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**Federal Reserve Release**

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*H.2*

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

*No. 25*

*Week Ending June 23, 2012*

**Testimony and Statements**

Bank Supervision and Risk Management -- statement by Scott G. Alvarez, general counsel, before the House Committee on Financial Services on bank supervision, risk management, and the Federal Reserve's response to trading losses recently incurred by JPMorgan Chase & Co.

- Published, June 19, 2012

**Personnel**

Management Division -- appointment of Dave Harmon as associate director and chief human capital officer, effective June 25, 2012.

- Approved, June 18, 2012

**Regulations and Policies**

Foreclosure Review and Remediation -- (1) interagency guidance on determining borrower remedies for financial injuries identified during an independent foreclosure review and (2) extension of the deadline for borrowers to request a free foreclosure review to September 30, 2012.

- Announced, June 21, 2012

Mortgage Servicing for Military Personnel -- interagency guidance concerning mortgage-servicing practices that may pose risks to homeowners serving in the military.

- Announced, June 21, 2012

Presidential \$1 Coin Program -- annual report to Congress on the Presidential \$1 Coin Program.

- Approved, June 22, 2012

**Enforcement**

Frontier National Corporation, Chelsea, Alabama -- written agreement with the Federal Reserve Bank of Atlanta.

- Announced, June 21, 2012

One Financial Corporation, Little Rock, Arkansas -- written agreement with the Federal Reserve Bank of St. Louis.

- Announced, June 21, 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

#### Secretary

Adams Bank & Trust, Ogallala, Nebraska -- to establish a branch at 10 Ken Pratt Boulevard, Longmont, Colorado.

- Approved, June 20, 2012

#### San Francisco

Bank of Utah, Ogden, Utah -- to establish a branch at 4605 Harrison Boulevard, Suite 100, Ogden.

- Approved, June 21, 2012

#### St. Louis

The Elberfeld State Bank, Elberfeld, Indiana -- to establish a branch at 3403 North Green River Road, Evansville.

- Approved, June 21, 2012

#### St. Louis

Southern Bank, Poplar Bluff, Missouri -- to establish a branch at 1925 South Main Street, Jonesboro, Arkansas.

- Approved, June 21, 2012

### Bank Holding Companies

#### Dallas

Carlile Bancshares, Inc., Fort Worth, Texas -- to acquire Northstar Financial Corporation, Denton, and its subsidiary bank, Northstar Bank of Texas.

- Approved, June 15, 2012

(A/C)

**Bank Holding Companies**

St. Louis

Cooper Investments, Inc., Farmington, Missouri -- to become a bank holding company through the retention of shares of First State Bancshares, Inc., Farmington, and thereby indirectly control First State Community Bank.

- Approved, June 20, 2012

Kansas City

Exchange Bankshares Corporation of Kansas, Atchison, Kansas, and Exchange National Bank & Trust Co. -- waiver of application to acquire Rushville State Bank, Rushville, Missouri, in connection with its merger with and into Exchange National Bank & Trust, Atchison, Kansas.

- Granted, June 22, 2012

Kansas City

Valliance Financial Corp., Oklahoma City, Oklahoma -- to acquire Valliance Texas Financial Holdings, Inc., McKinney, Texas, and its subsidiary bank, Valliance Bank.

- Approved, June 20, 2012

**Bank Mergers**

St. Louis

Evolve Bank & Trust, West Memphis, Arkansas -- to purchase certain assets and assume certain liabilities of the Oakland, Tennessee, branch of The Farmers Bank of Lynchburg, Lynchburg, and to retain the acquired facility as a branch.

- Withdrawn, June 18, 2012

Philadelphia

Susquehanna Bank, Lititz, Pennsylvania -- to assume certain liabilities of Community First Bank, Pikesville, Maryland.

- Approved, June 18, 2012

**Change in Bank Control**

Cleveland

Central Federal Corporation, Fairlawn, Ohio -- change in bank control of Central Federal and its subsidiary savings bank, CF Bank, Fairlawn.

- Permitted, June 20, 2012

Richmond

First National Corporation, Strasburg, Virginia -- change in bank control of First National and its subsidiary bank, First Bank, Strasburg (two notices).

