
Federal Reserve Release



H.2

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

No. 17

Week Ending April 28, 2018

Banks, State Member

The Bank of New York Mellon, New York, New York, and Mellon Overseas Investment Corporation -- requests to make noncash dividends as part of an internal corporate reorganization.

- Approved, April 26, 2018

Forms

Forms -- initial Board review to (1) extend with revision the Financial Statements of U.S. Nonbank Subsidiaries of U.S. Bank Holding Companies, Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations, and Financial Statements of U.S. Nonbank Subsidiaries Held by Foreign Banking Organizations (FR Y-11, FR 2314, and FR Y-7N) and (2) extend without revision the Abbreviated Financial Statements of U.S. Nonbank Subsidiaries of U.S. Bank Holding Companies, Abbreviated Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations, Abbreviated Financial Statements of U.S. Nonbank Subsidiaries Held by Foreign Banking Organizations, and Capital and Asset Report for Foreign Banking Organizations (FR Y-11S, FR 2314S, FR Y-7NS, and FR Y-7Q).

- Proposed, April 24, 2018

Forms -- initial Board review to extend with revision the Consolidated Financial Statements for Holding Companies, Parent Company Only Financial Statements for Large Holding Companies, Parent Company Only Financial Statements for Small Holding Companies, Financial Statements for Employee Stock Ownership Plan Holding Companies, and Supplement to the Consolidated Financial Statements for Bank Holding Companies (FR Y-9C, FR Y-9LP, FR Y-9SP, FR Y-9ES, and FR Y-9CS).

- Proposed, April 24, 2018

Forms -- final Board review to extend without revision the Recordkeeping Requirements Associated with Limitations on Interbank Liabilities (Regulation F).

- Approved, April 24, 2018

Enforcement

Brickyard Bancorp, Inc., Lincolnwood, Illinois -- written agreement dated May 22, 2003, terminated April 18, 2018.

- Announced, April 24, 2018

Regions Bank, Birmingham, Alabama -- issuance of a consent order of prohibition against Gayle A. Kendrick, a former institution-affiliated party of Regions Bank.

- Announced, April 26, 2018

Rock Bancshares, Inc., Little Rock, Arkansas, and Heartland Bank -- written agreement dated December 13, 2016, terminated April 23, 2018.

- Announced, April 26, 2018

The Goldman Sachs Group, Inc., New York, New York -- issuance of a consent cease-and-desist order and assessment of a civil money penalty.

- Approved, April 2, 2018

(A/C)

S&R Supervision and Regulation
C&CA Consumer and Community Affairs
FOMC Federal Open Market Committee

RBOPS Reserve Bank Operations and Payment Systems
IF International Finance
MA Monetary Affairs

Bank Branches, Domestic

Dallas

Centennial Bank, Lubbock, Texas -- to establish a branch at 901 South MoPac Expressway, Austin.

- Approved, April 26, 2018

Chicago

Isabella Bank, Mount Pleasant, Michigan -- to establish a branch at 203 E. Genesee Avenue, Saginaw.

- Approved, April 26, 2018

Kansas City

Oklahoma Capital Bank, Tulsa, Oklahoma -- to establish a branch at 8080 S. Yale Avenue, Tulsa.

- Approved, April 27, 2018

St. Louis

Patriot Bank, Millington, Tennessee -- to establish a branch at 5332 Airline Road, Arlington.

- Approved, April 25, 2018

Dallas

Texas Regional Bank, Harlingen, Texas -- to establish a branch at 3275 Boca Chica Boulevard, Brownsville.

- Approved, April 25, 2018

Bank Holding Companies

Atlanta

BOLC Corp., Fayetteville, Tennessee -- to merge with North Alabama Bancshares, Inc., Hazel Green, and thereby acquire North Alabama Bank.

- Approved, April 26, 2018

Atlanta

Community Bancshares of Mississippi, Inc. Employee Stock Ownership Plan, Brandon, Mississippi -- to acquire additional shares of Community Bancshares of Mississippi, Inc., Brandon, and thereby indirectly acquire its bank subsidiary, Community Bank of Mississippi, Forest.

- Approved, April 27, 2018

Kansas City

HYS Investments, LLC, Topeka, Kansas -- to acquire additional shares of BOTS, Inc., Topeka, parent of VisionBank.

