

---

**Federal Reserve Release**

---



*H.2*

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

*No. 15*

*Week Ending April 12, 2014*

Testimony and Statements

Regulatory Rulemakings -- statement by Scott G. Alvarez, general counsel, before the House Committee on Financial Services on recent rulemakings and other Federal Reserve actions, including actions to implement the Dodd-Frank Act, promote a stable financial system, and strengthen the resiliency of banking organizations.

- Published, April 8, 2014

Regulations and Policies

Regulatory Capital Rules -- interagency final rule adopting an enhanced supplementary leverage ratio (SLR) and proposed rules modifying the denominator calculation for the SLR and revising the definition of "eligible guarantee" in the agencies' advanced approaches risk-based capital rule.

- Approved, April 8, 2014

**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**

## Philadelphia

The Bank of Landisburg, Landisburg, Pennsylvania -- to establish a branch at the intersection of Routes 34 and 849, Oliver Township.

- Approved, April 9, 2014

## San Francisco

Farmers and Merchants Bank of Long Beach, Long Beach, California -- to establish a branch at 1333 South Pacific Coast Highway, Redondo Beach, and to exceed the limit on investment in bank premises.

- Approved, April 9, 2014

## San Francisco

Heritage Bank of Commerce, San Jose, California -- to establish a branch at 351 Tres Pinos Road, Hollister.

- Approved, April 11, 2014

## Secretary

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 1550 Oak Ridge Turnpike, Oak Ridge, Tennessee.

- Approved, April 9, 2014

**Bank Holding Companies**

San Francisco

AltaPacific Bancorp, Santa Rosa, California -- waiver of application to merge with Mission Oaks Bancorp, Temecula, and indirectly acquire Mission Oaks National Bank, in connection with the merger of Mission Oaks National Bank with and into AltaPacific Bancorp's subsidiary, AltaPacific Bank, Santa Rosa.

- Granted, April 11, 2014

Dallas

First Bells Bankshares, Inc., Bells, Texas -- to acquire Cendera Funding, Inc., Fort Worth, and thereby engage in extending credit and servicing loans.

- Withdrawn, April 7, 2014

Atlanta

Professional Holding Corp., Coral Gables, Florida -- to become a bank holding company by acquiring Professional Bank, Coral Gables, and election to become a financial holding company.

- Approved, April 8, 2014

**Bank Mergers**

Kansas City

RCB Bank, Claremore, Oklahoma -- to purchase certain assets and assume certain liabilities of SpiritBank, Tulsa, and thereby establish branches in Drumright, Oilton, Stroud, Edmond, Oklahoma City, Cushing, and Stillwater.

- Approved, April 7, 2014

**Change in Bank Control**

Minneapolis

Baldwin Bancshares, Inc., Baldwin, Wisconsin -- to retain control of Baldwin Bancshares, Inc. and its subsidiary, First Bank of Baldwin, Baldwin.

- Permitted, April 10, 2014

Atlanta

CBA Bankshares, Inc., Americus, Georgia -- to retain control of CBA Bankshares, Inc. and its subsidiary, Citizens Bank of Americus, Americus.

- Permitted, April 11, 2014

Richmond

First South Bancorp, Inc., Spartanburg, South Carolina -- change in bank control of First South Bancorp, Inc. and its subsidiary, First South Bank, Spartanburg.

- Permitted, April 9, 2014

**Extensions of Time**

Chicago

Van Buren Bancorporation Employee Stock Ownership Plan, Keosauqua, Iowa -- extension to July 22, 2014, to increase its ownership of Van Buren Bancorporation, Keosauqua, and thereby increase its indirect ownership of Community First Bank, Keosauqua, and First Iowa State Bank, Albia.

- Granted, April 8, 2014

**Membership**

Chicago

WoodTrust Bank, National Association, Wisconsin Rapids, Wisconsin -- to retain membership in the Federal Reserve System on conversion to a state-chartered institution.

