



FEDERAL RESERVE RELEASE

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

No. 46 Week ending November 16, 2024

## Board Actions

### Enforcement

Allegiant United Holdings, LLC (Allegiant); Nano Financial Holdings, Inc. (Nano Financial); and Nano Banc, all of Irvine, California—(1) consent order of prohibition and assessment of a civil money penalty against Anthony R. Gressak III, a former institution-affiliated party of Allegiant, Nano Financial, and Nano Banc, and (2) consent order of prohibition against James T. Chung, a former institution-affiliated party of Nano Financial and Nano Banc.

Announced: November 12, 2024

### Forms

FR 2082—initial Board review to extend without revision the Registration of a Securities Holding Company.  
Approved: November 12, 2024

FR 2644—initial Board review to extend with revision the Report of Selected Assets and Liabilities of Domestically Chartered Commercial Banks and U.S. Branches and Agencies of Foreign Banks.  
Approved: November 12, 2024

FR 2886b—final Board review to extend with revision the Consolidated Report of Condition and Income for Edge and Agreement Corporations.  
Approved: November 12, 2024

FR 2956—final Board review to extend with revision the Treasury Securities and Agency Debt and Mortgage-Backed Securities Reporting Requirements.  
Approved: November 12, 2024

FR W—initial Board review to extend without revision the Reporting and Recordkeeping Requirements Associated with Regulation W.  
Approved: November 12, 2024

FR Y-9—final Board review to extend with revision the Financial Statements for Holding Companies (FR Y-9 reports).  
Approved: November 12, 2024

### Regulations and Policies

Prepaid Cards—2024 annual report to Congress on government-administered, general-use prepaid cards, in accordance with the Dodd-Frank Act, and revised 2023 report.\*

Approved: October 30, 2024

\*Addition

**Supervision and Regulation**

UBS Americas Holding LLC (UBS), New York, New York—determination not to recalculate the stress capital buffer requirement for UBS.\*

Approved: November 8, 2024

\*Addition

## Actions Under Delegated Authority

### Bank Branches, Domestic

#### *Kansas City*

Lamar Bank and Trust Company, Lamar, Missouri—to establish a branch at 514 West Fourth Street, Lockwood, Missouri.

Approved: November 14, 2024

### Bank Holding Companies

#### *Minneapolis*

Bridgewater Bancshares, Inc., Saint Louis Park, Minnesota—request by Gerald Baack for relief from a commitment involving Bridgewater Bancshares, Inc.

Granted: November 13, 2024

Stearns Financial Services, Inc. Employee Stock Ownership Plan and Trust, Saint Cloud, Minnesota—to acquire voting shares of Stearns Financial Services, Inc., Saint Cloud, Minnesota, and thereby indirectly acquire voting shares of Stearns Bank National Association, Saint Cloud, Minnesota, and Stearns Bank of Upsala, National Association, Upsala, Minnesota.

Approved: November 15, 2024

### Banks, State Member

#### *Boston*

Brattleboro Savings & Loan Association, Brattleboro, Vermont—to make certain public welfare investments (two requests).

Approved: November 12, 2024

### Change in Bank Control

#### *Chicago*

Arbor Bancorp, Inc., Ann Arbor, Michigan—William C. Martin 2024 Grantor Retained Annuity Trust, William C. Martin as trustee, both of Ann Arbor, Michigan, to join the Martin Family Control Group, a group acting in concert, to acquire voting shares of Arbor Bancorp, Inc., and thereby indirectly acquire voting shares of Bank of Ann Arbor, Ann Arbor, Michigan.

Permitted: November 15, 2024

Old O'Brien Banc Shares, Inc., Sutherland, Iowa—the Johnson 2024 Dynasty Trust, Milwaukee, Wisconsin, Darin Johnson, Sutherland, Iowa, and Peter J. Wilder, Pewaukee, Wisconsin, as co-trustees, and Jenny Johnson, Sutherland, Iowa, as Grantor, and Jenny Johnson, Sutherland, Iowa, to join the Johnson Family Control Group, a group acting in concert, to acquire voting shares of Old O'Brien Banc Shares, Inc., and thereby indirectly acquire voting shares of Security State Bank, Sutherland, Iowa.

