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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. 6*

*Week Ending February 7, 2015*

Bank Holding Companies

CIT Group, Inc., Livingston, New Jersey -- interagency notice of public meeting in Los Angeles on February 26, 2015, on the proposal to acquire IMB Holdco LLC, Pasadena, California, and its subsidiary, OneWest Bank, National Association, and to merge CIT Bank, Salt Lake City, Utah, with and into OneWest Bank; and extension of the public comment period through February 26, 2015.

- Approved, February 6, 2015

Forms

Forms -- initial Board review to extend without revision the Recordkeeping Requirements Associated with Real Estate Appraisal Standards for Federally Related Transactions Pursuant to Regulations H and Y (FR H-4) and to implement the Federal Reserve Board Public Website Usability Survey (FR 3076).

- Proposed, February 6, 2015

Monetary and Financial Policy

Term Deposit Facility -- floating-rate offering of 21-day term deposits with an early withdrawal feature, same-day settlement, and a maximum tender amount of \$20 billion on February 5, 2015.

- Announced, February 4, 2015

Regulations and Policies

Regulatory Burden Reduction -- publication for comment of the second in a series of interagency notices on potential areas for regulatory burden relief for insured depository institutions, as required by the Economic Growth and Regulatory Paperwork Reduction Act.

- Approved, February 6, 2015

Enforcement

FNB Bancorp, Layton, Utah -- written agreement issued March 3, 2010, terminated February 3, 2015.

- Announced, February 5, 2015

**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 the James, Lynchburg, Virginia -- to establish a branch at 1391 South High Street, Harrisonburg.

- Approved, February 4, 2015

## Kansas City

Citizens Security Bank & Trust Company, Bixby, Oklahoma -- to establish a branch at 14001 McAuley Boulevard, Oklahoma City.

- Approved, February 6, 2015

## San Francisco

Commonwealth Business Bank, Los Angeles, California -- to establish a branch at 6041 Beach Boulevard, Buena Park.

- Approved, February 4, 2015

## Richmond

First Sentinel Bank, Richlands, Virginia -- to establish a branch at 1105 North Fourth Street, Wytheville.

- Approved, February 3, 2015

**Bank Holding Companies**

## New York

The Adirondack Trust Company Employee Stock Ownership Trust, Saratoga Springs, New York -- to acquire additional shares of 473 Broadway Holding Corporation, Saratoga Springs, and of The Adirondack Trust Company.

- Approved, February 3, 2015

**Bank Holding Companies**

Atlanta

Citizens Bancorp Investment, Inc., Lafayette, Tennessee -- to acquire and merge with TraCorp, Inc., Tullahoma, and thereby acquire its subsidiary, Traders Bank.

- Approved, February 2, 2015

Cleveland

First Citizens Banc Corp, Sandusky, Ohio -- to acquire TCNB Financial Corp., Dayton, and for TCNB's subsidiary, The Citizens National Bank of Southwestern Ohio, to merge with and into The Citizens Banking Company (renamed Civista Bank), Sandusky.

- Approved, February 2, 2015

St. Louis

FNB Barry Bancorp, Inc., Barry, Illinois -- to become a bank holding company by acquiring shares of First National Bank of Barry, Barry.

- Returned, February 5, 2015

Minneapolis

HF Financial Corp., Sioux Falls, South Dakota -- to become a bank holding company through the conversion of its savings bank subsidiary, Home Federal Bank, Sioux Falls, to a state-chartered bank.

- Approved, February 6, 2015

Richmond

Live Oak Bancshares, Inc., Wilmington, North Carolina -- to increase its ownership of 504 Fund Advisors, LLC, Wilmington.

- Approved, February 2, 2015

**Bank Holding Companies**

Philadelphia

Mid Penn Bancorp, Inc., Millersburg, Pennsylvania -- waiver of application to acquire Phoenix Bancorp, Inc., Minersville, in connection with the merger of their respective subsidiaries, Mid Penn Bank, Millersburg, and Miners Bank, Minersville.

- Granted, February 2, 2015

San Francisco

Pacific Continental Corporation, Eugene, Oregon -- waiver of application to indirectly acquire Capital Pacific Bank, Portland, through merger with its parent holding company, Capital Pacific Bancorp, in connection with the merger of Capital Pacific Bank with and into Pacific Continental Bank, Eugene.

