



FEDERAL RESERVE RELEASE

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

No. 34 Week ending August 26, 2023

Board Actions

Bank Branches, Domestic

Comerica Bank, Dallas, Texas—to establish a branch at 415 South Cooper Street, Arlington, Texas.

Approved: August 21, 2023

Enforcement

HSBC Holdings PLC, London, United Kingdom, and HSBC North America Holdings Inc., New York, New York—cease-and-desist order dated September 29, 2017, terminated August 18, 2023.

Announced: August 24, 2023

Regions Bank, Birmingham, Alabama—consent order of assessment of a civil money penalty pursuant to the National Flood Insurance Act.

Announced: August 22, 2023

Personnel

Division of Reserve Bank Operations and Payment Systems—appointment of James Noonan as assistant director.

Approved: August 21, 2023

Division of Supervision and Regulation—appointment of Doriana Ruffino as assistant director.

Approved: August 24, 2023

Division of Supervision and Regulation—appointment of Joseph Cox as assistant director.

Approved: August 24, 2023

Legal Division—appointment of Lucy Chang as assistant general counsel.

Approved: August 21, 2023

Actions Under Delegated Authority

Bank Holding Companies

Atlanta

Gulf Atlantic Financial Corporation, Key West, Florida—to become a bank holding company by acquiring outstanding shares of Gulf Atlantic Bank, Key West, Florida.

Withdrawn: August 24, 2023

Chicago

Central Bancshares, Inc., Muscatine, Iowa—waiver of application to merge with McLaughlin Holding Company and thereby indirectly acquire SENB Bank, both of Moline, Illinois, in connection with the merger of SENB Bank with and into CBI Bank & Trust, Muscatine, Iowa.

Granted: August 23, 2023

Bank Mergers

Chicago

CBI Bank & Trust, Muscatine, Iowa—to merge with SENB Bank, Moline, Illinois, and thereby establish branches.

Approved: August 23, 2023

Banks, State Member

Secretary

The Northern Trust Company, Chicago, Illinois—to make a public welfare investment.

Approved: August 24, 2023

Extensions of Time

Dallas

Woodforest Financial Group Employee Stock Ownership Plan (with 401(k) provisions) (amended and restated effective January 1, 2016) and Woodforest Financial Group Employee Stock Ownership Trust, both of The Woodlands, Texas—extension of time to acquire shares of Woodforest Financial Group, Inc., and thereby indirectly acquire Woodforest National Bank, both of The Woodlands, Texas.

Granted: August 23, 2023

Director, S&R

The Goldman Sachs Group, Inc., New York, New York—extension of time to conform or divest a merchant banking investment.

Granted: August 23, 2023

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending August 26, 2023

Filer	Filing Type	Filing Proposal	End of Comment Period	
SANTANDER HOLDINGS USA, INC.	Listed Going Concern	Request by Santander Holdings USA, Inc., Boston, Massachusetts, for prior approval to increase its community welfare investments up to 12% of the total consolidated capital and surplus pursuant to Section 4(c)(8) of the Bank Holding Company Act.	Newspaper: Federal Register:	Not applicable Not applicable

District: 1

Federal Reserve Bank of Boston

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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

CRA Examinations scheduled for Fourth Quarter of 2023 (October 1, 2023 - December 31, 2023) and First Quarter of 2024 (January 1, 2024 - March 31, 2024)

Institution	Location	Quarter
CORNERSTONE BK	SPENCER, MASSACHUSETTS	First Quarter of 2024
STATE STREET B&TC	BOSTON, MASSACHUSETTS	First Quarter of 2024

* Subject to the provisions of the Community Reinvestment Act

District: 2

Federal Reserve Bank of New York

Filings received during the week ending August 26, 2023

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

District: 2

Federal Reserve Bank of New York

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NONE					

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Institution	Location	Quarter
BANK OF NY MELLON	NEW YORK, NEW YORK	First Quarter of 2024
FIELDPOINT PRIV B&TC	GREENWICH, CONNECTICUT	First Quarter of 2024
ORANGE B&TC	MIDDLETOWN, NEW YORK	First Quarter of 2024
PCSB BK	YORKTOWN HEIGHTS, NEW YORK	First Quarter of 2024

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District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending August 26, 2023

