
Federal Reserve Release



H.2

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

No. 45

Week Ending November 7, 2015

Testimony and Statements

Supervision and Regulation -- statement by Chair Yellen before the House Committee on Financial Services on the Federal Reserve's regulation and supervision of financial institutions.

- Published, November 4, 2015

Bank Holding Companies

M&T Bank Corporation, Buffalo, New York -- commenter's request for reconsideration of the Board's approval of the proposal by M&T Bank Corporation to acquire Hudson City Bancorp, Inc., Paramus, New Jersey.

- Denied, November 4, 2015

Forms

Forms -- final Board review to extend without revision the recordkeeping and disclosure requirements associated with the regulations implementing the Fair Credit Reporting Act (Regulation V).

- Approved, November 2, 2015

Forms -- initial Board review to implement the Application for Membership for the Community Advisory Council (FR 1401).

- Proposed, November 2, 2015

Reserve Bank Operations

Federal Reserve Bank of Minneapolis -- appointment of Neel T. Kashkari as president, effective January 1, 2016.

- Approved, October 22, 2015

(A/C)

Reserve Bank Services

Federal Reserve Priced Services -- 2016 private sector adjustment factor and fee schedules for priced services and electronic access.

- Approved, November 2, 2015

Enforcement

Deutsche Bank, AG, Frankfurt, Germany -- issuance of a consent cease and desist order and assessment of a civil money penalty.

- Approved, November 2, 2015

Goldman, Sachs & Co., New York, New York -- issuance of a consent order of prohibition against Rohit Bansal, a former institution-affiliated party.

- Announced, November 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

Citizens Community Bank, South Hill, Virginia -- to establish a branch at 202 North Main Street, Louisburg, North Carolina.

- Approved, November 3, 2015

New York

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

- Withdrawn, November 3, 2015

Bank Holding Companies

Chicago

First Midwest Bancorp, Inc., Itasca, Illinois -- to acquire Peoples Bancorp, Inc., Arlington Heights, and thereby indirectly acquire The Peoples Bank of Arlington Heights (TPB); and for First Midwest Bank, Itasca, to merge with TPB and to establish branches.

- Approved, November 5, 2015

St. Louis

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

- Approved, November 4, 2015

Bank Holding Companies

Dallas

Southwest United Bancshares, Inc., El Paso, Texas -- to become a bank holding company by acquiring United Bank of El Paso del Norte, El Paso.

- Approved, November 6, 2015

Kansas City

Vintage Bancorp, Inc., Wichita, Kansas -- to become a bank holding company by acquiring Vintage Bank Kansas, Leon, in a reorganization.

- Approved, November 6, 2015

Banks, Nonmember, and Miscellaneous Institutions

Director, BS&R

FJ Capital Management, LLC, McLean, Virginia, et al. -- relief from certain commitments.

- Granted, November 5, 2015

Change in Bank Control

Cleveland

Community First Bancorp, Inc., Reynoldsville, Pennsylvania -- to retain control of Community First Bancorp, Inc., and its subsidiary, Community First Bank, Reynoldsville.

- Withdrawn, November 3, 2015

San Francisco

Delta National Bancorp, Manteca, California -- change in bank control of Delta National Bancorp and its subsidiary, Delta Bank, National Association, Manteca.

- Permitted, November 2, 2015

Change in Bank Control

Chicago

SV Financial, Inc., Sterling, Illinois -- to retain control of SV Financial, Inc., and its subsidiary, Sauk Valley Bank & Trust Company, Sterling.

- Permitted, November 3, 2015

Extensions of Time

Philadelphia

The Bank of Landisburg, Landisburg, Pennsylvania -- extension to February 1, 2016, to establish a branch at the intersection of Routes 34 and 849, Oliver Township.

- Granted, November 5, 2015

Philadelphia

Cape Bancorp, Inc., Cape May Court House, New Jersey -- extension to February 10, 2016, to become a bank holding company in connection with the conversion of its state savings bank subsidiary, Cape Bank, Cape May Court House, from mutual to stock form.

- Granted, November 3, 2015

Secretary

Goldman Sachs Bank USA, New York, New York -- extension of time to receive comments from a commenter on the application to assume certain liabilities and acquire certain assets of GE Capital Bank, Holladay, Utah.

- Granted, November 6, 2015

Financial Holding Companies

Chicago

MutualFirst Financial, Inc., Muncie, Indiana -- election to become a financial holding company.