- Approved, April 10, 2014

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending April 12, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BERKSHIRE HILLS BANCORP, INC	* 3A1	Berkshire Hills Bancorp, Inc., Pittsfield, Massachusetts (Berkshire), to become a bank holding company pursuant to section 3(a)(1) of the Bank Holding Company Act of 1956, as amended, in connection with the conversion of its subsidiary savings bank, Berkshire Bank, Pittsfield, Massachusetts, to a Massachusetts trust company. Berkshire also elects to become a financial holding company.	Newspaper:	05/02/2014
			Federal Register:	05/01/2014
BLUE HILLS BANCORP, INC	* 3A1	Application by Blue Hills Bancorp, Inc., Hyde Park, Massachusetts to acquire 100% of the outstanding capital stock of Blue Hills Bank, Hyde Park, Massachusetts, pursuant to section 3(a)(1) of the BHC Act of 1956, as amended, in connection with the conversion of Hyde Park Bancorp, MHC, Hyde Park, Massachusetts from mutual to stock form.	Newspaper:	Not available
			Federal Register:	04/21/2014
KENNEBEC SAVINGS, MHC	* 3A1 * 3A3	Kennebec Savings, MHC and Kennebec Savings, Inc., both of Augusta, Maine, to become a mutual bank holding company and a stock bank holding company, respectively, by acquiring Kennebec Savings Bank, Augusta, Maine, pursuant to sections 3(a)(1) and 3(a)(3) of the Bank Holding Company Act of 1956, as amended.	Newspaper:	Not available
			Federal Register:	05/01/2014
MELROSE BANCORP, INC.	* 3A1	Melrose Bancorp, Inc., Melrose, Massachusetts to acquire 100% of the outstanding capital stock of Melrose Cooperative Bank, Melrose, Massachusetts, pursuant to section 3(a)(1) of the BHC Act, in connection with the conversion of the bank from mutual to stock form.	Newspaper:	04/14/2014
			Federal Register:	04/21/2014
MERIDIAN BANCORP, INC.	* 3A1	Meridian Bancorp, Inc., Peabody, Massachusetts to acquire 100% of the outstanding capital stock of East Boston Savings Bank, East Boston, Massachusetts, pursuant to section 3(a)(1) of the BHC Act, in connection with the conversion of Meridian Financial Services, Inc., East Boston, Massachusetts, from mutual to stock form.	Newspaper:	04/09/2014
			Federal Register:	04/10/2014
PILGRIM BANCSHARES, INC.	* 3A1	Application by Pilgrim Bancshares, Inc., Cohasset, Massachusetts to acquire 100% of the outstanding capital stock of Pilgrim Bank, Cohasset, Massachusetts, pursuant to section 3(a)(1) of the BHC Act, in connection with the conversion of Conahasset Bancshares, MHC from mutual to stock form.	Newspaper:	Not available
			Federal Register:	04/22/2014

\* Subject to the provisions of the Community Reinvestment Act

**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 April 12, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
--------------	--------------------	------------------------	------------------------------

---

NONE

**District: 2**

**Federal Reserve Bank of New York**

**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: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending April 12, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
KEARNY MHC	* SLHC Acquisition	Kearny MHC and Kearny Financial Corporation, both of Kearny, NJ, to acquire 100 percent of Atlas Bank, Brooklyn, NY, and merge it with and into the applicants wholly owned subsidiary, Kearny Federal Savings Bank, Kearny, NJ.	Newspaper:	04/23/2014
			Federal Register:	04/23/2014

**District: 3**

**Federal Reserve Bank of Philadelphia**

**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: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending April 12, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
MARS NATIONAL BANCORP, INC.	* 3A1	Mars National Bancorp, Inc., Mars, Pennsylvania to become a bank holding company by acquiring 100% of the voting shares of Mars National Bank of Mars, Pennsylvania.	Newspaper:	04/28/2014
			Federal Register:	05/01/2014
NORTH SIDE BANK AND TRUST COMPANY, THE	* Branch	Application by North Side Deposit Bank and Trust Company, Cincinnati, OH to establish a branch at 2739 Madison Rd. Cincinnati, OH.	Newspaper:	Not available
			Federal Register:	Not applicable

**District: 4**

**Federal Reserve Bank of Cleveland**

**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: 5**

**Federal Reserve Bank of Richmond**

**Filings received during the week ending April 12, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
SHORE BANK	* Branch	Shore Bank, Onley, Virginia to establish a branch at 9748 Stephen Decatur Highway, Unit 109, Ocean City, Maryland.	Newspaper:	04/18/2014
			Federal Register:	Not applicable
XENITH BANK	* 18C	Xenith Bank, Richmond, Virginia, to merge with	Newspaper:	04/23/2014
	* Branch	Colonial Virginia Bank, Gloucester, Virginia.	Federal Register:	Not applicable

