
Federal Reserve Release



H.2

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

No. 31

Week Ending August 4, 2012

Testimony and Statements

Tri-Party Repo Market -- statement by Matthew J. Eichner, deputy director, Division of Research and Statistics, before a subcommittee of the Senate Committee on Banking, Housing, and Urban Affairs regarding the tri-party repo market.

- Published, August 2, 2012

Bank Holding Companies

BB&T Corporation, Winston-Salem, North Carolina -- to acquire BankAtlantic, Fort Lauderdale, Florida, a federal savings bank.

- Approved, July 30, 2012

Forms

Forms -- final Board review to extend without revision the Report of Transaction Accounts, Other Deposits and Vault Cash (FR 2900), Annual Report of Deposits and Reservable Liabilities (FR 2910a), Report of Foreign (Non-U.S.) Currency Deposits (FR 2915), Allocation of Low Reserve Tranche and Reservable Liabilities Exemption (FR 2930), Supervisory and Regulatory Survey (FR 3052), and Consumer Financial Stability Surveys (FR 3053).

- Approved, July 29, 2012

Regulations and Policies

Foreclosure Review -- interagency extension of the deadline for borrowers to request a free foreclosure review to December 31, 2012.

- Announced, August 2, 2012

H.2 Actions under delegated authority

July 29, 2012 to August 4, 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

Middleburg Bank, Middleburg, Virginia -- to establish a branch at 315 Libbie Avenue, Richmond.

- Approved, July 30, 2012

Bank Holding Companies

Chicago

Heartland Bancorp, Inc., Bloomington, Illinois -- to acquire Farmer City State Bank, Farmer City.

- Approved, July 30, 2012

Banks, Nonmember, and Miscellaneous Institutions

Director, BS&R

Warburg Pincus LLC, New York, New York, et al. -- modification of commitments.

- Granted, August 3, 2012

Change in Bank Control

Kansas City

First Bancshares, Inc., Kansas City, Kansas -- change in bank control of First Bancshares, Inc., and its subsidiary bank, The First State Bank of Kansas City, Kansas City.

- Permitted, August 2, 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, August 3, 2012

Minneapolis

Mackinac Financial Corporation, Manistique, Michigan -- change in bank control of Mackinac Financial Corporation and its subsidiary bank, mBank, Manistique.

- Permitted, August 2, 2012

Cleveland

TriState Capital Holdings, Inc., Pittsburgh, Pennsylvania -- change in bank control of TriState Capital Holdings and its subsidiary bank, TriState Capital Bank, Pittsburgh.

- Permitted, August 1, 2012

Extensions of Time

Atlanta

Platinum Bank Holding Company, Brandon, Florida -- extension to August 2, 2012, to become a bank holding company by acquiring Platinum Bank, Brandon.

- Granted, July 30, 2012

District: 1**Federal Reserve Bank of Boston****Filings received during the week ending August 4, 2012**

Filer	Filing Type	Filing Proposal	End of Comment Period	
HAMPDEN BANCORP, INC.	CIC	Notification by Investors of America LP to retain 10% or more of the outstanding shares of the common stock of Hampden Bancorp, Inc., Springfield, Massachusetts, the holding company for Hampden Bank, Springfield, Massachusetts, pursuant to the Change in Bank Control Act of 1978.	Newspaper: Federal Register:	Not available 08/10/2012
INDEPENDENT BANK CORP.	* 3A5 * 3A3	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: Federal Register:	Not available 07/30/2012
STATE STREET BANK AND TRUST COMPANY	Investment	Filing by State Street Bank and Trust Company, Boston, Massachusetts (SSBT) to invest up to an additional \$350 million in its Edge and Agreement corporation subsidiaries pursuant to Section 211.5(h) of Regulation K and to provide Prior Notice pursuant to Section 211.9(f) of Regulation K for SSBT and its Edge subsidiary, State Street International Holdings, Boston, Massachusetts, to invest in two new subsidiaries in the Cayman Islands and Ireland in excess of the single entity investment limits in connection with the acquisition of Goldman Sachs Administration Services.	Newspaper: Federal Register:	Not applicable Not applicable

