
Federal Reserve Release



H.2

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

No. 20

Week Ending May 19, 2012

Testimony and Statements

Settlement Practices -- statement by Scott G. Alvarez, general counsel, before the House Committee on Financial Services on the Federal Reserve's enforcement program.

- Published, May 17, 2012

Systemically Important Financial Institutions and the Dodd-Frank Act -- statement by Michael S. Gibson, director, Division of Banking Supervision and Regulation, before a subcommittee of the House Committee on Financial Services on the implementation of the Dodd-Frank Act regarding systemically important nonbank financial companies.

- Published, May 16, 2012

Forms

Forms -- final Board review to extend without revision the Recordkeeping Requirements Associated with Changes in Foreign Investments (Made Pursuant to Regulation K) (FR 2064) and Notice Requirements in Connection with Regulation W (12 CFR Part 223 Transactions Between Member Banks and Their Affiliates).

- Approved, May 17, 2012

Forms -- final Board review to revise without extension the Capital Assessments and Stress Testing information collection (FR Y-14A and Y-14Q).

- Approved, May 17, 2012

Regulations and Policies

Clarification on Stress Testing by Community Banks -- interagency statement to clarify that community banks are not required or expected to conduct the types of stress testing required of larger banking organizations.

- Announced, May 14, 2012

Regulations and Policies

Credit Card Plans -- annual report to Congress on the profitability of credit card operations of depository institutions.

- Approved, May 17, 2012

Large Bank Stress Testing Guidance -- final interagency supervisory guidance on stress testing for banking organizations with more than \$10 billion in total consolidated assets.

- Announced, May 14, 2012

Enforcement

BankTennessee Bancshares, Inc., Collierville, Tennessee, and BankTennessee -- written agreement dated March 25, 2010, terminated May 4, 2012.

- Announced, May 17, 2012

Grand Bankshares, Inc., West Palm Beach, Florida -- written agreement with the Federal Reserve Bank of Atlanta.

- Announced, May 15, 2012

H.2 Actions under delegated authority

May 13, 2012 to May 19, 2012

BS&R Banking Supervision and Regulation

RBOPS Reserve Bank Operations and Payment Systems

C&CA Consumer and Community Affairs

IF International Finance

FOMC Federal Open Market Committee

MA Monetary Affairs

Bank Branches, Domestic

Richmond

Clear Mountain Bank, Bruceton Mills, West Virginia -- to establish a branch at 1085 Van Voorhis Road, Suite 150, Morgantown.

- Approved, May 14, 2012

Atlanta

Franklin Synergy Bank, Franklin, Tennessee -- to establish a branch at 1015 Westhaven Boulevard, Suite 150, Franklin.

- Approved, May 18, 2012

Bank Holding Companies

San Francisco

Carpenter Fund Manager GP, LLC, Irvine, California; Carpenter Fund Management Company, LLC; Carpenter Community Bancfund, L.P.; Carpenter Community Bancfund-A, L.P.; Carpenter Community Bancfund-CA, L.P.; CCFW, Inc.; Carpenter Bank Partners, Inc. -- to acquire shares of Manhattan Bancorp, El Segundo, and Bank of Manhattan, N.A.

- Approved, May 16, 2012

San Francisco

Carpenter Fund Manager GP, LLC, Irvine, California; Carpenter Fund Management Company, LLC; Carpenter Community Bancfund, L.P.; Carpenter Community Bancfund-A, L.P.; Carpenter Community Bancfund-CA, L.P.; CGB Holdings, Inc.; CCFW, Inc.; SCJ, Inc. -- temporary relief from a commitment in connection with CGB Asset Management, Inc., Irvine.

- Granted, May 18, 2012

Bank Holding Companies

Kansas City

FNB Bancshares, Inc., Independence, Kansas -- to become a bank holding company by acquiring First National Bank, Independence.

- Approved, May 18, 2012

San Francisco

FS Bancorp, Inc., Mountlake Terrace, Washington -- to become a bank holding company upon the conversion of 1st Security Bank of Washington, Mountlake Terrace, from a mutual savings to a stock savings bank.

- Approved, May 14, 2012

Dallas

Green Bancorp, Inc., Houston, Texas -- waiver of application to merge with Opportunity Bancshares, Inc., Richardson, in connection with the merger of their subsidiary banks, Opportunity Bank, N.A., and Green Bank, N.A., Houston.