Permitted: November 15, 2024

#### *Cleveland*

Citizens Guaranty Financial Corporation, Irvine, Kentucky—Larry T. Clark, Danville, Kentucky, as successor trustee of the John M. St. Clair, Jr. Trust dated January 16, 2006, to retain voting shares of Citizens Guaranty Financial Corporation and thereby indirectly retain voting shares of Citizens Guaranty Bank, Richmond, Kentucky.

Permitted: November 14, 2024

### ***Dallas***

Texas Banc Financial Corp, Fort Worth, Texas—the Amy K. Brown 2010 Trust, the Molly A. Knight 2010 Trust, the David A. Knight 2010 Trust, and the Patrick J Doss 2021 Trust, Billy Francis Knight, as trustee, all of Fort Worth, Texas; to become members of the Doss/Knight Family Group, a group acting in concert, to acquire voting shares of Texas Banc Financial Corp, Fort Worth, Texas, and thereby indirectly acquire voting shares of TexasBank, Brownwood, Texas.

Permitted: November 14, 2024

### ***Minneapolis***

Stearns Financial Services, Inc., Saint Cloud, Minnesota—Barrett Doss, Los Angeles, California, to join the Skalicky Family Group, a group acting in concert, to acquire voting shares of Stearns Financial Services, Inc., and thereby indirectly acquire voting shares of Stearns Bank National Association, Saint Cloud, Minnesota, and Stearns Bank of Upsala, National Association, Upsala, Minnesota.

Permitted: November 15, 2024

## **Membership**

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

Cadence Bank, Tupelo, Mississippi—to become a member of the Federal Reserve System.

Approved: November 13, 2024

Generations Bank, Rogers, Arkansas—to become a member of the Federal Reserve System.

Approved: November 15, 2024

## **Regulations and Policies**

### ***Director, MA***

Regulation D (Reserve Requirements of Depository Institutions)—annual indexing of reserve requirement exemption amount and low reserve tranche for 2025.

Approved: November 12, 2024

## **Supervision and Regulation**

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

KeyCorp, Cleveland, Ohio—to make certain capital distributions under the capital plan rule.

Approved: November 15, 2024

Stress Tests—establishment of the as-of date for the global market shock component of the 2025 stress test.\*

Approved: October 21, 2024

\*Addition

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending November 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period
CAMDEN NATIONAL CORPORATION	* 3A5 * 3A3	Camden National Corporation, Camden, Maine, to merge with Northway Financial, Inc., North Conway, New Hampshire, and thereby indirectly acquire Northway Bank, Berlin, New Hampshire.	Newspaper: 11/14/2024 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>
447100	CORNERSTONE BK, SPENCER, MASSACHUSETTS	07/06/2024	03/04/2024	S	Int Small Bank
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 November 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: 2**

**Federal Reserve Bank of New York**

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3664588	FIELDPOINT PRIV B&TC, GREENWICH, CONNECTICUT	08/18/2024	01/16/2024	NI	Int Small Bank
722816	SOLVAY BK, SOLVAY, NEW YORK	02/04/2024	06/26/2023	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: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending November 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
VECTA INC	Change in Control Change in Bank Control	Nicholas A. Frungillo Jr., as trustee of a to-be-formed voting trust, both of Mountainside, New Jersey, for the benefit of Mark Silber; to acquire voting shares of Vecta, Inc., New York, New York, and thereby indirectly acquire voting shares of Sunnyside Federal Savings and Loan Association of Irvington, Irvington, New York.	Newspaper: Federal Register:	Not available Not available