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 August 4, 2012**

Filer	Filing Type	Filing Proposal	End of Comment Period	
NONGHYUP BANK	FBSEA	NongHyup Bank, Seoul, Korea, to establish a branch in New York, New York, pursuant to Section 211.24 of Regulation K.	Newspaper: Federal Register:	Not available Not applicable
ORIENTAL FINANCIAL GROUP INC.	* 3A3	Oriental Financial Group Inc, San Juan, Puerto Rico, to acquire 100 percent of BBVAPR Holding Corporation, San Juan, Puerto Rico and thereby indirectly acquire Banco Bilbao Vizcaya Argentaria Puerto Rico, San Juan, Puerto Rico.	Newspaper: Federal Register:	Not available 08/31/2012
WESTPAC BANKING CORPORATION	4c8	Westpac Banking Corporation, Sydney, Australia, to engage de novo through Westpac Capital Markets LLC, New York, New York in securities brokerage and riskless principal transactions, pursuant to Sections 225.28(b)(7)(i) and 225.28(b)(ii) of Regulation Y.	Newspaper: Federal Register:	Not applicable 08/17/2012

District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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Institution	Location
NONE	

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District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending August 4, 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:	07/16/2012 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

District: 3

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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Institution	Location
NONE	

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District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending August 4, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
Bank Opportunity Fund LLC	CIC	Notice of Change of Control by Bank Opportunity Fund, LLC; Bank Opportunity Advisors LLC; and Bank Acquisitions LLC, Washington, D.C. to acquire up to 24.99% of Middlefield Banc Corp., Middlefield, Ohio.	Newspaper:	Not available
			Federal Register:	Not available
HEARTLAND BANK	Premises	Heartland Bank, Gahanna, OH request for permission to exceed its investment in premises limit as permitted under Section 24A of the Federal Reserve Act.	Newspaper:	Not applicable
			Federal Register:	Not applicable

District: 4

Federal Reserve Bank of Cleveland

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending August 4, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
CFG COMMUNITY BANK	* Branch	CFG Community Bank, Towson, Maryland, to establish a branch at 1615 Thames Street, Baltimore, Maryland	Newspaper: Federal Register:	Not available Not applicable
WASHINGTONFIRST BANKSHARES, INC.	* 3A5	WashingtonFirst Bankshares, Inc., Reston, Virginia, to acquire 100% of the voting securities of Alliance Bankshares, Inc., Chantilly, Virginia, and thereby indirectly acquire Alliance Bank Corporation, Fairfax, Virginia.	Newspaper: Federal Register:	08/27/2012 08/27/2012

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 August 4, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
RIVER FINANCIAL CORPORATION	3A1	River Financial Corporation, notice to become a bank holding company by acquiring 100 percent of the outstanding shares of River Bank & Trust, both of Prattville, Alabama.	Newspaper:	Not applicable
			Federal Register:	Not applicable

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	

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District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending August 4, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
C-B-G, INC.	* 3A3	C-B-G, Inc., West Liberty, Iowa, to acquire up to \$200,000 more of additional shares and increase its ownership up to 50.01 percent of Washington Bancorp, Washington, Iowa, and thereby increase it's indirect interest in Washington Bancorp's subsidiary, Federation Bank, Washington, Iowa.	Newspaper: Federal Register:	Not available Not available
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
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

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 August 4, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 8

Federal Reserve Bank of St. Louis

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: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending August 4, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
BNCCORP, INC.	CIC	MVC Private Equity Fund, LP, Purchase, NY; MVC GP II, LLC, Purchase, NY; MVC Financial Services, Inc., Purchase, NY; MVC Partners LLC, Purchase, NY; MVC Capital, Inc., Purchase, NY; The Tokarz Group Advisors LLC, Purchase, NY; Michael Tokarz, Purchase, NY; and James Pinto, Greenwich, CT (collectively "MVC"), intend to apply to the Federal Reserve Board for permission to acquire 24.76 percent of the shares of BNCCORP, Inc., Bismarck, ND. Additionally, MVC; Prairie Petroleum Inc., Denver, CO; Eugene Nicholas, Cando, ND; Timothy Dodd, Bismarck, ND; Jeffrey Topp, Grace City, ND; Janet Topp, Grace City, ND; Roger Kenner, Leeds, ND; Bradley Fey, Bismarck, ND; and William Coleman, Denver, CO, as a group acting in concert intend collectively to acquire more than 25 percent of BNCCORP, Inc., and thereby acquire BNC National Bank, Glendale, Arizona.	Newspaper:	Not available
			Federal Register:	Not available

