
Federal Reserve Release



H.2

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

No. 2

Week Ending January 14, 2012

Personnel

Division of Research and Statistics -- appointment of Matthew Eichner as deputy director.

- Announced, January 11, 2012

Office of Board Members -- appointment of Jon Faust as special adviser to the Board, effective January 17, 2012.

- Announced, January 13, 2012

Enforcement

Gold Canyon Bank, Gold Canyon, Arizona -- written agreement with the Federal Reserve Bank of San Francisco and the Arizona Department of Financial Institutions.

- Announced, January 10, 2012

H.2 Actions under delegated authority

January 8, 2012 to January 14, 2012

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

MA Monetary Affairs

Bank Branches, Domestic

Dallas

Comerica Bank, Dallas, Texas -- to establish a mobile branch at 23500 Cristo Rey Drive, Cupertino, California.

- Approved, January 11, 2012

New York

Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a branch at 1966 Greenspring Drive, Timonium, Maryland.

- Approved, January 13, 2012

Bank Holding Companies

Chicago

First Mutual of Richmond, Inc., Richmond, Indiana, and Richmond Mutual Bancorp, Inc. -- to engage de novo in lending activities.

- Approved, January 9, 2012

Kansas City

NBC Bancshares, LLC, Lincoln, Nebraska -- to acquire shares of Mountain View Bank of Commerce, Westminster, Colorado, and to retain shares of Nebraska Bank of Commerce, Lincoln, Nebraska, and thereby operate a savings association.

- Approved, January 13, 2012

Bank Holding Companies

Dallas

Rockwall Bancshares, Inc., Rockwall, Texas -- to become a bank holding company and to acquire Northern Bancshares, Inc., Chillicothe, and thereby indirectly acquire The First National Bank of Chillicothe.

- Withdrawn, January 12, 2012

Boston

Salem Five Bancorp, MHC, Salem, Massachusetts -- to acquire Stoneham Bancorp, MHC, Stoneham, and its subsidiary bank, Stoneham Savings Bank, and to establish Stoneham Properties, LLC.

- Approved, January 13, 2012

Boston

Stoneham Bancorp, MHC, Stoneham, Massachusetts -- to become a mutual bank holding company and to acquire Stoneham Savings Bank, Stoneham.

- Approved, January 13, 2012

Change in Bank Control

Minneapolis

First Bemidji Holding Company, Bemidji, Minnesota -- change in bank control of First Bemidji and its subsidiary bank, The First National Bank of Bemidji, Bemidji.

- Permitted, January 11, 2012

Minneapolis

Leackco Bank Holding Company, Inc., Wolsey, South Dakota -- to retain control of Leackco and its subsidiary bank, American Bank & Trust, Wessington Springs.

- Permitted, January 9, 2012

Change in Bank Control

Minneapolis

Riverland Bancorporation, Jordan, Minnesota -- change in bank control of Riverland and its subsidiary bank, Riverland Bank, Jordan.

- Permitted, January 13, 2012

Extensions of Time

Minneapolis

Alliance Bank Shares Corporation, Andover, Minnesota -- extension to April 15, 2012, for change in bank control of Alliance and its subsidiary bank, 1st Regents Bank, Andover.

- Granted, January 13, 2012

Chicago

Minier Financial, Inc. Employee Stock Ownership Plan w/401(k) Provisions, Minier, Illinois -- extension to April 20, 2012, to increase its ownership of Minier Financial, Inc., Minier, and thereby increase its indirect ownership of First Farmers State Bank.

- Granted, January 6, 2012

(A/C)

New York

Santander Holdings USA, Inc., Boston, Massachusetts -- extension to April 14, 2012, to become a bank holding company on conversion of its subsidiary federal savings bank, Sovereign Bank, Wilmington, Delaware, to a national bank, and for Banco Santander, S.A., Boadilla del Monte Madrid, Spain, to retain control of Santander Holdings USA, Inc. and Sovereign upon this conversion.

- Granted, January 13, 2012

Savings and Loan Holding Companies

General Counsel

Allstate Corporation, Northbrook, Illinois -- request for an exemption under the Depository Institution Management Interlocks Act and Regulation LL.

- Granted, January 12, 2012

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending January 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
READING CO-OPERATIVE BANK	* Branch	Application by Reading Co-operative Bank, Reading, Massachusetts, to establish a full service branch location at 10 Wall Street, Burlington, Massachusetts, pursuant to Section 208.6 of Regulation H.	Newspaper: Federal Register:	Not available Not applicable
READING CO-OPERATIVE BANK	* Branch	Application by Reading Co-operative Bank, Reading, Massachusetts, to establish a full service branch location at 10-20 Central Street, Andover, Massachusetts, pursuant to Section 208.6 of Regulation H.	Newspaper: Federal Register:	Not available Not applicable

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
1008674	READING CO-OP BK, READING, MASSACHUSETTS	09/12/2011	12/17/2011	S	Int Sm Bank

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 January 14, 2012

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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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 3**Federal Reserve Bank of Philadelphia****Filings received during the week ending January 14, 2012**

