
Federal Reserve Release



H.2

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

No. 3

Week Ending January 18, 2020

Advisory Councils

Community Depository Institutions Advisory Council -- announcement of members and designation of Dorothy A. Savarese as president for 2020.

- Announced, January 14, 2020

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

Richmond

Farmers Bank, Windsor, Virginia -- to establish a branch at 1776 Princess Anne Road, Virginia Beach.

- Approved, January 15, 2020

Bank Holding Companies

San Francisco

BayCom Corp, Walnut Creek, California -- to merge with Grand Mountain Bancshares, Inc., Granby, Colorado; and for United Business Bank, Walnut Creek, California, to merge with Grand Mountain Bank, FSB, and indirectly establish branches.

- Approved, January 13, 2020

Philadelphia

Citizens Financial Services, Inc., Mansfield, Pennsylvania -- waiver of application to acquire MidCoast Community Bancorp, Inc., Wilmington, Delaware, and its subsidiary, MidCoast Community Bank (MidCoast Bank), in connection with the merger of MidCoast Bank with and into First Citizens Community Bank, Mansfield, Pennsylvania.

- Granted, January 17, 2020

New York

Flushing Financial Corporation, Uniondale, New York -- waiver of application to acquire Empire Bancorp, Inc., Islandia, in connection with the merger of Empire National Bank with and into Flushing Bank, Uniondale.

- Granted, January 17, 2020

Bank Holding Companies

Kansas City

The Peoples Bankshares Ltd., Pratt, Kansas -- to acquire Osborne Investments, Inc., Osborne, and its subsidiary, The Farmers Bank of Osborne (The Farmers Bank), and for The Peoples Bank, Pratt, to merge with The Farmers Bank and thereby establish branches.

- Approved, January 15, 2020

Atlanta

SmartFinancial, Inc., Knoxville, Tennessee -- waiver of application to merge with Progressive Financial Group, Inc., Jamestown, in connection with the merger of Progressive Savings Bank with and into SmartBank, Pigeon Forge, Tennessee.

- Granted, January 15, 2020

Bank Mergers

Philadelphia

First Citizens Community Bank, Mansfield, Pennsylvania -- to merge with MidCoast Community Bank, Wilmington, Delaware, and establish branches.

- Approved, January 17, 2020

Atlanta

SmartBank, Pigeon Forge, Tennessee -- to merge with Progressive Savings Bank, Jamestown, and thereby establish branches.

- Approved, January 15, 2020

Extensions of Time

Secretary

Deere & Company, Moline, Illinois -- extension to January 27, 2020, for the filing of a change in bank control notice with respect to Deere & Company.

- Granted, January 14, 2020

Savings and Loan Holding Companies

Chicago

Eaton Federal Mutual Holding Company, Charlotte, Michigan -- to become a mutual savings and loan holding company, and for Eaton Federal Stock Holding Company, Charlotte, to become a mid-tier stock savings and loan holding company by acquiring Eaton Federal Savings Bank (Savings Bank), in connection with Savings Bank's conversion from mutual to stock form.

- Approved, January 13, 2020

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending January 18, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
BRIDGEWATER SAVINGS BANK	* 18C * Branch	Bridgewater Savings Bank, Raynham, Massachusetts ("Bridgewater") to merge with Mansfield Co-operative Bank, Mansfield, Massachusetts, with Bridgewater as the surviving entity, pursuant to Section 18(c) of the Federal Deposit Insurance Act. Bridgewater intends to maintain and operate all Mansfield branches located in Mansfield, Norton, Plainville and West Bridgewater as branches of Bridgewater.	Newspaper: Federal Register:	01/23/2020 Not applicable
READING CO-OPERATIVE BANK	* Branch	Application by Reading Cooperative Bank, Reading, Massachusetts, for approval to establish a branch office at 215 Canal Street, Lawrence, Massachusetts, pursuant to Section 208.6 of Regulation H.	Newspaper: Federal Register:	Not available Not applicable

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 January 18, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIVE STAR BANK	* Branch	Five Star Bank, Warsaw, New York, to establish two branch offices to be located at (1) 2222 Seneca Street, Buffalo, New York and (2) 451 Elmwood Avenue, Buffalo, New York.	Newspaper:	Not available
			Federal Register:	Not applicable

District: 2
Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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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 January 18, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
COLUMBIA BANK MHC	* SLHC Merger	Columbia Bank, MHC and Columbia Financial, Inc. ("Company"), both of Fair Lawn, New Jersey, to acquire RSB Bancorp, MHC and RSB Bancorp, Inc., both of Roselle, NJ, and thereby indirectly acquire Roselle Bank, a wholly-owned subsidiary of RSB Bancorp, Inc., through the merger of Roselle Bank with and into Columbia Bank, Fair Lawn, NJ, a wholly-owned subsidiary of the Company.	Newspaper:	01/19/2020
			Federal Register:	01/21/2020
RSB BANCORP, MHC	* SLHC Formation	RSB Bancorp, MHC, and RSB Bancorp, Inc., both of Roselle, NJ, to convert to savings and loan holding companies upon the conversion of Roselle Bank, Roselle, NJ, from a New Jersey State-Chartered Stock Savings Bank to a New Jersey State-Chartered Stock Savings Association.	Newspaper:	Not available
			Federal Register:	01/27/2020

