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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. 10*

*Week Ending March 9, 2019*

### **Bank Holding Companies**

Fifth Third Bancorp, Cincinnati, Ohio, and Fifth Third Bank -- for Fifth Third Bancorp to acquire MB Financial, Inc., Chicago, Illinois, and thereby indirectly acquire MB Financial Bank, N.A. (MB Bank); and for Fifth Third Bank, Cincinnati, to merge with MB Bank and thereby establish branches.

- Approved, March 5, 2019

### **Forms**

Forms -- final Board review to implement the New Hire Information Collection (FR 27).

- Approved, March 4, 2019

Forms -- initial Board review to extend without revision the Recordkeeping and Disclosure Requirements Associated with Regulation V (Fair Credit Reporting) (FR V).

- Proposed, March 7, 2019

### **Personnel**

Division of Supervision and Regulation -- reorganization of reporting lines of existing personnel.

- Announced, March 7, 2019

### **Regulations and Policies**

Capital Plan Rule -- final rule to eliminate the Board's authority to object to the capital plans of most firms on the basis of qualitative deficiencies in a firm's capital planning process (qualitative objection).

- Approved, March 5, 2019

**Regulations and Policies**

Countercyclical Capital Buffer (CCyB) -- to affirm at 0 percent the current CCyB for U.S.-based private-sector credit exposures.

- Approved, March 5, 2019

Regulation D (Reserve Requirements of Depository Institutions) -- publication for comment of an advance notice of proposed rulemaking to lower the rate of interest paid on excess balances (IOER) maintained at Federal Reserve Banks by eligible institutions that hold a very large proportion of their assets in the form of balances at Reserve Banks.

- Approved, March 5, 2019

**Enforcement**

Cogent Bancorporation, Inc., f/k/a Pinnacle Bank Holding Company, Inc., Orange City, Florida -- written agreement dated August 29, 2011, terminated March 1, 2019.

- Announced, March 5, 2019

**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 southeast corner of 95th Street and Metcalf Avenue, Overland Park, Kansas.

- Approved, March 8, 2019

Richmond

Bank of the James, Lynchburg, Virginia -- to establish a branch at 2101 Electric Road, Roanoke.

- Approved, March 8, 2019

St. Louis

BankTennessee, Collierville, Tennessee -- to establish a branch at 936 Upper Ferry Road, Carthage.

- Approved, March 6, 2019

Kansas City

Commerce Bank, Kansas City, Missouri -- to establish a branch at 3503 NW 63rd Street, Oklahoma City, Oklahoma.

- Approved, March 8, 2019

Kansas City

First Nebraska Bank, Valley, Nebraska -- to establish a branch at 20421 George B. Lake Parkway, Elkhorn.

- Approved, March 7, 2019

**Bank Branches, Domestic**

Cleveland

Minster Bank, Minster, Ohio -- to establish a branch at 8530 North Dixie Drive, Dayton.

- Approved, March 6, 2019

New York

Popular Bank, New York, New York -- to establish a branch at 744 Arthur Godfrey Road, Miami Beach, Florida.

- Withdrawn, March 8, 2019

St. Louis

Southern Bancorp Bank, Arkadelphia, Arkansas -- to establish a full-service branch at 1017 Highway 270 East, Mount Ida.

- Approved, March 6, 2019

Chicago

Wintrust Bank, Chicago, Illinois -- to establish a branch at 4800 North Sheridan Road, Chicago.

- Approved, March 5, 2019

**Bank Holding Companies**

Secretary

American National Bankshares, Inc., Danville, Virginia -- (1) to merge with HomeTown Bankshares Corporation, Roanoke, and thereby acquire HomeTown Bank; and (2) to acquire HomeTown Residential Mortgage, LLC, Virginia Beach, and thereby engage in mortgage banking activities.

- Approved, March 5, 2019

**Bank Holding Companies**

St. Louis

BankFirst Capital Corporation, Macon, Mississippi -- to merge with FNB Bancshares of Central Alabama, Inc., Aliceville, Alabama, and thereby indirectly acquire FNB of Central Alabama; and for BankFirst Financial Services, Macon, to merge with FNB of Central Alabama and to retain the acquired facilities as branches.

- Approved, March 6, 2019

Philadelphia

Dime Community Bancshares, Inc., Brooklyn, New York -- to become a bank holding company through the conversion of its wholly owned subsidiary, Dime Community Bank, Brooklyn, from a state savings bank to a state-chartered commercial bank.

