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**Federal Reserve Release**

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

*No. 24*

*Week Ending June 14, 2014*

Testimony and Statements

Currency and Coin -- statement by Louise L. Roseman, director, Division of Reserve Bank Operations and Payment Systems, on Federal Reserve activities related to currency developments and the management of coin distribution, submitted for the record for a hearing on June 11, 2014, of a subcommittee of the House Committee on Financial Services.

- Published, June 11, 2014

Forms

Forms -- initial Board review to implement the Policy Impact Survey (FR 3075).

- Proposed, June 10, 2014

Forms -- initial Board review to revise without extension the Capital and Asset Report for Foreign Banking Organizations (FR Y-7Q).

- Proposed, June 11, 2014

Monetary and Financial Policy

Term Deposit Facility -- fixed-rate offering of seven-day term deposits with a maximum tender amount of \$10 billion on June 16, 2014.

- Announced, June 12, 2014

Personnel

Division of Banking Supervision and Regulation -- appointment of Thomas Sullivan as senior adviser.

- Announced, June 9, 2014

Division of Reserve Bank Operations and Payment Systems -- appointment of David P. Sidari as deputy director, effective July 14, 2014.

- Approved, June 10, 2014

Regulations and Policies

Income Tax Allocation Agreements -- final joint addendum to the 1998 Interagency Policy Statement on Income Tax Allocation in a Holding Company Structure.

- Approved, June 10, 2014

Regulations Y (Bank Holding Companies and Change in Bank Control) and YY (Enhanced Prudential Standards) -- publication for comment of proposals to shift the start date of the capital plan and stress test cycles and make other changes to the rules.

- Approved, June 11, 2014

Enforcement

Allied First Bancorp, Inc., Oswego, Illinois -- written agreement with the Federal Reserve Bank of Chicago.

- Announced, June 10, 2014

**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**

## Chicago

Chemical Bank, Midland, Michigan -- to establish a branch at 3 East Main Street, Bay City.

- Approved, June 11, 2014

## Kansas City

Citizens Security Bank & Trust Company, Bixby, Oklahoma -- to establish a branch at 2525 East 21st Street, Tulsa.

- Approved, June 13, 2014

## San Francisco

Commonwealth Business Bank, Los Angeles, California -- to establish a branch at 3770 Sepulveda Boulevard, Torrance.

- Approved, June 9, 2014

## Cleveland

The Ohio Valley Bank Company, Gallipolis, Ohio -- to establish a branch at 6431 US Route 60 East, Barboursville, West Virginia.

- Withdrawn, June 10, 2014

**Bank Holding Companies**

## St. Louis

Home BancShares, Inc., Conway, Arkansas -- waiver of application to acquire Florida Traditions Bank, Dade City, Florida, in connection with its merger with and into Home BancShares' subsidiary, Centennial Bank, Conway.

- Granted, June 12, 2014

**Bank Holding Companies**

Director, BS&R

Siguler Guff & Company, L.P., New York, New York -- relief from certain commitments.

- Granted, June 9, 2014

**Bank Mergers**

Dallas

Heritage Bank, Pearland, Texas -- to acquire by merger Nixon State Bank, Nixon, and thereby establish branches in Nixon and La Vernia.

- Approved, June 13, 2014

Minneapolis

The Yellowstone Bank, Laurel, Montana -- to purchase certain assets and assume certain liabilities of 1st Bank, Sidney, and thereby establish a branch.

- Approved, June 11, 2014

**Banks, State Member**

Director, BS&R

Goldman Sachs Bank USA, New York, New York -- to make certain public welfare investments.

- Approved, June 13, 2014

**Change in Bank Control**

Minneapolis

Commercial Holding Company, Wagner, South Dakota -- change in bank control of Commercial Holding Company and its subsidiary, Commercial State Bank of Wagner, Wagner.

- Permitted, June 11, 2014

**Change in Bank Control**

St. Louis

First State Bancshares, Inc., Farmington, Missouri -- to retain control of First State Bancshares, Inc. and its subsidiary, First State Community Bank, Farmington.