- Permitted, June 20, 2012

St. Louis

First State Bancshares, Inc., Farmington, Missouri -- change in bank control of First State and its subsidiary bank, First State Community Bank, Farmington.

- Permitted, June 20, 2012

**Extensions of Time**

Chicago

C-B-G, Inc., West Liberty, Iowa -- extension to September 21, 2012, to acquire shares of Washington Bancorp, Washington, and its subsidiary bank, Federation Bank.

- Granted, June 19, 2012

**International Operations**

Secretary

Silicon Valley Bank, Santa Clara, California -- to establish SVB International Finance, Inc. (SVBIF), Santa Clara, as an Edge corporation and, through SVBIF, to invest in SVBIF Management, Ebene, Mauritius, and its subsidiary, SVB India Finance Private Limited, Mumbai, India.

- Approved, June 19, 2012

**Membership**

Dallas

The Frost National Bank, San Antonio, Texas -- to retain its membership in the Federal Reserve System on its conversion to a state-chartered bank.

- Approved, June 18, 2012

Richmond

Morganton Savings Bank, S.S.B., Morganton, North Carolina -- to become a member of the Federal Reserve System on conversion from a savings bank (the former Morganton Federal Savings and Loan Association) to a state-chartered bank.

- Withdrawn, June 18, 2012

Kansas City

Security National Bank, Laurel, Nebraska -- to retain its membership in the Federal Reserve System on conversion to a state-chartered bank to be known as Security Bank.

- Approved, June 20, 2012

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending June 23, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
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NONE



**District: 1**

**Federal Reserve Bank of Boston**

**Availability of CRA Public Evaluations**

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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

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

- O = Outstanding
- S = Satisfactory
- NI = Needs to improve
- SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 2**

**Federal Reserve Bank of New York**

**Filings received during the week ending June 23, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
MANUFACTURERS AND TRADERS TRUST COMPANY	* Branch	Manufacturers and Trust Company, Buffalo, New York, request to establish a branch office located at 9408 Grant Avenue, Manassas(an independent City), Virginia.	Newspaper: Federal Register:	06/28/2012 Not applicable
NANYANG COMMERCIAL BANK, LIMITED	FBSEA	Nanyang Commercial Bank Limited, Hong Kong, to upgrade its limited branch located in San Francisco, California, to a full service branch, pursuant to Section 211.24 of Regulation K.	Newspaper: Federal Register:	Not available Not applicable

**District: 2**

**Federal Reserve Bank of New York**

**Availability of CRA Public Evaluations**

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275509	COMMUNITY BK OF BERGEN CTY, MAYWOOD, NEW JERSEY	01/09/2012	06/07/2012	S	Int Sm 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 23, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BRYN MAWR TRUST COMPANY, THE	* 18C	Bryn Mawr Trust Company, Bryn Mawr, PA, to purchase the assets and assume the liabilities of First Bank of Delaware, Wilmington, DE.	Newspaper: Federal Register:	07/14/2012 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:	07/03/2012 07/05/2012
NORTHFIELD BANCORP, INC	* MHC Conversion * SLHC Formation	Northfield Bancorp, MHC, Staten Island, NY, proposes to convert to stock form and merge with and into Northfield Bancorp, Inc, Woodbridge, New Jersey, which proposes to become a savings and loan holding company by acquiring Northfield Bank, Staten Island, NY.	Newspaper: Federal Register:	Not available 07/09/2012
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
POLONIA BANCORP INC	* MHC Conversion * SLHC Formation	Polonia MHC, Huntingdon Valley, PA, proposes to convert to stock form and merge with and into Polonia Bancorp, Huntingdon Valley, PA, which will subsequently merge with and into Polonia Bancorp, Inc., Huntingdon, Valley, PA, which proposes to become a savings and loan holding company by acquiring 100 percent of Polonia Bank, Huntingdon Valley, PA.	Newspaper: Federal Register:	Not available 07/09/2012

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Availability of CRA Public Evaluations**

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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 4**

