
Federal Reserve Release



H.2

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

No. 50

Week Ending December 11, 1999

Advisory Councils

Thrift Institutions Advisory Council -- appointment of four new members and designation of F. Weller Meyer as President and Thomas S. Johnson as Vice President for 2000.

- Announced, December 10, 1999

Bank Holding Companies

Anti-tying provisions -- request from a company for a determination that its credit card operations comply with the anti-tying provisions of the Bank Holding Company Act.

- Approved, December 6, 1999

Exchange Bancshares of Moore, Inc., Moore, Oklahoma -- to become a bank holding company through the acquisition of Exchange National Bank of Moore.

- Approved, December 8, 1999

HSBC Holdings plc, London, United Kingdom, HSBC Finance Netherlands, London, and HSBC Holdings BV, Amsterdam, Netherlands -- to acquire Republic New York Corporation, New York, New York, its subsidiary banks, Republic National Bank of New York and Republic Bank California National Association, Beverly Hills, California, and its nonbanking subsidiaries; and for HSBC Bank USA to merge with Republic National Bank of New York and to become a member of the Federal Reserve System.

- Approved, December 6, 1999

The Royal Bank of Scotland Group plc, Edinburgh, Scotland, and Citizens Financial Group, Inc., Providence, Rhode Island -- commenter's request for review of the Federal Reserve Bank of Boston's approval of the acquisition of UST Corp., Boston, Massachusetts.

- Denied, December 8, 1999

International Operations

Bank of America, N.A., Charlotte, North Carolina -- for the London branch of Bank of America to acquire Corporate Leasing Facilities Ltd., London, England.

- Approved, December 8, 1999

State Street Bank and Trust Company, Boston, Massachusetts -- to invest an amount in excess of 10 percent of its capital and surplus in its Edge corporations.

- Approved, December 8, 1999

Regulations And Policies

Electronic delivery of disclosures to consumers -- reopening until March 3, 2000, of the public comment period on proposals to permit electronic delivery of disclosures under Regulations B (Equal Credit Opportunity), E (Electronic Fund Transfers), M (Consumer Leasing), Z (Truth in Lending), and DD (Truth in Saving).

- Announced, December 9, 1999

H.2 Actions under delegated authority

December 5, 1999 to December 11, 1999

BS&R Banking Supervision and Regulation

C&CA Consumer and Community Affairs

FOMC Federal Open Market Committee

RBOPS Reserve Bank Operations and Payment

IF International Finance

OSDM Office of Staff Director for Management

Bank Branches, Domestic

St. Louis

Fifth Third Bank of Kentucky, Inc., Louisville, Kentucky -- to establish a branch at Boggs Lane and Eastern Bypass, Richmond.

- Approved, December 6, 1999

Cleveland

Fifth Third Bank, Ohio Valley, Hillsboro, Ohio -- to establish a branch at 303 East Emmitt Avenue, Waverly.

- Approved, December 8, 1999

Chicago

Irwin Union Bank and Trust Company, Columbus, Indiana -- to establish a branch at 1717 East College Parkway, Carson City, Nevada.

- Approved, December 6, 1999

San Francisco

Placer Sierra Bank, Auburn, California -- to establish a branch at 3919 Park Drive, El Dorado Hills.

- Approved, December 3, 1999 (AC)

Bank Holding Companies

Richmond

Coastal Banking Company, Inc., Beaufort, South Carolina -- to become a bank holding company through the acquisition of Lowcountry National Bank, a de novo bank.

- Approved, December 6, 1999

Kansas City

CountryBanc Holding Company, Edmond, Oklahoma -- to acquire shares of American Heritage Bancorp, Inc., El Reno.

- Approved, December 10, 1999

Bank Holding Companies

Atlanta

Cumberland Bancorp, Inc., Nashville, Tennessee -- to merge with Bancshares of Dyer, Inc., Dyer, and thereby acquire Bank of Dyer.
- Approved, December 10, 1999

Chicago

Fentura Bancorp, Inc., Fenton, Michigan -- to acquire Davison State Bank, Davison, a de novo bank.
- Approved, December 8, 1999

Philadelphia

Fidelity D&D Bancorp, Inc., Dunmore, Pennsylvania -- to become a bank holding company through the acquisition of The Fidelity Deposit and Discount Bank.
- Approved, December 7, 1999

Kansas City

First Ada Bancshares, Inc., Ada, Oklahoma -- to merge with Prague Bancorp, Inc., Prague.
- Approved, December 8, 1999

