
Federal Reserve Release



H.2

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

No. 30

Week Ending July 28, 2018

Forms

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

- Approved, July 24, 2018

Enforcement

Chicago Shore Corporation, Chicago, Illinois, and Security Chicago Corporation -- written agreement dated October 28, 2016, terminated July 24, 2018.

- Announced, July 26, 2018

Community Trust Bank, Pikeville, Kentucky -- issuance of a consent cease-and-desist order.

- Approved, July 24, 2018

East West Bank, Pasadena, California -- written agreement dated November 9, 2015, terminated July 18, 2018.

- Announced, July 24, 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

Kansas City

FNB New Mexico, Clayton, New Mexico -- to establish a branch at 219 East 7th Street, Dalhart, Texas.

- Approved, July 25, 2018

Bank Holding Companies

Boston

Cape Cod Five Mutual Company, Harwich Port, Massachusetts -- for Cape Cod Five Cents Savings Bank, Harwich Port, to acquire shares in Summit Technology Consulting Group, LLC, Lancaster, Pennsylvania.

- Approved, July 24, 2018

San Francisco

Eastern International Bancorp, Inc., Los Angeles, California -- to become a bank holding company by acquiring Eastern International Bank, Los Angeles.

- Approved, July 26, 2018

Minneapolis

First Interstate BancSystem, Inc., Billings, Montana -- to merge with Northwest Bancorporation, Inc., Spokane, Washington, and thereby indirectly acquire Inland Northwest Bank (Inland Bank); and for First Interstate Bank, Billings, to merge with Inland Bank and thereby establish branches.

- Approved, July 25, 2018

Bank Holding Companies

General Counsel

Merchants Bancorp, Carmel, Indiana -- waiver of application to acquire FM Bancorp, Inc., Paxton, Illinois, and Farmers-Merchants National Bank of Paxton (FM Bank), in connection with FM Bank's merger with and into Joy State Bank, Joy.

- Granted, July 27, 2018

General Counsel

RBB Bancorp, Los Angeles, California -- waiver of application to acquire First American International Corporation, Brooklyn, New York, and First American International Bank (FAIB), in connection with FAIB's merger with and into Royal Business Bank, Los Angeles.

- Granted, July 26, 2018

Bank Mergers

Richmond

FVCbank, Fairfax, Virginia -- to merge with Colombo Bank, Rockville, Maryland.

- Approved, July 26, 2018

Banks, State Member

Secretary

First Financial Bank, Cincinnati, Ohio -- to make a public welfare investment.

- Approved, July 25, 2018

Secretary

Regions Bank, Birmingham, Alabama -- to make certain public welfare investments (two requests).

- Approved, July 27, 2018

Change in Bank Control

Kansas City

Arkansas Valley Bancshares, Inc., Broken Arrow, Oklahoma -- change in bank control of Arkansas Valley Bancshares, Inc., and its subsidiary, AVB Bank, Broken Arrow.

- Permitted, July 24, 2018

Kansas City

Cattle Crossing, Inc., Seward, Nebraska -- to retain control of Cattle Crossing, Inc., and its subsidiary, Cattle Bank & Trust, Seward.

- Permitted, July 27, 2018

Minneapolis

Dakota Community Bancshares, Inc., Hebron, North Dakota -- to retain control in Dakota Community Bancshares, Inc., and its subsidiary, Dakota Community Bank & Trust, NA, Hebron.

- Permitted, July 24, 2018

St. Louis

Saint Louis Bancshares, Inc., Town and Country, Missouri -- change in bank control of Saint Louis Bancshares, Inc., and its subsidiary, Saint Louis Bank, Town and Country.

- Permitted, July 26, 2018

Extensions of Time

Kansas City

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

- Granted, July 27, 2018

Extensions of Time

Minneapolis

Choice Financial Holdings, Inc., Fargo, North Dakota -- extension to October 30, 2018, to acquire Venture Bank, Bloomington, Minnesota.

- Granted, July 27, 2018

New York

CLS Group Holdings AG, Lucerne, Switzerland -- extension to September 15, 2018, of the consummation period to indirectly engage de novo in data processing activities.

- Granted, July 9, 2018

(A/C)

Atlanta

Community Bancshares of Mississippi, Inc. Employee Stock Ownership Plan, Brandon, Mississippi -- extension to July 27, 2018, to acquire additional shares of Community Bancshares of Mississippi, Inc., Brandon, and thereby indirectly acquire Community Bank of Mississippi, Forest.

- Granted, July 19, 2018

(A/C)

Chicago

Primebank, Le Mars, Iowa -- extension to November 3, 2018, to establish a branch at 2700 Hamilton Boulevard, Sioux City.

