
Federal Reserve Release



H.2

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

No. 40

Week Ending October 3, 2015

Testimony and Statements

Insurance Regulation -- statement by Thomas Sullivan, associate director, Division of Banking Supervision and Regulation, before a subcommittee of the House Committee on Financial Services on the Federal Reserve's role in domestic insurance supervisory and regulatory issues.

- Published, September 29, 2015

Advisory Councils

Community Depository Institutions Advisory Council -- announcement of members and designation of Michael J. Castellana as president and Janet Garufis as vice president for 2016.

- Announced, September 29, 2015

Bank Holding Companies

M&T Bank Corporation, Buffalo, New York -- to acquire Hudson City Bancorp, Inc., Paramus, New Jersey; and for M&T's subsidiary, Manufacturers and Traders Trust Company, Buffalo, to merge with Hudson City Savings Bank, FSB, Paramus, and thereby establish branches.

- Approved, September 29, 2015

Forms

Forms -- final Board review to extend without revision the Registration of a Securities Holding Company (FR 2082) and to extend with revision the Request for Proposal (RFP) and Request for Price Quotations (RFPQ).

- Approved, September 30, 2015

Personnel

Management Division -- appointment of Tameika Pope as associate director and chief human capital officer and Ann Buckingham as assistant director, reassignment of Todd Glissman to the Office of the Chief Operating Officer, and creation of four new officer positions, all in connection with a division restructuring.

- Announced, October 1, 2015

Enforcement

ABCT Holdings, Inc., Waco, Texas -- written agreement issued August 5, 2013, terminated September 28, 2015.

- Announced, October 1, 2015

Carver Bancorp, Inc., New York, New York -- cease and desist order issued by the Office of Thrift Supervision, dated February 7, 2011, terminated September 24, 2015.

- Announced, September 29, 2015

Countricorp, White Sulphur Springs, Montana -- written agreement issued January 29, 2013, terminated September 29, 2015.

- Announced, October 1, 2015

Oxford Financial Corporation, Oak Brook, Illinois -- written agreement issued November 29, 2010, terminated September 29, 2015.

- Announced, October 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**

Chicago

1st Source Bank, South Bend, Indiana -- to establish a branch at 200 West Michigan Avenue, Kalamazoo, Michigan.

- Approved, October 2, 2015

Bank Holding Companies

San Francisco

KEDAP S.A. de C.V., Mexico City, Mexico -- to become a bank holding company by acquiring shares of Commerce Bank of Temecula Valley, Murrieta, California.

- Approved, October 2, 2015

San Francisco

Private Bancorp of America, Inc., La Jolla, California -- to become a bank holding company by acquiring San Diego Private Bank, Coronado.

- Approved, September 30, 2015

General Counsel

Western Alliance Bancorporation, Phoenix, Arizona -- request for an exemption under the Depository Institution Management Interlocks Act and Regulation L.

- Granted, September 29, 2015

Banks, State Member

Director, BS&R

Manufacturers and Traders Trust Company, Buffalo, New York -- to make a public welfare investment.

- Approved, September 28, 2015

Change in Bank Control

Dallas

First Baird Bancshares, Inc., Weatherford, Texas -- change in bank control of First Baird Bancshares and its subsidiary, First Bank Texas, SSB, Baird.

- Permitted, October 2, 2015

Kansas City

Haviland Bancshares, Inc., Haviland, Kansas -- to retain control of Haviland Bancshares and its subsidiary, The Haviland State Bank, Haviland.

- Permitted, September 28, 2015

Kansas City

Haviland Bancshares, Inc., Haviland, Kansas -- change in bank control of Haviland Bancshares and its subsidiary, The Haviland State Bank, Haviland, by other shareholders to acquire additional shares.

- Permitted, September 28, 2015

Financial Holding Companies

New York

Community Bank System, Inc., Dewitt, New York -- election to become a financial holding company.