Secretary

First National of Nebraska, Inc., Omaha, Nebraska -- to acquire the assets of Networking and Information Consulting, Inc., West Des Moines, Iowa, and thereby engage in data processing activities.
- Approved, December 8, 1999

Kansas City

First Pryor Bancorp, Inc., Pryor, Oklahoma -- to acquire Locust Grove Bancshares, Inc., Locust Grove, Bank of Locust Grove, and Lakeside Bank of Salina, Salina.
- Approved, December 9, 1999

Secretary

The Fuji Bank, Limited, Tokyo, Japan -- for Fuji's subsidiary, Heller Financial, Inc., Chicago, Illinois, to engage through joint venture with SFS Holding Corp., Park Ridge, New Jersey, in extending credit and servicing loans and leasing personal or real property.
- Approved, December 9, 1999

Bank Holding Companies

Cleveland

Futura Bancorp, Inc., Urbana, Ohio -- to acquire Vernon, Shall, Morgan & Company, Akron.
- Approved, December 7, 1999

Richmond

Heritage Bancshares, Inc., Lucama, North Carolina -- to become a bank holding company through the acquisition of The Heritage Bank.
- Approved, December 10, 1999

Atlanta

LandMark Financial Holding Company, Sarasota, Florida -- to become a bank holding company through the acquisition of LandMark Bank of Florida, and for the bank to become a member of the Federal Reserve System.
- Approved, December 9, 1999

Chicago

Main Street Trust, Inc., Champaign, Illinois -- to become a bank holding company through the acquisition of BankIllinois Financial Corporation and BankIllinois, both of Champaign; First Decatur Bancshares, Inc., and The First National Bank of Decatur, both of Decatur; First Trust Bank of Shelbyville, Shelbyville; and FirsTech, Inc., Decatur, and thereby engage in data processing and transmission services.
- Approved, December 9, 1999

Richmond

Smith River Bankshares, Inc., Martinsville, Virginia -- to become a bank holding company through the acquisition of Smith River Community Bank, N.A., a de novo bank.
- Approved, December 10, 1999

Richmond

Southern Financial Bancorp, Inc., Warrenton, Virginia -- to acquire certain assets of Darien Consulting Group, Inc., Duluth, Georgia.
- Approved, December 7, 1999

Bank Holding Companies

Minneapolis

United Financial Corp., Great Falls, Montana -- to acquire additional shares of Valley Bancorp, Inc., Phoenix, Arizona.
- Approved, December 8, 1999

San Francisco

Wells Fargo & Company, San Francisco, California -- to acquire Prime Bancshares, Inc., Houston, Texas, and Prime Bank.
- Approved, December 10, 1999

Bank Mergers

Atlanta

Columbia Bank, Tampa, Florida -- to merge with Southern Exchange Bank.
- Approved, December 8, 1999

Cleveland

Wesbanco Bank Wheeling, Wheeling, West Virginia -- to merge with Wesbanco Bank Fairmont, Inc., Fairmont; Wesbanco Bank Parkersburg, Inc., Parkersburg; and Wesbanco Bank, Inc., Charleston, and thereby establish branches.
- Approved, December 7, 1999

Banks, Foreign

Director, BS&R

Republic National Bank of New York (Suisse), S.A., Geneva, Switzerland -- waiver of remainder of notification period to establish a branch in Tel Aviv, Israel.
- Granted, December 9, 1999

Banks, National

Secretary

Providian National Bank, Tilton, New Hampshire -- relocation of master account to the Federal Reserve Bank of San Francisco.
- Permitted, December 6, 1999

Banks, Nonmember, And Miscellaneous Institutions

Dallas

Columbus Realty Trust, Dallas, Texas -- deregistration under Regulation U.
- Approved, December 2, 1999 (AC)

Capital Stock

St. Louis

Lakeside Bancshares, Inc., Hughes, Arkansas -- redemption of parent company stock.
- Approved, December 7, 1999

Change In Bank Control

Minneapolis

Blunt Bank Holding Company, Blunt, South Dakota -- change in bank control.
- Permitted, December 6, 1999

Minneapolis

Central Bancshares, Inc., Golden Valley, Minnesota -- change in bank control.
- Permitted, December 10, 1999

Kansas City

Citizens Agency, Inc., Haddam, Kansas, and Citizens State Bank. -- change in bank control.
- Permitted, December 9, 1999

St. Louis

Columbia Bancshares, Inc., Columbia, Kentucky -- change in bank control.
- Permitted, December 7, 1999