Filer	Filing Type	Filing Proposal	End of Comment Period	
LIBERTY BELL BANCORP, INC.	* 3A1	Liberty Bell Bancorp, Inc., Marlton, NJ, to form a bank holding company by acquiring Liberty Bell Bank, Marlton, NJ.	Newspaper: Federal Register:	Not available 02/10/2012
NORTHEAST COMMUNITY BANCORP, MHC	MHC Activity	Northeast Community Bancorp, MHC, White Plains, NY to establish an operating subsidiary, Northeast Insurance Agency, LLC, White Plains, NY, through its subsidiary Northeast Community Bank, (the "Bank"), White Plains, NY.	Newspaper: Federal Register:	Not applicable 01/27/2012
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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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending January 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FFD FINANCIAL CORP.	CIC	Interagency Notice of Change in Bank Control filed by The FFD Financial Corporation ESOP, Dover, Ohio , and Enos L. Loader, Richard A. Brinkman and Leonard L. Gundy, as individuals and in their capacities as Trustees of the ESOP, as well as Janet K. Loader and Rebecca J. Brinkman, as individuals, to acquire 10 percent or more of the outstanding voting shares and control of FFD Financial Corporation, thereby indirectly acquiring control of First Federal Community Bank, NA, both of Dover, Ohio	Newspaper:	02/01/2012
			Federal Register:	01/31/2012

District: 4

Federal Reserve Bank of Cleveland

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: 5**Federal Reserve Bank of Richmond****Filings received during the week ending January 14, 2012**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BB&T CORPORATION	* 4c8	BB&T Corporation, Winston-Salem, North Carolina, to acquire 100% of the voting securities of BankAtlantic, Fort Lauderdale, Florida, a federal savings association.	Newspaper: Federal Register:	02/02/2012 02/03/2012
FIRST CAPITAL BANCORP, INC.	CIC	Mr. Kenneth Ray Lehman of Arlington, Virginia, to acquire 51.3% of the outstanding voting securities of First Capital Bancorp, Inc., Glen Allen, Virginia.	Newspaper: Federal Register:	Not available Not available
HOMETRUST BANCSHARES, INC.	* SLHC Formation	HomeTrust Bancshares, Inc., Clyde, North Carolina, to become a savings and loan holding company upon the conversion of HomeTrust Bank, Clyde, North Carolina, from a mutual to stock form of ownership.	Newspaper: Federal Register:	01/29/2012 02/06/2012
LIBERTY FEDERAL SAVINGS AND LOAN ASSOCIATION	Member	Liberty Federal Savings and Loan Association, Baltimore, Maryland, to become a state member bank upon the charter conversion.	Newspaper: Federal Register:	Not applicable Not applicable
UNITED BANK, INC.	* 18C	United Bank, Inc., Parkersburg, West Virginia, is to merge with affiliate Centra Bank, Inc., Morgantown, West Virginia.	Newspaper: Federal Register:	02/08/2012 Not applicable

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending January 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
BISCAYNE BANCSHARES, INC.	CIC	Prior change in control notice filed by George Michael Schweitzer, Miami, Florida, to acquire up to 1.26 percent of the outstanding shares of Biscayne Bancshares, Inc. and its subsidiary bank, Biscayne Bank, both of Coconut Grove, Florida. Total pro forma ownership will equal 12.85 percent.	Newspaper:	Not available
			Federal Register:	01/25/2012

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 January 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMERICAN TRUST & SAVINGS BANK	* Branch	American Trust and Savings Bank, Dubuque, Iowa, to establish a branch at 9325 Bishop Drive, Suite 115/120, West Des Moines, Iowa.	Newspaper: Federal Register:	01/15/2012 Not applicable
CENTRAL BANK	* Branch	Central Bank, Storm Lake, Iowa, to establish a branch at 4201 South Lakeport, Sioux City, Iowa.	Newspaper: Federal Register:	01/09/2012 Not applicable
FIRST BANK & TRUST	* Branch	First Bank & Trust, Evanston, Illinois, to establish a branch facility to be located at 55 Shuman Boulevard, Suite 100, Naperville, Illinois.	Newspaper: Federal Register:	Not available Not applicable
INSPIRE BANCSHARES INC	* 3A1	Inspire Bancshares, Inc., Tomah, Wisconsin, to become a bank holding company by acquiring 100 percent of the voting shares of Community State Bank, Norwalk, Wisconsin.	Newspaper: Federal Register:	Not available 01/06/2012
JOHNSON FINANCIAL GROUP, INC.	CIC	Notice by Helen P. Johnson-Leipold, Imogene P. Johnson, The Herbert F. Johnson Family Trust dated March 7, 1967 ("HFJ Trust"), Imogene P. Johnson as trustee for HFJ Trust and various other Johnson family trusts, Imogene P. Johnson as controlling shareholder for various Johnson family companies, the Johnson Financial Group, Inc. Voting Trust ("Johnson Voting Trust"), Helen P. Johnson-Leipold as trustee for the Johnson Voting Trust and various other family trusts and Helen P. Johnson-Leipold as controlling shareholder for various Johnson family companies (all of Racine, Wisconsin) to acquire 25 percent or more of the voting shares of Johnson Financial Group, Inc., Racine, Wisconsin, and thereby indirectly acquire Johnson Bank, Racine, Wisconsin.	Newspaper: Federal Register:	12/27/2011 01/13/2012
RUSH-OAK CORPORATION	CIC	Notice by Edward A. Cox, Jr., individually, and together with John M. Cox as a group acting in concert, both of Naples, Florida, to acquire over 25 percent of the outstanding shares of Rush-Oak Corporation, Chicago, Illinois, and thereby indirectly acquire control of Oak Bank, Chicago, Illinois.	Newspaper: Federal Register:	Not available 01/31/2012
TAYLOR CAPITAL GROUP, INC.	CIC	Notice by Thomas Benton Hunter, III, Lake Forest, Illinois, as trustee of the Hunter 2012 Annuity Trust, and the Hunter 2012 Annuity Trust, Chicago, Illinois, to acquire shares, and thereby join the existing Steans Family Control Group of Taylor Capital Group, Inc., Rosemont, Illinois.	Newspaper: Federal Register:	Not available 01/23/2012

