
Federal Reserve Release



H.2

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

No. 23

Week Ending June 9, 2018

Bank Holding Companies

TriCo Bancshares, Chico, California -- to merge with FNB Bancorp, South San Francisco, and thereby acquire First National Bank of Northern California.

- Approved, June 5, 2018

Regulations and Policies

Volcker rule -- interagency notice of proposed rulemaking and request for public comment to revise the compliance requirements relating to the Volcker rule.

- Announced, June 5, 2018

Enforcement

Goldman Sachs & Co., New York, New York -- issuance of an opinion and order granting enforcement counsel's motion to temporarily stay proceedings in the Board's enforcement action against Joseph Jampietro, a former institution-affiliated party of Goldman Sachs.

- Approved, June 4, 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

Chicago

Community First Bank, Boscobel, Wisconsin -- to establish a branch at 325 Lincoln Ave., Fennimore.

- Approved, June 8, 2018

Dallas

Origin Bank, Choudrant, Louisiana -- to establish a branch at 3201 Dallas Parkway, Frisco, Texas.

- Approved, June 6, 2018

Philadelphia

Orrstown Bank, Shippensburg, Pennsylvania -- to establish a branch at 1324 Main Street, East Earl.

- Approved, June 5, 2018

Atlanta

Pilot Bank, Tampa, Florida -- to establish a branch at 2180 4th Street N., Petersburg.

- Approved, June 8, 2018

Richmond

Virginia Commonwealth Bank, Richmond, Virginia -- to establish a branch at 300 32nd Street, Virginia Beach.

- Approved, June 6, 2018

Bank Holding Companies

General Counsel

Ames National Corporation, Ames, Iowa -- waiver of application to acquire Clarke County State Bank (CCS Bank), Osceola, in connection with CCS Bank's merger with and into First National Bank, Ames, Iowa.

- Granted, June 5, 2018

St. Louis

BancStar, Inc., St. Louis, Missouri, and Pacific BancStar, Inc. -- to acquire by merger Hillsboro Bancshares, Inc., Hillsboro, and thereby indirectly acquire Bank of Hillsboro.

- Approved, June 6, 2018

General Counsel

Colwich Financial Corporation, Wichita, Kansas -- waiver of application to acquire Pratt Community Bancshares, Inc., Pratt, and First National Bank in Pratt (First National Bank), in connection with First National Bank's merger with and into Legacy Bank, Colwich.

- Granted, June 5, 2018

Kansas City

FFP Group, Inc., Denver, Colorado, and FFP Merger Sub, Inc. -- to become bank holding companies through the acquisition of Raton Capital Corporation, Raton, New Mexico, parent of International Bank, Raton.

- Approved, June 5, 2018

San Francisco

Mountain Pacific Bancorp, Inc., Everett, Washington -- to become a bank holding company by acquiring Mountain Pacific Bank, Everett, and election to become a financial holding company.

- Approved, June 8, 2018

Bank Holding Companies

Atlanta

PBD Holdings, LLC, Chattanooga, Tennessee -- to become a bank holding company by acquiring shares of Millennium Bancshares, Inc., Ooltewah, and AB&T Financial Corporation, Gastonia, North Carolina.

- Approved, June 4, 2018

Chicago

QCR Holdings, Inc., Moline, Illinois -- to acquire Springfield Bancshares, Inc., Springfield, Missouri, and thereby indirectly acquire Springfield First Community Bank.

- Approved, June 6, 2018

Minneapolis

Security Financial Services Corporation, Durand, Wisconsin -- to acquire Pioneer Acquisition Corporation, Ladysmith, and for Security Financial Bank, Durand, to merge with Pioneer Bank of Wisconsin, Ladysmith, and thereby establish branches.

- Approved, June 7, 2018

Banks, Foreign

New York

Lloyds Bank PLC, London, England -- to establish a representative office in Houston, Texas.

- Withdrawn, June 7, 2018

Change in Bank Control

Chicago

Dunlap Iowa Holding Co., Dunlap, Iowa -- to retain control of Dunlap Iowa Holding Co. and its subsidiary, Community Bank, Dunlap.

- Permitted, June 8, 2018

Kansas City

Security Financial Services Corporation, Enid, Oklahoma -- change in bank control of Security Financial Services Corporation and its subsidiary, Security National Bank, Enid.

