
Federal Reserve Release



H.2

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

No. 28

Week Ending July 14, 2012

Forms

Forms -- final Board review to extend without revision the Suspicious Activity Report (FR 2230).

- Approved, July 9, 2012

Monetary and Financial Policy

Term Deposit Facility -- TDF auction of \$3 billion in 28-day term deposits on July 16, 2012.

- Announced, July 11, 2012

Enforcement

Tower Financial Corporation, Fort Wayne, Indiana, and Tower Bank & Trust Company -- written agreement dated April 23, 2010, terminated July 10, 2012.

- Announced, July 12, 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

Dallas

American State Bank, Arp, Texas -- to establish a branch at 1116 Troup Highway, Tyler.

- Approved, July 9, 2012

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish a branch at 6920 Olive Boulevard, University City, Missouri.

- Approved, July 13, 2012

Bank Holding Companies

Minneapolis

Adams Bancshares, Inc., Adams, Minnesota -- to merge with Elkton Bancshares, Inc., Elkton, and thereby acquire its subsidiary bank, Farmers State Bank of Elkton.

- Approved, July 9, 2012

Philadelphia

ESSA Bancorp, Inc., Stroudsburg, Pennsylvania -- to form a bank holding company by acquiring First Star Bancorp, Bethlehem.

- Approved, July 13, 2012

Richmond

First Carolina Financial Services, Inc., Rocky Mount, North Carolina -- to become a bank holding company by acquiring shares of First Carolina State Bank, Rocky Mount.

- Approved, July 10, 2012

Bank Holding Companies

Secretary

S&T Bancorp, Inc., Indiana, Pennsylvania -- to acquire Gateway Bank of Pennsylvania, McMurray (to be renamed Gateway Bank).

- Approved, July 10, 2012

Atlanta

Sterne Agee Group, Inc., Birmingham, Alabama -- to become a bank holding company by acquiring Sum Financial Corporation, Pearson, Georgia, and its subsidiary bank, The Citizens Exchange Bank.

- Withdrawn, July 13, 2012

Banks, Foreign

Director, BS&R

Japan Bank for International Cooperation (JBIC), Tokyo, Japan -- request for determination that its successor institution, formed through the demerger of JBIC from Japan Finance Corporation, is not a foreign bank for purposes of the representative-office provisions of Regulation K (International Banking Operations).

- Approved, July 11, 2012

Banks, Nonmember, and Miscellaneous Institutions

Boston

Banco Santander International, Miami, Florida -- for Banco Santander International, an Edge corporation subsidiary of Banco Santander S.A., Madrid, Spain, to amend its articles of association to increase capital stock.

- Approved, July 13, 2012

Change in Bank Control

Chicago

First State Bank Holding Company, Lynnville, Iowa -- to retain control of First State Bank Holding Company and its subsidiary bank, First State Bank, Lynnville.

- Permitted, July 10, 2012

St. Louis

United Citizens Bancorp, Inc., Columbia, Kentucky -- to retain control of United Citizens Bancorp and its subsidiary bank, United Citizens Bank of Southern Kentucky, Inc., Columbia.

- Permitted, July 13, 2012

Membership

Chicago

Community First Bank, Keosauqua, Iowa -- to become a member of the Federal Reserve System.

- Approved, July 11, 2012

Kansas City

Rose Hill Bank, Rose Hill, Kansas -- to become a member of the Federal Reserve System.

- Approved, July 13, 2012

Regulations and Policies

FOMC

Federal Open Market Committee -- minutes of the meeting on June 19-20, 2012.

- Published, July 11, 2012

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending July 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
INDEPENDENT BANK CORP.	* 3A5	Application by Independent Bank Corp, Rockland, Massachusetts, to acquire Central Bancorp, Inc. and its subsidiary bank, Central Co-operative Bank, both of Somerville, Massachusetts, pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended.	Newspaper:	Not available
	* 3A3		Federal Register:	07/30/2012

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
NONE					

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 July 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF EAST ASIA, LIMITED, THE	FBSEA	The Bank of East Asia, Limited, Hong Kong, to upgrade its limited branch located in Alhambra, California to a full service branch.	Newspaper:	Not available
			Federal Register:	Not applicable

District: 2

Federal Reserve Bank of New York

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Institution	Location
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District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending July 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
NORTHFIELD BANCORP, INC	* MHC Conversion * SLHC Formation	Northfield Bancorp, MHC, Staten Island, NY, proposes to convert to stock form and merge with and into Northfield Bancorp, Inc, Woodbridge, New Jersey, which proposes to become a savings and loan holding company by acquiring Northfield Bank, Staten Island, NY.	Newspaper: Federal Register:	Not available 07/09/2012
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
POLONIA BANCORP INC	* MHC Conversion * SLHC Formation	Polonia MHC, Huntingdon Valley, PA, proposes to convert to stock form and merge with and into Polonia Bancorp, Huntingdon Valley, PA, which will subsequently merge with and into Polonia Bancorp, Inc., Huntingdon, Valley, PA, which proposes to become a savings and loan holding company by acquiring 100 percent of Polonia Bank, Huntingdon Valley, PA.	Newspaper: Federal Register:	07/06/2012 07/09/2012

