
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 15, 2008

Bank Holding Companies

Frandsen Financial Corporation, Arden Hills, Minnesota -- commenter's request for reconsideration of the Board's approval of the application to acquire First National Bank of Montgomery, Montgomery.

- Denied, March 14, 2008

The Toronto-Dominion Bank, Toronto, Canada -- to acquire Commerce Bancorp, Inc., Cherry Hill, New Jersey, and its subsidiaries, Commerce Bank/North, Ramsey, and Commerce Bank, N.A., Philadelphia, Pennsylvania; and to acquire Commerce Bancorp's minority interest in Pennsylvania Commerce Bancorp, Inc., Harrisburg, and Commerce Bank/Harrisburg, N.A., Lemoyne.

- Approved, March 13, 2008

Regulations And Policies

Securities Lending Program -- establishment of a term securities lending facility to lend through an auction process up to \$200 billion of Treasury securities to primary dealers secured for a term of 28 days by a pledge of other securities.

- Approved, March 11, 2008

H.2 Actions under delegated authority

March 9, 2008 to March 15, 2008

BS&R Banking Supervision and Regulation

RBOPS Reserve Bank Operational and Payment System

C&CA Consumer and Community Affairs

IF International Finance

FOMC Federal Open Market Committee

OSDM Office of Staff Director for Management

Bank Branches, Domestic

Chicago

1st Source Bank, South Bend, Indiana -- to merge with First National Bank of Valparaiso, Valparaiso, Indiana, and thereby establish seventeen branches.

- Approved, March 14, 2008

Atlanta

Compass Bank, Birmingham, Alabama -- to establish a branch at 7205 Forest Oaks Boulevard, Spring Hill, Florida.

- Approved, March 12, 2008

Minneapolis

First State Bank of Warner, Warner, South Dakota -- to establish a branch at 2201 6th Avenue Southeast, Aberdeen.

- Approved, March 12, 2008

New York

Orange County Trust Company, Middletown, New York -- to establish a branch at 80 North Plank Road, Newburgh.

- Approved, March 14, 2008

Philadelphia

Wilmington Trust Company, Wilmington, Delaware -- to establish a branch at 600 Jimmy Drive, Smyrna.

- Approved, March 14, 2008

Bank Holding Companies

St. Louis

DKB Bancshares, Inc., Birch Tree, Missouri -- to become a bank holding company and to acquire Bank of Birch Tree.

- Approved, March 12, 2008

Atlanta

Madison Community Bancshares Corporation, Madison, Florida -- to acquire shares of MCB Financial Services, LLC, and thereby engage in making, acquiring, brokering, or servicing loans or other extensions of credit.

- Approved, March 12, 2008

Atlanta

Merchants & Marine Bancorp, Inc., Pascagoula, Mississippi -- to become a bank holding company and to acquire Merchants & Marine Bank, Pascagoula.

- Approved, March 13, 2008

Cleveland

Milton Bancorp, Inc., Wellston, Ohio -- to acquire Community First Financial Bancorp, Inc., New Holland, and thereby acquire The First National Bank of New Holland.

- Approved, March 12, 2008

Kansas City

United Bancshares, Inc., Garden City, Kansas -- to become a bank holding company and to acquire Garden City State Bank.

- Approved, March 13, 2008

Banks, State Member

Richmond

RBC Centura Bank, Raleigh, North Carolina -- to merge with Alabama Exchange Bank, Tuskegee, Alabama; Community Bank of Naples, National Association, Naples, Florida; The Peachtree Bank, Duluth, Georgia; Florida Choice Bank, Mount Dora, Florida; Indian River National Bank, Vero Beach, Florida; First American Bank, Birmingham, Alabama; Georgia State Bank, Mableton, Georgia; CypressCoQuina Bank, Ormond Beach, Florida; Millennium Bank, Gainesville, Florida; and First Gulf Bank, National Association, Pensacola, Florida.

- Approved, March 14, 2008

Kansas City

United Bank & Trust, Marysville, Kansas -- to purchase certain assets and assume certain liabilities of the Beattie branch of Bank of Prairie, Olathe, and thereby establish a branch.

- Approved, March 14, 2008

Change In Bank Control

Kansas City

Freedom Bancshares, Inc., Overland Park, Kansas -- change in bank control of Bancshares and its subsidiary, Freedom Bank.

- Permitted, March 14, 2008

Extensions Of Time

Atlanta

Paradise Bank, Boca Raton, Florida -- extension to March 9, 2009, to establish a branch at 1351 North Federal Highway, Delray Beach.

- Granted, March 10, 2008

Extensions Of Time

San Francisco

RiverBank Holding Company, Spokane, Washington -- extension to July 7, 2008, to become a bank holding company and to acquire RiverBank, Spokane.

