



FEDERAL RESERVE RELEASE

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

No. 38 Week ending September 23, 2023

## Board Actions

### Forms

Forms—(1) initial Board review to extend with revision the Reporting, Recordkeeping, and Disclosure Requirements Associated with Regulation LL (FR LL); Application for Exemption from Prohibited Service at Savings and Loan Holding Companies (FR LL-12); and Recordkeeping and Disclosure Requirements Associated with Regulation O (FR O) and (2) initial Board review to extend without revision the Reporting, Recordkeeping, and Disclosure Requirements Associated with Rules Regarding Availability of Information (FR 4035); Reporting, Recordkeeping, and Disclosure Provisions Associated with the Guidance on Response Programs for Unauthorized Access to Customer Information and Customer Notice (FR 4100); and Reporting, Recordkeeping, and Disclosure Requirements Associated with Regulation VV (FR VV).  
Approved: September 21, 2023

Forms—final Board review to implement the Ad Hoc Clearance for Board-Wide Use (FR 3100).  
Approved: September 21, 2023

## Actions Under Delegated Authority

### Bank Branches, Domestic

#### **Chicago**

First Farmers Bank & Trust Company, Converse, Indiana—to establish a branch at 11711 North Pennsylvania Street, Carmel, Indiana.

Approved: September 20, 2023

#### **Dallas**

Frost Bank, San Antonio, Texas—to establish a branch at 10739 North Freeway, Houston, Texas.

Approved: September 19, 2023

#### **Kansas City**

Blue Sky Bank, Pawhuska, Oklahoma—to establish a branch at 3000 Montgomery Street, Fort Worth, Texas.

Approved: September 22, 2023

#### **St. Louis**

New Frontier Bank, St. Charles, Missouri—to establish a branch at 100 Ridgeway Cove Lane, Lake Saint Louis, Missouri.

Approved: September 18, 2023

### Bank Holding Companies

#### **Boston**

Brookline Bancorp, Inc., Boston, Massachusetts—relief from certain commitments.

Granted: September 21, 2023

#### **Kansas City**

Commerce Financial Company, Duncan, Oklahoma—to become a bank holding company by merging with Commerce Bancorp, Inc., and thereby indirectly acquiring Bank of Commerce, both of Duncan, Oklahoma.

Approved: September 20, 2023

#### **New York**

New York Private Bank & Trust Corporation and Emigrant Bancorp, Inc., both of New York, New York—waiver of application to acquire Plus International Bank, Miami, Florida, in connection with the merger of Emigrant Bank, New York, New York, with and into Plus International Bank.

Granted: September 22, 2023

#### **St. Louis**

Guaranty Capital Corporation, Belzoni, Mississippi—waiver of application to merge with First American Bancshares, Inc., Iuka, Mississippi, in connection with the merger of First American National Bank, Iuka, Mississippi, with and into Guaranty Bank and Trust Company, Belzoni, Mississippi.

Granted: September 20, 2023

## **Banks, State Member**

### ***San Francisco***

Bank of Hawaii, Honolulu, Hawaii—to make a public welfare investment.

Approved: September 22, 2023

### ***Secretary***

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

Approved: September 18, 2023

## **Change in Bank Control**

### ***St. Louis***

Hutsonville Banc Corp., Hutsonville, Illinois—William B. Gray, West York, Illinois; Carol R. Gray, Kimberly A. Gray, Andrew B. Gray, Christina L. Callaway, Bruce W. Callaway, and Brooke N. Callaway, all of Hutsonville, Illinois; George J. Abel, Bridgeport, Illinois; and Blake A. Callaway, Robinson, Illinois, as the Gray Family group, a group acting concert, to retain voting shares of Hutsonville Banc Corp. and thereby indirectly retain voting shares of Farmers & Merchants Bank of Hutsonville, Hutsonville, Illinois.

Permitted: September 20, 2023

## **Extensions of Time**

### ***Secretary***

Big Poppy Holdings, Inc., Santa Rosa, California—commenters' requests to extend the comment period on the application to acquire outstanding common stock of Summit State Bank, Santa Rosa, California.

