
Federal Reserve Release



H.2

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

No. 14

Week Ending April 7, 2012

Forms

Forms -- final Board review (1) to extend without revision the Microeconomic Survey (FR 3051), Recordkeeping Requirements Associated with the Real Estate Appraisal Standards for Federally Related Transactions Pursuant to Regulations H and Y (FR H-4), Request for Proposal (RFP), and Request for Price Quotations (RFPQ); and (2) to pretest and execute the 2013 Survey of Consumer Finances (FR 3059).

- Approved, April 4, 2012

Personnel

Division of Information Technology -- appointment of Sharon Mowry as chief information officer and director and Maureen Hannan as senior adviser.

- Approved, April 6, 2012

Management Division -- appointment of Charles O'Malley as senior adviser, Curtis Eldridge as assistant director and chief of law enforcement, and Reginald V. Roach as assistant director.

- Approved, April 4, 2012

Regulations and Policies

Overnight Overdraft Policy -- effective date of July 12, 2012, for two modifications to the Board's policy: (1) a change in the reference rate for computing charges for overnight overdrafts from the effective federal funds rate to the primary credit rate and (2) a multiday charge on overnight overdrafts incurred immediately before a weekend or holiday.

- Announced, April 5, 2012

Regulation Y (Bank Holding Companies and Change in Bank Control)
-- publication for comment of an amended proposed rule clarifying "financial activities" for purposes of determining whether a company is "predominantly engaged in financial activities," in accordance with the Dodd-Frank Act.

- Approved, April 2, 2012

Regulations and Policies

Regulations D (Reserve Requirements of Depository Institutions) and J (Collection of Checks and Other Items by Federal Reserve Banks and Funds Transfers through Fedwire) -- final amendments to simplify the administration of reserve requirements and reduce administrative and operational costs for depository institutions and Federal Reserve Banks.

- Approved, April 4, 2012

Rental of Residential Properties Acquired in Foreclosure -- issuance of a policy statement on rental of residential other real estate owned properties by banking organizations supervised by the Federal Reserve.

- Announced, April 5, 2012

Enforcement

Banco Espirito Santo S.A., Lisbon, Portugal, and Espirito Santo e Comercial de Lisboa, Inc., Newark, New Jersey -- issuance of a consent cease and desist order and order of assessment of a civil money penalty.

- Announced, April 2, 2012

First Bancshares, Inc., of Cold Spring, Cold Spring, Minnesota -- written agreement dated August 16, 2010, terminated March 29, 2012.

- Announced, April 3, 2012

Morgan Stanley, New York, New York -- issuance of a consent order to address a pattern of misconduct in residential mortgage loan servicing and foreclosure processing at its subsidiary, Saxon Mortgage Services, Inc., Fort Worth, Texas.

- Announced, April 3, 2012

BS&R Banking Supervision and Regulation
C&CA Consumer and Community Affairs
FOMC Federal Open Market Committee

RBOPS Reserve Bank Operations and Payment Systems
IF International Finance
MA Monetary Affairs

Bank Branches, Domestic

Chicago

Northbrook Bank & Trust Company, Northbrook, Illinois -- to establish a branch at 70 West Madison Street, Chicago.

- Approved, April 5, 2012

Bank Holding Companies

San Francisco

Carpenter Fund Manager GP, LLC, Irvine, California; Carpenter Fund Management Company, LLC; Carpenter Community Bancfund, L.P.; Carpenter Community BancFund -A, L.P.; Carpenter Community BancFund - CA, L.P.; SCJ, Inc.; and CCFW, Inc. -- to acquire shares of Pacific Mercantile Bancorp, Costa Mesa, and indirectly Pacific Mercantile Bank.

- Approved, April 5, 2012

Chicago

First Farmers Financial Corporation, Converse, Indiana -- waiver of application to merge with First Citizens of Paris, Inc., Paris, Illinois, in connection with the merger of their respective subsidiary banks, First Farmers Bank & Trust, Converse, Indiana, and Citizens National Bank of Paris, Paris, Illinois.

