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**Federal Reserve Release**

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*H.2*

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

*No. 6*

*Week Ending February 6, 2016*

Board Operations

Board Budget -- operating and capital budgets for 2016.  
- Approved, February 1, 2016

Forms

Forms -- initial Board review to extend without revision the Senior Credit Officer Opinion Survey on Dealer Financing Terms (FR 2034) and Monthly Report of Traveler's Checks Outstanding (FR 2054).  
- Proposed, February 3, 2016

Enforcement

Asian Financial Corporation, Philadelphia, Pennsylvania, and Asian Bank -- cease and desist order issued August 1, 2012, terminated January 19, 2016.  
- Announced, February 2, 2016

HSBC North America Holdings, Inc., New York, New York, and HSBC Finance Corporation, Mettawa, Illinois -- issuance of a consent order of assessment of a civil money penalty for deficiencies in residential mortgage loan servicing and foreclosure processing.  
- Announced, February 5, 2016

New Peoples Bankshares, Inc., Honaker, Virginia, and New Peoples Bank, Inc. -- written agreement issued July 29, 2010, terminated January 20, 2016.  
- Announced, February 2, 2016

Northern States Financial Corporation, Waukegan, Illinois -- written agreement issued March 17, 2011, terminated January 22, 2016.  
- Announced, February 2, 2016

Enforcement

Severn Bancorp, Inc., Annapolis, Maryland -- supervisory agreement issued by the Office of Thrift Supervision, dated November 29, 2009, terminated January 21, 2016.  
- Announced, February 2, 2016

**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**

## New York

Banco Popular North America, New York, New York -- to establish a branch at 13705 Biscayne Boulevard, North Miami, Florida.

- Approved, February 2, 2016

## St. Louis

Centennial Bank, Conway, Arkansas -- to establish a branch at 12 East 49th Street, New York, New York.

- Approved, February 3, 2016

## St. Louis

Southern Bank, Poplar Bluff, Missouri -- to redesignate the main office at 531 Vine Street, Poplar Bluff, as a branch, and to relocate the main office to 2991 Oak Grove Road.

- Approved, February 1, 2016

**Bank Holding Companies**

## General Counsel

Banner Corporation, Walla Walla, Washington -- request for an exemption under the Depository Institution Management Interlocks Act and Regulation L (three requests).

- Granted, February 4, 2016

**Bank Holding Companies**

General Counsel

BNP Paribas (BNP), Paris, France -- in connection with a corporate reorganization to facilitate BNP's compliance with the intermediate holding company (IHC) requirement, waiver of application for BNP to transfer, through a series of transactions, its indirect ownership of Bank of the West, San Francisco, California, and various other subsidiaries to Paribas North America, Inc., New York, New York, BNP's designated IHC.

- Granted, January 29, 2016

(A/C)

General Counsel

Castle Creek Capital LLC, Rancho Santa Fe, California -- request for an exemption under the Depository Institution Management Interlocks Act and Regulation L (two requests).

- Granted, February 2, 2016

General Counsel

German American Bancorp, Inc., Jasper, Indiana -- waiver of application to acquire River Valley Bancorp, Madison, in connection with the merger of their subsidiaries, German American Bancorp, Jasper, and River Valley Financial Bank, Madison.

- Granted, February 1, 2016

Atlanta

Hamilton State Bancshares, Inc., Hoschton, Georgia -- to establish Auto Finance South, LLC, and thereby engage in lending, servicing, and collection activities.

- Approved, February 1, 2016

Chicago

Merchants Bancorp, Carmel, Indiana -- to engage in extending credit and servicing loans through a joint venture in Arclight Financial, LLC, Cinnaminson, New Jersey.

- Withdrawn, February 2, 2016

**Bank Holding Companies**

Atlanta

Millennium Bancshares, Inc., Ooltewah, Tennessee -- to become a bank holding company by acquiring Community Trust & Banking Company, Ooltewah.

