
Federal Reserve Release



H.2

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

No. 10

Week Ending March 10, 2018

Forms

Forms -- initial Board review to extend with revision the Holding Company Report of Insured Depository Institutions' Section 23A Transactions with Affiliates (FR Y-8).
- Proposed, March 7, 2018

Forms -- final Board review to extend with revision the Interagency Bank Merger Act Application (FR 2070), Interagency Notice of Change in Control (FR 2081a), Interagency Notice of Change in Director or Senior Executive Officer (FR 2081b), and Interagency Biographical and Financial Report (FR 2081c).
- Approved, March 7, 2018

Forms -- initial Board review to extend without revision the Survey of Consumer Finances (FR 3059).
- Proposed, March 8, 2018

Enforcement

The Royal Bank of Scotland Group, plc, Edinburgh, Scotland; The Royal Bank of Scotland plc and its branches in New York and Connecticut; and The Royal Bank of Scotland N.V., Amsterdam, The Netherlands, and its branches in New York and Illinois -- cease-and-desist order dated July 26, 2011, terminated March 6, 2018.
- Announced, March 8, 2018

Trinity Capital Corporation, Los Alamos, New Mexico -- written agreement dated September 26, 2013, terminated February 27, 2018.
- Announced, March 6, 2018

S&R 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

VCC Bank, Richmond, Virginia -- to establish a branch at 110 Peppers Ferry Road NW, Christiansburg.

- Approved, March 7, 2018

Bank Holding Companies

General Counsel

Great Plains Bancshares, Inc., Hollis, Oklahoma -- waiver of application to acquire Liberty Federal Savings Bank (Liberty FSB), Enid, in connection with Liberty FSB's merger with and into Great Plains National Bank, Elk City.

- Granted, March 9, 2018

Director, S&R

Royal Bank of Scotland Group, plc, Edinburgh, Scotland -- relief from certain commitments.

- Granted, March 7, 2018

Bank Mergers

San Francisco

Heritage Bank of Commerce, San Jose, California -- to merge with Tri-Valley Bank, San Ramon, and thereby acquire branches.

- Approved, March 9, 2018

Bank Mergers

Cleveland

Peoples Bank, Marietta, Ohio -- to merge with American Savings Bank, FSB, Portsmouth, and thereby establish branches.

- Approved, March 8, 2018

Banks, Nonmember, and Miscellaneous Institutions

Director, S&R

Government of Singapore Investment Corporation Pte Ltd (now GIC Private Limited), Singapore -- relief from certain commitments.

- Granted, March 5, 2018

Savings and Loan Holding Companies

Dallas

NexBank Capital, Inc. Dallas, Texas -- to continue engaging in the activities of (1) acquiring improved real estate to be held for rental and (2) maintaining and managing improved real estate.

- Withdrawn, March 6, 2018

General Counsel

State Farm Mutual Automobile Insurance Company, Bloomington, Illinois -- exemption requests to permit two individuals to become institution-affiliated parties.

- Granted, March 6, 2018

General Counsel

State Farm Mutual Automobile Insurance Company, Bloomington, Illinois -- request for an exemption to permit an individual to become an institution-affiliated party.

- Granted, March 5, 2018

Supervision and Regulation

Richmond

Capital One Financial Corporation -- resubmitted capital plan to address deficiencies identified in the 2017 Comprehensive Capital Analysis and Review.

- No Objection, March 9, 2018

District: 1
Federal Reserve Bank of Boston
Filings received during the week ending March 10, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period
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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
NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 2
Federal Reserve Bank of New York
Filings received during the week ending March 10, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 2
Federal Reserve Bank of New York

