

FEDERAL RESERVE RELEASE H.2 Actions of the Board, Its Staff, and the Federal Reserve Banks; Applications and Reports Received

No. 5 Week ending February 4, 2023

Board Actions

Reserve Bank Operations

Accounts and Services—implementation of Guidelines Process for Reserve Banks. * Approved: January 17, 2023 *Addition

Actions Under Delegated Authority

Bank Branches, Domestic

Dallas

Origin Bank, Choudrant, Louisiana—to establish a branch at 5201 West 34th Street, Houston, Texas. Approved: February 3, 2023

Secretary

Manufacturers and Traders Trust Company, Buffalo, New York—to establish a branch at 1355 Boston Road, Springfield, Massachusetts. Approved: February 2, 2023

St. Louis

Encore Bank, Little Rock, Arkansas—to establish a branch at 6900 East Layton Avenue, Denver, Colorado. Approved: January 31, 2023

Midland States Bank, Effingham, Illinois—to establish a branch at 4400 East Lincolnway, Sterling, Illinois. Approved: February 3, 2023

Bank Holding Companies

General Counsel

MidCountry Acquisition Corp., Minneapolis, Minnesota—request for an exemption under the Depository Institution Management Interlocks Act and Regulation L. * Granted: January 26, 2023 *Addition

Banks, State Member

San Francisco

East West Bank, Pasadena, California—to make a public welfare investment. Approved: January 30, 2023

Secretary

Manufacturers and Traders Trust Company, Buffalo, New York—to make a public welfare investment. * Approved: January 24, 2023 *Addition

The Northern Trust Company, Chicago, Illinois—to make a public welfare investment. * Approved: January 23, 2023 *Addition

Change in Bank Control

Chicago

Piper Holidings, Inc., Covington, Indiana—Jessica White, Sue Ellen White, and Masakazu Miyagi, all of Covington, Indiana; and Thomas Benjamin Loda, Olomouc, Czech Republic; to join the White Family Control Group, a group acting in concert, to retain voting shares of Piper Holdings, Inc., and thereby indirectly retain voting shares of The Fountain Trust Company, Covington, Indiana. In addition, the Kip White Irrevocable Trust For Stock of Piper Holdings, Inc., Kipling Campbell White and Lucas White, as co-trustees, all of Covington, Indiana; to join the White Family Control Group, to acquire voting shares of Piper Holdings, Inc., and thereby indirectly acquire voting shares of The Fountain Trust Company. Permitted: February 3, 2023

Philadelphia

Quontic Bank Acquisition Corp. and Quontic Bank Holdings Corp., both of New York, New York—The Estate of Steven B. Schnall, Sherri Silver Schnall as Preliminary Executor, both of New York, New York; to retain voting shares of Quontic Bank Acquisition Corp., and Quontic Bank Holdings Corp., and thereby indirectly retain voting shares of Quontic Bank, New York, New York. In addition, the Schnall Disclaimer Trust A, Sherri Silver Schnall, individually and as co-trustee, both of New York, New York, with Amie Hoffman, as co-trustee, New Hope, Pennsylvania; the Sherri S. Schnall Family Irrevocable Trust, Amie Hoffman as trustee, both of New Hope, Pennsylvania; to acquire voting shares of Quontic Bank Acquisition Corp., and Quontic Bank Holdings Corp., and thereby indirectly acquire voting shares of Quontic Bank. Accordingly, all notificants in this notice to become a group acting in concert. Permitted: January 31, 2023

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San Francisco

Coeur d'Alene Bancorp, Inc., Coeur d'Alene, Idaho—Lee Andrew Adams, Kennewick, Washington; to acquire additional voting shares of Coeur d'Alene Bancorp, Inc., and thereby indirectly acquire voting shares of Bankcda, Coeur D'Alene, Idaho. Permitted: February 3, 2023

Financial Holding Companies

Director, S&R

Standard Chartered plc and Standard Chartered Bank, both of London, United Kingdom—to each be treated as a financial holding company. * Effective: January 25, 2023 *Addition

Supervision and Regulation

General Counsel

Barclays US LLC, New York, New York—application for approval of a proposed internal debt "conversion trigger" that would allow the Board to order the conversion of Barclays US LLC's eligible long-term debt into common equity tier 1 capital, in accordance with the Board's TLAC (total loss-absorbing capacity) rule. Granted: February 1, 2023

