
Federal Reserve Release



H.2

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

No. 29

Week Ending July 16, 2016

Forms

Forms -- initial Board review to extend with revision the Savings Association Holding Company Report (FR H-(b)11).

- Proposed, July 14, 2016

Regulations and Policies

Community Reinvestment Act -- final new and revised interagency questions and answers regarding community reinvestment.

- Approved, July 5, 2016

(A/C)

Minority Depository Institutions -- annual report to Congress on preserving minority depository institutions, in accordance with the Dodd-Frank Act.

- Approved, July 15, 2016

Prepaid Cards -- annual report to Congress on government-administered, general-use prepaid cards, in accordance with the Dodd-Frank Act.

- Approved, July 6, 2016

(A/C)

Rules of Practice for Hearings -- interim final rule to adjust the Board's civil monetary penalties to account for inflation, and determination that notice and comment procedures are unnecessary prior to adoption of the interim final rule.

- Approved, July 5, 2016

(A/C)

Enforcement

Northpointe Bancshares, Inc., Grand Rapids, Michigan -- written agreement dated January 21, 2009, terminated July 12, 2016.

- Announced, July 14, 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**

Secretary

Bank of Hawaii, Honolulu, Hawaii -- to establish a branch at Senator Daniel K. Inouye Industrial Park, Pago Pago, American Samoa.

- Approved, July 13, 2016

Richmond

Bank of the James, Lynchburg, Virginia -- to establish a branch at 225 Merchant Walk Square, Charlottesville.

- Approved, July 14, 2016

Kansas City

Citizens Bank of Oklahoma, Pawhuska, Oklahoma -- to establish a branch at 502 East 3rd Street, Tulsa.

- Approved, July 12, 2016

St. Louis

Farmers Bank & Trust Company, Blytheville, Arkansas -- to establish a temporary branch at #1 Park Avenue, Wilson.

- Approved, July 13, 2016

Chicago

Lake City Bank, Warsaw, Indiana -- to establish a branch at 705 South State Road 135, Greenwood.

- Approved, July 12, 2016

Bank Branches, Domestic

Chicago

Oregon Community Bank, Oregon, Wisconsin -- to establish a branch at the intersection of Highway Q and Water Wheel Drive, Waunakee.

- Approved, July 13, 2016

Dallas

Origin Bank, Choudrant, Louisiana -- to establish a branch at 120 City Center Drive, Jackson, Mississippi.

- Approved, July 15, 2016

St. Louis

Simmons Bank, Pine Bluff, Arkansas -- to establish a branch at 2025 Crossover Road, Fayetteville.

- Approved, July 13, 2016

Bank Holding Companies

Richmond

BCP Fund I Virginia Holdings, LLC, et al., Dallas, Texas -- to acquire shares of Hampton Roads Bankshares, Inc., Virginia Beach, Virginia, and thereby indirectly acquire shares of Bank of Hampton Roads.

- Approved, July 11, 2016

Richmond

Blue Ridge Bankshares, Inc., Luray, Virginia -- to acquire River Bancorp, Inc., Martinsville, and thereby indirectly acquire River Community Bank, NA.

- Approved, July 11, 2016

Bank Holding Companies

General Counsel

Byline Bancorp, Inc., Chicago, Illinois -- waiver of application to acquire Ridgestone Financial Services, Inc., Brookfield, Wisconsin, in connection with the merger of Ridgestone Bank with and into Byline Bank, Chicago.

- Granted, July 5, 2016

(A/C)

Richmond

CapGen Capital Group VI LP et al., New York, New York; and Hampton Roads Bankshares, Inc., Virginia Beach, Virginia -- to acquire Xenith Bankshares, Inc., Richmond, Virginia, and thereby indirectly acquire Xenith Bank; and for Bank of Hampton Roads, Virginia Beach, to merge with Xenith Bank, Richmond.

- Approved, July 11, 2016

San Francisco

CBBC Bancorp, West Sacramento, California -- to become a bank holding company by acquiring Community Business Bank, West Sacramento.