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**District: 3**

**Federal Reserve Bank of Philadelphia**

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3603961	VICTORY BK, LIMERICK, PENNSYLVANIA	06/14/2024	07/10/2023	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: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending November 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
CITIZENS GUARANTY FINANCIAL CORPORATION	Change in Bank Control	Interagency Notice of Change in Bank Control filed by Jaclyn R. St. Clair Shoop, Lexington, Kentucky, as Trustee of the Kathryn St. Clair Trust, Irvine, KY, under agreement dated January 26, 2024, as amended on June 20, 2024, for permission to acquire 100% of the outstanding shares and thereby control Citizens Guaranty Financial Corporation, Irvine, Kentucky, and indirectly control Citizens Guaranty Bank, d/b/a CG Bank, Richmond, Kentucky.	Newspaper: Federal Register:	12/08/2024 Not available

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**District: 4**

**Federal Reserve Bank of Cleveland**

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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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\* Subject to the provisions of the Community Reinvestment Act

District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending November 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF THE JAMES	* Branch (Domestic)	Bank of the James, Lynchburg, Virginia, to establish a branch facility to be located at 20795 Timberlake Road, Lynchburg, Virginia.	Newspaper: Federal Register:	11/30/2024 Not applicable
PRIMIS BANK	* Branch (Domestic)	Primis Bank, Tappahannock, Virginia, to expand its courier services in Anne Arundel County, Maryland.	Newspaper: Federal Register:	11/22/2024 Not applicable

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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
3567269	SELECT BK, FOREST, VIRGINIA	06/01/2024	04/17/2023	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: 6**

**Federal Reserve Bank of Atlanta**

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

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
EMBASSY BANCSHARES, INC.	Change in Bank Control	Nitin Shah and Mili N. Shah, both of Lawrenceville, Georgia, to retain voting shares of Embassy Bancshares, Inc., thereby indirectly retain voting shares of Embassy National Bank, both of Lawrenceville, Georgia.	Newspaper: Federal Register:	Not available Not available

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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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353238	CENTRAL ST BK, CALERA, ALABAMA	03/07/2024	09/25/2023	S	Int Small Bank
956938	PRIORITYONE BK, MAGEE, MISSISSIPPI	04/27/2024	10/30/2023	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 November 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
AGCOM HOLDINGS, INC.	Change in Bank Control	Notice by Bradley C. Hanson, Sioux Falls, SD, to acquire voting shares of AgCom Holdings, Inc., Maxwell, Iowa and thereby indirectly acquire control of Maxwell State Bank, Maxwell, Iowa.	Newspaper: Federal Register:	Not available 10/09/2024
BANK IOWA CORPORATION	Change in Bank Control	Notice by Kathryn Paige Duncan, Lincoln, Nebraska, seeking permission to acquire more than 25 percent of the voting shares of Bank Iowa Corporation, and thereby indirectly retain voting shares of Bank Iowa, both of West Des Moines, Iowa.	Newspaper: Federal Register:	Not available 12/04/2024
BSB COMMUNITY BANCORPORATION, INC.	Change in Bank Control	Louis James Schweigert, Cuba City, Wisconsin, to acquire the voting shares of BSB Community Bancorporation, Inc. and thereby indirectly control Benton State Bank, both of Benton, Wisconsin.	Newspaper: Federal Register:	Not available 12/04/2024