- Withdrawn, February 4, 2016

St. Louis

Royal Bancshares, Inc., Saint Louis, Missouri -- to acquire Frontenac Bancshares, Inc., Earth City, and thereby indirectly acquire Frontenac Bank; and for Royal Bancshares' subsidiary, Royal Acquisition LLC, University City, to become a bank holding company by becoming the successor by merger with Frontenac Bancshares and acquiring Frontenac Bank.

- Approved, February 4, 2016

**Banks, Nonmember, and Miscellaneous Institutions**

Director, BS&R

Jacobs Asset Management, LLC, et al., New York, New York -- relief from certain commitments (two requests).

- Granted, February 3, 2016

**Banks, State Member**

San Francisco

Silicon Valley Bank, Santa Clara, California -- to make a public welfare investment.

- Approved, February 4, 2016

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending February 6, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
SPENCER MHC	* 3A3	Applications by: i) Spencer MHC, Spencer, Massachusetts to merge with Green Valley Bancorp, MHC, Southbridge, Massachusetts (Green Valley MHC), with Spencer MHC as the surviving entity; and ii) Spencer Mid-Tier Holding Company, Spencer, Massachusetts (Spencer HC) to merge with Green Valley Bancorp, Inc. (GV Bancorp), Southbridge, Massachusetts, with Spencer HC as the surviving entity 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, Spencer Savings Bank and Southbridge Savings Bank will remain separate wholly-owned subsidiaries of Spencer MHC and Spencer HC.	Newspaper:	02/08/2016
	* 3A5		Federal Register:	02/08/2016

**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
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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

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NONE

\* Subject to the provisions of the Community Reinvestment Act



**District: 2****Federal Reserve Bank of New York****Filings received during the week ending February 6, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK OF NEW YORK MELLON CORPORATION, THE	Investment	The Bank of New York Mellon, New York, New York, to make an investment in a subsidiary, pursuant to Section 211.9(f) of Regulation K.	Newspaper: Federal Register:	Not applicable Not applicable
BANK OF NEW YORK MELLON CORPORATION, THE	Investment	The Bank of New York Mellon, New York, New York, to make an investment in an indirect subsidiary, pursuant to Section 211.9(f) of Regulation K.	Newspaper: Federal Register:	Not applicable Not applicable
EMIGRANT BANCORP, INC.	* 3A3	New York Private Bank & Trust Corporation and Emigrant Bancorp, Inc., both of New York, New York, to acquire indirectly up to 9.99% of the outstanding common stock of The Bancorp, Inc., and indirectly its subsidiary bank, The Bancorp Bank, both of Wilmington, Delaware, pursuant to Section 3(a)(3) of the Bank Holding Company Act of 1956, as amended, and Section 225.14 of Regulation Y.	Newspaper: Federal Register:	Not available 03/07/2016
GOLDMAN SACHS BANK USA	PWI	Goldman Sachs Bank USA, New York, New York, seeks prior approval for public welfare investments.	Newspaper: Federal Register:	Not applicable Not applicable
MIZUHO FINANCIAL GROUP, INC.	* 3A1	Mizuho Financial Group, Inc., Tokyo, Japan ("MHFG"), and Mizuho Bank, Ltd., Tokyo, Japan ("MHBK"), seeks approval to form Mizuho Americas LLC ("MHA"), as a bank holding company that will be a wholly-owned subsidiary of MHBK, and to transfer the ownership interests of MHFG's banking subsidiaries in the United States, Mizuho Bank (USA), New York, New York, and Mizuho Trust & Banking Co. (USA), New York, New York, to MHA.	Newspaper: Federal Register:	02/29/2016 Not available
SUMITOMO MITSUI TRUST HOLDINGS, INC.	4c8	Sumitomo Mitsui Trust Holdings, Inc., and Sumitomo Mitsui Trust Bank, Limited, both of Tokyo, Japan, to acquire 50% of Marubeni Rail Transport, Inc., Wilmington, Delaware, and indirectly its subsidiary, Midwest Railcar Corporation, Maryville, Illinois, and thereby engage in personal property leasing, incidental fleet management and consulting activities under Sections 225.28(b)(3) and 225.28(b)(9) of Regulation Y.	Newspaper: Federal Register:	Not applicable Not available

**District: 2**

**Federal Reserve Bank of New York**

**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.

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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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
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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

