
Federal Reserve Release



H.2

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

No. 22

Week Ending June 2, 2012

Personnel

Management Division -- appointment of David J. Capp as deputy director and Donald Spicer as senior adviser, effective June 11, 2012.

- Approved, June 1, 2012

Enforcement

Battle Creek State Company, Inc., Battle Creek, Nebraska, and Battle Creek State Bank -- written agreement dated August 9, 2010, terminated May 24, 2012.

- Announced, May 31, 2012

Castle Rock Bank, Castle Rock, Colorado -- written agreement dated May 25, 2010, terminated May 24, 2012.

- Announced, May 31, 2012

Pacific Capital Bancorp, Santa Barbara, California -- written agreement dated May 11, 2010, terminated May 23, 2012.

- Announced, May 29, 2012

Premier Bank, Denver, Colorado -- issuance of a prompt corrective action directive with the consent of the bank.

- Announced, May 29, 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

Richmond

BankAnnapolis, Annapolis, Maryland -- to establish a branch at 2379 Brandermill Boulevard, Gambrills.

- Approved, May 31, 2012

Dallas

Comerica Bank, Dallas, Texas -- to establish a branch at 208 Earl Garrett Street, Kerrville.

- Approved, May 29, 2012

Atlanta

IberiaBank, Lafayette, Louisiana -- to establish a branch at 400 Meridian Street, Huntsville, Alabama.

- Approved, June 1, 2012

Atlanta

IberiaBank, Lafayette, Louisiana -- to establish a branch at 111 Center Street, Little Rock, Arkansas.

- Approved, June 1, 2012

Atlanta

IberiaBank, Lafayette, Louisiana -- to establish a branch at 5079 Sweetwater Boulevard, Sugar Land, Texas.

- Approved, June 1, 2012

Bank Branches, Domestic

Atlanta

IberiaBank, Lafayette, Louisiana -- to establish a branch at 100 Euclid Avenue, Mountain Brook, Alabama.

- Approved, June 1, 2012

Bank Holding Companies

Secretary

Cadence Bancorp LLC, Houston, Texas -- (1) for Cadence Bancorp to acquire Encore Bancshares, Inc., Houston, and thereby acquire Encore Bank, National Association; (2) for Cadence Bancorp's subsidiary, EMS Sub I, Inc., to become a bank holding company; and (3) elections by Cadence Bancorp and Cadence Financial Corporation, Starkville, Mississippi, to become financial holding companies.

- Approved, May 30, 2012

Atlanta

Carver Financial Corporation, Savannah, Georgia -- to continue to engage in community development activities through its subsidiary, Carver Development CDE I, LLC, Savannah.

- Approved, May 30, 2012

San Francisco

First PacTrust Bancorp, Inc., Irvine, California -- to become a bank holding company by acquiring Beach Business Bank, Manhattan Beach, and to retain control of Pacific Trust Bank, fsb, Chula Vista, and thereby engage in operating a thrift institution.

- Approved, May 31, 2012

Bank Holding Companies

Atlanta

HCBF Holding Company, Inc., Fort Pierce, Florida -- to become a bank holding company by acquiring Harbor Community Bank, FSB, Indiantown, on its conversion to a state-chartered bank.

- Approved, May 30, 2012

Atlanta

IberiaBank Corporation, Lafayette, Louisiana -- to merge with Florida Gulf Bancorp, Fort Myers, Florida, and Florida Gulf Bank.

- Approved, June 1, 2012

Kansas City

Oklahoma Bancshares Holdings, Inc., Norman, Oklahoma -- to become a bank holding company by acquiring Town & Country Bancshares, Inc., Guthrie, and its subsidiary bank, Oklahoma State Bank.

- Approved, June 1, 2012

Dallas

Texas Independent Bancshares, Inc., Texas City, Texas -- waiver of application to acquire Houston Business Bank, Houston, in connection with Houston Business Bank's merger with and into its affiliate and Bancshares' subsidiary bank, Texas First Bank, Texas City.

- Granted, May 31, 2012

Dallas

Texas Independent Bancshares, Inc., Texas City, Texas -- waiver of application to acquire Texas Coastal Bank, Pasadena, in connection with its merger with and into Bancshares' subsidiary bank, Texas First Bank, Texas City.

- Granted, May 31, 2012

Bank Holding Companies

Dallas

Texas Security Bankshares, Inc., Dallas, Texas -- to become a bank holding company by acquiring Texas Security Bank, Dallas.

- Approved, June 1, 2012

Bank Mergers

Atlanta

CapStar Bank, Nashville, Tennessee -- to acquire certain assets and assume certain liabilities of the Franklin branch of Community First Bank & Trust, Columbia.

- Approved, June 1, 2012

Atlanta

CapStar Bank, Nashville, Tennessee -- to merge with American Security Bank & Trust Company, Hendersonville, and thereby establish a branch.