- Granted, February 5, 2015

**Bank Mergers**

Chicago

First Farmers Bank & Trust, Converse, Indiana -- to merge with United Community Bank, Oakwood, Illinois, and thereby establish two branches.

- Approved, February 3, 2015

Chicago

First Farmers Bank & Trust, Converse, Indiana -- to merge with Community Bank, Hoopston, Illinois, and thereby establish two branches.

- Approved, February 3, 2015

Secretary

Greenfield Co-operative Bank, Greenfield, Massachusetts -- to merge with The Northampton Co-operative Bank, Northampton, and thereby establish branches.

- Approved, February 6, 2015

**Banks, Foreign**

New York

Korea Exchange Bank, Seoul, South Korea -- to establish an agency in New York, New York.

- Withdrawn, February 6, 2015

**Banks, State Member**

Director, BS&R

SunTrust Bank, Atlanta, Georgia -- to make certain public welfare investments.

- Approved, February 6, 2015

**Change in Bank Control**

Kansas City

Lead Financial Group, Inc., Garden City, Missouri -- change in bank control of Lead Financial Group, Inc. and its subsidiary, Lead Bank, Garden City.

- Permitted, February 3, 2015

Atlanta

Upper Cumberland Bancshares, Inc., Byrdstown, Tennessee -- change in bank control of Upper Cumberland Bancshares, Inc. and its subsidiary, People's Bank and Trust Company of Pickett County, Byrdstown.

- Withdrawn, February 5, 2015

Richmond

Village Bank and Trust Financial Corp., Midlothian, Virginia -- change in bank control of Village Bank and Trust Financial Corp. and its subsidiary, Village Bank, Midlothian.

- Permitted, February 4, 2015

**Membership**

Minneapolis

North American Banking Company, Roseville, Minnesota -- to become a member of the Federal Reserve System.

- Approved, February 6, 2015

Atlanta

Professional Bank, Coral Gables, Florida -- to become a member of the Federal Reserve System.

- Approved, February 6, 2015

**Savings and Loan Holding Companies**

Atlanta

Seminole Bancorp, Inc., Hollywood, Florida -- to become a savings and loan holding company by acquiring Mackinac Savings Bank, F.S.B., Boynton Beach.

- Withdrawn, February 2, 2015



**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending February 7, 2015**

<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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
672573	PROFILE BK, ROCHESTER, NEW HAMPSHIRE	10/27/2014	01/28/2014	O	Small Bank
627407	SOUTHBRIDGE SVG BK, SOUTHBRIDGE, MASSACHUSETTS	09/29/2014	01/22/2014	S	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: 2****Federal Reserve Bank of New York****Filings received during the week ending February 7, 2015**

<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:	02/26/2015	
	* 3A1				
	* 3A5				
MIZUHO BANK (USA)	* Branch	Mizuho Bank (USA), New York, New York, to establish a branch office at 320 Park Avenue, New York, New York.	Newspaper:	Not available	
			Federal Register:	Not applicable	
MIZUHO BANK, LTD.	FBSEA	Mizuho Bank, Ltd., Tokyo, Japan to establish an additional branch office in New York, New York, pursuant to Section 211.24(a)(2)(i)(A) of Regulation K.	Newspaper:	Not available	
			Federal Register:	Not applicable	
ORANGE COUNTY TRUST COMPANY	* Branch	Orange County Trust Company, Middletown, New York, to establish a branch office located at 50 Main Street, White Plains, New York.	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 February 7, 2015**

<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 03/06/2015

**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 February 7, 2015**

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

**District: 4**

**Federal Reserve Bank of Cleveland**

**Availability of CRA Public Evaluations**

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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 February 7, 2015**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK OF LANCASTER	* Branch	Bank of Lancaster, Kilmarnock, Virginia, to establish a branch at 11450 Robious Road, North Chesterfield, Virginia.	Newspaper:	02/16/2015
			Federal Register:	Not applicable

