
Federal Reserve Release



H.2

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

No. 28

Week Ending July 13, 2019

Testimony and Statements

Monetary Policy -- statement by Chair Powell before the House Committee on Financial Services on July 10 and the Senate Committee on Banking, Housing, and Urban Affairs on July 11, 2019.

- Published, July 10, 2019

Forms

Forms -- final Board review to extend with revision the Federal Reserve Payments Study (FR 3066a and 3066b) and to discontinue FR 3066c and 3066d.

- Approved, July 8, 2019

Forms -- final Board review to extend without revision the Semiannual Report of Derivatives Activity (FR 2436).

- Approved, July 12, 2019

Forms -- final Board review to extend without revision the Recordkeeping and Disclosure Requirements Associated with Regulation II (Debit Card Interchange Fees and Routing) (FR II).

- Approved, July 12, 2019

Personnel

Division of Consumer and Community Affairs -- appointment of Marisa Reid as associate director.

- Announced, July 11, 2019

Regulations and Policies

Regulatory Capital Rules -- (1) interagency final rule to simplify certain aspects of the Board's capital rule to reduce regulatory burden, especially for banking organizations not subject to the advanced approaches capital rule; and (2) publication for comment of an interagency notice of proposed rulemaking to clarify the regulatory capital treatment of land development loans.

- Approved, July 8, 2019

Volcker Rule Regulations -- interagency final rule to exclude certain institutions (generally, those with total consolidated assets of \$10 billion or less and total trading assets and liabilities of 5 percent or less of total consolidated assets) from the agencies' respective regulations implementing the Volcker rule, consistent with the Economic Growth, Regulatory Relief, and Consumer Protection Act.

- Approved, July 8, 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

New York

Amboy Bank, Old Bridge, New Jersey -- to establish a branch at 665 Middlesex Avenue, Metuchen.

- Approved, July 11, 2019

Kansas City

Bank7, Oklahoma City, Oklahoma -- to establish a branch at 5727 South Lewis Avenue, Tulsa.

- Approved, July 12, 2019

Bank Holding Companies

General Counsel

Fifth Third Bancorp, Cincinnati, Ohio -- waiver of application in connection with an internal reorganization involving the merger of MB Financial, Inc., Chicago, Illinois, with and into Fifth Third Bancorp.

- Granted, July 8, 2019

Dallas

Ford Management III, L.P., Dallas, Texas; Ford Financial Fund III, L.P.; and EB Acquisition Company II LLC -- (1) to each become a bank holding company by acquiring shares of Mechanics Bank, Walnut Creek, California; (2) with 2011 TCRT, Dallas; Ford Ultimate Management II, LLC; Ford Management II, L.P.; GJF Financial Management II, LLC; Ford Family Investment, LP; Ford Financial Fund II, L.P.; and EB Acquisition Company LLC to each indirectly acquire shares of Pistachio NewCo Inc., Roseville, California, and thereby acquire shares of Rabobank, National Association; and (3) for Ford Management III, L.P., to engage de novo in financial and investment advisory services.

- Approved, July 9, 2019

Bank Holding Companies

Kansas City

HSB Merger Company, Hershey, Nebraska -- to become a bank holding company by acquiring Amerigroup, Inc., Hershey, and its subsidiary, Hershey State Bank.

- Approved, July 9, 2019

Kansas City

Intrust Financial Corporation, Wichita, Kansas -- to acquire by merger First Newton Bankshares, Inc., Newton, and thereby indirectly acquire First Bank of Newton.

- Approved, July 8, 2019

Banks, State Member

San Francisco

Bank of Hawaii, Honolulu, Hawaii -- to make a public welfare investment.

- Approved, July 11, 2019

San Francisco

Western Alliance Bank, Phoenix, Arizona -- to make a public welfare investment.

- Approved, July 11, 2019

Change in Bank Control

Kansas City

Alamosa Bancorporation, Ltd., Alamosa, Colorado -- to retain control of Alamosa Bancorporation, Ltd., and its subsidiary, Alamosa State Bank, Alamosa.

- Permitted, July 9, 2019

Change in Bank Control

Kansas City

Fidelity Kansas Bankshares, Inc., Topeka, Kansas -- to retain control of Fidelity Kansas Bankshares, Inc., and its subsidiary, Fidelity State Bank and Trust Company, Topeka.