- Granted, March 11, 2008

Financial Holding Companies

Atlanta

Enterprise Bancorp, Inc., North Palm Beach, Florida -- election to become a financial holding company.

- Effective, March 13, 2008

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending March 15, 2008

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 1

Federal Reserve Bank of Boston

Availability of CRA Public Evaluations

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
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 2**Federal Reserve Bank of New York****Filings received during the week ending March 15, 2008**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANCO DO BRASIL S.A.	4c8	Banco do Brasil, Brasilia, Brazil, to engage in money transmission activities through BB Money Transfers, Inc., New York, New York.	Newspaper: Federal Register:	Not applicable 03/31/2008
CHINA CONSTRUCTION BANK CORPORATION	FBSEA	China Construction Bank Corporation, Beijing, People's Republic of China, to establish a branch in New York, New York, pursuant to Section 211.24(a)(1) of Regulation K.	Newspaper: Federal Register:	Not available Not applicable
WESTCHESTER HOLDING CORPORATION, THE	* 3A1	The Westchester Bank Holding Corporation, Yonkers, New York, to become a bank holding company, through the acquisition of 100 percent of the stock of The Westchester Bank, Yonkers, New York, upon its formation as a New York-chartered commercial bank.	Newspaper: Federal Register:	03/12/2008 04/11/2008

District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending March 15, 2008

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 3

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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Institution	Location
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District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending March 15, 2008

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIFTH THIRD BANK	* Branch	Fifth Thid Bank, Grand Rapids, MI to establish a branch at the southeast corner of State Route 54 and Grand Boulevard, New Port Richey, FL.	Newspaper: Federal Register:	Not available Not applicable
NEW RICHMOND BANCORPORATION	CIC	Interagency Notices of Change in Bank Control filed by: (1.) Jay L. Dunlap, Lincoln, NB to retain voting authority granted by proxy from Mark Dunlap over 58.25 shares or 55.48% of the outstanding voting shares of New Richmond Bancorporation, New Richmond, OH; (2.) Samad Yaltaghian, Rusden, Northants, England, to acquire 46.75 shares or 45.52 percent of the outstanding voting shares of New Richmond Bancorporation, New Richmond, OH; (3.) Jay L. Dunlap, Lincoln, NB and Samad Yaltaghian, Rusden, Northants, England, in concert resulting from a proxy to vote 46.75 shares or 45.52 percent of the outstanding voting shares of New Richmond Bancorporation, New Richmond, OH granted to Jay L. Dunlap by Samad Yaltaghian.	Newspaper: Federal Register:	Not available Not available

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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NONE					

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Institution	Location
NONE	

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District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending March 15, 2008

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST CITIZENS BANCORPORATION, INC.	* 3A3	First Citizens Bancorporation, Inc., Columbia, South Carolina, to acquire 100% of Merchants and Farmers Bank, Comer, Georgia.	Newspaper:	04/13/2008
			Federal Register:	04/10/2008
HIGHLANDS UNION BANK	* Branch	Highlands Union Bank, Abingdon, Virginia, proposes to establish a branch location at 1824 Veterans Blvd., Sevierville, Tennessee.	Newspaper:	Not available
			Federal Register:	Not applicable

District: 5

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 6**Federal Reserve Bank of Atlanta****Filings received during the week ending March 15, 2008**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF SAINT PETERSBURG	* Branch	Bank of St. Petersburg, Tampa, Florida, to establish a branch located at 3100 Tampa Road, Palm Harbor, Florida.	Newspaper:	03/23/2008
			Federal Register:	Not applicable
CAIXA DE AFORROS DE VIGO, OURENSE E PONTEVEDRA	FBSEA	Caixa de Aforros de Vigo, Ourense e Pontevedra, Vigo, Spain, to establish international bank branches in New York, New York, Chicago, Illinois, Los Angeles, California, and Houston, Texas.	Newspaper:	Not available
			Federal Register:	Not applicable
CapStar Bank	Member	CapStar Bank, Nashville, Tennessee, to become a member of the Federal Reserve System (in organization).	Newspaper:	Not applicable
			Federal Register:	Not applicable
CAPSTAR BANK	* Branch	CapStar Bank, Nashville, Tennessee (in organization), to establish a mobile branch to service the following counties: Davidson, Williamson, Rutherford, Wilson, Cheatham, Dickson, Sumner, and Robertson.	Newspaper:	03/28/2008
			Federal Register:	Not applicable
GATEWAY FINANCIAL HOLDINGS OF FLORIDA, INC.	* 3A3	Gateway Financial Holdings of Florida, Inc., Daytona Beach, Florida, to acquire 100 percent of the outstanding shares of Gateway Bank of Southwest Florida, Sarasota, Florida (in organization).	Newspaper:	Not available
			Federal Register:	Not available

