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**Federal Reserve Release**

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*H.2*

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

*No. 17*

*Week Ending April 23, 2016*

**Banks, State Member**

Frost Bank, San Antonio, Texas -- commenter's request for reconsideration of the Board's approval of the proposal by Frost Bank to establish two branches.

- Denied, April 19, 2016

**Forms**

Forms -- final board review to extend without revision the Senior Credit Officer Opinion Survey on Dealer Financing Terms (FR 2034).

- Approved, April 19, 2016

**Personnel**

Division of Reserve Bank Operations and Payment Systems -- appointment of Matthew J. Eichner as director.

- Announced, April 21, 2016

**Enforcement**

CommerceWest Bank, Irvine, California -- issuance of a consent cease and desist order.

- Announced, April 19, 2016

**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**

## St. Louis

The Bank of Fayette County, Piperton, Tennessee -- to establish a branch at Houston Levee Road, Ballard Property Outparcel C, Collierville.

- Approved, April 20, 2016

## Atlanta

First Farmers and Merchants Bank, Columbia, Tennessee -- to establish a branch at 5020 Harpeth Drive, Brentwood.

- Approved, April 22, 2016

## New York

Five Star Bank, Warsaw, New York -- to establish a branch at 100 Chestnut Street, Rochester.

- Approved, April 21, 2016

## Dallas

Frost Bank, San Antonio, Texas -- to establish branches at 13630 East Freeway, 4606 North Shepherd Drive, and 2240 Navigation Boulevard, all in Houston (three applications).

- Approved, April 22, 2016

**Bank Holding Companies**

St. Louis

Doctors Only Bancorp, Inc., St. Louis, Missouri -- to become a bank holding company by acquiring Superior Bancshares, Inc., Hazelwood, and thereby indirectly acquiring Superior Bank.

- Withdrawn, April 18, 2016

Richmond

MainStreet Bancshares, Inc., Fairfax, Virginia -- to become a bank holding company by acquiring MainStreet Bank, Fairfax.

- Approved, April 20, 2016

Chicago

Minier Financial, Inc. Employee Stock Ownership Plan w/401(k) Provisions, Minier, Illinois -- to increase its ownership of Minier Financial, Inc., Minier, and thereby increase its indirect ownership of First Farmers State Bank.

- Approved, April 22, 2016

New York

Mizuho Financial Group, Inc. (MHFG), Tokyo, Japan, and Mizuho Bank, Ltd. -- to form a bank holding company, Mizuho Americas LLC, New York, New York, by transferring the ownership interests of MHFG's banking subsidiaries in the United States to Mizuho Americas.

- Withdrawn, April 19, 2016

Atlanta

Paradise Bancorp, Inc., Boca Raton, Florida -- to become a bank holding company by acquiring Paradise Bank, Boca Raton.

- Approved, April 20, 2016

**Bank Holding Companies**

San Francisco

Sierra Bancorp, Porterville, California -- to acquire Coast Bancorp, San Luis Obispo, and thereby indirectly acquire Coast National Bank.

- Approved, April 21, 2016

Kansas City

Stockgrowers State Bank Employee Stock Ownership Plan, Ashland, Kansas -- to acquire additional shares of Stockgrowers Banc Corporation, Ashland.

- Approved, April 22, 2016

San Francisco

SVB Financial Group, Santa Clara, California -- relief from certain commitments.

- Withdrawn, April 20, 2016

Dallas

Texas Security Bankshares, Inc., Dallas, Texas -- to engage de novo in extending credit and servicing loans.

- Approved, April 18, 2016

**Banks, Nonmember, and Miscellaneous Institutions**

Director, BS&R

EJF Capital LLC, Arlington, Virginia -- relief from certain commitments (three requests).

- Granted, April 20, 2016

Director, BS&R

Luxor Capital Group, L.P., New York, New York -- relief from certain commitments.

- Granted, April 20, 2016

**Change in Bank Control**

Kansas City

American Exchange Company, Elmwood, Nebraska -- change in bank control of American Exchange Company and its subsidiary, American Exchange Bank, Elmwood.

- Permitted, April 22, 2016

San Francisco

Heritage Commerce Corp, San Jose, California -- change in bank control of Heritage Commerce Corp and its subsidiary, Heritage Bank of Commerce, San Jose.

