Fed Reg – 11/26/1999
	Trust Capital BV, Amsterdam, Netherlands, China Trust Holdings Corp., New York, New York, and China Trust Bank (U.S.A.), Torrance, California; and for China Trust Holdings N.V., Curacao, Netherlands Antilles, to acquire control of AS.*	
3(a)(1)	Caisse Nationale de Credit Agricola, Paris, France, to become a	Newspaper - 11/15/1999
	bank holding company through its investment in Banco Espirito Santo e Comercial de Lisboa, S.A., Lisbon, Portugal ("BESCL"), through BESCL's acquisition of Espirito Santo Bank, Miami, Florida.*	Fed Reg – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Type	Application	Ending date of comment period
4(c)(8)	Deutsche Bank AG, Frankfurt, Germany, to engage <i>de novo</i> , through DB Advisors LLC, New York, New York, an indirect wholly-owned subsidiary, as a commodity pool operator.	Fed Reg – 11/26/1999
4(c)(8)	Bayerische Hypo-Und Vereinsbank Aktiengesellschaft, Munich, Germany, to acquire 20 percent of Babcock & Brown LP, and Babcock & Brown Operating Partnership LP, two limited partnerships being formed by Babcock & Brown Holdings Inc., all of San Francisco, California, and thereby engage in certain nonbanking activities.	Fed Reg – N/Avail

Section III – Applications subject to Federal Register notice only

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

Туре	Application
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 enaced 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

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

Institution	Location
Chemung Canal Trust Company	One Chemung Canal Plaza, Elmira, New York 14902

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, November 13, 1999

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
None		

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

Туре	Application	Ending date of comment period
None		r · · · · · · · · · · · · · · · · · · ·

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

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

Туре	Application
3(a)(1)	Fidelity D & D Bancorp, Inc., Dunmore, PA, filed an application to form a bank holding company, by acquiring Fidelity Deposit and Discount Bank, via the merger with Fidelity Deposit and Discount Interim Bank, Dunmore, PA, pursuant to section 225.17 of Regulation Y.

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.

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

O = Outstanding S = Satisfactory NI = Needs to improve SN = Substantial noncompliance

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

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, November 13, 1999

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
	Аррисанов	comment perioa
None		

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

		Ending date of
Type	Application	comment period
None		

Section III – Applications subject to Federal Register notice only

T		Ending date of
Type	Application	comment period
None		

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

Туре	Application
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.

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

Section VI – CRA examinations scheduled for lst Quarter of 2000

Institution	Location
None	

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, November 13, 1999

Type	Application	Ending date of comment period
Branch	TheBank, Belton, South Carolina, to establish a branch at 2200 East River Street, Anderson, South Carolina.*	Newspaper - 11/22/1999
Branch	First Virginia Bank - Colonial, Richmond, Virginia, to establish a manned night depository facility within the Chesterfield Towne Center, 11500 Midlothian Turnpike, Richmond, Virginia.*	Newspaper - 11/26/1999

Section I – Applications subject to newspaper notice only

*Subject to the provisions of the Community Reinvestment Act.

Section II – Applications sub	ject to both newspaper a	and Federal Register notice
Section II Tippileations sub	jeet to som newspaper t	and I cachar Register notice

Type	Application	Ending date of comment period
3(a)(1)	Coastal Banking Company, Inc., Beaufort, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Lowcountry National Bank (in organization), Beaufort, South Carolina.*	Fed Reg -11/29/1999 Newspaper - N/A
4(c)(8)	First Citizens Bancorporation of South Carolina, Inc., Columbia, South Carolina, to acquire up to 10% of the voting shares of Heritage Bancorp, Inc., Laurens, South Carolina.*	Fed Reg - 12/03/1999 Newspaper - 11/29/1999
4(c)(8)	First Citizens Bancorporation of South Carolina, Inc., Columbia, South Carolina, to acquire up to 10% of the voting shares of Great Pee Dee Bancorp, Inc., Cheraw, South Carolina.*	Fed Reg - 12/03/1999 Newspaper - 12/11/1999
3(a)(1)	Smith River Bankshares, Inc., Martinsville, Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of Smith River Community Bank, N.A. (in organization), Martinsville, Virginia.*	Fed Reg - 12/06/1999 Newspaper - 12/06/1999
3(a)(1)	Chesapeake Bancorp Employee Stock Ownership Plan, Chestertown, Maryland, to become a bank holding company through the acquisition of up to 41.7% of the common stock of Chesapeake Bancorp, Chestertown, Maryland.*	Fed Reg - 12/10/1999 Newspaper - 12/04/1999
3(a)(3)	F&M National Corporation, Winchester, Virginia, to acquire 100% of the voting shares of The State Bank of the Alleghenies, Covington, Virginia.*	Fed Reg - 12/13/1999 Newspaper - N/A

