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**Federal Reserve Release**

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*H.2*

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

*No. 39*

*Week Ending September 29, 2018*

**Bank Branches, Domestic**

Compass Bank, Birmingham, Alabama -- to establish a branch at 12525 Memorial Drive, Houston, Texas.

- Approved, September 25, 2018

**Personnel**

Division of Consumer and Community Affairs -- appointment of Angelyque Campbell as assistant director.

- Approved, September 24, 2018

**Regulations and Policies**

Interbank Settlement of Faster Payments -- notice requesting public comments on potential Federal Reserve actions to facilitate interbank settlement of faster payments.

- Approved, September 28, 2018

**Enforcement**

Presidential Holdings, Inc., Bethesda, Maryland -- supervisory agreement issued by the Office of Thrift Supervision dated May 3, 2010, terminated September 25, 2018.

- Announced, September 27, 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

Essex Bank, Richmond, Virginia -- to establish a branch at 3062 Solomons Island Road, Edgewater, Maryland.

- Approved, September 28, 2018

## Kansas City

First Community Bank, Beemer, Nebraska -- to establish a branch at 502 N. Main Street, Fremont.

- Approved, September 27, 2018

## Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish branches at 1064 Maiden Choice Lane, Baltimore, Maryland; 100 Gibbs Street, Rockville; 5090 N. US Highway 41, Apollo Beach, Florida; and 3499 N. University Drive, Sunrise.

- Approved, September 26, 2018

**Bank Holding Companies**

## General Counsel

Forcht Bancorp, Inc., Corbin, Kentucky -- waiver of application to acquire MW Bancorp, Inc., Cincinnati, Ohio, and Watch Hill Bank, in connection with Watch Hill Bank's merger with and into Forcht Bank, N.A., Lexington.

- Granted, September 26, 2018

**Bank Holding Companies**

Minneapolis

FSB Holding Company, Inc., Trimont, Minnesota -- to engage de novo in extending credit and servicing loans.

- Approved, September 28, 2018

Dallas

Jonesboro Bancshares, Inc., Jonesboro, Louisiana -- to become a bank holding company by acquiring Jonesboro State Bank, Jonesboro.

- Approved, September 26, 2018

Director, S&R

KEDAP S.A. de C.V., Mexico City, Mexico -- relief from certain commitments.

- Granted, September 26, 2018

Chicago

West Town Bancorp, Inc., Raleigh, North Carolina -- to continue to engage in extending insurance coverage and brokerage service.

- Withdrawn, September 28, 2018

**Banks, Foreign**

Director, S&R

Abanca Corporación Bancaria, S.A., Betanzos, La Coruña, Spain -- to establish a branch in Miami, Florida.

- Approved, September 28, 2018

**Banks, State Member**

Dallas

- Comerica Bank, Dallas, Texas -- to make a public welfare investment.
- Approved, September 27, 2018

**Change in Bank Control**

Kansas City

- Employee Stock Bonus Trust for the Employees of Citizens Bank, Farmington, New Mexico, and Citizens Bank Employees Stock Ownership and Retirement Savings Plan (ESOP) -- change in bank control of the Employee Stock Bonus Trust for the Employees of Citizens Bank and the Citizens Bank ESOP, and their subsidiaries, Citizens Bankshares, Inc., Farmington, and Citizens Bank.
- Permitted, September 25, 2018

Kansas City

- First of Minden Financial Corporation, Minden, Nebraska -- to retain control of First of Minden Financial Corporation and its subsidiary, First Bank and Trust Company, Minden.
- Permitted, September 24, 2018

Kansas City

- First Pryor Bancorp, Inc., Pryor, Oklahoma -- change in bank control of First Pryor Bancorp, Inc., and its subsidiaries, First Priority Bank, Pryor; Locust Grove Bانشares, Inc., Locust Grove; Bank of Locust Grove; and Lakeside Bank of Salina, Salina.
- Permitted, September 24, 2018

**Financial Holding Companies**

Dallas

- T Acquisition, Inc., Dallas, Texas -- election to become a financial holding company.
- Effective, September 24, 2018

**International Operations**

New York

- The Bank of New York Mellon, New York, New York -- for BNY International Financing Corporation, New York, and Mellon Overseas Investment Corporation, Greenville, Delaware, to amend their articles of association.
- Approved, September 24, 2018

**Membership**

St. Louis

- Montgomery Bank, National Association, Sikeston, Missouri -- to retain membership in the Federal Reserve System on conversion from a national to a state-chartered bank.
- Approved, September 28, 2018

Chicago

- West Michigan Community Bank, Hudsonville, Michigan -- to become a member of the Federal Reserve System.
- Approved, September 28, 2018

**Savings and Loan Holding Companies**

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, September 25, 2018

**District: 1**  
**Federal Reserve Bank of Boston**  
**Filings received during the week ending September 29, 2018**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
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NONE

**District: 1**  
**Federal Reserve Bank of Boston**

**Availability of CRA Public Evaluations**

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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.