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District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending November 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
CHOICEONE BANK	* 18C * Branch (Domestic)	ChoiceOne Bank, Sparta, Michigan to merge with The State Bank, Fenton, Michigan, pursuant to section 18c of the Federal Deposit Insurance Act. As a result of the merger, ChoiceOne Bank will establish branches located at: 175 N. Leroy Street, Fenton, Michigan; 8412 Main Street, Birch Run, Michigan; 134 N. First Street, Brighton, Michigan; 12771 Brady Road, Chesaning, Michigan; 31000 Northwestern Highway, Suite 150, Farmington Hills, Michigan; 615 S. Saginaw Street, Flint, Michigan; 1401 E. Hill Road, Grand Blanc, Michigan; 7606 S. Saginaw Street, Grand Blanc, Michigan; 12005 Michigan Avenue, Grass Lake, Michigan; 4043 Grange Hall Road, Holly, Michigan; 107 Main Street, Linden, Michigan; 200 W. State Street, Montrose, Michigan; 201 N. Main Street, Munith, Michigan; 9380 Genesee Street, New Lothrop, Michigan; 218 S. Washington Avenue, Saginaw, Michigan; 15095 Silver Parkway, Fenton, Michigan; 207 S. Saginaw Street, St. Charles, Michigan; 5101 M-106, Stockbridge, Michigan; 7590 Gratiot Road, Saginaw, Michigan; and 18005 Silver Parkway, Fenton, Michigan, pursuant to section 9 of the Federal Reserve Act.	Newspaper: Federal Register:	Not available Not applicable
MUTUAL FEDERAL BANCORP, MHC	* Acquisition	Mutual Federal Bancorp, MHC and Mutual Federal Bancorp, Inc., both of Chicago, Illinois, to acquire Pulaski Savings Bank, Chicago, Illinois.	Newspaper: Federal Register:	Not available 12/19/2024

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\* Subject to the provisions of the Community Reinvestment Act

**District: 7**

**Federal Reserve Bank of Chicago**

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930442	BANK OF PONTIAC, PONTIAC, ILLINOIS	10/25/2024	07/15/2024	S	Int Small Bank
711548	CHELSEA ST BK, CHELSEA, MICHIGAN	06/10/2024	02/26/2024	S	Int Small Bank
502746	COMMUNITY ST BK, AVILLA, INDIANA	06/15/2024	03/04/2024	S	Int Small Bank
643340	EASTERN MI BK, CROSWELL, MICHIGAN	01/20/2024	07/17/2023	S	Int Small Bank
3804535	GUARANTY BK, SPRINGFIELD, MISSOURI	03/31/2024	05/01/2023	S	Int Small Bank

**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		
433943	WASHINGTON ST BK, WASHINGTON, IOWA	

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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 November 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period
COUNTRY BANCORP, INC.	Change in Bank Control	Notice by The Dan Fleming Living Trust dated October 17, 1994, Daniel D. Fleming, Trustee, Carlinville, Illinois; The William Revocable Trust dated December 30, 1993, William D. Fleming, Trustee, The Andrew W. Fleming Trust U/A dated February 1, 2012, Andrew W. Fleming, Trustee, Bailey D. Fleming Living Trust dated May 1, 2015, Bailey D. Fleming, Trustee, The Jacob W. Fleming Trust dated July 4, 2008, Jacob W. Fleming, Trustee, Andrew W. Fleming, Custodian of Minor Child A, UTMA, and Jacob W. Fleming, Custodian of Minor Child B UTMA, Minor Child C UTMA and Minor Child D UTMA, all of Litchfield, Illinois; The Eaden Fleming Trust dated February 1, 2018, Eaden Danae Nellyn Fleming, Trustee, Mt. Olive, Illinois; and Fleming Financial, Inc., a corporation organized and existing pursuant to the laws of the State of Illinois, Daniel D. Fleming as President and William D. Fleming as Secretary, as the Fleming Family Control Group, a group acting in concert, to retain voting shares of Country Bancorp, Inc., and thereby indirectly retain voting shares of Bank of Hillsboro, NA, both of Hillsboro, Illinois	Newspaper: 12/21/2024 Federal Register: 12/09/2024

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District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending November 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
WYATT BANCSHARES, INC.	Change in Bank Control	Notice by the Bonnie Copp Wyatt Revocable Trust, Bonnie Copp Wyatt as trustee; the Hayden Noel Wyatt 2019 Trust, Hayden Noel Wyatt, individually and as trustee; the Sanders Lee Wyatt 2019 Trust, Sanders Lee Wyatt individually and as trustee, all of Melbourne, Arkansas, to join the Wyatt family control group, a group acting in concert, to retain 25 percent or more of the voting shares of Wyatt Bancshares, Inc., and thereby indirectly retain voting shares of First National Bank of IZARD County, both of Calico Rock, Arkansas.	Newspaper: Federal Register:	11/30/2024 12/04/2024