- Approved, June 1, 2012

Chicago

GNB Bank, Grundy Center, Iowa -- to merge with First State Bank, Manchester, and thereby establish a branch.

- Approved, May 29, 2012

Atlanta

IberiaBank, Lafayette, Louisiana -- to merge with Florida Gulf Bank, Fort Myers, Florida, and thereby establish a branch.

- Approved, June 1, 2012

Financial Holding Companies

Chicago

Lakeland Financial Corporation, Warsaw, Indiana -- election to be treated as a financial holding company.

- Effective, May 30, 2012

Membership

Dallas

American State Bank, Arp, Texas -- to become a member of the Federal Reserve System.

- Approved, June 1, 2012

Dallas

Community Trust Bank, Choudrant, Louisiana -- to become a member of the Federal Reserve System.

- Approved, May 30, 2012

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending June 2, 2012

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 June 2, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
CITY NATIONAL BANCSHARES CORPORATION	CIC	Notice by Preston D. Pinkett, III to acquire 10 percent of City National Bancshares Corporation, Newark, New Jersey.	Newspaper:	06/01/2012
			Federal Register:	05/23/2012

District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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601416	FIVE STAR BK, WARSAW, NEW YORK	08/01/2011	05/31/2012	O	Large Bank

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 June 2, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST CITIZENS NATIONAL BANK	Member	First Citizens National Bank, Mansfield, PA, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable
Malvern Bancorp, Inc.	* SLHC Formation * MHC Conversion	Malvern Federal Mutual Holding Company, Paoli, PA, proposes to convert to stock form and merge with Malvern Bancorp, Inc., Paoli, PA, which proposes to become a savings and loan holding company by acquiring 100 percent of Malvern Federal Savings Bank, Paoli, PA.	Newspaper: Federal Register:	Not available Not available
NORTHFIELD BANCORP, MHC	* MHC Merger MHC Minority Stock Issuance	Northfield Bancorp, MHC, Staten Island, NY, to acquire Flatbush Federal Bancorp, MHC, Brooklyn, NY, subsequently Northfield Bancorp, Inc., Staten Island, NY, to acquire, Flatbush Federal Bancorp, Inc., Brooklyn, NY.	Newspaper: Federal Register:	06/23/2012 Not applicable
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

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District: 3

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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501815	LUZERNE BK, LUZERNE, PENNSYLVANIA	01/23/2012	05/23/2012	S	Small Bank

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 June 2, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
S & T BANCORP, INC.	* 3A3	Application by S&T Bancorp, Inc., Indiana, PA to acquire Gateway Bank of Pennsylvania, McMurray, PA pursuant to Section 3 of the Bank Holding Company Act	Newspaper:	Not available
			Federal Register:	Not available

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 June 2, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FAUQUIER BANK, THE	* Branch	The Fauquier Bank, Warrenton, Virginia, to establish a branch at 7485 Limestone Drive, Gainesville, Virginia	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 June 2, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 6

Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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603232	BANK OF GUEYDAN, GUEYDAN, LOUISIANA	06/28/2011	05/20/2012	S	Small Bank

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 June 2, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST STATE BANK HOLDING COMPANY	CIC	Notice by Mildred Stanley, Searsboro, Iowa, as trustee of the Warren Stanley Trust to retain control of 15.42 percent of First State Bank Holding Company, Lynnville, Iowa, and thereby indirectly First State Bank, Lynnville, Iowa.	Newspaper: Federal Register:	06/15/2012 06/05/2012
HEARTLAND FINANCIAL USA, INC.	4c8	Heartland Financial USA, Inc., Dubuque, Iowa, proposes to engage in the permissible nonbanking activities of leasing personal or real property, financial and investment advisory, and activities related to extending credit activities.	Newspaper: Federal Register:	Not applicable 06/21/2012

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 June 2, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
OLD NATIONAL BANCORP	* 3A5	Old National Bancorp, Evansville, Indiana, to merge with Indiana Community Bancorp, Columbus, Indiana.	Newspaper:	Not available
			Federal Register:	07/02/2012

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
713140	FIRST DELTA BK, MARKED TREE, ARKANSAS	02/27/2012	05/17/2012	S	Small Bank

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 June 2, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
ADAMS BANCSHARES, INC.	* 3A5	Adams Bancshares, Inc., Adams, Minnesota, to merge with Elkton Bancshares, Inc., Elkton, Minnesota, and thereby indirectly acquire Farmers State Bank of Elkton, Elkton, Minnesota.	Newspaper:	Not available
			Federal Register:	Not available
FNB BANCSHARES INC.	CIC	Change in Control Notice by William V. Eckles Bank Trust, Mr. William V. Eckles as Trustee, Blue Earth, Minnesota, to retain control of FNB Bancshares, Inc., Blue Earth, Minnesota, and thereby indirectly retain control of First Bank Blue Earth, Blue Earth, Minnesota.	Newspaper:	Not available
			Federal Register:	06/18/2012

