
Federal Reserve Release



H.2

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

No. 1

Week Ending January 2, 2016

Bank Branches, Domestic

Chemical Bank, Midland, Michigan -- to establish a mobile branch to operate in certain counties in Michigan.

- Approved, December 27, 2015

Forms

Forms -- initial Board review to conduct with revision the Survey of Finance Companies (FR 3033).

- Proposed, December 31, 2015

Personnel

Division of Banking Supervision and Regulation -- appointment of Steve Merriett as associate director.

- Announced, December 29, 2015

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

First Capital Bank, Glen Allen, Virginia -- to establish a branch at 6296 Mechanicsville Turnpike, Mechanicsville.

- Approved, December 28, 2015

Bank Holding Companies

Boston

Northern Bancorp, Inc., Woburn, Massachusetts -- to make, through its subsidiary, Northern Bank & Trust Company, Woburn, a minority investment in SmartNest, Inc., and thereby engage in providing collection agency and data processing services.

- Approved, December 28, 2015

Minneapolis

State Bankshares, Inc., Fargo, North Dakota -- to acquire additional shares of Discovery Benefits, Inc., Fargo, and thereby continue to engage in providing consulting services to employee benefit, compensation, and insurance plans.

- Approved, December 31, 2015

Bank Mergers

Secretary

Atlantic Community Bankers Bank, Camp Hill, Pennsylvania -- to merge with Interim Atlantic Community Bankers Bank, Camp Hill.

- Approved, December 29, 2015

Banks, Foreign

Director, BS&R

Taiwan Business Bank, Ltd., Taipei, Taiwan -- to establish a branch in New York, New York.

- Approved, December 31, 2015

Banks, State Member

Director, BS&R

Manufacturers and Traders Trust Company, Buffalo, New York -- to make a public welfare investment.

- Approved, December 29, 2015

Change in Bank Control

Chicago

Bridgeview Bancorp, Inc., Bridgeview, Illinois -- to retain control of Bridgeview Bancorp, Inc., and its subsidiary, Bridgeview Bank Group, Bridgeview.

- Permitted, December 28, 2015

San Francisco

Guaranty Federal Bancshares, Inc., Springfield, Missouri -- change in bank control of Guaranty Federal Bancshares, Inc., and its subsidiary, Guaranty Bank, Springfield.

- Permitted, December 30, 2015

Atlanta

RCB Financial Corporation, Rome, Georgia -- change in bank control of RCB Financial Corporation and its subsidiary, River City Bank, Rome.

- Permitted, December 28, 2015

Change in Bank Control

Minneapolis

The Tysan Corporation, Minneapolis, Minnesota -- change in bank control of The Tysan Corporation and its subsidiaries, Lake Community Bank, Long Lake, and Pine Country Bank, Little Falls.

- Permitted, December 30, 2015

Kansas City

Whitcorp Financial Company, Leoti, Kansas -- change in bank control of Whitcorp Financial Company and its subsidiaries, Western State Bank, Garden City, and Frontier Bank, Lamar, Colorado.

- Permitted, December 28, 2015

Membership

St. Louis

Decatur County Bank, Decaturville, Tennessee -- to become a member of the Federal Reserve System.

- Approved, December 30, 2015

Cleveland

Peoples Bank, National Association, Marietta, Ohio -- to retain membership in the Federal Reserve System on conversion to a state-chartered bank.

- Approved, December 30, 2015

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending January 2, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
SOUTH SHORE BANK	* Branch	Application by South Shore Bank, South Weymouth, Massachusetts, to establish a branch at 680 Hancock Street, Quincy, Massachusetts, pursuant to Section 208.6 of Regulation H.	Newspaper:	Not available
			Federal Register:	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
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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 January 2, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
PATHFINDER BANCORP, INC.	CIC	Notice by Pathfinder Bank Employee Stock Ownership Plan Trust, Oswego, New York to retain more than 10 percent of the outstanding common shares of Pathfinder Bancorp Inc., Oswego, New York.	Newspaper:	01/15/2016
			Federal Register:	01/15/2016

District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

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District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending January 2, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

District: 3

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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Institution	Location

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District: 4**Federal Reserve Bank of Cleveland****Filings received during the week ending January 2, 2016**

