
Federal Reserve Release



H.2

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

No. 20

Week Ending May 19, 2018

Forms

Forms -- initial Board review to extend without revision the Recordkeeping Requirements Associated with Changes in Foreign Investments (Made Pursuant to Regulation K) (FR 2064).
- Proposed, May 15, 2018

Personnel

Management Division -- appointment of Ann Buckingham as deputy associate director.
- Announced, May 15, 2018

Reserve Bank Operations

Federal Reserve Bank of Atlanta -- appointment of André T. Anderson as first vice president.
- Approved, May 10, 2018

(A/C)

Reserve Bank Reporting Requirements -- revisions to update reporting requirements related to Reserve Bank legal matters.
- Approved, May 14, 2018

Enforcement

Barclays Bank, plc, London, England, and its New York, New York, branch -- cease-and-desist order dated August 16, 2010, terminated May 11, 2018.
- Announced, May 15, 2018

Oklahoma Capital Bank (formerly, Freedom Bank of Oklahoma), Tulsa, Oklahoma -- written agreement dated April 16, 2013, terminated May 10, 2018.
- Announced, May 15, 2018

Enforcement

Regions Bank, Birmingham, Alabama -- issuance of consent orders of prohibition against Nathaniel Frazier and Jeffrey Garrison, former institution-affiliated parties, and dismissal of administrative enforcement proceedings against these individuals.
- Approved, May 18, 2018

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

St. Louis

Arvest Bank, Fayetteville, Arkansas -- to establish a branch at the corner of East 106th Street North and North 138th East Avenue, Owasso, Oklahoma.

- Approved, May 16, 2018

Kansas City

RCB Bank, Claremore, Oklahoma -- to establish a de novo branch at 1902 East 16th Street, Wellington, Kansas.

- Approved, May 15, 2018

Atlanta

SmartBank, Pigeon Forge, Tennessee -- to establish a branch at 710 Dolly Parton Parkway, Sevierville.

- Approved, May 17, 2018

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish branches at 3139 Highway 278 NE, Covington; 6240 Roswell Road, Atlanta; 4261 The Circle at North Hills Street, Raleigh, North Carolina; 6818 Parker Farm Drive, Wilmington; 1200 Semmes Avenue, Richmond, Virginia; and 13865 Narcoossee Road, Orlando, Florida.

- Approved, May 15, 2018

Bank Holding Companies

Director, S&R

AMG National Corp., Greenwood Village, Colorado -- relief from certain commitments.

- Granted, May 18, 2018

Chicago

Bosshard Financial Group, Inc., La Crosse, Wisconsin -- to merge with Oregon Bancorp, Inc., La Crosse; and for Oregon Community Bank, Oregon, to merge with Grand Marsh State Bank, Grand Marsh, and thereby establish branches.

- Approved, May 16, 2018

General Counsel

CoastalSouth Bancshares, Inc., Hilton Head Island, South Carolina -- waiver of application to acquire First Citizens Financial Corporation, Dawsonville, Georgia, and its subsidiary, Foothills Community Bank, in connection with Foothills Community Bank's merger with and into CoastalStates Bank, Hilton Head Island, South Carolina.

- Granted, May 16, 2018

General Counsel

Farmers & Merchants Bancorp, Lodi, California, and Farmers & Merchants Bank of Central California (F&M Bank) -- waiver of application to acquire Bank of Rio Vista, Rio Vista, to facilitate the purchase and assumption of the assets and liabilities of Bank of Rio Vista by F&M Bank.

- Granted, May 15, 2018

Bank Holding Companies

General Counsel

Leakco Bank Holding Company, Wolsey, South Dakota -- waiver of application to acquire Farmers State Bank, Stickney, in connection with Farmers State Bank's merger with and into American Bank & Trust, Wessington Springs.

- Granted, May 14, 2018

Dallas

Overton Financial Corporation, Overton, Texas, and Overton Delaware Corporation -- to acquire shares of Longview Financial Corporation, Longview, and indirectly acquire shares of its subsidiary, Texas Bank and Trust Company.

- Approved, May 18, 2018

Bank Mergers

St. Louis

First Financial Bank, El Dorado, Arkansas -- to purchase certain assets and assume certain liabilities of two Mena branches of Bear State Bank, Little Rock, and to retain the acquired facilities as branches.