DWS USA LLC, New York, New York—application for approval of proposed internal debt "conversion triggers" that would allow the Board to order the conversion of DWS USA LLC's eligible long-term debt into common equity tier 1 capital, in accordance with the Board's TLAC (total loss-absorbing capacity) rule. Granted: February 1, 2023

Santander Holdings USA, Inc., Boston, Massachusetts—application for approval of a proposed internal debt "conversion trigger" that would allow the Board to order the conversion of Santander Holdings USA, Inc.'s eligible long-term debt into common equity tier 1 capital, in accordance with the Board's TLAC (total loss-absorbing capacity) rule. Granted: February 1, 2023

Federal Reserve Bank of Boston

Filings received during the week ending February 4, 2023

Filer	Filing Type	Filing Proposal	End of Comment Peri	od
CORNERSTONE BANK	Premises	Cornerstone Bank, Spencer, Massachusetts, to establish a branch facility to be located at 195 Main Street, Shrewsbury, Massachusetts.	Newspaper: Federal Register:	02/16/2023 Not applicable

Federal Reserve Bank of Boston

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
61476	ABINGTON BK, ABINGTON, MASSACHUSETTS	12/18/2022	07/18/2022	S	Int Small Bank
447100	CORNERSTONE BK, SPENCER, MASSACHUSETTS	02/28/2022	11/01/2021	S	Int Small Bank

CRA Examinations scheduled for Quarter of

Institution	Location	Quarter
NONE		

Federal Reserve Bank of New York

Filings received during the week ending February 4, 2023

Filer	Filing Type	Filing Proposal	End of Comment Peri	iod
GOLDMAN SACHS BANK USA	Public Welfare Investment	Goldman Sachs Bank USA, New York, New York, seeks prior approval to make a public welfare investment, pursuant to Section 208.22(d) of Regulation H.	Federal Register:	Not applicable Not applicable

Federal Reserve Bank of New York

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Federal Reserve Bank of Philadelphia

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FIRST CITIZENS COMMUNITY BANK	* 18C	Huntingdon Valley Bank, Huntingdon, PA, to merge with and into First Citizens Community Bank, Mansfield, PA, pursuant to Section 18c of the FDI Act.	Newspaper: ^S Federal Register:	03/09/2023 Not applicable

Federal Reserve Bank of Philadelphia

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Federal Reserve Bank of Cleveland

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Filer	Filing Type	Filing Proposal	End of Comment Per	iod
HEARTLAND BANK	* Branch (Domestic	 Application by the Heartland Bank, Whitehall, Ohio, to establish a full- service branch office at 1754 Columbus Pike, Delaware, Ohio 43015. 	Newspaper: Federal Register:	02/16/2023 Not applicable

Federal Reserve Bank of Cleveland

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498317	OHIO VALLEY BK CO, GALLIPOLIS, OHIO	05/19/2022	02/28/2022	0	Int Small Bank

CRA Examinations scheduled for Quarter of

Institution	Location	Quarter
NONE		

Federal Reserve Bank of Richmond

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NONE			

Federal Reserve Bank of Richmond

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713926	FARMERS & MERCHANTS BK, TIMBERVILLE, VIRGINIA	09/18/2022	04/04/2022	S	Int Small Bank

CRA Examinations scheduled for Quarter of

Institution	Location	Quarter
NONE		

Federal Reserve Bank of Atlanta

Filings received during the week ending February 4, 2023

Filer	Filing Type	Filing Proposal	End of Comment Per	iod
CENTRAL STATE BANK	* Branch (Domestic)) Application to open a branch at 6801 Cahaba Valley Road, Suite 100, Birmingham, AL 35242	Newspaper: Federal Register:	02/22/2023 Not applicable
MILLENNIUM BANCSHARES, INC.	Change in Bank Control	Mary Susan DeFoor, Ooltewah, Tennessee, to acquire voting shares of Millennium Bancshares, Inc., and thereby indirectly acquire voting shares of Millennium Bank, both of Ooltewah, Tennessee.	Newspaper: Federal Register:	Not available Not available

Federal Reserve Bank of Atlanta

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CRA Examinations scheduled for Quarter of