District: 6

Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending March 15, 2008

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANCORP OF NEW GLARUS, INC.	* 3A3	Bancorp of New Glarus, Inc., New Glarus, Wisconsin, to acquire 100 percent of the voting shares of Bank of Juda, Juda, Wisconsin.	Newspaper: Federal Register:	03/14/2008 03/14/2008
CRETE BANCORPORATION, INC.	* 3A3	Crete Bancorporation, Inc., Crete, Illinois, to acquire 9.9 percent of the outstanding voting shares of St. Anne Bancorp, Inc., Manteno, Illinois, and thereby indirectly acquire control of National Bank of St. Anne, Saint Anne, Illinois.	Newspaper: Federal Register:	Not available 04/10/2008
HARVARD BANCSHARES, INC.	CIC	Notice by Roger L. Lehmann and Elizabeth E. Lehmann, Harvard, Illinois, to retain control of Harvard Bancshares, Inc., Harvard, Illinois, and thereby indirectly retain Harvard State Bank, Harvard, Illinois.	Newspaper: Federal Register:	04/06/2008 03/31/2008
ROLLING HILLS BANK & TRUST	* Branch	Rolling Hills Bank & Trust, Atlantic, Iowa, to establish a branch facility to be located at 502 Broad Street, Adair, Iowa.	Newspaper: Federal Register:	03/10/2008 Not applicable
STATE BANK OF LAWLER	Member	State Bank of Lawler (to be renamed Bank Iowa), New Hampton, Iowa, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable
STATE BANK OF THE LAKES	* 18C * Branch	State Bank of the Lakes, Antioch, Illinois, to purchase the assets and assume the liabilities of the Lake Villa, Illinois branch of Libertyville Bank and Trust Company, Libertyville, Illinois, and thereby to establish a branch located at 345 South Milwaukee Avenue, Lake Villa, Illinois.	Newspaper: Federal Register:	Not available Not applicable
WISCONSIN BANCORP, INC.	* 3A1	Wisconsin Bancorp, Inc., Milwaukee, Wisconsin, to become a bank holding company by acquiring 100 percent of the voting shares of Mid America Bank, Janesville, Wisconsin.	Newspaper: Federal Register:	Not available 04/07/2008

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
190246	LINN CTY ST BK, COGGON, IOWA	11/26/2007	03/03/2008	S	Small Bank

CRA Examinations scheduled for	Quarter of	Institution	Location
NONE			

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending March 15, 2008

Filer	Filing Type	Filing Proposal	End of Comment Period	
CROSS COUNTY BANCSHARES, INC.	* 3A3	Cross County Bancshares, Inc., Wynne, Arkansas, to acquire additional shares of First Southern Bank, Batesville, Arkansas. The acquisition will result in Cross County Bancshares, Inc., owning up to 13.13 percent of First Southern Bank.	Newspaper:	04/17/2008
			Federal Register:	04/14/2008

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending March 15, 2008**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CENTRAL BANCSHARES, INC.	CIC	Change in Control notice by John M. Morrison Revocable Trust #4, dated January 18, 2000, John M. Morrison Trustee, Naples, Florida, to gain control of Central Bancshares Inc., Golden Valley, Minnesota and thereby indirectly gain control of Central Bank, Stillwater, Minnesota.	Newspaper: Federal Register:	Not available Not available
FRANSEN FINANCIAL CORPORATION	* 3A5	Frandsen Financial Corporation, Arden Hills, Minnesota, to acquire 100 percent of Anderson Financial Group, Inc., Wayzata, Minnesota and thereby indirectly acquire Northern National Bank, Nisswa, Minnesota.	Newspaper: Federal Register:	Not available Not available
FRANSEN FINANCIAL CORPORATION	* 3A5	Frandsen Financial Corporation, Arden Hills, Minnesota, to acquire 100 percent of Tower Bancshares, Cloquet, Minnesota, and thereby indirectly acquire State Bank of Tower, Tower, Minnesota.	Newspaper: Federal Register:	Not available Not available
GLACIER BANK	* 18C * Branch	Glacier Bank, Kalispell, Montana, to merge with Glacier Bank of Whitefish, Whitefish, Montana and incident thereto, proposes to establish branches at 319 East Second Street, Whitefish, Montana, 222 Dewey Avenue, Eureka, Montana, and 6195 Hwy 93 South, Whitefish, Montana.	Newspaper: Federal Register:	Not available Not applicable