- Effective, November 6, 2015

District: 1**Federal Reserve Bank of Boston****Filings received during the week ending November 7, 2015**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|------------------------------|---------------------|---|------------------------------|---------------|
| ESB BANCORP MHC | * 3A3 * 3A5 | Applications by: i) ESB Bancorp MHC, Easthampton, Massachusetts ("ESB MHC") to merge with Hometown Community Bancorp MHC, Oxford, Massachusetts ("Hometown MHC"), with ESB MHC as the surviving entity to be known as "Hometown Financial Group, MHC"; and ii) ESB Bancorp, Inc., Easthampton, Massachusetts ("ESB Bancorp"), to merge with Hometown Community Bancorp, Inc., Oxford, Massachusetts ("Hometown Bancorp"), with ESB Bancorp as the surviving entity to be known as "Hometown Financial Group, Inc." pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended. Upon consummation of the merger, Easthampton Savings Bank and Hometown Bank will remain separate wholly-owned subsidiaries of Hometown Financial Group, Inc. | Newspaper: | Not available |
| | | | Federal Register: | 11/27/2015 |
| MAINE COMMUNITY BANCORP, MHC | * 3A1 * 3A3 | 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: | 10/29/2015 |
| | | | Federal Register: | 10/30/2015 |
| RADIUS INVESTMENT CORP. | * SLHC Formation | Application by Radius Investment Corp., Boston, Massachusetts, and Radius Merger Sub, Inc., Boston, Massachusetts, both newly formed companies, to become savings and loan holding companies by acquiring Radius Bancorp, Inc. and therefore Radius Bank, both of Boston, Massachusetts, its wholly owned subsidiary federal savings association. | Newspaper: | Not available |
| | | | Federal Register: | Not available |

District: 1

Federal Reserve Bank of Boston

Availability of CRA Public Evaluations

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

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

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

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

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

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

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

NONE

| CRA Examinations scheduled for | Quarter of |
|--------------------------------|------------|
| Institution | Location |

NONE

* Subject to the provisions of the Community Reinvestment Act

District: 2

Federal Reserve Bank of New York

Filings received during the week ending November 7, 2015

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---|--------------------|---|------------------------------|----------------|
| MANUFACTURERS AND TRADERS TRUST COMPANY | * Branch | Manufacturers and Traders Trust Company, Buffalo, New York, proposes to open a branch office located at 15190 Frederick Road, Rockville, Montgomery County, Maryland. | Newspaper: | Not available |
| | | | Federal Register: | Not applicable |

District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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|---------|------------------------------------|------------|-----------------|------------|-------------|
| 884303 | CHEMUNG CANAL TC, ELMIRA, NEW YORK | 05/19/2014 | 10/14/2014 | S | Large Bank |

| 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 November 7, 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

* Subject to the provisions of the Community Reinvestment Act

District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending November 7, 2015

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-------------------------------|--------------------|--|------------------------------|----------------|
| CITIZENS NATIONAL CORPORATION | * 3A3 | Application by Citizens National Corporation, Paintsville, KY to acquire 100% of the voting shares of Alliance Banking Company, Winchester, KY, pursuant to Section 3 of the Bank Holding Company Act. | Newspaper: | 11/25/2015 |
| | | | Federal Register: | 11/27/2015 |
| HEARTLAND BANK | * Branch | Application by The Heartland Bank, Gahanna, OH to establish a branch at 4476 North High Street, Columbus, OH and a request to exceed its limit of investment in premises pursuant to Section 24A of the Federal Reserve Act. | Newspaper: | 11/12/2015 |
| | | | Federal Register: | Not applicable |

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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

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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 |
|---------|------------------------|-----------|-----------------|------------|-------------|
|---------|------------------------|-----------|-----------------|------------|-------------|