Denied: September 22, 2023

## **Section 23A Exemptions**

### ***Director, S&R***

Forcht Bank, N.A., Lexington, Kentucky—determination that a proposed transaction by Forcht Bank to purchase the membership interests of its affiliate, Old Rosebud, LLC, Corbin, Kentucky, would be in the public interest and consistent with the purposes of section 23A of the Federal Reserve Act. \*

Approved: July 14, 2023

\*Addition

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending September 23, 2023

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Filer	Filing Type	Filing Proposal	End of Comment Period	
1831 BANCORP MHC	* 3A3	1831 Bancorp, MHC (“DIFS MHC”), a Massachusetts mutual holding company headquartered in Dedham, Massachusetts, and its wholly-owned subsidiary, 1831 Bancorp, Inc. (“DIFSHC”), a Maryland corporation headquartered in Dedham, Massachusetts, are filing this Application to Acquire an Additional Bank or Bank Holding Company on Form FR Y-3 (this “Application”). The Application is being filed in connection with (a) the proposed merger of South Shore Bancorp, MHC (“SSB MHC”), a Massachusetts mutual holding company headquartered in South Weymouth, Massachusetts, with and into DIFS MHC, with DIFS MHC as the surviving institution (the “Resulting MHC”), which will operate under the name “1831 Bancorp, MHC”; and (b) the proposed merger of South Shore Bancorp, Inc., a Delaware corporation headquartered in South Weymouth, Massachusetts and wholly-owned subsidiary of SSB MHC, with and into DIFSHC, with DIFSHC as the surviving institution, which will operate under the name “1831 Bancorp, Inc”.	Newspaper:	Not available
			Federal Register:	Not available

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\* Subject to the provisions of the Community Reinvestment Act

**District: 1**

**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.

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<b>RSSD ID</b>	<b>Institution/Location</b>	<b>Exam Date</b>	<b>CRA Public Date</b>	<b>CRA Rating</b>	<b>Exam Method</b>
61476	ABINGTON BK, ABINGTON, MASSACHUSETTS	12/18/2022	07/18/2022	S	Int Small Bank

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

District: 2

Federal Reserve Bank of New York

Filings received during the week ending September 23, 2023

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Filer	Filing Type	Filing Proposal	End of Comment Period	
GOLDMAN SACHS GROUP, INC., THE	Listed Going Concern	The Goldman Sachs Group Inc., New York, New York, seeks prior approval to increase its community welfare investments, pursuant to Section 4(c)(8) of the Bank Holding Company Act of 1956, as amended, and Section 225.28(b)(12) of Regulation Y.	Newspaper: Federal Register:	Not applicable 10/17/2023
MANUFACTURERS AND TRADERS TRUST COMPANY	Public Welfare Investment	Manufacturers and Traders Trust Company, Buffalo, New York, to make a public welfare investment, pursuant to Section 208.22(d) of the Board's Regulation H.	Newspaper: Federal Register:	Not applicable Not applicable
CROWN AGENTS BANK	Foreign Orgs	Crown Agents Bank, Sutton, United Kingdom, to establish a representative office in New York, New York, pursuant to Section 10(a) of the International Banking Act.	Newspaper: Federal Register:	Not applicable Not applicable

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**District: 2**

**Federal Reserve Bank of New York**

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NONE					

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending September 23, 2023**

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

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**District: 3**

**Federal Reserve Bank of Philadelphia**

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NONE					

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending September 23, 2023

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Filer	Filing Type	Filing Proposal	End of Comment Period
LCNB CORP.	Waiver (Non-Conforming)	LCNB Corp., Lebanon, Ohio, requests a waiver from filing an application to acquire 100 percent of Cincinnati Bancorp, Inc., Cincinnati, Ohio; and simultaneously merge Cincinnati Federal, Cincinnati, Ohio, with and into LCNB National Bank, Lebanon, Ohio.	Newspaper: Federal Register:

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**District: 4**

**Federal Reserve Bank of Cleveland**

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504311	GENOA BKG CO, GENOA, OHIO	04/17/2023	09/26/2022	S	Int Small Bank

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending September 23, 2023

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Filer	Filing Type	Filing Proposal	End of Comment Period	
SOUTHERN BANCSHARES (N.C.), INC.	* 3A Listed Going Concern	Southern Bancshares (N.C.), Inc., Mount Olive, North Carolina, to acquire up to 19.9% of the outstanding voting securities of Old Point Financial Corporation, Hampton, Virginia, and thereby indirectly acquire interests in The Old Point National Bank of Phoebus, Hampton, Virginia and Old Point Trust & Financial Services, N.A.	Newspaper:	10/09/2023
			Federal Register:	10/26/2023

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**District: 5**

**Federal Reserve Bank of Richmond**

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- SN = Substantial noncompliance

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

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<b>RSSD ID</b>	<b>Institution/Location</b>	<b>Exam Date</b>	<b>CRA Public Date</b>	<b>CRA Rating</b>	<b>Exam Method</b>
94522	BENCHMARK CMNTY BK, KENBRIDGE, VIRGINIA	02/04/2023	08/15/2022	S	Int Small Bank
214722	CHESAPEAKE BK, KILMARNOCK, VIRGINIA	11/14/2022	06/13/2022	S	Int Small Bank
713926	FARMERS & MERCHANTS BK, TIMBERVILLE, VIRGINIA	09/18/2022	04/04/2022	S	Int Small Bank
3019982	FREEDOM BK OF VIRGINIA, FAIRFAX, VIRGINIA	06/24/2023	10/24/2022	S	Int Small Bank

