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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. 37*

*Week Ending September 13, 2014*

Testimony and Statements

Dodd-Frank Act Implementation -- statement by Governor Tarullo before the Senate Committee on Banking, Housing, and Urban Affairs on the Federal Reserve's activities in mitigating systemic risk and implementing the Dodd-Frank Act.

- Published, September 9, 2014

Bank Mergers

ANB Bank, Denver, Colorado -- to merge with Capital West Bank, Laramie, Wyoming, and thereby establish branches; and waiver of application for the merger of their respective parent companies, Sturm Financial Group, Inc., Denver, and First Capital West Bankshares, Inc., Laramie.

- Approved, September 11, 2014

Forms

Forms -- initial Board review to extend without revision the Interagency Bank Merger Application (FR 2070), Interagency Notice of Change in Bank Control (FR 2081a), Interagency Notice of Change in Director or Senior Executive Officer (FR 2081b), and Interagency Biographical and Financial Report (FR 2081c).

- Proposed, September 8, 2014

Forms -- initial Board review to extend with revision the Government-Administered, General-Use Prepaid Card Surveys: Issuer survey (FR 3063a) and Government survey (FR 3063b).

- Proposed, September 12, 2014

Forms -- final Board review to extend without revision the Disclosure Requirements in connection with Regulation CC implementing the Expedited Funds Availability Act.

- Approved, September 12, 2014

Personnel

Office of Board Members -- appointment of Lucretia Boyer as assistant to the Board and Rose Pianalto-Cameron as senior adviser.

- Announced, September 10, 2014

Office of Board Members -- appointment of David Reifschneider as consultant and special adviser.

- Announced, September 8, 2014

Regulations and Policies

Regulations Z (Truth in Lending) and M (Consumer Leasing) -- final rules, issued jointly with the Consumer Financial Protection Bureau, adjusting the dollar thresholds for exempt consumer credit and consumer lease transactions, in accordance with the Dodd-Frank Act.

- Approved, August 29, 2014

(A/C)

Report on Capital and Accounting Differences -- interagency report to Congress on capital and accounting differences among the federal banking agencies for 2012 and 2013.

- Approved, September 11, 2014

Report on Debit Card Data -- biennial report on the 2013 debit card market.

- Approved, September 3, 2014

(A/C)

Enforcement

Fulton Financial Corporation, Lancaster, Pennsylvania, and Lafayette Ambassador Bank, Bethlehem -- issuance of a consent cease and desist order.

- Announced, September 9, 2014

Enforcement

Portage Community Bank, Ravenna, Ohio -- issuance of a consent order of assessment of a civil money penalty.

- Announced, September 11, 2014

Settlers Bank, Marietta, Ohio -- issuance of a consent order of assessment of a civil money penalty.

- Announced, September 11, 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**

## St. Louis

BankFirst Financial Services, Macon, Mississippi -- to establish a branch at 2205-C 7th Street, Tuscaloosa, Alabama.

- Approved, September 12, 2014

## Secretary

IberiaBank, Lafayette, Louisiana -- to establish a branch at the intersection of Canal Street and North Tonti Street, New Orleans.

- Approved, September 11, 2014

## New York

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

- Approved, September 8, 2014

## Chicago

Washington State Bank, Washington, Iowa -- to establish a branch at 1708-1710 West Burlington Avenue, Fairfield.

- Approved, September 12, 2014

**Bank Holding Companies**

## San Francisco

Communities First Financial Corporation, Fresno, California -- to become a bank holding company by acquiring Fresno First Bank, Fresno.

- Approved, September 11, 2014

**Bank Holding Companies**

## Cleveland

Ohio Farmers Insurance Company, Westfield Center, Ohio, and Westfield Bancorp -- waiver of application to acquire Valley Savings Bank, Cuyahoga Falls, in connection with its merger with and into Westfield Bank, FSB, Westfield Center.

- Granted, September 10, 2014

## Atlanta

Seacoast Banking Corporation of Florida, Stuart, Florida; CapGen Capital Group III LP, New York, New York; and CapGen Capital Group III LLC -- waiver of application to merge with The BANKshares, Inc., Winter Park, Florida, and its parent companies, in connection with the merger of The BANKshares's subsidiary, BankFIRST, Winter Park, with and into Seacoast Banking Corporation's subsidiary, Seacoast National Bank, Stuart.