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 November 7, 2015**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|----------------------------------|--------------------|---|---------------------------------|--------------------------------|
| PARK STERLING CORPORATION | * 3A5 | Park Sterling Corporation, Charlotte, North Carolina, to acquire 100% of the voting securities of First Capital Bancorp, Inc., Glen Allen, Virginia, and thereby indirectly acquire First Capital Bank, Glen Allen, Virginia. | Newspaper: Federal Register: | Not available 11/27/2015 |
| PREMIER FINANCIAL BANCORP, INC. | * 3A5 | Premier Financial Bancorp, Inc., Huntington, West Virginia, has submitted an application to acquire First National Bankshares Corporation, Ronceverte, West Virginia, and thereby indirectly acquire its subsidiary First National Bank, Ronceverte, West Virginia. | Newspaper: Federal Register: | Not available Not available |
| SOUTHERN BANCSHARES (N.C.), INC. | * 3A5 | Southern BancShares (N.C.), Inc., Mount Olive, North Carolina, to acquire Heritage Bankshares Inc., Norfolk, Virginia, and thereby indirectly acquire Heritage Bank, Norfolk, Virginia. | Newspaper: Federal Register: | 11/30/2015 11/30/2015 |
| VIRGINIA PARTNERS BANK | * Branch | Virginia Partners Bank, Fredericksburg, Virginia, has submitted an application to establish a new branch at 4210 Plank Road, Fredericksburg, Virginia. | Newspaper: Federal Register: | 11/12/2015 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 |
|---------|------------------------|-----------|-----------------|------------|-------------|
|---------|------------------------|-----------|-----------------|------------|-------------|

NONE

| CRA Examinations scheduled for | Quarter of |
|--------------------------------|------------|
| Institution | Location |

NONE

* Subject to the provisions of the Community Reinvestment Act

District: 6**Federal Reserve Bank of Atlanta****Filings received during the week ending November 7, 2015**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|------------------------|--------------------|---|---------------------------------|--------------------------------|
| AMERIS BANCORP | * 3A5 | Ameris Bancorp, Moultrie, Georgia, to merge with Jacksonville Bancorp, Inc., and thereby acquire its subsidiary, The Jacksonville Bank, both of Jacksonville, Florida. | Newspaper: Federal Register: | Not available Not available |
| 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 |
| OCULINA BANC CORP | * SLHC Merger | Oculina Banc Corp, Vero Beach, Florida, proposes to merge with its parent company, Colonial Banc Corp, Vero Beach, Florida, pursuant to section 238.11 of Regulation LL. Oculina Banc Corp will survive the merger. Colonial Banc Corp and Oculina Banc Corp control Oculina Bank, Fort Pierce, Florida. | Newspaper: Federal Register: | 11/28/2015 11/30/2015 |

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 |
|---------|------------------------|-----------|-----------------|------------|-------------|
|---------|------------------------|-----------|-----------------|------------|-------------|

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 November 7, 2015

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---------------------------|--------------------|---|------------------------------|----------------|
| ANDERSON BANCORP, INC. | CIC | Notice by AB Anderson Family Trust, Oneida, Illinois, and John W. Anderson, Galesburg, Illinois, individually and as trustee of the AB Anderson Family Trust, together as a group acting in concert with Ann Mustard, Dulles, Virginia, and B. Susan Hill, Galesburg, Illinois, to retain 25 percent or more of the shares and thereby control Anderson Bancorp, Inc., Oneida, Illinois and indirectly control Anderson State Bank, Oneida, Illinois. | Newspaper: | Not available |
| | | | Federal Register: | Not available |
| 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 |
| BRIDGEVIEW BANCORP, INC. | CIC | Thomas P. Haleas, Clarendon Hills, Illinois, Peter J. Haleas, Evanston, Illinois, Peter E. Haleas Sarasota, Florida, and Sophia M. Haleas, Clarendon Hills, Illinois, as a group acting in concert to retain 25 percent or more of the shares of Bridgeview Bancorp, Inc., Bridgeview, Illinois and thereby indirectly control Bridgeview Bank Group, Bridgeview, Illinois. | Newspaper: | Not available |
| | | | Federal Register: | Not available |
| 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 |
| COMMUNITY FINANCIAL CORP. | * 3A3 | Community Financial Corp., Edgewood, Iowa, to acquire 100 percent of Linn County State Bank, Coggon, Iowa. | Newspaper: | Not available |
| | | | Federal Register: | 11/27/2015 |