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Federal Reserve Bank of Chicago

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: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending January 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending January 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
METRO NORTH BANCSHARES, INC.	CIC	Change in Control Notice by the Gladys E. Youse Trust, and its trustee, Madolyn Y. Babcock, both of Minneapolis, Minnesota, to acquire 25% or more of Metro North Bancshares, Inc. and thereby indirectly acquire control of The Bank of Elk River, both of Elk River, Minnesota. Additionally, the Gladys E. Youse Trust, and its trustee, Madolyn Y. Babcock, propose to join the Babcock family shareholder group, which controls 25% or more of Metro North Bancshares, Inc.	Newspaper: Federal Register:	01/20/2012 01/18/2012
MINNDAK BANCSHARES INC.	* 3A1	MinnDak Bancshares, Inc., Park Rapids, Minnesota, to become a bank holding company by acquiring 100 percent of Kent Bancshares, Inc., Kent, Minnesota, and thereby indirectly acquire Kent State Bank, Kent, Minnesota.	Newspaper: Federal Register:	Not available Not available

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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566953	STATE BK OF TOWNSEND, TOWNSEND, MONTANA	06/27/2011	12/26/2011	O	Small 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 January 14, 2012**

Filer	Filing Type	Filing Proposal	End of Comment Period	
COTTONWOOD VALLEY BANK	* 18C * Branch	Cottonwood Valley Bank, Cedar Point, Kansas, to merge with Pilsen State Bank, Lincolnvilve, Kansas, and incident thereto, to establish a branch.	Newspaper: Federal Register:	Not available Not applicable
FIRST FINANCIAL CORPORATION	* 3A3 Member * 18C * Branch	First Financial Corporation, Wellington, Kansas, to acquire 100 percent of the voting shares of The Caldwell State Bank in Caldwell, Caldwell, Kansas. The Caldwell State Bank in Caldwell, Caldwell, Kansas, to become a member of the Federal Reserve System. The First National Bank in Wellington, Wellington, Kansas, to merge with The Caldwell State Bank in Caldwell, Caldwell, Kansas, and to operate under the charter and title of Impact Bank, Wellington, Kansas. Impact Bank, Wellington, Kansas, to establish a branch office at the former main office of The Caldwell State Bank in Caldwell, located at 24 N. Main Street, Caldwell, Kansas.	Newspaper: Federal Register:	02/11/2012 02/06/2012
FIRSTBANK	* Branch	FirstBank, Lakewood, Colorado, to establish a branch at 2025 North Alma School Road, Chandler, Arizona.	Newspaper: Federal Register:	01/27/2012 Not applicable
TETON FINANCIAL SERVICES, LLC	* 3A1	Teton Financial Services, LLC, Wilson, Wyoming, to become a bank holding company through the acquisition of 100 percent of the voting shares of Rocky Mountain Bank, Wilson, Wyoming.	Newspaper: Federal Register:	01/27/2012 02/02/2012

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending January 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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NONE					

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 January 14, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
COASTAL FINANCIAL CORPORATION	CIC	Interagency Notice of Change in Control by Montlake Capital, LLC and its control parties, Andrew Russell Dale, Montlake Capital Advisor II, LLC, Montlake Capital II, LP, and Montlake Capital II-B, LP, and their investors, to retain 23.16 percent of the shares and thereby control of Coastal Financial Corporation, Everett, Washington, and thereby indirectly control Coastal Community Bank, Everett, Washington.	Newspaper: Federal Register:	10/31/2011 01/31/2012
EAST WEST BANK	* Branch	East West Bank, Pasadena, California, to establish a branch office at 35233-E Newark Blvd., Newark, California.	Newspaper: Federal Register:	Not available Not applicable
EAST WEST BANK	* Branch	East West Bank, Pasadena, California, to establish a branch office at 9775 Baseline Road #109, Rancho Cucamong, California.	Newspaper: Federal Register:	Not available Not applicable

District: 12

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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