
Federal Reserve Release



H.2

*Actions of the Board, Its Staff,
and the Federal Reserve Banks;
Applications and Reports Received*

No. 47

Week Ending November 19, 2011

Forms

Forms -- final Board review to implement the Capital Assessments and Stress Testing (FR Y-14A and Y-14Q).

- Approved, November 16, 2011

Regulations and Policies

Regulation Y (Bank Holding Companies and Change in Bank Control) -- final rule to require large bank holding companies to submit capital plans to the Federal Reserve annually and to obtain approval, in certain circumstances, before making capital distributions.

- Approved, November 17, 2011

Supervisory and Enforcement Responsibilities for Federal Consumer Financial Laws -- interagency statement on how the total assets of an insured bank, thrift, or credit union will be measured for purposes of determining supervisory and enforcement responsibilities under the Dodd-Frank Act.

- Announced, November 17, 2011

Enforcement

Security Bank, Tulsa, Oklahoma -- issuance of a consent order of prohibition and assessment of civil money penalty against Bryan T. Posey, a former president and director of the bank.

- Announced, November 16, 2011

H.2 Actions under delegated authority

November 13, 2011 to November 19, 2011

BS&R Banking Supervision and Regulation

RBOPS Reserve Bank Operations and Payment Systems

C&CA Consumer and Community Affairs

IF International Finance

FOMC Federal Open Market Committee

OSD Office of Staff Director

Bank Branches, Domestic

St. Louis

Centennial Bank, Conway, Arkansas -- to establish a branch at 1715 East Harding Street, Morrilton.

- Approved, November 16, 2011

St. Louis

Ohio Valley Financial Group, Inc., Henderson, Kentucky -- to establish a branch at 1020 North Burkhardt Road, Evansville, Indiana.

- Approved, November 17, 2011

Bank Holding Companies

General Counsel

First BanCorp, San Juan, Puerto Rico -- request for an exemption under the Depository Institution Management Interlocks Act and Regulation L.

- Granted, November 17, 2011

Chicago

MutualFirst Financial, Inc., Muncie, Indiana -- to become a bank holding company and to acquire MutualBank, Muncie.

- Approved, November 14, 2011

Dallas

SHB Bancorp, Inc., Jonesville, Louisiana -- to become a bank holding company and to acquire Southern Heritage Bank, Jonesville.

- Approved, November 14, 2011

Bank Mergers

Chicago

First Midwest Bank, Itasca, Illinois -- to acquire certain assets and assume certain liabilities of four branches of Old National Bank, Evansville, Indiana, and thereby establish a branch at 2320 S. Route 59, Plainfield, Illinois.

- Approved, November 17, 2011

Atlanta

USAmeribank, Clearwater, Florida -- to merge with Aliant Bank, Alexander City, Alabama.

- Approved, November 18, 2011

Change in Bank Control

Kansas City

First National Fairbury Corporation. Fairbury, Nebraska -- change in bank control of First National and its subsidiary bank, The First National Bank of Fairbury, Fairbury.

- Permitted, November 14, 2011

Kansas City

New Millennium Bankshares, Inc., Topeka, Kansas -- change in bank control of New Millennium and its subsidiary bank, Alliance Bank, Topeka.

- Permitted, November 14, 2011

Extensions of Time

Director, BS&R

American Express Company, New York, New York, and American Express Travel Related Services Company, Inc. -- one-year extension of time to divest or conform certain impermissible nonbanking activities and investments.

- Granted, November 14, 2011

Extensions of Time

St. Louis

Cabool State Bank Employee Stock Ownership Plan, Cabool, Missouri -- extension to March 3, 2012, to increase its ownership of Cabool Bancshares, Inc., Cabool, and thereby increase its indirect control of Cabool State Bank.

- Granted, November 17, 2011

Membership

Kansas City

The First National Bank of Texhoma, Texhoma, Oklahoma -- to retain membership in the Federal Reserve System on conversion to a state-chartered bank, Anchor D Bank.