- Permitted, July 9, 2019

Extensions of Time

Chicago

Minier Financial, Inc. Employee Stock Ownership Plan w/401(k) Provisions, Minier, Illinois -- extension to October 23, 2019, to acquire additional shares of Minier Financial, Inc., Minier, and thereby increase its indirect ownership of First Farmers State Bank.

- Granted, July 10, 2019

District: 1
Federal Reserve Bank of Boston
Filings received during the week ending July 13, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
CENTURY BANCORP, INC.	CIC	Notification Submitted Pursuant to 12 C.F.R. S 225.42(b)(1)(i) on behalf of Barbara J. Sloane, Barry R. Sloane, Linda Sloane Kay and Frank Dardeno with respect to Century Bancorp, Inc., Medford, Massachusetts.	Newspaper:	Not available
			Federal Register:	Not available
EASTHAMPTON SAVINGS BANK	* Branch	Application by Easthampton Savings Bank, Easthampton, Massachusetts, to establish a de novo branch to be located at 253 Triangle Street, Amherst, Massachusetts pursuant to Section 208.6 of Regulation H.	Newspaper:	Not available
			Federal Register:	Not applicable
MASCOMA BANK	* Branch	Application by Mascoma Bank, Lebanon, New Hampshire for approval to establish two branches at 242-244 North Winooski Avenue, Burlington, Vermont and 431 Pine Street, Burlington, Vermont pursuant to Section 208.6 of Regulation H.	Newspaper:	Not available
			Federal Register:	Not applicable
MIDDLESEX FEDERAL MHC	* MHC Formation	Application by Middlesex Federal MHC, Somerville, Massachusetts to become a mutual savings and loan holding company, in connection with the reorganization of Middlesex Federal Savings, F. A., Somerville, Massachusetts from a federal mutual savings association to a stock savings association.	Newspaper:	Not available
			Federal Register:	07/05/2019
PROVIDENT BANCORP	* 3A1	Application by Provident Bancorp Inc., Amesbury, Massachusetts (a newly formed Maryland corporation) to acquire 100% of the outstanding capital stock of Provident Bank, Amesbury, 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 Provident Bancorp, Amesbury, Massachusetts, from a mutual to stock form.	Newspaper:	07/12/2019
			Federal Register:	07/16/2019
STATE STREET BANK AND TRUST COMPANY	Investment	A 30 days' prior notice submitted by State Street Bank and Trust Company (SSBT), Boston, Massachusetts, and SSBT's Edge corporation subsidiary, State Street International Holdings (SSIH), Boston, Massachusetts, pursuant to Section 211.9(f) of Regulation K, of their intention to invest in certain subsidiaries of SSIH that engage solely in activities listed in Section 211.10 of Regulation K. The investments will be made in connection with the proposed combination of the businesses of two of State Street's Luxembourg entities, followed by a merger of the combined business into State Street Bank International GmbH (SSBI), an indirect subsidiary of SSIH.	Newspaper:	Not applicable
			Federal Register:	Not applicable

* Subject to the provisions of the Community Reinvestment Act

District: 1
Federal Reserve Bank of Boston

Availability of CRA Public Evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

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

- O = Outstanding
- S = Satisfactory
- NI = Needs to improve
- SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 2
Federal Reserve Bank of New York
Filings received during the week ending July 13, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANCO BRADESCO S.A.	* 3A1	Banco Bradesco, S.A., Lecce Holdings S.A. , Fundacao Bradesco, BBD Participacoes S.A., Nova Cidade de Deus Participacoes S.A., and Cidade de Deus Cia. Comercial de Participcoes, all of Osasco, Sao Paulo, Brazil, to become bank holding companies by acquiring substantially all of the shares of BAC Florida Bank, Coral Gables, Florida.	Newspaper:	Not available
			Federal Register:	Not available
CITIBANK, N.A.	Investment	Prior notice by Citibank N.A., Sioux Falls, South Dakota, to make an investment to capitalize a new bank, Citibank U.K. Limited, London, United Kingdom, pursuant to Section 211.9(f) of Regulation K.	Newspaper:	Not applicable
			Federal Register:	Not applicable
POPULAR, INC.	Investment	Popular Inc., on behalf of Evertec, Inc., both of San Juan, Puerto Rico, to acquire certain assets of Tech 2 Fly Inc., through Evertec Group, LLC, San Juan, Puerto Rico, pursuant to Section 211.9(f) of Regulation K.	Newspaper:	Not applicable
			Federal Register:	Not applicable

