



FEDERAL RESERVE RELEASE

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

No. 11 Week ending March 16, 2024

## Board Actions

### Enforcement

JPMorgan Chase & Co., New York, New York—consent cease-and-desist order and assessment of a civil money penalty.\*

Approved: March 6, 2024

\*Addition

## Actions Under Delegated Authority

### Bank Branches, Domestic

#### *Dallas*

Third Coast Bank, SSB, Humble, Texas—to establish a branch at 3650 North Major Drive, Beaumont, Texas.

Approved: March 14, 2024

### Bank Holding Companies

#### *Cleveland*

Main Street Financial Services Corp., Wheeling, West Virginia—to acquire Wayne Savings Bancshares Inc., and thereby indirectly acquire Wayne Savings Community Bank, both of Wooster, Ohio.

Approved: March 13, 2024

#### *General Counsel*

New York Community Bancorp, Inc., Hicksville, New York—request for an exemption from the management interlock prohibitions under the Depository Institution Management Interlocks Act and the Board's Regulation L.\*

Approved: March 9, 2024

\*Addition

### Banks, State Member

#### *New York*

Goldman Sachs Bank USA, New York, New York—to make a public welfare investment.

Approved: March 12, 2024

#### *Secretary*

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

Approved: March 14, 2024

### Change in Bank Control

#### *Chicago*

River Valley Bancorporation, Inc., Wausau, Wisconsin—the CN 2023 Dynasty Trust, Milwaukee, Wisconsin, Gregory P. Nicklaus, Arbor Vitae, Wisconsin, and Peter J. Wilder, Pewaukee, Wisconsin, as co-trustees; and the DN 2023 Dynasty Trust, Milwaukee, Wisconsin, Todd R. Nicklaus, Rothschild, Wisconsin, and Peter J. Wilder, as co-trustees; to join the Nicklaus Family Control Group, a group acting in concert, to acquire voting shares of River Valley Bancorporation, Inc., and thereby indirectly acquire voting shares of IncredibleBank, Wausau, Wisconsin.

Permitted: March 12, 2024

#### *Kansas City*

Citizens Bancshares, Inc., Employee Stock Ownership Plan (ESOP), Edmond, Oklahoma—Jill Castilla and Lisa Trent, individually and as co-trustees of the Citizens Bancshares, Inc., ESOP, with Youssi Farag, all of Edmond, Oklahoma; to retain control of voting shares of Citizens Bancshares, Inc., and thereby indirectly retain control of voting shares of The Citizens Bank of Edmond, both of Edmond, Oklahoma. Jill Castilla would join Randal K. Granzow to form a family group acting in concert.

Permitted: March 15, 2024

### ***Philadelphia***

Blue Ridge Bankshares, Inc., Charlottesville, Virginia—Kenneth R. Lehman, Fort Lauderdale, Florida; to acquire voting shares of Blue Ridge Bankshares, Inc., and thereby indirectly acquire voting shares of Blue Ridge Bank, National Association, Martinsville, Virginia.

Permitted: March 14, 2024

## **Extensions of Time**

### ***Secretary***

UBS Group AG, Zurich, Switzerland—extension of time to comply with the home-country capital stress testing requirements.

Granted: March 12, 2024

## **Supervision and Regulation**

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

Capital One Financial Corporation, McLean, Virginia—to make certain capital distributions under the capital plan rule.\*

Approved: March 1, 2024

\*Addition

Truist Financial Corporation, Charlotte, North Carolina—to make certain capital distributions under the capital plan rule.

Approved: March 15, 2024

Truist Financial Corporation, Charlotte, North Carolina—request to treat a credit-linked-note transaction and certain substantially identical credit-linked-note transactions as synthetic securitizations under Regulation Q.

Approved: March 12, 2024

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending March 16, 2024**

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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: 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>
1008674	READING CO-OP BK, READING, MASSACHUSETTS	02/11/2024	07/31/2023	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 March 16, 2024**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
MANUFACTURERS AND TRADERS TRUST COMPANY	Public Welfare Investment	Manufacturers and Traders Trust Company, Buffalo, New York, requests prior approval to make a public welfare investment, pursuant to Section 208.22(d) of Regulation H.	Newspaper: Federal Register:	Not applicable Not applicable

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**District: 2**

**Federal Reserve Bank of New York**

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645317	ADIRONDACK TC, SARATOGA SPRINGS, NEW YORK	09/28/2023	12/05/2022	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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**District: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending March 16, 2024**

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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 March 16, 2024**

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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: 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
853112	HEARTLAND BK, WHITEHALL, OHIO	12/17/2023	04/11/2022	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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**District: 5**