**District: 5**

**Federal Reserve Bank of Richmond**

**Availability of CRA Public Evaluations**

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

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 6**

**Federal Reserve Bank of Atlanta**

**Filings received during the week ending February 7, 2015**

<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
INTERCAM BANCO, S.A.	FBSEA	Intercam Banco, S.A., Mexico, D.F., Mexico, Institucion de Banco Multiple, to establish an agency in Miami, Florida.	Newspaper: Federal Register:	Not available Not applicable
LOUISIANA BANCORP, INC.	CIC	Prior change of control notice filed by Louisiana Bancorp, Inc. Employee Stock Ownership Plan (ESOP), and Carolyn Marie Fink, the proposed trustee of the ESOP, both of Metairie, Louisiana, for permission to vote approximately 18.56 percent of the shares and to acquire additional shares not to exceed 24.9 percent of the shares and thereby control of Louisiana Bancorp, Inc. and its subsidiary, Bank of New Orleans, both of Metairie, Louisiana.	Newspaper: Federal Register:	Not available 12/05/2014
MIDCOUNTRY FINANCIAL CORP	CIC	Prior change in control notice filed by James L. Clayton, Knoxville, Tennessee, acting individually, and in concert with a control group, which consists of Flynt Griffin, Coral Gables, Florida; and BF3 LP, Knoxville, Tennessee; and with Karen Davis, Scottsdale, Arizona; Kevin Clayton, Knoxville, Tennessee; Amy M. Stevens, John?s Island, South Carolina; James Clayton, Jr., Knoxville, Tennessee; BF3 Management, LLC, Knoxville, Tennessee; and the Clayton Family Trust and its trustee, Mark Freeman, both of Knoxville, Tennessee, as controlling partners of BF3 LP, to acquire 10 percent or more of the outstanding shares of MidCountry Financial Corp., Macon, Georgia, and its subsidiary, MidCountry Bank, Marion, Illinois.	Newspaper: Federal Register:	Not available 02/26/2015
SEVIER COUNTY BANCSHARES, INC.	CIC	Prior change in control notice filed by Financial Junk LLC, Spence Limited LP, Spence Limited II LP, and John Spence, all of Blakely, Georgia; to collectively control more than 10 percent of the outstanding shares of Sevier County Bancshares, Inc., and its subsidiary, Sevier County Bank, both of Sevierville, Tennessee.	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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697633	COMPASS BK, BIRMINGHAM, ALABAMA	10/21/2013	02/05/2015	NI	Large Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending February 7, 2015**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CB EDINBURG HOLDINGS, INC.	* 3A1	CB Edinburg Holdings, Inc., Edinburg, Illinois, to become a bank holding company by acquiring 100 percent of Citizens Bank of Edinburg, Edinburg, Illinois.	Newspaper: Federal Register:	02/18/2015 02/12/2015
CENTRAL STATE BANK	* 18C * 3A3 * Branch	Central Bancshares, Inc., Muscatine, Iowa, to acquire 100 percent of Buffalo Prairie State Bank, Buffalo Prairie, Illinois, and simultaneously merge Buffalo Prairie State Bank with and into Central Bancshares, Inc.'s wholly-owned bank, Central State Bank, Muscatine, Iowa. As a result of the merger, Central State Bank will establish a branch office at 20228 183rd Avenue West, Buffalo Prairie, Illinois.	Newspaper: Federal Register:	Not available 02/20/2015
FIRST INDEPENDENCE CORPORATION	CIC	Gregory Jackson, Detroit, Michigan, individually, and together as a group acting in concert with Roy S. Roberts, Bloomfield Hills, Michigan, to acquire 25 percent or more of the voting shares of First Independence Corporation, Detroit, Michigan, and thereby indirectly acquire control of First Independence Bank, Detroit, Michigan.	Newspaper: Federal Register:	Not available 01/02/2015
LOGAN STATE BANK	* Branch Premises	Logan State Bank, Logan, Iowa, to establish a branch at 125 N. Willow Road, Missouri Valley, Iowa and to increase its investment in bank premises in the amount of \$1.3 million.	Newspaper: Federal Register:	01/15/2015 Not applicable
OXFORD FINANCIAL CORPORATION	CIC	The 2011 Colis Delta Trust, Oakbrook, Illinois and George P. Colis; John N. Colis; Valerie Colis-Livaditus; and Leslie Colis-Ward as trustees have applied under the Change in Bank Control to retain, as trustees of the 2011 Colis Delta Trust, Oakbrook, Illinois, a controlling interest in Oxford Financial Corporation, Oakbrook, Illinois, and thereby indirectly retain control of Oxford Bank and Trust, Oak Brook, Illinois.	Newspaper: Federal Register:	Not available 11/07/2014
PIONEER DEVELOPMENT COMPANY	CIC	Notice by the Saltzman Family (Theodore G. Saltzman, Jr., Dakota Dunes, SD; Shennen S.C. Saltzman, Dakota Dunes, SD; and Sundae M. Saltzman Haggerty, South Sioux City, NE) as a group acting in concert, to retain control of Pioneer Development Company, Sergeant Bluff, Iowa, and thereby indirectly Pioneer Bank, Sergeant Bluff, Iowa.	Newspaper: Federal Register:	Not available 02/02/2015
SULLIVAN BANCSHARES, INC.	CIC	Henry M. B. Wilson Irrevocable Trust and Sally F. Duncan, Trustee, both of Sullivan, Illinois, to acquire Sullivan Bancshares, Inc., Sullivan, Illinois, and thereby indirectly acquire First National Bank of Sullivan, Sullivan, Illinois.	Newspaper: Federal Register:	Not available Not available