Boston

Falmouth Bancorp, Falmouth, Massachusetts -- change in bank control.
- Permitted, December 10, 1999

Competitive Factors Reports

Cleveland

The Bank of Leipsic Company, Leipsic, Ohio -- report on competitive factors of the proposed merger with Leipsic Interim Bank.
- Submitted, December 6, 1999

Competitive Factors Reports

Boston

BankNorth Group, Inc., Burlington, Vermont -- report on competitive factors of the proposed acquisition of BNG Interim Bank, N.A., Glen Falls, New York.
- Submitted, December 7, 1999

Richmond

Branch Banking and Trust Company, Winston-Salem, North Carolina -- report on competitive factors of the proposed merger with Bank of Maryland, Towson, Maryland.
- Submitted, December 6, 1999

Secretary

California Bank & Trust, San Diego, California -- report on competitive factors of the proposed merger with First Security Bank of California, N.A., West Covina.
- Submitted, December 9, 1999

Secretary

City National Bank, Beverly Hills, California -- report on competitive factors of the proposed merger with The Pacific Bank, N.A., San Francisco.
- Submitted, December 7, 1999

Minneapolis

CorTrust Bank, N.A., Mitchell, South Dakota -- report on competitive factors of the proposed merger with The First National Bank of Freeman, Freeman.
- Submitted, December 8, 1999

New York

Delta National Bank and Trust Company of Florida, Miami, Florida, and Delta South Bankcorp, Inc., Dover, Delaware -- report on competitive factors of the proposed merger with Delta National Bank and Trust Company of New York, New York, New York.
- Submitted, December 6, 1999

Richmond

Farmers Bank of Maryland, Annapolis, Maryland -- report on competitive factors of the proposed merger with United Land Corporation, Upper Marlboro, and Colonial Securities Corporation, Wilmington, Delaware.
- Submitted, December 6, 1999

Competitive Factors Reports

Secretary

Lockport Savings Bank, Lockport, New York -- report on competitive factors of the proposed merger with Albion Federal Savings and Loan Association, Albion.
- Submitted, December 7, 1999

Cleveland

The Rockhold, Brown & Company Bank, Bainbridge, Ohio -- report on competitive factors of the proposed merger with RBC Interim Bank.
- Submitted, December 6, 1999

Cleveland

Wesbanco Bank Wheeling, Wheeling, West Virginia -- report on competitive factors of the proposed merger with Wesbanco Mortgage Company, South Charleston.
- Submitted, December 6, 1999

Cleveland

Wheeling National Bank, St. Clairsville, Ohio -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Barnesville branch of Sky Bank, Salineville.
- Submitted, December 2, 1999 (AC)

Extensions Of Time

San Francisco

Harbor Bancorp, Inc., Aberdeen, Washington -- extension to March 15, 2000, to merge with Pacific Financial Corporation, Long Beach, and thereby acquire Bank of the Pacific.
- Granted, December 8, 1999

Boston

Norway Bancorp, MHC, Norway, Maine, and Norway Bancorp, Inc. -- extension to January 31, 2000, to become a mutual holding company and a bank holding company, respectively, through the reorganization of Norway Savings Bank; and extension to January 31, 2000, to acquire an interest in Financial Institutions Service Corporation, Lewiston.
- Granted, December 6, 1999

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, December 11, 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)(3)	Port Financial Corp., Cambridge, Massachusetts - to become a bank holding company through the acquisition of Cambridgeport Bank, Cambridge, Massachusetts	Newspaper - 01/07/2000 Fed Reg- 01/12/2000

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, December 11, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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
Branch	Peapack-Gladstone Bank, Gladstone, New Jersey, to establish a branch office on Village Road in New Vernon, Harding Township, New Jersey.*	Newspaper – 12/17/1999
18(c)/Branch	United States Trust Company of New York, New York, New York to purchase the assets and assume the liabilities of the 499 Washington Boulevard, Jersey City, New Jersey branch of U.S. Trust Company of New Jersey, Princeton, New Jersey, and thereby to establish a branch.*	Newspaper – 01/03/2000

* 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)	Banco Santander Central Hispano, S.A., Madrid, Spain, to acquire up to 9.64 percent of The Royal Bank of Scotland Group Plc, Edinburgh, Scotland.*	Newspaper – N/Avail Fed Reg – 01/03/2000
3(a)(1)	Associated Community Bancorp, Inc, Greenwich, Connecticut, to become a bank holding company with respect to The Greenwich Bank and Trust Company, Greenwich, Connecticut, and Westport National Bank, Westport, Connecticut.*	Newspaper – 12/31/1999 Fed Reg – 01/06/2000

