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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. 11*

*Week Ending March 16, 2019*

### **Bank Holding Companies**

BB&T Corporation, Winston-Salem, North Carolina -- (1) interagency notice of public meetings in Atlanta, Georgia, on May 3, 2019, and Charlotte, North Carolina, on April 25 on the proposal to acquire SunTrust Banks, Inc., Atlanta, Georgia, and its subsidiary, SunTrust Bank, and to merge SunTrust Bank with and into Branch Banking and Trust Company, Winston-Salem; and (2) extension of the public comment period through May 3, 2019.

- Approved, March 13, 2019

CenterState Bank Corporation, Winter Haven, Florida -- to merge with National Commerce Corporation, Birmingham, Alabama, and thereby indirectly acquire National Bank of Commerce.

- Approved, March 11, 2019

### **Forms**

Forms -- final Board review to extend with revision the FR Y-8, FR 2248, FR 2320, FR 2644, FR 2886b, and the following families of reports: (1) FR Y-9 (FR Y-9C, FR Y-9LP, FR Y-9SP, FR Y-9ES, and FR Y-9CS), (2) FR Y-7 (FR Y-7, FR Y-7N, and FR Y-7Q), (3) FR Y-11 (FR Y-11 and FR Y-11S), and FR 2314 (FR 2314 and FR 2314S).

- Approved, March 14, 2019

### **Personnel**

Division of Supervision and Regulation -- appointment of Lisa Ryu as senior associate director.

- Announced, March 11, 2019

Management Division -- appointment of Tara Pelitere as senior associate director and chief technology officer and Tim Markey as deputy associate director and chief of staff.

- Announced, March 13, 2019

**Regulations and Policies**

Regulation KK (Swaps Margin and Swaps Push-Out) -- publication for comment of a joint interim final rule to ensure that any legacy swap currently exempt from the swap margin requirements would not become subject to them if amended solely for the purpose of being transferred from an entity in the United Kingdom (UK) as a result of a non-negotiated UK withdrawal from the European Union.

- Approved, March 11, 2019

**Enforcement**

The Goldman Sachs Group, Inc., New York, New York -- issuance of a consent order of prohibition and an order of assessment of civil money penalty against Tim Leissner, and issuance of a notice of prohibition against Ng Chong Hwa a/k/a Roger Ng, both former institution-affiliated parties of various nonbank subsidiaries of The Goldman Sachs Group, Inc.

- Announced, March 12, 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**

Cleveland

The Killbuck Savings Bank Company, Killbuck, Ohio -- to establish a branch at 13253-13255 Emerson Road, Dalton.

- Approved, March 11, 2019

Richmond

MainStreet Bank, Fairfax, Virginia -- to establish a branch at 1130 Connecticut Avenue, Washington, D.C.

- Approved, March 15, 2019

New York

Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a branch at 77 Upper Rock Circle, Rockville, Maryland.

- Approved, March 15, 2019

Chicago

Midwest Bank, Monmouth, Illinois -- to establish a branch at 300 East Washington Street, East Peoria.

- Approved, March 15, 2019

Secretary

Professional Bank, Coral Gables, Florida -- to establish a branch at 980 North Federal Highway, Boca Raton.

- Approved, March 14, 2019

**Bank Holding Companies**

General Counsel

Bank First National Corporation, Manitowoc, Wisconsin -- waiver of application to acquire Partnership Community Bancshares, Inc., Cedarburg, and Partnership Bank, in connection with Partnership Bank's merger with and into Bank First, N.A., Manitowoc.

- Granted, March 8, 2019

(A/C)

Richmond

Delmar Bancorp, Salisbury, Maryland -- to acquire Virginia Partners Bank, Fredericksburg, Virginia.

- Approved, March 12, 2019

Chicago

MiCommunity Bancorp, Inc., Bloomfield Township, Michigan -- to become a bank holding company by acquiring Mi Bank (in organization), Bloomfield Township.

- Approved, March 13, 2019

St. Louis

Stifel Financial Corp., St. Louis, Missouri -- to convert Stifel Trust Company, National Association, St. Louis, from a nondepository trust company to a depository trust company that qualifies as a limited-purpose bank.

- Approved, March 13, 2019

General Counsel

Stock Yards Bancorp, Inc., Louisville, Kentucky -- waiver of application to acquire King Bancorp, Louisville, and King Southern Bank (Bank), Chaplin, in connection with Bank's merger with and into Stock Yards Bank & Trust Company, Louisville.

- Granted, March 12, 2019

**Change in Bank Control**

Kansas City

The Osawatomie Agency, Inc., Osawatomie, Kansas -- to retain control of The Osawatomie Agency, Inc., and its subsidiary, First Option Bank, Osawatomie (two notices).