District: 3
Federal Reserve Bank of Philadelphia

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CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

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District: 4
Federal Reserve Bank of Cleveland
Filings received during the week ending January 18, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

District: 4
Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

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District: 5
Federal Reserve Bank of Richmond
Filings received during the week ending January 18, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 5
Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

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District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending January 18, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
BBVA USA	PWI	BBVA USA (formerly known as Compass Bank), Birmingham, Alabama, request for approval to make five public welfare investments.	Newspaper:	Not applicable
			Federal Register:	Not applicable
FIRST HOME BANK	* Branch	First Home Bank, St. Petersburg, Florida, to establish a branch at 2700 North Macdill Avenue, Suite 112, Tampa, Florida.	Newspaper:	01/27/2020
			Federal Register:	Not applicable
PEOPLES BANKSHARES, INC.	CIC	Prior change in control notice filed by Kenneth Lee Barber, Villa Rica, Georgia; Greg Logan Lee, Birmingham, Alabama; Jeff Daniel Couey, Acworth, Georgia; Johnny Lee Blankenship, Douglasville, Georgia; Eric Leonard Johnson, Atlanta, Georgia; Paul David Orr, Fairburn, Georgia; and Douglas Craig Davidson, Johns Creek, Georgia, to acquire shares and thereby control of Peoples Bankshares, Inc., Eatonton, Georgia.	Newspaper:	01/29/2020
			Federal Register:	01/28/2020

District: 6
Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending January 18, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
DMB CORPORATION, INC.	CIC	Notice by the DMB Corporation, Inc. Employee Stock Ownership Plan, DeForest, Wisconsin, and Bradley Schroeder, DeForest, Wisconsin, Rhonda Gilbertson, Pardeeville, Wisconsin, and Rachel Larson, Columbus, Wisconsin, as trustees, and as a group acting in concert; State Bank of Cross Plains, Cross Plains, Wisconsin, as custodian for Heather L. Schroeder Individual Retirement Account, Bradley Schroeder and Heather Schroeder, DeForest, Wisconsin, Kevin Gilbertson and Rhonda Gilbertson, Pardeeville, Wisconsin, and Aaron Larson and Rachel Larson, Columbus, Wisconsin, as a group acting in concert, with the groups to collectively retain 10 percent or more of the outstanding voting stock and thereby control of DMB Corporation, Inc., DeForest, Wisconsin, and thereby indirectly control DMB Community Bank, DeForest, Wisconsin.	Newspaper: Federal Register:	Not available 02/03/2020
FCN BANC CORP.	* 4c8	FCN Banc Corp, Brookville, Indiana to acquire DSA Financial Corporation and thereby indirectly acquire Dearborn Savings Bank, Lawrenceburg, Indiana.	Newspaper: Federal Register:	01/18/2020 01/13/2020
LEVEL ONE BANCORP, INC.	CIC	Notice by James Bellinson, Bloomfield Township, Michigan, Eric Todd, York Township, Michigan, Neil Glaser, Brooklyn, New York and Susan Bellinson, City Island, New York, as a group acting in concert, to acquire 10% or more of the voting shares of Level One Bancorp, Inc., and thereby indirectly acquire control of Level One Bank, both of Farmington Hills, Michigan.	Newspaper: Federal Register:	12/23/2019 12/26/2019
UNITED BANK FINANCIAL CORPORATION	CIC	Lynnea Kay Gery, individually, as special voting trustee of the Charles and Lois Welling Family Trust, La Grange, Illinois; and the Charles and Lois Welling Family Trust, Hutchinson Island, Florida, to acquire 25 percent or more of United Bank Financial Corporation, and thereby indirectly control United Bank of Michigan, both of Grand Rapids, Michigan.	Newspaper: Federal Register:	Not available 02/06/2020

District: 7
Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending January 18, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
ENCORE BANK	* Branch	Encore Bank, Little Rock, Arkansas, to establish a branch facility to be located at 5100 W. JB Hunt Drive, Suite 820, Rogers, Arkansas.	Newspaper:	01/22/2020
			Federal Register:	Not applicable

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.

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698144	COMMUNITY FNCL SVC BK, BENTON, KENTUCKY	10/07/2019	01/17/2020	S	Int Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending January 18, 2020**