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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
541857	CARROLL B&T, HUNTINGDON, TENNESSEE	09/27/2024	06/03/2024	S	Int Small Bank
856748	CITIZENS BK, BATESVILLE, ARKANSAS	03/30/2024	05/15/2023	S	Int Small Bank
137447	FNB CMNTY BK, VANDALIA, ILLINOIS	11/03/2023	07/24/2023	S	Int Small Bank
3804535	GUARANTY BK, SPRINGFIELD, MISSOURI	03/31/2024	05/01/2023	S	Int Small Bank

**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		
3120646	PATRIOT BK, MILLINGTON, TENNESSEE	01/23/2022 02/01/2022 S Int Small Bank

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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 November 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
AMERICAN FEDERAL CORPORATION	Change in Bank Control	John A. Schumacher, West Fargo, North Dakota, as co-trustee of the American Federal Bank and Affiliates Employee Stock Ownership Plan (ESOP) and as co-trustee and committee member of the American Federal Bank Restricted Stock Plan and Trust (RSP); individually and as a new member of an existing group acting in concert consisting of ESOP, RSP, and the individuals that control those entities, to acquire voting shares of American Federal Corporation, and thereby indirectly acquire voting shares of American Federal Bank, all of Fargo, North Dakota.	Newspaper: Federal Register:	Not available 12/04/2024
BRIDGER COMPANY, THE	Change in Bank Control	The Estate of Leon Langemeier (the "Estate"), Red Lodge, Montana, and Bart Langemeier, Red Lodge, Montana, individually and as personal representative of the Estate, each to retain voting shares of The Bridger Company, Bridger, Montana, and thereby indirectly retain voting shares of Bank of Bridger, National Association, Bridger, Montana. Additionally, the Estate would join the Langemeier Family Shareholder Group, a group acting in concert.	Newspaper: Federal Register:	12/09/2024 Not available

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District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending November 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
ELKTON HOLDING COMPANY	Change in Bank Control	Frederick Hegerfeld, individually and as co-trustee of the Fred and Laura Hegerfeld Trust (FL Trust), both of Elkton, South Dakota; to acquire voting shares of Elkton Holding Company (Holding Company), and thereby indirectly acquire voting shares of BankStar Financial (Bank), both of Elkton, South Dakota. In addition, the Charles Hegerfeld Living Trust, Charles Hegerfeld, as trustee, the FL Trust, Frederick Hegerfeld and Laura Hegerfeld as cotrustees, and the Toni M. Hegerfeld Living Trust, Toni M. Hegerfeld as trustee, all of Elkton, South Dakota; Amanda Lauer, Jackson Hegerfeld, and Mary Harvey, all of Brookings, South Dakota; Katie Kielman, Elizabeth Hegerfeld, and Patricia Hegerfeld, all of Sioux Falls, South Dakota; Megan Hammond, Aurora, South Dakota; Rebecca Jurgens, Avon, South Dakota; Rachel Hegerfeld, Omaha, Nebraska; Anna Marie Erickson, Lakeville, Minnesota; and Susan Davis, Anchorage, Alaska; to join the Hegerfeld Family Group, a group acting in concert, to retain voting shares of Holding Company, and thereby indirectly retain voting shares of Bank. Frederick Hegerfeld and Charles Hegerfeld were previously permitted by the Federal Reserve System to join the Hegerfeld Family Group.	Newspaper: Federal Register:	Not available 12/04/2024
REDWOOD FINANCIAL, INC.	Change in Bank Control	Gale M. Hoese, Glencoe, Minnesota; to retain voting shares of Redwood Financial, Inc., Redwood Falls, Minnesota, and thereby indirectly retain voting shares of HomeTown Bank, Carver, Minnesota.	Newspaper: Federal Register:	Not available Not available

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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 November 16, 2024**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
VALLEY BANK OF RONAN	* Branch (Domestic)	Valley Bank of Ronan, Ronan, Montana, Newspaper: to establish a branch at 116 W. Railroad Avenue, Plains, Montana.	12/15/2024 Federal Register: Not applicable