- Permitted, June 6, 2018

Kansas City

Trustco Bankshares, Inc., Kearney, Missouri -- to retain control of Trustco Bankshares, Inc., and its subsidiary, Kearney Trust Company, Kearney.

- Permitted, June 8, 2018

Extensions of Time

Director, S&R

First Citizens Bancshares, Inc., Raleigh, North Carolina -- extension of time for temporary relief from certain commitments.

- Granted, June 5, 2018

St. Louis

M&P Community Bancshares, Inc., 401(k) Employee Stock Ownership Plan, Newport, Arkansas -- extension to September 20, 2018, to acquire shares of M&P Community Bancshares, Inc., Newport.

- Granted, June 4, 2018

Extensions of Time

St. Louis

Midland States Bancorp, Inc., Effingham, Illinois -- extension to October 5, 2018, to merge with Alpine Bank & Trust Company, Rockford, and retain the acquired facilities as branches.

- Granted, June 4, 2018

Secretary

Royal Bank of Canada, Montreal, Canada, and RBC USA Holdco Corporation, New York, New York -- extension of time to comply with certain regulatory requirements.

- Granted, June 5, 2018

International Operations

Director, S&R

Bank of America, National Association, Charlotte, North Carolina -- waiver of remainder of the prior-notification period to make an investment in Bank of America (China) Limited, Shanghai, People's Republic of China.

- Granted, June 8, 2018

District: 1
Federal Reserve Bank of Boston
Filings received during the week ending June 9, 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 June 9, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

District: 2
Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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414102	ALDEN ST BK, ALDEN, NEW YORK	01/26/2016	06/06/2018	S	Small Bank
501105	MANUFACTURERS & TRADERS TC, BUFFALO, NEW YORK	09/29/2014	06/04/2018	O	Large Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 3
Federal Reserve Bank of Philadelphia
Filings received during the week ending June 9, 2018

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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Institution	Location	Quarter
NONE		

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District: 4
Federal Reserve Bank of Cleveland
Filings received during the week ending June 9, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Cincinnati, Ohio, files an application to establish a branch office at 2604 Franklin Street, Michigan City, Indiana.	Newspaper:	06/20/2018
			Federal Register:	Not applicable

District: 4
Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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NONE		

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District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending June 9, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANKS OF THE CHESAPEAKE, MHC	* MHC Conversion * SLHC Formation	Application by CBM Bancorp Inc., Parkville, Maryland, a newly formed Maryland corporation, to acquire 100% of the outstanding capital stock of Chesapeake Bank of Maryland, Parkville, Maryland, in connection with the conversion of Banks of the Chesapeake, M.H.C., Parkville, Maryland (MHC), from mutual to stock form and the merger of MHC with and into CBM Bancorp Inc., with CBM Bancorp Inc.as the survivor.	Newspaper: Federal Register:	07/05/2018 07/06/2018

District: 5
Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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34425	VIRGINIA COMMONWEALTH BK, RICHMOND, VIRGINIA	12/04/2017	05/22/2018	S	Int Sm 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 June 9, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
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:	06/17/2018
			Federal Register:	06/19/2018
VOLUNTEER STATE BANCSHARES, INC.	CIC	Prior change in control notice filed by Gaylon M. Lawrence, Jr., Memphis, Tennessee, to acquire outstanding shares of Volunteer State Bancshares, Inc., and its subsidiary, Volunteer State Bank, both of Portland, Tennessee.	Newspaper:	06/13/2018
			Federal Register:	06/14/2018

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 June 9, 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:	Not available
			Federal Register:	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:	Not available
			Federal Register:	11/07/2017
WINTRUST FINANCIAL CORPORATION	* 18C	Wintrust Financial Corporation, Rosemont, Illinois to merge with Chicago Shore Corporation, Chicago, Illinois. In addition, Wintrust Financial Corporation's subsidiary bank, Wintrust Bank, Chicago, Illinois to merge with Delaware Place Bank, Chicago, Illinois. As a result of the merger, Delaware Place Bank office will become a branch of Wintrust Bank.	Newspaper:	Not available
	* 3A5		Federal Register:	06/25/2018
	* Branch			

District: 7
Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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982348	IOWA ST BK, HULL, IOWA	12/18/2017	05/19/2018	S	Small Bank