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

**District: 6**

**Federal Reserve Bank of Atlanta**

**Filings received during the week ending September 23, 2023**

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

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**District: 6**

**Federal Reserve Bank of Atlanta**

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- SN = Substantial noncompliance

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

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<b>RSSD ID</b>	<b>Institution/Location</b>	<b>Exam Date</b>	<b>CRA Public Date</b>	<b>CRA Rating</b>	<b>Exam Method</b>
2877345	INSBANK, NASHVILLE, TENNESSEE	02/05/2023	11/07/2022	S	Int Small Bank

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending September 23, 2023

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Filer	Filing Type	Filing Proposal	End of Comment Period	
1ST SOURCE BANK	* Branch (Domestic)	1st Source Bank, South Bend, Indiana to establish a branch located at 1401 South 11th Street, Niles, Michigan.	Newspaper: Federal Register:	10/01/2023 Not applicable
FIRST LACON CORP.	Change in Bank Control	Notice by Alyssa T. Kanive, Orono, Minnesota, John N. Kanive, Minnetonka, Minnesota, and Ryan J. Kanive, Orono, Minnesota, as a group acting in concert, to join the Nelson Family Control Group to retain voting shares of First Lacon Corp. and thereby indirectly acquire voting shares of The First National Bank of Lacon, both of Lacon, Illinois. In addition, The Louise N. Kanive Trust, Louise N. Kanive as trustee, both of Orono, Minnesota, to acquire voting shares of First Lacon Corp. and thereby indirectly control The First National Bank of Lacon.	Newspaper: Federal Register:	10/11/2023 Not available
GRINNELL BANCSHARES, INC.	Change in Bank Control	Notice by F. Austin Jones, individually and as co-trustee of the David A. Jones Irrevocable Trust and the F. Austin Jones Irrevocable Trust, all of Grinnell, Iowa, to retain voting shares of Grinnell Bancshares, Inc. and thereby indirectly retain voting shares of Grinnell State Bank, both of Grinnell, Iowa.	Newspaper: Federal Register:	Not available 10/04/2023

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\* Subject to the provisions of the Community Reinvestment Act



District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending September 23, 2023

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Filer	Filing Type	Filing Proposal	End of Comment Period	
OXFORD BANK CORPORATION	Change in Bank Control	Richard K. Thompson, Sterling Heights, Michigan; Thomas J. Hinsberg, Rochester, Michigan; and Robert A. Clemente, West Bloomfield, Michigan, as individuals; Richard K. Thompson Irrevocable Trust 2022, Troy, Michigan, Thomas J. Hinsberg, Rochester, Michigan as trustee; OJT Irrevocable Trust, Troy, Michigan, Robert A. Clemente, West Bloomfield, Michigan as trustee to retain voting shares of Oxford Bank Corporation and thereby indirectly retain voting shares of Oxford Bank, both of Oxford, Michigan.	Newspaper: Federal Register:	Not available Not available
TERRE HAUTE SAVINGS MHC, INC.	* 3A3	Terre Haute Savings MHC, Inc., Terre Haute, Indiana to acquire First Savings Bank, Danville, Illinois.	Newspaper: Federal Register:	08/17/2023 Not available

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\* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending September 23, 2023

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Filer	Filing Type	Filing Proposal	End of Comment Period	
TREYNOR BANCSHARES, INC.	* 3A3	Treynor Bancshares, Inc., Treynor ("TBI"), Iowa, to acquire an additional 57,142.86 voting shares of TS Contrarian Bancshares Inc. ("CBI"), Treynor, Iowa, through a purchase of those shares from CBI shareholder, GGC, LLP, Council Bluffs, Iowa. In addition, the Joshua Guttau Generational Irrevocable Trust ("Josh Guttau Trust") and the Heidi A. Guttau Generational Irrevocable Trust ("Heidi Guttau Trust") are proposing to acquire 71,428.57 shares each of CBI and become a part of the Guttau Family Control Group, through a purchase of those CBI shares from GGC, LLP. Simultaneously with the previously described purchases of GGC LLP's CBI shares, CBI will be merged into TBI with TBI being the survivor. In the merger, TBI's investment in CBI will be eliminated and the Josh Guttau Trust and Heidi Guttau Trust shares of CBI and other minority shareholders will be exchanged for common voting shares in TBI. The Josh Guttau Trust and Heidi Guttau Trust will also need to be added to the Guttau Family Control Group through a Change in Bank Control	Newspaper:	Not available
			Federal Register:	Not available

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\* Subject to the provisions of the Community Reinvestment Act