- Approved, July 15, 2016

St. Louis

Columbia Bancshares, Inc., Clarence, Missouri -- to become a bank holding company by acquiring Clarence State Bank, Clarence.

- Approved, July 12, 2016

Director, BS&R

CrossFirst Holdings, LLC, Leawood, Kansas -- relief from a commitment.

- Granted, July 11, 2016

Bank Holding Companies

General Counsel

Farmers & Merchants Bancorp, Lodi, California -- waiver of application to acquire Delta National Bancorp, Manteca, in connection with the merger of Delta Bank, National Association, with and into Farmers & Merchants Bank of Central California, Lodi.

- Granted, July 15, 2016

Chicago

First Mid-Illinois Bancshares, Inc., Mattoon, Illinois -- to merge with First Clover Leaf Financial Corp, Edwardsville, and thereby indirectly acquire First Clover Leaf Bank, National Association.

- Approved, July 15, 2016

New York

Hanover Bancorp Inc., Garden City Park, New York -- to become a bank holding company by acquiring Hanover Community Bank, Garden City Park.

- Approved, July 13, 2016

General Counsel

Industry Bancshares, Industry, Texas -- waiver of application to acquire First Groesbeck Holding Company, Groesbeck, in connection with the merger of First National Bank with and into Citizens State Bank, Buffalo.

- Granted, July 13, 2016

Atlanta

Marquis Bancorp, Inc., Coral Gables, Florida -- to become a bank holding company by acquiring Marquis Bank, Coral Gables.

- Approved, July 13, 2016

Bank Holding Companies

General Counsel

Pacific Continental Corporation, Eugene, Oregon -- waiver of application to acquire Foundation Bancorp, Inc., Bellevue, Washington, in connection with the merger of Foundation Bank with and into Pacific Continental Bank, Eugene.

- Granted, July 6, 2016

(A/C)

Atlanta

Sequatchie Valley Bancshares, Inc., Dunlap, Tennessee -- to acquire Franklin County UNITED Bancshares, Inc., Decherd, and thereby acquire Franklin County UNITED Bank.

- Approved, July 11, 2016

Atlanta

Smith & Hood Holding Company, L.L.C., Amite, Louisiana -- to become a bank holding company by acquiring shares of First Guaranty Bancshares, Inc., Hammond.

- Approved, July 14, 2016

St. Louis

South Central Bancorp, Inc., Kinmundy, Illinois -- to engage in lending activities.

- Approved, July 14, 2016

General Counsel

Treynor Bancshares, Inc., Treynor, Iowa -- waiver of application to acquire Okey-Vernon First National Bank (OVB), Corning, in connection with the merger of OVB with and into Treynor State Bank, Treynor.

- Granted, July 14, 2016

Banks, Nonmember, and Miscellaneous Institutions

Director, BS&R

EJF Capital LLC, Arlington, Virginia -- relief from certain commitments (two requests).

- Granted, July 11, 2016

Banks, State Member

St. Louis

Central Bank of St. Louis, Clayton, Missouri -- to make a public welfare investment.

- Approved, June 30, 2016

(A/C)

Atlanta

Compass Bank, Birmingham, Alabama -- to make certain public welfare investments.

- Approved, July 13, 2016

Change in Bank Control

Atlanta

First Guaranty Bancshares, Inc., Hammond, Louisiana -- change in bank control of First Guaranty Bancshares, Inc., and its subsidiary, First Guaranty Bank, Hammond.

- Permitted, July 14, 2016

Atlanta

PrimeSouth Bancshares, Inc., Tallassee, Alabama -- change in bank control of PrimeSouth Bancshares, Inc., and its subsidiary, PrimeSouth Bank, Tallassee.

- Permitted, July 13, 2016

Extensions of Time

Chicago

Community First Bank, Boscobel, Wisconsin -- extension to August 12, 2016, to merge with Livingston State Bank, Livingston, and thereby establish branches (two requests).

- Granted, July 13, 2016

Savings and Loan Holding Companies

Chicago

Ottawa Savings Bancorp, MHC, Ottawa, Illinois -- to convert to stock form and to merge with and into Ottawa Savings Bancorp, Inc., Ottawa; and, through a series of transactions, for Ottawa Bancorp, Inc., to become a savings and loan holding company by acquiring Ottawa Savings Bank, Ottawa.