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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		

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\* Subject to the provisions of the Community Reinvestment Act



**District: 2****Federal Reserve Bank of New York****Filings received during the week ending September 29, 2018**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
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
GRASSHOPPER BANCORP, INC.	* 3A1	Grasshopper Bancorp, Inc., New York, New York, to become a bank holding company through the formation of its subsidiary bank, Grasshopper Bank, N.A., New York, New York, pursuant to Section 3(a)(1) of the Bank Holding Company Act of 1956, as amended.	Newspaper:	Not available
			Federal Register:	Not available
RHINEBECK BANCORP, MHC	* 3A1	Rhinebeck Bancorp, Inc., Poughkeepsie, New York, proposes to become a bank holding company by acquiring 100 percent of the shares of Rhinebeck Bank, also of Poughkeepsie, New York, in connection with Rhinebeck Bank's reorganization into a two-tier mutual holding company structure, pursuant to Section 3(a)(1) of the Bank Holding Company Act of 1956, as amended.	Newspaper:	10/11/2018
			Federal Register:	10/15/2018
USB BANCORP INC.	* 3A1	USB Bancorp Inc., Danbury, Connecticut to become a bank holding company, by acquiring 100 percent of the voting shares of Union Savings Bank, Danbury, Connecticut , pursuant to Section 3(a)(1) of the Bank Holding Company Act of 1956, as amended and Section 225.15 of Regulation Y.	Newspaper:	Not available
			Federal Register:	Not available

**District: 2**  
**Federal Reserve Bank of New York**

**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: 3**  
**Federal Reserve Bank of Philadelphia**  
**Filings received during the week ending September 29, 2018**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
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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		

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\* Subject to the provisions of the Community Reinvestment Act

District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending September 29, 2018

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FIRST FINANCIAL BANK	* Branch	First Financial Bank, Cincinnati, OH files an application to establish a branch office at 50 Branigan Road, Franklin, Indiana.	Newspaper:	09/29/2018
			Federal Register:	Not applicable
RICHWOOD BANKING COMPANY, INC., THE	* 18C	Richwood Banking Company, Richwood, Ohio, to merge with Home City FSB, Springfield, OH, pursuant to Section 18(c) of the Federal Deposit Insurance Act.	Newspaper:	Not available
			Federal Register:	Not applicable

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**District: 4**  
**Federal Reserve Bank of Cleveland**

**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		

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\* Subject to the provisions of the Community Reinvestment Act

**District: 5**

**Federal Reserve Bank of Richmond**

**Filings received during the week ending September 29, 2018**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
JOHN MARSHALL BANK	* Branch	John Marshall Bank, Reston, Virginia, to establish a branch at 14130 Noblewood Plaza, Suite 201, Woodbridge, Virginia.	Newspaper:	10/12/2018
			Federal Register:	Not applicable

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**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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\* Subject to the provisions of the Community Reinvestment Act



**District: 6****Federal Reserve Bank of Atlanta****Filings received during the week ending September 29, 2018**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FIRST HOME BANK	* Branch	First Home Bank, Seminole, Florida, to establish a branch located at 2033 Main Street, Suite 101, Sarasota, Florida.	Newspaper:	10/05/2018
			Federal Register:	Not applicable
REGIONS BANK	* Branch	Regions Bank, Birmingham, Alabama, to establish the following branches: Arlington Branch ( Airline Road and Milton Wilson Boulevard, Arlington, TN); Carbondale Branch (West Main Street and North Oakland Avenue, Carbondale, IL); Lemay Branch ( Lemay Ferry Road, Affton, MO); Longview Main Branch ( West Marshall Avenue and South Spur 63, Longview TX); Sandy Plains Branch ( Shallowford Road, Marietta, GA); Suwanee Branch (McGinnis Ferry Road and Peachtree Industrial Boulevard, Suwanee, GA); Villages Shoppes at Windermere Branch ( Old Atlanta Road and Mathis Airport Parkway, Suwanee, GA).	Newspaper:	10/13/2018
			Federal Register:	Not applicable
SUNTRUST BANK	* Branch	SunTrust Bank, Atlanta, Georgia, to establish the following branches: Apalachee Parkway Office, 3098 Apalachee Parkway, Tallahassee, Florida; Cape Coral Office, 915 Cape Coral Parkway East, Cape Coral, Florida; Hartsfield Jackson Airport Office, 6000 N Terminal Parkway, Atlanta, Georgia.	Newspaper:	10/17/2018
			Federal Register:	Not applicable