- Approved, March 7, 2019

Chicago

First Midwest Bancorp, Inc., Chicago, Illinois -- to acquire Bridgeview Bancorp, Inc., Bridgeview, and thereby indirectly acquire Bridgeview Bank Group; and for First Midwest Bank, Chicago, to merge with Bridgeview Bank Group and thereby establish branches at 11411 West Wadsworth Road, Beach Park; 7940 South Harlem Avenue, Bridgeview; 7300 West 87th Street; 1058 West Bryn Mawr Avenue, Chicago; 1970 North Halsted Street; 6041 North Clark Street; 4605 North Lincoln Avenue; 6366 South Archer Avenue; 4753 North Broadway; 19031 Old LaGrange Road, Mokena; 2760 US-34, Oswego; 3540 Hobson Road, Woodridge; and 1175 Corporate Woods Parkway, Vernon Hills.

- Approved, March 5, 2019

General Counsel

SJN Banc Co., St. John, Kansas; and SJN Bank of Kansas -- waiver of application to acquire The Nekoma State Bank (Nekoma Bank), La Crosse, in connection with the merger of Nekoma Bank with and into SJN Bank of Kansas.

- Granted, March 5, 2019

**Bank Holding Companies**

Dallas

Spirit of Texas Bancshares, Inc., Conroe, Texas -- to acquire First Beeville Financial Corporation, Beeville, and indirectly acquire The First National Bank of Beeville.

- Approved, March 8, 2019

General Counsel

United Community Banks, Inc., Blairsville, Georgia -- waiver of application to acquire First Madison Bank & Trust (First Madison), Colbert, in connection with the merger of First Madison with and into United Community Bank, Blairsville.

- Granted, March 8, 2019

**Banks, State Member**

Secretary

Regions Bank, Birmingham, Alabama -- commenter's request for reconsideration of the Board's approval of the application by Regions Bank to establish seven branches in Georgia, Illinois, Missouri, Tennessee, and Texas.

- Denied, March 8, 2019

**Change in Bank Control**

Chicago

Elgin Bancshares, Inc., Elgin, Illinois -- to retain control of Elgin Bancshares, Inc., and its subsidiary, Union National Bank and Trust Company, Elgin.

- Permitted, March 7, 2019

**Change in Bank Control**

Chicago

Emmetsburg Bank Shares, Inc., Emmetsburg, Iowa -- to retain control of Emmetsburg Bank Shares, Inc., and its subsidiaries, Iowa Trust & Savings Bank, Emmetsburg, and Panora State Bank, Panora.

- Permitted, March 5, 2019

Chicago

First Ottawa Bancshares, Inc., Ottawa, Illinois -- change in bank control of First Ottawa Bancshares, Inc., and its subsidiary, The First National Bank of Ottawa, Ottawa.

- Permitted, March 5, 2019

Dallas

Laguna Madre Bancshares, Inc., South Padre Island, Texas -- change in bank control of Laguna Madre Bancshares, Inc., and its subsidiary, First National Bank, South Padre Island.

- Permitted, March 8, 2019

**Extensions of Time**

St. Louis

Arvest Bank, Fayetteville, Arkansas -- extension to June 13, 2019, to establish a branch at 827 Southwest 31st Street, Oklahoma City, Oklahoma.

- Granted, March 6, 2019

St. Louis

Arvest Bank, Fayetteville, Arkansas -- extension to November 16, 2019, to establish a branch at the corner of East 106th Street North and North 138th East Avenue, Owasso, Oklahoma.

- Granted, March 7, 2019



**Extensions of Time**

New York

Grasshopper Bancorp, Inc., New York, New York -- extension to May 23, 2019, to become a bank holding company through the formation of its subsidiary bank, Grasshopper Bank, N.A., New York.

- Granted, March 8, 2019

Dallas

Woodforest Financial Group Employee Stock Ownership Plan (with 401(k) Provisions) (Amended and Restated Eff. 03/01/06), The Woodlands, Texas, and Woodforest Financial Group Employee Stock Ownership Trust -- extension to June 21, 2019, to acquire shares of Woodforest Financial Group, Inc., The Woodlands, and thereby indirectly acquire Woodforest National Bank, Houston.