- Granted, April 2, 2012

Richmond

First Palmetto Financial Corporation, Camden, South Carolina -- to become a bank holding company on conversion of First Palmetto Savings Bank, F.S.B, Camden, to a state-chartered commercial bank.

- Approved, April 3, 2012

Bank Holding Companies

St. Louis

The McGehee Bank Employee Stock Ownership Plan, McGehee, Arkansas -- to increase its ownership of Southeast Financial Bankstock Corporation, McGehee, and thereby increase its indirect control of McGehee Bank.

- Approved, April 4, 2012

Bank Mergers

Kansas City

ANB Bank, Denver, Colorado -- to merge with Premier Bank, Lenexa, Kansas, and thereby establish branches in Lenexa; Overland Park; Kansas City, Missouri; and Chesterfield.

- Approved, April 6, 2012

Richmond

First Federal Savings and Loan Association of Charleston, Charleston, South Carolina -- to acquire certain assets and assume certain liabilities of the South Carolina branches of Liberty Savings Bank, F.S.B., Wilmington, Ohio.

- Approved, April 4, 2012

Change in Bank Control

Cleveland

FC Banc Corp, Bucyrus, Ohio -- change in bank control of FC Banc Corp and its subsidiary bank, The Farmers Citizens Bank, Bucyrus.

- Permitted, April 6, 2012

Change in Bank Control

New York

IA Bancorp, Inc., Iselin, New Jersey -- change in bank control of IA Bancorp and its subsidiary bank, Indus American Bank, Iselin.

- Permitted, April 5, 2012

Extensions of Time

New York

The Adirondack Trust Company Employee Stock Ownership Trust, Saratoga Springs, New York -- extension to July 18, 2012, to acquire additional shares of 473 Broadway Holding Corporation, Saratoga Springs, and of The Adirondack Trust Company.

- Granted, April 5, 2012

Membership

Atlanta

The Community Bank of East Tennessee, Clinton, Tennessee -- to become a member of the Federal Reserve System.

- Approved, April 5, 2012

Regulations and Policies

FOMC

Federal Open Market Committee -- minutes of the meeting on March 13, 2012.

- Published, April 3, 2012

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending April 7, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
COASTWAY BANCORP MHC	* 3A1	Coastway Bancorp, MHC and Coastway Bancorp, LLC, both of Cranston, Rhode Island, to become a mutual bank holding company and a stock bank holding company, respectively, by acquiring Coastway Community Bank, Cranston, Rhode Island, pursuant to sections 3(a)(1) and 3(a)(3) of the Bank Holding Company Act of 1956, as amended.	Newspaper:	Not available
	* 3A3		Federal Register:	Not available
GEORGETOWN BANCORP, MHC	* MHC Conversion	Georgetown Bancorp, MHC, Georgetown, Massachusetts proposes to convert to stock form and merge with Georgetown Bancorp, Inc., Georgetown, Massachusetts, which proposes to become a savings and loan holding company by acquiring 100 percent of Georgetown Savings Bank, Georgetown, Massachusetts.	Newspaper:	Not available
	* SLHC Formation		Federal Register:	04/09/2012
MEETINGHOUSE BANCORP INC	* 3A1	Meetinghouse Bancorp, Inc., Dorchester, Massachusetts to acquire 100% of the outstanding capital stock of Meetinghouse Bank, Dorchester, Massachusetts, pursuant to section 3(a)(1) of the BHC Act, in connection with the conversion of the bank from mutual to stock form.	Newspaper:	Not available
			Federal Register:	04/13/2012