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 June 9, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIELD & MAIN BANK	* Branch	Field & Main Bank, Henderson, Kentucky, to establish a branch facility located at 369 East Main Street, Lexington, Kentucky.	Newspaper:	06/22/2018
			Federal Register:	Not applicable
STIFEL FINANCIAL CORP.	* 3A3	Stifel Financial Corp., St. Louis, Missouri, to acquire 100 percent of the voting shares of Business Bancshares, Inc., St. Louis, Missouri, and thereby indirectly acquire Business Bank, Clayton, Missouri.	Newspaper:	07/02/2018
			Federal Register:	07/02/2018
TRIUMPH BANK	* Branch	Triumph Bank, Memphis, Tennessee, to establish a branch facility located at 278 Franklin Road, Building Four, Suite 100, Brentwood, Tennessee.	Newspaper:	06/20/2018
			Federal Register:	Not applicable

District: 8
Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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273840	COMMUNITY FIRST BK, MOUNT VERNON, ILLINOIS	02/26/2018	05/29/2018	O	Small Bank
489548	FIRST ST B&TC, CARUTHERSVILLE, MISSOURI	02/05/2018	05/31/2018	S	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 June 9, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK FORWARD EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST	* 3A3	Bank Forward Employee Stock Ownership Plan and Trust, Fargo, North Dakota, to acquire up to 33% of Security State Bank Holding Company, Fargo, North Dakota, and thereby indirectly increase control of Bank Forward, Hannaford, North Dakota.	Newspaper:	07/01/2018
			Federal Register:	06/29/2018
DAKOTA COMMUNITY BANSHARES, INC.	CIC	The JTP Irrevocable Trust, the CLP Irrevocable Trust, the JDP Irrevocable Trust, and the SRM Irrevocable Trust, all of Baldwin, North Dakota (collectively, the "Pahlke Trusts"), and Jay T. Pahlke, Baldwin, North Dakota, individually and as Trustee of the Pahlke Trusts; for retroactive approval to join the Pahlke family shareholder group that controls 25% or more of Dakota Community Banshares, Inc., Hebron, North Dakota ("DCBI BHC") and thereby indirectly controls Dakota Community Bank & Trust, NA, Hebron, North Dakota ("DCBT Bank"). In addition, the Amber D. Staiger Irrevocable Trust, Hebron, North Dakota and the Ward L. Saylor Irrevocable Trust, Mandan, North Dakota (collectively, the "Sayler Trusts"), and Amber D. Staiger, Hebron, North Dakota, individually and as Trustee of the Sayler Trusts; Dale Saylor, Hebron, North Dakota; Justin D. Saylor, Dickinson, North Dakota; and KerryAnn Thompson, Bismarck, North Dakota; for retroactive approval to join the Saylor family shareholder that controls 25% or more of DCBI BHC and thereby indirectly controls DCBT Bank.	Newspaper:	Not available
			Federal Register:	06/20/2018
FIRST BANCSHARES, INC., OF COLD SPRING	CIC	Notice by John H. Dammermann, Fort Myers, Florida, to acquire control of First BancShares, Inc. of Cold Spring, Cold Spring, Minnesota, and thereby indirectly acquire control of Granite Community Bank, Cold Spring, Minnesota.	Newspaper:	Not available
			Federal Register:	Not available

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 June 9, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
ARKANSAS VALLEY BANCSHARES, INC.	CIC	Kelley A. Rash, Broken Arrow, Oklahoma, to acquire voting shares of Arkansas Valley Bancshares, Inc., Broken Arrow, Oklahoma. In addition, Sally G. Wilton, Oklahoma City, Oklahoma, Kerry K. Kimbrough, Broken Arrow, Oklahoma, Sara N. Cruncleton, Tulsa, Oklahoma, Cooper N. Rash, Broken Arrow, Oklahoma, Henry G. Wilton, Austin, Texas, Samuel W. Wilton, Oklahoma City, Oklahoma, the Kerry K. Kimbrough Revocable Trust, Broken Arrow, Oklahoma, the Neely W. Kimbrough Revocable Trust, Broken Arrow, Oklahoma, the Kelley Rash Living Trust, Broken Arrow, Oklahoma, the Kelley Rash Trust B, Broken Arrow, Oklahoma, the Cooper Nakai Rash AVB Trust B, Broken Arrow, Oklahoma, the Sally Wilton Revocable Trust, Oklahoma City, Oklahoma, the Sally Wilton Trust B, Oklahoma City, Oklahoma, the Estelle Brown Family Trust #5, Oklahoma City, Oklahoma, and the Estelle Brown Family Trust #6, Oklahoma City, Oklahoma for permission to become members of the Kimbrough Family group which controls more than 25 percent of Arkansas Valley Bancshares, Inc., Broken Arrow, Oklahoma. Arkansas Valley Bancshares, Inc. controls AVB Bank, Broken Arrow, Oklahoma.	Newspaper:	06/25/2018
			Federal Register:	06/20/2018