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending November 7, 2015

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--|----------------------------|--|------------------------------|----------------|
| FAYETTE BANCORPORATION | CIC | Notice by the 2012 Clair J. Lensing Irrevocable Trust, Susan J. Elizondo GST-Exempt Under the Trust, James F. Lensing GST-Exempt Under the Trust, and Clair J. Lensing Jr. GST-Exempt Under the Trust, with Hills Bank & Trust Co., Hills, Iowa, serving as trustee with beneficiaries being Susan Elizondo, Bettendorf, Iowa, James F. Lensing, Mason City, Iowa, and Clair J. Lensing Jr., Oelwein, Iowa, to join the Lensing Family Control Group and retain control of Fayette Bancorporation, Marion, Iowa. | Newspaper: | Not available |
| | | | Federal Register: | 11/23/2015 |
| 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: | Not available |
| | | | Federal Register: | 11/02/2015 |
| FORT MADISON FINANCIAL COMPANY | * 3A3 | Fort Madison Financial Company, Fort Madison, Iowa, to acquire 100 percent of Keokuk Savings Bank & Trust Company, Keokuk, Iowa. | Newspaper: | Not available |
| | | | Federal Register: | 11/27/2015 |
| GNB BANK | * 18C * Branch | GNB Bank, Grundy Center, Iowa, to merge with its sister bank, Ackley State Bank, Ackley, Iowa. As a result of the merger, all locations of Ackley State Bank will become branches of GNB Bank. | Newspaper: | Not available |
| | | | Federal Register: | Not applicable |
| TOWN AND COUNTRY FINANCIAL CORPORATION | * 3A5 * 18C * Branch | Town and Country Financial Corporation, Springfield, Illinois, to merge with West Plains Investors, Inc., and thereby indirectly acquire Premier Bank of Jacksonville, both of Jacksonville, Illinois and an application by Town and Country Bank, Springfield, Illinois, to merge with Premier Bank of Jacksonville and operate all offices of Premier Bank of Jacksonville as branches. | Newspaper: | Not available |
| | | | Federal Register: | 11/30/2015 |

District: 7

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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|---------|--|------------|-----------------|------------|-------------|
| 724744 | GNB BK, GRUNDY CENTER, IOWA | 08/10/2015 | 11/23/2015 | S | Int Sm Bank |
| 306739 | STATE BK OF BLUE MOUND, BLUE MOUND, ILLINOIS | 09/14/2015 | 12/15/2015 | 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 November 7, 2015**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--|--------------------|---|---------------------------------|----------------------------------|
| CENTRAL BANK OF ST. LOUIS | PWI | Central Bank of St. Louis, Clayton, Missouri, proposes to make a \$300,000 public welfare investment in St. Louis Equity Fund 2015, LLC, St. Louis, Missouri. | Newspaper: Federal Register: | Not applicable Not applicable |
| FIRST BRECKINRIDGE BANCSHARES, INC. | * 3A3 | First Breckinridge Bancshares, Inc., Irvington, Kentucky, to acquire 100 percent of American Bank & Trust Company, Inc., Bowling Green, Kentucky. | Newspaper: Federal Register: | 11/27/2015 11/30/2015 |
| REPUBLIC BANCORP, INC. | * 3A3 | Republic Bancorp, Inc., Louisville, Kentucky, to acquire 100 percent of Cornerstone Bancorp, Inc., St. Petersburg, Florida, and thereby indirectly acquire Cornerstone Community Bank, St. Petersburg, Florida. | Newspaper: Federal Register: | 11/30/2015 12/03/2015 |