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

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

Туре	Application
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

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

Institution	Location
Centura Bank	Rocky Mount, North Carolina
Highlands Union Bank	Abingdon, Virginia
Bank of Williamsburg	Williamsburg, Virginia
Barbour County Bank	Philippi, West Virginia
F&M Bank-West Virginia	Ranson, West Virginia

Section VI – CRA examinations scheduled for 1st Quarter of 2000

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, November 13, 1999

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
Branch	Provident Bank, Sarasota, Florida, to establish a branch located at 5530 Cortez Road West, Bradenton, Florida.	11/12/1999*

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

Type	Application	Ending date of comment period
3(a)(3)	Riverside Banking Company, Fort Pierce, Florida, to acquire up to 12.28 percent of Class A stock and up to 5.91 percent of Class B stock of Riverside Gulf Coast Banking Company, Cape Coral, Florida.	N/Avail*
3(a)(3)	Riverside Banking Company, Fort Pierce, Florida, to acquire up to 51.34 percent of Class A stock and up to 1.00 percent of Class B stock of The Prosperity Banking Company, St. Augustine, Florida.	N/Avail*

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

Туре	Application
WAIVR	SouthTrust Corporation, Birmingham, Alabama, application waiver request for the proposed merger withBrazos Bancshares, Inc., Waxahachie, Texas, and indirect acquisition of Heritage Bank, Waxahachie, Texas.
3(a)(1)	TransAtlantic Holding Corporation, Miami, Florida, notice to become a bank holding company by acquiring TransAtlantic Bank, Miami, Florida.
СОМ	Florida Bancorporation, Inc., Palm Harbor, Florida, commitment waiver request.

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

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.

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

O = Outstanding S = Satisfactory NI = Needs to improve SN = Substantial noncompliance

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
701736	Brand Banking Company Post Office 1110 Lawrenceville, Georgia 30246 (770) 963-9225	07/12/1999	11/09/1999	0	Х

Institution	Location
Coconut Grove Bank	Miami, Florida
Red River Bank	Alexandria, Louisiana
Capital City Bank	Tallahassee, Florida
First Commercial Bank of Florida	Orlando, Florida
Colonial Bank	Montgomery, Alabama
First Florida Bank	Naples, Florida
Palm Beach County Bank	Boynton Beach, Florida
AmSouth Bank	Birmingham, Alabama

Section VI – CRA examinations scheduled for 1st Quarter of 2000

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, November 13, 1999

Type	Application	Ending date of comment period
18(c) & Branch	Midwest Bank of Western Illinois Monmouth, Illinois Aledo, Illinois, branch of Associated Bank Illinois, National Association Rockford, Illinois and to establish a branch at 104 Southeast 3 rd Avenue Aledo, Illinois	Newspaper – 12/03/1999
Branch	Comerica Bank Detroit, Michigan 3097 Baldwin Road Orion Township, Michigan	Newspaper – 11/26/1999
Branch	Irwin Union Bank and Trust Company Columbus, Indiana 1717 East College Parkway Carson City, Nevada	Newspaper – 11/29/1999

Section I – Applications subject to newspaper notice only

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

Туре	Application	Ending date of comment period
3(a)(1)	Main Street Trust, Inc.* Champaign, Illinois BankIllinois Financial Corporation Champaign, Illinois BankIllinois Champaign, Illinois First Decatur Bancshares, Inc. Decatur, Illinois The First National Bank of Decatur Decatur, Illinois First Trust Bank of Shelbyville Shelbyville, Illinois	Fed Reg – 12/06/1999 Newspaper – 12/03/1999

Type	Application	Ending date of comment period
CIC	Republic Bancorp Co. Orland Park, Illinois By Terry Halikias	Fed Reg – 11/30/1999 Newspaper – N/Avail
3(a)(1)	Oak Financial, Inc.* Madison, Wisconsin Oak Bank (in organization) Fitchburg, Wisconsin	Fed Reg – 12/10/1999 Newspaper – N/Avail
3(a)(3)	Fentura Bancorp, Inc.* Fenton, Michigan Davison State Bank (in organization) Davison, Michigan	Fed Reg – 11/29/1999 Newspaper – 12/04/1999

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

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
4(c)(8)	Main Street Trust, Inc. Champaign, Illinois FirsTech, Inc. Decatur, Illinois	Fed Reg – 12/06/1999

Туре	Application
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.