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 April 7, 2012**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANCO PINE S.A.	FBSEA	Banco Pine S.A., Sao Paulo, Brazil, to establish a representative office in New York, New York, pursuant to Section 10(a) of the International Banking Act of 1978, as amended, and Section 211.24(a)(1) of Regulation K.	Newspaper: Federal Register:	Not available Not applicable
CANARA BANK	FBSEA	Canara Bank, Bangalore, India to establish a branch in New York, New York, pursuant to Section 211.24 of Regulation K.	Newspaper: Federal Register:	Not available Not applicable
DANSKE BANK A/S	FBSEA	Danske Bank A/S, Copenhagen, Denmark, to establish a branch in New York, New York, pursuant to Section 211.24 of Regulation K.	Newspaper: Federal Register:	03/19/2012 Not applicable
DOHA BANK	FBSEA	Doha Bank, Doha, Qatar, to establish a representative office in New York, New York, pursuant to Section 10(a) of the International Banking Act of 1978, as amended, and Section 211.24(a)(1) of Regulation K.	Newspaper: Federal Register:	Not available Not applicable
FIVE STAR BANK	* 18C	Five Star Bank, Warsaw, New York, to purchase certain assets and assume certain liabilities of eight branches of First Niagara Bank N.A., Buffalo, New York and HSBC Bank USA N.A., McLean, Virginia.	Newspaper: Federal Register:	Not available Not applicable
GIANNOULIAS 2011 CHECKSPRING TRUST	CIC	Notice by the Giannoulis 2011 Checkspring Trust, Chicago, Illinois and Endy D. Zemenides, as trustee, to acquire control of CheckSpring Community Corporation, and thereby indirectly acquire control of CheckSpring Bank, both of Bronx, New York.	Newspaper: Federal Register:	Not available 04/18/2012

District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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NONE					

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Institution	Location
NONE	

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District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending April 7, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
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:	Not available
			Federal Register:	09/21/2011

District: 3

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

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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: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending April 7, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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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: 5**Federal Reserve Bank of Richmond****Filings received during the week ending April 7, 2012**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BNC BANCORP	* 3A5	BNC Bancorp, High Point, North Carolina, to acquire 100% of the voting securities of KeySource Financial, Inc., Durham, North Carolina, and thereby indirectly acquire KeySource Commercial Bank, Durham, North Carolina.	Newspaper: Federal Register:	Not available 04/16/2012
CFG COMMUNITY BANK	* Branch	CFG Community Bank, Towson, Maryland, to establish a branch at 11 W. Ridgely Road, Lutherville, Maryland	Newspaper: Federal Register:	04/06/2012 Not applicable
CITY HOLDING COMPANY	* 4c8	City Holding Company, Cross Lanes, West Virginia, to acquire 100% of the voting securities of Virginia Savings Bancorp, Inc., Front Royal, Virginia, and thereby indirectly acquire Virginia Savings Bank, F.S.B., Front Royal, Virginia	Newspaper: Federal Register:	04/30/2012 04/24/2012
HARVEST BANCORP, INC.	CIC	U.S. Immigration Investment Center, LLC, Washington, D.C., and Ms. Mahnaz Khazen, as its managing director, to acquire up to 24.9% of the voting securities of HarVest Bancorp, Inc., Gaithersburg, Maryland.	Newspaper: Federal Register:	Not available 04/10/2012

District: 5

Federal Reserve Bank of Richmond

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.

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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: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending April 7, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FLORIDA BANCSHARES, INC.	CIC	Prior change in control notice filed by Ander P. and Sandra G. Gibbs, Dade City, Florida, to acquire 5,000 shares of series A convertible nonvoting preferred stock of Florida Bancshares, Inc., Dade City, Florida. The preferred shares are convertible into approximately 82,107 shares of common stock, which will increase Mr. and Mrs. Gibbs' total ownership to 136,161 shares of common stock or 14.29 percent of the total common stock outstanding.	Newspaper: Federal Register:	Not available 04/16/2012
HCBF HOLDING COMPANY, INC.	* 3A1	HCBF Holding Company, Inc., Palm City, Florida, to become a bank holding company by acquiring Harbor Community Bank, FSB, Indiantown, Florida, upon its conversion to a state non-member bank.	Newspaper: Federal Register:	04/29/2012 Not available
IBERIABANK	* 18C	IBERIABANK, Lafayette, Louisiana, to merge with Florida Gulf Bank, Fort Myers, Florida.	Newspaper: Federal Register:	Not available Not applicable
SMARTBANK	* Branch	SmartBank, Pigeon Forge, Tennessee, to establish a branch located at 302 North Peters Road, Knoxville, Tennessee.	Newspaper: Federal Register:	04/13/2012 Not applicable

District: 6

Federal Reserve Bank of Atlanta

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.