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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|---------|--|------------|-----------------|------------|-------------|
| 831576 | BANKTENNESSEE, COLLIERVILLE, TENNESSEE | 07/06/2015 | 10/12/2015 | S | Small Bank |
| 909541 | KING SOUTHERN BK, CHAPLIN, KENTUCKY | 06/22/2015 | 10/14/2015 | 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 November 7, 2015**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|----------------------------|--------------------|--|------------------------------|---------------|
| COMMERCIAL HOLDING COMPANY | CIC | Change in Control Notice by Robert W. Frei, to acquire 10 percent or more of the shares of Commercial Holding Company, Wagner, South Dakota, and join the Frei Family Group that controls 25 percent or more of the shares of Commercial Holding Company, and thereby indirectly controls Commercial State Bank, Wagner, South Dakota. | Newspaper: | 11/24/2015 |
| | | | Federal Register: | 11/23/2015 |
| DARWIN BANCSHARES, INC. | * 3A5 | Darwin Bancshares, Inc., Darwin, Minnesota, to merge with Winthrop Bancshares, Inc., Winthrop, Minnesota, and thereby indirectly acquire Winthrop State Bank, Winthrop, Minnesota. | Newspaper: | Not available |
| | | | Federal Register: | 11/30/2015 |
| FIDELITY HOLDING COMPANY | CIC | Change in Control Notice by the 2015 Grandchildren's Fidelity Trust under Agreement dated February 24, 2015, Paul Bennett Lewis and Russell Craig Flom as co-trustees, of the "Grandchildren's Fidelity Trust", to acquire 25 percent or more of the shares of Fidelity Holding Company, Minnetonka, Minnesota, and thereby indirectly gain control of Fidelity Bank, Edina, Minnesota. | Newspaper: | Not available |
| | | | Federal Register: | 11/12/2015 |
| FIRST SECURITY GROUP | CIC | Change in Control notice by Colter Cumin, Deer Lodge, Montana, to acquire 25 percent or more of the shares of First Security Group, Deer Lodge, Montana, and thereby indirectly gain control of First Security Bank Deer Lodge, Deer Lodge, Montana. | Newspaper: | Not available |
| | | | Federal Register: | 11/24/2015 |
| HAMBURG FINANCIAL, INC. | CIC | Change in Control notice by HCR Trust U/A dated August 14, 1986, as amended, Excelsior, Minnesota, Beth Ann Brackett, Excelsior, Minnesota, Trustee, Michael M. Reget, Plymouth, Minnesota, Trustee, and Thomas Kaliher, Waconia, Minnesota, Trustee, to retain 25 percent or more of the shares of Hamburg Financial, Inc., Excelsior, Minnesota, and thereby indirectly retain control of State Bank of Hamburg, Hamburg, Minnesota. | Newspaper: | 11/04/2015 |
| | | | Federal Register: | 11/03/2015 |

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending November 7, 2015

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-------------------------|--------------------|--|------------------------------|---------------|
| NW BANCSHARES, INC. | CIC | Change in Control Notice by The Voting Trust Agreement Among Certain Shareholders of NW Bancshares, Inc., Chippewa Falls, Wisconsin ("Colbert Family Voting Trust"), B. James Colbert, Chippewa Falls, Wisconsin, and Bradford J. Colbert III, Plymouth, Minnesota, individually and as trustees of the Colbert Family Voting Trust, to acquire and retain control of NW Bancshares, Inc., Chippewa Falls, Wisconsin, and thereby indirectly acquire and retain control of The Northwestern Bank, Chippewa Falls, Wisconsin. In addition, the aforementioned persons and the following parties to the Colbert Family Voting Trust, the B. James Colbert Exempt QSST Trust, the Thomas John Despins Exempt QSST Trust, the Penny D. Jurss Exempt QSST Trust, the Bradford J. Colbert III Exempt QSST Trust, the Dee Dee A. Korth Exempt QSST Trust, and the Thomas James Despins Exempt Trust, all of Chippewa Falls Wisconsin, (B. James Colbert and Bradford J. Colbert III, trustees); Thomas John Despins, De Pere, Wisconsin, Penny D. Jurss, Wales, Wisconsin, and the B. James Colbert and Kathryn M. Colbert Revocable Trust dated September 25, 2001, Kathryn M. Colbert, individually and as trustee, both of Chippewa Falls, Wisconsin, as a group acting in concert, to acquire and retain control of NW Bancshares, Inc. and thereby indirectly acquire and retain control of The Northwestern Bank. | Newspaper: | 10/28/2015 |
| | | | Federal Register: | 11/23/2015 |
| POE INVESTMENT COMPANY | CIC | Change in Control notice by HCR Trust U/A dated August 14, 1986, as amended, Excelsior, Minnesota, Beth Ann Brackett, Excelsior, Minnesota, Trustee, Michael M. Reget, Plymouth, Minnesota, Trustee, and Thomas Kaliher, Waconia, Minnesota, Trustee, to retain 25 percent or more of the shares of Poe Investment Company, Excelsior, Minnesota, and thereby indirectly retain control of Farmers and Merchants State Bank of Sacred Heart, Sacred Heart, Minnesota. | Newspaper: | 11/04/2015 |
| | | | Federal Register: | 11/03/2015 |
| ROSEAU REALTY CO., INC. | CIC | Robert J. Foley, Roseau, Minnesota; Catherine Ann Swenson, San Luis Obispo, California; Elizabeth Foley, Burlingame, California; Colleen Foley-Sacks, Portland, Oregon; and Scott M. Foley, West St. Paul, Minnesota; individually, and as a group acting in concert, each to retain 10 percent or more of the shares of Roseau Realty Co., Inc., Roseau, Minnesota, and thereby indirectly retain control of Citizens State Bank of Roseau, Roseau, Minnesota. | Newspaper: | Not available |
| | | | Federal Register: | 11/27/2015 |