- Effective, September 30, 2015

District: 1**Federal Reserve Bank of Boston****Filings received during the week ending October 3, 2015**

Filer	Filing Type	Filing Proposal	End of Comment Period	
MAINE COMMUNITY BANCORP, MHC	* 3A1	Maine Community Bancorp, MHC and Maine Community Bancorp, Inc., both of Westbrook, Maine, to become a mutual bank holding company and a stock holding company, respectively, by acquiring Biddeford Savings Bank, Biddeford, Maine and Mechanics Savings Bank, Auburn, Maine, pursuant to sections 3(a)(1) and 3(a)(3) of the Bank Holding Company Act of 1956, as amended.	Newspaper:	Not available
	* 3A3		Federal Register:	10/30/2015
MARBLEHEAD BANK	* Branch	Application by Marblehead Bank, Marblehead, Massachusetts to establish a branch at 125 Canal Street, Salem, Massachusetts, pursuant to Section 208.6 of Regulation H.	Newspaper:	Not available
			Federal Register:	Not applicable
PB BANCORP, INC.	* MHC	Application by PB Bancorp, Inc., a newly formed Maryland corporation, Putnam, Connecticut, to acquire 100% of the outstanding capital stock of Putnam Bank, also of Putnam, Connecticut, pursuant to regulations 12 CFR §§ 239.55 and 238.11, in connection with the second-step conversion of Putnam Bancorp, MHC from mutual to stock form and the merger of PB Bancorp, Inc., with and into a merged entity of Putnam Bancorp, MHC and PSB Holdings, Inc., with PB Bancorp, Inc. as the survivor.	Newspaper:	Not available
	Conversion * SLHC Formation		Federal Register:	10/15/2015
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 \$24 million in MHEF XXII, LLC pursuant to section 208.22(d) of Regulation H.	Newspaper:	Not applicable
			Federal Register:	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 \$50 million in CREA Corporate Tax Credit Fund 45, LLC pursuant to section 208.22(d) of Regulation H.	Newspaper:	Not applicable
			Federal Register:	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
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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 October 3, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

* Subject to the provisions of the Community Reinvestment Act

District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending October 3, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period
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

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District: 4**Federal Reserve Bank of Cleveland****Filings received during the week ending October 3, 2015**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIFTH THIRD BANK	* Branch	Application by Fifth Third Bank, Cincinnati, OH to establish a temporary branch operation at the Octagon LPGA Golf Tournament, 2520 Tiburon Drive, Naples, FL which will operate 11/16/2015 through 11/22/2015.	Newspaper:	10/10/2015
			Federal Register:	Not applicable
FIRST NATIONAL FINANCIAL CORPORATION	CIC	Notice of Change in Control filed by Garth Rex Greer, London, KY of his intent to individually acquire in excess of 10% of the voting shares of First National Financial Corporation, Manchester, KY.	Newspaper:	10/07/2015
			Federal Register:	Not available
GILLMOR FINANCIAL SERVICES, INC.	4c8	Notice by Gillmor Financial Services, Inc. to engage directly in lending activities pursuant to Section 225.28(b)(1).	Newspaper:	Not applicable
			Federal Register:	Not available
OLD FORT BKG CO ESOP	* 3A1	Filing by The Old Fort Banking Company Employee Stock Ownership and 401(k) Plan-ESOP Component Trust, Old Fort, Ohio ("ESOP") to form a bank holding company through its acquisition of 45 percent of the outstanding common shares of Gillmor Financial Services, Inc., Old Fort, Ohio, and indirectly acquire control of The Old Fort Banking Company, Old Fort, Ohio.	Newspaper:	Not available
			Federal Register:	Not available

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:

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- NI = Needs to improve
- SN = Substantial noncompliance

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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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 October 3, 2015**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BB&T CORPORATION	* 3A5	BB&T Corporation, Winston-Salem, North Carolina, to acquire 100% of the voting securities of National Penn Bancshares, Inc., Allentown, Pennsylvania, and thereby indirectly acquire National Penn Bank, Allentown, Pennsylvania.	Newspaper: Federal Register:	Not available 10/30/2015
BENCHMARK COMMUNITY BANK	* Branch	Benchmark Community Bank, Kenbridge, Virginia, intends to open a new branch at 1775 Graham Avenue, Suite 204, Henderson, North Carolina.	Newspaper: Federal Register:	Not available Not applicable
FIRST BANK	* Branch	First Bank, Southern Pines, North Carolina, intends to open a new branch at 639 West 15th Street, Washington, North Carolina.	Newspaper: Federal Register:	09/21/2015 Not applicable
PREMARA FINANCIAL, INC.	CIC	Mr. Richard H. Thut, Orrville, Ohio, to control up to 23.72% of the voting shares of Premara Financial, Inc., Charlotte, North Carolina.	Newspaper: Federal Register:	Not available Not available
SANDY SPRING BANK	* Branch	Sandy Spring Bank, Olney, Maryland, to establish a branch at 1299 Pennsylvania Avenue NW, Washington, D.C.	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.