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NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending February 6, 2016**

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

**District: 3**

**Federal Reserve Bank of Philadelphia**

**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

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NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 4**

**Federal Reserve Bank of Cleveland**

**Filings received during the week ending February 6, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
TRISTATE CAPITAL HOLDING INC	4c8	Notice by TriState Capital Holdings, Inc., Pittsburgh, PA, and its wholly owned nonbank subsidiary, Chartwell Investment Partners, LLC, Berwyn, PA, to acquire the assets of The Killen Group, Inc., Berwyn, PA, pursuant to the 12-day expedited procedures of Section 225.23 of Regulation Y and Section 4(c)(8) of the BHCA.	Newspaper:	Not applicable
			Federal Register:	Not applicable

**District: 4**

**Federal Reserve Bank of Cleveland**

**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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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

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NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 5****Federal Reserve Bank of Richmond****Filings received during the week ending February 6, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
PARKWAY ACQUISITION COR	* 3A1	Parkway Acquisition Corp, Floyd, Virginia, to become a bank holding company through the acquisition of 100% of the voting securities of Grayson Bankshares, Inc., Independence, Virginia, and indirectly acquire The Grayson National Bank, Independence, Virginia; and 100% of the voting securities of Cardinal Bankshares Corporation, Floyd, Virginia, and thereby indirectly acquire Bank of Floyd, Floyd, Virginia. Grayson Bankshares, Inc. and Cardinal Bankshares Corporation would merge with Parkway Acquisition Corp., and Bank of Floyd would merge into The Grayson National Bank.	Newspaper:	02/20/2016
			Federal Register:	02/29/2016
UNION BANK & TRUST	* Branch	Union Bank & Trust, Richmond, Virginia, has submitted an application to open a branch at 1738 Amherst Street, Winchester, Virginia.	Newspaper:	01/31/2016
			Federal Register:	Not applicable
UNITED BANKSHARES, INC.	* 3A3	United Bankshares, Inc., Charleston, West Virginia, to acquire 100% of the voting securities of Bank of Georgetown, Washington, D.C. Additionally, United Bank, Fairfax, Virginia, to merge with Bank of Georgetown.	Newspaper:	02/29/2016
	* 18C		Federal Register:	03/04/2016
	* Branch			
VIRGINIA COMMONWEALTH BANK	* Branch	Virginia Commonwealth Bank, Petersburg, Virginia, has submitted an application to open a new branch at 900 North Parham Road, Richmond, Virginia.	Newspaper:	Not available
			Federal Register:	Not applicable

**District: 5**

**Federal Reserve Bank of Richmond**

**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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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

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NONE

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**District: 6**

**Federal Reserve Bank of Atlanta**

**Filings received during the week ending February 6, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
COMMERCIAL BANCGROUP, INC.	* 3A3 * 18C * Branch	Commercial Bancgroup, Inc., Harrogate, Tennessee, to acquire National Bank of Tennessee, Newport, Tennessee (Bank). In addition, Commercial Bancgroup's subsidiary, Commercial Bank, Harrogate, Tennessee, to merge with Bank.	Newspaper: Federal Register:	02/25/2016 02/29/2016
COMMERCIAL BANCGROUP, INC.	CIC	Prior change in control notice filed by VHS Grantor Retained Annuity Trust #1, Martha Sigmon Spurlock as trustee, and Charles Kenneth Spurlock, Jr., both of Big Stone Gap, Virginia, and Rachel Sigmon West, Harrogate, Tennessee, all acting in concert to acquire 27.09 percent of the outstanding voting shares of, and thereby control, Commercial Bancgroup, Inc., and its subsidiary bank, Commercial Bank, both of Harrogate, Tennessee. The increase in ownership will equal a total of approximately 29.62 percent.	Newspaper: Federal Register:	02/23/2016 02/23/2016
FIDELITY SOUTHERN CORPORATION	* 3A5	Fidelity Southern Corporation, Atlanta, Georgia, to merge with American Enterprise Bankshares, Inc., and thereby acquire its subsidiary, American Enterprise Bank, both of Jacksonville, Florida.	Newspaper: Federal Register:	Not available 02/05/2016
HERITAGE FIRST BANCSHARES, INC.	CIC	After the fact change in control notice filed by Andrew Charles Heaner, Atlanta, Georgia, to retain 25 percent or more of the outstanding shares of Heritage First Bancshares, Inc., and Heritage First Bank, both of Rome, Georgia.	Newspaper: Federal Register:	Not available 01/13/2016
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
WCSB HOLDING COMPANY, INC.	* 3A1	WCSB Holding Company, Inc., to become a bank holding company by acquiring 100 percent of the outstanding shares of Wilcox County State Bank, both of Abbeville, Georgia.	Newspaper: Federal Register:	Not available 02/29/2016