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NONE			

District: 3

Federal Reserve Bank of Philadelphia

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Institution	Location	Quarter
ORRSTOWN BK	SHIPPENSBURG, PENNSYLVANIA	Fourth Quarter of 2023
BANK OF DELMARVA	SEAFORD, DELAWARE	First Quarter of 2024

* Subject to the provisions of the Community Reinvestment Act

District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending August 26, 2023

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

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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Institution	Location	Quarter
OTTOVILLE BK CO	OTTOVILLE, OHIO	Fourth Quarter of 2023
WHITAKER BK	LEXINGTON, KENTUCKY	Fourth Quarter of 2023
COMMUNITY TR BK INC	PIKEVILLE, KENTUCKY	First Quarter of 2024

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District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending August 26, 2023

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

District: 5

Federal Reserve Bank of Richmond

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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
417626	PUTNAM CTY BK, HURRICANE, WEST VIRGINIA	08/29/2022	04/25/2022	S	Int Small Bank

CRA Examinations scheduled for Fourth Quarter of 2023 (October 1, 2023 - December 31, 2023) and First Quarter of 2024 (January 1, 2024 - March 31, 2024)

Institution	Location	Quarter
ATLANTIC UNION BK	RICHMOND, VIRGINIA	Fourth Quarter of 2023
FIRST BK	SOUTHERN PINES, NORTH CAROLINA	Fourth Quarter of 2023
BANK OF DELMARVA	SEAFORD, DELAWARE	First Quarter of 2024
BANK OF MARION	MARION, VIRGINIA	First Quarter of 2024

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District: 5

Federal Reserve Bank of Richmond

CRA Examinations scheduled for Fourth Quarter of 2023 (October 1, 2023 - December 31, 2023) and First Quarter of 2024 (January 1, 2024 - March 31, 2024)

Institution	Location	Quarter
VIRGINIA PTNR BK	FREDERICKSBURG, VIRGINIA	First Quarter of 2024

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending August 26, 2023

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

District: 6

Federal Reserve Bank of Atlanta

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2877345	INSBANK, NASHVILLE, TENNESSEE	02/05/2023	11/07/2022	S	Int Small Bank

CRA Examinations scheduled for Fourth Quarter of 2023 (October 1, 2023 - December 31, 2023) and First Quarter of 2024 (January 1, 2024 - March 31, 2024)

Institution	Location	Quarter
PRIORITYONE BK	MAGEE, MISSISSIPPI	Fourth Quarter of 2023
CAPITAL CITY BK	TALLAHASSEE, FLORIDA	First Quarter of 2024

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending August 26, 2023

Filer	Filing Type	Filing Proposal	End of Comment Period	
CENTRAL BANCSHARES, INC.	Waiver	Central Bancshares, Inc., Muscatine, Iowa, requests a waiver from filing an application to merge with McLaughlin Holding Company, Moline, Illinois.	Newspaper: Federal Register:	Not applicable Not applicable
FIRST NATIONAL BANCSHARES, INC.	Change in Bank Control	Notice by the Mamie M. Foote Trust No. 1 and Mamie M. Foote, as sole trustee of the Mamie M. Foote Trust No. 1, to acquire shares of First National Bancshares, Inc., and thereby indirectly acquire voting shares of First National Bank of America, both of East Lansing, Michigan.	Newspaper: Federal Register:	Not available Not available
JOHNSON FINANCIAL GROUP, INC.	Change in Bank Control	Notice by JFG Control, LP, a proposed qualified family partnership, the general partner of which is IPJ 2012 JFG Trust, Helen P. Johnson-Leipold, trustee, all of Racine, Wisconsin to join the Johnson Family Control Group and acquire voting shares of Johnson Financial Group, Inc., thereby indirectly acquiring voting shares of Johnson Bank, both of Racine, Wisconsin.	Newspaper: Federal Register:	08/30/2023 09/14/2023