District: 3

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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NONE					

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Institution	Location
NONE	

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District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending July 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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NONE					

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Institution	Location
NONE	

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District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending July 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
HOVDE PRIVATE EQUITY ADVISORS LLC	* SLHC Merger	Financial Services Partners Fund I LLC, Hovde Acquisition I LLC, and Hovde Private Equity Advisors LLC, all of Washington, DC (collectively the "Hovde Group"), to acquire control of a savings and loan holding company, Carrolton Bancorp, Columbia, Maryland, upon Carrolton Bancorp's conversion to a savings and loan holding company through a merger with Jefferson Bancorp, Inc., Washington, DC, a subsidiary of the Hovde Group, pursuant to Section 10 of the Home Owners Loan Act.	Newspaper:	07/06/2012
	* SLHC Formation		Federal Register:	07/26/2012
RISING SUN BANCORP	CIC	Zahid Aslam, Elkton, Maryland; Michael Khatiwala, Voorhees, New Jersey; Michael Knapp, Lincoln University, Pennsylvania; Nalin Patel and Arpan Patel, both of Newtown, Pennsylvania; and Raj Parikh, Monroe, New Jersey, as a group acting in concert acquire in aggregate 28% of the outstanding common stock of Rising Sun Bancorp, Rising Sun, Maryland, through the transfer of shares currently owned by these individuals through NB Sun Investment LLC.	Newspaper:	Not available
			Federal Register:	Not available

* Subject to the provisions of the Community Reinvestment Act

District: 5

Federal Reserve Bank of Richmond

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: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending July 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST CHATSWORTH BANKSHARES, INC.	CIC	After-the-fact change in control notice filed by John Hinton Waters, Madalyn Kathlene Waters, Michael Thomas Waters, John Andrew Waters, Michael Jason Waters, Brittaney Laine McConkey, Charles Hilton Richards, Jr., Ted Rembert Townsend, all of Chatsworth, Georgia, and Jodi Waters Matter, Marietta, Georgia, to collectively retain 54.75 percent of the outstanding shares of First Chatsworth Bankshares, Inc., and its subsidiary, First National Community Bank, both of Chatsworth, Georgia.	Newspaper: Federal Register:	Not available 07/25/2012
Franklin County UNITED Bancshares, Inc.	3A1	Franklin County UNITED Bancshares, Inc., to become a bank holding company by acquiring 100 percent of the outstanding shares of Franklin County UNITED Bancshares, Inc., both of Decherd, Tennessee.	Newspaper: Federal Register:	Not applicable Not applicable
TRUSTMARK CORPORATION	* 3A5	Trustmark Corporation, Jackson, Mississippi, to merge with with BancTrust Financial Group, Inc., and its subsidiary, BankTrust, both of Mobile, Alabama.	Newspaper: Federal Register:	08/13/2012 08/13/2012

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

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: 7

Federal Reserve Bank of Chicago

Filings received during the week ending July 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMERICAN METRO BANCORP, INC.	CIC	Sidney J. Lee, as an individual, and together with his sisters, Medora Lee and Serena Lee, as a group acting in concert to acquire control of 3,621,708 shares or 82.48 percent of American Metro Bancorp, Inc., Chicago, Illinois (BHC), and thereby indirectly acquire American Metro Bank, Chicago, Illinois.	Newspaper: Federal Register:	Not available 07/17/2012
CHEMICAL BANK	* 18C * Branch	Chemical Bank, Midland, Michigan, to purchase the assets and assume the liabilities of 21 branches of Independent Bank, Ionia, Michigan, and thereby establish 21 branches.	Newspaper: Federal Register:	Not available Not applicable
FIRST COMMUNITY BANK	* 18C	First Community Bank, Harbor Springs, Michigan, to merge with Select Bank, Grand Rapids, Michigan.	Newspaper: Federal Register:	Not available Not applicable
HEARTLAND BANCORP, INC.	* 3A3	Heartland Bancorp, Inc., Bloomington, Illinois, to acquire Farmer City State Bank, Farmer City, Illinois.	Newspaper: Federal Register:	Not available 07/23/2012
LAPORTE SAVINGS BANK, MHC	* MHC Conversion * SLHC Formation	LaPorte Savings Bank, MHC, La Porte, Indiana, a mutual holding company, proposes to convert to stock form and merge with LaPorte Bancorp, Inc., an existing savings and loan holding company. The existing LaPorte Bancorp, Inc., will merge with a new company, also called LaPorte Bancorp, Inc., which will become a savings and loan holding company through the acquisition of 100 percent of the outstanding stock of The LaPorte Savings Bank, all of La Porte, Indiana.	Newspaper: Federal Register:	Not available 07/20/2012
STATE BANK OF THE LAKES	* Branch	State Bank of the Lakes, Antioch, Illinois, to establish a branch facility to be located at 10 East Rollins Road, Round Lake Beach, Illinois 60073.	Newspaper: Federal Register:	Not available Not applicable