- Permitted, March 11, 2019

Minneapolis

PSB Financial Shares, Inc., Prinsburg, Minnesota -- change in bank control of PSB Financial Shares, Inc., and its subsidiary, PrinsBank, Prinsburg.

- Permitted, March 13, 2019

Dallas

T Acquisition, Inc., Dallas, Texas -- change in bank control of T Acquisition, Inc., and its subsidiary, T Bank, National Association, Dallas.

- Permitted, March 12, 2019

**Extensions of Time**

Kansas City

ANB Bank, Denver, Colorado -- extension to August 24, 2019, to establish a branch at the corner of East Valley Road and Robinson Street, Basalt.

- Granted, March 12, 2019

Director, S&R

BB&T Corporation, Winston-Salem, North Carolina -- request for an extension to comply with the requirement under the capital plan rule to update and resubmit its capital plan.

- Granted, March 11, 2019

**District: 1****Federal Reserve Bank of Boston****Filings received during the week ending March 16, 2019**

<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:	03/19/2019
			Federal Register:	Not applicable
First Seacoast Bancorp, MHC	MHC Minority Stock Issuance * SLHC Formation	Federal Savings Bank, Dover, New Hampshire to reorganize into a mutual holding company structure and to conduct a minority stock issuance by a to be formed mid-tier stock subsidiary holding company, First Seacoast Bancorp, Dover, New Hampshire.	Newspaper:	Not available
			Federal Register:	Not available
HARBORONE NORTHEAST BANCORP, INC.	* 3A1	Application by HarborOne Northeast Bancorp Inc., Brockton, Massachusetts (a newly formed Massachusetts corporation) to acquire 100% of the outstanding capital stock of HarborOne Bank, Brockton, Massachusetts, pursuant to section 3(a)(1) of the Bank Holding Company Act of 1956, as amended, in connection with the second-step conversion of HarborOne Mutual Bancshares, Brockton, Massachusetts, from mutual to stock form.	Newspaper:	04/11/2019
			Federal Register:	Not available
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

**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 March 16, 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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NONE					

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Institution	Location	Quarter
NONE		

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**District: 3**  
**Federal Reserve Bank of Philadelphia**  
**Filings received during the week ending March 16, 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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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 16, 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 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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Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

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- 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: 5****Federal Reserve Bank of Richmond****Filings received during the week ending March 16, 2019**

<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:	04/12/2019
CCF HOLDING COMPANY	* 3A3	CCF Holding Company, Jonesboro, Georgia to acquire Heritage Bancorporation, Inc., and Heritage Bank both of Hinesville, Georgia, to merge with and into Heritage Bank, Jonesboro, Georgia.	Newspaper:	Not available
			Federal Register:	Not available
CCF HOLDING COMPANY	* 3A5	CCF Holding Company, Jonesboro, Georgia to acquire Providence Bank, Alpharetta, Georgia, to merge with and into Heritage Bank, Jonesboro, Georgia.	Newspaper:	Not available
			Federal Register:	Not available
FARMERS BANK, WINDSOR VA	* Branch	Farmers Bank, Windsor, Virginia, to establish a branch at 821 North Battlefield Boulevard, Chesapeake, Virginia.	Newspaper:	03/22/2019
			Federal Register:	Not applicable
SHORE UNITED BANK	* Branch	Shore United Bank, Easton, Maryland, to establish a branch at 12905 Ocean Gateway, Ocean City, Maryland.	Newspaper:	03/31/2019
			Federal Register:	Not applicable

**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.

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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Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

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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 16, 2019**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
EUREKA HOMESTEAD BANCORP, INC.	* SLHC Formation	Eureka Homestead Bancorp, Inc., to become a savings and loan holding company by acquiring 100 percent of the outstanding shares of Eureka Homestead, both of Metairie, Louisiana, in connection with the mutual-to-stock conversion of Eureka Homestead.	Newspaper:	Not available
			Federal Register:	Not available

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

**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.

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Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