- Permitted, April 18, 2016

**Extensions of Time**

Director, BS&R

Citigroup Inc., New York, New York -- extension of time to divest certain properties held by indirect subsidiaries in Mexico and El Salvador.

- Granted, April 18, 2016

Secretary

Huntington Bancshares Incorporated, Columbus, Ohio -- extension to May 16, 2016, of the public comment period on the application by Huntington Bancshares to acquire FirstMerit Corporation, Akron, and thereby acquire FirstMerit Bank, N.A.

- Granted, April 22, 2016

**Financial Holding Companies**

Atlanta

First Pulaski National Corporation, Pulaski, Tennessee -- election to become a financial holding company.

- Effective, April 19, 2016

**Financial Holding Companies**

Chicago

Greenwoods Financial Group, Inc., Lake Mills, Wisconsin -- election to become a financial holding company.

- Effective, April 14, 2016

(A/C)

Chicago

KenBancorp, Kentland, Indiana -- election to become a financial holding company.

- Effective, April 22, 2016

Chicago

Southern Michigan Bancorp, Inc., Coldwater, Michigan -- election to become a financial holding company.

- Effective, April 15, 2016

(A/C)

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending April 23, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
WEYMOUTH BANK	* 18C * Branch	Weymouth Bank, Weymouth, Massachusetts (WB) to merge with Equitable Co-operative Bank, Lynn, Massachusetts, with WB as the surviving entity.	Newspaper:	Not available
			Federal Register:	Not applicable

**District: 1**

**Federal Reserve Bank of Boston**

**Availability of CRA Public Evaluations**

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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.

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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

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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 23, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BASSWOOD CAPITAL MANAGEMENT, LC	CIC	Notice of Change in Control by Basswood Capital Management, LLC, New York, New York; funds for which Basswood Partners, LLC serves as General Partner and for which Basswood Capital Management, LLC serves as Investment Manager (Basswood Opportunity Partners, LP; Basswood Financial Fund, LP; Basswood Financial Long Only Fund, LP); a fund for which Basswood Enhanced Long Short GP, LLC serves as General Partner and for which Basswood Capital Management, LLC serves as Investment Manager (Basswood Enhanced Long Short Fund, LP); funds for which Basswood Capital Management, LLC serves as Investment Manager (Basswood Opportunity Fund, Inc.; Basswood Financial Fund, Inc.; BCM Select Equity I Master, Ltd.; Main Street Master, Ltd.); and Basswood Capital Management, LLC as investment adviser to two managed accounts to collectively acquire up to 15 percent of the outstanding voting shares of Suffolk Bancorp, and indirectly its subsidiary bank, Suffolk County National Bank, both of Riverhead, New York.	Newspaper: Federal Register:	Not available 05/10/2016
MANUFACTURERS AND TRADERS TRUST COMPANY	PWI	Manufacturers and Traders Trust Company ("M&T Bank"), Buffalo, New York, seeks prior approval to make an additional public welfare investment through M&T Bank Affordable Housing Fund II, LLLP, pursuant to Section 208.22(d) of Regulation H.	Newspaper: Federal Register:	Not applicable Not applicable
UpState New York Bancorp, Inc.	3A1	UpState New York Bancorp, Inc., Geneva, New York, to become a bank holding company by acquiring 100 percent of the voting shares of the USNY Bank, Geneva, New York, pursuant to Section 3(a)(5)(c) of the BHC Act of 1956, as amended, and Section 225.17 of Regulation Y.	Newspaper: Federal Register:	Not applicable Not applicable

**District: 2**

**Federal Reserve Bank of New York**

**Availability of CRA Public Evaluations**

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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

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NONE

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**District: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending April 23, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
NONE			

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Availability of CRA Public Evaluations**