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**District: 6**

**Federal Reserve Bank of Atlanta**

**Availability of CRA Public Evaluations**

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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

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NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending February 6, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
COMMUNITY SHORES BANK CORPORATION	CIC	Robert L. Chandonnet, individually, of Muskegon, Michigan, to acquire ten percent or more of the outstanding voting stock and thereby control Community Shores Bank Corporation and indirectly control Community Shores Bank both of Muskegon, Michigan.	Newspaper: Federal Register:	Not available Not available
COUNTY BANCORP, INC.	* 3A5	County Bancorp, Inc., Manitowoc, Wisconsin, to acquire Fox River Valley Bancorp, Inc., Appleton, Wisconsin, and thereby indirectly acquire The Business Bank, Appleton, Wisconsin.	Newspaper: Federal Register:	Not available Not available
EASTERN MICHIGAN FINANCIAL CORPORATION	* 3A5 * 18C	Eastern Michigan Financial Corporation, Crosswell, Michigan, to merge with Ruth Bank Corporation, Ruth, Michigan and thereby acquire control of Ruth State Bank, Ruth, Michigan.	Newspaper: Federal Register:	Not available Not available
EASTERN MICHIGAN FINANCIAL CORPORATION	* 3A5 * 18C	Notice by Eastern Michigan Financial Corporation, Crosswell, Michigan, to merge with Ruth Bank Corporation, Ruth, Michigan, and thereby indirectly acquire Ruth State Bank, Ruth, Michigan. Simultaneously with the holding company merger, Eastern Michigan Financial Corporation's subsidiary bank, Eastern Michigan Bank, Crosswell, Michigan, intends to merge with Ruth State Bank, Ruth, Michigan. As a result of the merger, Eastern Michigan Bank, Crosswell, Michigan will establish a branch facility at the following location(s): 7004 Atwater Road, Ruth, Michigan	Newspaper: Federal Register:	02/15/2016 01/13/2016
LEVEL ONE BANCORP, INC.	* 3A3	Level One Bancorp, Inc., Farmington Hills, Michigan, to acquire Bank of Michigan, Farmington Hills, Michigan.	Newspaper: Federal Register:	Not available Not available
MAINSOURCE FINANCIAL GROUP, INC.	* 4c8	MainSource Financial Group, Inc., Greensburg, Indiana, to merge with Cheviot Financial Corp., Cheviot, Ohio, a savings and loan holding company and thereby indirectly acquire control of Cheviot Savings Bank, Cheviot, Ohio, a chartered savings and loan association.	Newspaper: Federal Register:	Not available 02/29/2016
MB FINANCIAL, INC.	* 3A5	MB Financial, Inc., Chicago, Illinois, to merge with American Chartered Bancorp, Inc., Schaumburg, Illinois and thereby indirectly acquire control of American Chartered Bank, Schaumburg, Illinois.	Newspaper: Federal Register:	Not available 02/29/2016
OAK PARK RIVER FOREST BANKSHARES, INC.	CIC	Walter F. Healy, Oak Park, Illinois, to acquire 15.5 percent of Oak Park River Forest Bankshares, Inc., Oak Park, Illinois and thereby indirectly acquire Community Bank Oak Park River Forest, Oak Park, Illinois.	Newspaper: Federal Register:	01/06/2016 Not available