RSSD	Institution/Location	Examination	CRA	CRA	Exam type
number		date	public date	rating	LrgBk SmBk
None			1	0	LIGDK SINDK

Section VI – CIAA examinations selectured for	
Institution	Location
The Northern Trust Company	Chicago, Illinois
F&M Bank-Iowa Central	Marshalltown, Iowa
Chemical Bank and Trust Company	Midland, Michigan
M&I Bank Fox Valley	Appleton, Wisconsin
M&I Bank Northeast	Green Bay, Wisconsin
M&I Bank South	Janesville, Wisconsin
M&I Bank Southern Wisconsin	Madison, Wisconsin
M&I Central State Bank	Oshkosh, Wisconsin
M&I Lakeview Bank	Sheboygan, Wisconsin
M&I Bank South Central	Watertown, Wisconsin

Section VI – CRA examinations scheduled for 1st Quarter of 2000

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, November 13, 1999

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
None		

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

Type	Application	Ending date of comment period
CIC	Notice involving Columbia Bancshares, Inc., Columbia, Kentucky, by Wanda F. Hill, Columbia, Kentucky (previously reported during the week ending November 6, 1999).	Newspaper – 11/26/1999 Fed Reg – 11/30/1999
3(a)(5)	Notice by Farmers Bancshares, Inc., Hardinsburg, Kentucky, to acquire Leitchfield Deposit Bancshares, Inc., Leitchfield, Kentucky. A companion Section 4(c)(8) notice accompanies this notice.*	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

Type	Application	Ending date of comment period
4(c)(8)	Notice by Farmers Bancshares, Inc., Hardinsburg, Kentucky, to indirectly acquire Leitchfield Bancshares Insurance, Inc., Leitchfield, Kentucky, and thereby engage in the sale, as agent, of credit related insurance, pursuant to Section 225.28(b)(11)(i) of Regulation Y. A companion Section 3(a)(5) notice accompanies this notice.	Fed Reg – N/Avail.

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

Туре	Application
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.

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

Section VI – CRA examinations scheduled for 1st Quarter of 2000

Institution	Location
Bank of Bentonville	Bentonville, Arkansas
McIlroy Bank & Trust	Fayetteville, Arkansas
One Bank & Trust	Little Rock, Arkansas
Pinnacle Bank	Little Rock, Arkansas
First Arvest Bank	Siloam Springs, Arkansas
Springdale Bank & Trust	Springdale, Arkansas

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, November 13, 1999

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
Branch	First State Bank of Pipestone, Rushmore, and Worthington, Pipestone, Minnesota, to establish a branch in Worthington, Minnesota.	11/15/1999

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

Type	Application	Ending date of comment period
CIC	Steven McLaen, David Sorgatz, and Bruce Wentz to acquire control of Napoleon Bancorporation, Inc., Napoleon, North Dakota.	Newspaper - 11/30/1999
CIC	John M. Morrison Florida Intangible Trust No. 3 dated October 29, 1999, to acquire control of Central Bancshares, Inc., Golden Valley, Minnesota.	Fed Reg - 11/30/1999

Section III – Applications subject to Federal Register notice only

		Ending date of
Туре	Application	comment period
None		

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

Туре	Application	
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.

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

O = Outstanding S = Satisfactory NI = Needs to improve SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

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

Section VI – CRA examinations scheduled for	the 1st Quarter of 2000
Institution	Location
Dacotah Bank	Aberdeen, South Dakota
M&I Bank Eagle River	Eagle River, Wisconsin
M&I Community State Bank	Eau Claire, Wisconsin
La Crosse State Bank	La Crosse, Wisconsin
M&I Citizens American Bank	Merrill, Wisconsin
M&I Bank	Superior, Wisconsin

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

Examinations may have to be rescheduled during the calendar quarter in which they are designated to begin. If an institution's examination is rescheduled for a date later than the end of the date range reflected in a published schedule, the institution's name will be republished in an appropriate later listing. Any comments received, as a result of either the first publication or subsequent publications will be considered during the examination. Written comments regarding the CRA performance of these institutions should be directed to Ms. JoAnne Lewellen at the Federal Reserve Bank of Minneapolis, Banking Supervision Department, P.O. Box 291, Minneapolis, Minnesota 55480-0291.

