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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. 9*

*Week Ending March 1, 2014*

**Testimony and Statements**

Monetary Policy -- statement by Chair Yellen before the Senate Committee on Banking, Housing, and Urban Affairs on the semiannual monetary policy report to the Congress.

- Published, February 27, 2014

**Bank Branches, Domestic**

Compass Bank, Birmingham, Alabama -- petition for review of an application to establish a branch in The Woodlands, Texas, approved by the Federal Reserve Bank of Atlanta under delegated authority.

- Denied, February 26, 2014

**Forms**

Forms -- final Board review to implement the Surveys of Consumer and Community Affairs Publications and Resources (FR 1378) and Consumer and Stakeholder Surveys (FR 3073).

- Approved, February 28, 2014

**Regulations and Policies**

Stress Testing -- final interagency guidance to describe supervisory expectations for Dodd-Frank Act stress tests conducted by banking organizations with total consolidated assets of between \$10 billion and \$50 billion.

- Approved, February 25, 2014

**Enforcement**

Hampton Roads Bankshares, Inc., Norfolk, Virginia, and Bank of Hampton Roads -- written agreement dated June 9, 2010, terminated February 20, 2014.

- Announced, February 25, 2014

Enforcement

Metropolitan Bank Holding Corporation, New York, New York -- written agreement dated January 4, 2011, terminated February 21, 2014.

- Announced, February 25, 2014

Trivoli Bancorp, Trivoli, Illinois -- written agreement dated April 30, 2010, terminated February 24, 2014.

- Announced, February 27, 2014

## **H.2 Actions under delegated authority**

**February 23, 2014 to March 1, 2014**

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**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**

#### New York

Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a branch at 15190 Frederick Road, Rockville, Maryland.

- Withdrawn, February 27, 2014

#### Chicago

Tri-County Bank, Brown City, Michigan -- to establish a branch at 3433 Capac Road, Capac.

- Approved, February 24, 2014

### **Bank Holding Companies**

#### San Francisco

Cache Valley Banking Company, Logan, Utah -- waiver of application to indirectly acquire The Village Bank, Saint George, in connection with its merger with Cache Valley Bank, Logan.

- Granted, February 24, 2014

#### Chicago

Horizon Bancorp, Michigan City, Indiana -- waiver of application to acquire SCB Bancorp, Inc., East Lansing, Michigan, in connection with the merger of their respective subsidiaries, Horizon Bank, N.A., Michigan City, and Summit Community Bank, East Lansing.

- Granted, February 27, 2014

Bank Holding Companies

New York

New Investors Bancorp, Inc., Short Hills, New Jersey -- to become a bank holding company by acquiring Investors Bank, Short Hills, in connection with the conversion of Investors Bancorp, MHC, from mutual to stock form.

- Approved, February 24, 2014

Dallas

SSB Bancshares, Inc., Anahuac, Texas -- to become a bank holding company by acquiring Security State Bank, Anahuac.

- Approved, February 28, 2014

Banks, State Member

New York

Goldman Sachs Bank USA, New York, New York -- to make a public welfare investment.

- Withdrawn, February 28, 2014

Change in Bank Control

San Francisco

First Utah Bancorporation, Salt Lake City, Utah -- change in bank control of First Utah Bancorporation and its subsidiary, First Utah Bank, Salt Lake City.

- Permitted, February 28, 2014

Extensions of Time

Kansas City

Adams Dairy Bancshares, Inc., Blue Springs, Missouri -- extension to April 2, 2014, to become a bank holding company by acquiring Adams Dairy Bank, Blue Springs.

- Granted, February 28, 2014

**Extensions of Time**

Atlanta

Southern Community Bancshares, Inc. Employee Stock Ownership Plan, Cullman, Alabama -- extension to June 3, 2014, to increase its ownership of Southern Community Bancshares, Inc., Cullman, and indirectly of First Community Bank of Cullman.

- Granted, February 27, 2014

**Regulations and Policies**

Secretary

Physical Commodities Activities -- extension of the comment period until April 16, 2014, on the advance notice of proposed rulemaking.