- Granted, September 12, 2014

**Banks, State Member**

## San Francisco

Hanmi Bank, Los Angeles, California -- to make certain public welfare investments.

- Approved, September 9, 2014

**Change in Bank Control**

## Kansas City

Astra Financial Corporation, Prairie Village, Kansas -- change in bank control of Astra Financial Corporation and its subsidiary, TriCentury Bank, Simpson.

- Permitted, September 12, 2014

**Change in Bank Control**

Kansas City

Norton Bankshares, Inc., Norton, Kansas -- change in bank control of Norton Bankshares and its subsidiary, The First State Bank, Norton.

- Permitted, September 11, 2014

**Extensions of Time**

Richmond

Potomac Bancshares, Inc., Charles Town, West Virginia -- extension to January 19, 2015, for PBI Merger Corp., Charles Town, to become a bank holding company by merging with Potomac Bancshares Inc. and thereby indirectly acquiring Bank of Charles Town.

- Granted, September 10, 2014

Chicago

QCR Holdings, Inc., Moline, Illinois -- extension to January 1, 2015, to engage in extending credit and servicing loans through a joint venture in Ruhl Mortgage, LLC, Moline.

- Granted, September 9, 2014

Atlanta

Regions Bank, Birmingham, Alabama -- extension to April 22, 2015, to make certain public welfare investments.

- Granted, September 9, 2014

Minneapolis

The Yellowstone Bank, Laurel, Montana -- extension to December 11, 2014, to purchase certain assets and assume certain liabilities of 1st Bank, Sidney, and thereby establish a branch.

- Granted, September 9, 2014

**International Operations**

Director, BS&R

JPMorgan Chase & Co., New York, New York -- waiver of the remainder of the prior-notification period for J.P. Morgan Securities plc, London, England, a subsidiary of J.P. Morgan International Finance Limited, Newark, Delaware (an Edge corporation subsidiary of JPMorgan), to join the LME Clear Limited, London.

- Granted, September 10, 2014

**Membership**

Atlanta

First Florida Bank, Destin, Florida -- to become a member of the Federal Reserve System.

- Approved, September 12, 2014

**Savings and Loan Holding Companies**

Richmond

Oconee Federal, MHC, Seneca, South Carolina, and Oconee Federal Financial Corp. -- to acquire Stephens Federal Bank, Toccoa, Georgia.

- Approved, September 9, 2014



**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending September 13, 2014**

<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 September 13, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>		
CIT GROUP INC.	* 3A3	CIT Group Inc., Livingston, New Jersey, and its direct, wholly-owned subsidiary, Carbon Merger Sub LLC, New York, New York, to acquire 100 percent of the stock of IMB HoldCo LLC, and indirectly acquire OneWest Bank, N.A., both of Pasadena, California, pursuant to Sections 3(a)(1), (2), (3) and (5) of the Bank Holding Company Act of 1956, as amended.	Newspaper:	10/10/2014	
	* 3A2		Federal Register:	09/24/2014	
	* 3A1				
	* 3A5				
ROYAL BANK OF CANADA	FBSEA	Royal Bank of Canada, Montreal, Canada, to establish a federal branch in Jersey City, New Jersey, pursuant to Section 211.24(a) of Regulation K.	Newspaper:	Not available	
			Federal Register:	Not applicable	

**District: 2**

**Federal Reserve Bank of New York**

**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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\* Subject to the provisions of the Community Reinvestment Act

