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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. 23*

*Week Ending June 6, 2015*

### Bank Holding Companies

BB&T Corporation, Winston-Salem, North Carolina -- to merge with The Bank of Kentucky Financial Corporation, Crestview Hills, Kentucky, and thereby acquire The Bank of Kentucky, Inc.

- Approved, June 2, 2015

### Forms

Forms -- final Board review to extend with revision the Reporting, Recordkeeping, and Disclosure Requirements Associated with Regulation YY (Enhanced Prudential Standards).

- Approved, June 3, 2015

Forms -- initial Board review to extend with revision the Recordkeeping and Disclosure Requirements Associated with the Consumer Financial Protection Bureau's Regulation E (Electronic Fund Transfer Act).

- Proposed, June 3, 2015

### Personnel

Division of Information Technology -- appointment of Lisa Bell, Raymond Romero, and Kofi Spong as senior associate directors; Kassandra Quimby, Sheryl Warren, Rajasekhar Yelisetty, and Glenn Eskow as associate directors; Theresa Palya and Charles Young as deputy associate directors; and Deborah Prespare, Jonathan Shrier, Eric Turner, and Ivan Wun as assistant directors as part of a division reorganization.

- Announced, June 1, 2015

### Regulations and Policies

Diversity and Inclusion -- final interagency policy statement establishing joint standards for assessing the diversity policies and practices of entities regulated by the agencies, in accordance with the Dodd-Frank Act, and request for comment on the proposed collection of information.

- Approved, June 3, 2015

Enforcement

BCBank, Inc., Philippi, West Virginia -- issuance of a consent order of assessment of a civil money penalty.

- Announced, June 4, 2015

First Iowa State Bank, Keosauqua, Iowa -- issuance of a consent order of assessment of a civil money penalty.

- Announced, June 4, 2015

State Street Corporation, Boston, Massachusetts, and State Street Bank and Trust Company -- written agreement with the Federal Reserve Bank of Boston and the Massachusetts Division of Banks.

- Announced, June 1, 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**

## Kansas City

Adams Bank & Trust, Ogallala, Nebraska -- to establish a branch at 519 West Main Street, Sterling, Colorado.

- Approved, June 1, 2015

## Secretary

Arvest Bank, Fayetteville, Arkansas -- to establish a branch at 2740 South Grand Avenue, Carthage, Missouri.

- Approved, June 1, 2015

## Kansas City

Centennial Bank, Centennial, Colorado -- to establish a branch at 13700 East Arapahoe Road, Centennial.

- Approved, June 4, 2015

## Chicago

Farmers & Merchants Savings Bank, Manchester, Iowa -- to establish a branch at 2350 Edgewood Road SW, Cedar Rapids.

- Approved, June 3, 2015

## Chicago

St. Charles Bank & Trust Company, St. Charles, Illinois -- to establish a branch at 2287 West Galena Boulevard, Aurora.

- Approved, June 1, 2015

**Bank Holding Companies**

Chicago

Ambank Company, Inc., Sioux Center, Iowa -- to acquire Alton Bancorporation, Alton, and thereby acquire Community Bank.

- Approved, June 5, 2015

Minneapolis

Beartooth Financial Corporation, Billings, Montana -- to become a bank holding company by acquiring Beartooth Bank, Billings.

- Approved, June 5, 2015

Minneapolis

First Interstate BancSystem, Inc., Billings, Montana -- to merge with Absarokee Bancorporation, Inc., Absarokee, and thereby acquire United Bank.

- Approved, June 3, 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.

- Approved, June 5, 2015

Chicago

Huron Valley Bancorporation, Inc., Milford, Michigan -- to become a bank holding company by acquiring Huron Valley State Bank, Milford.

- Approved, June 5, 2015

**Bank Holding Companies**

Kansas City

Liberty Bancorp, Inc., Liberty, Missouri -- to become a bank holding company on conversion of BankLiberty, Liberty, from a federal savings bank to a commercial bank.

- Approved, June 5, 2015

Atlanta

Southern Community Bancshares, Inc., Cullman, Alabama -- commitment relief request.

- Granted, June 2, 2015

Chicago

Wintrust Financial Corporation, Rosemont, Illinois -- to acquire by merger Suburban Illinois Bancorp, Inc., Elmhurst, and thereby indirectly control Suburban Bank & Trust Company.

- Approved, June 5, 2015

**Bank Mergers**

Minneapolis

First Interstate Bank, Billings, Montana -- to merge with United Bank, Absarokee, and thereby establish a branch.

- Approved, June 3, 2015

**Banks, Nonmember, and Miscellaneous Institutions**

Director, BS&R

Howard Hughes Medical Institute, Chevy Chase, Maryland -- relief from certain commitments.