- Approved, November 17, 2011

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending November 19, 2011

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 November 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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Institution	Location
NONE	

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District: 3**Federal Reserve Bank of Philadelphia****Filings received during the week ending November 19, 2011**

Filer	Filing Type	Filing Proposal	End of Comment Period	
Continental Bank	CIC	Messrs. W. Kirk Wycoff, Philadelphia, PA, Ira M. Lubert, Philadelphia, PA, and James J. Lynch, Philadelphia, PA, collectively to acquire up to 18% of Continental Bank Holdings, Inc., Plymouth Meeting, PA.	Newspaper: Federal Register:	Not available 12/02/2011
FRANKLIN SECURITY BANCORP, INC.	CIC	Arthur J. Kania, St. Davids, PA, to acquire up to 23% of Franklin Security Bancorp, Inc., Wilkes Barre, PA.	Newspaper: Federal Register:	Not available 12/02/2011
PATRIOT FINANCIAL PARTNERS LP	CIC	Patriot Financial Partners, GP, L.P., Patriot Financial Partners, L.P., Patriot Financial Partners Parallel, L.P., Patriot Financial Partners, GP, LLC, Patriot Financial Managers, L.P., Patriot Financial Manager, LLC. and Messrs. Ira M. Lubert, W. Kirk Wycoff and James J. Lynch, all of Philadelphia, Pennsylvania, to purchase up to 24.9 percent of Porter Bancorp, Inc., Louisville, KY.	Newspaper: Federal Register:	Not available 09/21/2011

District: 3

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending November 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
PNC BANK INTERNATIONAL	Investment	Prior Notice by PNC Bank International, Pittsburgh, Pennsylvania, to make an additional investment of approximately \$337 million in PNC Luxembourg which in turn will contribute approximately \$41 million to PNC UK and loan approximately \$296 million to PNC UK, pursuant to Section 211.9(f) of Regulation K.	Newspaper: Federal Register:	Not applicable Not applicable
WVS FINANCIAL CORP.	CIC	Notice of Change in Bank Control submitted by David J. Bursic and Valerie L. Brusic, Pittsburgh, PA of their intent to retain/acquire in excess of 10% of the outstanding voting shares of WVS Financial Corp., Pittsburgh, PA.	Newspaper: Federal Register:	12/12/2011 Not available

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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Institution	Location
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District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending November 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
CB FINANCIAL CORPORATION	CIC	S. Christopher Williford, Wilson, North Carolina, to control up to 24.69% of the voting shares of CB Financial Corporation, Wilson, North Carolina.	Newspaper:	Not available
			Federal Register:	Not available
SECURITY FEDERAL CORPORATION	* 3A1	Security Federal Corporation, Aiken, South Carolina, to become a bank holding company upon the conversion of Security Federal Bank, Aiken, South Carolina, from a federal stock savings bank to a state chartered commercial bank.	Newspaper:	11/28/2011
			Federal Register:	11/01/2011

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending November 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
HCBF HOLDING COMPANY, INC.	* 3A1	HCBF Holding Company, Inc., Palm City, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of Grand Bankshares, Inc., and its subsidiary, Grand Bank and Trust of Florida, both of West Palm Beach, Florida.	Newspaper:	12/02/2011
			Federal Register:	Not available

District: 6
Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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655839	CCB CMNTY BK, ANDALUSIA, ALABAMA	07/25/2011	11/13/2011	S	Int Sm Bank
581237	FIRST NAVY BK, PENSACOLA, FLORIDA	07/18/2011	10/31/2011	NI	Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location
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NONE

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending November 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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269049	AMES CMNTY BK, AMES, IOWA	05/09/2011	10/03/2011	S	Int Sm Bank
2044820	COMMUNITY BK ELMHURST, ELMHURST, ILLINOIS	06/13/2011	10/13/2011	S	Small Bank
475345	HURON CMNTY BK, EAST TAWAS, MICHIGAN	07/05/2011	10/27/2011	S	Small Bank
849647	IOWA ST SVG BK, KNOXVILLE, IOWA	06/20/2011	10/28/2011	S	Small Bank
306739	STATE BK OF BLUE MOUND, BLUE MOUND, ILLINOIS	06/06/2011	10/10/2011	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 November 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST BANK CORP	CIC	Samuel T. Sicard, individually and as trustee of the Samuel M. Sicard Living Trust, to retain ownership of 11.80% of the voting shares of First Bank Corp., Fort Smith, Arkansas. Samuel T. Sicard became trustee and acquired voting control of the trust's shares upon the death of his father, Samuel M. Sicard.	Newspaper:	Not available
			Federal Register:	12/07/2011