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- 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: 7

Federal Reserve Bank of Chicago

Filings received during the week ending April 7, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
ACKLEY STATE BANK	* 18C * Branch	Ackley State Bank, Ackley, Iowa, to purchase certain assets and assume certain deposits of the Iowa Falls branch of Liberty BAnk, F.S.B., West Des Moines, Iowa, and establish a branch at 315 Main Street, Iowa Falls, Iowa.	Newspaper: Federal Register:	Not available Not applicable
COMMUNITY BANCSHARES OF WISCONSIN, INC.	CIC	The Gus J. Lukas and Lorraine J. Lukas 2006 Trust for Lori J. Foy ("Trust"), and Lori J. Foy, Grafton, Wisconsin, individually and as trustee of Trust, and Lori J. Foy, together as a group acting in concert with Trust, Lori J. Foy as trustee, Paul Foy, Grafton, Wisconsin, John Lukas, Manitowoc, Wisconsin, Mark Lukas, Manitowoc, Wisconsin, and the Foy minor children, to retain control of 25 percent or more of the outstanding shares of Community Bancshares of Wisconsin, Inc., Grafton, Wisconsin, and thereby indirectly retain control of Cornerstone Community Bank, Grafton, Wisconsin.	Newspaper: Federal Register:	Not available 04/27/2012
JOHNSON FINANCIAL GROUP, INC.	CIC	Notice by Winifred J. Marquart, Herbert F. Johnson III, Samuel C. Johnson III, Odinn R. Johnson, Olivia S. Johnson, Conrad W. Leipold, Samuel C. Leipold, Michael D. Marquart, Samantha G. Marquart, and Isabelle C. Marquart as trustee or shareholder for various Johnson family trusts and companies (all of Racine, Wisconsin) as a group working in concert to retain control of Johnson Financial Group, Inc., Racine, Wisconsin, and thereby indirectly control Johnson Bank, Racine, Wisconsin.	Newspaper: Federal Register:	Not available Not available

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending April 7, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
MOULTRIE BANCORP, INC.	CIC	The Duncan, Hrvol, and Molzen Families consisting of E. Ray Duncan, individually and as beneficiary of the Hardware State Bank 401K Plan and as beneficiary of the Sullivan Bancshares, Inc. Employee Savings and Retirement Plan, together as a group acting in concert with Sally Foley Duncan and Sally Foley Duncan, as Trustee of the John K. Foley Revocable Living Trust and as beneficiary of the Hardware State Bank 401K Plan, the John K. Foley Revocable Living Trust, and Gloria Foley, all of Lovington, Illinois, and Paul Michael Hrvol, Jr. and Paul Michael Hrvol, Jr., as beneficiary of the Sullivan Bancshares, Inc. Employee Savings and Retirement Plan, Michelle Beth Hrvol and Michelle Beth Hrvol, as beneficiary of the Sullivan Bancshares, Inc. Employee Savings and Retirement Plan, all of Sullivan, Illinois, and Roger Reid Molzen and Roger Reid Molzen, as beneficiary of the Sullivan Bancshares, Inc. Employee Savings and Retirement Plan and Christina DeAnne Molzen, all of Sullivan, Illinois, collectively as a group acting in concert, to retain shares of Moultrie Bancorp, Inc., Lovington, Illinois and thereby indirectly control Hardware State Bank, Lovington, Illinois.	Newspaper: Federal Register:	Not available 04/23/2012
NORTHSTAR FINANCIAL GROUP, INC.	CIC	Frank A. Peplinski, David Peplinski, Jerry Peplinski, Jerry Peplinski, as trustee of the Peplinski Family 2012 Trust, and the Peplinski Family 2012 Trust, Terry Peplinski, Lynda Watchowski, Lauren Peplinski, Crystal Stomack, Nicole Peplinski, Brandon Watchowski (all of Ubley, Michigan) and certain of their minor children as a group acting in concert, to acquire 25 percent or more of the shares and thereby control of Northstar Financial Group, Inc and indirectly, Northstar Bank, Bad Axe, Michigan and Seaway Community Bank, St, Clair, Michigan.	Newspaper: Federal Register:	Not available 04/16/2012
NORTHSTAR FINANCIAL GROUP, INC.	CIC	Lynette Drake, as an individual, Lynette Drake as trustee of the Roberts Family, 2012 Trust, and the Roberts Family 2012 Trust, Maria Roberts, Maria Roberts, as trustee of the Ryan J. Roberts Trust, the Ryan J. Roberts Trust, Jeffrey Roberts, and Austin Drake (all of Bad Axe, Michigan) and certain of their minor children as a group acting in concert, to acquire 25 percent or more of the shares and thereby control of Northstar Financial Group, Inc., and indirectly, Northstar Bank, Bad Axe, Michigan, and Seaway Community Bank, St, Clair, Michigan.	Newspaper: Federal Register:	Not available 04/16/2012