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\* Subject to the provisions of the Community Reinvestment Act

**District: 9**

**Federal Reserve Bank of Minneapolis**

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>
613156	FIRST MT BK, MISSOULA, MONTANA	06/23/2024	09/11/2023	S	Int Small Bank
823656	FIRST ST BK SOUTHWEST, PIPESTONE, MINNESOTA	03/18/2024	08/14/2023	O	Int Small Bank
685676	OPPORTUNITY BK OF MT, HELENA, MONTANA	04/29/2024	10/24/2022	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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\* Subject to the provisions of the Community Reinvestment Act

**District: 10**

**Federal Reserve Bank of Kansas City**

**Filings received during the week ending November 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**

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>
311050	AMERICAN HERITAGE BK, SAPULPA, OKLAHOMA	04/07/2024	08/14/2023	S	Int Small Bank
862057	BANK OF CMRC, CHANUTE, KANSAS	07/04/2024	04/15/2024	S	Int Small Bank
482053	CITIZENS ST BK, WISNER, NEBRASKA	04/29/2024	02/12/2024	S	Int Small Bank
76854	GRAND BK, TULSA, OKLAHOMA	09/02/2024	06/10/2024	S	Int Small Bank
3412417	JONAH BK, CASPER, WYOMING	06/03/2024	03/18/2024	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: 11

Federal Reserve Bank of Dallas

Filings received during the week ending November 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
ALLIANCE BANCSHARES, INC.	Listed DeNovo	Alliance Bancshares, Inc., Sulphur Springs, Texas to engage de novo in extending credit and servicing loans pursuant to section 225.28(b)(1) of the Board's Regulation Y.	Newspaper:	Not applicable
			Federal Register:	Not applicable

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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 November 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period
ATHENS, TX BANCSHARES, INC.	Change in Bank Control	Elizabeth Blynn Austin Walsh and Emily Anne Austin, both of Dallas, Texas; Mary Margaret Austin, Longmont, Colorado; Carole Leigh Austin Mattson, Littleton, Colorado; Michael Austin Neill (as trustee or owner of various family trusts and companies) and MAN Legacy Trust, Michael Austin Neil, as trustee (as general partner of MAN Legacy, Ltd.), both of Athens, Texas; Kathryn Neill Woods (as trustee or owner of various family trusts and companies), Woods Legacy LP (Kathryn Neill Woods, limited partner), and AKA Management, LLC (as general partner of Woods Legacy LP), all of Fort Collins, Colorado; Jane Austin Chapman 2010 Trust, Michael Austin Neill and Kathryn Neill Woods, as co-trustees (as a member of Jane Austin Chapman Management Company, L.C.), Jane Austin Chapman Children's Insurance Trust, Michael Austin Neill, as trustee (as a shareholder and as a member of Jane Austin Chapman Management Company, L.C.), and Jane Austin Chapman 2012 Trust, Michael Austin Neill and Kathryn Neill Woods, as co-trustees, all of Frankston, Texas; and JMC General Partner, L.L.C., Jeff Austin, III, member (as general partner of The Opal Group, LP), Jacksonville, Texas -- to join the Austin/Chapman Family Control Group, a group acting in concert, and to retain voting shares of Athens, TX Bancshares, Inc., and thereby indirectly retain voting shares of First State Bank, both of Athens, Texas. Simultaneously, Jessica Leigh Neill Swinnea, Tyler, Texas, and Austin Kyle Neill, Dallas, Texas -- to join the	Newspaper: Not available Federal Register: 12/04/2024

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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 November 16, 2024**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
		Austin/Chapman Family Control Group, a group acting in concert, and to acquire voting shares of Athens, TX Bancshares, Inc., and thereby indirectly acquire voting shares of First State Bank, both of Athens, Texas.	