- Granted, May 16, 2012

Cleveland

Keycorp, Cleveland, Ohio -- to retain voting shares of Mechanics Financial Corporation, Mansfield.

- Withdrawn, May 17, 2012

New York

RSB Bancorp, MHC, Roselle, New Jersey, and RSB Bancorp, Inc. -- to become bank holding companies by acquiring Roselle Savings Bank, Roselle.

- Withdrawn, May 18, 2012

Change in Bank Control

Chicago

Community Bancshares of Wisconsin, Inc., Grafton, Wisconsin -- to retain control of Community Bancshares and its subsidiary bank, Cornerstone Community Bank, Grafton.

- Permitted, May 15, 2012

Minneapolis

Kerkhoven Bancshares, Inc., Kerkhoven, Minnesota -- change in bank control of Kerkhoven Bancshares and its subsidiary bank, Financial Security Bank, Kerkhoven.

- Permitted, May 16, 2012

Kansas City

Maxlou Bancshares, Inc., Tahlequah, Oklahoma -- change in bank control of Maxlou Bancshares, Inc., and its subsidiary bank, First State Bank, Tahlequah.

- Permitted, May 17, 2012

Chicago

Northstar Financial Group, Inc., Bad Axe, Michigan -- change in bank control of Northstar Financial Group and its subsidiary banks, Northstar Bank, Bad Axe, and Seaway Community Bank, St. Clair (two notices).

- Permitted, May 16, 2012

Extensions of Time

Secretary

Mitsubishi UFJ Financial Group, Inc., Tokyo, Japan; The Bank of Tokyo-Mitsubishi UFJ, Ltd.; and UnionBanCal Corporation, San Francisco, California -- commenters' requests to extend the comment periods on the applications to acquire shares of Pacific Capital Bancorp, Santa Barbara, California, and Santa Barbara Bank & Trust, N.A.

- Denied, May 16, 2012

Regulations and Policies

FOMC

Federal Open Market Committee -- minutes of the meeting on April 24-25, 2012.

- Published, May 16, 2012

Savings and Loan Holding Companies

Boston

Georgetown Bancorp, MHC, Georgetown, Massachusetts -- to convert from mutual to stock form and to merge with Georgetown Bancorp, Inc., Georgetown, and for Georgetown Bancorp, Inc. to become a savings and loan holding company by acquiring Georgetown Savings Bank.

- Approved, May 14, 2012

Richmond

HomeTrust Bancshares, Inc., Clyde, North Carolina -- to become a savings and loan holding company upon the conversion of HomeTrust Bank, Clyde, from mutual to stock form.

- Approved, May 14, 2012

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending May 19, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
BROOKLINE BANK	Member	Application by Brookline Bank, Brookline, Massachusetts, to become a member of the Federal Reserve System pursuant to section 9 of the Federal Reserve Act and section 208.3 of Regulation H.	Newspaper: Federal Register:	Not applicable Not applicable
MNB BANCORP	CIC	Notification by Kevin P. Meehan to acquire up to 53.18% of the outstanding shares of the common stock of MNB Bancorp, Milford, Massachusetts pursuant to the Change in Bank Control Act of 1978.	Newspaper: Federal Register:	04/21/2012 05/01/2012

District: 1

Federal Reserve Bank of Boston

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 ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
178271	AVON CO-OP BK, AVON, MASSACHUSETTS	01/17/2012	04/30/2012	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 2

Federal Reserve Bank of New York

Filings received during the week ending May 19, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
CITY NATIONAL BANCSHARES CORPORATION	CIC	Notice by Preston D. Pinkett, III to acquire 10 percent of City National Bancshares Corporation, Newark, New Jersey.	Newspaper:	Not available
			Federal Register:	05/23/2012