Filer	Filing Type	Filing Proposal	End of Comment Period	
METRO NORTH BANCSHARES, INC.	CIC	Change in Control Notice by John E. Babcock, Anoka, Minnesota, to retain control of 10 percent or more of the shares of Metro North Bancshares, Inc. and thereby indirectly retain control of The Bank of Elk River, both of Elk River, Minnesota.	Newspaper: Federal Register:	Not available 01/17/2020
STEARNS FINANCIAL SERVICES, INC.	CIC	A Change in Control Notice by the following persons (collectively, the "Skalicky Family Group"): Kelly A. Skalicky, New York, New York, individually and as co-trustee and/or trustee of the following trusts: the Norman C. Skalicky 2019 Revocable Trust, St. Cloud, Minnesota; the Kelly A. Skalicky 2019 GRAT, New York, New York; and the 2019 Skalicky Family Gift Trust FBO Trenton Dean Skalicky, New York, New York; and Norman C. Skalicky, as co-trustee of the Norman C. Skalicky 2019 Revocable Trust, both of St. Cloud, Minnesota; to retain 25 percent or more of the shares and thereby control of Stearns Financial Services, Inc., ("SFSI BHC"), St. Cloud, Minnesota, and thereby indirectly control Stearns Bank NA, St Cloud, Minnesota; Stearns Bank Holdingford NA, Holdingford, Minnesota; and Stearns Bank NA, Upsala, Minnesota. In addition, Cheryl R. Ryan, individually and as trustee of the Cheryl R. Ryan 2019 GRAT, both of Elk River, Minnesota; Jeffery Dean Skalicky, individually and as trustee of the Jeffery D. Skalicky 2019 GRAT, both of Rosholt, South Dakota; Jan M. Hanson, Duvall, Washington; Johanna A. Ryan, Brooklyn, New York; and Barrett C. Skalicky Doss, as trustee of the 2012 Gift Trust FBO Barrett Chelsea Skalicky Doss, both of Brooklyn, New York; are participating in the change in control notice to retain voting shares of SFSI BHC and for retroactive approval to join the Skalicky Family Group, which controls 25% or more of SFSI.	Newspaper: Federal Register:	Not available Not available

District: 9
Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

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District: 10**Federal Reserve Bank of Kansas City****Filings received during the week ending January 18, 2020**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BETHANY BANKSHARES, INC.	CIC	The John G. Paterson and Ann P. Paterson Living Trust and co-trustees John G. Patterson and Ann P. Paterson, all of San Ramon, California; Sharon P. McGuire, Boise, Idaho; Lawrence N. Paterson, Fremont, California; Thomas G. Paterson, San Francisco, California; and Janice L. Selvy, San Carlos, California; as members of the Paterson Family Group, to retain voting shares of Bethany Bankshares, Inc., Bethany, Missouri, and thereby indirectly retain control of BTC Bank, Bethany, Missouri.	Newspaper: Federal Register:	Not available 02/06/2020
GRANDVIEW BANKSHARES, INC.	CIC	Notice submitted by Susan Chapman Plumb, Tahlequah, Oklahoma, to retain voting shares of Grandview Bankshares, Inc., Hulbert, Oklahoma(Grandview). Grandview controls Cherokee County Bancshares, Inc., which controls Bank of Cherokee County, both of Hulbert, Oklahoma.	Newspaper: Federal Register:	01/06/2020 01/08/2020
HYS INVESTMENTS, LLC	* 3A3	HYS Investments, Inc., Topeka, Kansas to increase their ownership from 26.02 percent to 28.55 percent in BOTS, Inc., parent of VisionBank, both of Topeka, Kansas	Newspaper: Federal Register:	Not available 02/21/2020
SECURITY BANCSHARES, INC.	CIC	Notice submitted by The Fenster Family Partnership, L.P., The Jennison Family Partnership, L.P., The Lois D. Fenster Living Trust, The Stephen R. Fenster Living Trust, Stephen Fenster, as Trustee of The Lois D. Fenster Living Trust and as Trustee of The Stephen R. Fenster Living Trust, all in Healy, Kansas; Danielle E. Demuth, Pratt, Kansas; Kurt A. Fenster, Indianapolis, Indiana; Neil S. Wilson, Healy, Kansas and Paul A. Wilson, Stratford, Oklahoma to retain voting shares of Security Bancshares, Inc., Scott City, Kansas. Security Bancshares, Inc. owns and controls Farmers & Merchants Bank of Colby, Colby, Kansas; Security State Bank, Scott City, Kansas; and The Farmers State Bank of Oakley, Kansas.	Newspaper: Federal Register:	Not available Not available
WHEELER COUNTY BANCSHARES, INC.	CIC	Notice submitted by Amanda Leigh Palmer, Erie, Colorado, to acquire voting shares of Wheeler County Bancshares, Inc., parent of Ericson State Bank, both in Ericson, Nebraska.	Newspaper: Federal Register:	Not available 01/20/2020

District: 10
Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

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District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending January 18, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to establish a branch on 4321 West Sam Houston Parkway North, Houston, Texas 77043	Newspaper:	Not available
			Federal Register:	Not applicable

District: 11
Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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869663	CITIZENS 1ST BK, TYLER, TEXAS	10/21/2019	01/17/2020	S	Int Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending January 18, 2020

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

District: 12
Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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3374878	FIRST CHOICE BK, CERRITOS, CALIFORNIA	09/23/2019	01/13/2020	O	Int Small Bank
3281510	UNITED BUS BK, WALNUT CREEK, CALIFORNIA	09/09/2019	01/16/2020	S	Int Small Bank

CRA Examinations scheduled for Quarter of

Institution	Location	Quarter
NONE		

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