- Approved, February 27, 2014

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending March 1, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
NORTH BROOKFIELD SAVINGS BANK	* 18C	North Brookfield Savings Bank, North Brookfield, Massachusetts (NBSB) to merge with FamilyFirst Bank, Ware, Massachusetts, with NBSB as the surviving entity.	Newspaper:	03/14/2014
			Federal Register:	Not applicable

**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 March 1, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CITIBANK, N.A.	Investment	Citibank, N.A., Sioux Falls, South Dakota and Citibank Overseas Investment Corporation, New Castle, Delaware, pursuant to Section 211.9(f) of Regulation K, to make additional investment in CitiFinancial Europe plc, London, England.	Newspaper: Federal Register:	Not applicable Not applicable
MIZUHO BANK (USA)	PWI	Mizuho Bank (USA), New York, New York, provides post notice of two public welfare investments in CRA Qualified Investment Fund, which is a fixed income mutual fund managed by Community Capital Management in Weston, Florida, pursuant to Section 208.22(d) of Regulation H.	Newspaper: Federal Register:	Not applicable Not applicable

**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	

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**District: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending March 1, 2014**

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

**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 March 1, 2014**

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

**District: 4**

**Federal Reserve Bank of Cleveland**

**Availability of CRA Public Evaluations**

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NONE					

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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**District: 5**

**Federal Reserve Bank of Richmond**

**Filings received during the week ending March 1, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BLUE RIDGE BANK, INC.	* Branch	Blue Ridge Bank, Inc., Luray, Virginia, to establish a branch at 563 Neff Avenue, Harrisonburg, Virginia.	Newspaper:	03/07/2014
			Federal Register:	Not applicable
FIRST CAPITAL BANK	* Branch	First Capital Bank, Glen Allen, Virginia, proposes to establish a branch at 13201 Rittenhouse Drive, Midlothian, Virginia.	Newspaper:	03/21/2014
			Federal Register:	Not applicable

**District: 5**

**Federal Reserve Bank of Richmond**

**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



District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending March 1, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANCO DE CREDITO E INVERSIONES S.A.	* 3A1	Banco De Credito E Inversiones, Empresas Juan Yarur S.A.C., Inversiones Petro S.A., Inversiones Baquio LTDA., Inversiones Nueve LTDA., and Administraciones Baquio LTDA., all of Santiago, Chile, to become bank holding companies by acquiring 100 percent of CM Florida Holdings, Inc., Coral Gables, Florida, and its subsidiary, City National Bank of Florida, Miami, Florida.	Newspaper:	Not available
			Federal Register:	08/08/2013

**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 March 1, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
CNB CORPORATION	CIC	Rick A. Tromble and Michele L. Tromble, individually and as trustees of the Rick A. Tromble Revocable Living Trust and the Michele L. Tromble Revocable Living Trust, both of Cheboygan, Michigan, to retain ten percent or more of the outstanding voting stock and thereby control of CNB Corporation, Cheboygan, Michigan. CNB Corporation controls Citizens National Bank of Cheboygan, a national banking association, also of Cheboygan, Michigan.	Newspaper: Federal Register:	Not available 03/13/2014
STEPHENSON NATIONAL BANCORP, INC.	* 3A5	Stephenson National Bancorp, Inc., Marinette, Wisconsin, to merge with PWB Bancshares, Inc., Wausaukee, Wisconsin, and thereby indirectly acquire control of Bank North, Wausaukee, Wisconsin.	Newspaper: Federal Register:	Not available Not available

**District: 7**

**Federal Reserve Bank of Chicago**

**Availability of CRA Public Evaluations**

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NONE					

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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**District: 8**

**Federal Reserve Bank of St. Louis**

**Filings received during the week ending March 1, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANCORPSOUTH, INC.	* 3A5	BancorpSouth, Inc., Tupelo, Mississippi, to acquire, through merger, Ouachita Bancshares Corporation and thereby indirectly acquire Ouachita Independent Bank, both of Monroe, Louisiana.	Newspaper: Federal Register:	03/22/2014 03/24/2014
BANCORPSOUTH, INC.	* 3A5	BancorpSouth, Inc., Tupelo, Mississippi, to merge with Central Community Corporation, Temple, Texas and thereby indirectly acquire First State Bank Central Texas, Austin, Texas.	Newspaper: Federal Register:	03/28/2014 Not available
BANK OF THE OZARKS INC	* 3A3	Bank of the Ozarks, Inc., Little Rock, Arkansas, to merge with Summit Bancorp, Inc., Arkadelphia, Arkansas, and thereby indirectly acquire Summit Bank, Arkadelphia, Arkansas and will merge into Bank of the Ozarks, Little Rock, Arkansas.	Newspaper: Federal Register:	03/20/2014 03/21/2014
BEAR STATE FINANCIAL HOLDINGS, LLC	* 3A1	Bear State Financial Holdings, LLC, Little Rock, Arkansas and First Federal Bancshares of Arkansas, Inc., Harrison, Arkansas to become bank holding companies through the acquisition of 100 percent of First National Security Company, Hot Springs, Arkansas and thereby indirectly acquire Heritage Bank, N.A., Jonesboro, Arkansas and First National Bank, Hot Springs, Arkansas.	Newspaper: Federal Register:	03/23/2014 03/24/2014
OLD NATIONAL BANCORP	* 3A5	Old National Bancorp, Evansville, Indiana, to merge with United Bancorp, Inc., Ann Arbor, Michigan, and thereby indirectly acquire United Bank & Trust, Ann Arbor, Michigan.	Newspaper: Federal Register:	03/26/2014 03/28/2014
PEOPLES BANCORP, INC.	* 3A1	Peoples Bancorp, Inc., Sheridan, Arkansas, to become a bank holding company by acquiring 100 percent of the outstanding stock in Peoples Bank, Sherdian, Arkansas.	Newspaper: Federal Register:	03/31/2014 03/28/2014
RODGER O. RINEY FAMILY VOTING TRUST U/A/D 12/31/2012	* SLHC Other	Roger O. Riney Family Voting Trust U/A/D 12/31/12, Town and Country, Missouri, to become a saving and loan holding company by acquiring control of Scottrade Financial Services, Inc., Town and Country, Missouri, and thereby indirectly acquire Scottrade Bank, Town and Country, Missouri, and Boulevard Bank, Neosho, Missouri.	Newspaper: Federal Register:	Not available Not available