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending September 13, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BENEFICIAL SAVINGS BANK, MHC	* MHC Conversion * 3A1 * 4c8	Beneficial Savings Bank MHC, Philadelphia, PA, and Beneficial Mutual Bancorp, Inc., proposes to convert to stock form and merge with Beneficial Bancorp, Inc., Philadelphia, PA, which proposes to become a bank holding company by acquiring 100 percent of Beneficial Mutual Savings Bank, Philadelphia, PA.	Newspaper: Federal Register:	09/21/2014 09/24/2014
CODORUS VALLEY BANCORP, INC.	* 4c8	Codorus Valley Bancorp, Inc., York, PA and CVLY, a newly formed Pennsylvania acquisition subsidiary, to acquire Madison Bancorp, Inc., a savings and loan holding company and thereby acquire Madison Square Federal Savings Bank, both located in Baltimore, MD.	Newspaper: Federal Register:	Not available 10/06/2014
ESSA BANCORP, INC.	* 3A1	ESSA Bancorp, Inc., Stroudsburg, PA, to convert from a savings and loan holding company to a bank holding by retaining its ownership interest in ESSA Bank & Trust Company, Stroudsburg, PA.	Newspaper: Federal Register:	Not available Not available
KEARNY MHC	* MHC Conversion	Kearny MHC, and Kearny Financial Corp., both of Kearny, NJ, proposes to convert to stock form and merge with Kearny Financial Corp., (a newly formed holding company), which proposes to become a savings and loan holding company by acquiring 100 percent of Kearny Federal Savings Bank, Kearny, NJ.	Newspaper: Federal Register:	Not available 10/09/2014
UNIVEST BANK AND TRUST CO.	* Branch	Univest Bank and Trust Co., Souderton, PA, to establish a branch office located at 15 Swamp Road, Newtown, Bucks County, PA.	Newspaper: Federal Register:	10/14/2014 Not applicable

**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 September 13, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
MW Bancorp, Inc.	* SLHC Formation	Application by MW Bancorp, Cincinnati, OH to form a savings and loan holding company by acquiring 100 percent of Mount Washington Savings Bank, Cincinnati, OH in connection with the thrift's full mutual to stock conversion	Newspaper:	Not available
			Federal Register:	Not available

**District: 4**

**Federal Reserve Bank of Cleveland**

**Availability of CRA Public Evaluations**

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

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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 September 13, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
MOUNT HOPE BANKSHARES, INC.	CIC	Mr. Benjamin M. Susman, Beckley, West Virginia, to control up to 45.79% of the voting shares of Mount Hope Bankshares, Inc., Mount Hope, West Virginia, and for Ms. Dixie L. Susman, Beckley, West Virginia, to join the previously reviewed Susman family control group.	Newspaper:	09/30/2014
			Federal Register:	Not available
SANDY SPRING BANK	* Branch	Sandy Spring Bank has submitted an application to open a branch at 7550 Wisconsin Avenue, Bethesda, Maryland.	Newspaper:	Not available
			Federal Register:	Not applicable

**District: 5**

**Federal Reserve Bank of Richmond**

**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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\* Subject to the provisions of the Community Reinvestment Act

**District: 6**

**Federal Reserve Bank of Atlanta**

**Filings received during the week ending September 13, 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
PILOT BANCSHARES, INC.	CIC	Pilot Bancshares, Inc., Tampa, Florida, after-the-fact change in control notice filed by George League Southworth, Tampa, Florida, to retain 12.36 percent of the outstanding shares of common stock of Pilot Bancshares, Inc., and its subsidiary, Pilot Bank, both of Tampa, Florida.	Newspaper: Federal Register:	Not available 09/16/2014
TOUCHMARK BANCSHARES, INC.	CIC	After-the-fact change in control notice filed by Jayendrakumar J. (J.J.) Shah; Meena J. (M.J.) Shah; 455 Trust, M.J. Shah and K.J. Parikh, trustees; 475 Trust, J.J. Shah and Shveta S. Raju, trustees; Mahendrabala J. Parikh; Asha J. Shah; Eastern Horizons Properties, LP, and its managing general partner, Eastern Horizons Management, Inc.; GCMT 17, LLC; GCMT2, LLC; DVR Trust No. 1, M.J. Shah, trustee; DVR Trust No. 2, J.J. Shah, trustee; Dinesh V. Raju; and Shveta S. Raju; all of Duluth, Georgia, to retain approximately 20.21 percent of the shares and thereby retain direct control of Touchmark Bancshares, Inc., and indirect control of Touchmark National Bank, both of Alpharetta, Georgia. Also, prior notification by the notificants listed above to acquire an additional 600,000 common shares of Touchmark Bancshares, Inc., representing additional ownership of approximately 17 percent.	Newspaper: Federal Register:	09/30/2014 09/02/2014
WB&T BANCSHARES, INC.	* 3A3	WB&T Bankshares, Inc., Waycross, Georgia, to acquire 100 percent of the outstanding shares of The Citizens Exchange Bank, Pearson, Georgia.	Newspaper: Federal Register:	09/15/2014 09/18/2014