- Approved, April 25, 2018

Kansas City

Wamego Bancshares, Inc., Wamego, Kansas -- (1) to acquire The St. Marys State Bank, Saint Marys, (2) and for Bank of the Flint Hills, Wamego, to merge with The St. Marys State Bank and thereby establish branches.

- Approved, April 27, 2018

Bank Premises

Richmond

Benchmark Community Bank, Kenbridge, Virginia -- to increase its investment in bank premises.

- Approved, April 24, 2018

Banks, Foreign

General Counsel

Development Bank of Japan, Inc. (DBJ), Tokyo, Japan -- request for a determination that DBJ continues to qualify as a "special-purpose foreign government-owned bank" under Regulation K.

- Approved, April 24, 2018

Change in Bank Control

San Francisco

Community Bancshares, Inc., Joseph, Oregon -- to retain control of Community Bancshares, Inc., and its subsidiary, Community Bank, Joseph.

- Permitted, April 24, 2018

Extensions of Time

Kansas City

Bern Bancshares, Inc., Bern, Kansas -- extension to July 27, 2018, to acquire shares of UBT Bancshares, Inc., Marysville, parent of United Bank & Trust.

- Granted, April 27, 2018

Philadelphia

Meridian Corporation, Malvern, Pennsylvania -- extension to July 25, 2018, to become a bank holding company by acquiring Meridian Bank, Malvern.

- Granted, April 25, 2018

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending April 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
HARBORONE BANCORP, INC.	* 3A3	Application by HarborOne Mutual Bancshares and its mid-tier stock holding company, HarborOne Bancorp, Inc., both of Brockton, Massachusetts, to acquire Coastway Bancorp, Inc., and its subsidiary bank, Coastway Community Bank, both of Warwick, Rhode Island pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended.	Newspaper:	Not available
	* 3A5		Federal Register:	05/11/2018

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
339773	NEEDHAM BK, NEEDHAM, MASSACHUSETTS	02/23/2018	04/12/2018	S	Large Bank

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 April 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
ADIRONDACK TRUST COMPANY, THE	Premises	The Adirondack Trust Company, Saratoga Springs, New York, to make an investment in bank premises pursuant to Section 24A of the Federal Reserve Act and Section 208.21 of Regulation H.	Newspaper:	Not applicable
			Federal Register:	Not applicable

District: 2
Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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601416	FIVE STAR BK, WARSAW, NEW YORK	09/30/2013	04/17/2017	NI	Large Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

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District: 3
Federal Reserve Bank of Philadelphia
Filings received during the week ending April 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period
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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	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending April 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Cincinnati, Ohio, files an application to establish branch offices at the following locations: (1) 12971 Bonita Beach Road SE, Bonita Springs, FL 34135; (2) 12608 Beach Boulevard, Jacksonville, FL 32246; (3) 8075 Via Dellagio Way, Orlando, FL 32819; (4) 4902 South Tamiami Trail, Sarasota, FL 34231; (5) 3740 Bee Ridge Road, Sarasota, FL 34233; (6) 7200 West 87th Street, Bridgeview, IL 60455; (7) 20896 North Quentin Road, Kildeer, IL 60047; (8) 35275 Gratiot Avenue, Clinton Township, MI 48035; (9) 54985 Van Dyke Avenue, Shelby Township, MI 48316; (10) 1100 North Harrison Avenue, Cary, NC 27513; (11) 201 North Tryon Street, Charlotte, NC 28202; (12) 1604 Galleria Boulevard, Charlotte, NC 28270; (13) 11206 Providence Road West, Charlotte, NC 28277; (14) 8000 Princeton Glendale Road, West Chester Township, OH 40511.	Newspaper:	05/05/2018
			Federal Register:	Not applicable
MSB CAPITAL CORPORATION	* 3A1	Application by MSB Capital Corporation, Columbus, Ohio to become a bank holding company by acquiring 100% of the voting shares of United Midwest Savings Bank, De Graff, Ohio, upon its conversion to a national bank.	Newspaper:	05/11/2018
			Federal Register:	05/21/2018