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
2471239	CFG CMNTY BK, LUTHERVILLE TIMONIUM, MARYLAND	06/08/2015	09/15/2015	S	Int Sm Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 6**Federal Reserve Bank of Atlanta****Filings received during the week ending October 3, 2015**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CUMBERLAND BANCORP, INC	CIC	Anthony T. Moore, Allison T. Moore, both of Burns, Tennessee, and Southeastern Bancorp, Inc., Dickson, Tennessee, to retain 10 percent or more of the outstanding shares of Cumberland Bancorp, Inc., and its subsidiary, Cumberland Bank & Trust, both of Clarksville, Tennessee.	Newspaper: Federal Register:	Not available 10/15/2015
OCEAN BANKSHARES, INC.	CIC	After-the-fact notification filed by: 1) A. Alfonso Macedo, Adriana Macedo Moncayo, Olga E. Macedo, and Sandra Macedo Moncayo (the Macedo Family); 2) Javier Macedo Rodriguez, Belkis Macedo de Graterol, Candida Isabel Macedo Rodriguez, and Nelly Macedo Rodriguez (the Rodriguez Family); and 3) Ernesto de Abreu Gonzalez, Carmen Elena de Abreu, Mercedes Coromoto de Abreu Gonzalez, and Jose Alberto de Abreu Gonzalez (the Gonzalez Family) and the Macedo, Rodriguez, and Gonzalez Families' multiple related companies, partnerships, trusts, and trustees to maintain control of Ocean Bankshares, Inc. (Bankshares) and its subsidiary, Ocean Bank (Bank), both of Miami, Florida, pursuant to the Change in Bank Control Act of 1978.	Newspaper: Federal Register:	08/27/2015 Not available
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:	Not available 10/01/2015

District: 6

Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending October 3, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
ALBANY BANCSHARES, INC.	* 3A3	Albany Bancshares, Inc., Albany, Illinois, to acquire 100 percent of the voting shares of Port Byron State Bank, Port Byron, Illinois.	Newspaper:	Not available
			Federal Register:	10/23/2015
BAYLAKE BANK	* 18C * Branch	Baylake Bank, Sturgeon Bay, Wisconsin, to merge with Union State Bank. As a result of the merger, Baylake Bank, Sturgeon Bay, Wisconsin, will establish branch offices at 222 Ellis Street, Kewaunee, Wisconsin; 3223 Main Street, Green Bay, Wisconsin; 931 Maquette Drive, Kewaunee, Wisconsin; and, 2221 Lincoln Avenue, Two Rivers, Wisconsin.	Newspaper:	Not available
			Federal Register:	Not applicable
CHEMICAL BANK	* Branch	Chemical Bank, Midland, Michigan applied to the Federal Reserve Board for permission to establish a mobile branch (courier service) that will serve business customers in the following counties: Alcona, Allegan, Alpena, Antrim, Arenac, Bay, Barry, Benzie, Berrien, Branch, Calhoun, Cass, Cheboygan, Charlevoix, Clare, Crawford, Emmet, Gladwin, Grand Traverse, Gratiot, Hillsdale, Huron, Ionia, Iosco, Isabella, Kalamazoo, Kalkaska, Kent, Lake, Leelanau, Manistee, Mason, Mecosta, Midland, Missaukee, Montcalm, Montmorency, Newaygo, Ogemaw, Osceola, Oscoda, Otsego, Ottawa, Presque Isle, Roscommon, Saginaw, Sanilac, Tuscola, Van Buren, and Wexford.	Newspaper:	Not available
			Federal Register:	Not applicable
EASTER ENTERPRISES, INC.	CIC	Notice by Paul D. Easter, Des Moines, Iowa, individually, and the Easter Family Control Group, as a group acting in concert, to retain control of Easter Enterprises, Inc., Spencer, Iowa, and thereby indirectly retain control of Farmers Trust and Savings Bank, Spencer, Iowa. The Easter Family Control Group consists of Paul D. Easter, Des Moines, Iowa; Sandra Easter, Des Moines, Iowa; L. Donald Easter Trust, Des Moines, Iowa (Co-Trustees: Paul Easter, Jane Bahls, David Easter, and Martha Easter-Wells.); Estate of the Marian W. Easter Trust, Des Moines, IA (Paul Easter Executor); Jane Bahls, Rock Island, Illinois; David and Maud Easter, Delmar, New York; Martha Easter-Wells and Kriss Wells, LeClaire, Iowa; Ken Easter, Des Moines, Iowa; Jeremy Easter, West Des Moines, Iowa; Greg Easter, Minneapolis, Minnesota; Matt Easter, DPO, AP; Jeff Easter, San Francisco, California; Austin Wells, Mentor, OH and Linda Wells, Minneapolis, Minnesota; Jan Stump, West Des Moines, Iowa; Daniel Bahls, Springfield, Massachusetts; Timothy Bahls, Madison, Wisconsin; and Angela Cummins, Tucson, Arizona.	Newspaper:	Not available
			Federal Register:	10/22/2015

