

---

**Federal Reserve Release**

---



*H.2*

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

*No. 39*

*Week Ending September 27, 2014*

Bank Branches, Domestic

Regions Bank, Birmingham, Alabama -- to establish a branch at the intersection of West Lake Houston Parkway and Magnolia Cove, Kingwood, Texas.

- Approved, September 25, 2014

Forms

Forms -- final Board review to extend with revision the Application for Employment with the Board of Governors of the Federal Reserve System (FR 28) and to extend without revision the Compensation and Salary Surveys (FR 29a,b), Ongoing Intermittent Survey of Households (FR 3016), and Recordkeeping Requirements Associated with the Real Estate Lending Standards Regulation for State Member Banks (Reg H-5).

- Approved, September 25, 2014

Forms -- final Board review to extend with revision the Capital Assessments and Stress Testing information collection (FR Y-14A/Q/M).

- Approved, September 25, 2014

Enforcement

West Pointe Bancshares, Inc., Oshkosh, Wisconsin -- written agreement issued July 15, 2011, terminated September 23, 2014.

- Announced, September 25, 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**

## Richmond

Bank of Lancaster, Kilmarnock, Virginia -- to establish a branch at 5711 Patterson Avenue, Richmond.

- Approved, September 24, 2014

**Bank Holding Companies**

## Boston

Beverly Financial, Inc., Beverly, Massachusetts -- to acquire Beverly Bank, Beverly, in connection with the conversion of Beverly Financial, MHC, from mutual to stock form.

- Withdrawn, September 19, 2014

(A/C)

## Cleveland

CB Financial Services, Inc., Carmichaels, Pennsylvania -- waiver of application to acquire FedFirst Financial Corporation, Monessen, in connection with the merger of their respective subsidiaries, Community Bank, Carmichaels, and First Federal Savings Bank, Monessen.

- Granted, September 24, 2014

## Richmond

Eastern Virginia Bankshares, Inc., Tappahannock, Virginia -- to acquire Virginia Company Bank, Newport News, and for Eastern Virginia Bankshares' subsidiary, EVB, Tappahannock, to merge with Virginia Company Bank.

- Approved, September 26, 2014

**Bank Holding Companies**

Cleveland

Forcht Bancorp, Inc., Corbin, Kentucky -- waiver of application to acquire Grant County Bancorp, Inc., Williamstown, in connection with the merger of their respective subsidiaries, Forcht Bank, N.A., Lexington, and Grant County Deposit Bank, Williamstown.

- Granted, September 24, 2014

St. Louis

The McGehee Bank Employee Stock Ownership Plan, McGehee, Arkansas -- to acquire additional shares of Southeast Financial Bankstock Corporation, McGehee, and thereby increase its indirect control of McGehee Bank.

- Approved, September 24, 2014

Atlanta

Saint Martin Bancshares, Inc., St. Martinville, Louisiana -- waiver of application to acquire CPB Bancshares, Inc., Church Point, in connection with the merger of their respective subsidiaries, Saint Martin Bank and Trust Company, St. Martinville, and Church Point Bank and Trust Company, Church Point.

- Granted, September 25, 2014

Atlanta

WB&T Bankshares, Inc., Waycross, Georgia -- to acquire The Citizens Exchange Bank, Pearson.

- Approved, September 25, 2014

**Bank Mergers**

Dallas

First Bank & Trust, Seymour, Texas -- to acquire by merger its affiliate banks, First Bank, Whitney; Memphis State Bank, Memphis; and Citizens State Bank, Princeton; and to establish branches at the offices of the affiliate banks.

- Approved, September 24, 2014

**Bank Premises**

Chicago

Port Byron State Bank, Port Byron, Illinois -- to increase its investment in bank premises.

- Withdrawn, September 25, 2014

**Banks, State Member**

San Francisco

East West Bank, Pasadena, California -- to make certain public welfare investments.

- Approved, September 23, 2014

**Change in Bank Control**

Atlanta

Jones Bancshares, L.P., Waycross, Georgia -- to retain control of Jones Bancshares, L.P. and its subsidiary, PrimeSouth Bank, Blackshear.

- Permitted, September 22, 2014

Chicago

Spring Bancorp, Inc., Springfield, Illinois -- to retain control of Spring Bancorp and its subsidiary, Bank of Springfield, Springfield.