District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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2736291	BANCO POPULAR N AMER, NEW YORK, NEW YORK	05/31/2011	05/03/2012	S	Large Bank
236706	PEAPACK GLADSTONE BK, GLADSTONE, NEW JERSEY	01/09/2012	05/09/2012	S	Large Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending May 19, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
PATRIOT FINANCIAL PARTNERS LP	CIC	Patriot Financial Partners, GP, L.P., Patriot Financial Partners, L.P., Patriot Financial Partners Parallel, L.P., Patriot Financial Partners, GP, LLC, Patriot Financial Managers, L.P., Patriot Financial Manager, LLC. and Messrs. Ira M. Lubert, W. Kirk Wycoff and James J. Lynch, all of Philadelphia, Pennsylvania, to purchase up to 24.9 percent of Porter Bancorp, Inc., Louisville, KY.	Newspaper: Federal Register:	Not available 09/21/2011
SUSQUEHANNA BANK	* 18C	Susquehanna Bank, Lititz, PA, to assume the deposit liabilities of Community First Bank, Pikesville, MD.	Newspaper: Federal Register:	06/11/2012 Not applicable

* Subject to the provisions of the Community Reinvestment Act

District: 3

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
928618	AMERISERV FNCL BK, JOHNSTOWN, PENNSYLVANIA	12/05/2011	05/10/2012	S	Large Bank
331713	NEW TRIPOLI BK, NEW TRIPOLI, PENNSYLVANIA	10/24/2011	05/03/2012	S	Int Sm Bank

CRA Examinations scheduled for Quarter of

Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending May 19, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
LOVELL MINNICK HOLDINGS LLC	CIC	Interagency Notice of Change in Bank Control by LM III TriState Holdings LLC; LM III A TriState Holdings LLC; Lovell Minnick Equity Partners III LP; Lovell Minnick Equity Partners III A LP; Lovell Minnick Equity Advisors III LP; Fund III UGP LLC; Lovell Minnick Partners LLC; and Lovell Minnick Holdings LLC; all of Radnor, Pennsylvania, to acquire up to 24.9% of the outstanding voting shares of TriState Capital Holdings, Inc., Pittsburgh, PA, and thereby indirectly control TriState Capital Bank, Pittsburgh, PA	Newspaper: Federal Register:	06/01/2012 05/29/2012

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending May 19, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANKANNAPOLIS	* Branch	BankAnnapolis, Annapolis, Maryland to establish a branch at 2379 Brandermill Blvd., Gambrills, Maryland.	Newspaper: Federal Register:	Not available Not applicable
BNC BANCORP	* 3A5	BNC Bancorp, High Point, North Carolina, to acquire 100% of the voting securities of KeySource Financial, Inc., Durham, North Carolina, and thereby indirectly acquire KeySource Commercial Bank, Durham, North Carolina.	Newspaper: Federal Register:	04/22/2012 04/16/2012
HIGHLANDS BANKSHARES, INC.	CIC	James D. Moore, Jr., Abingdon, Virginia, to retain control of 10.77% of the voting shares of Highlands Bankshares, Inc., Abingdon, Virginia	Newspaper: Federal Register:	Not available Not available
SUMMIT FINANCIAL GROUP, INC.	CIC	John W. Crites, Marco Island, Florida, to individually retain control of 10.41% of the voting shares of Summit Financial Group, Inc., Moorefield, West Virginia, with shares held in his individual capacity, jointly with Patricia Crites, and as trustee for the following trusts: Subtrust f/b/o Zackary Kenton Crites; Subtrust f/b/o Bailey Buena-Vista Crites; Subtrust f/b/o Kevin David Mongold; Subtrust f/b/o Jessica Ann Mongold; Subtrust f/b/o Joshua Alexander Wingard; and Subtrust f/b/o Bianca Marie Wingard; Patricia A. Crites 2010 Grantor Retained Annuity Trust; and Patricia A. Crites 2012 Grantor Retained Annuity Trust. In addition John and Patricia Crites and the following would control in aggregate 17.01% of the voting shares of Summit Financial Group, Inc.: Valerie C. Mongold, Weyers Cave, Virginia,; Kelly C. Wingard, Petersburg, West Virginia, in her individual capacity and a Trustee for the following subtrusts: Subtrust f/b/o Jeremiah Thomas Wingard and Subtrust f/b/o Joseph Riley Wingard; and John W. Crites II, Petersburg, West Virginia.	Newspaper: Federal Register:	Not available 05/29/2012

District: 5

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
976226	FAUQUIER BK, WARRENTON, VIRGINIA	02/06/2012	05/10/2012	S	Large Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending May 19, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 6

Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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- S = Satisfactory
- NI = Needs to improve
- SN = Substantial noncompliance

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending May 19, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST MID-ILLINOIS BANCSHARES, INC.	CIC	The Lumpkin Family Foundation, Pinon Tree Holding Company, LLC, SKL Investment Group, LLC, Benjamin I. Lumpkin GRIT (Trustees: Steven L. Grissom and David R. Hodgman) and Elizabeth L. Celio GRIT (Trustees: Steven L. Grissom and David R. Hodgman), all of Mattoon, Illinois, Richard A. Lumpkin 1970 Trust, of New York, New York, Anne R. Sparks, John W. Sparks and Zachary Whitten, all of Albuquerque, New Mexico, Benjamin I. Lumpkin, of Chicago, Illinois, Elizabeth L. Celio, of Oak Park, Illinois, Barbara S. Federico, of Lantana, Florida, Christina S. Duncan and Ila Duncan, both of Wilton, Connecticut, Pamela R. Keon, Elizabeth Vitale and William Vitale, all of Mill Valley, California, Margaret DeWyngaert, Isabelle DeWyngaert and Susan K. DeWyngaert, all of Philadelphia, Pennsylvania, Joseph J. Keon III, of Greenbrae, California, Katherine S. Keon, of San Francisco, California, and Margaret K. Partridge-Hicks and Richard A. Lumpkin, both of Mattoon, Illinois, who are individual members of the Lumpkin family and entities controlled by and trusts created for the benefit of individuals who are members of the Lumpkin family, and as trustees for other Lumpkin family trusts, as a group acting in concert, intend to apply to the Federal Reserve Board for permission to acquire 25 percent or more of the shares and thereby control of First Mid-Illinois Bancshares, Inc. of Mattoon, Illinois. First Mid-Illinois Bancshares, Inc., controls First Mid-Illinois Bank & Trust, N.A., 1515 Charleston Avenue, Mattoon, Illinois 61938.	Newspaper:	04/30/2012
			Federal Register:	05/02/2012
FIRST STATE BANK HOLDING COMPANY	CIC	Notice by Mildred Stanley, Searsboro, Iowa, as trustee of the Warren Stanley Trust to retain control of 15.42 percent of First State Bank Holding Company, Lynnville, Iowa, and thereby indirectly First State Bank, Lynnville, Iowa.	Newspaper:	Not available
			Federal Register:	06/05/2012
GNB BANK	* 18C * Branch	GNB Bank, Grundy Center, Iowa, to merge with First State Bank, Manchester, Iowa. As a result of the merger, GNB Bank will establish a branch at 300 East Main, Manchester, Iowa.	Newspaper:	Not available
			Federal Register:	Not applicable

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending May 19, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
MOULTRIE BANCORP, INC.	CIC	The Duncan, Hrvol, and Molzen Families consisting of E. Ray Duncan, individually and as beneficiary of the Hardware State Bank 401K Plan and as beneficiary of the Sullivan Bancshares, Inc. Employee Savings and Retirement Plan, together as a group acting in concert with Sally Foley Duncan and Sally Foley Duncan, as Trustee of the John K. Foley Revocable Living Trust and as beneficiary of the Hardware State Bank 401K Plan, the John K. Foley Revocable Living Trust, and Gloria Foley, all of Lovington, Illinois, and Paul Michael Hrvol, Jr. and Paul Michael Hrvol, Jr., as beneficiary of the Sullivan Bancshares, Inc. Employee Savings and Retirement Plan, Michelle Beth Hrvol and Michelle Beth Hrvol, as beneficiary of the Sullivan Bancshares, Inc. Employee Savings and Retirement Plan, all of Sullivan, Illinois, and Roger Reid Molzen and Roger Reid Molzen, as beneficiary of the Sullivan Bancshares, Inc. Employee Savings and Retirement Plan and Christina DeAnne Molzen, all of Sullivan, Illinois, collectively as a group acting in concert, to retain shares of Moultrie Bancorp, Inc., Lovington, Illinois and thereby indirectly control Hardware State Bank, Lovington, Illinois.	Newspaper:	Not available
			Federal Register:	04/23/2012
NORTHWEST INVESTMENT CORP.	* 3A1	Northwest Investment Corp., Davenport, Iowa, to become a bank holding company following the conversion of its subsidiary, Northwest Bank & Trust Company, Davenport, Iowa, from a federally chartered savings bank to a state chartered bank.	Newspaper:	06/07/2012
			Federal Register:	06/07/2012