**Federal Reserve Bank of Richmond**

**Filings received during the week ending March 16, 2024**

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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: 5**

**Federal Reserve Bank of Richmond**

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886624	CLEAR MNT BK, BRUCETON MILLS, WEST VIRGINIA	11/19/2023	06/05/2023	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 March 16, 2024**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CBS BANC-CORP.	Change in Bank Control	John Gregory Mitchell Batchelor, Russellville, Alabama, and John Bradley Batchelor Reeves, Tuscumbia, Alabama, to become members of the Batchelor Family Control Group, a group acting in concert, to retain voting shares of CBS Banc-Corp., and thereby indirectly retain voting shares of CB&S Bank, Inc., both of Russellville, Alabama.	Newspaper: Federal Register:	04/02/2024 04/02/2024
Fifth District Bancorp, Inc.	* Unitary Formation	Fifth District Bancorp, Inc., to become a savings and loan holding company by acquiring Fifth District Savings Bank, both of New Orleans, Louisiana, in connection with the mutual-to-stock conversion of Fifth District Savings Bank.	Newspaper: Federal Register:	04/08/2024 Not available
REGIONS BANK	Public Welfare Investment	Regions Bank, Birmingham, Alabama, to make eight public welfare investments.	Newspaper: Federal Register:	Not applicable Not applicable
FB BANCORP, INC	* 3A5	FB Bancorp, Inc., New Orleans, Louisiana (Applicant), to become a bank holding company by acquiring control of Fidelity Bank, a state-chartered mutual savings bank (Bank), New Orleans, Louisiana, in connection with Bank's conversion from a mutual to a stock form of organization, pursuant to section 3(a)(1) of the Bank Holding Company Act.	Newspaper: Federal Register:	04/08/2024 04/11/2024

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**District: 6**

**Federal Reserve Bank of Atlanta**

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479839	TENNESSEE ST BK, PIGEON FORGE, TENNESSEE	10/29/2023	06/12/2023	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 March 16, 2024

Filer	Filing Type	Filing Proposal	End of Comment Period	
CHARLEVOIX FIRST CORPORATION	Change in Bank Control	Notice by Dana Hodgson, Beaver Island, Michigan and Lucas Michna, Ann Arbor, Michigan to join the Hodgson Family Control Group and retain voting shares of Charlevoix First Corporation and thereby indirectly retain voting shares of Charlevoix State Bank, both of Charlevoix, Michigan.	Newspaper: Federal Register:	03/29/2024 Not available
GREENFIELD BANCORPORATIO N, LTD.	Change in Bank Control	The Jim and Peggy Scott Trust, James L. Scott and Peggy A. Scott as co- trustees, all of Fontanelle, Iowa; together with, Brad A. Lydon and Jana F. Lydon, both of Fontanelle, Iowa; and Jessica C. Christensen and Joshua J. Christensen , both of Greenfield, Iowa, together as a group acting in concert, to retain control of the voting share of Greenfield Bancorporation, Ltd, Greenfield, Iowa and thereby indirectly control Union State Bank, Greenfield, Iowa.	Newspaper: Federal Register:	Not available 03/19/2024
JOHNSON BANK	* Branch (Domestic)	Johnson Bank, Racine Wisconsin, to establish a branch located at 448 S Gammon Rd, Madison, Wisconsin.	Newspaper: Federal Register:	03/16/2024 Not applicable

\* Subject to the provisions of the Community Reinvestment Act



District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending March 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
SmartBiz Bancshares	* 3A1	Billfloat, Inc., dba SmartBiz Loans, San Francisco, California, to become a bank holding company through merging its wholly-owned subsidiary, Caletta Merger Sub, Inc., Wilmington, Delaware, with United Community Bancshares, Inc., Northbrook, Illinois, and thereby indirectly acquiring control of Centrust Bank, N.A., Northbrook, Illinois. Following that merger, United Community Bancshares would merge with SmartBiz, with United Community Bancshares surviving. United Community Bancshares would then be renamed SmartBiz Bancshares, Inc., and Centrust Bank, N.A. would be renamed SmartBiz Bank, N.A.	Newspaper: Federal Register:	Not available 04/12/2024
TRI-COUNTY FINANCIAL GROUP, INC.	Change in Bank Control	Castle Creek Capital Partners VI, LP, San Diego, California, to acquire voting shares of Tri-County Financial Group, Inc., and thereby indirectly acquire voting shares of First State Bank, both of Mendota, Illinois.	Newspaper: Federal Register:	Not available 02/12/2024