- Approved, July 14, 2016

Secretary

SFSB, Inc., Bel Air, Maryland -- termination of corporate existence, under Regulation MM.

- Approved, July 15, 2016

Minneapolis

TCB Mutual Holding Company, Tomahawk, Wisconsin; and TCB Financial, Inc. -- to indirectly acquire Merrill Federal Savings & Loan Association (Merrill), Merrill, through the merger of Merrill with and into Tomahawk Community Bank S.S.B., Tomahawk.

- Approved, July 14, 2016

District: 1
Federal Reserve Bank of Boston
Filings received during the week ending July 16, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

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 July 16, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
CHECKSPRING COMMUNITY CORPORATION NY	* 3A1	CheckSpring Community Corporation NY, Bronx, New York, to become a bank holding company by acquiring 100 percent of the shares of Spring Bank, Bronx, New York pursuant to Section 3(a)(1) of the BHC Act of 1956, as amended, and Section 225.15 of Regulation Y.	Newspaper: Federal Register:	Not available 08/12/2016
Regal Bancorp, Inc.	* 3A1	Regal Bancorp Inc., Livingston, New Jersey, to become a bank holding company by acquiring 100 percent of the outstanding stock of Regal Bank, Livingston, New Jersey, pursuant to Section 3(a)(C) of the BHC Act of 1956, as amended, and Section 225.17 of Regulation Y.	Newspaper: Federal Register:	Not available Not available

District: 2

Federal Reserve Bank of New York

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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

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District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending July 16, 2016

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 July 16, 2016**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIFTH THIRD BANK	* Branch	Application by The Fifth Third Bank, Cincinnati, OH to establish a branch at 5640 South Harlem Avenue, Summit, Illinois.	Newspaper: Federal Register:	07/25/2016 Not applicable
FIFTH THIRD BANK	* Branch	Application by The Fifth Third Bank, Cincinnati, Ohio to establish a branch at 1017 Roswell Street, Marietta, Georgia.	Newspaper: Federal Register:	07/25/2016 Not applicable
FIFTH THIRD BANK	* Branch	Application by The Fifth Third Bank, Cincinnati, Ohio to establish a branch at 602 E 10th Street, Palmetto, Florida.	Newspaper: Federal Register:	07/25/2016 Not applicable
FIFTH THIRD BANK	* Branch	Application by The Fifth Third Bank, Cincinnati, Ohio to establish a branch at 2100 E. Whipp Road, Dayton, Ohio.	Newspaper: Federal Register:	07/26/2016 Not applicable
HEARTLAND BANK	* Branch	Heartland Bank files an application to establish a branch office at 5800 Forest Hills Blvd., Columbus, Ohio.	Newspaper: Federal Register:	07/28/2016 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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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 July 16, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
BENCHMARK COMMUNITY BANK	Premises	Benchmark Community Bank, Kenbridge, Virginia, intends to increase its investment in bank premises by \$375,000.	Newspaper: Federal Register:	Not applicable Not applicable
BNC BANCORP	* 3A5	BNC Bancorp, High Point, North Carolina, to acquire 100% of the voting securities of High Point Bank Corporation, High Point, North Carolina, and thereby indirectly acquire High Point Bank and Trust Company, High Point, North Carolina.	Newspaper: Federal Register:	Not available 08/04/2016