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District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending March 10, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
HONAT BANCORP, INC.	CIC	After-the-fact notice under the Change in Bank Control Act by the Employee Stock Ownership Plan (with 401(k) Provisions) ("ESOP") of Honat Bancorp, Inc. ("Honat"), Honesdale, Pennsylvania, and Charles Curtin, Clarks Summit, Pennsylvania, Katherine Bryant, Honesdale, Pennsylvania, and Luke Woodmansee, Starlight, Pennsylvania, as trustees of the ESOP, to permit the ESOP to retain more than 10 percent of the shares of and thereby control Honat.	Newspaper:	04/02/2018
			Federal Register:	03/28/2018
HONAT BANCORP, INC.	CIC	After-the-fact notice under the Change in Bank Control Act by Roger L. Dirlam, Honesdale, Pennsylvania, director of Honat Bancorp, Inc. ("Honat"), Honesdale, Pennsylvania, to permit Director Dirlam to retain more than 10 percent of the shares of and thereby control Honat.	Newspaper:	04/02/2018
			Federal Register:	03/28/2018
JUNIATA VALLEY FINANCIAL CORP.	* 3A3	Juniata Valley Financial Corp., Mifflintown, PA, to acquire Liverpool Community Bank ("Liverpool"), Liverpool, PA, in connection with Liverpool's merger with an into Juniata Valley Bank, Mifflintown, PA.	Newspaper:	04/04/2018
			Federal Register:	04/06/2018

District: 3
Federal Reserve Bank of Philadelphia

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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District: 4
Federal Reserve Bank of Cleveland
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NONE

District: 4
Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending March 10, 2018

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BANK OF AMERICA, NATIONAL ASSOCIATION	Investment	Bank of America, National Association, Charlotte, North Carolina, to merge two wholly owned foreign bank subsidiaries, Bank of America Merrill Lynch International Limited, United Kingdom, and Bank of America Merrill Lynch International Designated Activity Company, Ireland.	Newspaper:	Not applicable
			Federal Register:	Not applicable
FARMERS & MERCHANTS BANK	* Branch	Farmers & Merchants Bank, Timberville, Virginia, to establish a branch at 2782 Stuarts Draft Highway, Stuarts Draft, Virginia.	Newspaper:	Not available
			Federal Register:	Not applicable
SELECT BANK	* Branch	Select Bank, Forest, Virginia, to establish a branch at 4925 Boonsboro Road, Lynchburg, Virginia.	Newspaper:	03/13/2018
			Federal Register:	Not applicable

District: 5
Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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Institution	Location	Quarter
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District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending March 10, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMERIS BANCORP	* 3A5	Ameris Bancorp, Moultrie, Georgia, to merge with Hamilton State Bancshares, Inc., and thereby directly acquire Hamilton State Bank, both of Hoschton, Georgia.	Newspaper:	04/06/2018
			Federal Register:	04/09/2018
JAMAICA NATIONAL BUILDING SOCIETY	FBSEA	JN Bank LTD., Kingston, Jamaica, formerly known as Jamaica National Building Society, to establish a representative office in Florida.	Newspaper:	Not available
			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	Quarter
NONE		

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District: 7**Federal Reserve Bank of Chicago****Filings received during the week ending March 10, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BOSSHARD FINANCIAL GROUP, INC.	* 18C	Bosshard Financial Group, Inc., La Crosse, Wisconsin, to merge with Oregon Bancorp, Inc., La Crosse, Wisconsin. In addition, Oregon Bancorp, Inc.'s subsidiary bank, Oregon Community Bank, Oregon, Wisconsin, to merge with Grand Marsh State Bank, Grand Marsh, Wisconsin. As a result of the merger, Grand Marsh State Bank offices, located at 643 County Hwy E, Grand Marsh, Wisconsin, 501 N. Main St., Adams, Wisconsin, and 120 Vallette St., Oxford, Wisconsin, will become branches of Oregon Community Bank.	Newspaper:	04/07/2018
	* 3A5		Federal Register:	03/29/2018
	* Branch			
CBC FINANCIAL, INC.	* 3A1	CBC Financial, Inc., Westmont, Illinois, to become a bank holding company through the acquisition of 100 percent of Citizens Bank of Chatsworth, Chatsworth, Illinois.	Newspaper:	Not available
			Federal Register:	11/07/2017
CHEBELLE CORPORATION	* 3A3	Chebelle Corporation, Belle Plaine, Iowa, to acquire 100 percent of the outstanding shares of Victor State Bank, Victor, Iowa.	Newspaper:	03/30/2018
			Federal Register:	02/16/2018