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMMUNITY FIRST BANCORP INC.	CIC	Notice of Change in Bank Control filed by Henry H. Deible, individually, and by the Deible Family, as a group, consisting of Henry H. Deible, Northern Horizons, LLC, Mary M. Deible, Henry H. Deible II, Eugene E. Deible III, Patricia E. Beach, Donald Beach, Timothy Beach, Christopher Beach, Mildred O'Bryon, James E. O'Bryon, Lynne E. Cebulskie and William P. Cebulskie to retain 10% or more of the outstanding shares of Community First Bancorp, Inc., Reynoldsville, PA, thereby indirectly controlling Community First Bank, Reynoldsville, PA.	Newspaper: Federal Register:	Not available 01/07/2016
HEARTLAND BANCCORP	CIC	Notice of Change in Bank Control filed by the McComb Family, as a group, consisting of Gregory Scott McComb, Camilla Lorraine McComb, and Debra L. McComb, to retain 10% or more of the outstanding voting shares of Heartland BancCorp, Gahanna, OH, thereby indirectly controlling Heartland Bank, Gahanna, OH	Newspaper: Federal Register:	Not available 01/15/2016

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 January 2, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
CAPITAL BANK FINANCIAL CORP.	* 3A5	Capital Bank Financial Corp., Charlotte, North Carolina, to acquire 100% of the voting shares of CommunityOne Bancorp, Charlotte, North Carolina, and thereby indirectly acquire CommunityOne Bank, National Association, Charlotte, North Carolina.	Newspaper:	Not available
			Federal Register:	Not available

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

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending January 2, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANQUE SYZ SA	FBSEA	Banque SYZ SA, Geneva, Switzerland, for approval to establish an International Bank Representative Office to enable it to continue the operations of the Banque SYZ Suisse SA Florida Representative Office following the merger of Banque SYZ Suisse SA, with and into Banque SYZ SA.	Newspaper:	01/06/2016
			Federal Register:	Not applicable
BEACH COMMUNITY BANCSHARES, INC.	CIC	Prior change in control notice filed by Leslie M. Apple, Rensselaer, New York, to acquire 10 percent or more of the outstanding shares of Beach Community Bancshares, Inc., and its subsidiary, Beach Community Bank, both of Fort Walton Beach, Florida.	Newspaper:	12/31/2015
			Federal Register:	01/11/2016
CAPSTAR FINANCIAL HOLDINGS, INC.	* 3A1	CapStar Financial Holdings, Inc., to become a bank holding company by acquiring 100 percent of the outstanding shares of CapStar Bank, both of Nashville, Tennessee.	Newspaper:	Not available
			Federal Register:	01/08/2016
FIRST FARMERS AND MERCHANTS BANK	* Branch	First Farmers and Merchants Bank, Columbia, Tennessee, to establish a branch located at 1004 Village Plains Boulevard, Franklin, Tennessee.	Newspaper:	12/28/2015
			Federal Register:	Not applicable
HERITAGE FIRST BANCSHARES, INC.	CIC	After the fact change in control notice filed by Andrew Charles Heaner, Atlanta, Georgia, to retain 25 percent or more of the outstanding shares of Heritage First Bancshares, Inc., and Heritage First Bank, both of Rome, Georgia.	Newspaper:	Not available
			Federal Register:	01/13/2016
OCEAN BANKSHARES, INC.	CIC	After-the-fact notification filed by: 1) A. Alfonso Macedo, Adriana Macedo Moncayo, Olga E. Macedo, and Sandra Macedo Moncayo (the Macedo Family); 2) Javier Macedo Rodriguez, Belkis Macedo de Graterol, Candida Isabel Macedo Rodriguez, and Nelly Macedo Rodriguez (the Rodriguez Family); and 3) Ernesto de Abreu Gonzalez, Carmen Elena de Abreu, Mercedes Coromoto de Abreu Gonzalez, and Jose Alberto de Abreu Gonzalez (the Gonzalez Family) and the Macedo, Rodriguez, and Gonzalez Families' multiple related companies, partnerships, trusts, and trustees to maintain control of Ocean Bankshares, Inc. (Bankshares) and its subsidiary, Ocean Bank (Bank), both of Miami, Florida, pursuant to the Change in Bank Control Act of 1978.	Newspaper:	08/27/2015
			Federal Register:	Not available
SMARTBANK	* 18C * Branch	SmartBank, Pigeon Forge, Tennessee, to merge with Cornerstone Community Bank, Chattanooga, Tennessee.	Newspaper:	01/20/2016
			Federal Register:	Not applicable
SOUTHEAST, LLC	* 3A1	Southeast, LLC, Atlanta, Georgia, to become a bank holding company by acquiring at least 50 percent of Barwick Banking Company, Barwick, Georgia.	Newspaper:	01/31/2016
			Federal Register:	01/22/2016

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending January 2, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
Vinings Bancshares, Inc.	3A1	Vinings Bancshares, Inc., notice to become a bank holding company by acquiring 100 percent of Vinings Bank, both of Smyrna, Georgia.	Newspaper:	Not applicable
			Federal Register:	Not applicable

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.