- Granted, June 1, 2015

**Change in Bank Control**

Kansas City

1889 Bancshares, Inc., Nevada, Missouri -- change in bank control of 1889 Bancshares, Inc. and its subsidiary, The First National Bank of Nevada, Nevada.

- Permitted, June 1, 2015

Kansas City

Trinity Capital Corporation, Los Alamos, New Mexico -- to retain control of Trinity Capital Corporation and its subsidiary, Los Alamos National Bank, Los Alamos.

- Permitted, June 1, 2015

**Extensions of Time**

Atlanta

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

- Granted, June 2, 2015

Secretary

Royal Bank of Canada, Montreal, Canada, and RBC USA Holdco Corporation, New York, New York -- extension of time to receive comments from certain commenters on the application to acquire City National Corporation, Los Angeles, California, and thereby acquire City National Bank (five requests).

- Granted, June 1, 2015

**Membership**

St. Louis

The Boone County National Bank of Columbia, Columbia, Missouri -- to retain membership in the Federal Reserve System on conversion to a state-chartered institution.

- Approved, June 4, 2015

St. Louis

The First National Bank of Pontotoc, Pontotoc, Mississippi -- to retain membership in the Federal Reserve System on conversion to a state-chartered institution.

- Approved, June 5, 2015

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending June 6, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
WESSAGUSSETT MUTUAL HOLDING COMPANY	* 3A3	Application by Wessagussett Mutual Holding Company, its mid-tier subsidiary Wessagussett Bancorp, Inc. and its subsidiary bank, Weymouth Bank, all of East Weymouth, Massachusetts to acquire Equitable Bancorp, MHC, its mid-tier subsidiary Equitable Bancorp, Inc. and its subsidiary bank, Equitable Co-operative Bank, all of Lynn, Massachusetts, pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended.	Newspaper:	Not available
	* 3A5		Federal Register:	06/13/2015

**District: 1**

**Federal Reserve Bank of Boston**

**Availability of CRA Public Evaluations**

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

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

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

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

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

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

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

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 2****Federal Reserve Bank of New York****Filings received during the week ending June 6, 2015**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
GOLDMAN SACHS BANK USA	PWI	Goldman Sachs Bank USA, New York, New York, seeks prior approval for a public welfare investment.	Newspaper: Federal Register:	Not applicable Not applicable
METROPOLITAN COMMERCIAL BANK	* 18C	Metropolitan Commercial Bank, New York, New York, to acquire certain assets and assume certain liabilities related to a Cash Pass Network prepaid card program of MetaBank, Storm Lake, Iowa, pursuant to Section 18(c) of the Federal Deposit Insurance Act.	Newspaper: Federal Register:	06/27/2015 Not applicable
ORANGE COUNTY TRUST COMPANY	Premises	Orange County Trust Company, Middletown, New York, provides notice to increase its investment in bank premises, pursuant to Section 24A of the Federal Reserve Act and Section 208.21 of Regulation H.	Newspaper: Federal Register:	Not applicable Not applicable
ORANGE COUNTY TRUST COMPANY	Premises	Orange County Trust Company, Middletown, New York, provides notice to increase its investment in bank premises, pursuant to Section 24A of the Federal Reserve Act and Section 208.21 of Regulation H.	Newspaper: Federal Register:	Not applicable Not applicable

**District: 2**

**Federal Reserve Bank of New York**

**Availability of CRA Public Evaluations**

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Institution	Location
NONE	

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**District: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending June 6, 2015**

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

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Availability of CRA Public Evaluations**

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending June 6, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
CF MUTUAL HOLDING COMPANY	* MHC Formation	Applications to reorganize into a hybrid MHC/Stock SLHC structure through the	Newspaper:	Not available
	* MHC Mid-Tier Formation	formation of CF Mutual Holding Company and CF Bancorp, Inc., a mid-tier stock SLHC, both located in Cincinnati, OH, that will control Cincinnati Federal Savings Loan Association which in turn is converting from mutual to stock form	Federal Register:	Not available