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**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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\* Subject to the provisions of the Community Reinvestment Act

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending September 29, 2018**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
1895 BANCORP OF WISCONSIN, MHC	* MHC Formation	Applications by 1895 Bancorp of Wisconsin, MHC, to become a mutual savings and loan holding company; and 1895 Bancorp of Wisconsin, Inc., to become a mid-tier stock savings and loan holding company by acquiring 100 percent of PyraMax Bank, FSB, all of Greenfield, Wisconsin.	Newspaper:	10/07/2018
	* MHC Mid-Tier Formation		Federal Register:	10/10/2018
EQUITABLE BANK, STATE SAVINGS BANK, THE	* 3A1	Application by TEB, MHC and TEB Bancorp, Inc., both of Wauwatosa, Wisconsin, to become a mutual bank holding company and mid-tier stock bank holding company, respectively, by acquiring 100 percent of the outstanding capital stock of The Equitable Bank, S.S.B., Wauwatosa, Wisconsin, in connection with the conversion of The Equitable Bank, S.S.B from mutual to stock form and a minority stock issuance by the mid-tier holding company.	Newspaper:	10/12/2018
	4c8		Federal Register:	10/17/2018
HSBC USA INC.	4c8	HSBC USA, Inc., New York, New York, to engage de novo through a newly formed entity, The Consortium, LLC, in data processing activities, pursuant to section 225.28(b)(14) of Regulation Y.	Newspaper:	Not applicable
			Federal Register:	Not available
KINGSLEY BANC CORP	CIC	Notice by David Phelps, Kingsley, Iowa, individually and acting in concert with The George W. Phelps Bank Stock Trust, George Phelps, Trustee, Kingsley, Iowa; The Linda K. Phelps Bank Stock Trust, Linda K. Phelps, Trustee, Kingsley, Iowa, The Robert B Phelps Bank Stock Trust, Robert B Phelps, Trustee, Kingsley, Iowa, The Carol Phelps Bank Stock Trust, Carol Phelps, Trustee, Kingsley, Iowa, Robert W. Phelps, Milwaukee, Wisconsin, Alison Hoogeveen, Kingsley, Iowa, and Scott Phelps, Kingsley, Iowa, to join the Phelps Family Control Group as approved in 1985 and retain control of more than 25 percent of the voting shares of Kingsley Banc Corp and thereby indirectly control Kingsley State Bank, both of Kingsley, Iowa.	Newspaper:	Not available
			Federal Register:	10/19/2018
NORTHBROOK BANK & TRUST COMPANY	* 18C	Northbrook Bank & Trust Company, Northbrook, Illinois, to purchase certain assets and assume certain liabilities of American Enterprise Bank, Buffalo Grove, Illinois.	Newspaper:	10/02/2018
			Federal Register:	Not applicable

\* Subject to the provisions of the Community Reinvestment Act

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending September 29, 2018**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
SECURITY TRUST & SAVINGS BANK	* 18C * Branch	Security Trust & Savings Bank, Storm Lake, IA to purchase certain assets and assume certain liabilities of First National Bank of Rembrandt, Rembrandt, IA. In connection with the purchase and assumption, Security Trust & Savings Bank will establish a branch office at 101 E Main Street, Rembrandt, IA.	Newspaper: Federal Register:	09/24/2018 Not applicable
WINTRUST BANK	* Branch	Wintrust Bank, Chicago, Illinois to establish a branch at 811 Fulton Market, Chicago, Illinois.	Newspaper: Federal Register:	10/06/2018 Not applicable

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**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
503547	FAIRMOUNT ST BK, FAIRMOUNT, INDIANA	05/14/2018	09/24/2018	S	Small Bank

**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 September 29, 2018**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
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NONE

**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		

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\* Subject to the provisions of the Community Reinvestment Act

**District: 9**  
**Federal Reserve Bank of Minneapolis**  
**Filings received during the week ending September 29, 2018**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
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NONE