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending April 7, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
PSB HOLDINGS, INC.	* 3A3	PSB Holdings, Inc., Wausau, Wisconsin, to acquire 100 percent of the outstanding capital stock of Marathon State Bank, Marathon, Wisconsin.	Newspaper:	Not available
			Federal Register:	Not available
SPECTOR PROPERTIES, INC	CIC	Notice by Steven D. Spector of Glenview, Illinois, as an individual and as trustee of the Alan L. Spector GST Family Trust, the Walter W. Spector, Steven D. Spector, Andrew M. Spector, and Nancy S. Spector Dynasty Trusts, and two Phillip J. Spector GST Trusts and as a group working in concert with Steven D. Spector, Walter W. Spector of Saratoga, California, Andrew M. Spector of Bexley, Ohio, Nancy S. Spector of Chicago, Illinois, the Phillip J. Spector GST Trust - FBO Michael Spector, Michael Spector, of Bettendorf, Iowa, and Steven Spector trustees, the Phillip J. Spector GST Trust - FBO Shelley Caesar, Shelley Caesar of Fox River Grove, Illinois, and Steven D. Spector trustees, and the Alan L. Spector GST Family Trust, the Walter W. Spector Dynasty Trust, the Steven D. Spector Dynasty Trust, the Andrew M. Spector Dynasty Trust, the Nancy S. Spector Dynasty Trust (Steven D. Spector trustee) to acquire and/or retain 25 percent or more of the shares of Spector Properties, Inc., Chicago, Illinois and thereby indirectly acquire/retain control of Andalusia Community Bank, Andalusia, Illinois.	Newspaper:	Not available
			Federal Register:	04/09/2012

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District: 7

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 April 7, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST BANCORP OF INDIANA, INC.	CIC	Notice by E. Harvey Seaman III individually and as co-trustee of the Revocable Trust E. Harvey Seaman III U/A 10/21/1998 and the Revocable Trust Tamara J. Seaman U/A 10/21/1998, and Tamara J. Seaman, as co-trustee of those trusts, all of Evansville, Indiana, to acquire up to 11.7 percent of First Bancorp of Indiana, Inc., Evansville, Indiana.	Newspaper:	04/14/2012
			Federal Register:	04/20/2012

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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NONE					