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
210256	WADENA ST BK, WADENA, MINNESOTA	01/23/2012	05/17/2012	S	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 June 2, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
CIC BANCSHARES, INC.	* 3A3	CIC Bancshares, Inc., Denver, Colorado, to acquire, through its subsidiary CIC Merger Sub, Inc., Denver, Colorado, 100 percent of the voting shares of Millennium Bancorp, Inc., parent of Millennium Bank, both in Edwards, Colorado. Immediately thereafter, CIC Merger Sub, Inc., Denver, Colorado, will merge into Millennium Bancorp, Inc. Centennial Bank, Centennial, Colorado, to merge with Millennium Bank, Edwards, Colorado, and incident thereto, to establish branches in Breckenridge, Edwards, Englewood, Steamboat Springs, Vail, and Fraser, all in Colorado.	Newspaper:	Not available
	* 18C		Federal Register:	06/21/2012
	* Branch			
	* 3A1			
FIRST NEBRASKA BANK	* 18C	First Nebraska Bank, Valley, Nebraska, to purchase certain assets and assume certain liabilities of Heartland Community Bank, Bennet, Nebraska, and incident thereto, to establish branches in Avoca, Bennet, Nebraska City, and Weeping Water, all in Nebraska.	Newspaper:	06/21/2012
	* Branch		Federal Register:	Not applicable
SPIRO BANCSHARES, INC.	CIC	Notice by the Schmidt Family Partnership, L.P., Spiro, Oklahoma; and Deborah Schmidt Barrett and Jason Tyler Barrett, both of Fort Smith, Arkansas; to remain members of the Schmidt Family Group acting in concert and to retain control of Spiro Bancshares, Inc., parent of Spiro State Bank, both in Spiro, Oklahoma.	Newspaper:	06/15/2012
			Federal Register:	06/13/2012

District: 10

Federal Reserve Bank of Kansas City

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: 11

Federal Reserve Bank of Dallas

Filings received during the week ending June 2, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
DFW CAPITAL HOLDINGS, INC.	* 3A1	DFW Capital Holdings, Inc., Dallas, Texas, to indirectly acquire 100 percent of Schwertner State Bank, Schwertner, Texas, through a merger with its wholly owned subsidiary, DFW Capital Holdings Merger Corporation, Dallas, Texas, and for DFW Capital Holdings, Inc., to thereby become a bank holding company.	Newspaper: Federal Register:	Not available Not available
FROST NATIONAL BANK, THE	Member	The Frost National Bank, San Antonio, Texas, to become a member of the Federal Reserve System through the conversion from a national bank charter, and to continue to exercise trust powers pursuant to 12 C.F.R. Section 208.3(d) (2).	Newspaper: Federal Register:	Not applicable Not applicable
PLAINS BANCORP, INC.	CIC	Notice by Ray Mark Bain, Lubbock, Texas, individually, as co-trustee of the RMB 2012 Family Trust, trustee of the Ray Mark Bain 2007 Trust, and trustee of the Ray Mark Bain Children's Trusts; Michael Lewis Bain, Canyon, Texas, individually, as co-trustee of the RMB 2012 Family Trust, trustee of the Michael L. Bain 2007 Trust, and trustee of the Michael L. Bain Children's Trusts; Nancy Bain Seybert, Perryton, Texas, individually, as trustee of the Nancy Bain Seybert 2007 Trust, and trustee of the Nancy Bain Seybert Children's Trusts; Ray M. Bain, Dimmitt, Texas; and Barbara June Bain, Dimmitt, Texas; collectively a group acting in concert, to control, retain and acquire 47.71 percent of Plains Bancorp, Inc., Dimmitt, Texas, and therefore, indirectly, First United Bank, Dimmitt, Texas.	Newspaper: Federal Register:	Not available 05/09/2012

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 June 2, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST FOUNDATION INC.	* 3A1 4c8	First Foundation Inc. to become a bank holding company upon the conversion of its wholly-owned subsidiary First Foundation Bank from a federal savings bank to a commercial bank and 2) to engage in financial and investment advisory activities through its wholly-owned subsidiary, First Foundation Advisors, all of Irvine, California.	Newspaper: Federal Register:	Not available 06/01/2012
NEIGHBORHOOD BANCORP	CIC	Interagency Notice of Change in Control by Neighborhood Bancorp Employee Stock Ownership Plan Trust Agreement, National City, California; Robert M. McGill, Sally M. Furay and Conny M. Jamison, all of San Diego, California, to retain 10 percent or more of Neighborhood Bancorp, National City, California, and thereby indirectly, Neighborhood National Bank, San Diego, California.	Newspaper: Federal Register:	Not available Not available
SOUND COMMUNITY MHC	* MHC Conversion * SLHC Formation	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: Federal Register:	Not available 05/05/2012

District: 12

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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