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- 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: 7****Federal Reserve Bank of Chicago****Filings received during the week ending March 16, 2019**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
ALBRECHT FINANCIAL SERVICES, INC.	CIC	David S. Albrecht and Steve D. Albrecht as co-trustees of the Dean L. Albrecht 2014 Trust, the Dean L. Albrecht 2014 Family Trust II FBO, and Alexis Albrecht, all of Norwalk, Iowa, as a group acting in concert to be added to the Albrecht family control group approved on January 2, 1996 to acquire 25 percent or more of the voting shares of Albrecht Financial Services, Inc., and thereby indirectly control City State Bank, both of Norwalk, Iowa.	Newspaper:	Not available
			Federal Register:	Not available
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:	Not available
			Federal Register:	03/19/2019
Brodhead Bancshares, Inc.	* 3A1	Brodhead Bancshares, Inc., Brohead, Wisconsin to become a bank holding company by acquiring 100 percent of The Bank of Brodhead. Bank of Brodhead, Brodhead, Wisconsin to merge with New Bank of Brodhead, Brodhead, Wisconsin.	Newspaper:	Not available
			Federal Register:	Not available
CHEMICAL FINANCIAL CORPORATION	* 3A5	Chemical Financial Corporation, Detroit, Michigan to merge with TCF Financial Corporation, Wayzata, Minnesota and thereby indirectly acquire TCF National Bank, Sioux Falls, South Dakota.	Newspaper:	Not available
			Federal Register:	Not available
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:	03/30/2019
			Federal Register:	03/29/2019
HOW-WIN DEVELOPMENT CO.	CIC	Notice by John Scott Thomson, as trustee of both the John H. Thomson Residuary Trust and the FJT Grandchildrens Trust, John Scott Thomson and Stephanie Carol Thomson, as co-trustees of the Thomson Grandchildrens Trust, together with Stephanie Carol Thomson as co-trustee of the John Scott Thomson Family Trust, all of Cresco, Iowa, to retain control of 100 percent of the voting shares of How-Win Development Co. and thereby to indirectly control CUSB Bank, both of Cresco, Iowa. CUSB Bank, Cresco, Iowa, serves as co-trustee of the Scott Thomson Family Trust and the Thomson Grandchildrens Trust.	Newspaper:	Not available
			Federal Register:	Not available

**District: 7****Federal Reserve Bank of Chicago****Filings received during the week ending March 16, 2019**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
MINIER FINANCIAL, INC. EMPLOYEE STOCK OWNERSHIP PLAN W/401(K) PROVISIONS	* 3A3	Minier Financial, Inc. Employee Stock Ownership Plan with 401(k) Provisions, Minier, Illinois, for prior approval to increase its 44.63 percent ownership in Minier Financial, Inc., Minier, Illinois, to up to 51 percent ownership and thereby increase its indirect ownership of First Farmers State Bank, Minier, Illinois.	Newspaper:	04/09/2019
			Federal Register:	Not available
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:	Not available
			Federal Register:	03/28/2019
OLD O'BRIEN BANC SHARES, INC.	* 3A5	Old O'Brien Banc Shares, Inc., Sutherland, Iowa to merge with R & J Financial Corporation, Inc. and thereby indirectly acquire Peoples Savings Bank, both of Elma, Iowa.	Newspaper:	Not available
			Federal Register:	04/12/2019
PELLA FINANCIAL GROUP, INC.	* 3A3	Pella Financial Group, Inc., Pella, Iowa, to acquire 100 percent of Iowa State Savings Bank, Knoxville, Iowa.	Newspaper:	Not available
			Federal Register:	Not available
Richmond Mutual Bancorporation, Inc.	* 3A1 * 3A5	Richmond Mutual Bancorporation, Inc., a newly formed Maryland company headquartered in Richmond, Indiana, to become a bank holding company by acquiring 100 percent of First Bank Richmond, Richmond, Indiana in connection with the merger of First Mutual of Richmond, Inc. into Richmond Mutual Bancorporation, Inc., a Delaware corporation, both headquartered in Richmond, Indiana.	Newspaper:	Not available
			Federal Register:	Not available

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending March 16, 2019

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Filer	Filing Type	Filing Proposal	End of Comment Period	
RUSH-OAK CORPORATION	CIC	John L. Cox, Burr Ridge, Illinois, individually as Special Trustee of the following ten trusts, and together as a group acting in concert with the John L. Cox GST Trust, John L. Cox as Trustee, Edward A. Cox, III GST Trust, Edward A. Cox, III as Trustee, Fontana, Wisconsin, Maureen T. Cox-Scanlon GST Trust, Maureen T. Cox-Scanlon as Trustee, Downers Grove, Illinois, Michael J. Cox GST Trust, Michael J. Cox as Trustee, Rosemary P. Cox-Conway GST Trust, Rosemary P. Cox-Conway as Trustee, Thomas M. Cox GST Trust, Thomas M. Cox as Trustee, Robert J. Cox GST Trust, Robert J. Cox as Trustee, Catherine M. Cox Murphy GST Trust, Catherine M. Cox Murphy as Trustee, Margaret M. Cox-Petrucci GST Trust, Margaret M. Cox-Petrucci as Trustee, Mary H. Cox-Coffey GST Trust, and Mary H. Cox Coffey as Trustee, all of Oak Brook, Illinois, to acquire 25 percent or more of Rush-Oak Corporation, and thereby indirectly acquire Oak Bank, both of Chicago Illinois.	Newspaper:	Not available
			Federal Register:	04/03/2019