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Institution	Location
NONE	

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District: 9

**Federal Reserve Bank of Minneapolis
Filings received during the week ending April 7, 2012**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BNCCORP, INC.	CIC	Change in Control Notice by MVC Private Equity Fund, L.P., Purchase, New York, to gain control of BNCCORP, Inc., Bismarck, North Dakota, and thereby indirectly gain control of BNC National Bank, Glendale, Arizona.	Newspaper: Federal Register:	Not available Not available
IPSWICH COMMUNITY BANCSHARES, INC.	* 3A1	Ipswich Community Bancshares, Inc., Ipswich, South Dakota, to become a bank holding company by acquiring 100% of Yellowstone Trail Bancorporation, Ipswich, South Dakota, which owns Ipswich State Bank, Ipswich, South Dakota.	Newspaper: Federal Register:	Not available 04/27/2012
KERKHOVEN BANCSHARES, INC.	CIC	Change in Control Notice by Sharon Bauman, Apple Valley, Minnesota, Virginia Bauman, Farmington, Minnesota, and Michael Murray, Irving, Texas, as individuals, to acquire and retain 10 percent or more of the voting shares of Kerkhoven Bancshares, Inc., Kerkhoven, Minnesota, and thereby indirectly acquire and retain control of Financial Security Bank, Kerkhoven, Minnesota. In addition, Sharon Bauman, Virginia Bauman, Michael Murray, Florence Bauman, and Russell Bauman, to join the Bauman family control group which controls Kerkhoven Bancshares, Inc., Kerkhoven, Minnesota, and thereby indirectly controls Financial Security Bank, Kerkhoven, Minnesota.	Newspaper: Federal Register:	Not available 04/10/2012
LEACKCO BANK HOLDING COMPANY, INC.	* 3A3 * 18C	Leackco Banking Holding Company, Inc., Wolsey, South Dakota, to acquire 100% of ASB Bank Holding Company, Pierre, South Dakota, and thereby indirectly acquire American State Bank of Pierre, Pierre, South Dakota. In addition, American State Bank of Pierre to merge with ASB Interim Bank, Wessington Springs, South Dakota, and to remain the resultant bank.	Newspaper: Federal Register:	Not available 04/30/2012
WELLS FINANCIAL CORP.	* 3A1	Wells Financial Corp., Wells, Minnesota, to become a bank holding company as a result of the proposed conversion of its wholly-owned subsidiary, Wells Federal Bank, Wells, Minnesota, from a federal savings bank to a Minnesota state-chartered commercial bank.	Newspaper: Federal Register:	Not available 04/27/2012

District: 9

Federal Reserve Bank of Minneapolis

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: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending April 7, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
EXCHANGE BANK OF MISSOURI	* Branch	Exchange Bank of Missouri, Fayette, Missouri, to establish a branch at 923 & 929 W. Vest Street, Marshall, Missouri.	Newspaper: Federal Register:	Not available Not applicable
KREY CO. LTD.	CIC	Notice by Arthur L. Loomis, II, Patricia A. Loomis, Genevieve E. Loomis, and Julia P. Loomis, all of Niskayuna, New York; Frederick S. Loomis, Anne M. Loomis, and J. Porter Loomis, all of Pratt, Kansas; Howard K. Loomis, Jr., Karen P. Loomis, Katherine P. Loomis, Margaret P. Loomis, and Victoria K. Loomis, all of Los Gatos; California, as individuals and/or trustees of the following trusts: 2011 Arthur L. Loomis, II Gift Trust, Julia P. Loomis Revocable Trust, Arthur L. Loomis, II Revocable Trust, Genevieve E. Loomis Revocable Trust, all of Niskayuna, New York; Howard K. Loomis Revocable Trust, 2010 Howard K. Loomis Irrevocable Family Trust, Porter Legacy Trust, Florence Porter Loomis Trust, 2010 Florence Porter Loomis Irrevocable Family Trust, 2011 Frederick S. Loomis Gift Trust, 2011 J. Porter Loomis Gift Trust, all of Pratt, Kansas; 2011 Howard K. Loomis Jr. Gift Trust, The Loomis 1993 Revocable Trust, both of Los Gatos, California; and Flopper, L.P., How-Kan, L.P., and Driftwood, LLC, all of Pratt, Kansas; and all as members of the Loomis Family Group, to retain control of Krey Co. Ltd., parent of The Peoples Bank, both in Pratt, Kansas.	Newspaper: Federal Register:	Not available 04/20/2012
MAXLOU BANCSHARES, INC.	CIC	Notice by Andrew H. Wells, Tahlequah, Oklahoma, as trustee of the Clair Squyres Trust FBO Clair Squyres Wells, and the Louise Squyres Trust FBO Earl E. Squyres, to acquire control of Maxlou Bancshares, Inc., parent of First State Bank, both in Tahlequah, Oklahoma.	Newspaper: Federal Register:	Not available 04/25/2012
OVERBROOK BANKSHARES, INC.	CIC	Notice by Bobbie R. Needham, Broken Arrow, Oklahoma; Matthew K. Needham and Amanda L. Needham, Basehor, Kansas; Michael L. Needham and Andrea M. Needham, Olathe Kansas; and Russ A. Hoffman and Megan L. Hoffman, Wichita, Kansas; all as members of the Needham family group, to retain control of Overbrook Bankshares, Inc., parent of The First Security Bank, both in Overbrook, Kansas.	Newspaper: Federal Register:	04/11/2012 04/17/2012
RYAN BANCSHARES, INC.	CIC	Notice by William Bradley Gibley and Lita Gibley, both of Hydro, Oklahoma, and Gaylon Vogt, Weatherford, Oklahoma, to acquire control of Ryan Bancshares, Inc., parent of The First State Bank, both in Ryan, Oklahoma.	Newspaper: Federal Register:	04/04/2012 04/03/2012