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)	Dime Bancorp, Inc., New York, New York (“Dime”), to become a bank holding company, in connection with the proposed merger of Hudson United Bancorp, Mahwah, New Jersey (“Hudson”), with and into Dime, and thereby acquire all of the issued and outstanding stock of Hudson’s subsidiary, Hudson United Bank, Mahwah, New Jersey, a nonmember commercial bank. At the effective time of the merger, Dime will change its name to Dime United Bancorp, Inc..*	Newspaper – 01/06/2000 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 engage <i>de novo</i> through its wholly-owned subsidiary, WestLB Panmure Securities Inc. in certain nonbanking activities.	Fed Reg – 12/27/1999
4(c)(8)	Toronto-Dominion Bank, The, Toronto, Canada, to acquire all of the shares of CTUSA, F.S.B., Naples, Florida.	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

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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 SmBk</i>
None					

Section VI – CRA examinations scheduled for Quarter of

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, December 11, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Madison Bank, Blue Bell, PA, to establish a branch office at #43 Summit Square Shopping Center, Route 413 and Doublewoods Road, Store 2,G,H, Langhorne, PA	12/23/1999

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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.

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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, December 11, 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.

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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.

<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 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, December 11, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Crestar Bank, Richmond, Virginia, to establish a branch in the Bel Air Safeway at 225 Briar Hill Drive, Suite O, Bel Air, Maryland.*	Newspaper - 12/17/1999
Branch	Crestar Bank, Richmond, Virginia, to establish a branch in the Westminster Safeway at 144 Western Maryland College Road, Westminster, Maryland.*	Newspaper - 12/17/1999
Branch	Crestar Bank, Richmond, Virginia, to establish a branch at 45156 First Colony Way, California, Maryland.*	Newspaper - 12/17/1999
Branch	Crestar Bank, Richmond, Virginia, to establish a branch in the Crossroads Center Safeway at 5821 Crossroads Center, Falls Church, Virginia.*	Newspaper - 12/17/1999
Branch	Crestar Bank, Richmond, Virginia, to establish a branch in the Hunters Woods Plaza Safeway at 2304 Hunters Woods Plaza, Reston, Virginia.*	Newspaper - 12/17/1999
Branch	Mid State Bank, Newberry, South Carolina, to establish a branch at the intersection of Highway 121 and Wheeler Circle, Saluda, South Carolina.*	Newspaper - 12/18/1999
Branch	Bank of the James, Lynchburg, Virginia, to operate a mobile branch by providing a courier service to pick up non-cash deposits from business customers at locations in the cities of Lynchburg and Bedford, Virginia, and in the Virginia counties of Amherst, Appomattox, Bedford and Campbell.*	Newspaper - 12/21/1999

*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)	Virginia Commonwealth Financial Corporation, Culpeper, Virginia, to acquire Caroline Savings Bank, Bowling Green, Virginia.*	Fed Reg - N/Avail Newspaper - 01/08/2000

*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>
	Bank of America Corporation, Charlotte, North Carolina, to acquire additional shares of Signio, Inc., Redwood City, 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>
926324	James River Bank 209 W. Main Street Waverly, Virginia 23890	08/30/1999	12/09/1999	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, December 11, 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)(5)	Community National Bancorporation, Ashburn, Georgia, to merge with Tarpon Financial Corporation, Tarpon Springs, Florida, and thereby acquire First National Bank, Tarpon Springs, Florida.	Newspaper – 01/02/2000

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.

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- 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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, December 11, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Irwin Union Bank and Trust Company Columbus, Indiana 0-185 44 th Street SW Grandville, Michigan	Newspaper – 12/26/1999

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)(1)	Iowa State Financial Services* Fairfield, Iowa Iowa State Bank and Trust Company Fairfield, Iowa	Fed Reg – 12/13/1999 Newspaper – 12/16/1999
3(a)(5)	Iowa State Financial Services* Fairfield, Iowa North Linn Corporation Coggon, Iowa Linn County State Bank Coggon, Iowa	Fed Reg – 12/13/1999 Newspaper – 12/16/1999
3(a)(1)	Terre Haute Savings MHC, Inc.* Terre Haute, Indiana Terre Haute Savings Bank Terre Haute, Indiana	Fed Reg – 01/07/2000 Newspaper – N/Avail
3(a)(1)	Oak Finanical, Inc.* Madison, Wisconsin Oak Bank (in organization) Fitchburg, Wisconsin	Fed Reg – 12/10/1999 Newspaper – 12/27/1999

* 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>
4(c)(8)	Stichting Prioriteit ABN AMRO Holding Stichting Administratiekantoor ABN AMRO Holding ABN AMRO Holding N.V. ABN AMRO Bank N.V. All in Amsterdam, The Netherlands ABN AMRO North America, Inc. Chicago, Illinois Atlantic Mortgage & Investment Corporation Jacksonville, Florida	Fed Reg – 12/27/1999

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.