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending October 3, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
EDGEWATER BANCORP, INC.	* 3A1	Edgewater Bancorp, Inc., St. Joseph, Michigan, to become a Bank Holding Company following the conversion of its subsidiary bank, Edgewater Bank, St. Joseph, Michigan, from a federal savings bank to a Michigan state chartered bank.	Newspaper: Federal Register:	Not available 10/19/2015
FFW CORPORATION	* 3A1	FFW Corporation, Wabash, Indiana, to become a Bank Holding Company following the conversion of its subsidiary bank, Crossroads Bank, Wabash, Indiana, from a federal savings bank to an Indiana Commercial Bank.	Newspaper: Federal Register:	Not available Not available
FIRST MERCHANTS CORPORATION	* 3A5	First Merchants Corporation, Muncie, Indiana, to acquire via merger 100 percent of Ameriana Bancorp, New Castle, Indiana, and thereby indirectly acquire Ameriana Bank, New Castle, Indiana.	Newspaper: Federal Register:	Not available Not available
FIRST MIDWEST BANCORP, INC.	* 3A5 * 18C * Branch	First Midwest Bancorp, Inc., Itasca, Illinois, to acquire Peoples Bancorp, Inc., Arlington Heights, Illinois and thereby indirectly acquire The Peoples Bank of Arlington Heights, Illinois and the related merger proposal pursuant to section 18c of the Federal Deposit Insurance Act and section 9 of the Federal Reserve Act, by First Midwest Bank, Itasca, Illinois to merge with The Peoples Bank of Arlington Heights, Arlington Heights, Illinois ("TPB") and to establish two branches at the current locations of TPB.	Newspaper: Federal Register:	Not available 10/30/2015
LEVEL ONE BANCORP, INC.	CIC	Notice by James L. Bellinson, Bloomfield Township, MI, individually, and acting in concert with Eric Todd, York Township, MI, Neil Glaser, Brooklyn, NY and Susan Bellinson City Island, NY for approval to retain control of more than 10 percent of the shares of Level One Bancorp, Farmington Hills, MI and thereby indirectly control Level One Bank, Farmington Hills, MI.	Newspaper: Federal Register:	Not available Not available
ROLLING HILLS BANK & TRU ¹	* Branch	Rolling Hills Bank & Trust, Atlantic, Iowa, to establish a branch office at 1404 16th Street, Wheatland, Wyoming.	Newspaper: Federal Register:	10/01/2015 Not applicable
WB BANCORP, INC.	CIC	Notice by William M. Pfeffer, New Berlin, Illinois, individually and acting in concert with Mary Bobette Gerlach, Springfield, Illinois; Betsy Pech, Lincoln, Illinois; and Barbara Pfeffer, Herrin, Illinois, as beneficiaries of the Robert Pfeffer Trust, as amended June 14, 1999, to control more than 50 percent of the voting shares of WB Bancorp, Inc., New Berlin, Illinois; and thereby indirectly control Warren-Boynton State Bank, New Berlin, Illinois.	Newspaper: Federal Register:	Not available 09/14/2015

* Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

* Subject to the provisions of the Community Reinvestment Act

District: 8**Federal Reserve Bank of St. Louis****Filings received during the week ending October 3, 2015**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ARVEST BANK	* Branch	Arvest Bank, Fayetteville, Arkansas, to establish a branch facility to be located at the Northwest Corner of Elm Springs Road and 48th Street, Springdale, Arkansas.	Newspaper:	10/10/2015
			Federal Register:	Not applicable
MCGEHEE BANK EMPLOYEE STOCK OWNERSHIP PLAN TRUST	* 3A3	The McGehee Bank Employee Stock Ownership Plan, McGehee, Arkansas, to acquire additional direct ownership of up to 35 percent of Southeast Financial Bankstock Corp., McGehee, Arkansas, and thereby increase its indirect control of McGehee Bank, McGehee, Arkansas.	Newspaper:	10/23/2015
			Federal Register:	10/30/2015
RHINELAND BANCSHARES, INC.	* 3A1	Rhineland Bancshares, Inc., Rhineland, Missouri, to become a bank holding company by acquiring 100 percent of Peoples Savings Bank of Rhineland, Rhineland, Missouri.	Newspaper:	10/16/2015
			Federal Register:	10/29/2015

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
823142	DU QUOIN ST BK, DU QUOIN, ILLINOIS	06/15/2015	09/18/2015	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 October 3, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANCOMMUNITY SERVICE CORPORATION	CIC	Lee H. Pell, Saint Peter, Minnesota, individually and as co-trustee of the William C. Pell Testamentary Trust, Saint Peter, Minnesota, ("William Pell Trust"), to retain 10 percent or more of the shares of BanCommunity Service Corporation, Saint Peter, Minnesota. In addition, William Pell Trust, its other co-trustee: Shari L. Brostrom, Kasota, Minnesota, and W. Benjamin Pell, Saint Peter, Minnesota, James Brostrom, Kasota, Minnesota, Matthew Brostrom, Saint Peter, Minnesota, Pell, Inc., Saint Peter, Minnesota, Brittany A. Pell, Saint Peter, Minnesota, Joanna L. Pell, Saint Peter, Minnesota; Kristina L. Pell, Minneapolis, Minnesota, the Sandra S. Pell Irrevocable Trust, Saint Peter, Minnesota, its trustee Paul H. Tanis, Jr., Saint Peter, Minnesota, Linda M. Pell, Saint Peter, Minnesota, Lola Grace Pell, Saint Peter, Minnesota, Samantha T. Pell, Saint Peter, Minnesota, Sandra S. Pell, Saint Peter, Minnesota, and Thomas C. Pell, Saint Peter, Minnesota, as a group acting in concert, to retain 10 percent or more of the shares and BanCommunity Service Corporation, Saint Peter, Minnesota, and thereby retain control of First National Bank Minnesota, Saint Peter, Minnesota.	Newspaper: Federal Register:	Not available 10/07/2015
FIRST DAKOTA FINANCIAL CORPORATION	* 3A3	First Dakota Financial Corporation, Yankton, South Dakota, to acquire 100 percent of Dakota State Bank, Blunt, South Dakota.	Newspaper: Federal Register:	10/18/2015 10/19/2015
GOOSE RIVER HOLDING COMPANY	CIC	Change in Control notice by James L. Williams III, Casselton, North Dakota, to acquire 25 percent or more of the shares of Goose River Holding Company, Mayville, North Dakota, and thereby indirectly gain control of The Goose River Bank, Mayville, North Dakota.	Newspaper: Federal Register:	Not available 10/19/2015
LIBERTY FINANCIAL SERVICES OF ST. CLOUD, INC.	* 3A1 Member	Liberty Financial Services of Saint Cloud, Saint Cloud, Minnesota, to become a bank holding company by converting its wholly-owned subsidiary, Liberty Savings Bank, Saint Cloud, Minnesota, from a federal savings bank to a Minnesota state-chartered bank to be known as Liberty Bank Minnesota. In addition, Liberty Financial Services of Saint Cloud, Saint Cloud, Minnesota elects to be a financial holding company. Also, Liberty Savings Bank, FSB, Saint Cloud, Minnesota, to be known as Liberty Bank Minnesota, seeks to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not available Not available