**Federal Reserve Bank of Cleveland**

**Filings received during the week ending June 23, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CENTERGROUP FINANCIAL, INC.	* 3A1	CenterGroup Financial, Inc., Milford, OH to become a bank holding company by acquiring 100% of the voting shares of the CenterBank, Milford, OH, pursuant to section 3(a)(1)of the Bank Holding Company Act	Newspaper: Federal Register:	07/15/2012 07/16/2012
KENTUCKY FIRST FEDERAL BANCORP	* SLHC Acquisition MHC Minority Stock Issuance	Application by First Federal MHC, Hazard, KY; Kentucky First Federal Bancorp, Hazard, KY; and Frankfort First Bancorp, Inc., Frankfort, KY to acquire CKF Bancorp, Inc., Danville, KY and its wholly-owned subsidiary, Central Kentucky Federal Savings Bank, Danville, KY and Application by Kentucky First Federal Bancorp, Hazard, KY for approval of a minority stock issuance by a savings association subsidiary of a mutual holding company.	Newspaper: Federal Register:	Not available 07/16/2012
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: Federal Register:	06/30/2012 07/05/2012



District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending June 23, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
HAMILTON BANCORP, INC.	* SLHC Formation	Hamilton Bancorp, Inc., Baltimore, Maryland, to become a savings and loan holding company upon the conversion of Hamilton Bank, Baltimore, Maryland, from a mutual to stock form of ownership.	Newspaper: Federal Register:	07/16/2012 07/19/2012
HOVDE PRIVATE EQUITY ADVISORS LLC	* SLHC Merger * SLHC Formation	Financial Services Partners Fund I LLC, Hovde Acquisition I LLC, and Hovde Private Equity Advisors LLC, all of Washington, DC (collectively the "Hovde Group"), to acquire control of a savings and loan holding company, Carrolton Bancorp, Columbia, Maryland, upon Carrolton Bancorp's conversion to a savings and loan holding company through a merger with Jefferson Bancorp, Inc., Washington, DC, a subsidiary of the Hovde Group, pursuant to Section 10 of the Home Owners Loan Act.	Newspaper: Federal Register:	Not available Not available



**District: 5**

**Federal Reserve Bank of Richmond**

**Availability of CRA Public Evaluations**

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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 June 23, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
IBERIABANK	* Branch	IBERIABANK, Lafayette, Louisiana, to establish a branch located at 6235 South Claiborne Avenue, New Orleans, Louisiana, to be known as the Claiborne Branch.	Newspaper: Federal Register:	06/30/2012 Not applicable
IBERIABANK	* Branch	IBERIABANK, Lafayette, Louisiana, to establish a branch located at 822 South Range Avenue, Denham Springs, Louisiana, to be known as the South Range Branch.	Newspaper: Federal Register:	06/30/2012 Not applicable
IBERIABANK	* Branch	IBERIABANK, Lafayette, Louisiana, to establish a branch located at 12920 Airline Highway, Baton Rouge, Louisiana, to be known as the Airline-Pecou Branch.	Newspaper: Federal Register:	06/30/2012 Not applicable
OPTIMUMBANK HOLDINGS, INC.	CIC	Prior change in control notice filed by Moishe Gubin, Hillside, Illinois, and Mark Orenstein, Chicago, Illinois, to collectively acquire approximately 20.08 percent of the outstanding shares of voting securities of OptimumBank Holdings, Inc., Ft. Lauderdale, Florida, and its subsidiary, OptimumBank, Plantation, Florida. Total pro forma ownership will equal 26.18 percent.	Newspaper: Federal Register:	Not available 07/06/2012

**District: 6**

**Federal Reserve Bank of Atlanta**

**Availability of CRA Public Evaluations**

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The following state member banks have been examined and their CRA public evaluations are now available.