Institution	Location	Quarter
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Federal Reserve Bank of Chicago

Filings received during the week ending February 4, 2023

Filer	Filing Type	Filing Proposal	End of Comment Per	iod
BIPPUS STATE CORPORATION	Change in Bank Control	Jan Deemer, Carmel, Indiana, and Don Deemer and Lois Deemer, both of Warren, Indiana, to form the Deemer Family Control Group, a group acting in concert, and Jay Diefenbaugh, Cashton Wisconsin, Lee Diefenbaugh, North Manchester, Indiana, and Sue Sell, Huntington, Indiana, to form the Diefenbaugh Family Control Group, a group acting in concert, to retain shares of Bippus State Corporation, and thereby control The Bippus State Bank, both of Huntington, Indiana.	Federal Register:	Not available Not available
Brookfield HoldCo, Inc.	* 3A1	Brookfield Bancshares, Inc., Brookfield, Illinois to become a bank holding company by acquiring the voting shares of First National Bank of Brookfield, Brookfield, Illinois.	Federal Register:	03/03/2023 02/06/2023
FSB Holdings, Inc.	* 3A1	FSB Holdings, Inc., Auburn Hills, Michigan to become a bank holding company by acquiring Freeland State Bank, Freeland, Michigan.	Newspaper: Federal Register:	02/28/2023 03/08/2023

Federal Reserve Bank of Chicago

Filings received during the week ending February 4, 2023

Filer	Filing Type	Filing Proposal	End of Comment Per	iod
GENEVA BANCSHARES, INC.	Change in Bank Control	The A. Gregg Nelson Family Trust u/a/c March 12, 2020, Geneva, Illinois, Joy A Nelson, Geneva, Illinois as trustee, Timothy Nelson, Geneva, Illinois as special asset manager; the A. Gregg Nelson Marital Trust GST Exempt Trust u/a/d March 12, 2020, Geneva, Illinois, Joy A. Nelson, Geneva, Illinois as trustee, Timohty Nelson, Geneva, Illinoi as special asset manager; the Joy A. Nelson Trust dated March 12, 2020, Geneva, Illinois, Joy A. Nelson, Geneva Illinois as trustee; Timothy Nelson, Geneva, Illinois, individually; Thomas Nelson, Geneva, Illinois; Richard Razum, Geneva, Illinois; Jamie Razum, individually and as custodian for a mino child; Brad Wendell, Geneva, Illinois; and Kristina Wendell, individually and a custodian for a minor, to join the Nelsor Family Control Group, a group acting in concert, to retain voting shares of Geneva Bancshares, Inc., and thereby indirectly retain voting shares of The State Bank of Geneva, both of Geneva, Illinois	Federal Register:	Not available Not available

Federal Reserve Bank of Chicago

Filings received during the week ending February 4, 2023

Filer	Filing Type	Filing Proposal	End of Comment Per	iod
MAUSTON BANCORP, INC.	Change in Bank Control	Kari L. Schmidt, Mauston, Wisconsin, a trustee of the Kari L. Schmidt 2021 Irrevocable Grantor Trust, Mauston, Wisconsin, the Kari L. Schmidt Trust, Mauston, Wisconsin, and the Kari Schmidt QTIP Marital Trust, Madison, Wisconsin, Molly K. Scully, Lyndon Station, Wisconsin individually and as co-trustee of the Molly K. Scully Qualified Subchapter S Trust, Madison, Wisconsin, Justin K. Walsh, New Lisbon, Wisconsin, individually and as co-trustee of the Justin K. Walsh Qualified Subchapter S Trust, Madison, Wisconsin, Matthew P. Walsh, Woodbury, Minnesota, individually and as co-trustee of the Matthew P. Walsh Qualified Subchapter S Trust, Madison, Wisconsin, and Wealth Enhancement Trust Services, LLC, Madison, Wisconsin, as trustee of the Kari Schmidt QTIP Marital Trust, Madison, Wisconsin, co-trustee of the Molly K. Scully Qualified Subchapter S Trust, Madison, Wisconsin, co-trustee of the Justin K. Walsh Qualified Subchapter S Trust, Madison, Wisconsin, and co- trustee of the Matthew P. Walsh Qualified Subchapter S Trust, Madison, Wisconsin, and co- trustee of the Matthew P. Walsh Qualified Subchapter S Trust, Madison, Wisconsin, as a group acting in concert to join the Kari L. Schmidt Family Control Group and retain voting shares of Mauston Bancorp, Inc., and thereby indirectly acquire voting shares of Bank of Mauston, both of Mauston, Wisconsin.	Federal Register:	Not available Not available
WASHINGTON STATE BANK	* Branch (Domesti	c) Washington State Bank, Pella, Iowa to establish a branch located at 703 Main St Pella, IA 50219	Newspaper: Federal Register:	Not available Not applicable