**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 September 13, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BEN FRANKLIN FINANCIAL MHC	* MHC Conversion	Ben Franklin Financial, MHC, a federal mutual holding company, to convert to capital stock form. Ben Franklin Financial, Inc., a federal corporation, will merge with Ben Franklin Financial, MHC, both in Arlington Heights, Illinois, and will be merged into a new Maryland corporation named Ben Franklin Financial, Inc., which proposes to become a savings and loan holding company by acquiring 100 percent of the voting shares of Ben Franklin Bank of Illinois, a federal savings bank, Arlington Heights, Illinois.	Newspaper: Federal Register:	Not available Not available
OTTAWA SAVINGS BANCORP, MHC	* SLHC Acquisition	Ottawa Savings Bancorp MHC, and Ottawa Savings Bancorp, Inc., both of Ottawa, Illinois, will merge Twin Oaks Savings Bank a mutual savings bank in Marseilles, Illinois, with and into Ottawa Savings Bank FSB, Ottawa, Illinois, with Ottawa Savings Bank as the surviving institution.	Newspaper: Federal Register:	Not available 09/26/2014
WESTERN ILLINOIS BANCSHARES, INC.	CIC	Notice by Augustin S. Hart, III, Rebecca S. Hart and Broadwater Partners LP, all of Oquawka, Illinois; Douglas S. Hart of Powell, Wyoming; the general partner of Broadwaters Partnership LP, Broadwaters, Inc. of Cody, Wyoming ("GP"); the principal shareholder and President of GP, Augustin S. Hart III and three other principal shareholders of GP, Kathryn Stuart Lansing, Lake Forest, Illinois; Douglas S. Hart, Powell, Wyoming; and Harriet Heather Hart, Bozeman, Montana, to retain more than 10 percent of Western Illinois Bancshares, Inc., Monmouth, Illinois.	Newspaper: Federal Register:	08/15/2014 Not available

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Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE					

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NONE			

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**District: 8**

**Federal Reserve Bank of St. Louis**

**Filings received during the week ending September 13, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK OF THE OZARKS INC	* 3A5	Bank of the Ozarks, Inc., Little Rock, Arkansas, to merge with Intervest Bancshares Corporation, New York, New York, and thereby indirectly acquire Intervest National Bank, New York, New York.	Newspaper: Federal Register:	10/11/2014 Not available
BANK OF THE OZARKS INC	4c8	Bank of the Ozarks, Inc., Little Rock, Arkansas, to engage in lending activities, through the acquisition of 100 percent of Intervest Bancshares Corporation, New York, New York.	Newspaper: Federal Register:	Not applicable Not available
GERMANTOWN CAPITAL CORPORATION, INC.	CIC	Notice by the Lowrey family control group, to acquire 11.02 percent of Germantown Capital Corporation, Inc., Germantown, Tennessee. The Lowrey family control group consists of Jeffrey Harris Lowrey MD, Millennium Trust Company LLC, custodian for Jeffrey Lowrey, MD SEP IRA, both of Eads, Tennessee; Jennifer Lauren Watson, Louisville, Kentucky; John Allen Lowrey, James Richard Lowrey, and Nancy Kemp Lowrey, all of Fairborn, Ohio.	Newspaper: Federal Register:	09/23/2014 10/02/2014
SOUTHERN BANCORP BANK	* 18C * Branch	Southern Bancorp Bank, Arkadelphia, Arkansas, to merge with The Bank of Bolivar County, Shelby, Mississippi, and to retain the acquired facilities as branch offices.	Newspaper: Federal Register:	10/04/2014 Not applicable
SOUTHERN BANCORP, INC	* 3A5	Southern Bancorp, Inc., Arkadelphia, Arkansas, to acquire, through merger, Bolivar Banking Corporation, Shelby, Mississippi, and thereby indirectly acquire The Bank of Bolivar County, Shelby, Mississippi.	Newspaper: Federal Register:	10/04/2014 10/10/2014