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending June 23, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
AMERICAN METRO BANCORP, INC.	CIC	Sidney Jone-Chu Lee, Chicago, Illinois, proposes to acquire over 50 percent of the voting shares of American Metro Bancorp, Inc., Chicago, Illinois, and thereby indirectly acquire control of American Metro Bank, Chicago, Illinois.	Newspaper: Federal Register:	Not available Not available
CHEMICAL BANK	* 18C * Branch	Chemical Bank, Midland, Michigan, to purchase the assets and assume the liabilities of 21 branches of Independent Bank, Ionia, Michigan, and thereby establish 21 branches.	Newspaper: Federal Register:	Not available Not applicable
FIRST COMMUNITY BANK	* 18C	First Community Bank, Harbor Springs, Michigan, to merge with Select Bank, Grand Rapids, Michigan.	Newspaper: Federal Register:	Not available Not applicable
HEARTLAND BANCORP, INC.	* 3A3	Heartland Bancorp, Inc., Bloomington, Illinois, to acquire Farmer City State Bank, Farmer City, Illinois.	Newspaper: Federal Register:	Not available Not available
LAPORTE SAVINGS BANK, MHC	* MHC Conversion * SLHC Formation	LaPorte Savings Bank, MHC, La Porte, Indiana, a mutual holding company, proposes to convert to stock form and merge with LaPorte Bancorp, Inc., an existing savings and loan holding company. The existing LaPorte Bancorp, Inc., will merge with a new company, also called LaPorte Bancorp, Inc., which will become a savings and loan holding company through the acquisition of 100 percent of the outstanding stock of The LaPorte Savings Bank, all of La Porte, Indiana.	Newspaper: Federal Register:	Not available 07/20/2012

\* Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
2938198	NORTHBROOK B&TC, NORTHBROOK, ILLINOIS	02/22/2011	06/11/2012	S	Large 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 June 23, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
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NONE

**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
525446	FARMERS BK, HARDINSBURG, KENTUCKY	03/05/2012	06/07/2012	O	Small Bank
314444	FORDYCE B&TC, FORDYCE, ARKANSAS	03/05/2012	06/08/2012	S	Small Bank

**CRA Examinations scheduled for**                      **Quarter of**

Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Filings received during the week ending June 23, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
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NONE



**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
705958	KANABEC ST BK, MORA, MINNESOTA	10/03/2011	05/25/2012	S	Small Bank
655651	MONTANA ST BK, PLENTYWOOD, MONTANA	02/13/2012	05/30/2012	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 10**

**Federal Reserve Bank of Kansas City**

**Filings received during the week ending June 23, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FIRST NATIONAL BANK OF BUFFALO, THE	Member Premises	The First National Bank of Buffalo (to be known as First Northern Bank of Wyoming), Buffalo, Wyoming, to retain its membership in the Federal Reserve System following its conversion from a national to a state charter. The First National Bank of Buffalo (to be known as First Northern Bank of Wyoming) Buffalo, Wyoming, to increase its investment in bank premises in the amount of \$4,868,751.	Newspaper: Federal Register:	Not applicable Not applicable
GARDNER BANK	* Branch	Gardner Bank, Gardner, Kansas, to establish a branch at 18855 S. Gardner Driver, Gardner, Kansas.	Newspaper: Federal Register:	07/12/2012 Not applicable
JONAH BANK OF WYOMING	Member	Jonah Bank of Wyoming, Casper, Wyoming, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable
MADISON COUNTY HOLDING, MHC	* MHC Conversion * SLHC Formation	Madison County Holding Company, MHC, proposes to convert to stock form and merge with Madison County Financial Corporation, which proposes to become a savings and loan holding company by acquiring 100 percent of Madison County Bank, all of Madison, Nebraska.	Newspaper: Federal Register:	Not available 07/16/2012
PLATTE VALLEY BANK	* Branch	Platte Valley Bank, to establish a branch at 1212 Circle Drive, both in Scottsbluff, Nebraska.	Newspaper: Federal Register:	07/06/2012 Not applicable
WYOMING BANK & TRUST	Member	Wyoming Bank & Trust, Cheyenne, Wyoming, to become a member of the Federal Reserve System. Wyoming Bank & Trust, Cheyenne, Wyoming, to increase its investment in bank premises in the amount of \$535,000.	Newspaper: Federal Register:	Not applicable Not applicable