- Approved, May 15, 2018

Banks, State Member

Dallas

Comerica Bank, Dallas, Texas -- to make a community development and public welfare investment.

- Approved, May 18, 2018

Change in Bank Control

San Francisco

FNB Bancorp, Layton, Utah -- to retain control of FNB Bancorp and its subsidiary, First National Bank of Layton, Layton.

- Withdrawn, May 16, 2018

Kansas City

Hulett Bancorp, Hulett, Wyoming -- to retain control of Hulett Bancorp and its subsidiary, Summit National Bank, Hulett.

- Permitted, May 18, 2018

Extensions of Time

Dallas

Centennial Bank, Lubbock, Texas -- extension to December 1, 2018, to establish a branch at 1322 River Terrace, New Braunfels.

- Granted, May 17, 2018

Secretary

Leverage Ratio Requirements -- extension to June 25, 2018, of the comment period on the proposed interagency rule to modify the enhanced supplementary leverage ratio standards for global systemically important bank holding companies (G-SIBs) and certain G-SIB subsidiaries.

- Approved, May 17, 2018

Savings and Loan Holding Companies

General Counsel

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

- Granted, May 17, 2018

District: 1
Federal Reserve Bank of Boston
Filings received during the week ending May 19, 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 May 19, 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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940311	BANCO POPULAR DE PR, SAN JUAN, PUERTO RICO	04/27/2015	05/16/2018	O	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 May 19, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
ORRSTOWN BANK	* Branch	Orrstown Bank, Shippensburg, PA, to establish a branch facility to be located at 1324 Main Street, East Earl, PA.	Newspaper:	05/24/2018
			Federal Register:	Not applicable

District: 3
Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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District: 4
Federal Reserve Bank of Cleveland
Filings received during the week ending May 19, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
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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CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

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District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending May 19, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
VIRGINIA COMMONWEALTH BANK	* Branch	Virginia Commonwealth Bank, Richmond, Virginia, to establish a branch at 300 32nd Street, Virginia Beach, Virginia.	Newspaper:	05/14/2018
			Federal Register:	Not applicable

District: 5
Federal Reserve Bank of Richmond

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: 6
Federal Reserve Bank of Atlanta
Filings received during the week ending May 19, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMPASS BANK	* Branch	Compass Bank, Birmingham, Alabama, to establish a branch to be located at 8620 Skillman Street, Dallas, Texas, to be known as the Skillman Plaza Branch.	Newspaper:	05/28/2018
			Federal Register:	Not applicable
FIRST US BANCSHARES, INC.	* 3A3	First US Bancshares, Inc., Birmingham, Alabama, to acquire 100 percent of the outstanding shares of The Peoples Bank, Rose Hill, Virginia.	Newspaper:	Not available
			Federal Register:	Not available
NATIONAL COMMERCE CORPORATION	* 3A5	National Commerce Corporation, Birmingham, Alabama, to merge with Landmark Bancshares, Inc., and thereby directly acquire its subsidiary, First Landmark Bank, both of Marietta, Georgia.	Newspaper:	Not available
			Federal Register:	Not available