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, November 13, 1999

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

Туре	Application	Ending date of comment period
3(a)(1)	Marion Bancshares, Inc. Marion, Kansas, for prior approval to	Newspaper – 11/26/1999
	become a bank holding company through the acquisition of 100 percent of the voting shares of Marion National Bank, Marion, Kansas.	FedReg - 11/26/1999
3(a)(1)	Steinauer Bancorp, Steinauer, Nebraska, for prior approval to	Newspaper - N/Available
	become a bank holding company through the acquisition of 100 percent of the voting shares of Bank of Steinauer, Steinauer, Nebraska.	FedReg - 12/10/1999
3(a)(3)	First Pryor BC, Pryor, Oklahoma, for prior approval to acquire	Newspaper - N/Available
	80 percent of the voting shares of Locust Grove Bancshares, Inc., Locust Grove, Oklahoma; and thereby indirectly acquire Bank of Locust Grove, Locust Grove, Oklahoma and Lakeside Bank of Salina, Salina, Oklahoma.	
3(a)(3)	BancFirst Corp, Oklahoma City, Oklahoma, for prior approval	Newspaper – N/Available
	to acquire 100 percent of the voting shares of First State Bank, Oklahoma City, Oklahoma, a DeNovo bank.	FedReg - 11/26/1999
3(a)(3)	CountryBanc HC, Edmond, Oklahoma, for prior approval to	Newspaper - N/Available
	acquire 97 percent of the voting shares of American Heritage Bancorp, Inc., El Reno, Oklahoma, and thereby indirectly acquire American Heritage Bank, El Reno, Oklahoma.	FedReg - 12/06/1999

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

Section III - Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

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

Туре	Application
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

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
337452	Pinnacle Bank	08/09/1999	11/10/1999	S	Х
	Aurora, Nebraska				
9955	First State Bank & Trust of Larned	08/23/1999	11/12/1999	S	Х
	Larned, Kansas				

Section VI – CKA examinations seneduled for		
Institution	Location	
WestStar Bank	Bartlesville, Oklahoma	
Eaton Bank	Eaton, Colorado	
RCB Bank	Claremore, Oklahoma	

Section VI – CRA examinations scheduled for 1st Quarter of 2000

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, November 13, 1999

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
None		

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

Type	Application	Ending date of comment period
3(a)(1)	Praesidium Capital Corporation, Purchase, NY, to acquire First National Bank, Uvalde, TX* (previously reported the week ending November 6, 1999)	Fed Reg – 12/03/1999 Newspaper – 11/20/1999
CIC	Guaranty Bancshares, Inc. Employee Stock Ownership Plan, Mount Pleasant, TX, to acquire an interest in Guaranty Bancshares, Inc., Mount Pleasant, TX	Fed Reg – 12/03/1999 Newspaper – N/Avail

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

		Ending date of
Type	Application	comment period
None		

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

Туре	Application
Member	Falcon National Bank, Laredo, TX, to become a member of the Federal Reserve System

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.

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

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

Institution	Location
None	

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, November 13, 1999

Section I – Ap	oplications	subject t	o newspape	r notice only
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		Ending date of
Туре	Application	comment period
None		

Section II – Application	ns subject to both	newspaper and F	Federal Register notice

Type	Application	Ending date of comment period
3(a)(3)	Wells Fargo & Company, San Francisco, California, to acquire	Newspaper - 12/01/1999
	North County Bancorp and its subsidiary, North County Bank, both of Escondido, California. *	Fed Reg - 12/10/1999
3(a)(1)	SouthwestUSA Corporation to become a bank holding company	Newspaper - N/Avail
	by acquiring Southwest USA Bank, both of Las Vegas, Nevada.*	Fed Reg - N/Aval

* Subject to the provisions of the Community Reinvestment Act

#### Section III – Applications subject to Federal Register notice only

		Ending date of
Type	Application	comment period
None		

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

Туре	Application
4(c)(8)	Eggemeyer Advisory Corp., WJR Corp., Castle Creek Capital, LLC, Castle Creek Capital Partners Fund-I, L.P., Castle Creek Capital Partners Fund-IIa, L.P., and Castle Creek Capital Partners Fund-IIb, L.P., all of Rancho Santa Fe, California, to engage in nonbanking activities through the acquisition of approximately 14.98 percent, on an aggregate basis, of Union Acceptance Corporation, Indianapolis, Indiana.
Waiver	GBC Bancorp, Los Angeles, California, requests a waiver of any Bank Holding Company Act application requirement in connection with the proposed acquisition of General Savings Bank of Washington (In Organization), Bellevue, Washington.

#### 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.

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

#### O = Outstanding S = Satisfactory NI = Needs to improve SN = Substantial noncompliance

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

Institution	Location
Bank of Lake County	Lakeport, CA
County Bank of Merced	Merced, CA
Family Security Bank	Harbor, OR
Farmers & Merchants Bank	Lodi, CA
Foothill Independent Bank	Glendora, CA
Lincoln Security Bank	Newport, OR
McKenzie State Bank	Springfield, OR
Oregon State Bank	Corvalis, OR
Pacific Mercantile Bank	Newport Beach, CA
Pacific State Bank	Reedsport, OR
Security Bank	Coos Bay, OR
Valley Independent Bank	El Centro, CA
Westamerica Bank	Fairfield, CA

Section VI – CRA examinations scheduled for 1st Quarter of 2000

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.