* Subject to the provisions of the Community Reinvestment Act

District: 5

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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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 July 16, 2016**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BRAND GROUP HOLDINGS, IN	CIC	Prior change in control notice filed by The W.R.S. 2016 Trust, W.R. Stephens, Jr., Trustee; the E.S.C. 2016 Trust, Elizabeth J. Campbell, Trustee; James Oswald Jacoby, Jr., the Robert L. Schulte Revocable Trust, Robert L. Schulte, Trustee; the Jackson Clay Hunter Revocable Living Trust, Jackson Clay Hunter, Trustee; Debbie Evans, Eric D. Summerhill, Ronald Max Clark, the Sorrells Joint Revocable Trust, W. Kent Sorrells, Trustee; Christopher Edwin Kauffman, Kenneth Aaron Clark, and the TST Trust, Timothy S. Trzebiatowski, Trustee, all of Little Rock, Arkansas; and the Emon A. Mahony Jr. Revocable Trust, Emon A. Mahony, Trustee, El Dorado, Arkansas; Dillon Joyce Ltd., Thomas Hendrick, Partner, Dallas, Texas; the Gary D. Boland and Dana L. Boland Living Trust, Gary D. Boland, Trustee, Ft. Smith, Arkansas; the Martin Family Revocable Living Trust, Bobby Martin, Trustee, Rogers, Arkansas; the Gash Grandchildren's Trust, Ray C. Gash, Trustee, North Little Rock, Arkansas; and the William S. Walker Living Trust, William J. Walker, Trustee, Ft. Smith, Arkansas; have applied to the Federal Reserve Board for permission to own up to 28.205% of the outstanding shares of Brand Group Holdings, Inc. and its subsidiary, The Brand Banking Company, both of Lawrenceville, Georgia.	Newspaper:	Not available
			Federal Register:	07/26/2016
F AND M HOLDING COMPANY INC.	CIC	Prior change in control notice filed by Lynley Loftin Hipps, Columbus, Georgia, to acquire 33 percent of the outstanding shares of F&M Holding Company, Inc., and its subsidiary, F&M Bank and Trust Company, both of Manchester, Georgia.	Newspaper:	Not available
			Federal Register:	Not available
F AND M HOLDING COMPANY INC.	CIC	After-the-fact change in control notice filed by Jaynie Loftin Nesmith, Manchester, Georgia, to retain 33 percent of the outstanding shares of F&M Holding Company, Inc., and its subsidiary, F&M Bank and Trust Company, both of Manchester, Georgia.	Newspaper:	Not available
			Federal Register:	Not available
F AND M HOLDING COMPANY INC.	CIC	After-the-fact change in control notice filed by Patrick Anderson Wasden, Senoia, Georgia, to retain 33 percent of the outstanding shares of F&M Holding Company, Inc., and its subsidiary, F&M Bank and Trust Company, both of Manchester, Georgia.	Newspaper:	Not available
			Federal Register:	08/03/2016

District: 6**Federal Reserve Bank of Atlanta****Filings received during the week ending July 16, 2016**

Filer	Filing Type	Filing Proposal	End of Comment Period	
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:	08/27/2015
			Federal Register:	Not available
REGIONS BANK	PWI	Regions Bank, Birmingham, Alabama, request for approval to make two low income housing public welfare investments.	Newspaper:	Not applicable
			Federal Register:	Not applicable