District: 2
Federal Reserve Bank of New York

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: 3
Federal Reserve Bank of Philadelphia
Filings received during the week ending July 13, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period
--------------	--------------------	------------------------	------------------------------

NONE

District: 3
Federal Reserve Bank of Philadelphia

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: 4
Federal Reserve Bank of Cleveland
Filings received during the week ending July 13, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST FINANCIAL BANK	* Branch	First Financial Bank, Cincinnati, Ohio intends to establish a branch office at 900 East McMillan Avenue, Cincinnati, Ohio.	Newspaper:	07/27/2019
			Federal Register:	Not applicable
NEW HAZARD BANCORP, INC	* 3A1	Application by New Hazard Bancorp, Lexington, KY to become a bank holding company by acquiring 100% percent of Hazard Bancorp, Hazard, KY and thereby indirectly acquire Peoples Bank & Trust Company, Hazard, KY	Newspaper:	08/31/2019
			Federal Register:	08/02/2019
S&T BANCORP, INC.	* 3A3	Application by S&T Bancorp, Inc., Indiana, Pennsylvania, requesting approval to acquire by merger DNB Financial Corporation and DNB First, National Association, both of Downingtown, Pennsylvania, pursuant to Sections 3(a)(3) and (a)(5) of the Bank Holding Company Act.	Newspaper:	08/09/2019
			Federal Register:	08/09/2019

District: 4
Federal Reserve Bank of Cleveland

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
853112	HEARTLAND BK, WHITEHALL, OHIO	10/01/2018	07/06/2019	S	Int Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 5
Federal Reserve Bank of Richmond
Filings received during the week ending July 13, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period
--------------	--------------------	------------------------	------------------------------

NONE

District: 5
Federal Reserve Bank of Richmond

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
3019982	FREEDOM BK OF VIRGINIA, FAIRFAX, VIRGINIA	09/24/2018	07/12/2019	S	Int Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 6
Federal Reserve Bank of Atlanta
Filings received during the week ending July 13, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
IBERIABANK	* Branch	IBERIABANK, Lafayette, Louisiana, to establish a branch located at 1951 NW 7th Avenue, Miami, Florida, to be known as the Miami CRA Branch.	Newspaper:	07/14/2019
			Federal Register:	Not applicable

District: 6
Federal Reserve Bank of Atlanta

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: 7**Federal Reserve Bank of Chicago****Filings received during the week ending July 13, 2019**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ANCHOR BANCORPORATION, INC.	CIC	Notice by William H. Davis, Fairview Park, Ohio, individually, and acting in concert with William A. Minnich, Lakewood, Ohio, to acquire 100 percent of the voting shares of Anchor Bancorporation, Inc., and thereby indirectly control Anchor State Bank, both of Anchor, Illinois.	Newspaper:	Not available
			Federal Register:	05/14/2019
BRODHEAD BANCSHARES, INC.	* 18C * 3A3 * Branch	Brodhead Bancshares, Inc., Brodhead, Wisconsin to acquire 100 percent of Farmers and Merchants Bank of Orfordville, Orfordville, Wisconsin which will be facilitated by an interim bank merger. Subsequently, the subsidiary bank of Brodhead Bancshares, Inc., The Bank of Brodhead, also of Brodhead, Wisconsin, to merge with Farmers and Merchants Bank of Orfordville. As a result of the merger, the Farmers and Merchants Bank of Orfordville office, located at 303 Spring Street, Orfordville, Wisconsin will become a branch of The Bank of Brodhead.	Newspaper:	08/10/2019
			Federal Register:	07/12/2019
FSB HOLDINGS, INC.	* 3A1	FSB Holdings, Inc., Fairview, Illinois to become a bank holding company by acquiring 100% of Fairview State Banking Company, Fairview, Illinois.	Newspaper:	07/27/2019
			Federal Register:	08/02/2019
MERCHANTS BANCORP	CIC	Carey Rogers Kulongoski, Portland, Oregon, Randall D. Rogers, Jr., Indianapolis, Indiana, Katherine H. Rogers, Sedona, Arizona, the Katherine H. Rogers Irrevocable GST Trust 2011, the Carey Rogers Kulongoski Irrevocable GST Trust 2011, the Randall D. Rogers, Jr. Irrevocable GST Trust 2011, and Mary H. Rogers, Vero Beach, Florida, as trustee of the Katherine H. Rogers Irrevocable GST Trust 2011, the Carey Rogers Kulongoski Irrevocable GST Trust 2011, and the Randall D. Rogers, Jr. Irrevocable GST Trust 2011, to retain 25 percent or more of the voting shares of Merchants Bancorp, Carmel, Indiana, and thereby indirectly retain control of Merchants Bank of Indiana, Carmel, Indiana, and Farmers-Merchants Bank of Illinois, Joy, Illinois.	Newspaper:	Not available
			Federal Register:	05/02/2019