District: 7
Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

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District: 8**Federal Reserve Bank of St. Louis****Filings received during the week ending March 10, 2018**

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 \$350,000 public welfare investment in St. Louis Equity Fund 2017, LLC, St. Louis, Missouri.	Newspaper:	Not applicable
			Federal Register:	Not applicable
CITIZENS BANK, THE	* Branch	The Citizens Bank, Batesville, Arkansas to establish a branch located at 1698 Higdon Ferry Road, Hot Springs, Arkansas.	Newspaper:	03/15/2018
			Federal Register:	Not applicable
CNB BANK SHARES, INC.	* 3A3	CNB Bank Shares, Inc., Carlinville, Illinois, to acquire 100% of the voting shares of Jacksonville Bancorp, Inc, Jacksonville, Illinois, and thereby indirectly acquire Jacksonville Savings Bank, Jacksonville, Illinois.	Newspaper:	04/02/2018
			Federal Register:	04/05/2018
SIMMONS BANK	* 18C	Simmons Bank, Pine Bluff, Arkansas, to merge with Bank SNB, Stillwater, Oklahoma, and to retain the acquired facilities as branch offices.	Newspaper:	04/09/2018
	* Branch		Federal Register:	Not applicable
STARK BANCSHARES, INC.	* 3A1	Stark Bancshares, Inc., Canton, Ohio, to become a bank holding company by acquiring 100 percent of the voting shares of Farmers Financial Corporation, Bolivar, Missouri, and thereby indirectly acquire Farmers State Bank, SB, Schell City, Missouri.	Newspaper:	03/30/2018
			Federal Register:	04/02/2018

District: 8
Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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27847	DIAMOND BK, MURFREESBORO, ARKANSAS	11/27/2017	03/06/2018	O	Int Sm Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending March 10, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
TCF BANK INTERNATIONAL, INC.	Investment	TCF National Bank, Sioux Falls, South Dakota, through TCF Bank International, Wayzata, Minnesota, an Edge corporation, is proposing to increase its investment in a foreign organization, TCF Commercial Finance Canada, Inc., Oakville, Canada.	Newspaper:	Not applicable
			Federal Register:	Not applicable

District: 9
Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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NONE					

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Institution	Location	Quarter
NONE		

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District: 10**Federal Reserve Bank of Kansas City****Filings received during the week ending March 10, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANKLIBERTY	* 18C * Branch	BankLiberty, Liberty, Missouri, to merge with Lawson Bank, Lawson, Missouri, and incident thereto, to establish several branches.	Newspaper: Federal Register:	03/24/2018 Not applicable
FIRST ALTUS BANCORP, INC.	CIC	Robert McMahan, John "Kyle" McMahan, and the McMahan Family Trust, Edythe McMahan, trustee, all of Altus, Oklahoma, to retain voting shares of First Altus Bancorp, Inc., Altus, Oklahoma, and for approval as members of the McMahan family group, which controls First Altus Bancorp, Altus, Oklahoma, and thereby indirect control of Frazer Bank, Altus, Oklahoma.	Newspaper: Federal Register:	Not available 03/07/2018
FIRSTBANK	* Branch	FirstBank, Lakewood, Colorado, to establish a branch at 1779 Highway 7, Erie, Colorado.	Newspaper: Federal Register:	03/11/2018 Not applicable
MABREY BANK	* 18C * Branch	Mabrey Bank, Bixby, Oklahoma, to merge with The Morris State Bank, Morris, Oklahoma, and incident thereto, to establish a branch.	Newspaper: Federal Register:	04/09/2018 Not applicable
MY ANNS CORPORATION	CIC	Alex Lin, Hong Kong, Hong Kong, Hiu Kwan Kwok, Cyber Port, Hong Kong, Jun Yang, Tianjin, China, and Yongyan Liu, Chaoyang, Beijing, China, to retain voting shares of My Anns Corporation. My Anns Corporation is the parent of Piqua State Bank, both of Piqua, Kansas.	Newspaper: Federal Register:	Not available 03/28/2018
RAMONA BANKSHARES, INC.	CIC	The Robert J. Arnold Family Living Trust, and Robert J. Arnold and Margie E. Arnold as co-trustees, all of McPherson, Kansas, to retain control of 25 percent or more of Ramona Bankshares, Inc., and thereby indirect control of Hillsboro State Bank, both of Hillsboro, Kansas. Additionally, Larry G. Arnold Castle Rock, Colorado, and Kelly Arnold, Wichita, Kansas, to be approved as members of the Arnold Family Group.	Newspaper: Federal Register:	01/23/2018 03/27/2018
RCB HOLDING COMPANY, INC.	* 3A3	RCB Holding Company, Inc., Claremore, Oklahoma, to acquire 100 percent of the voting shares of Central Bank and Trust Co., Hutchinson, Kansas.	Newspaper: Federal Register:	04/06/2018 04/10/2018