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

NONE

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending July 16, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
UNITED COMMUNITY BANCORP, INC.	* 3A5	United Community Bancorp, Inc., Chatham, Illinois, to merge with Illini Corporation, Springfield, Illinois and thereby indirectly control Farmers State Bank of Camp Point, Camp Point, Illinois and Illini Bank, Springfield, Illinois.	Newspaper:	Not available
			Federal Register:	Not available
UNITED COMMUNITY FINANCIAL CORPORATION	CIC	Arthur C. Johnson as trustee of the Arthur C. Johnson Bank Stock Trust, Ada, Michigan; the Arthur C. Johnson Bank Stock Trust, Ada, Michigan; Lynnea K. Gery (LaGrange, Illinois) as trustee and Arthur C. Johnson (Ada, Michigan) as special trustee of the Charles and Lois Welling Family Trust; the Charles and Lois Welling Family Trust, Hutchinson Island, Florida; Patricia A. Johnson as trustee of the Patricia A. Johnson Bank Stock Trust, Ada, Michigan; the Patricia A. Johnson Bank Stock Trust, Ada, Michigan; Erik T. Johnson, Rockford, Michigan; Hilary L. Ciesielski, Canton, Michigan; Bonnie K. Miller, individually, and as trustee of the Bonnie K. Miller Bank Stock Trust, Grand Rapids, Michigan; the Bonnie K. Miller Bank Stock Trust, Grand Rapids, Michigan; Charles J. Welling and Lois M. Welling as trustees of the Charles and Lois Welling Bank Stock Trust, Hutchinson Island, Florida; the Charles and Lois Welling Bank Stock Trust, Hutchinson Island, Florida; Legacy Trust as trustee of the Arthur C. Johnson Irrevocable Trust, Grand Rapids, Michigan; the Arthur C. Johnson Irrevocable Trust, Grand Rapids, Michigan; Legacy Trust as trustee of the Patricia A. Johnson Irrevocable Trust, Grand Rapids, Michigan; the Patricia A. Johnson Irrevocable Trust, Grand Rapids, Michigan; and Patlin Leasing Company, a Michigan partnership, as a group acting in concert to retain 25 percent or more of the shares and thereby control of United Community Financial Corporation, Grand Rapids, Michigan and thereby indirectly control United Bank of Michigan, Grand Rapids, Michigan.	Newspaper:	Not available
			Federal Register:	Not available
WINTRUST FINANCIAL CORPORATION	* 3A3 * 18C * Branch	Wintrust Financial Corporation, Rosemont, Illinois, to acquire 100 percent First Community Financial Corporation, Elgin, Illinois, and thereby indirectly acquire First Community Bank, Elgin, Illinois. In addition, Wintrust Financial Corporations subsidiary bank, St. Charles Bank & Trust Company, St. Charles, Illinois, to merge with First Community Bank, Elgin, Illinois. As a result of the merger, First Community Bank offices will become branches of St. Charles Bank & Trust Company.	Newspaper:	Not available
			Federal Register:	Not available

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Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending July 16, 2016

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST STATE BANKING CORP	CIC	Notice by Janive Blanchard, Russellville, Arkansas, as trustee of the Blanchard Living Trust; Charles Bowen Blanchard, Russellville, Arkansas; Charles H. Blanchard, Russellville, Arkansas; Cynthia Blanchard, Russellville, Arkansas, individually and as co-trustee of the William H. Bowen Share No. 2 Trust, the William H. Bowen Exempt Share No. 1 QTIP Trust, and the William H. Bowen Nonexempt Share No. 1 QTIP Trust; Mary P. Hardman, Fayetteville, Arkansas, individually and as co-trustee of the William H. Bowen Share No. 2 Trust, the William H. Bowen Exempt Share No. 1 QTIP Trust, and the William H. Bowen Nonexempt Share No. 1 QTIP Trust; and W. Scott Bowen, as co-trustee of the William H. Bowen Share No. 2 Trust, the William H. Bowen Exempt Share No. 1 QTIP Trust, and the William H. Bowen Nonexempt Share No. 1 QTIP Trust, to collectively acquire control of more than 25 percent of First State Banking Corporation, Russellville, Arkansas.	Newspaper:	07/20/2016
			Federal Register:	07/28/2016

District: 8**Federal Reserve Bank of St. Louis****Filings received during the week ending July 16, 2016**