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**District: 7**

**Federal Reserve Bank of Chicago**

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643340	EASTERN MI BK, CROSWELL, MICHIGAN	01/20/2024	07/17/2023	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
448040	OXFORD BK, OXFORD, MICHIGAN	02/16/2024	05/15/2023	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 March 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period
CITIZENS BANCORP OF HICKMAN, INC.	Change in Bank Control	Notice by Minor Child A and Minor Child Newspaper: B, Carla Campbell Coffey as custodian, Federal Register: all of Troy, Tennessee, to join the Coffey family control group, a group acting in concert, to retain voting shares of Citizens Bancorp of Hickman, Inc., and thereby indirectly retain voting shares of The Citizens Bank, both of Hickman, Kentucky.	04/09/2024 04/04/2024
FIRST UNION FINANCIAL CORPORATION	Change in Bank Control	Notice by Zach John Scott McClendon, Newspaper: the Zach John Scott McClendon Federal Register: Irrevocable Trust, Zach John Scott McClendon as trustee; Robin Ann McClendon, the Robin Ann McClendon Irrevocable Trust, Robin Ann McClendon as trustee; and the Zach McClendon, Jr. Trust, Zach McClendon, Jr. as trustee, all of Monticello, Arkansas, to establish a family control group and retain 25 percent or more of the voting shares of First Union Financial Corporation and thereby indirectly retain voting shares of Union Bank & Trust Company, both of Monticello, Arkansas.	03/31/2024 04/02/2024

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**District: 8**

**Federal Reserve Bank of St. Louis**

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879644	BANK OF ADVANCE, ADVANCE, MISSOURI	11/03/2023	07/24/2023	S	Int Small Bank
785473	FIRST SAVINGS BK, JEFFERSONVILLE, INDIANA	04/24/2023	04/18/2022	S	Int Small Bank
185859	LINDELL B&TC, SAINT LOUIS, MISSOURI	12/18/2023	09/05/2023	S	Int Small Bank
266945	MONTICELLO BKG CO, MONTICELLO, KENTUCKY	01/27/2024	09/05/2023	S	Int Small Bank
3374412	OAKSTAR BK, SPRINGFIELD, MISSOURI	12/19/2022	06/13/2022	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: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending March 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
STEARNS FINANCIAL SERVICES, INC. EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	Stearns Financial Services, Inc. Employee Stock Purchase Plan, Saint Cloud, Minnesota; to increase its ownership interest in the voting shares of Stearns Financial Services, Inc., Saint Cloud, Minnesota, up to 23.2753 percent and thereby indirectly increase its ownership interest in the voting shares of Stearns Bank National Association, Saint Cloud, Minnesota; Stearns Bank of Upsala, Upsala, Minnesota; and Stearns Bank of Holdingford, Holdingford, Minnesota.	Newspaper: Federal Register:	Not available 04/18/2024

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**District: 9**

**Federal Reserve Bank of Minneapolis**

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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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**District: 10**

**Federal Reserve Bank of Kansas City**

**Filings received during the week ending March 16, 2024**

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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: 10**

**Federal Reserve Bank of Kansas City**

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1836701	ENTERPRISE BK, OMAHA, NEBRASKA	10/23/2023	08/07/2023	S	Int Small Bank
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
669555	MIDWEST BK, PIERCE, NEBRASKA	02/26/2024	11/27/2023	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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District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending March 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
A.N.B. HOLDING COMPANY, LTD.	* 3A3	A.N.B. Holding Company, Ltd., Terrell, Texas, to acquire additional shares, up to 37 percent, of The ANB Corporation, and thereby indirectly acquire The American National Bank of Texas, both of Terrell, Texas.	Newspaper: Federal Register:	Not available 04/17/2024
Safehands Capital Holdings, Inc.	* 3A1	Safehands Capital Holdings, Inc., Southlake, Texas, to become a registered bank holding company by acquiring Quanah Financial Corporation, Quanah, Texas, and indirectly, First Capital Bank, Quanah, Texas.	Newspaper: Federal Register:	04/16/2024 Not available
TEXAS PEOPLES NATIONAL BANCSHARES, INC.	Change in Bank Control	Notice by Deborah Ann Abbott, Sumner, Texas and William Chance Abbott, Paris, Texas, and as a group acting in concert, to retain voting securities of Texas Peoples National Bancshares, Inc., and thereby indirectly retain voting shares of Peoples Bank, both of Paris, Texas.	Newspaper: Federal Register:	03/16/2024 03/13/2024

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**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>
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 March 16, 2024**

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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: 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.

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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