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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 January 2, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
CHEMICAL BANK	* Branch	Chemical Bank, Midland, Michigan applied to the Federal Reserve Board for permission to establish a mobile branch (courier service) that will serve business customers in the following counties: Alcona, Allegan, Alpena, Antrim, Arenac, Bay, Barry, Benzie, Berrien, Branch, Calhoun, Cass, Cheboygan, Charlevoix, Clare, Crawford, Emmet, Gladwin, Grand Traverse, Gratiot, Hillsdale, Huron, Ionia, Iosco, Isabella, Kalamazoo, Kalkaska, Kent, Lake, Leelanau, Manistee, Mason, Mecosta, Midland, Missaukee, Montcalm, Montmorency, Newaygo, Ogemaw, Osceola, Oscoda, Otsego, Ottawa, Presque Isle, Roscommon, Saginaw, Sanilac, Tuscola, Van Buren, and Wexford.	Newspaper:	09/21/2015
			Federal Register:	Not applicable
EASTERN MICHIGAN FINANCIAL CORPORATION	* 3A5	Eastern Michigan Financial Corporation, Crosswell, Michigan, to merge with Ruth Bank Corporation, Ruth, Michigan and thereby acquire control of Ruth State Bank, Ruth, Michigan.	Newspaper:	Not available
			Federal Register:	01/14/2016
FIRST FARMERS FINANCIAL CORPORATION	* 3A5 * 18C * Branch	First Farmers Financial Corporation, Converse, Indiana, to merge with Century Bank Corp., and thereby indirectly acquire The Citizens Exchange Bank, both of Fairmount, Indiana and an application by First Farmers Bank & Trust Co., Converse, Indiana, to merge with The Citizens Exchange Bank, Fairmount, Indiana, and operate all offices of The Citizens Exchange Bank as branches.	Newspaper:	01/07/2016
			Federal Register:	01/11/2016
FIRST MIDWEST BANCORP, INC.	* 3A5 * 18C * Branch	First Midwest Bancorp, Itasca, IL to merge with NI Bancshares, Sycamore, IL and thereby acquire the National Bank & Trust Co of Sycamore, IL. In addition to this proposal, First Midwest Bank, Itasca, Illinois to merge with the National Bank & Trust Company of Sycamore, Sycamore, Illinois. As a result of the merger, First Midwest Bank, Itasca, IL will establish 10 branches.	Newspaper:	12/19/2015
			Federal Register:	12/28/2015
NICOLET BANKSHARES, INC.	* 3A5	Nicolet Bankshares, Inc., Green Bay, Wisconsin, to merge with Baylake Corp., and thereby indirectly acquire Baylake Bank, both in Sturgeon Bay, Wisconsin.	Newspaper:	01/04/2016
			Federal Register:	01/04/2016
OAK PARK RIVER FOREST BANKSHARES, INC.	CIC	Walter F. Healy, Oak Park, Illinois, to acquire 15.5 percent of Oak Park River Forest Bankshares, Inc., Oak Park, Illinois and thereby indirectly acquire Community Bank Oak Park River Forest, Oak Park, Illinois.	Newspaper:	Not available
			Federal Register:	Not available

District: 7

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending January 2, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
CENTENNIAL BANK	* Branch	Centennial Bank, Conway, Arkansas, to establish a branch facility to be located at 201 E. Garden Street, Pensacola, Florida.	Newspaper:	01/19/2016
			Federal Register:	Not applicable
ROYAL BANCSHARES, INC.	* 3A3	Royal Bancshares, Inc., University City, Missouri, to acquire 100 percent of Frontenac Bancshares, Inc., Earth City, Missouri, thereby indirectly acquire Frontenac Bank, Earth City, Missouri. Also, a companion filing by Royal Acquisition LLC, University City, Missouri, to become a bank holding company by acquiring 100 percent of Frontenac Bank, Earth City, Missouri.	Newspaper:	01/27/2016
	* 3A1		Federal Register:	01/28/2016