**District: 8**

**Federal Reserve Bank of St. Louis**

**Availability of CRA Public Evaluations**

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Institution	Location
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**District: 9**

**Federal Reserve Bank of Minneapolis**

**Filings received during the week ending September 13, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
AUGUSTA FINANCIAL CORPORATION	CIC	The Ardath K. Solsrud 2012 Irrevocable Trust dated December 28, 2012; Glenn A. Solsrud 2012 Irrevocable Trust dated December 28, 2012; and Ardath K. Solsrud Revocable Trust Concerning Augusta Financial Corporation, all of Monona, Wisconsin; each to acquire 25 percent or more of Augusta Financial Corporation, Augusta, Wisconsin (Company), and thereby gain control of Unity Bank, Augusta, Wisconsin (Bank). Robb B. Kahl, Monona, Wisconsin is trustee of these three trusts. These three trusts to each join and Corinne Esther Solsrud, Mosinee, Wisconsin; Rachel Ann Solsrud Goodell, Augusta, Wisconsin; Gregory Arthur Solsrud, Dunwoody, Georgia; and Brian Kenneth Solsrud, North Oaks, Minnesota; to retain shares as part of the Kahl/Solsrud shareholder group acting in concert, which controls Company and indirectly controls Bank.	Newspaper: Federal Register:	08/26/2014 08/25/2014
CAPRICE CORPORATION	CIC	The Ardath K. Solsrud 2012 Irrevocable Trust dated December 28, 2012; Glenn A. Solsrud 2012 Irrevocable Trust dated December 28, 2012; and Ardath K. Solsrud Revocable Trust Concerning Caprice Corporation, all of Monona, Wisconsin; each to acquire 25 percent or more of Caprice Corporation, Augusta, Wisconsin (Company), and thereby gain control of Unity Bank North, Red Lake Falls, Minnesota (Bank). Robb B. Kahl, Monona, Wisconsin is trustee of these three trusts. These three trusts to each join and Corinne Esther Solsrud, Mosinee, Wisconsin; Rachel Ann Solsrud Goodell, Augusta, Wisconsin; Gregory Arthur Solsrud, Dunwoody, Georgia; and Brian Kenneth Solsrud, North Oaks, Minnesota; to retain shares as part of the Kahl/Solsrud shareholder group acting in concert, which controls Company and indirectly controls Bank.	Newspaper: Federal Register:	08/26/2014 08/25/2014
MACKINAC FINANCIAL CORPORATION	* 3A3 * 3A1	Mackinac Financial Corporation, Manistique, Michigan ("Mackinac") to acquire through a merger with and into a wholly-owned subsidiary of Mackinac, PFC Acquisition, LLC, Manistique, Michigan, 100 percent of Peninsula Financial Corporation, Ishpeming, Michigan and thereby indirectly acquire Peninsula Bank, Ishpeming, Michigan.	Newspaper: Federal Register:	Not available 10/02/2014

\* Subject to the provisions of the Community Reinvestment Act

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Filings received during the week ending September 13, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
MERCHANTS HOLDING COMPANY	CIC	George and Aileen McClintock Irrevocable Trust (G&A Trust), Sioux Falls, South Dakota, Jane M. Wyatt, Edina, Minnesota, individually and as a trustee of G&A Trust, and Anne D. McClintock, Medford, Massachusetts, individually and as a trustee of G&A Trust, to retain control of 25% or more of the shares of Merchants Holding Company, Sioux Falls, South Dakota, and thereby indirectly retain control of Merchants Bank, Rugby, North Dakota.	Newspaper:	09/19/2014
			Federal Register:	09/17/2014

**District: 9**

**Federal Reserve Bank of Minneapolis**

**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
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 10**

**Federal Reserve Bank of Kansas City**

**Filings received during the week ending September 13, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
WHITCORP FINANCIAL COMPANY	CIC	Notification submitted by the Jeffrey F. Whitham Revocable Trust, Patricia M. Whitham and Tyler F. Whitham, as trustees and to become members of the Whitham Control Group, all of Garden City, Kansas, to acquire control of Whitcorp Financial Company, Leoti, Kansas, parent of Western State Bank, Garden City, Kansas, and Frontier Bank, Lamar, Colorado.	Newspaper:	Not available
			Federal Register:	09/26/2014