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending August 26, 2023

Filer	Filing Type	Filing Proposal	End of Comment Period	
OXFORD BANK CORPORATION	Change in Bank Control	Richard Kenneth Thompson Revocable Living Trust, Clinton Township, Michigan, Richard K. Thompson, Sterling Heights, Michigan as trustee; Richard K. Thompson Irrevocable Trust 2022, Troy, Michigan, Thomas Hinsberg, Rochester, Michigan as trustee; OJT Irrevocable Trust, Troy, Michigan, Robert Clemente, West Bloomfield, Michigan as trustee; The Restatement of the Thomas Hinsberg Revocable Living Trust, Rochester, Michigan, Thomas Hinsberg as trustee, Rochester, Michigan; Robert Clemente Children's Trust, West Bloomfield, Michigan, Robert 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
WESTBURY BANCORP, INC.	Change in Bank Control	Greg Remus, Sara Remus, Alexander Remus and Zachary Remus, all of Oconomowoc, Wisconsin, to form the Remus Family Control Group, a group acting in concert, and retain shares of Westbury Bancorp, Inc., and thereby indirectly control Westbury Bank, both of Waukesha, Wisconsin.	Newspaper: Federal Register:	Not available Not available

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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 Fourth Quarter of 2023 (October 1, 2023 - December 31, 2023) and First Quarter of 2024 (January 1, 2024 - March 31, 2024)

Institution	Location	Quarter
FIRST FARMERS B&TC	CONVERSE, INDIANA	Fourth Quarter of 2023
INDEPENDENT BK	GRAND RAPIDS, MICHIGAN	Fourth Quarter of 2023
ISABELLA BK	MOUNT PLEASANT, MICHIGAN	Fourth Quarter of 2023
COMMUNITY ST BK	AVILLA, INDIANA	First Quarter of 2024

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

CRA Examinations scheduled for Fourth Quarter of 2023 (October 1, 2023 - December 31, 2023) and First Quarter of 2024 (January 1, 2024 - March 31, 2024)

Institution	Location	Quarter
EXCHANGE ST BK	ADAIR, IOWA	First Quarter of 2024
WASHINGTON ST BK	WASHINGTON, IOWA	First Quarter of 2024

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending August 26, 2023

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

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

CRA Examinations scheduled for Fourth Quarter of 2023 (October 1, 2023 - December 31, 2023) and First Quarter of 2024 (January 1, 2024 - March 31, 2024)

Institution	Location	Quarter
BANK OF CROCKETT	BELLS, TENNESSEE	Fourth Quarter of 2023
BANKFIRST FINANCIAL SVC	MACON, MISSISSIPPI	Fourth Quarter of 2023
GATEWAY BK	RISON, ARKANSAS	Fourth Quarter of 2023
SOUTHERN BK	POPLAR BLUFF, MISSOURI	Fourth Quarter of 2023

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

CRA Examinations scheduled for Fourth Quarter of 2023 (October 1, 2023 - December 31, 2023) and First Quarter of 2024 (January 1, 2024 - March 31, 2024)

Institution	Location	Quarter
DU QUOIN ST BK	DU QUOIN, ILLINOIS	First Quarter of 2024

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending August 26, 2023

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST STATE BANK	Change in Bank Control	Bradley Dean Meester, Bigelow, Minnesota, as co-trustee, to acquire voting shares of First State Bank	Newspaper:	Not available
SOUTHWEST KSOP PLAN AND TRUST	Change in Bank Control	Southwest KSOP Plan and Trust, and thereby indirectly acquire voting shares of First Rushmore Bancorporation, Inc., both of Worthington, Minnesota	Federal Register:	09/01/2023

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

CRA Examinations scheduled for Fourth Quarter of 2023 (October 1, 2023 - December 31, 2023) and First Quarter of 2024 (January 1, 2024 - March 31, 2024)

Institution	Location	Quarter
FRANSEN B&T	LONSDALE, MINNESOTA	First Quarter of 2024

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District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending August 26, 2023

Filer	Filing Type	Filing Proposal	End of Comment Period	
FARMERS BANCSHARES, INC.	Change in Bank Control	Sharon Meek, Rogers, Arkansas, to retain voting shares of Farmers Bancshares, Inc., and thereby indirectly retain voting shares of Independent Farmers Bank, both of Maysville, Missouri.	Newspaper: Federal Register:	Not available 07/27/2023
HYDRO BANCSHARES, INC.	Change in Bank Control	Derek Joseph Grubb 2012 Trust, Clinton, Oklahoma, Shawn Grubb, Weatherford, Oklahoma, and Kenneth Baker, Clinton, Oklahoma as co-trustees; Jordan Alyssa Grubb 2012 Trust, Clinton, Oklahoma, Shawn Grubb and Kenneth Baker co-trustees; and Washita Valley Trust, Clinton, Oklahoma, Kenneth Baker trustee; to become members of the Shawn Grubb Family Control Group, a group acting in concert, to acquire voting shares of Hydro Bancshares, Inc., and thereby indirectly acquire voting shares of Bank of Hydro, both of Hydro, Oklahoma. Shawn Grubb, co-trustee, has been previously approved by the Federal Reserve Board.	Newspaper: Federal Register:	Not available 09/14/2023