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending October 3, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
OTTO BREMER FOUNDATION	4c8	Otto Bremer Foundation, and Bremer Financial Corporation, both of Saint Paul, Minnesota, through Bremer Insurance Agencies, Inc., a Minnesota Corporation wholly-owned by Bremer Financial Corporation to acquire the insurance agency business of Nonprofit Insurance Advisors, Saint Paul, Minnesota.	Newspaper:	Not applicable
			Federal Register:	Not applicable

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
21359	AMERICAN ST BK OF GRYGLA, GRYGLA, MINNESOTA	06/15/2015	09/15/2015	S	Small Bank

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 October 3, 2015**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ALTA VISTA BANCSHARES, INC.	CIC	Notice submitted by Catherine Ann Bosch, Manhattan, Kansas, to acquire control of Alta Vista Bancshares, parent of Alta Vista Bank, both in Alta Vista, Kansas.	Newspaper: Federal Register:	09/25/2015 09/22/2015
CAPITAL BANK HOLDINGS, INC.	* 3A1	Capital Bank Holdings, Inc., Tulsa, Oklahoma, to become a bank holding company through the acquisition of 100 percent of the voting shares of Freedom Bank of Oklahoma, Tulsa, Oklahoma. Essay Bank Holdings, LLC, Tulsa, Oklahoma, to become a bank holding company through the acquisition of 20 percent of the voting shares of Capital Bank Holdings, Inc., Tulsa, Oklahoma.	Newspaper: Federal Register:	Not available 11/02/2015
CB BANCSHARES CORP	CIC	CB Bancshares Trust and Suresh Ramamurthi, as trustee, both in Topeka, Kansas, to acquire control of CB Bancshares Corp, parent of CBW Bank, both in Weir, Kansas.	Newspaper: Federal Register:	Not available 10/14/2015
DOCKING BANCSHARES, INC.	CIC	Notice submitted by William R. Docking, Arkansas City, Kansas; Thomas R. Docking and Brian T. Docking, both of Wichita, Kansas, to retain control of Docking Bancshares, Inc., parent of Union State Bank, Arkansas City, Kansas, and City Bank & Trust Company, Guymon, Oklahoma.	Newspaper: Federal Register:	Not available 10/13/2015
PINNACLE BANCORP, INC.	* 3A3	Pinnacle Bancorp, Inc., Central City, Nebraska, to acquire 100 percent of the voting shares of Woodhaven National Bank, Fort Worth, Texas.	Newspaper: Federal Register:	Not available 10/23/2015
TRI-COUNTY FINANCIAL CORPORATION	CIC	Notice submitted by J.C. Long and Carol V. Long, as trustees of the W.C. Long, Jr., Living Trust, all of Wellington, Kansas, to retain control of Tri-County Financial Corporation, parent of Bank of Commerce, both in Wellington, Kansas.	Newspaper: Federal Register:	10/10/2015 10/09/2015

District: 10

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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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.