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending November 7, 2015

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|----------------|--------------------|--|------------------------------|---------------|
| WALKER BAN CO. | CIC | Change in Control Notice by Michael J. Elsenpeter, Walker, Minnesota, to individually acquire control of Walker Ban Co., Walker, Minnesota, and thereby indirectly gain control of First National Bank North, Walker, Minnesota. | Newspaper: | Not available |
| | | | Federal Register: | 11/16/2015 |

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 |
|---------|---|------------|-----------------|------------|-------------|
| 1003558 | GRAND RAPIDS ST BK, GRAND RAPIDS, MINNESOTA | 07/13/2015 | 10/21/2015 | 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 November 7, 2015**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--|--------------------|--|---------------------------------|-----------------------------|
| COMMUNITY STATE BANCSHARES, INC. | CIC | Notification submitted by Steven D. Carr and Cheryl A. Carr, both of Wichita, Kansas, to acquire control of Community State Bancshares, Inc., Wichita, Kansas, parent of Community Bank of Wichita, Inc., Wichita, Kansas. | Newspaper: Federal Register: | Not available 11/16/2015 |
| CORNERSTONE ALLIANCE, LTD. | CIC | Notice submitted by Howard Errol Snyder, Arlee, Montana, to acquire control of Cornerstone Alliance, Ltd., parent of CornerBank, both in Winfield, Kansas. | Newspaper: Federal Register: | Not available 11/16/2015 |
| DONIPHAN BANCSHARES, INC | CIC | Notification submitted by Steven L. Anderson and L.F. Anderson, both of Hastings, Nebraska, and Linda K. Anderson, Rochester, Minnesota, to acquire control of Doniphan Bancshares, Inc., Doniphan, Nebraska, parent of the Bank of Doniphan, Doniphan, Nebraska. | Newspaper: Federal Register: | Not available 10/28/2015 |
| DONIPHAN BANCSHARES, INC | CIC | Notification submitted by Kenneth S. Turner and Steven R. Turner, both of Trumbull, Nebraska, and Dennis E. Turner, Hastings, Nebraska, to acquire control of Doniphan Bancshares, Inc., Doniphan, Nebraska, parent of the Bank of Doniphan, Doniphan, Nebraska. | Newspaper: Federal Register: | Not available 10/28/2015 |
| FIRST NATIONAL BANCSHARES CORPORATION OF FREDONIA | CIC | Notification submitted by the Franklin D. Gaines Wife's Trust and Beverly J. Tipton, individually and as trustee, both of Fredonia, Kansas; and Betheny L. Winkler, Santa Fe, New Mexico, and Michael D. Jeffers, Fredonia, Kansas, as trustees; to acquire control of First National Bancshares Corporation of Fredonia, parent of First National Bank in Fredonia, both of Fredonia, Kansas. | Newspaper: Federal Register: | Not available 11/09/2015 |
| HAVILAND BANCSHARES, INC EMPLOYEE STOCK OWNERSH PLAN | * 3A1 4c8 | Haviland Bancshares, Inc. Employee Stock Ownership Plan, Greensburg, Kansas, to become a bank holding company through the acquisition of an additional 4.4 percent (for a total of up to 28.0 percent) of the voting shares of Haviland Bancshares, Inc., parent of The Haviland State Bank, both in Haviland, Kansas; and thereby, engage indirectly in general insurance activities. | Newspaper: Federal Register: | Not available 12/04/2015 |

District: 10

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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