**District: 5**

**Federal Reserve Bank of Richmond**

**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: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending April 12, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANCO DE CREDITO E INVERSIONES S.A.	* 3A1	Banco De Credito E Inversiones, Empresas Juan Yarur S.A.C., Inversiones Petro S.A., Inversiones Baquio LTDA., Inversiones Nueve LTDA., and Administraciones Baquio LTDA., all of Santiago, Chile, to become bank holding companies by acquiring 100 percent of CM Florida Holdings, Inc., Coral Gables, Florida, and its subsidiary, City National Bank of Florida, Miami, Florida.	Newspaper: Federal Register:	Not available 08/08/2013
SUNSHINE BANCORP, INC.	* SLHC Formation	Sunshine Bancorp, Inc., Plant City, Florida, to become a savings and loan holding company through the acquisition of all of the outstanding voting stock of Sunshine State Federal Savings and Loan Association, both of Plant City, Florida. The savings and loan holding company will be formed in connection with the proposed mutual-to-stock conversion of Sunshine State Federal Savings and Loan Association, a federally chartered mutual savings bank.	Newspaper: Federal Register:	Not available 04/21/2014

**District: 6**

**Federal Reserve Bank of Atlanta**

**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
3402575	RELIANT BK, BRENTWOOD, TENNESSEE	08/27/2012	04/10/2014	S	Int Sm Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending April 12, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
F & M BANKSHARES, INC.	CIC	Notice by Thomas K. Maxwell of Marinette, Wisconsin, individually and acting in concert with Thomas K. Maxwell II of Peshtigo, Wisconsin; Cheryl R. Maxwell of Marinette, Wisconsin; Edward F. Maxwell of Madison, Wisconsin; and Gary L. Maxwell of Milford, Indiana, to retain control of F&M Bankshares, Inc., Marinette, Wisconsin, and thereby indirectly control Farmers & Merchants Bank & Trust, Marinette, Wisconsin.	Newspaper: Federal Register:	Not available 04/22/2014
JOHNSON BANK	* Branch	Johnson Bank, Racine, Wisconsin, to establish a branch at 1555 West Mequon Road, Mequon, Wisconsin.	Newspaper: Federal Register:	04/19/2014 Not applicable
PEOPLES BANCORP	CIC	Notice by Joe D. Van Tol Revocable Trust, Rock Valley, Iowa, Joe D. Van Tol, as Trustee, individually, and in conjunction with the Van Tol Family (Joe D. Van Tol Revocable Trust; Todd J. Van Tol, Rock Valley, Iowa; Joe E. Van Tol, Rock Valley, Iowa; David J. Van Tol, Boulder, Colorado; and Ryan J. Van Tol, Harrisburg, South Dakota) to retain control of Peoples Bancorp, Rock Valley, Iowa, and thereby indirectly Peoples Bank, Rock Valley, Iowa.	Newspaper: Federal Register:	Not available 04/28/2014
PEOPLES BANCORP	CIC	Notice by the Kooima Family (Myron Kooima, Inwood, Iowa; Vernon Kooima, Doon, Iowa; and Dale Kooima, Rock Valley, Iowa) to retain control of Peoples Bancorp, Rock Valley, Iowa, and thereby indirectly Peoples Bank, Rock Valley, Iowa.	Newspaper: Federal Register:	Not available 04/28/2014

Federal Reserve Bank of Chicago

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: 8****Federal Reserve Bank of St. Louis****Filings received during the week ending April 12, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANKTENNESSEE	* Branch	BankTennessee, Collierville, Tennessee, to establish a branch located at 26 Munford Avenue, Munford, Tennessee.	Newspaper: Federal Register:	04/25/2014 Not applicable
FIRST CITIZENS BANCSHARES, INC.	* 3A5	First Citizens Bancshares, Inc., Dyersburg, Tennessee, to merge with Southern Heritage Bancshares, Inc., Cleveland, Tennessee, and thereby indirectly acquire Southern Heritage Bank, Cleveland, Tennessee.	Newspaper: Federal Register:	05/08/2014 05/08/2014
JAMESMARK BANKSHARES, INC.	* 3A3	Jamesmark Bancshares, Inc., Springfield, Missouri, to acquire 80 percent or more of the outstanding common stock of Bank of Ash Grove, Ash Grove, Missouri.	Newspaper: Federal Register:	04/18/2014 04/23/2014
SOUTHERN MISSOURI BANCORP, INC.	* 3A5	Southern Missouri Bancorp, Inc., Poplar Bluff, Missouri, to merge with Peoples Service Company, Nixa, Missouri, and thereby indirectly acquire Peoples Bank of the Ozarks, Nixa, Missouri.	Newspaper: Federal Register:	Not available Not available