* Subject to the provisions of the Community Reinvestment Act

District: 6**Federal Reserve Bank of Atlanta****Filings received during the week ending May 19, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
REGIONS BANK	* Branch	Regions Bank, Birmingham, Alabama, to establish the following branches: Bethelview Plaza Branch (Bethelview Road and Castleberry Road, Cumming, GA); Bradford Creek Branch (8863 Highway 72 West, Madison, AL); Champions Forest Branch (Grand Parkway Frontage Road and Champion Forest Drive, Spring, TX); Creekside Branch (Kuykendahl Road near intersection with Augusta Pines Drive, Spring, TX); Cross Creek Branch (4930 FM 1463 Road, Fulshear, TX); Generation Park Branch (14125 East Sam Houston Parkway North, Houston, TX); Greenway Plaza Branch (3773 Richmond Avenue, Houston, TX); Hardin Valley Branch (2289 Valley Vista Road, Knoxville, TN); Kuykendahl Branch (6730 Spring Stuebner Road, Spring, TX); League City Branch (League City Parkway and Hobbs Road, League City, TX); Midtown St. Louis Branch (Vandeventer Avenue and Laclede Avenue, St. Louis, MO); Morton Ranch Branch (22730 Morton Ranch Road, Katy, TX); North Decatur Square Branch (1565 Church Street, Suite 570, Decatur, GA); Northbrook Branch (SE Corner of 34th Street and Highway 290, Houston, TX); San Felipe Branch (San Felipe Street and Fountain View Drive, Houston, Texas); Sienna Plantation Branch (Highway 6 and Sienna Christus Drive, Missouri City, TX); Southgate Sarasota Branch (4034 South Tamiami Trail, Sarasota, FL); Springwoods Branch (Spring Steubner Road near intersection with Holzwarth Road, Spring, TX); Sugar Hill Branch (5905 Suwanee Dam Road, Sugar Hill, GA); University Commons Branch (West Clay Street and First Capital Drive, St. Charles, MO); Valley Ranch Branch (near intersection of Highway 59/I-69 and Grand Parkway (State Highway 99), New Caney, TX); Westchase Branch (Westheimer Road and Walnut Bend Lane, Houston, TX); Windermere Branch (7852 Winter Garden Vineland Road, Windermere, FL).	Newspaper:	05/24/2018
			Federal Register:	Not applicable

District: 6
Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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701736	BRAND BKG CO, LAWRENCEVILLE, GEORGIA	08/29/2016	01/29/2018	S	Large Bank
3715444	CAPSTAR BK, NASHVILLE, TENNESSEE	02/05/2018	05/14/2018	S	Int Sm Bank
2877345	INSBANK, NASHVILLE, TENNESSEE	11/06/2017	05/09/2018	S	Int Sm Bank

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 May 19, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ARBOR BANCORP, INC.	CIC	Notice by the William C. Martin 2018 Grantor Retained Annuity Trust #1, with William C. Martin as trustee, and the William C. Martin 2018 Grantor Retained Annuity Trust #2, with William C. Martin as trustee, all of Ann Arbor, Michigan, to join the Martin Family Control Group approved on December 15, 2017, and acquire control of 10 percent or more of the voting shares of Arbor Bancorp, Inc., and thereby indirectly control Bank of Ann Arbor, both of Ann Arbor, Michigan.	Newspaper: Federal Register:	Not available 05/31/2018
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: Federal Register:	Not available 11/07/2017
CENTRAL STATE BANK	* Branch	Central State Bank, Elkader, Iowa, to establish a branch at 805 22nd Avenue, Coralville, Iowa.	Newspaper: Federal Register:	05/18/2018 Not applicable
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: Federal Register:	Not available 05/23/2018
WESTBURY BANCORP, INC.	* 3A1	Westbury Bancorp, Inc., West Bend, Wisconsin, to become a bank holding company following the conversion of its subsidiary bank, Westbury Bank, West Bend, Wisconsin, from a federal savings bank to a Wisconsin state chartered commercial bank.	Newspaper: Federal Register:	Not available 06/11/2018

District: 7
Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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115146	SAINT ANSGAR ST BK, SAINT ANSGAR, IOWA	01/08/2018	05/12/2018	S	Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending May 19, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST PARAGOULD BANKSHARES, INC.	* 3A3	First Paragould Bankshares, Inc., Paragould, Arkansas, to acquire 100 percent of the voting shares of One Bank & Trust, National Association, Little Rock, Arkansas.	Newspaper:	06/18/2018
			Federal Register:	06/18/2018

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	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending May 19, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST BANK OF BALDWIN, THE	* Branch	The First Bank of Baldwin, Baldwin, Wisconsin, to establish a branch facility at 100 Mill Street, Balsam Lake, Wisconsin.	Newspaper:	Not available
			Federal Register:	Not applicable
SECURITY FINANCIAL SERVICES CORPORATION	* 18C	Security Financial Services Corporation, Durand, Wisconsin, to acquire 100% of	Newspaper:	Not available
	* 3A5	Pioneer Acquisition Corporation, Ladysmith, Wisconsin. In addition,	Federal Register:	05/24/2018
	* Branch	Security Financial Bank, Durand, Wisconsin, to merge with Pioneer Bank of Wisconsin, Ladysmith, Wisconsin and incident thereto, establish branches.		