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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366247	TEMPLETON SVG BK, TEMPLETON, IOWA	10/06/2014	01/26/2015	S	Small Bank

CRA Examinations scheduled for	Quarter of	Institution	Location
NONE			

\* Subject to the provisions of the Community Reinvestment Act

**District: 8**

**Federal Reserve Bank of St. Louis**

**Filings received during the week ending February 7, 2015**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CITIZENS BANK, THE	* Branch	The Citizens Bank, Batesville, Arkansas, to establish a branch facility to be located at 4429 Central Avenue, Suite C, Hot Springs, Arkansas.	Newspaper:	02/17/2015
			Federal Register:	Not applicable
HOPFED BANCORP, INC.	CIC	Notice by HopFed Bancorp 2015 Employee Stock Ownership Plan, Hopkinsville, Kentucky, to gain control of HopFed Bancorp, Inc., Hopkinsville, Kentucky.	Newspaper:	Not available
			Federal Register:	Not available

**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
879644	BANK OF ADVANCE, ADVANCE, MISSOURI	10/20/2014	01/23/2015	S	Small Bank

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 February 7, 2015**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
EASTON BANCSHARES, INC.	CIC	Change in Control notice by Thomas Lee Loonan, Easton, Minnesota, to acquire 25 percent or more of the shares of Easton Bancshares, Inc., Easton, Minnesota, and thereby indirectly gain control of State Bank of Easton, Easton, Minnesota.	Newspaper: Federal Register:	Not available 02/10/2015
RELIANCE BANCORPORATION, INC.	CIC	Change in Control notice by Vance Vinar, Sr., Vance Vinar, Jr., Kaylin Vinar, Jared Vinar, Joey Vinar, Chad Wolff, and Courtney Wolff, all of Faribault, Minnesota, as a group acting in concert to acquire 10 percent or more of the shares of Reliance Bancorporation, Inc., Faribault, Minnesota, and thereby indirectly gain control of Reliance Bank, Faribault, Minnesota.	Newspaper: Federal Register:	Not available 02/20/2015

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Availability of CRA Public Evaluations**

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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 February 7, 2015**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
AUBURN STATE BANK	* 18C * Branch	Auburn State Bank, to merge with The Carson National Bank of Auburn, both in Auburn, Nebraska, and incident thereto to establish a branch.	Newspaper: Federal Register:	03/06/2015 Not applicable
CITIZENS NATIONAL CORPORATION	* 3A3	Citizens National Corporation, Wisner, Nebraska, to acquire up to an additional 0.16 percent for a total of 35.36 percent of the voting shares of Republic Corporation, parent of United Republic Bank, both in Omaha, Nebraska.	Newspaper: Federal Register:	03/06/2015 03/02/2015
FIRSTBANK	* Branch	FirstBank, Lakewood, Colorado, to establish a branch at 3945 East Chandler Boulevard, Phoenix, Arizona.	Newspaper: Federal Register:	02/17/2015 Not applicable