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District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending March 16, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
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
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:	04/15/2019
	* Branch			

\* Subject to the provisions of the Community Reinvestment Act

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

**Availability of CRA Public Evaluations**

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NONE					

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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 16, 2019**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CAPITAL BANK, THE	* Branch	The Capital Bank, Little Rock, Arkansas, to establish a branch facility to be located at 5100 Kavanaugh Boulevard, Little Rock, Arkansas.	Newspaper:	03/22/2019
			Federal Register:	Not applicable
OLD MISSOURI BANK	* Branch	Old Missouri Bank, Springfield, Missouri, to establish a branch at 535 West Fir Road, Carthage, Missouri.	Newspaper:	Not available
			Federal Register:	Not applicable

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**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 March 16, 2019**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CITIZENS COMMUNITY BANCORP, INC.	* 3A3	Citizens Community Bancorp, Inc., Eau Claire, Wisconsin, to acquire 100 percent of F. & M. Bancorp. of Tomah, Inc., and thereby indirectly acquire Farmers & Merchants Bank, both of Tomah, Wisconsin.	Newspaper:	Not available
			Federal Register:	Not available
SECURITY STATE BANCSHARES OF BEMIDJI, INC.	4c8	Retroactive notice by Security State Bancshares of Bemidji, Inc., Bemidji, Minnesota, to engage, de novo, in extending credit and servicing loans.	Newspaper:	Not applicable
			Federal Register:	Not available

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

**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.

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- 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 16, 2019**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANCSHARES OF JACKSON HOLE, INCORPORATED	CIC	The RFB-FLB Trust, U/A/D October 25, 2016, and Frances L. Biolchini, , as Trustee, both of Kelly, Wyoming, to retain 25 percent or more of the shares of Bancshares of Jackson Hole, Inc., Jackson, Wyoming (Bancshares), and thereby indirectly retain Bank of Jackson Hole, Jackson, Wyoming; and be approved as members of the Biolchini Family Group, which controls Bancshares. Additionally, Robert Biolchini, Jr., Jackson, Wyoming; Douglas Biolchini, Walla Walla, Washington; Frances Biolchini Fleming, Kelly, Wyoming; Thomas Biolchini, Tulsa, Oklahoma; Tobin Biolchini, Kelly, Wyoming; Christi Biolchini Yanelli, Jackson, Wyoming; and the Robert F. Biolchini & Frances L. Biolchini Irrevocable Education Trust for Lucy Rose Biolchini, , the Robert F. Biolchini & Frances L. Biolchini Irrevocable Education Trust for Maximilian Michael Fleming, , the Robert F. Biolchini & Frances L. Biolchini Irrevocable Education Trust for Sophia Grace Fleming, , and the Robert F. Biolchini & Frances L. Biolchini Irrevocable Education Trust for Paul Christopher Biolchini, all of Tulsa, Oklahoma; to retain voting shares of Bancshares ; as members of the Biolchini Family Group which controls Bancshares and thereby indirectly retain control of Bank of Jackson Hole, of Jackson, Wyoming.	Newspaper: Federal Register:	Not available 04/04/2019
BETHANY BANKSHARES, INC.	* 3A5	Bethany Bankshares, Inc., Bethany, Missouri, to acquire by merger Fairport Bancshares, Inc., and thereby indirectly acquire The Bank of Fairport, both of Maysville, Missouri.	Newspaper: Federal Register:	Not available 04/15/2019

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**District: 10****Federal Reserve Bank of Kansas City****Filings received during the week ending March 16, 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:	02/27/2019 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
NBH BANK	* Branch	NBH Bank, Greenwood Village, Colorado, to establish a branch at 801 North 500 West, West Bountiful, Utah.	Newspaper: Federal Register:	03/23/2019 Not applicable

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

**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: 11****Federal Reserve Bank of Dallas****Filings received during the week ending March 16, 2019**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to establish a branch at 201 South FM 270, League City, Texas 77573	Newspaper:	03/14/2019
			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:	03/14/2019
			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:	02/21/2019
			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:	03/18/2019
			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:	02/28/2019
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:	03/19/2019

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

**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: 12**  
**Federal Reserve Bank of San Francisco**  
**Filings received during the week ending March 16, 2019**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
EAST WEST BANK	PWI	East West Bank, Pasadena, California, to make an additional public welfare investment of \$5.3 million in the Community Development and Affordable Housing Fund II, LLC.	Newspaper:	Not applicable
			Federal Register:	Not applicable
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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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