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	

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District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending November 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
CITIZENS STATE BANCSHARES, INC.	CIC	Change in control notice by James E. Gaarder, Ossining, New York, to retain 25% or more of the shares of Citizens State Bancshares, Inc., Lankin, North Dakota, and thereby indirectly retain control of Citizens State Bank of Lankin, Lankin, North Dakota.	Newspaper: Federal Register:	11/21/2011 11/21/2011
MINNWEST CORPORATION	CIC	Change in Control Notice by Danita ("Kita") Louise McVay, Minneapolis, Minnesota, as executor of the M.D. McVay Estate, and Trustee of the Mary M. McVay Family Trust, the Elizabeth McVay Greene Irrevocable Trust, and the Marianna Marcelle Greene Irrevocable Trust, to retain 25% or more of the shares of Minnwest Corporation, Minnetonka, Minnesota. Jenny Lynn Verner, Victoria, Minnesota, Zachary Miller Zacek, Chicago, Illinois, Elizabeth McVay Greene, Brooklyn, New York, and Marianna Marcelle Greene, Minneapolis, Minnesota, to join the McVay Family Group, which controls 25% or more of the shares of Minnwest Corporation, Minnetonka, Minnesota, and thereby indirectly retain control of Minnwest Bank, M.V., Redwood Falls, Minnesota, Minnwest Bank South, Tracy, Minnesota, Minnwest Bank Luverne, Luverne, Minnesota, Minnwest Bank Central, Montevideo, Minnesota, Minnwest Bank Metro, Eagan, Minnesota, and Minnwest Bank Sioux Falls, Sioux Falls, South Dakota.	Newspaper: Federal Register:	Not available Not available

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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450959	SECURITY FNCL BK, DURAND, WISCONSIN	07/11/2011	11/03/2011	S	Int Sm Bank

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 November 19, 2011**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BLUECHIP BANCSHARES, LLC	* 3A1	Bluechip Bancshares, LLC, Oklahoma City, Oklahoma, to become a bank holding company through the acquisition of 100 percent of the voting shares of Elmore City Bancshares, Inc., Elmore City, Oklahoma, parent of First State Bank, Elmore City, Oklahoma.	Newspaper: Federal Register:	11/21/2011 11/21/2011
BON, INC.	* 3A3	Bon, Inc.; Goering Financial Holding Company Partnership, L.P.; and Goering Management Company, L.L.C., all of Moundridge, Kansas, to acquire 100 percent of the voting shares of Home State Bancshares, Inc., McPherson, Kansas, parent of Home State Bank & Trust Co., McPherson, Kansas.	Newspaper: Federal Register:	10/08/2011 10/11/2011
COMMUNITY BANCSHARES EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	Community Bancshares Employee Stock Ownership Plan, Neosho, Missouri, to acquire up to 60 percent of the voting shares of Community Bancshares, Inc., parent of Community Bank & Trust, all in Neosho, Missouri.	Newspaper: Federal Register:	12/16/2011 12/15/2011
F&M BANK & TRUST COMPANY, THE	* Branch	F&M Bank and Trust Company, Tulsa, Oklahoma, to establish a branch at 11970 North Central Expressway, Suite 210, Dallas, Texas.	Newspaper: Federal Register:	11/18/2011 Not applicable
OKLAHOMA BANCSHARES HOLDINGS, INC.	* 3A1	Oklahoma Bancshares Holdings, Inc., Norman, Oklahoma, to become a bank holding company through the acquisition of 100 percent of the voting shares of Town & Country Bancshares, Inc., parent of Oklahoma State Bank, both in Guthrie, Oklahoma.	Newspaper: Federal Register:	Not available Not available