**District: 4**

**Federal Reserve Bank of Cleveland**

**Availability of CRA Public Evaluations**

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NONE					

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending June 6, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF HAMPTON ROADS	* 18C	Bank of Hampton Roads, Virginia Beach, Virginia, to merge with Shore Bank, Onley, Virginia.	Newspaper:	06/22/2015
	* Branch		Federal Register:	Not applicable
DELMARVA BANCSHARES, INC.	* 3A5	Delmarva Bancshares, Inc., Cambridge, Maryland, to acquire 100% of the voting securities of Easton Bancorp, Inc., Easton, Maryland, and thereby indirectly acquire Easton Bank & Trust Company, Easton, Maryland.	Newspaper:	Not available
	* 18C		Federal Register:	Not available
	* Branch			
UNION BANKSHARES, INC.	CIC	Mr. Ralph Ellison Mann, Sinks Grove, West Virginia, and Ms. Margaret Mann Thiessen, Grainau, Bavaria, Germany, as a group acting in concert to control up to 10.27% of the issued and outstanding shares of common stock of Union Bankshares, Inc., Union, West Virginia.	Newspaper:	Not available
			Federal Register:	Not available

**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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**District: 6**

**Federal Reserve Bank of Atlanta**

**Filings received during the week ending June 6, 2015**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CITIZENS SOUTHERN BANCSHARES, INC.	CIC	Prior change in control notice filed by Anthony J. Burnett, William E. Collins, Sr., William E. Collins, Jr., Martha Sue Collins, Tom J. Eskridge, Jr., and Connie E. Eskridge, all of Vernon, Alabama, and J. Steven Roy and Traci L. Roy, both of Dothan, Alabama, to acquire 56.83 percent of the outstanding stock of Citizens Southern Bancshares, Inc., and its subsidiary bank, Citizens State Bank, both of Vernon, Alabama	Newspaper: Federal Register:	06/09/2015 06/05/2015
CORNERSTONE BANCSHARES, INC.	* 3A5	Cornerstone Bancshares, Inc., Chattanooga, Tennessee, to merge with SmartFinancial, Inc., Pigeon Forge, Tennessee, and thereby acquire its subsidiary, SmartBank, Pigeon Forge, Tennessee.	Newspaper: Federal Register:	06/22/2015 06/30/2015
Foothills Bancorp, Inc.	3A1	Foothills Bancorp, Inc., notice to become a bank holding company by acquiring 100 percent of the outstanding shares of Foothills Bank & Trust, both of Maryville, Tennessee.	Newspaper: Federal Register:	Not applicable Not applicable
SBT BANCSHARES, INC.	CIC	After-the-fact change in control notice filed by The Mary Helen Cheramie and Albert A. Cheramie Irrevocable Grantor Trust F/B/O Marc Anthony Cheramie, Marc Anthony Cheramie Trustee, Golden Meadow, Louisiana; The Mary Helen Cheramie and Albert A. Cheramie Irrevocable Grantor Trust F/B/O Deborah Cheramie Serigny, Deborah Cheramie Serigny Trustee, Cut Off, Louisiana; The Mary Helen Cheramie and Albert A. Cheramie Irrevocable Grantor Trust F/B/O Adam Cheramie, Adam Cheramie Trustee, Golden Meadow, Louisiana; and The Mary Helen Cheramie and Albert A. Cheramie Irrevocable Grantor Trust F/B/O Whitney Cheramie, Adam Cheramie Trustee, Golden Meadow, Louisiana, to retain 20 percent or more of the outstanding shares of SBT Bancshares, Inc., and its subsidiary, State Bank and Trust Company, both of Golden Meadow, Louisiana.	Newspaper: Federal Register:	Not available 06/19/2015
TOUCHMARK BANCSHARES, INC.	CIC	Prior change in control notice filed by 4580 Trust (Shveta S. Raju and Asha J. Shah, co-trustees); 3490 Trust (Deep J. Shah and Asha J. Shah, co-trustees); 2764 Trust (Deep J. Shah and Shveta S. Raju, co-trustees); and Deep J. Shah, all of Duluth, Georgia; for permission to join the previously approved Shah Family control group, which collectively owns 10 percent or more of Touchmark Bancshares, Inc, and its subsidiary, Touchmark National Bank, both of Alpharetta, Georgia.	Newspaper: Federal Register:	06/08/2015 05/26/2015