District: 4
Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 5
Federal Reserve Bank of Richmond
Filings received during the week ending April 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 5
Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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506922	SANDY SPRING BK, OLNEY, MARYLAND	05/15/2017	04/10/2018	O	Large Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 6
Federal Reserve Bank of Atlanta
Filings received during the week ending April 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
BRAND BANKING COMPANY, THE	* Branch	The Brand Banking Company, Lawrenceville, Georgia, to establish a branch located at 785 Fence Road, Dacula, Georgia.	Newspaper:	05/05/2018
			Federal Register:	Not applicable
PBD HOLDINGS, LLC	* 3A1	PBD Holdings, LLC, Chattanooga, Tennessee, to become a bank holding company by acquiring outstanding shares of Millennium Bancshares, Inc., Ooltewah, Tennessee, and AB&T Financial Corporation, Gastonia, North Carolina.	Newspaper:	05/17/2018
			Federal Register:	05/25/2018
REGIONS BANK	PWI	Regions Bank, Birmingham, Alabama, request for approval to make one public welfare investment.	Newspaper:	Not applicable
			Federal Register:	Not applicable

* Subject to the provisions of the Community Reinvestment Act

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		

* Subject to the provisions of the Community Reinvestment Act

District: 7**Federal Reserve Bank of Chicago****Filings received during the week ending April 28, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
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
DUNLAP IOWA HOLDING CO.	CIC	Julie J. Kaufmann individually and as a group acting in concert with Joyce Buxton, Springfield, Missouri; Philip Buxton, Springfield, Missouri; Audrey Buxton, San Diego, California; Julie J. Kaufmann, Harlan, Iowa; Leo P. Kaufmann, Harlan, Iowa; Kayla Weis, Harlan, Iowa; Mary Hoch, Harlan, Iowa; Michael Kaufmann, Oak Park, Illinois; Randall Kaufmann, Lenexa, Kansas; James R. Randall and Linda Randall, jointly with rights of survivorship, Osceola, Iowa; James Michael Randall, Stilwell, Kansas; Jennifer J. Main, N. Charleston, South Carolina; Jay T. Randall, Dunlap, Iowa; Lynn J. Randall, Dunlap, Iowa; and the Estate of Richard Randall, Dunlap, Iowa, to amend the Randall Family Control Group approved in 1982 and retain 25 percent or more of the voting shares of Dunlap Iowa Holding Co., Dunlap, Iowa, and thereby indirectly control Community Bank, Dunlap, Iowa.	Newspaper:	05/09/2018
			Federal Register:	05/09/2018
LIBERTY BANCORPORATION	CIC	Notice by Ronald L. Hansen, Durant, Iowa, individually and as a group acting in concert with Thomas O. Hansen Living Trust, Thomas O. Hansen, Trustee, both of Enoch, Utah and the Hansen Grandchildren's Trust, Durant, Iowa, Ronald L. Hansen and Thomas O. Hansen, co-trustees, to acquire control of Liberty Bancorporation, Durant, Iowa and indirectly control Liberty Trust and Savings Bank, Durant, Iowa.	Newspaper:	Not available
			Federal Register:	Not available
QCR HOLDINGS, INC.	* 3A3	QCR Holdings, Inc., Moline, Illinois, to acquire 100 percent of the voting shares of Springfield Bancshares, Inc. and thereby indirectly acquire Springfield First Community Bank, both of Springfield, Missouri.	Newspaper:	Not available
			Federal Register:	Not available
WESTBURY BANCORP, INC.	CIC	Notice by Westbury Bank ESOP, West Bend, Wisconsin to retain 10.68 percent of the voting shares of Westbury Bancorp and thereby indirectly control of Westbury Bank, both of West Bend, Wisconsin.	Newspaper:	Not available
			Federal Register:	Not available

District: 7
Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending April 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
ARVEST BANK	* Branch	Arvest Bank, Fayetteville, Arkansas, to establish a branch facility to be located at the corner of East 106th Street North and North 138th East Avenue, Owasso, Oklahoma.	Newspaper:	05/11/2018
			Federal Register:	Not applicable
BANCSTAR, INC.	* 3A5	BancStar, Inc., and Pacific BancStar, Inc., both of St. Louis, Missouri, to acquire through merger 100 percent of the voting shares of Hillsboro Bancshares, Inc., Hillsboro, Missouri, and thereby indirectly acquire Bank of Hillsboro, Hillsboro, Missouri.	Newspaper:	Not available
			Federal Register:	Not available
FNB BARRY BANCORP, INC	CIC	Notice by Anna E. Hechler, Quincy, Illinois, individually and as part of a family control group that includes Joseph E. Gully, Barry, Illinois, to retain control of more than 25 percent of FNB Barry Bancorp, Inc., Barry, Illinois.	Newspaper:	Not available
			Federal Register:	05/10/2018