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

CRA Examinations scheduled for	Quarter of
Institution	Location

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NONE

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**District: 4****Federal Reserve Bank of Cleveland****Filings received during the week ending April 23, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FNB SHARES, INC.	CIC	Notice of Change in Bank Control filed by the Smith Family Group, consisting of Francis C. Smith, George E. Smith, Gretchen D. Smith, Rita Jane Smith, Jamie B. Peterson, Jacob F. Peterson, Frederic J. Smith, Susan G. Smith, Emily M. Smith, Lucy E. Smith, Rita J. Smith, Elizabeth M. Franco, and John A. Franco to retain 10% or more of the outstanding shares of FNB Shares, Inc., McCConnelsville, OH, thereby indirectly controlling The First National Bank of McCConnelsville, OH.	Newspaper:	05/03/2016
			Federal Register:	05/04/2016
OHIO VALLEY BANC CORP.	* 3A3 * 3A5 * 18C * Branch	Ohio Valley Banc Corp, Gallipolis, Ohio to acquire Milton Bancorp, Wellston, Ohio pursuant to section 3 of the Bank Holding Company Act AND Milton Banking Company, Wellston, Ohio, to merge with and into The Ohio Valley Bank Company, Gallipolis, Ohio, pursuant to section 18(c) of the Federal Deposit Insurance Act and to establish branches pursuant to Section 9 of the Federal Reserve Act	Newspaper:	05/27/2016
			Federal Register:	Not available

**District: 4**

**Federal Reserve Bank of Cleveland**

**Availability of CRA Public Evaluations**

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

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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

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NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 5****Federal Reserve Bank of Richmond****Filings received during the week ending April 23, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK OF AMERICA, NATIONAL ASSOCIATION	Investment	Bank of America, National Association, Charlotte, North Carolina, to increase its investment in Bank of America Merrill Lynch International Limited, London, U.K.	Newspaper: Federal Register:	Not applicable Not applicable
Carolina Trust BancShares, Inc.	3A1	Carolina Trust Bancshares, Inc., Lincolnton, North Carolina, has submitted a notice to become a bank holding company for Carolina Trust Bank, Lincolnton, North Carolina.	Newspaper: Federal Register:	Not applicable Not applicable
FIRST VIRGINIA COMMUNITY BANK	* Branch	First Virginia Community Bank, Fairfax, Virginia, to establish a branch 43800 Central Station Drive, Suite 150, Ashburn, Virginia.	Newspaper: Federal Register:	04/29/2016 Not applicable

**District: 5**

**Federal Reserve Bank of Richmond**

**Availability of CRA Public Evaluations**

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

CRA Examinations scheduled for	Quarter of
Institution	Location

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NONE

**District: 6****Federal Reserve Bank of Atlanta****Filings received during the week ending April 23, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
HERITAGE FIRST BANCSHARES, INC.	CIC	Prior change in control notice filed by Andrew Charles Heaner, Atlanta, Georgia, to acquire an additional 2.73 percent of the outstanding shares of Heritage First Bancshares, Inc., and its subsidiary, Rome, Georgia. Total pro forma ownership will equal 26.74 percent.	Newspaper:	Not available
			Federal Register:	Not available
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
SUNSHINE FINANCIAL, INC.	* 3A1	Sunshine Financial, Inc., Tallahassee, Florida, to become a bank holding company by acquiring 100 percent of outstanding shares of Sunshine Community Bank (Sunshine Savings Bank), Tallahassee, Florida, upon its conversion from a savings bank to a state chartered bank.	Newspaper:	05/12/2016
			Federal Register:	05/13/2016
UNITED COMMUNITY BANKS INC.	* 3A5	United Community Banks, Inc., Blairsville, Georgia, to merge with Tideland Bancshares, Inc., and thereby acquire its subsidiary, Tideland Bank, both of Mt. Pleasant, South Carolina.	Newspaper:	Not available
			Federal Register:	Not available