**District: 8**

**Federal Reserve Bank of St. Louis**

**Availability of CRA Public Evaluations**

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Filings received during the week ending March 1, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BALDWIN BANCSHARES, INC.	CIC	Retroactive Change in Control notice by Michael R. Heebink, Baldwin WI, individually and as co-trustee of the Shirley E Heebink Family Trust, and as part of the group acting in concert with the Shirley E Heebink Trust; its co-trustees Shirley E Heebink, Baldwin, WI, and Michael R. Heebink; and Mary Heebink, Baldwin, WI, to retain 10 percent or more of the shares and thereby control of Baldwin Bancshares, Inc., Baldwin, Wisconsin, and thereby the First Bank of Baldwin, Baldwin, Wisconsin. And, a retroactive notice by the Rasmussen Group, which includes Dane L. Rasmussen, Baldwin, WI, the Debra L Rasmussen Irrevocable Trust Dated December 18, 2012, Baldwin, WI (Dane L Rasmussen, trustee); Jack Rasmussen, Baldwin, WI; Emily Shimota, Inver Grove Heights, MN; Sidney Rasmussen, St. Paul, MN; Lynne VanDeelen, Duluth, MN; and Nancy Fox, Maplewood, MN; as a group acting in concert, to retain 10 percent or more of the shares and thereby control of Baldwin Bancshares, Inc., Baldwin, Wisconsin.	Newspaper: Federal Register:	03/12/2014 03/11/2014
UNION HOLDING COMPANY	CIC	Retroactive change in control notice by the Gordon H. Hoffner 2011 Irrevocable Family Trust, Hazen, North Dakota (the "Trust") and Wayne G. Hoffner, Hazen, North Dakota, individually, and as trustee of the Trust, to retain control of 25% or more of the shares of Union Holding Company, Halliday, North Dakota ("Union"), and thereby indirectly control The Union Bank, Beulah, North Dakota ("Bank"). In addition, Lynette Janelle Bjornson, Mandan, North Dakota, is filing retroactively to retain shares of Union and thereby join the Hoffner family shareholder group that controls 25% or more of Union.	Newspaper: Federal Register:	02/27/2014 02/27/2014

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Availability of CRA Public Evaluations**