Filer	Filing Type	Filing Proposal	End of Comment Period	
MAGNOLIA BANKING CORPORATION	CIC	Notice by a family control group, to collectively acquire an additional 0.72 percent of the shares and thereby retain control of more than 25 percent of Magnolia Banking Corporation, Magnolia, Arkansas. The family control group consists of Mary W. Harsh, Magnolia, Arkansas, individually and as trustee of the Mary W. Harsh Revocable Trust; Nina Marie Harsh Burns, Magnolia, Arkansas, individually and as trustee of the Molly Burns Nonexempt Trust, the Nina Marie (Molly) Harsh Burns Revocable Trust, the Mary W. Harsh 2005 Family Trust, the Mary W. Harsh 2002 Family Trust, the Robert Samuel Burns Exempt Trust, the Rebecca M. Burns Gosnell Exempt Trust, and the Mary Elizabeth Burns Anderson Exempt Trust; Amy H. Sixbey, Roland, Arkansas, individually and as trustee of the Amy Sixbey Nonexempt Trust, the Mary W. Harsh 2005 Family Trust, the Mary W. Harsh 2002 Family Trust, the Mary Elizabeth Sixbey Exempt Trust, and the Annie Alexander Sixbey Exempt Trust; Roxana Whitner, Hot Springs Village, Arkansas, as trustee of the Roxana Harsh Whitner Revocable Trust, the Roxana Whitner Nonexempt Trust, the Mary W. Harsh 2005 Family Trust, the Mary W. Harsh 2002 Family Trust, John Douglas Whittemore Exempt Trust, the Jessica Grayson Luther Exempt Trust, the Julia Roxana Kirk Exempt Trust, the Mary Jane Platt Exempt Trust, the Jessica Grayson Luther Revocable Trust, and the John Douglas Whittemore Revocable Trust; Robert L. Burns, Magnolia, Arkansas, individually and as trustee of the Robert L. Burns Revocable Trust; Pat Sixbey, Roland, Arkansas, individually and as trustee of the Mary Elizabeth Sixbey Trust, the Annie Alexander Sixbey Trust, and the Amy Harsh Sixbey 2009 Irrevocable Trust; Robert S. Burns, Magnolia, Arkansas, as trustee of the Robert Samuel Burns Revocable Trust, and the Bob and Molly Burns Family Irrevocable Trust; Mary Elizabeth Burns, trustee of the Mary Elizabeth Burns Revocable Trust and the Bob and Molly Burns Family Irrevocable Trust; and Rebecca M. Burns, trustee of the Rebecca M. Burns Revocable Trust, and the Bob and Molly Burns Family Irrevocable Trust.	Newspaper:	Not available
			Federal Register:	08/04/2016
SOUTHERN BANCORP BANK	* Branch	Southern Bancorp Bank, Arkadelphia, Arkansas, to establish a branch facility to be located at 502 East Main, Gurdon, Arkansas.	Newspaper:	08/01/2016
			Federal Register:	Not applicable

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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- 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: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending July 16, 2016**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BIGFORK BANCSHARES, INC.	CIC	Change in Control Notice by Jeffrey A. Fisher, Bigfork, Minnesota, to retain 25 percent or more of the shares of Bigfork Bancshares, Inc., Bigfork, Minnesota, and thereby indirectly retain control of First State Bank of Bigfork, Bigfork, Minnesota.	Newspaper: Federal Register:	Not available 08/01/2016
FRANSEN BANK & TRUST	* 18C * Branch	Frandsen Bank & Trust, Lonsdale, Minnesota, to merge with Provincial Bank, Lakeville, Minnesota, and incident thereto, establish a branch.	Newspaper: Federal Register:	Not available Not applicable
MACKINAC FINANCIAL CORPORATION	* 3A3	Mackinac Financial Corporation, Manistique, Michigan to acquire 100 percent of Niagara Bancorporation, Inc., Niagara Wisconsin, and thereby indirectly acquire The First National Bank of Niagara, Niagara, Wisconsin.	Newspaper: Federal Register:	Not available 07/23/2016
NORTHWESTERN BANK, THE	* Branch	Northwestern Bank, Chippewa Falls, Wisconsin, to establish a branch facility to be located at 1430 Rivers Edge Trail, Altoona, Wisconsin.	Newspaper: Federal Register:	Not available Not applicable
VERMILLION BANCSHARES, INC.	4c8	Vermillion Bancshares, Inc., Vermillion, Minnesota, to engage, de novo, in extending credit and servicing loans.	Newspaper: Federal Register:	Not applicable Not available

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
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NONE