- Granted, March 8, 2019

**Savings and Loan Holding Companies**

Director, S&R

E\*TRADE Financial Corporation, New York, New York -- relief from a condition imposed by the Office of Thrift Supervision.

- Granted, March 5, 2019

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending March 9, 2019**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANKNEWPORT	* Branch	Application by BankNewport, Newport, Rhode Island, to establish a branch at 1423 Hartford Avenue, Johnston, Rhode Island, pursuant to Section 208.6 of Regulation H.	Newspaper:	Not available
			Federal Register:	Not applicable
PILGRIM BANK	* 18C	Abington Bank, Abington, Massachusetts ('Abington') to merge with and into Pilgrim Bank, Cohasset, Massachusetts ('Pilgrim'), with Pilgrim as the surviving entity to be renamed 'Abington Bank'; and for the resulting institution to retain all of Abington's current offices; and to change the resulting institution's principal office from Cohasset, Massachusetts to Abington, Massachusetts; and for the three branch offices of Pilgrim Bank to be operated under the name 'Pilgrim Bank, a Division of Abington Bank.'	Newspaper:	Not available
			Federal Register:	Not applicable

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**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
228000	FRANKLIN SVG BK, FARMINGTON, MAINE	11/05/2018	03/04/2019	O	Int Small 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: 2**  
**Federal Reserve Bank of New York**  
**Filings received during the week ending March 9, 2019**

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

**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: 3**  
**Federal Reserve Bank of Philadelphia**  
**Filings received during the week ending March 9, 2019**

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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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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: 4**  
**Federal Reserve Bank of Cleveland**  
**Filings received during the week ending March 9, 2019**

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

**Availability of CRA Public Evaluations**

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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: 5**

**Federal Reserve Bank of Richmond**

**Filings received during the week ending March 9, 2019**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BB&T CORPORATION	* 3A5	BB&T Corporation, Winston-Salem, North Carolina, to acquire 100% of the voting securities of SunTrust Banks, Inc., Atlanta, Georgia, and thereby indirectly acquire SunTrust Bank Holding Company, Orlando, Florida, and SunTrust Bank, Atlanta, Georgia, pursuant to Section 3 of the Bank Holding Company Act.	Newspaper:	Not available
			Federal Register:	Not available

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**District: 5**  
**Federal Reserve Bank of Richmond**

**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.

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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: 6**

**Federal Reserve Bank of Atlanta**

**Filings received during the week ending March 9, 2019**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
COMMUNITY BANCSHARES OF MISSISSIPPI, INC. EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	Community Bancshares of Mississippi, Inc. Employee Stock Ownership Plan, Brandon, Mississippi, to acquire additional voting shares of common stock of Community Bancshares of Mississippi, Inc., Brandon, Mississippi, and thereby indirectly acquire its bank subsidiary, Community Bank of Mississippi, Forest, Mississippi, pursuant to section 3(a)(3) of the Bank Holding Company Act. The acquisition will increase Community Bancshares of Mississippi, Inc. Employee Stock Ownership Plan's ownership in Community Bancshares of Mississippi, Inc. to 18.82 percent.	Newspaper: Federal Register:	04/12/2019 04/10/2019
LEXPARK HLDGS - STC, LLC	* 3A1	LexPark Holdings - STC, LLC, SouthernTrust Group, LP & SouthernTrust Holdings, Inc., Orlando, Florida, to acquire outstanding shares of First City Bank of Florida, Fort Walton Beach, Florida.	Newspaper: Federal Register:	03/22/2019 03/25/2019

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**District: 6**  
**Federal Reserve Bank of Atlanta**

**Availability of CRA Public Evaluations**

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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.