\* 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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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: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending June 6, 2015**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
HINSDALE BANK & TRUST COMPANY	* 18C	Hinsdale Bank & Trust Company, Hinsdale, Illinois, to merge with Suburban Bank & Trust Company, Elmhurst, Illinois, and all ten locations of Suburban Bank & Trust will become branches of Hinsdale Bank & Trust Company.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable
ISABELLA BANK	* 18C	Isabella Bank, Mount Pleasant, Michigan to purchase certain assets and assume certain liabilities of a branch of Flagstar Bank, Troy, Michigan, located at 4975 Bay Road, Saginaw, Michigan, which will operate as a branch of Isabella Bank.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable
ISABELLA BANK	* 18C	Isabella Bank, Mount Pleasant, Michigan intends to purchase the assets and assume the liabilities of a branch of Independent Bank, Ionia, Michigan, located at 210 South Saginaw Road, Midland, Michigan, which will operate as a branch of Isabella Bank.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending June 6, 2015**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
PORT BANCSHARES, INC.	CIC	<p>Notice by Ronald J. and Elizabeth A. Schowalter Living Trust, with Ronald J. Schowalter and Elizabeth A. Schowalter as co-trustees, all of Port Washington, Wisconsin (Living Trust); and the Living Trust, together as a group acting in concert with Mark D. Schowalter, Port Washington, Wisconsin, individually; the Mark D. Schowalter Family Endowment Trust and Mark D. Schowalter as trustee; the Schowalter Trusts f/b/o Steven R. Schowalter, Mark D. Schowalter, and Sally R. Savatski, with Steven R. Schowalter, Mark D. Schowalter, and Sally A. Savatski as co-trustees; Steven R. Schowalter, Port Washington, Wisconsin, individually; the Steven R. Schowalter Family Endowment Trust and Steven R. Schowalter as trustee; Sally A. Savatski, Port Washington, Wisconsin, individually; the Sally A. Savatski Family Endowment Trust and Sally A. Savatski as trustee; Wendy P. Schowalter, Port Washington, Wisconsin, individually; Catherine J. Schowalter, Port Washington, Wisconsin, individually; Robert A. Savatski, Port Washington, Wisconsin, individually; James S. Schowalter, Port Washington, Wisconsin, individually; Jennifer M. Schowalter, Port Washington, Wisconsin, individually; Mark D. Schowalter, Catherine J. Schowalter, Sally A. Savatski, Robert A. Savatski, James S. Schowalter, and Jennifer M. Schowalter, each as custodians under UGMA for certain Schowalter grandchildren, all of Port Washington, Wisconsin; Tracy N. Schowalter-Braun and Justin P. Braun, individually and as custodians under UGMA for certain Schowalter great-grandchildren, all of Cedarburg, Wisconsin; and the Schowalter Grandchildrens Trust, with Legacy Private Trust Company as trustee, all of Neenah, Wisconsin, to retain control of more than 50 percent of the outstanding voting stock of Port Bancshares, Inc., Port Washington, Wisconsin, and thereby indirectly control Port Washington State Bank, Port Washington, Wisconsin.</p>	Newspaper:	Not available
			Federal Register:	06/16/2015

\* Subject to the provisions of the Community Reinvestment Act

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending June 6, 2015**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
STEPHENSON NATIONAL BANCORP, INC.	CIC	William Staudenmaier, individually and as co-trustee of the L. William Staudenmaier and Kathleen M. Staudenmaier Living Trust, together with Kathleen M. Staudenmaier, as co-trustee of the L. William Staudenmaier and Kathleen M. Staudenmaier Living Trust, all of Wauwatosa, Wisconsin; Ann Marie Staudenmaier, Tomas Perez, Amalia Mercedes Perez, all of Takoma Park, Maryland; L. William Staudenmaier III and Heidi L. McNeil, as trustees of the L. WM Staudenmaier III and Heidi L. McNeil Revocable Trust, L. William Staudenmaier, Kathleen Louise McNeil Staudenmaier, all of Phoenix, Arizona; Michael Staudenmaier and Anne Carlson, both of Chicago, Illinois; Peter Staudenmaier, Milwaukee, Wisconsin; Suzanne Staudenmaier and Kelly McGee, both of Minneapolis, Minnesota; Therese Louise Staudenmaier, Daniel McCarthy, and Gabriel Liam McCarthy, all of Baltimore, Maryland; James T. Breeden Jr. and Gloria Lee, both of Oakland, California; Teresa Breedan Whatley, James T. Breeden, Margaret A. Breeden, all of Carson City, Nevada; Stephenson National Bank & Trust, as trustee of the Mary L. Staudenmaier Revocable Trust and certain minor Staudenmaier children, as a group acting in concert, to be added to the Staudenmaier Control Group, and thereby retain control of 39.32 percent of Stephenson National Bancorp, Inc., and thereby indirectly retain control of Stephenson National Bank and Trust, both of Marinette, Wisconsin, pursuant to the Change in Bank Control Act.	Newspaper:	06/12/2015
			Federal Register:	06/11/2015
WHEATON BANK & TRUST COMPANY	* 18C * Branch	Wheaton Bank & Trust Company, Wheaton, Illinois, to purchase the assets and assume the liabilities of a Hinsdale Bank & Trust Company, Hinsdale, Illinois, branch and to establish a branch at 500 South County Farm Road, Wheaton, Illinois.	Newspaper:	Not available
			Federal Register:	Not applicable