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending May 19, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
SPECTOR PROPERTIES, INC	CIC	Notice by Steven D. Spector of Glenview, Illinois, as an individual and as trustee of the Alan L. Spector GST Family Trust, the Walter W. Spector, Steven D. Spector, Andrew M. Spector, and Nancy S. Spector Dynasty Trusts, and two Phillip J. Spector GST Trusts and as a group working in concert with Steven D. Spector, Walter W. Spector of Saratoga, California, Andrew M. Spector of Bexley, Ohio, Nancy S. Spector of Chicago, Illinois, the Phillip J. Spector GST Trust - FBO Michael Spector, Michael Spector, of Bettendorf, Iowa, and Steven Spector trustees, the Phillip J. Spector GST Trust - FBO Shelley Caesar, Shelley Caesar of Fox River Grove, Illinois, and Steven D. Spector trustees, and the Alan L. Spector GST Family Trust, the Walter W. Spector Dynasty Trust, the Steven D. Spector Dynasty Trust, the Andrew M. Spector Dynasty Trust, the Nancy S. Spector Dynasty Trust (Steven D. Spector trustee) to acquire and/or retain 25 percent or more of the shares of Spector Properties, Inc., Chicago, Illinois and thereby indirectly acquire/retain control of Andalusia Community Bank, Andalusia, Illinois.	Newspaper:	05/16/2012
			Federal Register:	04/09/2012

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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190246	LINN CTY ST BK, COGGON, IOWA	11/28/2011	05/14/2012	S	Small Bank
2239288	NORTH SHORE CMNTY B&TC, WILMETTE, ILLINOIS	09/13/2010	05/07/2012	S	Large Bank
667832	STATE BK ARTHUR, ARTHUR, ILLINOIS	02/13/2012	05/14/2012	S	Small Bank
440446	WEST CHESTER SVG BK, WASHINGTON, IOWA	12/12/2011	05/14/2012	S	Small Bank
2044811	WHEATON B&TC, WHEATON, ILLINOIS	10/31/2011	05/03/2012	S	Large Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending May 19, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FARMERS BANCSHARES, INC.	4c8	Farmers Bancshares, Inc., Hardinsburg, Kentucky, to engage in lending activities through the purchase of loans from its subsidiary bank, Farmers Bank, Hardinsburg, Kentucky.	Newspaper: Federal Register:	Not applicable 06/01/2012
MATHIAS BANCSHARES, INC.	* 3A3	Mathias Bancshares, Inc., Springdale, Arkansas, to acquire 100 percent of Decatur State Bank, Decatur, Arkansas.	Newspaper: Federal Register:	06/15/2012 06/15/2012
MERCANTILE BANCORP, INC.	* 3A5	Mercantile Bancorp, Inc., Quincy, Illinois, to merge with its wholly owned subsidiary, The Royal Palm Bancorp, Inc., Naples, Florida, and thereby cause its subsidiary bank, The Royal Palm Bank of Florida, Naples, Florida, to become a direct subsidiary of Mercantile Bancorp, Inc.	Newspaper: Federal Register:	06/20/2012 06/18/2012

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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790150	BANK OF IBERIA, IBERIA, MISSOURI	01/30/2012	04/30/2012	O	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending May 19, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMMUNITY BANK, INC.	* 18C * Branch	Community Bank, Inc., Ronan, Montana, to merge with Community Bank-Missoula, Inc., Missoula, Montana, and incident thereto, establish three branches in Missoula.	Newspaper: Federal Register:	Not available Not applicable
KING KALISPELL, LLC	* 3A1	Retroactive application by King Kalispell, LLC, to remain a bank holding company by continuing to control King Family GNB, L.P. and King Family VB, L.P. and thereby indirectly control each of Great Northern Bancshares, Inc. and Valley Bancshares, Inc., all of Kalispell, Montana. King Family GNB, L.P., to remain a bank holding company by continuing to control Great Northern Bancshares, Inc. King Family VB, L.P., to remain a bank holding company by continuing to control Valley Bancshares, Inc. Great Northern Bancshares, Inc., controls Three Rivers Bank of Montana, Kalispell, Montana, and Valley Bancshares, Inc., controls Valley Bank of Kalispell, Kalispell, Montana.	Newspaper: Federal Register:	Not available 06/14/2012