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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: 7****Federal Reserve Bank of Chicago****Filings received during the week ending March 9, 2019**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK FIRST NATIONAL CORPORATION	CIC	Richard Molepske, as trustee of Richard S. Molepske Trust, Belleair, Florida, together with Michael B. Molepske and Amy H. Molepske, as trustees of the Michael B. Molepske and Amy H. Molepske Trust and Michael B. Molepske, as trustee of the Nicholas JA Molepske Gift Trust, all of Manitowoc, Wisconsin; Kim Burke Molepske of Belleair, Florida; Kay F. Schroeder of Manitowoc, Wisconsin; Mark R. Molepske, as trustee of the Mark R. Molepske Trust, Chicago, Illinois; Amy E. Molepske, as trustee of the Amy E. Molepske Trust, Chicago, Illinois; Scott J. and Sarah J. Molepske, as trustee of the Scott J. and Sarah J. Molepske trust, Cedarburg, Wisconsin, as a group acting in concert, to acquire control of 10 percent or more of the outstanding voting shares of Bank First National Corporation and thereby indirectly acquire Bank First National Association, both of Manitowoc, Wisconsin, pursuant to the Change in Bank Control Act.	Newspaper: Federal Register:	03/14/2019 02/27/2019
BRAD, INC.	CIC	Notice by Noel A. Radcliffe, Hillsboro, Wisconsin; Richard A. Radcliffe, Sparta, Wisconsin; Robin W. Radcliffe, Brooktondale, New York; and Rolfe M. Radcliffe, Berkshire, New York, each individually and acting in concert, to amend the Radcliffe Family Control Group as approved in 1998 and acquire 100 percent of the voting shares of BRAD, Inc., and thereby indirectly control Black River Country Bank, both of Black River Falls, Wisconsin.	Newspaper: Federal Register:	Not available 03/19/2019
FORWARD FINANCIAL, INC. * 3A1		Forward Financial, MHC and Forward Financial, Inc., both of Marshfield, Wisconsin to acquire The First National Bank of Park Falls, Parks Falls, Wisconsin, and become bank holding companies.	Newspaper: Federal Register:	03/24/2019 03/29/2019
MIDWEST BANK	* Branch	Midwest Bank, Monmouth, Illinois to establish a branch at 300 E Washington Street, East Peoria, Illinois.	Newspaper: Federal Register:	03/08/2019 Not applicable
OLD O'BRIEN BANC SHARES, INC.	CIC	Notice by James J. Johnson and Colleen D. Johnson, both of Sutherland, Iowa, and Sonya A. Duhn, Emmetsburg, Iowa, to join Darin J. Johnson, Sutherland, Iowa, as a group acting in concert, and to retain and acquire control of 25 percent or more of the voting shares of Old O'Brien Banc Shares, Inc., and thereby indirectly control Security State Bank, both of Sutherland, Iowa.	Newspaper: Federal Register:	Not available Not available

\* Subject to the provisions of the Community Reinvestment Act

**District: 7****Federal Reserve Bank of Chicago****Filings received during the week ending March 9, 2019**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
PEOPLES BANK	Member	Peoples Bank, Clive, Iowa, to become a member of the Federal Reserve System.	Newspaper:	Not applicable
			Federal Register:	Not applicable
S.B.C.P. BANCORP, INC.	* 3A3	S.B.C.P. Bancorp, Inc., Cross Plains, Wisconsin, to acquire 100 percent of Union Bancorp of Evansville, Inc., and thereby indirectly acquire Union Bank & Trust Company, both of Evansville, Wisconsin.	Newspaper:	03/18/2019
			Federal Register:	03/18/2019
SOLON FINANCIAL, INC.	CIC	Notice by Jessica M. Becker, Eden Prairie, Minnesota; Cordelia A. Cosgrove, Cedar Rapids, Iowa; Amy C. Cox, Doylestown, Pennsylvania; Andrew J. Erusha, Sheridan, Wyoming; Angela C. Erusha, Solon, Iowa; Bruce A. Erusha, Cedar Rapids, Iowa; Daniel M. Erusha, Portland, Oregon; James R. Erusha, Cedar Rapids, Iowa; Julie A. Erusha Trust, Julie A. Erusha, Sheridan, Wyoming, as trustee; Kimberly S. Erusha, Basking Ridge, New Jersey; Michael D. Erusha Trust, Michael D. Erusha, Sheridan, Wyoming, as trustee; The Owen N. Erusha Trust, D. Neil Erusha, Solon, Iowa, as Trustee; Patricia M. Erusha, Solon, Iowa; Robert C. Erusha II, Ellisville, Missouri; Gary L. Fattig, Chelsea, Iowa; Kathryn M. Fattig, Chelsea, Iowa; Robert L. Fattig, Searsboro, Iowa; Vicky K. Garnsey, Eagle, Colorado; Anne E. Juelsgaard, West Des Moines, Iowa; Dolores M. Kaiden, Cedar Rapids, Iowa; Karlene M. Lindseth, Eden Prairie, Minnesota; Krista M. Lindseth, Eden Prairie, Minnesota; Michael J. Lindseth, Eden Prairie, Minnesota; Nicole M. Lindseth, Eden Prairie, Minnesota; Gail M. Scott, Cambridge, Iowa; and Carolyn M. Tinkham, Cedar Rapids, Iowa, to join the Erusha Family Control Group and retain control of 25 percent or more of Solon Financial, Inc. and thereby indirectly control Solon State Bank, both of Solon, Iowa.	Newspaper:	Not available
			Federal Register:	03/26/2019
WATERMAN ACQUISITION GROUP, LLC	* 3A1	Waterman Acquisition Group, LLC, Wilmette, Illinois to become a bank holding company by acquiring 100 percent of Waterman State Bank, Waterman, Illinois.	Newspaper:	Not available
			Federal Register:	03/11/2019
WEST MICHIGAN COMMUNITY BANK	* Branch	West Michigan Community Bank, Hudsonville, Michigan to establish a branch at 4797 Cascade Road SE, Grand Rapids, Michigan.	Newspaper:	03/11/2019
			Federal Register:	Not applicable