District: 9

Federal Reserve Bank of Minneapolis

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: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending August 4, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
EQUITY BANCSHARES, INC.	* 3A3	Equity Bancshares, Inc., Wichita, Kansas, to acquire, through its subsidiary EBI Acquisition IV, Inc., Wichita, Kansas, 100 percent of the voting shares of First Community Bancshares, Inc., Overland Park, Kansas, parent of First Community Bank, Lee's Summit, Missouri. Immediately thereafter, EBI Acquisition IV, Inc., Wichita, Kansas, will merge into First Community Bancshares, Inc., Overland Park, Kansas. Equity Bank, Andover, Kansas, to merge with First Community Bank, Lee's Summit, Missouri, and incident thereto, to establish 16 branches: Sweet Springs, Windsor, Warrensburg North, Warrensburg South, Sedalia, Clinton, Warsaw Truman Hills, Warsaw Downtown, Knob Noster, Lee's Summit West, Lee's Summit, Higginsville Highway, Higginsville Downtown, Overland Park, Desoto, and Kansas City Tuileries.	Newspaper:	08/17/2012
	* 3A1		Federal Register:	08/27/2012
EQUITY BANK	* 18C	Equity Bank, Andover, Kansas, to merge with Signature Bank, Haddam, Kansas, and incident thereto, to establish a branch.	Newspaper:	08/19/2012
	* Branch		Federal Register:	Not applicable
EQUITY BANK	* 18C	Equity Bank, Andover, Kansas, to merge with First Community Bank, Lee's Summit, Missouri, and incident thereto, to establish 16 branches: Sweet Springs, Windsor, Warrensburg North, Warrensburg South, Sedalia, Clinton, Warsaw Truman Hills, Warsaw Downtown, Knob Noster, Lee's Summit West, Lee's Summit, Higginsville Highway, Higginsville Downtown, Overland Park, Desoto, and Kansas City Tuileries.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable
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

* Subject to the provisions of the Community Reinvestment Act

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending August 4, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
MAIN BANC, INC.	* 3A3	Main Banc, Inc., to acquire 100 percent of the voting shares of Bank 1st Financial Corporation, parent of Bank 1st, all of Albuquerque, New Mexico. Bank 1st Financial Corporation will merge with and into Main Banc, Inc., and shortly thereafter, Bank 1st will merge with Main Bank, a wholly-owned subsidiary of Main Banc, Inc.	Newspaper:	Not available
	* 3A5		Federal Register:	08/27/2012
TRI-COUNTY FINANCIAL CORPORATION	* 3A1	Tri-County Financial Corporation, to become a bank holding company through the acquisition of 100 percent of the outstanding voting shares of The Bank of Commerce and Trust Company, both in Wellington, Kansas.	Newspaper:	08/10/2012
			Federal Register:	08/24/2012

District: 10

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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NONE					

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NONE	

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District: 11**Federal Reserve Bank of Dallas****Filings received during the week ending August 4, 2012**

Filer	Filing Type	Filing Proposal	End of Comment Period	
A.N.B. HOLDING COMPANY, LTD.	* 3A3	A.N.B. Holding Company, Ltd., Terrell, Texas, to acquire additional shares up to 34% of The ANB Corporation, Terrell, Texas, and indirectly acquire The American National Bank of Texas, Terrell, Texas; Lakeside Bancshares, Inc., Rockwall, Texas; and Lakeside National Bank, Rockwall, Texas.	Newspaper: Federal Register:	Not available 08/17/2012
INDEPENDENT BANK GROUP, INC.	* 3A5	Independent Bank Group, Inc., McKinney, Texas, to acquire by merger 100 percent of Community Group, Inc., and indirectly acquire United Community Bank, National Association, both of Highland Village, Texas.	Newspaper: Federal Register:	08/23/2012 08/24/2012
LEGACYTEXAS BANK	* Branch	LegacyTexas Bank, Plano, Texas, to establish a branch to be located at 2101 Cedar Springs Road, Dallas, Texas 75201.	Newspaper: Federal Register:	08/09/2012 Not applicable

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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Institution	Location
NONE	

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District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending August 4, 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
WELLS FARGO & COMPANY	Foreign Branch	Wells Fargo & Company, San Francisco, California, to establish a foreign branch in the Dubai International Financial Centre, Dubai, United Arab Emirates, through Bancorp's lead bank, Wells Fargo Bank, NA, Sioux Falls, South Dakota, pursuant to Section 211.3(b)(3) of Regulation K.	Newspaper: Federal Register:	Not applicable Not applicable

District: 12

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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