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending February 6, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
WINTRUST FINANCIAL CORPORATION	* 3A5	Wintrust Financial Corporation, Rosemont, Illinois, to acquire via merger Generations Bancorp, Inc. and thereby indirectly acquire Foundations Bank, both of Pewaukee, Wisconsin. In addition, Town Bank, Hartland, Wisconsin, to merge with Foundations Bank. As a result of the merger, Town Bank to establish a branch office at N35 W23877 Highfield Court, Pewaukee, Wisconsin.	Newspaper:	Not available
	* 18C		Federal Register:	03/04/2016
	* Branch			

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 February 6, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANC3 HOLDINGS, INC	* 3A1	Banc3 Holdings, Inc., Eads, Tennessee, to become a bank holding company by acquiring 100 percent of The Farmers Bank, Woodland Mills, Tennessee.	Newspaper:	Not available
			Federal Register:	03/04/2016
FIRST SECURITY BANCORP	* 3A3	First Security Bancorp, Searcy, Arkansas, to increase its ownership in CrossFirst Holdings, LLC, Leawood, Kansas, from 9.90% to 10.91% through the purchase of up to 160,607 additional common member units, and thereby increase its interest in CrossFirst Bank, Leawood, Kansas.	Newspaper:	02/29/2016
			Federal Register:	02/29/2016

**District: 8**

**Federal Reserve Bank of St. Louis**

**Availability of CRA Public Evaluations**

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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

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NONE

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**District: 9**

**Federal Reserve Bank of Minneapolis**

**Filings received during the week ending February 6, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
MARKET BANCORPORATION, INC.	CIC	Change in Control Notice by the Irrevocable Trust Agreement of Robert Vogel effective February 11, 1994, Elko New Market, Minnesota, Laura Vogel, trustee of the Trust, Elko New Market, Minnesota, to acquire 20 percent or more of the shares of Market Bancorporation, Elko New Market, Minnesota, and join the Vogel Family Group that controls 100 percent of the shares of Market Bancorporation, Elko New Market, Minnesota, and thereby indirectly controls New Market Bank, Elko New Market, Minnesota.	Newspaper:	02/18/2016
			Federal Register:	02/17/2016



**District: 9**

**Federal Reserve Bank of Minneapolis**

**Availability of CRA Public Evaluations**

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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

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NONE

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**District: 10****Federal Reserve Bank of Kansas City****Filings received during the week ending February 6, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
ARLINGTON STATE BANC HOLDING COMPANY	CIC	Notification submitted by Phyllis J. Monke, Fremont, Nebraska; Thomas L. Monke, Arlington, Nebraska; Cynthia J. Lingren, Eryaman, Ankara in Turkey; and Jean M. Katt, Herman, Nebraska; as members of the Monke Family Group, to collectively acquire control of Arlington State Banc Holding Company, parent of Two Rivers State Bank, both of Blair, Nebraska. Additionally, Theodore E. Dimmitt, Fremont, Nebraska, to retain control of Arlington State Banc Holding Company.	Newspaper: Federal Register:	Not available 02/08/2016
BANK OF BENNINGTON	* 18C * Branch	Bank of Bennington, Bennington, Nebraska, to purchase certain assets and assume certain liabilities of the Ashland, Nebraska Branch of Core Bank, Omaha, Nebraska, and incident thereto, to establish a branch.	Newspaper: Federal Register:	03/03/2016 Not applicable
EUDORA BANCSHARES, INC.	CIC	Notification submitted by the Carole S. Hoover Revocable Trust and Carole S. Hoover, as trustee of the Carole S. Hoover Revocable Trust, both of Eudora, Kansas, to retain control of Eudora Bancshares, Inc., parent of Kaw Valley State Bank, both of Eudora, Kansas.	Newspaper: Federal Register:	02/22/2016 02/23/2016

**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
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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