- Permitted, June 12, 2014

Minneapolis

Parkston Investment Company, Parkston, South Dakota -- to retain control of Parkston Investment Company and its subsidiary, Farmers State Bank, Parkston.

- Permitted, June 12, 2014

**Financial Holding Companies**

Dallas

First State Bancshares of Yoakum, Inc., Yoakum, Texas -- election to become a financial holding company.

- Effective, June 10, 2014

Chicago

Wisconsin Physicians Service Insurance Corporation, Madison, Wisconsin -- election to be treated as a financial holding company.

- Effective, June 11, 2014

**Membership**

San Francisco

Seacoast Commerce Bank, San Diego, California -- to become a member of the Federal Reserve System.

- Approved, June 12, 2014

**Savings and Loan Holding Companies**

Philadelphia

Kearny MHC, Kearny, New Jersey, and Kearny Financial Corporation -- to acquire Atlas Bank, Brooklyn, New York, and to merge Atlas Bank with and into their subsidiary, Kearny Federal Savings Bank, Kearny.

- Approved, June 13, 2014

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending June 14, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
Beverly Financial, Inc.	* 3A1	Application by Beverly Financial, Inc., Beverly, Massachusetts to acquire 100% of the outstanding capital stock of Beverly Bank, Beverly, Massachusetts, pursuant to section 3(a)(1) of the BHC Act of 1956, as amended, in connection with the conversion of Beverly Financial, MHC, Beverly, Massachusetts from mutual to stock form.	Newspaper:	Not available
			Federal Register:	Not available
NEEDHAM BANK	* Branch	Application by Needham Bank, Needham, Massachusetts, to establish a full-service branch at 60 Centre Street, Dover, Massachusetts, pursuant to Section 208.6 of Regulation H	Newspaper:	Not available
			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 June 14, 2014**

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

**District: 2**

**Federal Reserve Bank of New York**

**Availability of CRA Public Evaluations**

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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**District: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending June 14, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CORNERSTONE FINANCIAL CORPORATION	CIC	Mr. Mark J. Baiada, Moorestown, New Jersey, individually and as part as a group acting in concert with Ann Baiada, Moorestown, New Jersey, Michael Baiada, Evergreen, Colorado, the 1994 Baiada Family Trust and Michael Baiada as Trustee, Evergreen, Colorado, L. Mathew and Janet Baiada, Moorestown, New Jersey, Paul Melan Baiada, Moorestown, New Jersey, the Paul Melan Baiada 1999 Family Trust and Diane Baiada, as Trustee, Moorestown, New Jersey, the Baiada Trust for the Benefit of Caitlin Baiada, and Diane Baiada, Moorestown, New Jersey, and Michael Baiada, Evergreen, Colorado, as Trustees, the Baiada Trust for the Benefit of Emma Baiada, and Diane Baiada, Moorestown, New Jersey, and Michael Baiada, Evergreen, Colorado, as Trustees, and OceanFirst Bank, as the Voting Trustee of the J. Mark Baiada Voting Trust, Toms River, New Jersey, intends to apply to the Federal Reserve Board for permission to acquire up to 24.9 percent of the voting shares and thereby control of Cornerstone Financial Corporation, Mount Laurel, New Jersey.	Newspaper: Federal Register:	06/23/2014 06/23/2014
PATHFINDER BANCORP, M.H.C.	* MHC Conversion * 3A1	Pathfinder Bancorp, MHC, Oswego, New York (the ?MHC?), the mutual holding company that controls Pathfinder Bank, Oswego, New York, proposes to convert to stock form. Pursuant to the conversion, the MHC and Pathfinder Bancorp, Inc., Oswego, New York, the existing mid-tier holding company of the Pathfinder Bank, will cease to exist, and Pathfinder Bank will become a wholly-owned subsidiary of Pathfinder Bancorp, Inc., Oswego, New York, a newly formed corporation, which proposes to become a bank holding company by acquiring Pathfinder Bank.	Newspaper: Federal Register:	Not available Not available