Federal Reserve Bank of Chicago

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: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending July 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST TRUST FINANCIAL CORPORATION	CIC	Notice by Lynne Deweese and V.J. Hales as co-trustees of The Hales Survivor's Trust, individually and as members of The Hales Family Control Group to gain control of First Trust Financial Corporation, Clinton, Kentucky. The Hales Family Control Group consists of Randy Deweese, Lynne Deweese, V.J. Hales, Jason Schwartz, Kimberly Schwartz, Andrea Williford, Michael Williford, and Dallas Williford, all of Clinton, Kentucky.	Newspaper:	08/02/2012
			Federal Register:	Not available

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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NONE					

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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 July 14, 2012**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BEALL BANCSHARES INC.	* 3A1	Beall Bancshares Inc., Velva, North Dakota, to become a bank holding company by acquiring 100 percent of Peoples State Bank of Velva, Velva, North Dakota.	Newspaper: Federal Register:	Not available 08/09/2012
EDEN VALLEY BANCSHARES, INC.	CIC	Change in control notice by Todd J. Zaun, Sartell, Minnesota, to retain and acquire 25% or more, and Steven M. Zaun, Marina Del Ray, California, to acquire 25% or more of the shares of Eden Valley Bancshares, Eden Valley, Minnesota, and thereby indirectly control State Bank in Eden Valley, Eden Valley, Minnesota.	Newspaper: Federal Register:	Not available 07/25/2012
SECURITY STATE BANK HOLDING COMPANY	CIC	Notice by Thomas Watson, Grand Forks, North Dakota, as an individual and as trustee of the Bank Forward Employee Stock Ownership Plan, Hannaford, North Dakota ("ESOP"), to gain control of Security State Bank Holding Company, Fargo, North Dakota ("Company"), and thereby indirectly gain control of Bank Forward, Hannaford, North Dakota ("Bank"). Additionally, notice by Thomas Watson, Toby Kommer, Fargo, North Dakota, as trustee of ESOP, and ESOP as a group acting in concert to gain control of Company and thereby indirectly gain control of Bank.	Newspaper: Federal Register:	Not available 07/16/2012

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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Institution	Location
NONE	

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District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending July 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period		
CIC BANCSHARES, INC.	* 3A3	CIC Bancshares, Inc., Denver, Colorado, to acquire, through its subsidiary CIC Merger Sub, Inc., Denver, Colorado, 100 percent of the voting shares of Millennium Bancorp, Inc., parent of Millennium Bank, both in Edwards, Colorado. Immediately thereafter, CIC Merger Sub, Inc., Denver, Colorado, will merge into Millennium Bancorp, Inc. Centennial Bank, Centennial, Colorado, to merge with Millennium Bank, Edwards, Colorado, and incident thereto, to establish branches in Breckenridge, Edwards, Englewood, Steamboat Springs, Vail, and Fraser, all in Colorado.	Newspaper:	07/01/2012	
	* 3A1		Federal Register:	06/21/2012	
	* 18C				
	* Branch				
COMMERCE BANK	* Branch	Commerce Bank, Kansas City, Missouri, to establish a branch at 109 North Keene Street, Columbia, Missouri.	Newspaper:	07/17/2012	
			Federal Register:	Not applicable	
HENDERSON STATE COMPANY	CIC	Notification by Kevin D. Postier and J. B. Suddarth, both of York, Nebraska, to acquire control of Henderson State Company, parent of Henderson State Bank, both in Henderson, Nebraska.	Newspaper:	Not available	
			Federal Register:	07/25/2012	
HIGH PLAINS BANKING GROUP, INC.	CIC	Notice by High Plains Banking Group, Inc. KSOP, Flagler, Colorado; Thomas Creighton, Jr., Denver, Colorado, individually and as trustee of High Plains Banking Group, Inc. KSOP; Lucy Loomis, Denver, Colorado; John and Johnita Creighton, Longmont, Colorado; Virginia Newton, Snowmass, Colorado; Ann Creighton, Sammamish, Washington; and Lavina Creighton, Atwood, Kansas, all to become members of the Creighton Family Group, to acquire control of High Plains Banking Group, Inc., parent of High Plains Bank, both in Flagler, Colorado. High Plains Banking Group, Inc., Flagler, Colorado, to redeem 19.4 percent of its outstanding common stock.	Newspaper:	Not available	
			Federal Register:	07/30/2012	
METCALF BANK	* 18C	Metcalf Bank, Lee's Summit, Missouri, to purchase certain assets and assume certain liabilities of Heartland Bank, Leawood, Kansas, and incident thereto, to establish branches in Leawood, Kansas, and Kansas City, Missouri.	Newspaper:	Waived	
	* Branch		Federal Register:	Not applicable	
YORKTOWN FINANCIAL HOLDING, INC.	* 3A1	Yorktown Financial Holdings, Inc., Tulsa, Oklahoma, to become a bank holding company through the acquisition of 100 percent of the voting shares of CNBO Bancorp, Inc., parent of Century Bank of Oklahoma, both in Pryor, Oklahoma.	Newspaper:	08/05/2012	
			Federal Register:	08/02/2012	

