
Federal Reserve Release



H.2

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

No. 40

Week Ending October 6, 2018

Testimony and Statements

Regulation and Economic Growth -- statement by Vice Chairman for Supervision Quarles before the Senate Committee on Banking, Housing, and Urban Affairs on the Federal Reserve's implementation of the Economic Growth, Regulatory Relief, and Consumer Protection Act.

- Published, October 2, 2018

Regulations and Policies

Bank Secrecy Act Compliance -- issuance of an interagency statement about banks and credit unions sharing resources to improve the efficiency and effectiveness of Bank Secrecy Act compliance.

- Announced, October 3, 2018

Presidential Coins -- Annual report to the Congress on the Presidential \$1 Coin Program.

- Approved, September 19, 2018

(A/C)

Reserve Bank Operations

Foreign Bank International Cash Services (FBICS) Program -- requests by the Federal Reserve Bank of New York under Regulation N (1) to establish a program (and standard agreement templates) to permit certain foreign banks to open limited-purpose accounts at the New York Reserve Bank for the purpose of distributing U.S. dollar banknotes internationally, and (2) to negotiate with foreign banks and related parties regarding participation in the program.

- Approved, September 18, 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

New York

Goldman Sachs Bank USA, New York, New York -- to establish a branch at 11850 South Election Road, Draper, Utah.

- Approved, October 2, 2018

Bank Holding Companies

San Francisco

Baycom Corp ,Walnut Creek, California -- to merge with Bethlehem Financial Corporation, Belen, New Mexico, and thereby acquire My Bank; and for United Business Bank, Walnut Creek, to merge with My Bank and thereby acquire branches.

- Approved, October 5, 2018

General Counsel

Citizens Bancshares Corporation, Olanta, South Carolina -- waiver of application to acquire Regional Bancshares, Inc., Hartsville, and Heritage Community Bank, in connection with Heritage Community Bank's merger with and into The Citizens Bank, Olanta.

- Granted, October 5, 2018

General Counsel

Summit Financial Group, Inc., Moorefield, West Virginia -- waiver of application to acquire Peoples Bankshares, Inc., Mullens, and First Peoples Bank, Inc. (Peoples Bank), in connection with Peoples Bank's merger with and into Summit Community Bank, Inc., Moorefield.

- Granted, October 5, 2018

Banks, State Member

Atlanta

- Compass Bank, Birmingham, Alabama -- to make certain public welfare investments.
- Approved, October 4, 2018

Change in Bank Control

Kansas City

- Page Bancshares, Inc., Liberty, Missouri -- to retain control of Page Bancshares, Inc., and its subsidiary, Pony Express Bank, Braymer.
- Permitted, October 2, 2018

Kansas City

- Republic Trinidad Corporation, Houston, Texas -- change in bank control of Republic Trinidad Corporation and its subsidiary, First National Bank in Trinidad, Trinidad, Colorado.
- Permitted, October 5, 2018

Extensions of Time

Secretary

- Morgan Stanley, New York, New York -- extension of time in which to dispose of certain real estate and certain loans.
- Granted, October 1, 2018

Financial Holding Companies

Chicago

- Resource Bancshares, Inc., DeKalb, Illinois -- election to become a financial holding company.
- Effective, October 2, 2018

District: 1
Federal Reserve Bank of Boston
Filings received during the week ending October 6, 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 October 6, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
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:	10/28/2018
			Federal Register:	10/29/2018
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:	09/27/2028
			Federal Register:	09/27/2018

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 October 6, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
PATRIOT FINANCIAL PARTNERS LP	CIC	Patriot Financial Partners, GP II, L.P., Patriot Financial Partners II, L.P., Patriot Financial Partners Parallel II, L.P., Patriot Financial Partners, GP II, LLC., Patriot Financial Manager, L.P., Patriot Financial Manager, LLC. and Messrs. W. Kirk Wycoff, James J. Lynch and Ira M. Lubert to acquire up to 14.9% or more of the shares of, and thereby control of, Howard Bancorp, Inc., Baltimore, Maryland. Howard Bancorp, Inc. controls Howard Bank, Baltimore, Maryland.	Newspaper:	Not available
			Federal Register:	Not available

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 October 6, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST FINANCIAL BANK	PWI	First Financial Bank, Cincinnati, OH, request for pre-approval to make a \$250,000 public welfare investment in Louisville Housing Opportunities and Micro-Enterprise Community Development	Newspaper:	Not applicable
			Federal Register:	Not applicable
GENOA BANKING COMPANY, THE	Premises	Request by Genoa Banking Company, Genoa, Ohio for permission to exceed its limit of investment in premises as detailed in Section 208.21 of Regulation H	Newspaper:	Not applicable
			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:	10/29/2018
			Federal Register:	Not applicable