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NONE					

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Institution	Location
NONE	

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**District: 10**

**Federal Reserve Bank of Kansas City**

**Filings received during the week ending March 1, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FIRST AMERICAN BANK	* Branch	First American Bank, Purcell, Oklahoma, to establish a branch at 117 W. Broadway, Lexington, Oklahoma.	Newspaper: Federal Register:	03/07/2014 Not applicable
FIRST NATIONAL AGENCY, INC.	CIC	Notice by Fred Otten, Norfolk, Nebraska, to acquire control of First National Agency, Inc., parent of First Nebraska Bank of Wayne, both in Wayne, Nebraska.	Newspaper: Federal Register:	Not available 03/17/2014
LIBERTY BANCORP, INC.	CIC	Notification by Daniel G. O'Dell, the Daniel G. O'Dell Revocable Trust, Carefree Crossroads, Inc., KDawg Partners, LP, Wanda K. O'Dell, and the Wanda K. O'Dell Revocable Trust, all of Liberty, Missouri; Gary A. O'Dell, the Gary A. O'Dell Family 2011 Trust, Amy L. O'Dell, and the Amy L. O'Dell Family 2011 Trust, all of Kansas City, Missouri; and Karen M. O'Dell and the Karen M. O'Dell Family 2011 Trust, both of Palo Alto, California, to retain control of Liberty Bancorp, Inc., parent of BankLiberty, both of Liberty, Missouri.	Newspaper: Federal Register:	Not available 03/20/2014
OTTEN HOLDINGS, LLC	* 3A1 4c8	Otten Holdings, LLC, to become a bank holding company through the acquisition of 33.74 percent of the voting shares of FEO Investments, Inc., parent of Elkhorn Valley Bank and Trust, all of Norfolk, Nebraska, and thereby, to engage in general insurance and community development activities.	Newspaper: Federal Register:	03/23/2014 03/24/2014
RCB BANK	* 18C * Branch	RCB Bank, Claremore, Oklahoma, to purchase certain assets and assume certain liabilities of SpiritBank, Tulsa, OK, and incident thereto, to establish branches in Drumright, Oilton, Stroud, Edmond, Oklahoma City, Cushing, and Stillwater.	Newspaper: Federal Register:	03/31/2014 Not applicable

**District: 10**

**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

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Institution	Location
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**District: 11**

**Federal Reserve Bank of Dallas**

**Filings received during the week ending March 1, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FIRST BELLS BANKSHARES, INC.	4c8	First Bells Bankshares, Inc., Bells, Texas, to acquire 100 percent of Cendera Funding, Inc., Fort Worth, Texas, pursuant to Section 4(c)(8) of the BHC Act and Regulation Y, and thereby engage in extending credit and servicing loans.	Newspaper: Federal Register:	Not applicable Not available
INDUSTRY BANCSHARES, INC.	* 3A3	Industry Bancshares, Inc., Industry, Texas, to acquire 100 percent of the outstanding shares of Bank of Brenham, National Association, Brenham, Texas.	Newspaper: Federal Register:	Not available 03/15/2014
MCGREGOR BANCSHARES, INC.	* 3A1	McGregor Bancshares, Inc., McGregor, Texas, to become a bank holding company by acquiring 100 percent of The First National Bank of McGregor, McGregor, Texas.	Newspaper: Federal Register:	Not available 03/07/2014
WILLS POINT FINANCIAL CORPORATION	CIC	Retroactive notice of Change of Control by Mary Ruth Ellis individually and as Executrix of the Estate of Norman Ellis, North Richland Hills, Texas; David W. Ellis, and Duncan J. Ellis, both of Richland Hills, Texas; and Deana Hoffman, North Richland Hills, Texas; to acquire and control greater than 10 percent of Wills Point Financial Corporation, Wills Point, Texas, and indirectly Citizens National Bank, Wills Point, Texas.	Newspaper: Federal Register:	Not available 03/10/2014

**District: 11**

**Federal Reserve Bank of Dallas**

**Availability of CRA Public Evaluations**

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**District: 12**

**Federal Reserve Bank of San Francisco**

**Filings received during the week ending March 1, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BAY COMMERCIAL BANK	* 18C * Branch	Bay Commercial Bank, Walnut Creek, California, to merge with Community Bank of San Joaquin, Stockton, California, and thereby acquire two branch offices.	Newspaper: Federal Register:	03/06/2014 Not applicable
FARMERS AND MERCHANTS BANK OF LONG BEACH	* Branch	Farmers and Merchants Bank of Long Beach, Long Beach, California, to establish a branch office at 1333 South Pacific Coast Highway and to also establish a Loan Production Office at the same location.	Newspaper: Federal Register:	Not available Not applicable
TAIPEI FUBON COMMERCIAL BANK CO., LTD.	FBSEA	Taipei Fubon Commercial Bank Co., Ltd, Taipei, Taiwan, requests to establish a representative office in San Jose, California, pursuant to section 211.24(a)(1) of Regulation K.	Newspaper: Federal Register:	Not available Not applicable
U & I FINANCIAL CORP.	CIC	Change in Bank Control Notice on behalf of John Jung Hun Chang, Duck Hee Chang, Wellwish Investments LLC, Ellis Eunrok Chang, all of Garden Grove, California, and Ellen Eunmi Chang, Bellevue, Washington, to retain 18.43 percent of U & I Financial Corp., and thereby indirect control of UniBank, both of Lynnwood, Washington.	Newspaper: Federal Register:	02/25/2014 02/28/2014

**District: 12**

**Federal Reserve Bank of San Francisco**

**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