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**District: 3**

**Federal Reserve Bank of Philadelphia**

**Availability of CRA Public Evaluations**

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3616309	MONUMENT BK, DOYLESTOWN, PENNSYLVANIA	11/25/2013	05/29/2014	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 14, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
FARMERS & MERCHANTS BANCORP OF WESTERN PENNSYLVANIA, INC.	* 3A3	Application by Farmers and Merchants Bancorp of Western Pennsylvania, Inc. Kittanning, Pennsylvania to acquire 100 percent of the outstanding voting shares of Nextier, Inc., Butler, Pennsylvania, and thereby indirectly acquire Nextier Bank, NA, Butler, Pennsylvania, pursuant to Section 3(a)3 of the Bank Holding Company Act	Newspaper: Federal Register:	07/04/2014 07/07/2014
HEARTLAND BANCCORP	CIC	Notice of Change in Bank Control filed by George and Georgia Gia Bavelis, Tina Bavelis Manokas and Tasos Manokas, and Niki Bavelis Callahan, to retain 10% or more of the outstanding shares of Heartland BancCorp, thereby indirectly controlling Heartland Bank, both of Gahanna, OH	Newspaper: Federal Register:	06/24/2014 07/01/2014

**District: 4**

**Federal Reserve Bank of Cleveland**

**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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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: 5

Federal Reserve Bank of Richmond

Filings received during the week ending June 14, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST NATIONAL CORPORATION	CIC	2009 Smith Irrevocable Trust, sole trustee John Kevin King, Richmond, Virginia, to acquire up to 13.12% of voting securities of First National Corporation, Strasburg, Virginia.	Newspaper: Federal Register:	Not available 06/25/2014
INDEPENDENCE BANCSHARES, INC.	CIC	Hageman 2013 Grantor Trust, c/o J. Hope O. Hageman, sole trustee, to acquire up to 2.39% of the outstanding voting securities of Independence Bancshares, Inc., Greenville, South Carolina, through the transfer of shares from Alvin G. Hageman.	Newspaper: Federal Register:	07/01/2014 06/25/2014



**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
2742153	FIRST CAP BK, GLEN ALLEN, VIRGINIA	01/27/2014	05/22/2014	S	Large Bank

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 14, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
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: Federal Register:	Not available 08/08/2013
COMMUNITY & SOUTHERN HOLDINGS, INC.	* 3A5	Community & Southern Holdings, Inc., Atlanta, Georgia, to merge with Alliance Bancshares, Inc., and thereby acquire Alliance National Bank, both of Dalton, Georgia.	Newspaper: Federal Register:	07/13/2014 07/14/2014
GEORGIA COMMUNITY BANCORP, INCORPORATED	CIC	After-the-fact change in control notice filed by Lucie VanLandingham Beeley, Leesburg, Georgia, and Stevan Reynolds Tuck, Dawson, Georgia, to retain control of 27.50 percent of the outstanding shares of the Class B common stock of Georgia Community Bancorp, Inc., Dawson, Georgia, and its subsidiary, The Citizens State Bank of Taylor County, Reynolds, Georgia. Total pro forma ownership equals 100 percent.	Newspaper: Federal Register:	Not available 06/26/2014
HCBF HOLDING COMPANY, INC.	* 3A5	HCBF Holding Company, Inc., Fort Pierce, Florida, to merge with Highlands Independent Bancshares, Inc., and thereby acquire its subsidiary, Highlands Independent Bank, both of Sebring, Florida.	Newspaper: Federal Register:	Not available 07/14/2014
HERITAGE FINANCIAL GROUP, INC.	* 3A1	Heritage Financial Group, Inc., Albany, Georgia, to become a bank holding company by acquiring 100 percent of the outstanding shares of Alarion Financial Services, Inc., and its subsidiary, Alarion Bank, both of Ocala, Florida.	Newspaper: Federal Register:	Not available Not available