District: 10

Federal Reserve Bank of Kansas City

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending July 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period		
DIAMOND A FINANCIAL, LP	* 3A1	Diamond A Financial, L.P., Hilltop Holdings, Inc., and Meadow Corporation, all of Dallas, Texas, to become bank holding companies by acquiring 100 percent of PlainsCapital Corporation and its subsidiary bank, PlainsCapital Bank, both of Dallas, Texas, pursuant to section 3 of the Bank Holding Company Act.;	Newspaper:	Not available	
	4c8		Federal Register:	07/09/2012	
	* 4c8				
	4c8				
		Diamond A Financial, L.P., Hilltop Holdings, Inc., and Meadow Corporation, all of Dallas, Texas, to engage in mortgage lending activities pursuant to section 4(c)(8) of the Bank Holding Company Act through PrimeLending, A PlainsCapital Company, and its direct and indirect subsidiaries, PirmeLending Ventures Management, LLC, and PrimeLending Ventures, LLC, all of Dallas, Texas;			
		Diamond A Financial, L.P., and Hilltop Holdings, Inc., both of Dallas, Texas, to retain a noncontrolling interest in SWS Group, Inc., and its subsidiary savings association, Southwest Securities, FSB, both of Dallas, Texas, and thereby engage in the operation of a savings association pursuant to Section 4(c)(8) of the BHC Act; and			
		Diamond A Financial, L.P., and Hilltop Holdings, Inc., both of Dallas, Texas, through a retention of a noncontrolling interest in SWS Group, Inc., and indirect controlling interests in the subsidiaries of Southwest Securities, FSB, pursuant to sections 4(c)(8) of the BHC Act and Regulation Y, and thereby engage indirectly in certain nonbanking activities of those subsidiaries pursuant to section 4(c)(8) of the BHC Act, to consist of extending credit and servicing loans; activities related to extending credit; financial and investment advisory activities; agency transactional services for customers, including providing securities brokerage services, acting as riskless-principal and providing private-placement services and other transactional services as agent for customers; underwriting and dealing in government obligations and money market investments; community development activities; and issuing and selling money orders, savings bonds, traveler's checks and similar consumer payment instruments.			
FVNB CORP.	* 3A3	FVNB Corp., MOW/RPW II, Ltd., and MOW/RPW Holdings II, LLC, all of Victoria, Texas, to acquire 100 percent of First State Bank, New Braunfels, Texas.	Newspaper:	Not available	
			Federal Register:	07/20/2012	

* Subject to the provisions of the Community Reinvestment Act

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending July 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
ODESSA SOUTHWEST BANCSHARES, INC.	* 3A1	Odessa SouthWest Bancshares, Inc., Odessa, Texas, to become a bank holding company by acquiring 100 percent of SouthWest Bank, Odessa, Texas; AND Odessa SouthWest Bancshares, Inc., Odessa, Texas, elects to become a financial holding company.	Newspaper:	Not available
			Federal Register:	07/21/2012

District: 11

Federal Reserve Bank of Dallas

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
NONE					

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 July 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST PACTRUST BANCORP, INC.	* 3A5	First PacTrust Bancorp, Inc., Irvine, California, to merge with Gateway Bancorp, Santa Ana, California, with First PacTrust Bancorp, Inc., surviving and thereby indirectly acquire Gateway Business Bank, Cerritos, California.	Newspaper: Federal Register:	Not available 07/26/2012
PRIME PACIFIC FINANCIAL SERVICES, INC.	CIC	Change in Bank Control Notice by Timothy James McMahon, Poulsbo, Washington, to increase his ownership from 8.8 percent to 24.21 percent in Prime Pacific Financial Services, Inc. and indirectly Prime Pacific Bank, National Association, both of Lynnwood, Washington.	Newspaper: Federal Register:	Not available Not available

District: 12

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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