- Permitted, September 26, 2014

**Extensions of Time**

**Kansas City**

First Northern Bank of Wyoming, Buffalo, Wyoming -- extension to January 10, 2015, to establish a branch at 200 South Kendrick Avenue, Gillette.

- Granted, September 24, 2014

**Richmond**

Macon Bancorp, Franklin, North Carolina -- extension to October 25, 2014, for Entegra Financial Corp., Franklin, to become a bank holding company by acquiring Macon Bancorp and thereby indirectly acquiring control of Macon Bank, Inc.

- Granted, September 23, 2014

**General Counsel**

Smith Associated Banking Corporation (SABCO), Hot Springs, Arkansas -- extension of a voting trust agreement.

- Granted, September 23, 2014

**Membership**

**Kansas City**

Bank SNB, National Association (to be known as Bank SNB), Stillwater, Oklahoma -- to retain membership in the Federal Reserve System on conversion from a national to a state charter.

- Approved, September 24, 2014

**Dallas**

Central Bank, Houston, Texas -- to become a member of the Federal Reserve System.

- Approved, September 26, 2014

**Membership**

San Francisco

Friendly Hills Bank, Whittier, California -- to become a member of the Federal Reserve System.

- Approved, September 26, 2014

Dallas

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

- Approved, September 23, 2014

Cleveland

Liberty Bank, Ironton, Ohio -- to become a member of the Federal Reserve System.

- Withdrawn, September 26, 2014

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending September 27, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
STATE STREET BANK AND TRUST COMPANY	PWI	State Street Bank and Trust Company, Boston, Massachusetts, seeks prior approval for a public welfare investment of up to \$55 million in CREA Corporate Tax Credit Fund 41, LLC. ("CREA 41") pursuant to section 208.22(d) of Regulation H.	Newspaper: Federal Register:	Not applicable Not applicable
STATE STREET BANK AND TRUST COMPANY	PWI	State Street Bank and Trust Company, Boston, Massachusetts, seeks prior approval for a public welfare investment of up to \$55 million in Alliant Tax Credit Fund 80, LTD. (Alliant 80)pursuant to section 208.22(d) of Regulation H.	Newspaper: Federal Register:	Not applicable Not applicable



**District: 1**

**Federal Reserve Bank of Boston**

**Availability of CRA Public Evaluations**

---

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

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

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

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

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

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

---

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
---------	------------------------	-----------	-----------------	------------	-------------

---

NONE

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

Institution	Location
-------------	----------

---

NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 2**

**Federal Reserve Bank of New York**

**Filings received during the week ending September 27, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
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**

---

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: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending September 27, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
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

\* Subject to the provisions of the Community Reinvestment Act

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Availability of CRA Public Evaluations**

---

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

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

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

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

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

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

---

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

---

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

---

District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending September 27, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
CORTLAND SAVINGS AND BANKING COMPANY, THE	* Branch	Application by The Cortland Savings and Banking Company, Cortland, OH to establish a branch at 3615 Boardman Canton Road, Canfield, OH.	Newspaper: Federal Register:	Not available Not applicable
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: Federal Register:	Not available 10/20/2014
RICHWOOD BANKING COMPANY, INC., THE	Premises	Request by The Richwood Banking Company, Richwood, OH for permission to exceed its limit of investment in premises as detailed in Section 208.21 of Regulation H and Section 24A of the Federal Reserve Act.	Newspaper: Federal Register:	Not applicable Not applicable