District: 10

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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NONE					

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Institution	Location
NONE	

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District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending April 7, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
CADENCE BANCORP LLC	* 3A3	Cadence Bancorp, LLC, Houston, Texas, to acquire 100 percent of Encore Bancshares, Inc., Houston, Texas and indirectly acquire Encore Bank, N. A., Houston, Texas.	Newspaper: Federal Register:	Not available Not available
CARLILE BANCSHARES, INC.	* 3A3	Carlile Bancshares, Inc., Fort Worth, Texas, to acquire 100% of the common stock of Northstar Financial Corporation, Denton, Texas, and therefore indirectly Northstar Bank of Texas, Denton, Texas.	Newspaper: Federal Register:	Not available 04/30/2012
ODEM BANCSHARES, INC.	CIC	Mission-Heights Capital, Ltd., Houston, Texas, and Mission-Heights, LLC, Houston, Texas, general partner; and Charles Robert Miller, Jr., Odem, Texas, individually, intend to apply to the Federal Reserve Board for permission to acquire 25 percent or more of the shares of Odem Bancshares, Inc., Odem, Texas, and thereby indirectly obtain control of First State Bank of Odem, Odem, Texas., in association with a request by Mission-Heights Capital, Ltd., to be treated as a Qualified Family Partnership (QFP).	Newspaper: Federal Register:	Not available 03/21/2012

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending April 7, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST PACTRUST BANCORP, INC.	* 3A1	First PacTrust Bancorp, Inc., Chula Vista, California, to become a bank holding company by acquiring 100 percent of Beach Business Bank, Manhattan Beach, California, pursuant to section 3(a)(1) of the BHC Act, and 2)to retain 100 percent control of Pacific Trust Bank, fsb,Chula Vista, California, and thereby engage in operating a nonbank thrift subsidiary, pursuant to section 225.28(b)(4) of Regulation Y.	Newspaper:	Not available
	* 4c8		Federal Register:	02/21/2012
SOUND COMMUNITY MHC	* MHC	Sound Financial Bancorp,Inc., Seattle, Washington; to become a savings and loan holding company upon the second-step conversion of Sound Community MHC, and Sound Financial, Inc., both in Seattle, Washington. Sound Financial Bancorp, Inc. will control Sound Community Bank, Seattle, Washington.	Newspaper:	Not available
	Conversion * SLHC Formation		Federal Register:	05/05/2012

District: 12

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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