**District: 10**

**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
1002953	AMERICAN BK OF BAXTER SPRINGS, BAXTER SPRINGS, KANSAS	10/06/2014	01/02/2015	S	Small Bank
647759	FARMERS ST BK, QUINTON, OKLAHOMA	10/20/2014	01/20/2015	S	Small Bank
576952	FIRST NE BK, VALLEY, NEBRASKA	09/15/2014	01/23/2015	S	Small Bank
666657	GUARANTY B&TC, DENVER, COLORADO	08/18/2014	01/22/2015	S	Large Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 11**

**Federal Reserve Bank of Dallas**

**Filings received during the week ending February 7, 2015**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
COLEMAN BANCSHARES, INC.	CIC	Retroactive notice by Ben J. Scott, Coleman, Texas, individually and as co-trustee of Coleman Bancshares, Inc., Employee Stock Ownership Plan, Coleman, Texas; Reave Jay Scott, Abilene, Texas; and David or Amy Scott, Georgetown, Texas, collectively a group acting in concert, to control 10 percent or more of Coleman Bancshares, Inc., Coleman, Texas, and indirectly Coleman County State Bank, Coleman, Texas.	Newspaper: Federal Register:	Not available 02/10/2015
COMERICA BANK	* Branch	Comerica Bank, Dallas, Texas, to establish a branch at 7525 West Thunderbird Road, Peoria, Arizona 85381.	Newspaper: Federal Register:	02/11/2015 Not applicable
COMMUNITY TRUST BANK	* 18C * Branch	Community Trust Bank, Choudrant, Louisiana, to acquire four Houston, Texas, area branches of Whitney Bank, Gulfport, Mississippi, pursuant to a purchase and assumption transaction and to establish four branches at the acquired branch locations of 12600 Memorial Drive, Houston, Texas 77024; 6767 FM 1960 West, Houston, Texas 77069; 5115 Main Street, Houston, Texas 77002; and 8002 Kirby Drive, Houston, Texas 77002.	Newspaper: Federal Register:	Not available Not applicable
FNBK HOLDINGS, INC.	* 3A1	FNBK Holdings, Inc., Dallas, Texas, to become a bank holding company by acquiring 100 percent of The First National Bank of Kemp, Kemp, Texas.	Newspaper: Federal Register:	Not available 03/02/2015
GUARANTY BANCSHARES, INC.	* 3A3	Guaranty Bancshares, Inc., Mount Pleasant, Texas, to acquire 100 percent of the capital stock of DCB Financial Corporation and Preston State Bank, both of Dallas, Texas, pursuant to Sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act.	Newspaper: Federal Register:	02/20/2015 02/26/2015
GUARANTY BANCSHARES, INC.	* 3A3	Guaranty Bancshares, Inc., Mount Pleasant, Texas, to acquire 100 percent of the capital stock of Texas Leadership Bank, Royse City, Texas, pursuant to Section 3(a)(3) of the Bank Holding Company Act.	Newspaper: Federal Register:	Not available 03/05/2015

**District: 11**

**Federal Reserve Bank of Dallas**

**Availability of CRA Public Evaluations**

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

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

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

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

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

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

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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 February 7, 2015**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANNER CORPORATION	* 3A3	Banner Corporation and Banner Merger Sub, LLC, both of Walla Walla, Washington, to acquire 100 percent of the voting shares of Starbuck Bancshares, Inc., Seattle, Washington, and thereby indirectly acquire American West Bank, Spokane, Washington.	Newspaper: Federal Register:	Not available 03/02/2015
CALWEST BANCORP	CIC	Change in Bank Control Notice filed by Bruce Martin Williams and Joyce Lynne Williams, both of Anaheim, California, to retain 12.88 percent, and to acquire additional voting shares of up to 15 percent of CalWest Bancorp, and thereby indirectly control South County Bank, National Association, both of Rancho Santa Margarita, California.	Newspaper: Federal Register:	Not available Not available
Elements Merger Sub, LLC	* 3A1	Elements Mergers Sub, LLC, Walla Walla, Washington, to become a bank holding company by acquiring 100 percent of AmericanWest Bank, Spokane, Washington.	Newspaper: Federal Register:	Not available Not available
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

\* Subject to the provisions of the Community Reinvestment Act