**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 September 29, 2018**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
AMERICAN STATE BANCSHARES, INC.	CIC	Each of the Max E. Nichols Trust and Max E. Nichols, Great Bend, Kansas, individually, and as Trustee of such trust, the Max E. Nichols Legacy Trust and James Steven Clinkinbeard, Topeka, Kansas as Trustee of such trust, EPC LLC, a Kansas limited liability company, Joe Lynn Nichols, Paradise Valley, Arizona, and Erin P. Nichols, Lakewood, Colorado, (collectively, the "Nichols Control Group") to retain 10 percent or more of the shares and thereby control of American State Bancshares, Inc., Wichita, Kansas. American State Bancshares, Inc. controls American State Bank and Trust Company, Great Bend, Kansas.	Newspaper: Federal Register:	Not available 10/05/2018
AMERICAN STATE BANK & TRUST COMPANY	* Branch	American State Bank & Trust Company, Great Bend, Kansas, to establish a branch at 1321 Main Street, Great Bend, Kansas.	Newspaper: Federal Register:	09/29/2018 Not applicable
REPUBLIC TRINIDAD CORPORATION	CIC	George Wesley Boyd and Karen Boyd Pou, both of Dallas, Texas, and George Mitchell Boyd, Jr., Austin, Texas, to acquire voting shares of Republic Trinidad Corporation, Houston Texas, and for approval as members of the Boyd Family Group. Republic Trinidad Corporation is the parent of First National Bank in Trinidad, Trinidad, Colorado.	Newspaper: Federal Register:	08/27/2018 08/29/2018
TCM COMPANY	CIC	Breck C. Collingsworth, Lincoln, Nebraska, to acquire voting shares of TCM Company, Crete, Nebraska, and thereby indirectly acquire control of City Bank & Trust Co., Lincoln, Nebraska. In addition, Mr. Collingsworth and Susan Chrastil, Crete, Nebraska, to be approved as a group acting in concert to control TCM Company.	Newspaper: Federal Register:	Not available 10/15/2018

**District: 10**  
**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

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256058	AMERICAN NATION BK, ARDMORE, OKLAHOMA	06/25/2018	09/26/2018	S	Int Sm Bank

**CRA Examinations scheduled for**                      **Quarter of**

Institution	Location	Quarter
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

**District: 11**

**Federal Reserve Bank of Dallas**

**Filings received during the week ending September 29, 2018**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CADENCE BANCORPORATION	* 3A3	Application by Cadence Bancorporation, Houston, Texas, to acquire State Bank Financial Corporation, Atlanta, Georgia, and indirectly, State Bank and Trust Company, Macon, Georgia.	Newspaper:	Not available
			Federal Register:	10/19/2018
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to establish a branch to be located at 2120 Spring Stuebner Road, Suite 630, Spring, Texas 77389.	Newspaper:	Not available
			Federal Register:	Not applicable
PLAINSCAPITAL BANK	* Branch	Application by PlainsCapital Bank, Dallas, Texas, to establish a branch at 550 Reserve Street, Southlake, Texas 76092.	Newspaper:	Not available
			Federal Register:	Not applicable
VERITEX HOLDINGS, INC.	* 18C	Application by Veritex Holdings, Inc., Dallas, Texas, to acquire by merger Green Bancorp, Inc., and indirectly Green Bank, National Association, both of Houston, Texas; and application by Veritex Community Bank, Dallas, Texas, to acquire by merger Green Bank and to establish the existing twenty-three locations of Green Bank as branches of Veritex Community Bank.	Newspaper:	Not available
	* 3A5		Federal Register:	10/08/2018
	* Branch			

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**District: 11**  
**Federal Reserve Bank of Dallas**

**Availability of CRA Public Evaluations**

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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.

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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		

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\* Subject to the provisions of the Community Reinvestment Act

District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending September 29, 2018

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BOU BANCORP, INC.	* 18C	BOU Bancorp, Inc., Ogden, Utah, to merge with AmBancorp, and thereby indirectly acquire American Bank of Commerce, both of Provo, Utah; 2)American Bank of Commerce, Provo, Utah, to merge with and into Bank of Utah, Ogden, Utah; and 3) Bank of Utah to acquire 3 branch offices of American Bank of Commerce.	Newspaper:	Not available
	* 3A5		Federal Register:	10/29/2018
	* Branch			
JBNV HOLDING CORP	* 3A1	JBNV Holding Corp., Sparks, Nevada, to become a bank holding company by acquiring Kirkwood Bancorporation of Nevada, Inc., and thereby indirect control of Kirkwood Bank of Nevada, both of Las Vegas, Nevada.	Newspaper:	Not available
			Federal Register:	Not available

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**District: 12**  
**Federal Reserve Bank of San Francisco**

**Availability of CRA Public Evaluations**

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NONE					

**CRA Examinations scheduled for**                      **Quarter of**

Institution	Location	Quarter
NONE		

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\* Subject to the provisions of the Community Reinvestment Act