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending March 9, 2019

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
WINTRUST FINANCIAL CORPORATION	* 18C	Wintrust Financial Corporation, Rosemont, Illinois to acquire 100 percent of Rush Oak Corporation and thereby indirectly acquire Oak Bank, both of Chicago Illinois. In addition, Wintrust Financial Corporation's subsidiary bank, Wintrust Bank, Chicago, Illinois to merge with Oak Bank, Chicago, Illinois. As a result of the merger, Oak Bank office will become a branch of Wintrust Bank.	Newspaper:	Not available
	* 3A5		Federal Register:	Not available
	* Branch			

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**District: 7**  
**Federal Reserve Bank of Chicago**

**Availability of CRA Public Evaluations**

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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: 8**  
**Federal Reserve Bank of St. Louis**  
**Filings received during the week ending March 9, 2019**

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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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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 March 9, 2019**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANKSHARES OF HAWLEY, CIC INC.		Change in Control Notice by the Paul T. Tellefson Family Trust under the Last Will and Testament of Paul T. Tellefson dated March 6, 1996, and its trustee Bruce Tellefson, both of Fargo, North Dakota, to retain shares of Bankshares of Hawley, Inc., Hawley, Hawley, Minnesota (Company), and thereby join the Tellefson family shareholder control group acting in concert, which controls Company and thereby indirectly controls Valley Premier Bank, Hawley, Minnesota.	Newspaper:	03/11/2019
			Federal Register:	03/06/2019

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**District: 9**  
**Federal Reserve Bank of Minneapolis**

**Availability of CRA Public Evaluations**

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- 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: 10****Federal Reserve Bank of Kansas City****Filings received during the week ending March 9, 2019**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BLUE RIDGE BANCSHARES, INC.	CIC	Carroll D. Esry, Sarasota, Florida, The Nancy Marie Esry Irrevocable Trust, Independence, Missouri, The William C. Esry Family Trust and William C. Esry, Independence, Missouri, individually and as trustee, The David Reich Esry Family Trust and David R. Esry, Lee's Summit, Missouri, individually, as custodian, and as trustee, Marcie Esry Johnson, Sarasota, Florida, The Carolyn Marcile Weir Irrevocable Trust, Independence, Missouri, Weir Farm LLC, Independence, Missouri, Robert K. Weir, Independence, Missouri, William N. Weir, Blue Springs, Missouri, Susan Weir Carter, Bay Village, Ohio, and Geoffrey D. Carter, Bay Village, Ohio, to retain voting shares of Blue Ridge Bancshares, Inc., Independence, Missouri (the Company), and thereby be approved as members of the Reich Family Group, which collectively controls 25 percent or more of the Company. The Company controls Blue Ridge Bank and Trust Co., Independence, Missouri.	Newspaper: Federal Register:	Not available 02/27/2019
FIRST KEYES BANCSHARES, INC.	* 3A5	First Keyes Bancshares, Inc., Keyes, Oklahoma, to acquire by merger S G Bancshares, Inc., and thereby indirectly acquire State Guaranty Bank, both of Okeene, Oklahoma.	Newspaper: Federal Register:	Not available 03/18/2019
MY ANNS CORPORATION	CIC	Hiu Kwan Kwok, Cyber Port, Hong Kong, and Jun Yang, Tianjin, China, to acquire voting shares of My Anns Corporation, and thereby acquire Piqua State Bank, both of Piqua, Kansas.	Newspaper: Federal Register:	Not available 03/29/2019
SECURITY BANCSHARES, INC.	4c8	Security Bancshares, Inc., Scott City, Kansas, to engage in community development activities.	Newspaper: Federal Register:	Not applicable 03/25/2019