**District: 4**

**Federal Reserve Bank of Cleveland**

**Availability of CRA Public Evaluations**

---

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

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

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

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

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

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

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 5**

**Federal Reserve Bank of Richmond**

**Filings received during the week ending September 27, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK OF AMERICA, NATIONAL ASSOCIATION	Investment	Bank of America, N.A., Charlotte, North Carolina, to establish a new foreign bank subsidiary, Bank of America (China) Limited, Shanghai, China.	Newspaper: Federal Register:	Not applicable Not applicable
BAY BANCORP, INC.	CIC	EREF-MP Alpha, LLC; East Rock Endowment Fund, L.P.; East Rock Capital, LLC; East Rock Capital GP, LLC; D Partners Management, LLC; Shapiro Partners Management, LLC; Graham Duncan and Adam Shapiro, all located in New York, New York; and MP Alpha Holdings LLLP, Miami, Florida, to retain a 14.96% ownership interest in Bay Bancorp, Inc., Columbia, Maryland.	Newspaper: Federal Register:	Not available 10/16/2014
KS BANCORP, INC.	CIC	Harold T. Keen, Four Oaks, North Carolina, to individually control 10.00% of KS Bancorp, Inc., Smithfield, North Carolina, and together with the Barbara A. Keen, Four Oaks, North Carolina, Matthew Keen, Annapolis, Maryland, and Catherine Keen Hock, Greensboro, North Carolina, as a group acting in concert, to control 12.22% of KS Bancorp, Inc.	Newspaper: Federal Register:	Not available 10/14/2014
MB BANCORP, INC.	* SLHC Formation	MB Bancorp, Inc., Forest Hill, Maryland, to become a savings and loan holding company through the acquisition of 100% of the voting securities of Madison Bank of Maryland, Forest Hill, Maryland, in connection with its conversion from a mutual to stock form.	Newspaper: Federal Register:	10/17/2014 10/17/2014
SANDY SPRING BANK	* Branch	Sandy Spring Bank has submitted an application to open a branch at 7550 Wisconsin Avenue, Bethesda, Maryland.	Newspaper: Federal Register:	Not available Not applicable



**District: 5**

**Federal Reserve Bank of Richmond**

**Availability of CRA Public Evaluations**

---

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

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

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

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

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

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

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 6**

**Federal Reserve Bank of Atlanta**

**Filings received during the week ending September 27, 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
STATE BANK FINANCIAL CORPORATION	* 3A5	State Bank Financial Corporation, Atlanta, Georgia, to merge with Georgia-Carolina Bancshares, Inc., and thereby acquire its subsidiary, First Bank of Georgia, both of Augusta, Georgia.	Newspaper: Federal Register:	10/26/2014 10/24/2014

\* Subject to the provisions of the Community Reinvestment Act

**District: 6**

**Federal Reserve Bank of Atlanta**

**Availability of CRA Public Evaluations**

---

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

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

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

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

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

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

---

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

---

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

---

\* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending September 27, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
BEN FRANKLIN FINANCIAL MHC	* MHC Conversion	Ben Franklin Financial, MHC, Arlington Heights, Illinois, to convert to stock form and merge with and into Ben Franklin Financial, Inc., Arlington Heights, Illinois. In connection with this application, Ben Franklin Financial, Inc. will be merged into a de novo corporation named Ben Franklin Financial, Inc., a Maryland Corporation, which has applied to become a savings and loan holding company by acquiring 100 percent of the voting shares of Ben Franklin Bank of Illinois, Arlington Heights, Illinois.	Newspaper: Federal Register:	Not available 10/17/2014
NORTHWOOD FINANCIAL SERVICES CORPORATION	CIC	Notice by The Paulson 2014 Trust, Mason City, Iowa, the trustees are Kirk S. Paulson, Mason City, Iowa, Sarah C. Walter, Kingsport, Tennessee, Kris S. Paulson, Mason City, Iowa, and Dean A. Moretz, Northwood, Iowa, and the Paulson 2014 Trust together with Kirk S. Paulson, Sarah C. Walter and Kris S. Paulson acting in concert as a family control group to control 100 percent of the voting shares of Northwood Financial Services Corporation, Northwood, Iowa, and thereby indirectly NSB Bank, Mason City, Iowa.	Newspaper: Federal Register:	Not available 10/17/2014
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
PORT BYRON STATE BANK	Premises	Port Byron State Bank, Port Byron, Illinois, proposes to invest an additional \$30,000 in bank premises, pursuant to Section 24A of the Federal Reserve Act.	Newspaper: Federal Register:	Not applicable Not applicable
TALMER BANCORP INC.	* 3A5	Talmer Bancorp, Inc., Troy, Michigan, to acquire First Huron Corporation, Bad Axe, Michigan, and thereby indirectly acquire Signature Bank, Bad Axe, Michigan, pursuant to section 3(a)(5) of the Bank Holding Company Act.	Newspaper: Federal Register:	Not available 10/27/2014
WESTERN ILLINOIS BANCSHARES, INC.	CIC	Notice by Augustin S. Hart, Ill, 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