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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
839255	FNB CMNTY BK, MIDWEST CITY, OKLAHOMA	06/15/2015	09/15/2015	S	Int Sm Bank
516855	SECURITY BK, TULSA, OKLAHOMA	06/29/2015	09/28/2015	S	Int Sm Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 11**Federal Reserve Bank of Dallas****Filings received during the week ending October 3, 2015**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CENTRABANC CORPORATION	CIC	Prior Notice by Thomas George Chase, Jr., Waco, Texas, to acquire and control 14.29 percent or more of CentraBanc Corporation, Waco, Texas, and indirectly Central National Bank, Waco, Texas.	Newspaper: Federal Register:	Not available 10/15/2015
COMMUNITY TRUST BANK	* Branch	Application by Community Trust Bank, Choudrant, Louisiana, to establish a branch at 2049 West Gray Street, Houston, Texas 77019.	Newspaper: Federal Register:	10/02/2015 Not applicable
COMMUNITY TRUST BANK	* Branch	Application by Community Trust Bank, Choudrant, Louisiana, to establish a mobile branch to serve the Harris County area, Houston, Texas.	Newspaper: Federal Register:	10/09/2015 Not applicable
HAPPY STATE BANK	* 18C * Branch	Happy State Bank, Happy, Texas, to purchase substantially all of the assets and assume all of the liabilities associated with the branch office of Centennial Bank, Lubbock, Texas, located at 711 North Main Street, Shamrock, Texas 79075	Newspaper: Federal Register:	10/08/2015 Not applicable
KLEBERG AND COMPANY BANKERS, INC.	CIC	Mia Armstrong Brous, as Trustee of the Jorgensen 2011 Descendants Trust and the Catharine C. Whittenburg Testamentary Trust; Catharine Coble Armstrong Jorgensen, Individually and as Trustee of the Catharine C. Whittenburg Testamentary Trust; Catharine C. Whittenburg Armstrong, as Trustee of the Catharine C. Whittenburg Testamentary Trust; and Stewart L. Armstrong, Individually and as Trustee of The Alice Foultz 2015 Kleberg Bank Stock Trust, The Martin W. Clement II 2015 Kleberg Bank Stock Trust, The Leslie Clement Family Trust 2015 Kleberg Bank Stock Trust, The Henrietta P. C. Hildebrand Trust of 2007 2015 Kleberg Bank Stock Trust, The Ida Clement Steen 2015 Kleberg Bank Stock Trust, The Charles M. Armstrong III 2015 Kleberg Bank Stock Trust, The Stewart L. Armstrong, Jr. 2015 Kleberg Bank Stock Trust, and The Mia Armstrong Brous 2015 Kleberg Bank Stock Trust (together comprising the "Armstrong Family Group") with respect to Kleberg & Company Bankers, Inc., Kingsville, Texas, and indirectly Kleberg Bank, N.A., Kingsville, Texas	Newspaper: Federal Register:	Not available 10/07/2015
PIONEER BANCSHARES, INC.	* 3A5	Application by Pioneer Bancshares, Inc., Dripping Springs, Texas, to acquire by merger 100 percent of FC Holdings, Inc., and indirectly First Community Bank, National Association, both of Sugar Land, Texas.	Newspaper: Federal Register:	Not available 10/29/2015
PLAINSCAPITAL BANK	* Branch	Application by PlainsCapital Bank, Dallas, Texas, to establish a branch at 201 West 5th Street, Austin, Texas 78701.	Newspaper: Federal Register:	Not available Not applicable

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.

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

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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
877154	CITIZENS ST BK, TYLER, TEXAS	05/18/2015	10/05/2015	S	Small Bank

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 October 3, 2015

Filer	Filing Type	Filing Proposal	End of Comment Period	
DELTA NATIONAL BANCORP	CIC	Notice by Toinette Rossi, the Toinette Rossi Bank Trust, Valerie Rossi, the Valerie Rossi Bank Trust, all of Modesto, California; Terry R. Gutierrez, Ripon, California; Troy R. Gutierrez, Manteca, California; and A. Rossi, Inc., Manteca, California, to acquire 25 percent or more of Delta National Bancorp, Manteca, California, and thereby indirectly increase their control of Delta Bank, National Association, Manteca, California.	Newspaper: Federal Register:	09/28/2015 10/22/2015
KASIKORNBANK PUBLIC COMPANY LIMITED	FBSEA	KasikornBank plc, Ratburana, Bangkok, Thailand proposes to establish a representative office in Los Angeles as part of the downgrading of their Los Angeles agency office.	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
OAK VALLEY COMMUNITY BANK	* 18C	Oak Valley Community Bank, Oakdale, California, to merge Mother Lode Bank, Sonoma California, with and into Oak Valley Community Bank, Oakdale, California, with Oak Valley Community Bank being the surviving Bank.	Newspaper: Federal Register:	Not available Not applicable
PRIVATE BANCORP OF AMERICA, INC.	CIC	Notice by Selwyn Isakow, LaJolla, California, to acquire 10 percent or more of the voting shares of Private Bancorp of America, Inc., LaJolla, California, and thereby indirectly acquire voting shares of San Diego Private Bank, Coronado, California.	Newspaper: Federal Register:	10/17/2015 10/22/2015

* Subject to the provisions of the Community Reinvestment Act

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.

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- NI = Needs to improve
- SN = Substantial noncompliance

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
3337097	COMMONWEALTH BUS BK, LOS ANGELES, CALIFORNIA	06/08/2015	09/29/2015	S	Int Sm Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act