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Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of	Institution	Location
NONE			

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**District: 8**

**Federal Reserve Bank of St. Louis**

**Filings received during the week ending June 6, 2015**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
ARVEST BANK	* Branch	Arvest Bank, Fayetteville, Arkansas, to establish a branch facility to be located at 2105 Malvern Avenue, Hot Springs, Arkansas.	Newspaper:	06/12/2015
			Federal Register:	Not applicable

**District: 8**

**Federal Reserve Bank of St. Louis**

**Availability of CRA Public Evaluations**

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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**District: 9**

**Federal Reserve Bank of Minneapolis**

**Filings received during the week ending June 6, 2015**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
NORTHEAST SECURITIES CORPORATION	4c8	Northeast Securities Corporation, Minneapolis MN, retroactive notice to engage in lending activities.	Newspaper:	Not applicable
			Federal Register:	Not applicable

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Availability of CRA Public Evaluations**

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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 June 6, 2015**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BURLINGTON HOLDINGS, INC.	* 3A1	Burlington Holdings, Inc., to become a bank holding company through the acquisition of 100 percent of the voting shares of Burlington Bancshares, Inc., parent of Bank of Burlington, all in Burlington, Colorado.	Newspaper: Federal Register:	06/12/2015 07/01/2015
CCSB FINANCIAL CORP.	CIC	Notice submitted by David L. Johnson and Sandra L. Castetter, both of Kansas City, Missouri, each individually to acquire over 10 percent; and David L. Johnson and Sandra L. Castetter, together with Park GP, LLC, North Kansas City, Missouri, acting in concert to acquire up to 24.99 percent of the voting shares CCSB Financial Corp., parent of Clay County Savings Bank, both of Liberty, Missouri.	Newspaper: Federal Register:	Not available 06/02/2015
COMMERCE BANK AND TRUST HOLDING COMPANY EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	Commerce Bank and Trust Holding Company Employee Stock Ownership Plan, to acquire up to 30.20 percent of the voting shares of Commerce Bank and Trust Holding Company, parent of CoreFirst Bank & Trust, all in Topeka, Kansas.	Newspaper: Federal Register:	07/01/2015 06/30/2015
NATIONAL BANK HOLDINGS CORPORATION	* 3A5 * 3A1	National Bank Holdings Corporation, Greenwood Village, Colorado, to acquire, through its subsidiary, NBH Colorado Corporation, Greenwood Village, Colorado, 100 percent of the voting shares of Pine River Bank Corporation, parent of Pine River Valley Bank, both in Bayfield, Colorado. Immediately thereafter, NBH Colorado Corporation will merge into National Bank Holdings Corporation.	Newspaper: Federal Register:	Not available 07/03/2015
PB FINANCIAL GROUP, INC.	CIC	Notice by Justine Hurry, Glenbrook, Nevada, to acquire control of PB Financial Group, Inc., and thereby acquire control of Premier Bank, both in Denver, Colorado.	Newspaper: Federal Register:	06/09/2015 06/03/2015
ROSE HILL BANK	* 18C * Branch	Rose Hill Bank, Rose Hill, Kansas, to purchase certain assets and assume certain liabilities of three branches of Simmons First National Bank of Pine Bluff, Pine Bluff, Arkansas. The branches are all located in Salina, Kansas.	Newspaper: Federal Register:	Not available Not applicable
UNION STATE BANK OF EVEREST, THE	* 18C * Branch	The Union State Bank of Everest, Everest, Kansas, to purchase certain assets and assume certain liabilities of the Plattsburg, Missouri branch of BankLiberty, Liberty, Missouri, and incident thereto, establish a branch.	Newspaper: Federal Register:	Not available Not applicable

**District: 10**

**Federal Reserve Bank of Kansas City**

**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: 11**

**Federal Reserve Bank of Dallas**

**Filings received during the week ending June 6, 2015**

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

**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.

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

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 12**

**Federal Reserve Bank of San Francisco**

**Filings received during the week ending June 6, 2015**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK OF HAWAII	* Branch	Bank of Hawaii, Honolulu, Hawaii, to establish a new branch office within the Safeway Lihue store located at 4454 Nuhou Street, Lihue, Hawaii.	Newspaper: Federal Register:	05/31/2015 Not applicable
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
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
HERITAGE BANK OF COMMERCE	* 18C * Branch	Heritage Bank of Commerce, San Jose, California, to acquire Focus Business Bank, San Jose, California.	Newspaper: Federal Register:	Not available 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

**District: 12**

**Federal Reserve Bank of San Francisco**

**Availability of CRA Public Evaluations**

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

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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