District: 4
Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending October 6, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
BAY-VANGUARD, MHC	* SA Merger	Bay-Vanguard, MHC and BV Financial, Inc., both of Sparrows Point, Maryland, to acquire Kopernik Bank, Baltimore, Maryland.	Newspaper:	10/31/2018
			Federal Register:	Not applicable
CAROLINA TRUST BANCSHARES, INC.	* 3A5	Carolina Trust Bancshares, Inc., Lincolnton, North Carolina, to acquire 100% of the voting securities of Clover Community Bankshares, Inc., Clover, South Carolina, and thereby indirectly acquire Clover Community Bank, Clover, South Carolina.	Newspaper:	Not available
			Federal Register:	Not available
CITIZENS BANCSHARES CORPORATION	* 3A5	Citizens Bancshares Corporation, Olanta, South Carolina, to acquire 100% of the voting securities of Regional Bankshares, Inc., Hartsville, South Carolina, and thereby indirectly acquire Heritage Community Bank, Hartsville, South Carolina.	Newspaper:	Not available
			Federal Register:	11/05/2018

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 October 6, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
PROFESSIONAL BANK	* Branch	Professional Bank, Coral Gables, Florida, to establish a branch located at 9150 South Dadeland Boulevard, Miami, Florida.	Newspaper:	10/26/2018
			Federal Register:	Not applicable
REGIONS BANK	PWI	Regions Bank, Birmingham, Alabama, request for approval to make eight public welfare investments.	Newspaper:	Not applicable
			Federal Register:	Not applicable

District: 6
Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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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 October 6, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
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:	10/29/2018
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:	10/25/2018
			Federal Register:	10/10/2018
WCF BANCORP, INC.	* 3A1	WCF Bancorp, Inc., Webster City, Iowa, elects to become a bank holding company with respect to WCF Financial Bank, Webster City, Iowa.	Newspaper:	Not available
			Federal Register:	Not available

District: 7
Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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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 October 6, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
CENTENNIAL BANK	* Branch	Centennial Bank, Conway, Arkansas, to establish a branch facility to be located at 1165 West 49th Street, Suite 107, Hialeah, Florida.	Newspaper:	10/09/2018
			Federal Register:	Not applicable
FIRST BANK	PWI	First Bank, Creve Coeur, Missouri, proposes to make a \$1 million public welfare investment in Holleway IPA Fund, LP, St. Louis, Missouri, a Small Business Investment Company.	Newspaper:	Not applicable
			Federal Register:	Not applicable

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 October 6, 2018

Filer	Filing Type	Filing Proposal	End of Comment Period	
KIMBERLY LEASING CORPORATION	* 3A5	Kimberly Leasing Corporation, Augusta, Wisconsin, to merge with Augusta Financial Corporation and Caprice Corporation, both of Augusta, Wisconsin, and thereby indirectly acquire, Unity Bank, Augusta, Wisconsin and Unity Bank North, Red Lake Falls, Minnesota, respectively.	Newspaper:	Not available
			Federal Register:	11/06/2018

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 October 6, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
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:	10/04/2018 10/05/2018
CITIZENS BANK OF KANSAS	* 18C * Branch	Citizens Bank of Kansas, Kingman, Kansas, to merge with Verus Bank, Derby, Kansas, and incident thereto, to establish several branches.	Newspaper: Federal Register:	Not available Not applicable
EQUITABLE FINANCIAL CORP.	* 3A1	Equitable Financial Corp., Grand Island, Nebraska, to become a bank holding company through the acquisition of 100 percent of the voting shares of Equitable Bank, Grand Island, Nebraska.	Newspaper: Federal Register:	Not available 11/05/2018
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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District: 11**Federal Reserve Bank of Dallas****Filings received during the week ending October 6, 2018**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ADAM BANK GROUP, INC.	* 3A3	Application by Adam Bank Group, Inc., College Station, Texas, to acquire Andrews Holding Company, and indirectly, Commercial State Bank, both of Andrews, Texas.	Newspaper:	Not available
			Federal Register:	11/06/2018
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:	10/04/2018
			Federal Register:	Not applicable
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to establish a branch at 7602 North Navarro Street, Victoria, Texas 77904.	Newspaper:	Not available
			Federal Register:	Not applicable
HAPPY STATE BANK	* Branch	Application by Happy State Bank, Happy, Texas, to establish a branch at 1901 Central Drive, Bedford, Texas 76021.	Newspaper:	10/13/2018
			Federal Register:	Not applicable
ORIGIN BANK	* Branch	Application by Origin Bank, Choudrant, Louisiana, to establish a branch at 1808 Sylvan Avenue, Dallas, Texas 75208.	Newspaper:	10/13/2018
			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			

District: 11
Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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District: 12

Federal Reserve Bank of San Francisco

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Filer	Filing Type	Filing Proposal	End of Comment Period	
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:	11/01/2018

District: 12
Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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