District: 9

Federal Reserve Bank of Minneapolis

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A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

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

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

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
763556	PLAZA PARK ST BK, WAITE PARK, MINNESOTA	01/03/2012	05/02/2012	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending May 19, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMERIWEST CORPORATION	CIC	Notice by Elizabeth A. Murphy, Omaha, Nebraska, individually, and the Elizabeth A. Murphy 2011 Irrevocable Trust, to acquire control of Ameriwest Corporation, parent of First Westroads Bank, Inc., both in Omaha, Nebraska.	Newspaper: Federal Register:	Not available 06/04/2012
F&M BANK & TRUST COMPANY, THE	* Branch	The F&M Bank & Trust Company, Tulsa, Oklahoma, to establish a branch at 5840 Northwest Highway, Dallas, Texas.	Newspaper: Federal Register:	05/26/2012 Not applicable
FIRST NEBRASKA BANK	* 18C * Branch	First Nebraska Bank, Valley, Nebraska, to purchase certain assets and assume certain liabilities of Heartland Community Bank, Bennet, Nebraska, and incident thereto, to establish branches in Avoca, Bennet, Nebraska City, and Weeping Water, all in Nebraska.	Newspaper: Federal Register:	Not available Not applicable
PRIME TIME INVESTMENTS GROUP, LLC	* 3A1	Prime Time Investments Group, LLC, Wray, Colorado, to become a bank holding company through the acquisition of 79.2 percent of the voting shares of Investment Opts, LLC, Bethune, Colorado, and the indirect and direct acquisition of approximately 48 percent of the voting shares of FarmBank Holding, Inc., Greeley, Colorado, parents of First FarmBank, Greeley, Colorado.	Newspaper: Federal Register:	06/08/2012 06/08/2012
VALLIANCE FINANCIAL CORP.	* 3A3	Valliance Financial Corp., Oklahoma City, Oklahoma, to acquire 100 percent of the voting shares of Valliance Texas Financial Holdings, Inc., parent of Valliance Bank, McKinney, Texas.	Newspaper: Federal Register:	06/15/2012 06/14/2012

District: 10

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
146056	ALLNATIONS BK, CALUMET, OKLAHOMA	01/30/2012	04/27/2012	S	Small Bank
986757	BATTLE CREEK ST BK, BATTLE CREEK, NEBRASKA	02/06/2012	04/27/2012	S	Small Bank
3448425	COMMUNITY BK, PLEASANT HILL, MISSOURI	02/06/2012	04/27/2012	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending May 19, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMERICA BANK	* Branch	Comerica Bank, Dallas, Texas, to establish a branch at 208 Earl Garrett Street, Kerrville, Texas 78028.	Newspaper: Federal Register:	Not available Not applicable
ODEM BANCSHARES, INC.	CIC	Mission-Heights Capital, Ltd., Houston, Texas, and Mission-Heights, LLC, Houston, Texas, general partner; and Charles Robert Miller, Jr., Odem, Texas, individually, intend to apply to the Federal Reserve Board for permission to acquire 25 percent or more of the shares of Odem Bancshares, Inc., Odem, Texas, and thereby indirectly obtain control of First State Bank of Odem, Odem, Texas., in association with a request by Mission-Heights Capital, Ltd., to be treated as a Qualified Family Partnership (QFP).	Newspaper: Federal Register:	Not available 03/21/2012
PLAINS BANCORP, INC.	CIC	Notice by Ray Mark Bain, Lubbock, Texas, individually, as co-trustee of the RMB 2012 Family Trust, trustee of the Ray Mark Bain 2007 Trust, and trustee of the Ray Mark Bain Children's Trusts; Michael Lewis Bain, Canyon, Texas, individually, as co-trustee of the RMB 2012 Family Trust, trustee of the Michael L. Bain 2007 Trust, and trustee of the Michael L. Bain Children's Trusts; Nancy Bain Seybert, Perryton, Texas, individually, as trustee of the Nancy Bain Seybert 2007 Trust, and trustee of the Nancy Bain Seybert Children's Trusts; Ray M. Bain, Dimmitt, Texas; and Barbara June Bain, Dimmitt, Texas; collectively a group acting in concert, to control, retain and acquire 47.71 percent of Plains Bancorp, Inc., Dimmitt, Texas, and therefore, indirectly, First United Bank, Dimmitt, Texas.	Newspaper: Federal Register:	Not available 05/09/2012
TEXAS FIRST BANK	* 18C * Branch	Texas First Bank, Texas City, Texas, to acquire by merger Texas Coastal Bank, Pasadena, Texas, and to establish branches at 6731 Spencer Highway, Pasadena, Texas 77505 and 102 W. Pasadena Blvd., Deer Park, Texas 77536. AND Texas First Bank, Texas City, Texas to merge with Texas Coastal Bank, Pasadena, Texas and to establish branches at 6731 Spencer Highway, Pasadena, Texas 77505, and 102 W. Pasadena Blvd., Deer Park, Texas 77536.	Newspaper: Federal Register:	05/26/2012 Not applicable
TEXAS FIRST BANK	* 18C * Branch	Texas First Bank, Texas City, Texas to acquire by merger Houston Business Bank, Houston, Texas, and to establish a branch 1535 West Loop South, Suite 120, Houston, Texas 77027. AND Texas First Bank, Texas City, Texas to merge with Houston Business Bank, Houston, Texas, and to establish a branch 1535 West Loop South, Suite 120, Houston, Texas 77027.	Newspaper: Federal Register:	05/25/2012 Not applicable