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 January 2, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST FINANCIAL CORPORATION	CIC	Brooks F. Burgum, Fargo, North Dakota, individually, and as a trustee of the Frederick W. Burgum-Katherine J. Burgum 2008 FFC GRAT (Burgum GRAT), Fargo, North Dakota, to retain 25 percent or more of the shares of First Financial Corporation, Arthur, North Dakota. In addition, Burgum GRAT; Frederick W. Burgum, Arthur, North Dakota; and Katherine B. Itterman, Fargo, North Dakota, as members of the Burgum family control group, to retain 25 percent or more of the shares of First Financial Corporation, Arthur, North Dakota, and thereby indirectly retain control of First State Bank of North Dakota, Arthur, North Dakota.	Newspaper: Federal Register:	12/29/2015 12/28/2015
FLATHEAD LAKE BANCORPORATION, INC.	CIC	Retroactive change in control notice by Richard Pedersen, Everett, Washington, to retain control of 25 percent or more of the shares of Flathead Lake Bancorporation, Inc., Polson, Montana, and thereby indirectly retain control of First Citizens Bank of Polson, National Association, Polson, Montana.	Newspaper: Federal Register:	Not available 01/13/2016
FRANDSEN FINANCIAL CORPORATION	* 3A3	Frandsen Financial Corporation, Arden Hills, Minnesota, to acquire 100 percent of Provincial Corp., Lakeville, Minnesota, and thereby indirectly acquire Provincial Bank, Lakeville, Minnesota.	Newspaper: Federal Register:	Not available Not available
GREAT WESTERN BANCORP, INC.	* 3A5	Great Western Bancorp, Inc., Sioux Falls, South Dakota, to merge with HF Financial Corp., Sioux Falls, South Dakota, and thereby indirectly acquire Home Federal Bank, Sioux Falls, South Dakota.	Newspaper: Federal Register:	Not available Not available

* Subject to the provisions of the Community Reinvestment Act

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

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending January 2, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
CSBO HOLDINGS, INC. ESOP	* 3A1	CSBO Holdings, Inc., Employee Stock Ownership Plan, Ridgway, Colorado, to become a bank holding company through the acquisition of 51 percent of the voting shares of CSBO Holdings, Inc., Ridgway, Colorado, and thereby indirectly acquire Citizens State Bank of Ouray, Ouray, Colorado.	Newspaper:	Not available
			Federal Register:	01/14/2016

District: 10

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending January 2, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
PLAINSCAPITAL BANK	* Branch	Application by PlainsCapital Bank, Dallas, Texas, to establish a branch at 3417 Gaston Avenue, Dallas, Texas 75248.	Newspaper:	01/07/2016
			Federal Register:	Not applicable

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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NONE

District: 12**Federal Reserve Bank of San Francisco****Filings received during the week ending January 2, 2016**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF HAWAII	* Branch	Bank of Hawaii, Honolulu, Hawaii, to establish a new branch office located at Springs Plaza, Chalan Ale Arnold, Gualo Rai, Saipain, MP.	Newspaper:	Not available
			Federal Register:	Not applicable
NHB HOLDINGS, INC.	CIC	Brink Investments, Christina Ann Fink, Orlando, Florida, Robert Thomas Fink, Fayetteville, Arkansas, and Timothy Russell Brose, St. Petersburg, Florida, for approval to retain over 10 percent of the voting shares of NHB Holdings, Inc., which owns Proficio Bank, both of Cottonwood Heights, Utah.	Newspaper:	07/15/2014
			Federal Register:	Not available
RBB BANCORP	* 3A5	RBB Bancorp, Los Angeles, California, to merge with TFC Holding Company, and thereby indirectly acquire Tomato Bank, both of Alhambra, California.	Newspaper:	Not available
			Federal Register:	Not available
WESTAMERICA BANCORPORATION	CIC	Change in Bank Control Notice filed by T. Rowe Price Associates, Inc., Baltimore, Maryland, to retain 10 percent or more of Westamerica Bancorporation, and thereby indirectly in its subsidiary, Westamerica Bank, both of San Rafael, California.	Newspaper:	Not available
			Federal Register:	Not available

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
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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

* Subject to the provisions of the Community Reinvestment Act