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 10**Federal Reserve Bank of Kansas City****Filings received during the week ending March 15, 2008**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FBHC HOLDING COMPANY	* 3A1	FBHC Holding Company, to become a bank holding company through the acquisition of 100 percent of the voting shares of FlatIrons Bank Holding Company, parent of FlatIrons Bank, all of Boulder, Colorado.	Newspaper:	03/23/2008
			Federal Register:	03/21/2008
FIRST LIBERTY CAPITAL CORPORATION EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	First Liberty Capital Corporation Employee Stock Ownership Plan and First Liberty Capital Corporation, both of Hugo, Colorado, to acquire up to 100 percent of the voting shares of First Mountain Bank, Leadville, Colorado.	Newspaper:	03/29/2008
			Federal Register:	03/31/2008
GRANT COUNTY BANK EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	Grant County Bank Employee Stock Ownership Plan, to acquire an additional 2.13 percent of the voting shares of Resource One, Inc., parent of Grant County Bank, all of Ulysses, Kansas.	Newspaper:	04/05/2008
			Federal Register:	04/03/2008
PANHANDLE BANCSHARES, INC.	CIC	Notice by Steven Craig Baggerly, individually, as co-trustee of the Max Baggerly Marital Trust and as trustee of the Employee Stock Ownership Plan for Employees of Bank of the Panhandle; the Max Baggerly Trust, all of Guymon, Oklahoma, together with Karen Ann Baggerly, Lubbock, Texas, Marc Lee Williamson and Camille Kay Williamson, both of Fredericksburg, Texas; all as a group acting in concert, to acquire control of Panhandle Bancshares, Inc., parent of Bank of the Panhandle, both in Guymon, Oklahoma, through the acquisition of voting shares.	Newspaper:	03/27/2008
			Federal Register:	03/26/2008
PREMIER BANK	* Branch	Premier Bank, Lenexa, Kansas, to establish a branch at 2701 Shawnee Mission Parkway, Fairway, Kansas.	Newspaper:	03/31/2008
			Federal Register:	Not applicable

District: 10

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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986757	BATTLE CREEK ST BK, BATTLE CREEK, NEBRASKA	12/03/2007	03/06/2008	S	Small Bank
389059	TILDEN BK, TILDEN, NEBRASKA	12/17/2007	02/29/2008	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending March 15, 2008

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMERICA BANK	* Branch	Comerica Bank, Dallas, Texas, to establish a branch to be located at 13920 City Center Drive, Chino Hills, California 91709.	Newspaper: Federal Register:	Not available Not applicable
FIRST GRAHAM BANCORP, INC.	* 3A3	First Graham Bancorp, Inc., Graham, Texas, and First Graham Delaware Corporation, Dover, Delaware, to acquire 100 percent of Surety Bank, Fort Worth, Texas.	Newspaper: Federal Register:	03/23/2008 03/24/2008
LIVE OAK BANCSHARES CORPORATION	4c8	Live Oak Bancshares Corporation, George West, Texas, to engage in title insurance activities pursuant to Section 225.28(b)(11)(iii) (A) as a result of its proposed 75.5 percent investment in Forehand Title Management LLC, George West, Texas.	Newspaper: Federal Register:	Not applicable 03/28/2008
LONE STAR STATE BANK OF WEST TEXAS	* Branch	Lone Star State Bank of West Texas, Lubbock, Texas, to establish a branch to be located at 406 E FM 700, Suite 102, Big Spring, Texas 79720.	Newspaper: Federal Register:	03/19/2008 Not applicable
RED RIVER BANCORP, INC.	* 3A5	Red River Bancorp, Inc., Gainesville, Texas, to acquire by merger 100 percent of Saint Jo Bancshares, Inc., Saint Jo, Texas, and indirectly acquire First Financial Company of Saint Jo, Dover, Delaware, and First National Bank, Saint Jo, Texas.	Newspaper: Federal Register:	04/06/2008 04/04/2008
TEXAS AMERICAN ACQUISITION GROUP, INC.	* 3A1	Texas American Acquisition Group, Inc., Fort Worth, Texas, to become a bank holding company by acquiring 100 percent of Liberty Bank, North Richland Hills, Texas.	Newspaper: Federal Register:	Not available 04/11/2008

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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NONE	

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District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending March 15, 2008

Filer	Filing Type	Filing Proposal	End of Comment Period	
AmBancorp	3A1	AmBancorp to become a bank holding company by acquiring 100 percent of American Bank of Commerce, Inc., both of Provo, Utah.	Newspaper: Federal Register:	Not applicable Not applicable
PORTER MOUNTAIN III, LLLP	* 3A1 4c8	Porter Mountain III, LLLP, to: 1) become a bank holding company by acquiring up to 30 percent of Grand Valley Corporation, both of Grand Junction, Colorado, and indirectly its subsidiary, Grand Valley National Bank, Heber City, Utah, pursuant to section 3(a)(1) of the Bank Holding Company Act; and 2) to engage de novo, indirectly, in extending credit and servicing loans pursuant to section 4(c)(8) of the Bank Holding Company Act, and section 225.28(b)(1) of Regulation Y.	Newspaper: Federal Register:	03/25/2008 03/24/2008

District: 12

Federal Reserve Bank of San Francisco

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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
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act