\* Subject to the provisions of the Community Reinvestment Act

**District: 6**

**Federal Reserve Bank of Atlanta**

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

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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 June 14, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST FARMERS BANK & TRUST	* 18C * Branch	First Farmers Bank & Trust, Converse, Indiana, proposes to purchase the assets and assume the liabilities of the nine branches of BMO Harris Bank, N.A., Chicago, Illinois, pursuant to section 18c of the Federal Deposit Insurance Act and thereby establish branches located at 103 West National Avenue, Brazil, Indiana; 201 West Harrison, Carlisle, Indiana; 801 Main Street, Clay City, Indiana; 11612 North U.S. 41, Farmersburg, Indiana; 12 West Mill Street, Shelburn, Indiana; 32 South Court Street, Sullivan, Indiana; 3497 South U.S. Highway 41, Terre Haute, Indiana; 340 Mall Road, Logansport, Indiana; and 1710 West Kem Road, Marion, Indiana, pursuant to section 9 of the Federal Reserve Act.	Newspaper: Federal Register:	Not available Not applicable
PAGE COUNTY FEDERAL SAVINGS ASSOCIATION	Member	Page County Federal Savings Bank, Clarinda, Iowa, to become a member of the Federal Reserve System. The bank's name will be changed to Cornerstone Bank.	Newspaper: Federal Register:	Not applicable Not applicable

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 14, 2014**

<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
590976	FINANCIAL FED BK, MEMPHIS, TENNESSEE	04/15/2013	06/03/2014	S	Int Sm Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Filings received during the week ending June 14, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FIRST AND FARMERS BANK HOLDING COMPANY, THE	CIC	Charles A. Bon, Robinson, North Dakota, and Thomas A. Bon, Fargo, North Dakota, to each acquire 25 percent or more of the shares of The First and Farmers Bank Holding Company, Portland, North Dakota, and thereby indirectly gain control of The First and Farmers Bank, Portland, North Dakota.	Newspaper: Federal Register:	Not available 06/18/2014
J & B FINANCIAL HOLDINGS, INC.	* 3A3 4c8	J & B Financial Holdings, Inc., Minneapolis, Minnesota, to acquire 100 percent of DUBOIS BankShares, Inc., Sauk Centre, Minnesota, and thereby indirectly acquire First State Bank of Sauk Centre, Sauk Centre, Minnesota. J & B Financial Holdings, Inc., Minneapolis, Minnesota, to acquire 100% of DUBOIS BankShares, Inc. d/b/a 1st State Agency, Sauk Centre, Minnesota, and thereby indirectly engage in general insurance activities in a community that has a population not exceeding 5,000.	Newspaper: Federal Register:	07/07/2014 07/07/2014
MINNWEST CORPORATION	4c8	Minnwest Corporation, Minnetonka, Minnesota, to acquire 100% of HiLine Credit Corporation, Morris, Minnesota, by merging it with and into its wholly owned nonbank subsidiary, Minnwest Finance, Inc., Minnetonka, Minnesota, and thereby engage in a permissible nonbanking activity under section 225.24 of Regulation Y.	Newspaper: Federal Register:	Not applicable 07/03/2014
MORRISTOWN HOLDING COMPANY	CIC	Change in Control Notice by Neil Anderson, Chanhassen, Minnesota, Charles Budde, Faribault, Minnesota, and David Hellmuth, Eden Prairie, Minnesota, as a group acting in concert, to acquire 25% percent or more of the shares of Morristown Holding Company, and thereby indirectly acquire Lake Country Community Bank, Morristown, Minnesota.	Newspaper: Federal Register:	Not available Not available
TIMBERLAND BANCORP	CIC	Change in control notice by Carol A. Nelson, Lake Shore, Minnesota, and Lee W. Anderson, Tower, Minnesota, to each acquire 25% or more of the shares of Timberland Bancorp, Baxter, Minnesota, and thereby indirectly control First National Bank of Buhl, Mountain Iron, Minnesota. In addition, Carol A. Nelson, Baxter, Minnesota, Doug B. Junker, Brainerd, Minnesota, and Lee W. Anderson, Tower, Minnesota, as a group acting in concert, to acquire 25% or more of the shares of Timberland Bancorp, Baxter, Minnesota.	Newspaper: Federal Register:	06/13/2014 06/11/2014