District: 10
Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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NONE		

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District: 11
Federal Reserve Bank of Dallas
Filings received during the week ending March 10, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
CHARIS HOLDINGS, INC.	* 3A1	Application by Charis Holdings, Inc., Dallas, Texas, to become a bank holding company by acquiring 100 percent of Justin State Bank, Justin, Texas.	Newspaper:	03/22/2018
			Federal Register:	03/23/2018
SUSSER BANK HOLDINGS, LLC	* 3A1	Application by SBH Manager, LLC, and Susser Bank Holdings, LLC, both of Corpus Christi, Texas, to become bank holding companies through the acquisition of up to 65.9 percent of BancAffiliated, Inc., Arlington, Texas, and indirectly, Affiliated Bank, National Association, Arlington, Texas.	Newspaper:	03/02/2018
			Federal Register:	03/01/2018

District: 11
Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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District: 12**Federal Reserve Bank of San Francisco****Filings received during the week ending March 10, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMERICAN RIVER BANKSHARES	CIC	Basswood Capital Management, LLC; Basswood Opportunity Partners, LP; Basswood Financial Fund, LP; Basswood Enhanced Long Short Fund, LP; Basswood Financial Long Only Fund, LP; Basswood Partners, LLC; Basswood Opportunity Fund, Inc.; Basswood Financial Fund, Inc.; and Bennett Lindenbaum and Matthew Lindenbaum, as Managing Members of Basswood Partners, LLC, Basswood Enhanced Long Short GP, LLC, and Basswood Capital Management, LLC; all of New York, New York, for approval to retain 10.16 percent, and to acquire up to 24.9 percent, of the voting shares of American River Bankshares, Rancho Cordova, California (%Bancorp%), and thereby indirectly retain control, of American River Bank, Sacramento, California.	Newspaper: Federal Register:	Not available 03/27/2018
COMMUNITY BANCSHARES, INC.	CIC	Change in Control Notice by Thomas P. Moran, Walla Walla, Washington; James R Moran, Buckeye, Arizona; and the W&A Moran Exempt Family Trust, Ketchikan, Alaska, Thomas P. Moran and Todd MacManus, Ketchikan, Alaska, Trustees, to retain 46.9 percent of the voting shares of Community Bancshares, Inc., and thereby retain control of Community Bank, both of Joseph, Oregon.	Newspaper: Federal Register:	03/14/2018 03/23/2018
HERITAGE BANK OF COMMERCE	* 18C * Branch	Heritage Bank of Commerce, San Jose, California, to merge with United American Bank, San Mateo, California, and thereby acquire three branch offices.	Newspaper: Federal Register:	03/20/2018 Not applicable
MISSION BANK	* Branch	Mission Bank, Bakersfield, California, to establish a new branch office at 1500 Palma Drive, Ventura, California.	Newspaper: Federal Register:	Not available Not applicable
TRICO BANCSHARES	* 3A5	TriCo Bancshares, Chico, California, to acquire and merge with FNB Bancorp, and thereby indirectly acquire control of First National Bank of Northern California, both of South San Francisco, California.	Newspaper: Federal Register:	Not available 03/19/2018

District: 12
Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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