District: 8
Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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630041	FIRST ST BK OF DONGOLA, DONGOLA, ILLINOIS	12/11/2017	04/13/2017	O	Small 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 April 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
SECURITY FINANCIAL SERVICES CORPORATION	* 18C	Security Financial Services Corporation, Durand, Wisconsin, to acquire 100% of Pioneer Acquisition Corporation, Ladysmith, Wisconsin. In addition, Security Financial Bank, Durand, Wisconsin, to merge with Pioneer Bank of Wisconsin, Ladysmith, Wisconsin and incident thereto, establish branches.	Newspaper:	Not available
	* 3A5		Federal Register:	05/24/2018
	* Branch			
VIKING FINANCIAL CORPORATION	* 3A1	Viking Financial Corporation, Alexandria, Minnesota, a savings and loan holding company, to become a bank holding company by acquiring 100% of First State Bank of Ashby, Ashby, Minnesota. In connection Viking Financial Corporation will retain ownership of its savings association subsidiary, Viking Bank, Alexandria, Minnesota and thereby engage in operating a savings association.	Newspaper:	05/04/2018
	* 4c8		Federal Register:	05/02/2018

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	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 10
Federal Reserve Bank of Kansas City
Filings received during the week ending April 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMERICAN STATE BANK & TRUST COMPANY	* 18C * Branch	American State Bank & Trust Company, Great Bend, Kansas, to merge with Rose Hill Bank, Rose Hill, Kansas, and incident thereto, to establish several branches.	Newspaper: Federal Register:	04/28/2018 Not applicable
ANB BANK	* Branch	ANB Bank, Denver, Colorado, to establish a branch at 600 Main Street, Longmont, Colorado.	Newspaper: Federal Register:	Not available Not applicable
ANB BANK	* Branch	ANB Bank, Denver, Colorado, to establish a branch at the corner of East Valley Road and Robinson Street, Basalt, Colorado.	Newspaper: Federal Register:	05/10/2018 Not applicable
FSB BANCSHARES, INC.	CIC	Kevin Scott Perry, Edmond, Oklahoma, to acquire more than 25 percent of FSB Bancshares, Inc., Oklahoma City, Oklahoma, and thereby indirectly acquire First Security Bank and Trust Company, Oklahoma City, Oklahoma.	Newspaper: Federal Register:	Not available 05/18/2018
RCB BANK	* Branch	RCB Bank, Claremore, Oklahoma, to establish a de novo branch at 1902 East 16th Street, Wellington, Kansas.	Newspaper: Federal Register:	05/10/2018 Not applicable

District: 10
Federal Reserve Bank of Kansas City

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: 11

Federal Reserve Bank of Dallas

Filings received during the week ending April 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period		
DIAMOND HTH STOCK COMPANY GP, LLC	* 18C	Application by Diamond HTH Stock Company GP, LLC, and Diamond HTH Stock Company, LP, both of Dallas, Texas, to become bank holding companies and retain ownership in Diamond A Financial, LP, and therefore indirectly, Hilltop Holdings Inc., PlainsCapital Corporation, and PlainsCapital Bank, all of Dallas, Texas; Maedgen & White, LTD., Diamond HTH Stock Company GP, LLC, Diamond HTH Stock Company, LP, Diamond A Financial, L.P., Hilltop Holdings, Inc., and PlainsCapital Corporation, all of Dallas, Texas, to indirectly acquire The Bank of River Oaks, Houston, Texas; and for PlainsCapital Bank, Dallas, Texas, to acquire by merger The Bank of River Oaks and to further operate all the target institution's branches as branches of PlainsCapital Bank.	Newspaper:	Not available	
	* 3A1		Federal Register:	04/11/2018	
	* 3A3				
	* Branch				

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 April 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
OAK VALLEY COMMUNITY BANK	* Branch	Oak Valley Community Bank, Oakdale, California, to open a new branch at 455 Capitol Mall, Suite 115, Sacramento, California.	Newspaper:	05/04/2018
			Federal Register:	Not applicable

District: 12
Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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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