**District: 10**

**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

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175056	BANK OF WESTERN OK, ELK CITY, OKLAHOMA	03/12/2012	06/01/2012	S	Small Bank
285151	COLORADO B&TC OF LA JUNTA, LA JUNTA, COLORADO	02/27/2012	06/01/2012	S	Small Bank
601050	COMMERCE BK NA, KANSAS CITY, MISSOURI	01/09/2012	05/16/2012	O	Large Bank
747257	HALSTEAD BK, HALSTEAD, KANSAS	02/27/2012	05/28/2012	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 June 23, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMERICAN STATE BANK	* Branch	American State Bank, Arp, Texas, to establish a branch at 1116 Troup Highway, Tyler, Texas 75701.	Newspaper:	07/04/2012
			Federal Register:	Not applicable
CARLILE BANCSHARES, INC.	* 3A3 4c8	Carlile Bancshares, Inc., Fort Worth, Texas, to acquire 100% of the common stock of Washington Investment Company, Yuma, Colorado, and therefore indirectly Colorado Community Bank, Yuma, Colorado, pursuant to Section 3 of the Bank Holding Company Act, and Colorado Front Range Holdings, Inc., Yuma, Colorado, pursuant to Section 4 of the Bank Holding Company Act and Section 225.23 of Regulation Y.	Newspaper:	Not available
			Federal Register:	Not available

**District: 11**

**Federal Reserve Bank of Dallas**

**Filings received during the week ending June 23, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
DIAMOND A FINANCIAL, LP	* 3A1	Diamond A Financial, L.P., Hilltop Holdings, Inc., and Meadow Corporation, all of Dallas, Texas, to become bank holding companies by acquiring 100 percent of PlainsCapital Corporation and its subsidiary bank, PlainsCapital Bank, both of Dallas, Texas, pursuant to section 3 of the Bank Holding Company Act.;	Newspaper:	Not available
	4c8		Federal Register:	07/09/2012
	* 4c8			
	4c8			
		Diamond A Financial, L.P., Hilltop Holdings, Inc., and Meadow Corporation, all of Dallas, Texas, to engage in mortgage lending activities pursuant to section 4(c)(8) of the Bank Holding Company Act through PrimeLending, A PlainsCapital Company, and its direct and indirect subsidiaries, PrimeLending Ventures Management, LLC, and PrimeLending Ventures, LLC, all of Dallas, Texas;		
		Diamond A Financial, L.P., and Hilltop Holdings, Inc., both of Dallas, Texas, to retain a noncontrolling interest in SWS Group, Inc., and its subsidiary savings association, Southwest Securities, FSB, both of Dallas, Texas, and thereby engage in the operation of a savings association pursuant to Section 4(c)(8) of the BHC Act; and		
		Diamond A Financial, L.P., and Hilltop Holdings, Inc., both of Dallas, Texas, through a retention of a noncontrolling interest in SWS Group, Inc., and indirect controlling interests in the subsidiaries of Southwest Securities, FSB, pursuant to sections 4(c)(8) of the BHC Act and Regulation Y, and thereby engage indirectly in certain nonbanking activities of those subsidiaries pursuant to section 4(c)(8) of the BHC Act, to consist of extending credit and servicing loans; activities related to extending credit; financial and investment advisory activities; agency transactional services for customers, including providing securities brokerage services, acting as riskless-principal and providing private-placement services and other transactional services as agent for customers; underwriting and dealing in government obligations and money market investments; community development activities; and issuing and selling money orders, savings bonds, traveler's checks and similar consumer payment instruments.		
FVNB CORP.	* 3A3	FVNB Corp., MOW/RPW II, Ltd., and MOW/RPW Holdings II, LLC, all of Victoria, Texas, to acquire 100 percent of First State Bank, New Braunfels, Texas.	Newspaper:	Not available
			Federal Register:	07/16/2012

\* Subject to the provisions of the Community Reinvestment Act

**District: 11**

**Federal Reserve Bank of Dallas**

**Filings received during the week ending June 23, 2012**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
ODESSA SOUTHWEST BANCSHARES, INC.	* 3A1	Odessa SouthWest Bancshares, Inc., Odessa, Texas, to become a bank holding company by acquiring 100 percent of SouthWest Bank, Odessa, Texas.	Newspaper:	Not available
			Federal Register:	Not available

**District: 11**

**Federal Reserve Bank of Dallas**

**Availability of CRA Public Evaluations**

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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

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

- O = Outstanding
- S = Satisfactory
- NI = Needs to improve
- SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
973364	HCSB ST BKG ASSN, PLAINVIEW, TEXAS	08/10/2009	07/02/2012	S	Int Sm Bank

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 June 23, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
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:	Not available
			Federal Register:	06/21/2012
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:	Not available
			Federal Register:	05/05/2012



**District: 12**

**Federal Reserve Bank of San Francisco**

**Availability of CRA Public Evaluations**

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act