**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

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NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending April 23, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BLACKHAWK BANCORPORATION, INC.	* 3A5	Blackhawk Bancorporation, Inc., Milan, Illinois, to merge with First Port Byron Bancorp, Inc. and thereby indirectly acquire Port Byron State Bank, both of Port Byron, Illinois.	Newspaper:	05/02/2016
			Federal Register:	Not available
BOSCOBEL BANCORP, INC.	CIC	Notice by Thomas G. Kenney, Fennimore, Wisconsin, individually and acting in concert with Jason T. Kenney, Fennimore, Wisconsin, Kevin M. Kenney, Cibolo, Texas, and Kelley L. Adam, Fennimore, Wisconsin, to acquire control of more than 25 percent of Boscobel Bancorp, Inc., Boscobel, Wisconsin, and thereby indirectly acquire control of Community First Bank, Boscobel, Wisconsin, and Livingston State Bank, Livingston, Wisconsin, upon the consummation of the merger of Rural Bancshares of Wisconsin, Inc., Livingston, with and into Boscobel Bancorp, Inc.	Newspaper:	04/20/2016
			Federal Register:	05/09/2016
CHEMICAL FINANCIAL CORPORATION	* 3A5 * 18C * Branch	Chemical Financial Corporation, Midland, Michigan, to merge with Talmer Bancorp, Inc., Troy, Michigan, and thereby acquire control of Talmer Bank and Trust, Troy, Michigan. In connection with the bank holding company merger, Chemical Bank, Midland, Michigan, intends to merge and consolidate Talmer Bank and Trust, Troy, Michigan, with and into Chemical Bank, Midland, Michigan and to operate all of the offices of Talmer Bank, including its main office, as branches of Chemical Bank.	Newspaper:	Not available
			Federal Register:	04/04/2016
COMMUNITY BANCSHARES CORP.	* 3A3	Community Bancshares, Corp., Indianola, Iowa, to acquire 100 percent of IT&S of Iowa, Inc., Oskaloosa, Iowa, and thereby indirectly acquire TruBank, Oskaloosa, Iowa.	Newspaper:	Not available
			Federal Register:	05/12/2016

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending April 23, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
COUNTRY BANCORPORATION	CIC	Notice by Thomas R. Bernau, Des Moines, Iowa, and John W. Bernau, Manchester, Iowa, each individually and as co-trustees of the Kay J. A. Bernau Marital Election Trust and the Kay J. A. Bernau Marital Trust; and together as a family control group acting in concert with the Bernau Family Control Group consisting of the William R. and Kay J. A. Bernau Family Trust for Thomas R. Bernau and the William R. and Kay J. A. Bernau Family Trust for John W. Bernau, to retain control of 100 percent of the voting shares of Country Bancorporation, Crawfordsville, Iowa. Country Bancorporation controls eight banks: Peoples Savings Bank, Crawfordsville, Iowa; Walker State Bank, Walker, Iowa; Center Point Bank and Trust Company, Center Point, Iowa; Peoples Trust and Savings Bank, Riverside, Iowa; Hiawatha Bank and Trust Company, Hiawatha, Iowa; White State Bank, South English, Iowa; The Exchange State Bank, Springville, Iowa; and Lone Tree Service Company, Lone Tree, Iowa, which controls Farmers and Merchants Savings Bank, Iowa City, Iowa.	Newspaper: Federal Register:	03/22/2016 03/21/2016
STATE BANCO, LTD.	CIC	Notice by William C. Wetzeler, Spirit Lake, Iowa, individually to control more than 25 percent and acting in concert with Carol L. Schultz, Judith K. Nece, and Andrew J. Schultz, all of Spirit Lake, Iowa, to join the Wetzeler Family Control Group and retain control of 100 percent of the voting shares of State Banco, LTD, Spirit Lake, Iowa, and thereby indirectly control The State Bank, Spirit Lake, Iowa.	Newspaper: Federal Register:	Not available Not available
STC BANCSHARES CORP.	CIC	Robert Greco, Wayne, Illinois, together with Gian Greco, Wayne, Illinois; Pasquale Greco, St. Charles, Illinois, Francesca Greco, Jaffe, St. Charles, Illinois and Eduardo Greco, St. Charles, Illinois; as a group acting in concert, to acquire over ten percent of the voting shares of STC Bancshares Corp., St. Charles, Illinois, and thereby indirectly control of STC Capital Bank, St. Charles, Illinois.	Newspaper: Federal Register:	Not available 03/24/2016
WCF FINANCIAL, M.H.C.	* MHC Conversion	WCF Financial, M.H.C., Webster City, Iowa, to convert to stock form and merge with and into Webster City Federal Bancorp, Webster City, Iowa. In connection with this application, Webster City Federal Bancorp will be merged into a de novo corporation named WCF Bancorp, Inc., an Iowa corporation, which has applied to become a savings and loan holding company by acquiring 100 percent of the voting shares of WCF Financial Bank, Webster City, Iowa.	Newspaper: Federal Register:	Not available 04/11/2016

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**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