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 July 16, 2016**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ADAGE, LLC	* 3A1	Adage, LLC, Ogallala, Nebraska, to become a bank holding company through the acquisition of 68.85 percent of the voting shares of Adbanc, Inc., parent of Adams Bank & Trust, both of Ogallala, Nebraska.	Newspaper: Federal Register:	Not available Not available
FIRST STATE BANK NEBRASKA	* Branch	First State Bank Nebraska, Lincoln, Nebraska, to establish a de novo branch at 560 Sargent Street, Beatrice, Nebraska.	Newspaper: Federal Register:	Not available Not applicable
MARGARET PARKER PLATTEI CHARITABLE TRUST	* 3A1	The Margaret Parker Platter Charitable Trust, Osceola, Missouri, to become a bank holding company through the acquisition of 26.03 percent of the voting shares of SCC Bancshares, Inc., parent of St. Clair County State Bank, both of Osceola, Missouri.	Newspaper: Federal Register:	Not available Not available
PLATTE VALLEY CATTLE COMPANY	CIC	Notification submitted by Gregory S. Oliver, Dallas, Texas, to retain control of the Platte Valley Cattle Company, Grand Island, Nebraska, parent of Town and Country Bank, Ravenna, Nebraska.	Newspaper: Federal Register:	Not available Not available

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.

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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

District: 11**Federal Reserve Bank of Dallas****Filings received during the week ending July 16, 2016**

Filer	Filing Type	Filing Proposal	End of Comment Period	
AF MUTUAL HOLDING COMPANY	* MHC Conversion * SLHC Formation	Bancorp 34, Inc., Alamogordo, New Mexico, proposes to become a savings and loan holding company by acquiring 100 percent of Bank 34, Alamogordo, New Mexico. Upon the conversion of AF Mutual Holding Company, Alamogordo, New Mexico, to stock form, AF Mutual Holding Company and Alamogordo Financial Corp, Alamogordo, New Mexico, the existing mid-tier holding company of Bank 34, will cease to exist, and Bank 34 will become a wholly-owned subsidiary of Bancorp 34, Inc.	Newspaper: Federal Register:	Not available 07/07/2016
CARLILE BANCSHARES, INC.	CIC	Lee Equity Partners, LLC, et al., New York, New York; AlpInvest Partners B.V., et al., Amsterdam, The Netherlands; and HarbourVest Partners, LLC, et al., Boston, Massachusetts; to control directly 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 03/07/2016
NORTHSTAR BANK OF TEXAS	* 18C * Branch	Application by Northstar Bank of Texas, Denton, Texas, to merge with its affiliated bank, Northstar Bank of Colorado, Denver, Colorado, and to establish the nineteen locations of the acquired institution as branches of Northstar Bank of Texas.	Newspaper: Federal Register:	Not available Not applicable
SULPHUR SPRINGS BANCSHARES, INC.	* 3A5	Application by Sulphur Springs Bancshares, Inc., Sulphur Springs, Texas, to acquire by merger 100 percent of Wills Point Financial Corporation, and indirectly, Citizens National Bank, both of Wills Point, Texas.	Newspaper: Federal Register:	07/25/2016 08/01/2016

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.

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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
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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

District: 12**Federal Reserve Bank of San Francisco****Filings received during the week ending July 16, 2016**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST FINANCIAL NORTHWEST, INC.	CIC	First Financial Northwest, Inc., Employee Stock Ownership Trust seeks prior non-objection under the Change in Bank Control Act to increase their holdings of the voting common stock of First Financial Northwest, Inc., Renton, Washington from 9.98 percent currently to a maximum of 12.86 percent, as a result of Bancorp's planned stock repurchase program for 2016 of up to 22.4 percent of Bancorp's outstanding common stock.	Newspaper: Federal Register:	Not available Not available
NHB HOLDINGS, INC.	CIC	Brink Investments, Christina Ann Fink, Orlando, Florida, Robert Thomas Fink, Fayetteville, Arkansas, and Timothy Russell Brose, St. Petersburg, Florida, for approval to retain over 10 percent of the voting shares of NHB Holdings, Inc., which owns Proficio Bank, both of Cottonwood Heights, Utah.	Newspaper: Federal Register:	07/15/2014 Not available
WELLS FARGO & COMPANY	CIC	Change in Bank Control Notice filed by Berkshire Hathaway, Inc., et al, Omaha, Nebraska, to acquire over 10.0 percent of the voting common stock of Wells Fargo & Company, San Francisco, California.	Newspaper: Federal Register:	Not available 07/19/2016

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.

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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- 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