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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238755	FIRST ST BK, MINERAL WELLS, TEXAS	01/30/2012	05/28/2012	S	Small Bank
819855	PEOPLES BK, LUBBOCK, TEXAS	03/08/2010	06/11/2012	S	Small Bank

CRA Examinations scheduled for Quarter of

Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending May 19, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
CARPENTER FUND MANAGER GP, LLC	* 3A3	Carpenter Fund Manager GP, LLC, Carpenter Fund Management Company, LLC, Carpenter Community Bancfund, L.P., Carpenter Community BanFund -A, L.P., Carpenter Community BandFund - CA, L.P., CCFW, Inc., and Carpenter Bank Partners, Inc., all of Irvine, California, to acquire additional voting shares, for a total of approximately 78 percent of the voting shares of Manhattan Bancorp, and thereby indirectly acquire additional voting shares of Bank of Manhattan, National Association, both of El Segundo, California.	Newspaper: Federal Register:	Not available 05/11/2012
FIRST FOUNDATION INC.	* 3A1 4c8	First Foundation Inc. to become a bank holding company upon the conversion of its wholly-owned subsidiary First Foundation Bank from a federal savings bank to a commercial bank and 2) to engage in financial and investment advisory activities through its wholly-owned subsidiary, First Foundation Advisors, all of Irvine, California.	Newspaper: Federal Register:	Not available Not available
FIRST PACTRUST BANCORP, INC.	* 3A1 * 4c8	First PacTrust Bancorp, Inc., Chula Vista, California, to become a bank holding company by acquiring 100 percent of Beach Business Bank, Manhattan Beach, California, pursuant to section 3(a)(1) of the BHC Act, and 2) to retain 100 percent control of Pacific Trust Bank, fsb, Chula Vista, California, and thereby engage in operating a nonbank thrift subsidiary, pursuant to section 225.28(b)(4) of Regulation Y.	Newspaper: Federal Register:	Not available 02/21/2012
SILICON VALLEY BANK	Other Foreign	Silicon Valley Bank, Santa Clara, California, to establish an Edge corporation, SVC International Finance, Inc., Santa Clara, California, to invest in foreign organizations, pursuant to Regulation K.	Newspaper: Federal Register:	Not applicable 06/06/2012
SOUND COMMUNITY MHC	* MHC Conversion * SLHC Formation	Sound Financial Bancorp, Inc., Seattle, Washington; to become a savings and loan holding company upon the second-step conversion of Sound Community MHC, and Sound Financial, Inc., both in Seattle, Washington. Sound Financial Bancorp, Inc. will control Sound Community Bank, Seattle, Washington.	Newspaper: Federal Register:	Not available 05/05/2012

* Subject to the provisions of the Community Reinvestment Act

District: 12

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act