St Pella, IA 50219.

Federal Reserve Bank of Chicago

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830542	CBI B&TC, MUSCATINE, IOWA	11/14/2022	07/18/2022	S	Int Small Bank
312244	FIRST BK OF BERNE, BERNE, INDIANA	05/07/2022	01/31/2022	S	Int Small Bank
113740	FIRST ST BK, EASTPOINTE, MICHIGAN	09/12/2022	03/14/2022	S	Int Small Bank
590248	TOWN & CNTRY BK, SPRINGFIELD, ILLINOIS	02/13/2022	09/27/2021	0	Int Small Bank

CRA Examinations scheduled for Quarter of

Institution	Location	Quarter
NONE		

Federal Reserve Bank of St. Louis

Filings received during the week ending February 4, 2023

Filer	Filing Type	Filing Proposal	End of Comment Peri	od
CENTRAL TRUST BANK, THE	,	The Central Trust Bank, Jefferson City, Missouri, to establish a branch located at 15892 S. Ridgeview Road, Olathe, Kansas	Newspaper: Federal Register:	02/09/2023 Not applicable

Federal Reserve Bank of St. Louis

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677644	FARMERS & MERCHANTS BK, STUTTGART, ARKANSAS	04/17/2022	01/10/2022	S	Int Small Bank

CRA Examinations scheduled for Quarter of

Institution	Location	Quarter
NONE		

Federal Reserve Bank of Minneapolis

Filings received during the week ending February 4, 2023

Filer	Filing Type	Filing Proposal	End of Comment Per	iod
NORTHERN WISCONSIN BANK HOLDING COMPANY, INC.	Change in Bank Control	The Brian and Patricia Wellmon Trust Dated June 11, 1998, as rested on February 19, 2016, Brian Wellmon and Patricia Wellmon as trustees, all of Pilot Point, Texas, to retain voting shares of Northern Wisconsin Bank Holding Company, Inc., and indirectly retain voting shares of Laona State Bank, both of Laona, Wisconsin.		02/08/2023 Not available

Federal Reserve Bank of Minneapolis

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160650	CHARTER BK, EAU CLAIRE, WISCONSIN	09/12/2022	04/11/2022	S	Int Small Bank
687951	FIRST WESTERN B&TC, MINOT, NORTH DAKOTA	07/29/2022	03/14/2022	S	Int Small Bank
2631846	NORTH AMER BKG CO, ROSEVILLE, MINNESOTA	11/15/2021	06/07/2021	S	Int Small Bank

CRA Examinations scheduled for Quarter of

Institution	Location	Quarter
NONE		

Federal Reserve Bank of Kansas City

Filings received during the week ending February 4, 2023

Filer	Filing Type	Filing Proposal	End of Comment Per	iod
FIRST NATIONAL BUFFALO BANKSHARES, INC.	Change in Bank Control	Deborah Hunkins and Amanda Hunkins Newton, both of Cheyenne, Wyoming; Blake Hunkins of Grand Island, Nebraska; The Scott F. McBride and Terrie Ann McEwen Living Trust, Scott F. McBride and Terrie Ann McEwen, co- trustees and Robert McBride, both of Buffalo, Wyoming; Shawna McBride of Laramie, Wyoming; Kelly Rickett of Sheridan, Wyoming; to be approved as members of the McBride Family Group a group acting in concert, to retain voting shares in First National Buffalo Bankshares, Inc., and thereby indirectly retain voting shares in First Northern Bank of Wyoming, both of Buffalo, Wyoming and First State Bank of Newcastle, Newcastle, Wyoming; and for The Scott F. McBride and Terrie Ann McEwen Living Trust, Scott F. McBride and Terrie Ann McEwen, co-trustees to become the single largest principal shareholder of the company.	Federal Register:	Not available 02/21/2023