- Granted, July 24, 2018

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending July 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
FEDERAL ONE HOLDINGS, LLC	CIC	Notice by Dimitri J. Nionakis, Milton, Massachusetts, to acquire up to 24.92 percent of the outstanding shares of Federal One Holdings, LLC, Milton, Massachusetts, pursuant to the Change in Bank Control Act of 1978, as amended.	Newspaper:	08/11/2018
			Federal Register:	08/07/2018

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
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 July 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 2
Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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District: 3
Federal Reserve Bank of Philadelphia
Filings received during the week ending July 28, 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 1400 Gilbert Way, Suite C-101, Lancaster PA.	Newspaper:	Not available
			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 July 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST FINANCIAL BANK	* Branch	First Financial Bank, Cincinnati, Ohio, files an application to establish a branch office at 1 East Fourth Street, Cincinnati, Ohio (Hamilton County).	Newspaper:	08/10/2018
			Federal Register:	Not applicable

District: 4
Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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381026	TWIN VALLEY BK, WEST ALEXANDRIA, OHIO	04/16/2018	07/24/2018	S	Small Bank

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 July 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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NONE					

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 July 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
SUNTRUST BANK	PWI	SunTrust Bank, Atlanta, Georgia, request for blanket approval to make public welfare investments equal to up to 15% of its capital plus surplus.	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	Quarter
NONE		

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending July 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
MIDWEST BANK	* 18C	Midwest Bank, Monmouth, Illinois to merge with Andalusia Community Bank, Andalusia, Illinois and to thereby establish branches located at 601 8th Street East, Andalusia, Illinois and 3907 16th Street, Moline, Illinois.	Newspaper:	08/02/2018
	* Branch		Federal Register:	Not applicable

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		

* Subject to the provisions of the Community Reinvestment Act

District: 8**Federal Reserve Bank of St. Louis****Filings received during the week ending July 28, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST STATE BANCORP, INC	* 4c8	First State Bancorp, Inc., Caruthersville, Missouri, to acquire control of Mississippi County Savings and Loan Association, Charleston, Missouri, a mutual savings and loan company.	Newspaper:	08/29/2018
			Federal Register:	08/13/2018
FIRST STATE BANK AND TRUST COMPANY, INC.	* 18C * Branch	First State Bank and Trust Company, Inc., Caruthersville, Missouri, to merge with Mississippi County Savings and Loan Association, Charleston, Missouri, and to retain the acquired facility as a branch office.	Newspaper:	08/29/2018
			Federal Register:	Not applicable
M1 BANCSHARES, INC.	CIC	Notice by Kenneth Edward Poteet, Huntleigh, Missouri; Corey Kenneth Poteet, Brentwood, Missouri; and McLane Ray Poteet, St. Louis, Missouri, as members of a family control group, to acquire 25 percent or more of the voting shares of M1 Bancshares, Inc., St. Louis, Missouri.	Newspaper:	08/02/2018
			Federal Register:	08/07/2018
OLD NATIONAL BANCORP	* 3A5	Old National Bancorp, Evansville, Indiana, to merge with Klein Financial, Inc., Chaska, Minnesota, and thereby indirectly acquire KleinBank, Chaska, Minnesota.	Newspaper:	08/19/2018
			Federal Register:	08/24/2018

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		

District: 9
Federal Reserve Bank of Minneapolis
Filings received during the week ending July 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
CITIZENS COMMUNITY BANCORP, INC.	* 3A3	Citizens Community Bancorp, Inc., Eau Claire, Wisconsin, to acquire 100 percent of United Bank, Osseo, Wisconsin.	Newspaper:	Not available
			Federal Register:	08/24/2018
HERITAGE BANCSHARES GROUP, INC.	CIC	Change in Control Notice by Heritage Bancshares Group, Inc., Employee Stock Ownership Plan and Trust, Spicer, Minnesota ("ESOP"), and Justin Rey, Sioux Falls, South Dakota, individually and as trustee of ESOP, to acquire additional shares of Heritage Bancshares Group, Inc., Spicer, Minnesota, and thereby indirectly acquire control of Heritage Bank, National Association, Spicer, Minnesota.	Newspaper:	Not available
			Federal Register:	08/08/2018
MACKINAC FINANCIAL CORPORATION	* 3A3	Mackinac Financial Corporation, Manistique, Michigan, to acquire 100 percent of Lincoln Community Bank, Merrill, Wisconsin.	Newspaper:	Not available
			Federal Register:	Not available
MidCountry Acquisition Corporation	* SLHC Formation	MidCountry Acquisition Corp., Minneapolis, Minnesota, to become a savings and loan holding company and to acquire 100 percent of MidCountry Bank, FSB, Bloomington, Minnesota.	Newspaper:	Not available
			Federal Register:	Not available
PF INVESTORS, INC.	* 3A1	PF Investors, Inc., Whitehall, Wisconsin, to become a bank holding company by acquiring 100% of PFSB Bancorporation, Inc., Pigeon Falls, Wisconsin, and thereby indirectly acquire Pigeon Falls State Bank, Pigeon Falls, Wisconsin.	Newspaper:	Not available
			Federal Register:	08/20/2018
WNB HOLDING COMPANY	* 3A3 4c8	WNB Holding Company, Winona, Minnesota, to acquire 100 percent of First State Bank of Wabasha, Wabasha, Minnesota. WNB Holding Company also to acquire 100 percent of First State Insurance of Wabasha, Inc., Wabasha, Minnesota and thereby indirectly engage in general insurance agency activities in a community that has a population not exceeding 5,000.	Newspaper:	Not available
			Federal Register:	08/10/2018