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NONE

**District: 11****Federal Reserve Bank of Dallas****Filings received during the week ending February 6, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BASTROP BANCSHARES, INC.	CIC	Notice by Bastrop Bancshares, Inc. Employee Stock Ownership Plan, Bastrop, Texas ("ESOP"), and Amanda Lorraine Wickliffe, Bastrop, Texas; John Daniel Mican, Bastrop, Texas; Dianna Fiebrich Kana, Bastrop, Texas; Tammy Lynn Goertz, Rosanky, Texas; and Robert Edward Berryhill, Smithville, Texas, individually and as co-trustees of ESOP acting as a group in concert, to retain and acquire up to 24.9 percent of Bastrop Bancshares, Inc., Bastrop, Texas, and indirectly First National Bank of Bastrop, Bastrop, Texas.	Newspaper: Federal Register:	02/05/2016 02/17/2016
CARLILE BANCSHARES, INC.	CIC	Lee Equity Partners, LLC, the two funds (Lee Equity Partners Realization Fund, L.P., and Lee Equity Strategic Partners Realization Fund, L.P.) which it advises and manages, and LEP Carlile Holdings, LLC, all of New York, New York; AlpInvest Partners B.V. and 16 funds (AlpInvest Partners US Secondary Investments 2015 I CV, AlpInvest Partners US Secondary Investments 2014 II CV, AM 2014 Secondary CV, AM 2015 Secondary CV, AlpInvest Partners US Secondary Investments 2015 II CV, AlpInvest Secondaries Fund (Euro) V CV, AlpInvest Secondaries Fund V CV, AlpInvest Partners US Secondary Investments 2014 I CV, GGG US Secondary CV, GGG US Secondary 2015 CV, AP H Secondaries CV, AP Fondo Secondaries CV, AlpInvest GA Secondary CV, AlpInvest A2 Investment Fund CV, AlpInvest A2 Investment Fund II CV and AlpInvest Partners US Secondary Investments 2014 I, LLC) which are advised or managed by AlpInvest Partners B.V. or one of its affiliates, AlpInvest US Holdings, LLC, all of Amsterdam, The Netherlands; and HarbourVest Partners, LLC, and six funds (Dover Street VIII L.P., HarbourVest Global Annual Private Equity Fund L.P., HarbourVest 2015 Global Fund L.P., HarbourVest Partners X Secondary L.P., HarbourVest Partners IX-Credit Opportunities Fund L.P. and HIPEP VII Secondary L.P.) which are advised or managed by HarbourVest Partners, LLC, or HarbourVest Partners L.P., all of Boston, Massachusetts; to control directly (LEP Carlile Holdings, LLC) or indirectly Carlile Bancshares, Inc., Fort Worth, Texas, and therefore, indirectly, NorthStar Bank of Texas, Denton, Texas, and NorthStar Bank of Colorado, Denver, Colorado.	Newspaper: Federal Register:	Not available Not available

**District: 11**

**Federal Reserve Bank of Dallas**

**Filings received during the week ending February 6, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FIRST COMMERCIAL FINANCIAL CORP	* 3A5	Application by First Commercial Financial Corp., Seguin Texas, to acquire by merger 100 percent of Jourdanton Bancshares, Inc., and indirectly, Jourdanton State Bank, both of Jourdanton, Texas.	Newspaper:	02/19/2016
			Federal Register:	02/11/2016

**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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- SN = Substantial noncompliance

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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

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NONE

**District: 12****Federal Reserve Bank of San Francisco****Filings received during the week ending February 6, 2016**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK OF TOKYO-MITSUBISHI UFJ, LTD., THE	FBSEA	The Bank of Tokyo-Mitsubishi UFJ, Ltd, Tokyo, Japan, to establish an additional branch in New York, New York, pursuant to section 211.24(a)(2) of Regulation K.	Newspaper: Federal Register:	Waived Not applicable
NCAL BANCORP	* 3A3	NCAL Bancorp, Los Angeles, California, to acquire Commercial Bank of California, Irvine, California.	Newspaper: Federal Register:	02/10/2016 02/08/2016
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
WESTAMERICA BANCORPORATION	CIC	Change in Bank Control Notice filed by T. Rowe Price Associates, Inc., Baltimore, Maryland, to retain 10 percent or more of Westamerica Bancorporation, and thereby indirectly in its subsidiary, Westamerica Bank, both of San Rafael, California.	Newspaper: Federal Register:	Not available 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.

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

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NONE

\* Subject to the provisions of the Community Reinvestment Act