District: 7**Federal Reserve Bank of Chicago****Filings received during the week ending July 13, 2019**

Filer	Filing Type	Filing Proposal	End of Comment Period	
MERCHANTS BANCORP	CIC	Jody J. Petrie, Carmel, Indiana, through joint ownership and as trustee of the Julia L. Petrie Irrevocable GST Trust 2010, the Emily J. Petrie Irrevocable GST Trust 2010, the Julia L. Petrie Irrevocable Trust 2010, and the Emily J. Petrie Irrevocable Trust 2010, individually, and as a group acting in concert with the Julia L. Petrie Irrevocable GST Trust 2010, the Emily J. Petrie Irrevocable GST Trust 2010, the Julia L. Petrie Irrevocable Trust 2010, and the Emily J. Petrie Irrevocable Trust 2010, John H. Petrie, Carmel, Indiana, Claranna Petrie and Robert G. Negrete, both of Henderson, Nevada, Conradine Riedel, Knoxville, Tennessee, George A. Petrie and Cristina P. Petrie, both of Tampa, Florida, and Matthew E. Kaercher, Carmel, Indiana, to retain 25 percent or more of the voting shares and thereby control of Merchants Bancorp, Carmel, Indiana, and thereby indirectly retain control Merchants Bank of Indiana, Carmel, Indiana, and Farmers-Merchants Bank of Illinois, Joy, Illinois	Newspaper: Federal Register:	Not available 05/02/2019
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: Federal Register:	Not available 03/11/2019
WINTRUST FINANCIAL CORPORATION	* 18C * 3A5 * Branch	Wintrust Financial Corporation, Rosemont, Illinois, to acquire 100 percent of STC Bancshares Corp., and thereby indirectly acquire STC Capital Bank, both of St. Charles, Illinois. In addition, Wintrust Financial Corporation's subsidiary bank, St. Charles Bank & Trust Company, St. Charles, Illinois, to merge with STC Capital Bank, St. Charles, Illinois. As a result of the merger, all offices of STC Capital Bank office will become branches of St. Charles Bank & Trust Company.	Newspaper: Federal Register:	Not available 08/02/2019

District: 7
Federal Reserve Bank of Chicago

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
900146	CUSB BK, CRESCO, IOWA	04/01/2019	07/07/2019	S	Int Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 8
Federal Reserve Bank of St. Louis
Filings received during the week ending July 13, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period
--------------	--------------------	------------------------	------------------------------

NONE

District: 8
Federal Reserve Bank of St. Louis

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
704755	PROVIDENCE BK, COLUMBIA, MISSOURI	03/25/2019	07/12/2019	S	Int Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