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		

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District: 10
Federal Reserve Bank of Kansas City
Filings received during the week ending May 19, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
ANB BANK	* Branch	ANB Bank, Denver, Colorado, to establish a branch at 600 Main Street, Longmont, Colorado.	Newspaper:	Not available
			Federal Register:	Not applicable
PROTECTION BANK HOLDING COMPANY, INC., THE	CIC	The Merle Wait Trust, Protection, Kansas, and co-trustees Brenda Martin and Candace Murphy, Protection, Kansas, Merle Wait, Jr., Watauga, Texas, and Elaine Philips, Arkansas City, Kansas, to acquire voting shares of The Protection Bank Holding Company, Inc., Protection, Kansas, and to be approved as members of the Wait Family Control Group. The Protection Bank Holding Company, Inc. controls, The Bank of Protection, Protection, Kansas. Additionally, Tom Murphy and Hilary Murphy, both of Protection, Kansas, to be approved as members of the Wait Family Control Group.	Newspaper:	Not available
			Federal Register:	06/05/2018

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending May 19, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
QUAIL CREEK BANCSHARES, INC.	CIC	Patsy Ruth Davenport and David Mark Davenport, individually, of Oklahoma City, Oklahoma, to retain control of Quail Creek Bancshares, Inc., Oklahoma City, Oklahoma. In addition, the GST Exemption Residuary Share Trust, the Patsy Ruth Davenport Non-Exempt QTIP Trust, the Patsy Ruth Davenport GST Exempt QTIP Trust, the QCB Separate Share Trust f/b/o Mark Davenport, the QCB Separate Share Grandchild's Trust f/b/o Ashley Davenport, the QCB Separate Share Grandchild's Trust f/b/o Christina Davenport, the QCB Separate Share Grandchild's Trust f/b/o Lindsey Duran, the QCB Separate Share Grandchild's Trust f/b/o Alexis Lavender, David Mark Davenport, individually and as trustee of the GST Exemption Residuary Share Trust, the Patsy Ruth Davenport Non-Exempt QTIP Trust, and the Patsy Ruth Davenport GST Exempt QTIP Trust, Patsy Ruth Davenport, as trustee of the GST Exemption Residuary Share Trust, the Patsy Ruth Davenport Non-Exempt QTIP Trust, and the Patsy Ruth Davenport GST Exempt QTIP Trust, and Richard Allen Goranson, as trustee of the QCB Separate Share Trust f/b/o Mark Davenport, the QCB Separate Share Grandchild's Trust f/b/o Ashley Davenport, the QCB Separate Share Grandchild's Trust f/b/o Christina Davenport, the QCB Separate Share Grandchild's Trust f/b/o Lindsey Duran, and the QCB Separate Share Grandchild's Trust f/b/o Alexis Lavender, all of Oklahoma City, Oklahoma, to acquire voting shares of Quail Creek Bancshares, Inc., Oklahoma City, Oklahoma, and be approved as members of the Davenport Family Group acting in concert, which controls the company. Quail Creek Bancshares, Inc. controls Quail Creek Bank, National Association, of Oklahoma City, Oklahoma.	Newspaper:	Not available
			Federal Register:	06/07/2018

District: 10
Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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District: 11
Federal Reserve Bank of Dallas
Filings received during the week ending May 19, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
CHARTER BANCSHARES, INC.	CIC	Retroactive notice of change in control by Sid Ridlehuber of Corpus Christi, Texas; and Sid Ridlehuber of Corpus Christi, Texas, Ryan Ridlehuber of San Antonio, Texas, and Robyn Totah of Austin, Texas, (together known as the Ridlehuber Family Group, a group acting in concert), to acquire and retain ten percent or more control of Charter Bancshares, Inc., Corpus Christi, Texas, which controls Charter Bank, Corpus Christi, Texas.	Newspaper:	Not available
			Federal Register:	06/04/2018
ORIGIN BANK	* Branch	Application by Origin Bank, Choudrant, Louisiana, to establish a branch at 3201 Dallas Parkway, Frisco, Texas 75034.	Newspaper:	Not available
			Federal Register:	Not applicable

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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 May 19, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
SILICON VALLEY BANK	PWI	Silicon Valley Bank, Santa Clara, California, requests prior approval for \$12.6 million public welfare investment in the RBC Tax Credit Equity California Fund - 4 L.P.	Newspaper:	Not applicable
			Federal Register:	Not applicable

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.

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