**District: 7**

**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
113740	FIRST ST BK, EASTPOINTE, MICHIGAN	09/12/2022	03/14/2022	S	Int Small Bank
2958972	NORTHSTAR BK, BAD AXE, MICHIGAN	07/10/2023	02/06/2023	S	Int Small Bank
247140	ONE CMNTY BK, OREGON, WISCONSIN	04/28/2023	11/28/2022	S	Int Small Bank
269049	VISIONBANK OF IA, AMES, IOWA	05/21/2023	02/27/2023	S	Int Small Bank

**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending September 23, 2023

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Filer	Filing Type	Filing Proposal	End of Comment Period	
BANKFIRST FINANCIAL SERVICES	* Branch (Domestic)	BankFirst Financial Services, Macon, Mississippi, to establish a branch facility to be located at 2007 Lincoln Road, Hattiesburg, Mississippi	Newspaper: Federal Register:	10/12/2023 Not applicable
EDMONTON BANCSHARES, INC.	Change in Bank Control	Notice by the Kimberly P. Thompson Irrevocable Trust, John N. Thompson, as Trustee, both of Brentwood, Tennessee; the Julie C. Thompson Irrevocable Trust, David W. Thompson, as Trustee, both of Edmonton, Kentucky, to retain voting shares of Edmonton Bancshares, Inc., Edmonton, Kentucky, and thereby indirectly retain voting shares of Edmonton State Bank, Glasgow, Kentucky	Newspaper: Federal Register:	Not available 10/05/2023

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**District: 8**

**Federal Reserve Bank of St. Louis**

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192147	CITIZENS B&TC, VAN BUREN, ARKANSAS	01/29/2023	10/24/2022	S	Int Small Bank
785473	FIRST SAVINGS BK, JEFFERSONVILLE, INDIANA	04/24/2023	04/18/2022	S	Int Small Bank
3374412	OAKSTAR BK, SPRINGFIELD, MISSOURI	12/19/2022	06/13/2022	S	Int Small Bank

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Filings received during the week ending September 23, 2023**

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

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**District: 9**

**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

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

**District: 10**

**Federal Reserve Bank of Kansas City**

**Filings received during the week ending September 23, 2023**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
SOVEREIGN BANK	* Branch (Domestic)	Sovereign Bank, Shawnee, Oklahoma, to establish a branch at 3480 S Boulevard, Edmond, OK 73013.	Newspaper:	Not available
			Federal Register:	Not applicable

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**District: 10**

**Federal Reserve Bank of Kansas City**

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285852	FIRST OPTION BK, OSAWATOMIE, KANSAS	06/16/2023	03/06/2023	S	Int Small Bank
554857	FIVE POINTS BK, GRAND ISLAND, NEBRASKA	06/10/2023	03/13/2023	O	Int Small Bank
990352	UNITED B&TC, MARYSVILLE, KANSAS	01/23/2023	10/24/2022	S	Int Small Bank

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending September 23, 2023

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Filer	Filing Type	Filing Proposal	End of Comment Period	
FROST BANK	* Branch (Domestic)	Frost Bank, San Antonio, Texas to establish a branch at 860 S. Preston Road, Prosper, Texas 75078.	Newspaper:	Not available
			Federal Register:	Not applicable

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\* Subject to the provisions of the Community Reinvestment Act

**District: 11**

**Federal Reserve Bank of Dallas**

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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<b>RSSD ID</b>	<b>Institution/Location</b>	<b>Exam Date</b>	<b>CRA Public Date</b>	<b>CRA Rating</b>	<b>Exam Method</b>
262358	AMERICAN ST BK, ARP, TEXAS	01/13/2023	09/26/2022	S	Int Small Bank
380458	TEXAS RGNL BK, HARLINGEN, TEXAS	01/08/2023	08/15/2022	S	Int Small Bank
3630323	THIRD COAST BK SSB, HUMBLE, TEXAS	08/14/2022	04/25/2022	S	Int Small Bank

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending September 23, 2023

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Filer	Filing Type	Filing Proposal	End of Comment Period	
RESONA BANK, LTD.	Rep Office	Resona Bank, Osaka, Japan, to establish a representative office in Los Angeles, California, pursuant to Section 10(a) of the International Banking Act and Section 211.24(a)(1) of Regulation K.	Newspaper:	Not available
			Federal Register:	Not applicable

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**District: 12**

**Federal Reserve Bank of San Francisco**

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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<b>RSSD ID</b>	<b>Institution/Location</b>	<b>Exam Date</b>	<b>CRA Public Date</b>	<b>CRA Rating</b>	<b>Exam Method</b>
1864197	OAK VALLEY CMNTY BK, OAKDALE, CALIFORNIA	04/27/2023	01/17/2023	O	Int Small Bank

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act