\* Subject to the provisions of the Community Reinvestment Act

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending September 27, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
--------------	--------------------	------------------------	------------------------------

---

**District: 7**

**Federal Reserve Bank of Chicago**

**Availability of CRA Public Evaluations**

---

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

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

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

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

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

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

---

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

---

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

---

\* Subject to the provisions of the Community Reinvestment Act

**District: 8**

**Federal Reserve Bank of St. Louis**

**Filings received during the week ending September 27, 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 Interwest Bancshares Corporation, New York, New York, and thereby indirectly acquire Interwest National Bank, New York, New York.	Newspaper: Federal Register:	10/12/2014 10/14/2014
CENTRAL BANCOMPANY, INC	* 3A3	Central Bancompany, Inc., Jefferson City, Missouri, and its subsidiary bank holding company, First National Bancor, Inc., Lee's Summit, Missouri, to indirectly acquire 100 percent of Douglas County Bank, Lawrence, Kansas.	Newspaper: Federal Register:	10/26/2014 10/20/2014
FIRST ALLIANCE BANCSHARES, INC.	CIC	Notice by Tyrone A. Burroughs, Germantown, Tennessee, individually and as part of a family control group to retain control of First Alliance Bancshares, Inc., Cordova, Tennessee. The family control group consists of Tyrone A. Burroughs, Nelda F. Burroughs, and Burroughs Investment Group, all of Germantown, Tennessee; and Melanie B. Cole, Williamsburg, Virginia.	Newspaper: Federal Register:	10/14/2014 10/09/2014
STIFEL BANK AND TRUST	Member	Stifel Bank & Trust, St. Louis, Missouri, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable

**District: 8**

**Federal Reserve Bank of St. Louis**

**Availability of CRA Public Evaluations**

---

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

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

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

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

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

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

---

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

---

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

---

\* Subject to the provisions of the Community Reinvestment Act



**District: 9****Federal Reserve Bank of Minneapolis****Filings received during the week ending September 27, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
MACKINAC FINANCIAL CORPORATION	* 3A3	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:	09/22/2014
	* 3A1		Federal Register:	10/02/2014
NORTHFIELD BANCSHARES, INC.	CIC	James C. Hays, Miami Beach, Florida, individually and as part of a group acting in concert consisting of Barlow Banking Corporation, Iowa Falls, Iowa, John R. Barlow, Mound, Minnesota, the John R. Barlow IRA, Mound, Minnesota, William L. Mershon, Miami Beach, Florida, Stephen T. Lerum, Hamel, Minnesota, and Howard B. Wenger, Iowa Falls, Iowa, to acquire voting shares of Northfield Bancshares, Inc., Northfield, Minnesota, and thereby indirectly gain control of Community Resource Bank, Northfield, Minnesota.	Newspaper:	Not available
			Federal Register:	10/02/2014

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Availability of CRA Public Evaluations**