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending June 9, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
CATTLE CROSSING, INC.	CIC	Catherine L. Cattle, Seward, Nebraska, as trustee of multiple family trusts, to retain 25 percent or more of the shares and thereby control Cattle Crossing, Inc., Seward, Nebraska. Cattle Crossing, Inc. controls Cattle Bank & Trust, Seward, Nebraska. Additionally, the following persons to retain shares of Cattle Crossing, Inc. and to be approved as members of the Cattle Family Group, which acting in concert controls more than 25 percent of the shares of Cattle Crossing, Inc.: Roger D. Cattle, Lincoln, Nebraska, John T. Cattle, Overland Park, Kansas, Whitney M. Cattle, St. Joseph, Missouri, Clarke D. Ralston, Chicago, Illinois, Kylie M. Dews, Lincoln, Nebraska, Connor V. Dews, Lincoln, Nebraska, Calvin P. Schneider, Isanti, Minnesota, Elsie G. Schneider, Isanti, Minnesota, Ellis V. Ralston, Chicago, Illinois, the WMC Irrevocable Trust, Seward, Nebraska, the Roger D. Cattle Irrevocable Trust, Seward, Nebraska and the John T. Cattle Irrevocable Trust, Seward, Nebraska. Persons who previously have been approved as members of the Cattle Family Group are Virginia C. Cattle, John W. Cattle, Jr., Rebecca Vahle, Heather A. Dews, Van C. Vahle, Nicole A. Schneider and Kourtney A. Vahle.	Newspaper:	06/19/2018
			Federal Register:	06/21/2018
MIDWEST BANC HOLDING CO.	* 3A3	Midwest Banc Holding Co., Pierce, Nebraska, to acquire up to 100 percent of the voting shares of Redstone Bank, Centennial, Colorado.	Newspaper:	07/07/2018
			Federal Register:	07/05/2018

District: 10
Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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172457	CITIZENS BK OF EDMOND, EDMOND, OKLAHOMA	02/26/2018	05/31/2018	S	Small Bank
420653	VALLEY ST BK, SYRACUSE, KANSAS	02/05/2018	06/04/2018	S	Small Bank

CRA Examinations scheduled for Quarter of

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 11
Federal Reserve Bank of Dallas
Filings received during the week ending June 9, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMERICA BANK	PWI	Notice by Comerica Bank, Dallas, Texas, to make a Community Development and Public Welfare Investment.	Newspaper:	Not applicable
			Federal Register:	Not applicable
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to establish a branch to be located at 1901 West Nolana Avenue, McAllen, Texas: 78504.	Newspaper:	06/08/2018
			Federal Register:	Not applicable

District: 11
Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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Institution	Location	Quarter
NONE		

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District: 12
Federal Reserve Bank of San Francisco
Filings received during the week ending June 9, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
EASTERN INTERNATIONAL BANCORP, INC.	* 3A1	Eastern International Bancorp, Inc. to become a bank holding company by acquiring 100 percent of Eastern International Bank, both of Los Angeles, California.	Newspaper:	06/23/2018
			Federal Register:	Not available
TRANS PACIFIC BANCORP	CIC	Change in Bank Control notice by Denis Daly Trust, UAD 12/24/12, Denis Daly, trustee, River Forest, Illinois; Daly 2017 Gift Trust, Dorothy Daly, trustee, Oak Brook, Illinois; and Eleanor Daly, an individual, River Forest, Illinois; to retain additional voting shares of Trans Pacific Bancorp, and thereby acquire shares of Beacon Business Bank, National Association, both of San Francisco, California. The foregoing trusts and individuals are joining a previously approved group acting in concert.	Newspaper:	Not available
			Federal Register:	06/14/2018

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