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NONE

**District: 8**

**Federal Reserve Bank of St. Louis**

**Filings received during the week ending April 23, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
MIDWEST BANKCENTRE, INC.	* 18C	Stupp Bros., Inc., and its subsidiary Midwest BankCentre, Inc., both of St. Louis, Missouri, to indirectly acquire 100 percent of Bremen Bancorp, Inc., St. Louis, Missouri, and thereby indirectly acquire Bremen Bank and Trust Company, St Louis, Missouri. Also Midwest BankCentre, St. Louis, Missouri, to merge with Bremen Bank and Trust Company, St. Louis, Missouri, and to retain the acquire the facilities as branch offices.	Newspaper:	05/15/2016
	* 3A3		Federal Register:	05/20/2016
	* Branch			

**District: 8**

**Federal Reserve Bank of St. Louis**

**Availability of CRA Public Evaluations**

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NONE

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Institution	Location

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NONE

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**District: 9**

**Federal Reserve Bank of Minneapolis**

**Filings received during the week ending April 23, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
COMMERCIAL BANK OF MOTT EMPLOYEE STOCK OWNERSHIP PLAN	CIC	Dean M. Wehri, Mott, North Dakota, as a trustee/administrator of the Commercial Bank of Mott Employee Stock Ownership Plan and Trust, to acquire control of Commercial Bank of Mott Employee Stock Ownership Plan and Trust, Mott, North Dakota, and thereby indirectly gain control of Commercial Bank of Mott, Mott, North Dakota.	Newspaper: Federal Register:	05/04/2016 05/05/2016
FIRST NATIONAL BANK OF BEMIDJI ESOP AND TRUST	* 3A3	Retroactive notice by The First National Bank of Bemidji ESOP & Trust, Bemidji, Minnesota, to increase its voting ownership of First Bemidji Holding Company, Bemidji, Minnesota, to 36.63 percent, and thereby increase its ownership of The First National Bank of Bemidji, Bemidji, Minnesota.	Newspaper: Federal Register:	Not available Not available
FORSTROM BANCORPORATION, INC.	CIC	The Philip Ray Forstrom 2012 Irrevocable Trust [SLAT-1] under agreement dated December 6, 2012, Henderson, Nevada; Marsha Ann Forstrom, Henderson, Nevada, as co-trustee and individually, and Perry Forstrom, Henderson, Nevada, co-trustee; and the Marsha Ann Forstrom 2012 Irrevocable Trust [SLAT-1] under agreement dated December 26, 2012, Henderson, Nevada, Philip R. Forstrom, Henderson, Nevada, and John Forstrom, Independence, Minnesota, co-trustees, to retain voting shares of Forstrom Bancorporation, Inc., Clara City, Minnesota, and thereby join the Forstrom family shareholder group, which controls 100% of Forstrom Bancorporation, Inc. and thereby indirectly controls Citizens Alliance Bank, Clara City, Minnesota, and First Bank of Lincoln, Lincoln, Montana.	Newspaper: Federal Register:	Not available 04/28/2016
FS BANCO, INC.	4c8	FS Banco, Inc., Malta, Montana, to engage, de novo, in lending activities, specifically, purchasing over lines and loan participations.	Newspaper: Federal Register:	Not applicable Not applicable
GUARANTY DEVELOPMENT COMPANY	CIC	Tyler B. Erickson, Bozeman, Montana, the Personal Representative of the Estate of Bruce A. Erickson, to retain voting control of 25 percent or more of the shares of Guaranty Development Company, Livingston, Montana, and thereby indirectly retain control of American Bank, Bozeman, Montana.	Newspaper: Federal Register:	05/11/2016 05/09/2016