---

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

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

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

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

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

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

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 10**

**Federal Reserve Bank of Kansas City**

**Filings received during the week ending September 27, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK SNB, NATIONAL ASSOCIATION	Member	Bank SNB, National Association, (to be known as Bank SNB), Stillwater, Oklahoma, to retain its membership in the Federal Reserve System following its conversion from a national to a state charter.	Newspaper: Federal Register:	Not applicable Not applicable
CORNERSTONE ALLIANCE, LTD.	CIC	Notification submitted by Robert Craig Duncan and Diana H. Duncan Revocable Trust, R. Craig Duncan and Diana H. Duncan as trustees, all of Winfield, Kansas; Robert E. Duncan Revocable Trust, R. Craig Duncan, as trustee, both of Winfield, Kansas; the Dana James Revocable Trust, Dana James Duncan, as trustee, both of Dallas, Texas; Jane Gary Duncan Revocable Trust, Jane Gary Duncan, as Trustee, both of Winfield, Kansas; George Duncan and Adrianna Duncan, both of Santa Fe, New Mexico; Spencer Duncan and Tessa Duncan, both of Wichita, Kansas; and Taylor Duncan and Tara Duncan, both of Winfield, Kansas, all as members of the R. Craig Duncan Family Group, to retain control of Cornerstone Alliance, Ltd, parent of CornerBank, both of Winfield, Kansas.	Newspaper: Federal Register:	Not available 10/10/2014
ELK COUNTY BANKSHARES, INC.	CIC	Notification submitted by the Kathryn J. Kelly, Severy, Kansas, as co-trustee of the E. Eugene Kelly Special Trust, to retain control of Elk County Bankshares, Inc., parent of Howard State Bank, both of Howard, Kansas.	Newspaper: Federal Register:	Not available 10/07/2014
GRAFF FAMILY, INC.	CIC	Notification submitted by P. Mark Graff, McCook, Nebraska; and Mary C. Graff, Clarendon Heights, Illinois; in their individual capacities and as co-trustees of the Peter M. Graff Qualified Marital Trust (the Trust), McCook, Nebraska; Scott A. Thomas, Mendota Heights, Minnesota, as co-trustee of the Trust; and the Trust, to acquire control of Graff Family, Inc., parent of MNB Financial Group, Inc., which controls McCook National Bank, all of McCook, Nebraska.	Newspaper: Federal Register:	10/09/2014 10/09/2014
METCALF BANK	* 18C * Branch	Metcalf Bank, Lee's Summit, Missouri, to merge with Douglas County Bank, Lawrence, Kansas, and incident thereto to establish 7 branches in Lawrence, Kansas and a branch in Eudora, Kansas.	Newspaper: Federal Register:	Not available Not applicable
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: Federal Register:	Not available 09/26/2014

\* Subject to the provisions of the Community Reinvestment Act

**District: 10**

**Federal Reserve Bank of Kansas City**

**Filings received during the week ending September 27, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
--------------	--------------------	------------------------	------------------------------

---

**District: 10**

**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

---

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

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

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

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

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

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

---

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

---

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

---

\* Subject to the provisions of the Community Reinvestment Act

**District: 11**

**Federal Reserve Bank of Dallas**

**Filings received during the week ending September 27, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
ABCT HOLDINGS, INC.	CIC	Notice by Benjy Marc Bauer, Waco, Texas; Elizabeth Theresa Bauer, Waco, Texas; Jacob Kopple Bauer, Waco, Texas; Simone Heyman Bauer, Waco, Texas; Rana Sue Bauer, Austin, Texas; Jacqueline Kalize Bauer, Woodway, Texas; and Eric Kandon Bauer, Dallas, Texas, collectively a group acting in concert, to acquire and control 10 percent or more of ABCT Holdings, Inc., Waco, Texas, and indirectly, Alliance Bank Central Texas, Waco, Texas.	Newspaper: Federal Register:	Not available Not available
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:	10/01/2014 10/06/2014
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
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
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
PLAINS BANCORP, INC.	4c8	Prior Notice by Plains Bancorp, Inc., Dimmitt, Texas, to engage de novo in extending credit and servicing loans pursuant to section 225.28(b)(1) of Regulation Y.	Newspaper: Federal Register:	Not applicable 10/07/2014

**District: 11**

**Federal Reserve Bank of Dallas**

**Availability of CRA Public Evaluations**

---

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

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

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

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

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

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

---

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

---

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

---

\* Subject to the provisions of the Community Reinvestment Act

**District: 12****Federal Reserve Bank of San Francisco****Filings received during the week ending September 27, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK OF HAWAII	PWI	Bank of Hawaii, Honolulu, Hawaii, proposes to make two public welfare investments of \$8.0 million each in HHF Equity Fund IX, LLC, and in HHF Equity Fund X, LLC.	Newspaper: Federal Register:	Not applicable Not applicable
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
OAK VALLEY COMMUNITY BANK	* Branch	Oak Valley Community Bank, Oakdale, California, to establish a branch office at 85 Mono Way, Sonora, California.	Newspaper: Federal Register:	10/03/2014 Not applicable
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



**District: 12**

**Federal Reserve Bank of San Francisco**

**Availability of CRA Public Evaluations**

---

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

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

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

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

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

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

---

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

---

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

---

\* Subject to the provisions of the Community Reinvestment Act