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

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

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

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

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

| RSSD ID | Institution / Location | Exam Date | CRA Public Date | CRA Rating | Exam Method |
|---------|---------------------------|------------|-----------------|------------|-------------|
| 530655 | PEOPLES BK, PRATT, KANSAS | 07/07/2015 | 10/14/2015 | S | Small 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 November 7, 2015**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---------------------------------------|--------------------|--|---------------------------------|---------------------------------|
| COMMUNITY BANK HOLDING OF TEXAS, INC. | * 3A3 | Community Bank Holdings of Texas, Inc., Corsicana, Texas, to acquire 100 percent of StarBanc Holding Company, Fort Worth, Texas, and indirectly, Star Bank of Texas, Fort Worth, Texas. | Newspaper: Federal Register: | 11/23/2015 11/23/2015 |
| FROST BANK | * Branch | Notice by Frost Bank, San Antonio, Texas, to establish a branch at 3145 South WW White Road, San Antonio, Texas 78219. | Newspaper: Federal Register: | Not available Not applicable |
| FROST BANK | * Branch | Notice by Frost Bank, San Antonio, Texas, to establish a branch at 2421 East 7th Street, Austin, Texas 78702. | Newspaper: Federal Register: | Not available Not applicable |
| NORMANGEE BANCSHARES, INC. | * 3A1 | Application by Normangee Bancshares, Inc., Normangee, Texas, to become a bank holding company by acquiring 100 percent of Normangee State Bank, Normangee, Texas. | Newspaper: Federal Register: | Not available 11/27/2015 |
| RELATIONSHIP FINANCIAL CORPORATION | CIC | Kent Steven McKinney and Janet Martin McKinney, as trustees of the McKinney Living Revocable Trust u/a/d 8/3/99, all of Kerrville, Texas, individually, and together with the trust constituting a "McKinney Family Control Group", to acquire control of Relationship Financial Corporation, and therefore indirectly, Guadalupe National Bank, both of Kerrville, Texas. | Newspaper: Federal Register: | 10/22/2015 10/29/2015 |

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

NONE

| CRA Examinations scheduled for | Quarter of |
|--------------------------------|------------|
| Institution | Location |

NONE

District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending November 7, 2015

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-----------------------------------|----------------------------|--|---------------------------------|------------------------------|
| GUARANTY FEDERAL BANCSHARES, INC. | CIC | Notice by Castle Creek Capital Partners V, LP, and persons or entities that are acting with or control Castle Creek Capital Partners V, LP, including Castle Creek Capital V LLC, Castle Creek Advisors IV LLC, JME Advisory Corp., Legions IV Corp., Mikesell Advisory Corp., Pietrzak Advisory Corp., Scavuzzo Advisory Corp., Volk Advisory Corp., Rana Advisory Corp., Szumski Advisory Corp., John M. Eggemeyer, III, Mark G. Merlo, J. Mikesell Thomas, John T. Pietrzak, Anthony R. Scavuzzo, David J. Volk, Sundeep Rana, and Martin Szumski, all of Rancho Santa Fe, California, and Mayo Clinic and Mayo Clinic Master Retirement Trust, of Rochester, Minnesota, to acquire up to 24.9 percent of the voting shares of Guaranty Federal Bancshares, Inc., and thereby indirectly acquire voting shares of Guaranty Bank, both of Springfield, Missouri. | Newspaper: Federal Register: | Not available 11/24/2015 |
| 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 * Branch | Oak Valley Community Bank, Oakdale, California, to merge Mother Lode Bank, Sonora, California, with and into Oak Valley Community Bank, Oakdale, California, with Oak Valley Community Bank being the surviving Bank; and thereby acquire two branch offices of Mother Lode Bank, Sonora, California. | Newspaper: Federal Register: | 10/24/2015 Not applicable |
| PACIFIC PREMIER BANCORP, INC. | * 3A3 * 18C * Branch | Pacific Premier Bancorp, Inc., Irvine, California, to acquire via merger Security California Bancorp, and thereby indirectly acquire Security Bank of California, both of Riverside, California; 2)Pacific Premier Bank, Irvine, California, to merge with Security Bank of California, Riverside, California; and 3)Pacific Premier Bank, Irvine, California, to acquire six branch offices of Security Bank of California, Riverside, California. | Newspaper: Federal Register: | Not available 11/09/2015 |

* 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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- SN = Substantial noncompliance

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| RSSD ID | Institution / Location | Exam Date | CRA Public Date | CRA Rating | Exam Method |
|---------|---|------------|-----------------|------------|-------------|
| 777366 | BANK OF THE ORIENT, SAN FRANCISCO, CALIFORNIA | 05/18/2015 | 10/15/2015 | S | Int Sm Bank |
| 3470930 | FRIENDLY HILLS BK, WHITTIER, CALIFORNIA | 07/06/2015 | 10/29/2015 | O | Small Bank |

| CRA Examinations scheduled for | Quarter of |
|--------------------------------|------------|
| Institution | Location |
| NONE | |

* Subject to the provisions of the Community Reinvestment Act