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**District: 9**

**Federal Reserve Bank of Minneapolis**

**Availability of CRA Public Evaluations**

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837653	HEARTLAND ST BK, EDGELEY, NORTH DAKOTA	02/24/2014	05/27/2014	S	Small Bank
153054	NORTHWESTERN BK, CHIPPEWA FALLS, WISCONSIN	01/27/2014	06/06/2014	O	Int Sm 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 14, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
AMERICAN HERITAGE BANK	* Branch	American Heritage Bank, Sapulpa, Oklahoma, to establish a branch at 40201 West Highway 51, Mannford, Oklahoma.	Newspaper: Federal Register:	07/03/2014 Not applicable
FCWB, INC.	* 3A1	FCWB, Inc., to become a bank holding company through the acquisition of 100 percent of the voting shares of First Capital West Bankshares, Inc., parent of Capital West Bank, all in Laramie, Wyoming.	Newspaper: Federal Register:	07/09/2014 07/03/2014
FIRST TEAM RESOURCES CORPORATION	CIC	Notification submitted by Elizabeth Lane Bitterlin, Milford, Kansas; and Chad Edward Chase, Manhattan, Kansas, as members of the Chase Family group, to acquire control of First Team Resources Corporation, Derby, Kansas, parent of Verus Bank, Derby, Kansas.	Newspaper: Federal Register:	Not available 06/27/2014
KSRS, LLC	* 3A1	KSRS, LLC, Osceola, Missouri, to become a bank holding company by acquiring 32.11 percent of the voting shares, and together with its owners and group acting in concert to acquire control of more than 50 percent, of Bancorp II, Inc., Kansas City, Missouri, parent of Citizens Community Bank, Pilot Grove, Missouri.	Newspaper: Federal Register:	Not available 07/03/2014
PLATTE VALLEY BANK	* 18C	Platte Valley Bank, Torrington, Wyoming, to purchase certain assets and assume certain liabilities of the Evansville, Wyoming branch of Buffalo Federal Bank, Buffalo, Wyoming.	Newspaper: Federal Register:	Not available Not applicable
PRAIRIE STAR BANCSHARES, INC.	CIC	Notification submitted by Prairie Star Bancshares, Inc. Revocable Trust, Michael S. Adams, trustee, Overland Park, Kansas, to acquire control of Prairie Star Bancshares, Inc., parent of Bank of the Prairie, both in Olathe, Kansas.	Newspaper: Federal Register:	Not available 07/02/2014
RCB BANK	* Branch	RCB Bank, Claremore, Oklahoma, to establish a de novo branch at 1120 Rambling Oaks Drive, Norman, Oklahoma.	Newspaper: Federal Register:	06/28/2014 Not applicable

**District: 10**

**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

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- 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
285852	FIRST OPTION BK, OSAWATOMIE, KANSAS	02/24/2014	05/27/2014	S	Small Bank
900258	OREGON TRAIL BK, GUERNSEY, WYOMING	03/03/2014	06/05/2014	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 14, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
AHB BANCSHARES, INC.	* 3A1	AHB Bancshares, Inc., Clovis, New Mexico, to become a bank holding company by acquiring 100 percent of American Heritage Bank, Clovis, New Mexico.	Newspaper: Federal Register:	05/26/2014 05/27/2014
AIM BANCSHARES, INC.	CIC	Retroactive notice of Change of Control by Kenneth D. Willmon, Lubbock, Texas, individually and as co-trustee of AIM Bancshares, Inc. 401(k) and Employee Stock Ownership Program; and Lanny B. Modawell, Marjorie Willmon, and Debra Willmon, each of Lubbock, Texas; to acquire and control greater than 25 percent of AIM Bancshares, Inc. Levelland, Texas, and indirectly AimBank, Littlefield, Texas.	Newspaper: Federal Register:	06/10/2014 06/17/2014
DIAMOND A FINANCIAL, LP	* 4c8 * 18C * Branch	Diamond A Financial, L.P., Maedgen & White, L.P., Hilltop Holdings Inc., and PlainsCapital Corporation, all of Dallas, Texas, to acquire SWS Group, Inc., and therefore indirectly, Southwest Securities, Federal Savings Bank, both of Dallas, Texas; and for PlainsCapital Bank, Dallas, Texas, to acquire by merger Southwest Securities, Federal Savings Bank, Dallas, Texas, and to further operate all the target institution's branches as branches of PlainsCapital Bank, Dallas, Texas.	Newspaper: Federal Register:	Not available 06/19/2014
LONE STAR STATE BANK OF WEST TEXAS	* Branch	Lone Star State Bank of West Texas, Lubbock, Texas, to establish a branch to be located at 1004 N. Big Spring Street, Suite 100, Midland, Texas 79701.	Newspaper: Federal Register:	06/20/2014 Not applicable
METROPLEX NORTH BANCSHARES, INC.	CIC	Notice by Robert F. Barnard, Celeste, Texas, individually, and Christopher G. Barnard and Robert F. Barnard, each of Celeste, Texas, and Bill N. Barnard, Forney, Texas, collectively, to control 25 percent or more of the shares of Metroplex North Bancshares, Inc., Celeste, Texas, and indirectly, The First Bank of Celeste, Celeste, Texas.	Newspaper: Federal Register:	Not available 06/18/2014
PLAINSCAPITAL BANK	* Branch	PlainsCapital Bank, Dallas, Texas, to establish five branches, including locations at 601 East Main Street, Alice, Texas 78332; 500 North Shoreline Boulevard, Corpus Christi, Texas 78401; 2525 Richmond Avenue, Houston, Texas 77098; 1 O'Connor Plaza, Victory, Texas 77901; and a mobile branch to serve the greater Houston area including Harris, Fort Bend, Brazoria, Galveston, Montgomery, Waller, Chambers, and Liberty Counties, Texas.	Newspaper: Federal Register:	Not available Not applicable