Federal Reserve Bank of Kansas City

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530655	PEOPLES BK, PRATT, KANSAS	07/11/2022	04/25/2022	S	Int Small Bank

CRA Examinations scheduled for Quarter of

Institution	Location	Quarter
NONE		

Federal Reserve Bank of Dallas

Filings received during the week ending February 4, 2023

Filer	Filing Type	Filing Proposal	End of Comment Peri	iod
AMERICO BANCSHARES, INC.	Change in Bank Control	John M. Moore of Wolfforth, Texas, as trustee of the John M Moore 2003 Exempt Family Trust, the Thomas Blake Moore 2021 Exempt Trust, and the Hunter Marshall Moore 2021 Exempt Trust, all of Wolfforth, Texas; and as Managing Partner of JPM Interests Ltd., of Wolfforth, Texas; and as co-trustee James Todd Moore Exempt Lifetime Trust, of Dallas, Texas; Melissa Thoveson of Dallas, Texas, as trustee of the Ryan Butler Thoveson 2021 Exempt Trust, the Alec Steele Thoveson 2021 Exempt Trust, and the Melissa A Thoveson 2003 Exempt Family Trust, all of Dallas, Texas; and as co-trustee of the James Todd Moore Exempt Lifetime Trust, of Dallas, Texas; and James Todd Moore of Dallas, Texas, as an individual; together as members of the Moore Family Group, a group acting in concert, to retain shares of Americo Bancshares, Inc. and indirectly American Bank of Commerce, both of Wolfforth, Texas.	F	Not available 02/21/2023
LevelField Financial, Inc.	* 3A1	LevelField Financial, Inc., Houston, Texas, to become a bank holding company by acquiring Burling Bank, Chicago, Illinois	Newspaper: Federal Register:	Not available 03/10/2023
VERITEX COMMUNITY BANK	* Branch (Domestic)	Veritex Community Bank, Dallas, Texas, to establish a branch at 1007 Hutchins Rd, Dallas TX, 75203.	Newspaper: Federal Register:	02/14/2023 Not applicable

Federal Reserve Bank of Dallas

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262358	AMERICAN ST BK, ARP, TEXAS	01/13/2023	09/26/2022	S	Int Small Bank
327855	CIERA BK, GRAHAM, TEXAS	05/13/2022	01/10/2022	S	Int Small Bank
884358	FIRST ST BK OF LIVINGSTON, LIVINGSTON, TEXAS	05/22/2022	02/07/2022	0	Int Small Bank
965789	SUSSER BK, DALLAS, TEXAS	08/27/2022	02/28/2022	S	Int Small Bank
473266	TEXAS FIRST BK, TEXAS CITY, TFXAS	08/07/2022	03/14/2022	S	Int Small Bank

CRA Examinations scheduled for Quarter of

Institution	Location	Quarter
NONE		

Federal Reserve Bank of San Francisco

Filings received during the week ending February 4, 2023

Filer	Filing Type	Filing Proposal	End of Comment Peri	od
COMMONWEALTH BUSINESS BANK	* Branch (Domestic)	Commonwealth Business Bank of Los Angeles, California is submitting an application to establish a new branch in Honolulu, Hawaii.	Newspaper: Federal Register:	Not available Not applicable
MOUNTAIN PACIFIC BANCORP, INC.	Change in Bank Control	Change in Bank Control Notice filed by Daniel J. Pedack Revocable Trust, Daniel J. Pedack, Trustee, Bonney Lake, Washington; David F. Pedack Revocable Trust, David F. Pedack, Trustee, Seattle, Washington; Eric S. Pedack Revocable Trust, Eric S. Pedack, Trustee, Edmonds, Washington; and John A. Pedack, Revocable Trust, John A. Pedack, Revocable Trust, John A. Pedack, Trustee, Everett, Washington; to join the Pedack Family Control Group, a group acting in concert, and to acquire voting shares of Mountain Pacific Bancorp, Inc , and thereby indirectly acquire voting shares of Mountain Pacific Bank, both o Everett, Washington.		Not available 02/28/2023

Federal Reserve Bank of San Francisco

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