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>
930442	Bank of Pontiac 300 W. Washington Pontiac, Illinois 61764 (815) 844-6155	07/26/1999	12/07/1999	S		X
863746	Farmers & Merchants Savings Bank 101 E. Main Street Manchester, Iowa 52057-0588 (319) 927-4475	08/30/1999	12/09/1999	O		X

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

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, December 11, 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)	Notice by Branson Bancshares, Inc., Branson, Missouri, to acquire Branson Bank, Branson, Missouri (in organization). (Previously reported during the week ending December 4, 1999)*	Newspaper – 1/7/2000 Fed Reg – 1/6/2000

* 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.

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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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, December 11, 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	James G. Sneer Revocable Living Trust to acquire control of Farmers State Corporation, Mankato, Minnesota.	Fed Reg – 12/30/1999

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>	
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:

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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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, December 11, 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)	Gold Banc Acquisition Corporation XII, Inc. Leawood, Kansas, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of CountryBanc Holding Company, Edmond, Oklahoma.	Newspaper - N/Available
3(a)(3)	Gold Banc Corporation, Inc. Leawood, Kansas, for prior approval to acquire 100 percent of the voting shares of CountryBanc Holding Company, Edmond, Oklahoma, and thereby, indirectly acquire People First Bank, Hennessy, Oklahoma and People First Bank, Elkhart, Kansas, and American Heritage Bank, El Reno, Oklahoma.	Newspaper - N/Available
3(a)(3)	Bruning Bancshares, Bruning, Nebraska, for prior approval to acquire 100 percent of the voting shares of The Commercial State Bank, Clay Center, Nebraska.	Newspaper - N/Available
CIC	William E. Durrett and Edward C. Joullian, III, as trustees of the William M. Cameron Trust B and Lynda L. Cameron Trust B, for prior approval to acquire voting shares of First Fidelity Bancorp, Inc., Oklahoma City, Oklahoma, and thereby indirectly acquire First Fidelity Bank, N.A., Oklahoma City, Oklahoma.	Newspaper – 12/28/1999 FedReg – 12/28/1999
CIC	Leroy Ernest and Phyllis J. Denny, Maysville, Missouri, Leslie Ernest Denny, Maysville, Missouri, Stephen Leroy Denny, Frederick, Maryland, Cathy Sue Mistenhelter, Overland Park, Kansas and Carman Jean Weigand, Cameron, Missouri, for prior approval to acquire voting shares of Fairport Bancshares, Inc, Fairport, Missouri and thereby indirectly acquire Bank of Fairport, Fairport, Missouri.	FedReg – 12/28/1999

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	Dove Creek State Bank, Dove Creek, Colorado, for prior approval 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:

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>
405959	F&B B&TC	08/16/1999	12/09/1999	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, December 11, 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	Frederick Children's Investments II, Ltd., Irving, TX, to acquire an interest in Irving National Bancshares, Inc., Irving, TX, and Independent National Bank, Irving, TX	Fed Reg – 12/27/1999 Newspaper – 12/23/1999
3(a)(3)	Bryan Family Management Trust, Bryan, TX, and Bryan Heritage Limited Partnership, Bryan, TX, to acquire The First National Bank of Bryan, Bryan, TX*	Fed Reg – N/Avail 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.

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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>
371362	Wellington State Bank 1000 8 th Street Wellington, TX 79095-2702	06/30/1999	12/11/1999	S		X

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, December 11, 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)(3)	Belvedere Capital Partners, LLC, California Community Institution Fund Limited Partnership, and Sacramento Capital Co., all of San Francisco, California, to acquire Sacramento Commercial Bank, Sacramento, California. *	Newspaper - 12/29/1999 Fed Reg - 12/27/1999
3(a)(3)	Bank of Whitman Employee Stock Ownership Plan, to increase their ownership up to approximately 44 percent of Whitman Bancorporation, Inc., both of Colfax, Washington. *	Newspaper - 01/08/2000 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>
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

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<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	