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

**Availability of CRA Public Evaluations**

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Institution	Location	Quarter
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**District: 11****Federal Reserve Bank of Dallas****Filings received during the week ending March 9, 2019**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
COMERICA BANK	PWI	Post-notification by Comerica Bank, Dallas, Texas, to make two public welfare investments totaling \$11.0 million	Newspaper:	Not applicable
			Federal Register:	Not applicable
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to establish a branch at 201 South FM 270, League City, Texas 77573	Newspaper:	Not available
			Federal Register:	Not applicable
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to establish a branch at 10420 Louetta Road, Suite 120, Houston, Texas 77070	Newspaper:	Not available
			Federal Register:	Not applicable
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to establish a branch at 1010 North Westgate Drive, Weslaco, Texas 78596	Newspaper:	Not available
			Federal Register:	Not applicable
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to establish a branch at the southeast corner of the intersection of South Mason Road and Mason Access Road, Katy, Texas 77450	Newspaper:	Not available
			Federal Register:	Not applicable
HAPPY STATE BANK	* 18C	Happy State Bank, Happy, Texas, to purchase certain of the assets and assume essentially all of the liabilities associated with four of the branch offices of First Bank & Trust, Seymour, Texas, located at 1025 Main Street, Matador, Texas; 621 West Noel Street, Memphis, Texas; 201 Main Avenue, Turkey, Texas; and 211 North Main Street, White Deer, Texas. Happy State Bank also has applied to establish branches at each location.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable
ORIGIN BANK	* Branch	Application by Origin Bank, Choudrant, Louisiana, to establish a branch at 1059 E. County Line Road, Jackson, Mississippi 39211	Newspaper:	Not available
			Federal Register:	Not applicable
RELATIONSHIP BANCSHARES, INC.	* 3A1	Application by Relationship Bancshares, Inc., Carrollton, Texas, to become a bank holding company by acquiring 100 percent of Capital Bank of Texas, Carrizo Springs, Texas.	Newspaper:	01/25/2019
			Federal Register:	Not available
SOUTH PLAINS FINANCIAL, INC. EMPLOYEE STOCK OWNERSHIP PLAN	CIC	Notice by City Bank and Kendra B. Lane, both of Lubbock, Texas, as Trustees of the South Plains Financial, Inc., Employee Stock Ownership Plan, Lubbock, Texas ('ESOP') and Robert C. Dean, and Kendra B. Lane, all of Lubbock, Texas, as members of the ESOP Investment Committee, to acquire control of the ESOP and therefore South Plains Financial, Inc., and City Bank, both of Lubbock, Texas	Newspaper:	03/18/2019
			Federal Register:	Not available



District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending March 9, 2019

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
T ACQUISITION, INC.	CIC	Notice by Arthur Haag Sherman, Millette Lewis Sherman, the Sherman 2018 Irrevocable Trust, and Sherman Tectonic FLP LP, all of Houston, Texas, as a group acting in concert, to acquire control of T Acquisition, Inc., and indirectly T Bank, National Association, both of Dallas, Texas.	Newspaper:	Not available
			Federal Register:	02/19/2019

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

**Availability of CRA Public Evaluations**

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

Institution	Location	Quarter
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**District: 12**  
**Federal Reserve Bank of San Francisco**  
**Filings received during the week ending March 9, 2019**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
COMMERCEWEST BANK	CIC	Notice of Change in Control filed by Ivo A. Tjan, North Tustin, California, to retain voting shares of CommerceWest Bank, Irvine, California.	Newspaper:	03/06/2019
			Federal Register:	03/14/2019
PACIFIC PREMIER BANK	* Branch	Pacific Premier Bank, Irvine, California, to establish a branch office located at 790 E. Colorado Boulevard, Pasadena, California.	Newspaper:	Not available
			Federal Register:	Not applicable

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

**Availability of CRA Public Evaluations**

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Institution	Location	Quarter
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