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District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending November 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
AUSTIN BANCORP, INC.	Change in Bank Control	Mesa Loan Company of Athens, L.P. (Jeff Austin, III, limited partner), Briarbranch, L.L.C. (as general partner of Mesa Loan Company of Athens L.P.), Martin J. Heines (individually for his own account and as a member of Briarbranch, L.L.C.), and Jennifer Leigh Neill Swinnea, all of Tyler, Texas; JMC General Partner, L.L.C., Jeff Austin, III, member (as general partner of The Opal Group, LP) and Herbert P. Riley Irrevocable Trust (Jeff Austin, III, trustee), both of Jacksonville, Texas; Elizabeth Blynn Austin Walsh, Emily Anne Austin, and Austin Kyle Neill, all of Dallas, Texas; Mary Margaret Austin, Nicholas Austin Vann, and AnnieLaurie Noelle Vann, all of Longmont, Colorado; Carole Leigh Austin Mattson, James Harvey Mattson, Andrew James Mattson, and Lauren Leigh Mattson, all of Littleton, Colorado; Michael Austin Neill (as trustee or owner of various family trusts and companies), MAN Legacy, Ltd., MAN Legacy Trust, Michael Austin Neil, trustee (as general partner of MAN Legacy, Ltd.), and Jennifer Leigh Neill, all of Athens, Texas; Jane Austin Chapman 2010 Trust, Michael Austin Neill and Kathryn Neill Woods, co-trustees (as a member of Jane Austin Chapman Management Company, L.C.), Jane Austin Chapman Children's Insurance Trust, Michael Austin Neill, trustee (as a shareholder and as a member of Jane Austin Chapman Management Company, L.C.), and Jane Austin Chapman 2012 Trust, Michael Austin Neill and Kathryn Neill Woods, co-trustees, all of Frankston, Texas; and Kathryn Neill Woods (as	Newspaper:	Not available
			Federal Register:	12/04/2024

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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 November 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period
		trustee or owner of various family trusts and companies), Woods Legacy L.P. (Kathryn Neill Woods, limited partner), AKA Management, LLC (as general partner of Woods Legacy L.P.), Abby Shea Woods, and Aubrey Kate Woods, all of Fort Collins, Colorado -- to join the Austin/Chapman Family Control Group, a group acting in concert, and to retain voting shares of Austin Bancorp, Inc., and thereby indirectly retain voting shares of Austin Bank, Texas National Association, both of Jacksonvill	

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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 November 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
CAPITAL BANCORP, INC.	Change in Bank Control	Mesa Loan Company of Athens, L.P. (Jeff Austin, III, limited partner), Briarbranch, L.L.C. (as general partner of Mesa Loan Company of Athens L.P.), Martin J. Heines (as a member of Briarbranch, L.L.C.); JMC General Partner, L.L.C. Jeff Austin, III, member (as general partner of The Opal Group, LP), Jacksonville, Texas; Elizabeth Blynn Austin Walsh, Dallas, Texas; Mary Margaret Austin, Longmont, Colorado; Carole Leigh Austin Mattson, Andrew James Mattson, and Lauren Leigh Mattson, all of Littleton, Colorado; Michael Austin Neill (as trustee or owner of various family trusts and companies), MAN Legacy, Ltd., and MAN Legacy Trust, Michael Austin Neil, trustee (as general partner of MAN Legacy, Ltd.), all of Athens, Texas; Kathryn Neill Woods (as trustee or owner of various family trusts and companies), Woods Legacy L.P. (Kathryn Neill Woods, limited partner), and AKA Management, LLC (as general partner of Woods Legacy L.P.), all of Fort Collins, Colorado; Jane Austin Chapman 2010 Trust, Michael Austin Neill and Kathryn Neill Woods, co-trustees (as a member of Jane Austin Chapman Management Company, L.C.), Jane Austin Chapman Children's Insurance Trust, Michael Austin Neill, trustee (as a shareholder and as a member of Jane Austin Chapman Management Company, L.C.), and Jane Austin Chapman 2012 Trust, Michael Austin Neill and Kathryn Neill Woods, co-trustees, all of Frankston, Texas -- to join the Austin/Chapman Family Control Group, a group acting in concert, and to retain voting	Newspaper: Federal Register:	Not available 12/04/2024