**District: 9****Federal Reserve Bank of Minneapolis****Filings received during the week ending April 23, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
PEMBINA COUNTY BANKSHARES, LTD.	CIC	Douglas M. Taylor Bemidji, Minnesota, individually and as trustee of Citizens State Bank Midwest 401(k) Profit Sharing Plan, Cavalier, North Dakota, and as part of a group acting in concert with the Profit Sharing Plan, Nancy R. Helling, Saint Cloud, Minnesota, and Ramona D. Taylor Vosper, Neche, North Dakota, to acquire 10 percent or more of the shares of Pembina County Bankshares, Ltd., Cavalier, North Dakota, and thereby gain control of Citizens State Bank - Midwest, Cavalier, North Dakota.	Newspaper: Federal Register:	Not available 05/02/2016
PEOPLES BANK MIDWEST	* Branch	Peoples Bank Midwest, Hayward, Wisconsin, to establish a branch facility to be located at 3585 Highway 61, Vadnais Heights, Minnesota.	Newspaper: Federal Register:	Not available Not applicable
UNITED BANKERS' BANCORPORATION, INC	* 3A5 * 18C 4c8 * Branch	United Bankers' Bancorporation, Inc., Bloomington, Minnesota, to merge with Bankers Bancshares, Inc., Worthington, Ohio, and thereby indirectly acquire, Great Lakes Bankers Bank, Worthington, Ohio. In addition, United Bankers' Bank, Bloomington, Minnesota, intends to merge with Great Lake Bankers Bank, Worthington, Ohio, and United Bankers' Bancorporation, Inc., Bloomington, Minnesota, to acquire 100 percent of Great Lakes Banc Consulting, Inc., Worthington, Ohio, and thereby engage, in permissible non-banking activities.	Newspaper: Federal Register:	Not available 05/02/2016

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Availability of CRA Public Evaluations**

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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

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NONE

**District: 10****Federal Reserve Bank of Kansas City****Filings received during the week ending April 23, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK SNB	* Branch	Bank SNB, Stillwater, Oklahoma, to establish a de novo branch at 9921 South Pennsylvania Avenue, Oklahoma City, Oklahoma 73139.	Newspaper:	Not available
			Federal Register:	Not applicable
BANK SNB	* Branch	Bank SNB, Stillwater, Oklahoma, to establish a de novo branch at 3001 Palm Way, Suite 108, Austin, Texas 78758.	Newspaper:	Not available
			Federal Register:	Not applicable
FNB NEW MEXICO	* 18C	FNB New Mexico, Clayton, New Mexico, to purchase certain assets and assume certain liabilities of the Santa Rosa, New Mexico Branch of Community 1st Bank Las Vegas, Las Vegas, New Mexico.	Newspaper:	Not available
			Federal Register:	Not applicable
GUARANTY BANCORP	* 3A3 * 3A5	Guaranty Bancorp, Denver, Colorado, to acquire by merger Home State Bancorp, and thereby indirectly acquire control of Home State Bank, both of Loveland Colorado.	Newspaper:	Not available
			Federal Register:	05/20/2016
GUARANTY BANK AND TRUS COMPANY	* 18C	Guaranty Bank and Trust Company, Denver, Colorado, to merge with Home State Bank, Loveland Colorado.	Newspaper:	Not available
			Federal Register:	Not applicable
PAGE BANCSHARES, INC.	CIC	Notification submitted by Sharon Hall, Coon Rapids, Minnesota; Reed Anderson, Columbus, Nebraska; The Page Family Living Trust dated 03-15-06 and Lucia Page, trustee, Magnolia, Texas; Gina Page, Phoenix, Arizona; Lynsey Page, trustee of the Lynsey Page Trust UA 08-15-2007; Emily Page, trustee of the Emily Page Trust UA 12-21-2009; Caroline Page, trustee of the Caroline Page Trust UA 05-26-2011; and Brian Page, trustee of the Brian Page Trust UA 07-01-2011; to retain control of Page Bancshares, Inc., Liberty, Missouri, parent of Pony Express Bank, Braymer, Missouri, and for approval as members of the Page family group that controls more than 25 percent of the shares and thereby controls Page Bancshares, Inc. In addition, the Robin D. Page Trust dated 03-20-06 and Robin Page, trustee, Liberty, Missouri, to acquire shares of Page Bancshares, Inc., and for approval as member of the Page family group.	Newspaper:	04/29/2016
			Federal Register:	04/15/2016
ROXBURY BANCSHARES, INC	CIC	Notification submitted by Larry Mulcahy, Olathe, Kansas, proposing to acquire 70.0 percent of the voting common stock and thereby control of Roxbury Bancshares, Inc., parent of Roxbury Bank, both of Roxbury, Kansas.	Newspaper:	04/30/2016
			Federal Register:	04/01/2016
SANDHILLS FINANCIAL SERVICES, LLC	* 3A3	Sandhills Financial Services, LLC, Bassett, Nebraska, to acquire 100 percent of the voting shares of Keystone Investment, Inc., Keystone, Nebraska, parent of Bank of Keystone, Keystone, Nebraska.	Newspaper:	Not available
			Federal Register:	Not available

**District: 10**

**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

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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.