**District: 11**

**Federal Reserve Bank of Dallas**

**Filings received during the week ending June 14, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
SOUTHSIDE BANCSHARES, INCORPORATED	4c8	Southside Bancshares, Inc., Tyler, Texas, to acquire 100 percent of the voting shares of OmniAmerican Bancorp, Inc., Fort Worth, Texas, and thereby indirect control of OmniAmerican Bank, Fort Worth, Texas, pursuant to Section 225.28(b)(4)(ii) of Regulation Y.	Newspaper: Federal Register:	Not applicable 07/10/2014
STRATEGIC GROWTH BANK INCORPORATED	4c8	Strategic Growth Bank Incorporated and Strategic Growth Bancorp Incorporated, both of El Paso, TX, to acquire an additional 76.1 percent of the voting common stock of, for a 100 percent ownership interest in, Guardian Mortgage Company, Inc., Richardson, Texas, and thereby extend credit and service loans and engage under contract with a third party in asset management, servicing, and collection of assets pursuant to Sections 225.28(b)(1) and (b)(2)(vi), respectively, of Regulation Y and Section 4(c)(8) of the BHC Act.	Newspaper: Federal Register:	Not applicable 06/24/2014
VIEWPOINT FINANCIAL GROUP, INC.	* 3A5	ViewPoint Financial Group, Inc., Plano, Texas, to acquire by merger 100% of the outstanding common stock of LegacyTexas Group, Inc., and indirectly LegacyTexas Bank, both of Plano, Texas.	Newspaper: Federal Register:	Not available 06/09/2014

\* Subject to the provisions of the Community Reinvestment Act

**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
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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: 12**

**Federal Reserve Bank of San Francisco**

**Filings received during the week ending June 14, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CAPITAL BANK	* Branch	Capital Bank, San Juan Capistrano, California, to establish a branch to be temporary located at 740 Garden View Court, Suite 207, Encinitas, California.	Newspaper: Federal Register:	06/16/2014 Not applicable
COASTAL COMMUNITY BANK	* Branch	Coastal Community Bank, Everett, Washington, to establish a branch at 319 State Avenue in Marysville, Washington.	Newspaper: Federal Register:	Not available Not applicable
HANMI BANK	* 18C	Hanmi Bank, Los Angeles, California, to acquire United Central Bank, Garland, Texas.	Newspaper: Federal Register:	Not available Not applicable
SILICON VALLEY BANK	PWI	Silicon Valley Bank, Santa Clara, California, requesting pre-approval to make a public welfare investment in the amount of \$5 million in the California Equity Fund 2014, L.P.	Newspaper: Federal Register:	Not applicable 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

**District: 12**

**Federal Reserve Bank of San Francisco**

**Availability of CRA Public Evaluations**

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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