District: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending July 13, 2019**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK FORWARD EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST	* 3A3	Bank Forward Employee Stock Ownership Plan and Trust, Fargo, North Dakota, to acquire up to 35% of Security State Bank Holding Company, Fargo, North Dakota, and thereby indirectly increase control of Bank Forward, Hannaford, North Dakota.	Newspaper:	07/31/2019
			Federal Register:	07/29/2019
BRIDGER COMPANY, THE	* 3A3	The Bridger Company, Bridger, Montana to acquire 100 percent of the voting shares of First Security Bank of Malta, Malta, Montana and Valley Bank of Glasgow, Glasgow, Montana.	Newspaper:	Not available
			Federal Register:	08/02/2019
BROWNS VALLEY BANCSHARES, INC.	CIC	Change in Control notice by Patricia Readel, West Fargo, North Dakota, and Robert Zabel, Browns Valley, Minnesota, to retain shares of Browns Valley Bancshares, Inc., Browns Valley, Minnesota ("Browns Valley"), and by Wendy Gruby, Browns Valley, Minnesota, Lindsay Zabel, Waconia, Minnesota, Michael Readel, Moorhead, Minnesota, and Amanda Readel, West Fargo, North Dakota, to acquire shares of Browns Valley as part of a group acting in concert with Patricia Readel and Robert Zabel. Browns Valley controls Union State Bank of Browns Valley, Browns Valley, Minnesota.	Newspaper:	Not available
			Federal Register:	Not available
GUARANTY DEVELOPMENT COMPANY	CIC	Taylor A. Wortman, Bozeman, Montana, to acquire voting control of 25 percent or more of the shares of Guaranty Development Company, Livingston, Montana, and thereby indirectly acquire control of American Bank, Bozeman, Montana.	Newspaper:	07/17/2019
			Federal Register:	07/08/2019
PIONEER BANK	* 18C	Pioneer Bank, Mapleton, Minnesota to merge with The Nicollet County Bank of St. Peter, St. Peter, Minnesota and incident thereto, establish branches.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable

District: 9
Federal Reserve Bank of Minneapolis

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: 10**Federal Reserve Bank of Kansas City****Filings received during the week ending July 13, 2019**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CITIZENS STATE BANK	* Branch	Citizens State Bank, Wisner, Nebraska, to establish a mobile branch in connection with its physical branch at 234 Pine Street, Creston, Nebraska.	Newspaper:	07/19/2019
			Federal Register:	Not applicable
FIDELITY FINANCIAL CORPORATION	* 3A1	Fidelity Financial Bancorporation, Wichita, Kansas, a savings and loan holding company, to become a bank holding company upon the conversion of its subsidiary, Fidelity Bank, Wichita, Kansas, to a commercial bank.	Newspaper:	Not available
			Federal Register:	Not available
SPIRIT BANKCORP, INC.	CIC	The Melinda Mercer Revocable Trust and Kelly Brothers, A Business Trust, Melinda Mercer, Tulsa, Oklahoma, individually and as trustee, the Mel Mercer Revocable Trust, the Kelly Mercer Revocable Trust, and the Logan Mercer Revocable Trust, Mel Mercer, Tulsa, Oklahoma, individually and as trustee, Logan Mercer, Broken Arrow, Oklahoma, Kelly Mercer, Tulsa, Oklahoma, Brad Kelly, Dallas, Texas, the Raymond Lynn Fesperman and Susan K. Fesperman Trust, Raymond Lynn Fesperman, Tulsa, Oklahoma, as trustee, and Payton Fesperman, Tulsa, Oklahoma, to acquire voting shares of Spirit Bankcorp, Inc., Bristow, Oklahoma, and thereby be approved as members of the Mercer-Kelly-Fesperman Family Group, which collectively controls 25 percent or more of the company. Spirit Bankcorp, Inc., controls SpiritBank, Tulsa, Oklahoma.	Newspaper:	08/05/2019
			Federal Register:	07/19/2019
WASHINGTON 1ST BANCO, INC.	CIC	Cynthia Judd Martinez, Lincoln, Nebraska, Paul W. Judd, Fairbury, Nebraska, and Maurice G. Judd, Fairbury, Nebraska, to retain voting shares of Washington 1st Banco, Inc. (the company) and thereby indirectly retain shares of FNB Washington, both of Washington, Kansas, and be approved as members of the Judd Family Group. Additionally, David A. Judd, Pomona, Kansas; Gary W. Judd, Parkville, Missouri, and Nancy L. Judd, Lincoln, Nebraska, to retain voting shares of the company as members of the Judd Family Group.	Newspaper:	Not available
			Federal Register:	07/25/2019