**District: 8**

**Federal Reserve Bank of St. Louis**

**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: 9**

**Federal Reserve Bank of Minneapolis**

**Filings received during the week ending April 12, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
PEOPLES BANKSHARES, INC.	* 3A5	Peoples Bankshares, Inc., Mora, Minnesota, to acquire and merge with Douglas County Bancshares, Inc., Alexandria, Minnesota, and thereby indirectly acquire Neighborhood National Bank, Alexandria, Minnesota.	Newspaper: Federal Register:	Not available 05/08/2014
SECURITY FINANCIAL SERVICES CORPORATION	* 3A5 * 18C	Security Financial Services Corporation, Durand, Wisconsin, to merge with Bloomer Bancshares, Inc., Bloomer, Wisconsin, and thereby indirectly acquire Peoples State Bank of Bloomer, Bloomer, Wisconsin. In addition, Security Financial Bank, Durand, Wisconsin, intends to merge with Peoples State Bank of Bloomer, Bloomer, Wisconsin.	Newspaper: Federal Register:	04/19/2014 04/14/2014

**District: 9**

**Federal Reserve Bank of Minneapolis**

**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: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending April 12, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
WESTERN OKLAHOMA BANCSHARES, INC.	CIC	Notification submitted by the FLH Financial Services Trust, Leedey, Oklahoma; and its trustees: Frank Harrel, LaTricia Harrel, both of Leedey, Oklahoma, Brent Harrel, Elk City, Oklahoma, and Kalee Carpenter, Leedey, Oklahoma; to become part of the Harrel Family control group, and Brent Harrel as trustee of the voting agreement, to acquire control of Western Oklahoma Bancshares, parent of Bank of Western Oklahoma, both in Elk City, Oklahoma.	Newspaper: Federal Register:	Not available 04/30/2014
WHITCORP FINANCIAL COMPANY	CIC	Notification submitted by Peter Page, Lamar, Colorado, in his capacity as independent trustee of three trusts: the Barth E. Whitham Trust No. 2, the Frank E. Whitham Trust #1, Barth E. Whitham Share, the Frank E. Whitham Trust #2, Barth E. Whitham Share, all of Morrison, Colorado; and Doug McKinney, Leoti, Kansas, in his capacity as independent trustee of the Stewart A. Whitham Trust #2, Leoti, Kansas; to become members of the Whitham Control Group and thereby retain control of Whitcorp Financial Company, Leoti, Kansas, parent of Western State Bank, Garden City, Kansas, and Frontier Bank, Lamar, Colorado.	Newspaper: Federal Register:	Not available 04/07/2014

**District: 10**

**Federal Reserve Bank of Kansas City**

**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
154257	CENTENNIAL BK, CENTENNIAL, COLORADO	12/02/2013	03/20/2014	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 April 12, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
--------------	--------------------	------------------------	------------------------------

---

NONE

**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 April 12, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST NORTHWEST BANCORP	* 3A1	First Northwest Bancorp, Port Angeles, Washington, to become a bank holding company upon the conversion of First Federal Savings and Loan Association of Port Angeles, Port Angeles, Washington, from a mutual to stock savings bank.	Newspaper:	Not available
			Federal Register:	04/10/2014
TAIPEI FUBON COMMERCIAL BANK CO., LTD.	FBSEA	Taipei Fubon Commercial Bank Co., Ltd, Taipei, Taiwan, requests to establish a representative office in San Jose, California, pursuant to section 211.24(a)(1) of Regulation K.	Newspaper:	Not available
			Federal Register:	Not applicable

**District: 12**

**Federal Reserve Bank of San Francisco**

**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