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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 November 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
		shares of Capital Bancorp, Inc., Jacinto City, Texas, and thereby indirectly retain voting shares of Capital Bank, Houston, Texas.		
FROST BANK	* Branch (Domestic)	Frost Bank, San Antonio, Texas, to establish a branch at 213 North Highway 67, Cedar Hill, Texas.	Newspaper: Federal Register:	Not available Not applicable
JANE AUSTIN CHAPMAN LIMITED PARTNERSHIP, L.P.	Change in Bank Control	Jane Austin Chapman 2010 Trust, Michael Austin Neill and Kathryn Neill Woods, co-trustees (as a member of Jane Austin Chapman Management Company, L.C.) and Jane Austin Chapman Children's Insurance Trust, Michael Austin Neill, trustee (as a member of Jane Austin Chapman Management Company, L.C.), both of Frankston, Texas; Michael Austin Neill (as trustee of various family trusts), Athens, Texas; Kathryn Neill Woods (as trustee of various family trusts), Fort Collins, Colorado; a group acting in concert -- to retain voting shares of Jane Austin Chapman Limited Partnership, L.P. and thereby indirectly retain voting shares of Austin Bancorp, Inc., and its subsidiary bank, Austin Bank, Texas National Association, both of Jacksonville, Texas; Athens, TX Bancshares, Inc., and its subsidiary bank, First State Bank, both of Athens, Texas; and Capital Bancorp, Inc., Jacinto City, Texas, and its subsidiary bank, Capital Bank, Houston, Texas.	Newspaper: Federal Register:	Not available 12/04/2024

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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 November 16, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
Jane Austin Chapman Management Company, L.C.	* 3A1	Jane Austin Management Company, L.C., Frankston, Texas – to become a bank holding company by acquiring Austin Bancorp, Inc., and thereby indirectly acquire Austin Bank, Texas National Association, both of Jacksonville, Texas; Athens, TX Bancshares, Inc., and thereby indirectly acquire First State Bank, both of Athens, Texas; and Capital Bancorp, Inc., Jacinto City, Texas, and thereby indirectly acquire Capital Bank, Houston, Texas.	Newspaper: Federal Register:	Not available 12/04/2024
MOODY BANCSHARES, INC.	Change in Bank Control	Notice by the ELM 2024 Gift Trust, Austin, Texas, Ross Rankin Moody, trustee, and the JDM 2024 Gift Trust, Austin, Texas, Ross Rankin Moody, trustee, to join the Moody Family Group, a group acting in concert previously cleared on October 10, 2024, to acquire voting shares of Moody Bancshares, Inc., Galveston, Texas, and Moody Bank Holding Company, Inc., Reno, Nevada, and thereby indirectly, Moody National Bank, Galveston, Texas.	Newspaper: Federal Register:	Not available Not available
WOODFOREST FINANCIAL GROUP EMPLOYEE STOCK OWNERSHIP PLAN (WITH 401(K) PROVISIONS) (AMENDED AND RESTATED EFF. 01/01/16)	* 3A3	Woodforest Financial Group Employee Stock Ownership Plan (Amended and Restated Effective January 1, 2021) and the related Woodforest Financial Group Employee Stock Ownership Trust, both of The Woodlands, Texas; to acquire up to 35 percent of Woodforest Financial Group, Inc., and thereby indirectly acquire Woodforest National Bank, both of The Woodlands, Texas.	Newspaper: Federal Register:	Not available Not available

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**District: 11**

**Federal Reserve Bank of Dallas**

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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.

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- 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
645465	VISTA BK, DALLAS, TEXAS	07/29/2024	04/01/2024	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

**District: 12**

**Federal Reserve Bank of San Francisco**

**Filings received during the week ending November 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.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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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>
3487947	UNIBANK, LYNNWOOD, WASHINGTON	07/05/2024	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