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending July 13, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
WHITCORP FINANCIAL COMPANY	CIC	Brian G. Wurst, Lamar, Colorado in his capacity as Trustee of three trusts; the Frank E. Whitham Trust No. 1, the Frank E. Whitham Trust No. 2, and Stewart A Whitham Trust No. 3, to acquire voting shares of Whitcorp Financial Company, Leoti, Kansas, and thereby indirectly control Western State Bank, Garden City, Kansas, and Frontier Bank, Lamar, Colorado, and to be approved as a member of the Whitham Control Group which controls Whitcorp Financial Company.	Newspaper:	Not available
			Federal Register:	07/25/2019

District: 10
Federal Reserve Bank of Kansas City

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: 11

Federal Reserve Bank of Dallas

Filings received during the week ending July 13, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMERICAN BANK HOLDING CORPORATION	CIC	Notice by Patricia H. Wallace, individually, and as trustee of the George S. Hawn Family Lifetime Trust, George S. Hawn, Jr. Family 2011 GST Exempt Trust, JHC 2004 Electing Small Business Trust f/b/o Benjamin B. Wallace, Jr., JHC 2004 Electing Small Business Trust f/b/o Patricia ('Tricia') H. Wallace, and co-trustee for the Wallace Family 2016 GST Exempt Trust, all of Corpus Christi, Texas; Benjamin B. Wallace, individually and as co-trustee for the Wallace Family 2016 GST Exempt Trust, Corpus Christi, Texas; Christina H. Hawn, individually and as trustee of the Christina H. Hawn Family 2016 GST Exempt Trust, Corpus Christi, Texas; John W. Wallace and Sally Wallace, both of Corpus Christi, Texas; Christina H. Bonner, Corpus Christi, Texas; Clayton J. Hoover, Jr., San Antonio, Texas; Gipson S. H. Dolan, as trustee of Gipson Sherman Hawn Dolan Revocable Lifetime Trust, Naples, Florida; Hailey M. H. Brown, as trustee of Hailey McCollough Hawn Brown Revocable Lifetime Trust, Charlotte, North Carolina; Helena M.H. Perry, as trustee of Helena McFarlin Hawn Perry Revocable Lifetime Trust, Vero Beach, Florida; and Hewit H. Rome, as trustee of Hewit Hawn Rome Revocable Lifetime Trust, Naples, Florida; together a group acting in concert, to acquire and retain control of American Bank Holding Corporation and indirectly, American Bank, National Association, both of Corpus Christi, Texas.	Newspaper:	Not available
			Federal Register:	07/03/2019
TEXAS REGIONAL BANK	* Branch	Application by Texas Regional Bank, Harlingen, Texas to establish a branch at 2019 South 77 Sunshine Strip, Harlingen, Cameron County, Texas 78550, currently the Bank's home office.	Newspaper:	Not available
			Federal Register:	Not applicable

District: 11
Federal Reserve Bank of Dallas

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: 12
Federal Reserve Bank of San Francisco
Filings received during the week ending July 13, 2019

Filer	Filing Type	Filing Proposal	End of Comment Period	
ADYEN N.V.	FBSEA	Adyen, N.V., Amsterdam, Netherlands, to establish a branch in San Francisco, California, pursuant to Section 7(d) of the International Banking Act.	Newspaper:	Not available
			Federal Register:	Not applicable
FIRST COMMERCIAL BANK, LTD.	FBSEA	First Commercial Bank, Ltd., Taipei, Taiwan, to establish a branch office in Houston, Texas, pursuant to section 211.24 (a)(1) of Regulation K and section 7(d) of FBSEA.	Newspaper:	Not available
			Federal Register:	Not applicable
HERITAGE BANK OF COMMERCE	* 18C * Branch	Heritage Bank of Commerce, San Jose, California, to merge with Presidio Bank, San Francisco, California, and thereby acquire six branch offices.	Newspaper:	Not available
			Federal Register:	Not applicable
SEACOAST COMMERCE BANK	* Branch	Seacoast Commerce Bank, San Diego, California, proposes to establish a new branch office at 8311 W. Sunset Road, Suite 140, Las Vegas, Nevada.	Newspaper:	07/11/2019
			Federal Register:	Not applicable
SILICON VALLEY BANK	PWI	Silicon Valley Bank, Santa Clara, California, requests prior approval to make a \$18 million public welfare investment in RBC Tax Credit Equity California Fund-5 L.P.	Newspaper:	Not applicable
			Federal Register:	Not applicable

District: 12
Federal Reserve Bank of San Francisco

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