**District: 10**

**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

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Institution	Location
NONE	

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**District: 11**

**Federal Reserve Bank of Dallas**

**Filings received during the week ending September 13, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANKCAP EQUITY FUND, LLC	* 3A3	BankCap Equity Fund LLC, BankCap Partners GP L.P., and BankCap Partners Fund I, L.P., each a registered bank holding company located in Dallas, Texas, to acquire up to 24.9 percent of voting shares of Silvergate Capital Corporation, La Jolla, California, indirectly through BankCap Partners Opportunity Fund, L.P., Dallas, Texas. Silvergate Capital Corporation is the parent company of Silvergate Bank, also of La Jolla, California.	Newspaper: Federal Register:	Not available Not available
CATAHOULA HOLDING COMPANY	* 3A3	Catahoula Holding Company, Jonesville, Louisiana, to acquire 100 percent of JBI Financial Corporation, Jena, Louisiana, and indirectly, Bank of Jena, Jena, Louisiana.	Newspaper: Federal Register:	Not available 09/12/2014
CENTRAL BANK	Member	Central Bank, Houston, Texas, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable
COMERICA BANK	* Branch	Comerica Bank, Dallas, Texas, to establish a branch at 7525 West Thunderbird Road, Peoria, Arizona 85381.	Newspaper: Federal Register:	Not available Not applicable
FIRST BANK & TRUST	* 18C * Branch	First Bank & Trust, Seymour, Texas, to acquire by merger its affiliate banks, First Bank, Whitney, Texas; Memphis State Bank, Memphis, Texas; and Citizens State Bank, Princeton, Texas; and to establish the existing six banking offices of the three affiliates as branches.	Newspaper: Federal Register:	Not available Not applicable
NORTHSTAR BANK OF TEXAS	* 18C * Branch	Northstar Bank of Texas, Denton, Texas, proposes to acquire through merger its affiliate Community Bank, Fort Worth, Texas, and to establish the existing 10 locations of Community Bank as branches.	Newspaper: Federal Register:	Not available Not applicable
TEXAS REGIONAL BANK	Member	Texas Regional Bank, Harlingen, Texas, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable

**District: 11**

**Federal Reserve Bank of Dallas**

**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: 12**

**Federal Reserve Bank of San Francisco**

**Filings received during the week ending September 13, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
NHB HOLDINGS, INC.	CIC	Brink Investments, Christina Ann Fink, Orlando, Florida, Robert Thomas Fink, Fayetteville, Arkansas, and Timothy Russell Brose, St. Petersburg, Florida, for approval to retain over 10 percent of the voting shares of NHB Holdings, Inc., which owns Proficio Bank, both of Cottonwood Heights, Utah.	Newspaper: Federal Register:	07/15/2014 Not available
SEACOAST COMMERCE BANC HOLDINGS	* 3A1	Seacoast Commerce Banc Holdings to become a bank holding company by acquiring 100 percent of Seacoast Commerce Bank, both of San Diego, California.	Newspaper: Federal Register:	09/15/2014 Not available
TAB Bank Holdings, Inc.	* 3A1	TAB Bank Holdings, Inc., Salt Lake City, Utah, to become a bank holding company by acquiring 100 percent of Transportation Alliance Bank, Inc., DBA TAB Bank, Ogden, Utah, upon its conversion from an industrial bank to a commercial bank.	Newspaper: Federal Register:	Not available 10/09/2014
TFB BANCORP, INC.	3A1	TFB Bancorp, Inc., to become a bank holding company by acquiring 100 percent of The Foothills Bank, both of Yuma, Arizona.	Newspaper: Federal Register:	Not applicable Not applicable

\* Subject to the provisions of the Community Reinvestment Act



**District: 12**

**Federal Reserve Bank of San Francisco**

**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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\* Subject to the provisions of the Community Reinvestment Act