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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

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NONE

**District: 11**

**Federal Reserve Bank of Dallas**

**Filings received during the week ending April 23, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BRENHAM BANCSHARES, INC	CIC	Retroactive notice by Deanna Alfred, Brenham, Texas, for approval to retain 10 percent or more of the shares and thereby control of Brenham Bancshares, Inc., Brenham, Texas; and for notificants, Elizabeth Dippel Masser, Brenham, Texas, Ted Christian Masser, Brenham, Texas, as custodian for the TUTMA accounts for Ted Henry Masser and Katherine Elizabeth Masser, Kurt Andrew Alfred and Lauren Elizabeth Alfred, Brenham, Texas, Corby Wade Alfred, Austin, Texas, to join other members of the Alfred/Dippel/Voelter family group previously approved December 8, 1998; collectively acting as a group in concert, to retain and control 25 percent or more of Brenham Bancshares, Inc., Brenham, Texas, and indirectly Brenham National Bank, Brenham, Texas.	Newspaper:	05/02/2016
			Federal Register:	04/27/2016
CARLILE BANCSHARES, INC.	CIC	Lee Equity Partners, LLC, et al., New York, New York; AlpInvest Partners B.V., et al., Amsterdam, The Netherlands; and HarbourVest Partners, LLC, et al., Boston, Massachusetts; to control directly or indirectly Carlile Bancshares, Inc., Fort Worth, Texas, and therefore, indirectly, NorthStar Bank of Texas, Denton, Texas, and NorthStar Bank of Colorado, Denver, Colorado.	Newspaper:	Not available
			Federal Register:	03/07/2016
TEXAS BRAND BANCSHARES, INC.	CIC	Notice by Edward B. Tomlinson, II, Rowlett, Texas, individually; and the "Leis Family Group" comprised of The Revocable Trust of Dorvin D. Leis, Garland, Texas, Charles S. Leis, Eagle, Idaho, Stephen T. Leis, Kihie, Hawaii, and Edward B. Tomlinson, II, Rowlett, Texas, as trustees and in individual capacity; and Stanley B. Leis, Eagle, Idaho, collectively, to control and retain 25 percent or more of Texas Brand Bancshares, Inc., and therefore indirectly, Texas Brand Bank, both of Garland, Texas.	Newspaper:	03/27/2016
			Federal Register:	03/25/2016
TRIUMPH BANCORP, INC.	* 3A3 * 3A1	Application by Triumph Consolidated Cos., LLC, Triumph Bancorp, Inc. ("TBI"), and Peak Acquisition Corp., a wholly-owned subsidiary of TBI, all of Dallas, Texas, to acquire ColoEast Bankshares, Inc., and thereby indirectly acquire Colorado East Bank & Trust, Lamar, Colorado, both of Lamar, Colorado.	Newspaper:	05/22/2016
			Federal Register:	05/19/2016
VERITEX COMMUNITY BANK	* Branch	Application by Veritex Community Bank, Dallas, Texas, to establish a branch to be located at 3131 Turtle Creek Boulevard, Suite 100, Dallas, Texas 75219.	Newspaper:	04/22/2016
			Federal Register:	Not applicable

**District: 11**

**Federal Reserve Bank of Dallas**

**Availability of CRA Public Evaluations**

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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

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NONE

**District: 12****Federal Reserve Bank of San Francisco****Filings received during the week ending April 23, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
H BANCORP LLC	* 4c8	H Bancorp LLC, Irvine, California, to acquire up to 500,000 additional shares, and thereby control 29.66% of Bay Bancorp, Inc., and indirectly, of Bay Bank, FSB, both of Columbia, Maryland.	Newspaper:	05/07/2016
			Federal Register:	05/02/2016
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
OREGON PACIFIC BANKING C DBA OREGON PACIFIC BANK	* Branch	Oregon Pacific Bank, Florence, Oregon, to establish a branch office at 975 Oak Street, Suite 625, Eugene, Oregon.	Newspaper:	04/29/2016
			Federal Register:	Not applicable
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**

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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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- 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

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NONE

\* Subject to the provisions of the Community Reinvestment Act