District: 9
Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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827458	DAKOTA WESTERN BK, BOWMAN, NORTH DAKOTA	04/16/2018	07/19/2018	S	Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

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

Filer	Filing Type	Filing Proposal	End of Comment Period	
BOK FINANCIAL CORPORATION	* 3A1	BOK Financial Corporation, Tulsa, Oklahoma, to acquire, through its newly formed subsidiary, BOKF Merger Corporation Number Sixteen, Tulsa, Oklahoma, up to 100 percent of the voting shares of CoBiz Financial, Inc., parent of CoBiz Bank (doing business as Colorado Business Bank in Colorado and Arizona Business Bank in Arizona), both of Denver, Colorado.	Newspaper:	Not available
	* 3A3		Federal Register:	08/17/2018
	* 3A5			
HAINES FINANCIAL CORP	CIC	John T. Phillips, Yukon, Oklahoma, to acquire voting shares of Bank7 Corp. f/k/a Haines Financial Corporation, and thereby indirectly acquire control of Bank 7, both of Oklahoma City, Oklahoma.	Newspaper:	08/10/2018
			Federal Register:	08/08/2018
PLATTE VALLEY BANK	* 18C	Platte Valley Bank, Scottsbluff, Nebraska, to merge with The American Bank of Sidney, Sidney, Nebraska, and incident thereto, to establish two branches in Sidney, Nebraska. Immediately prior, Platte Valley Financial Service Companies, Inc., Scottsbluff, Nebraska, to acquire 100 percent of the voting shares of The American Bank of Sidney, Sidney, Nebraska	Newspaper:	08/10/2018
	* 3A3		Federal Register:	08/06/2018
	* Branch			
UNION STATE BANK, THE	* Branch	Union State Bank, Arkansas City, Kansas, to establish a branch at 4110 SE Nowata Road, Bartlesville, Oklahoma.	Newspaper:	Not available
			Federal Register:	Not applicable

District: 10
Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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638850	FIDELITY ST B&TC, DODGE CITY, KANSAS	04/16/2018	07/19/2018	S	Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 11**Federal Reserve Bank of Dallas****Filings received during the week ending July 28, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMERICA BANK	* Branch	Application by Comerica Bank, Dallas, Texas, to establish a branch at 2 Riverway Drive, Suite 160, Houston, Texas 77056.	Newspaper:	Not available
			Federal Register:	Not applicable
KEYSTONE ACQUISITIONS, INC.	* 3A1	Application by Keystone Acquisitions, Inc., Driftwood, Texas, to become a bank holding company by acquiring 100 percent of Ballinger National Bank, Ballinger, Texas.	Newspaper:	08/11/2018
			Federal Register:	08/07/2018
LAGUNA MADRE BANCSHARES, INC.	CIC	Notice by Richard Franke, Bayview, Texas, and Dennis Franke, Brownsville, Texas, each individually, to acquire and control 25 percent or more of the shares and thereby control of Laguna Madre Bancshares, Inc., and First National Bank, both located in South Padre Island, Texas; Retroactive notice by The McDaniel Nevada Irrevocable Trust, Fort Worth, Texas, Barbara McDaniel, Fort Worth, Texas, Trustee for The McDaniel Nevada Irrevocable Trust, the Estate of Melvin H. Chapman, South Padre Island, Texas, Stewart Chapman, Wichita Falls, Texas, Executor for the Estate of Melvin H. Chapman, Trevor Franke, Frisco, Texas, Denise Franke Yeary, Dallas, Texas, Richard Franke, Jr., John P. Franke, and Kevin C. Franke, all of Bayview, Texas, to join the group acting in concert previously approved on February 7, 1997, under Section 3 of the Bank Holding Company Act ("the 1997 Group") and for this newly reconfigured group acting in concert to retain control of greater than 25 percent of Laguna Madre Bancshares, Inc.	Newspaper:	Not available
			Federal Register:	08/06/2018
VBT FINANCIAL CORPORATION	* 18C * 3A1 * 3A3 * Branch	Applications by VBT Financial Corporation, San Antonio, Texas, to become a bank holding company through the acquisition of 100 percent of the stock of Vantage Bank Texas, San Antonio, Texas, and to acquire 100 percent of the stock of Inter National Bank, McAllen, Texas; Vantage Bank Texas to acquire by merger Inter National Bank and to establish all offices of Inter National Bank as branches of Vantage Bank Texas.	Newspaper:	Not available
			Federal Register:	08/01/2018

District: 11
Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 12
Federal Reserve Bank of San Francisco
Filings received during the week ending July 28, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
BOU BANCORP, INC.	CIC	Change in Bank Control Notice by the Browning Family Group, Ogden, Utah, to retain shares of BOU Bancorp, Inc., and thereby retain shares of Bank of Utah, both of Ogden, Utah.	Newspaper:	Not available
			Federal Register:	08/01/2018

District: 12
Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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