District: 10

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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328450	CHICKASHA B&TC, CHICKASHA, OKLAHOMA	07/18/2011	10/27/2011	S	Small Bank
702050	FIRST ST BK, COMMERCE, OKLAHOMA	08/01/2011	11/01/2011	S	Small Bank
2380470	PREMIER BK, DENVER, COLORADO	08/01/2011	11/03/2011	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 November 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMERICA BANK	* Branch	Comerica Bank, Dallas, Texas, to establish a branch at 5450 Jackson Drive, La Mesa, California, 91942.	Newspaper: Federal Register:	Not available Not applicable
WOODFOREST FINANCIAL GROUP EMPLOYEE STOCK OWNERSHIP PLAN (WITH 401(K) PROVISIONS) (AMENDED AND RESTATED EFF. 03/01/06)	* 3A3	Woodforest Financial Group Employee Stock Ownership Plan (with 401(k) Provisions) (Amended and Restated Effective March 1, 2006) and the related Woodforest Financial Group Employee Stock Ownership Trust, The Woodlands, Texas, collectively the Applicant, to acquire up to 30 percent of Woodforest Financial Group, Inc., The Woodlands, Texas, and indirectly acquire Woodforest National Bank, Houston, Texas.	Newspaper: Federal Register:	Not available 11/08/2011

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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884358	FIRST ST BK, LIVINGSTON, TEXAS	09/20/2010	10/31/2011	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending November 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
ALTAPACIFIC BANK	* 18C * Branch	AltaPacific Bank, Santa Rosa, California, to merge with Stellar Business Bank, Covina, California, and thereby acquire one branch office.	Newspaper: Federal Register:	Not available Not applicable
AMERICA START-UP FINANCIAL INSTITUTIONS INVESTMENTS I, L.P.	* 3A1 4c8	America Start-Up Financial Institutions Investments, I, L.P., and CKH Capital, Inc, both of Monterey Park, California, to become bank holding companies by acquiring up to 62 percent of New Omni Bank, National Association, Alhambra, California, pursuant to section 3(a)(1) of the BHC Act, and 2) to retain 5.9 percent interest of the voting shares of First PacTrust Bancorp, Inc., and thereby indirectly retain Pacific Trust Bank, both in Chulva Vista, California, and engage in operating as savings and loan association, pursuant to section 225.28(b)(4)(ii) of Regulation Y.	Newspaper: Federal Register:	Not available Not available
BAY COMMERCIAL BANK	* Branch	Bay Commercial Bank, Walnut Creek, California, to establish a branch at 960 School Street, Napa, California.	Newspaper: Federal Register:	Not available Not applicable
CALIFORNIA REPUBLIC BANK	* 18C	California Republic Bank, Newport Beach, California, to purchase certain assets and assume certain liabilities of the Westlake Village branch of National Bank of California, N.A., Los Angeles, California.	Newspaper: Federal Register:	Not available Not applicable
CARPENTER FUND MANAGER GP, LLC	* 3A3	Carpenter Fund Manager GP, LLC, Carpenter Fund Management Company, LLC, Carpenter Community Bancfund, L.P., Carpenter Community BanFund -A, L.P., Carpenter Community BandFund - CA, L.P., SCJ, Inc., and CCFW, Inc., all of Irvine, California, and all existing controlling parties, to acquire more than 24.9% of the voting securities of Pacific Mercantile Bancorp, Costa Mesa, California through an investment preferred and common shares of Pacific Mercantile Bancorp and thereby indirectly acquire additional voting shares of Pacific Mercantile Bank, Costa Mesa, California.	Newspaper: Federal Register:	Not available 12/05/2011
COASTAL FINANCIAL CORPORATION	CIC	Interagency Notice of Change in Control by Montlake Capital II, L.P, a limited partnership and Montlake Capital II-B, L.P., a limited partnership, Seattle, Washington, to acquire voting shares of Coastal Financial Corporation, and thereby indirectly acquire Coastal Community Bank, both of Everett, Washington; and 2) Coastal Financial Corporation and Coastal Community Bank, both of Everett, Washington to appoint Andrew Russell Dale as a Director.	Newspaper: Federal Register:	Not available 10/27/2011

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District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending November 19, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
FS BANCORP, INC.	* 3A1	FS Bancorp, Inc., Mountlake Terrace, Washington, to become a bank holding company upon the conversion of 1st Security Bank of Washington, Mountlake Terrace, Washington, from a state savings bank to a commercial bank.	Newspaper:	11/03/2011
			Federal Register:	11/10/2011

District: 12

Federal Reserve Bank of San Francisco

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