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending August 26, 2023

Filer	Filing Type	Filing Proposal	End of Comment Period	
PLAINS BANCSHARES, INC.	Change in Bank Control	David Clawson, Plains, Kansas, individually, and as co-trustee of the LAC Clawson Irrevocable Trust, the TD Clawson Irrevocable Trust, and MBCW Irrevocable Trust, all of Plains, Kansas, to retain shares of Plains Bancshares, Inc., Plains, Kansas and thereby indirectly retain shares of Bank of the Plains, Plains, Kansas (formerly known as The Plains State Bank). Additionally, the TD Clawson Irrevocable Trust, David and Daniel Clawson, as co-trustees, of Plains, Kansas, and Selah Farms LLC and Skybound Farms LLC, both of Meade, Kansas, to retain voting shares of Plains Bancshares and to join the Clawson Family Group, a group acting in concert. David Clawson was previously approved as a member of the Clawson Family Control Group.	Newspaper: Federal Register:	Not available 09/05/2023

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

CRA Examinations scheduled for Fourth Quarter of 2023 (October 1, 2023 - December 31, 2023) and First Quarter of 2024 (January 1, 2024 - March 31, 2024)

Institution	Location	Quarter
BANK OF KREMLIN	KREMLIN, OKLAHOMA	Fourth Quarter of 2023
FIRSTBANK	LAKEWOOD, COLORADO	Fourth Quarter of 2023
LOCAL BK	HULBERT, OKLAHOMA	Fourth Quarter of 2023
METHOD BK	WYANDOTTE, OKLAHOMA	Fourth Quarter of 2023

* Subject to the provisions of the Community Reinvestment Act

District: 10

Federal Reserve Bank of Kansas City

CRA Examinations scheduled for Fourth Quarter of 2023 (October 1, 2023 - December 31, 2023) and First Quarter of 2024 (January 1, 2024 - March 31, 2024)

Institution	Location	Quarter
MIDWEST BK	PIERCE, NEBRASKA	Fourth Quarter of 2023
SECURITY BK	LAUREL, NEBRASKA	Fourth Quarter of 2023

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District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending August 26, 2023

Filer	Filing Type	Filing Proposal	End of Comment Period	
Integrity Bank SSB	Membership DeNovo	Integrity Bank SSB, a de novo Savings Bank, to become a member of the Federal Reserve System.	Newspaper:	Not applicable
			Federal Register:	Not applicable

District: 11

Federal Reserve Bank of Dallas

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RSSD ID	Institution/Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
262358	AMERICAN ST BK, ARP, TEXAS	01/13/2023	09/26/2022	S	Int Small Bank
965789	SUSSER BK, DALLAS, TEXAS	08/27/2022	02/28/2022	S	Int Small Bank
473266	TEXAS FIRST BK, TEXAS CITY, TEXAS	08/07/2022	03/14/2022	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, TFXAS	08/14/2022	04/25/2022	S	Int Small Bank

CRA Examinations scheduled for Fourth Quarter of 2023 (October 1, 2023 - December 31, 2023) and First Quarter of 2024 (January 1, 2024 - March 31, 2024)

Institution	Location	Quarter
FROST BK	SAN ANTONIO, TEXAS	First Quarter of 2024
PLAINSCAPITAL BK	UNIVERSITY PARK, TEXAS	First Quarter of 2024

* Subject to the provisions of the Community Reinvestment Act

District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending August 26, 2023

Filer	Filing Type	Filing Proposal	End of Comment Period	
PACIFIC WESTERN BANK	Membership * 18C	FRB Member and Bank Merger Applications	Newspaper:	Not available
			Federal Register:	Not applicable

* Subject to the provisions of the Community Reinvestment Act

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.

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

CRA Examinations scheduled for Fourth Quarter of 2023 (October 1, 2023 - December 31, 2023) and First Quarter of 2024 (January 1, 2024 - March 31, 2024)

Institution	Location	Quarter
COMMONWEALTH BUS BK	LOS ANGELES, CALIFORNIA	First Quarter of 2024

* Subject to the provisions of the Community Reinvestment Act