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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. 23*

*Week Ending June 6, 2020*

**Bank Holding Companies**

Henderson Bancshares, Inc., Troy, Alabama -- to merge with First Brundidge Bancshares, Inc. (First Brundidge), Brundidge, and thereby indirectly acquire First Brundidge's subsidiary bank, The First National Bank of Brundidge.

- Granted in accordance with 12 USC 1842(b)(1), June 3, 2020

**Monetary and Financial Policy**

Municipal Liquidity Facility (MLF) -- updates to the MLF term sheet.

- Approved, June 3, 2020

**Regulations and Policies**

Lending and Liquidity Facilities -- reports to Congress pursuant to section 13(3) of the Federal Reserve Act in response to COVID-19.

- Approved, June 5, 2020

**Enforcement**

State Street Corporation, Boston, Massachusetts; and State Street Bank and Trust Company -- written agreement dated May 28, 2015, terminated May 29, 2020.

- Announced, June 4, 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**

## Atlanta

BBVA USA, Birmingham, Alabama -- to establish branches at 15701 Wallisville Road, Houston, Texas; 7414 South Sam Houston Parkway West; 12230 West Lake Houston Parkway; 2503 Farm to Market 1969 Road East; 6626 West Loop 1604 North, San Antonio; 7119 Custer Road, McKinney; 2892 West Grand Parkway South, Richmond; 902 West Pioneer Parkway, Grand Prairie; 13105 Louetta Road, Cypress; 4600 Farm to Market 2181 (also known as Swisher Road), Hickory Creek; 722 U.S. Highway 79 West, Hutto; 651 North I-35BL, New Braunfels; 1010 Katy Fort Bend Road, Katy; 9615 Spring Green Boulevard; and 8900 South Congress Avenue, Austin.

- Approved, June 5, 2020

## Cleveland

The State Bank and Trust Company, Defiance, Ohio -- to establish a branch at 408 South Main Street, Findlay.

- Approved, June 5, 2020

**Bank Holding Companies**

## Dallas

A.N.B. Holding Company, Ltd., Terrell, Texas -- to acquire additional shares of The ANB Corporation, Terrell, and indirectly acquire The American National Bank of Texas.

- Approved, June 2, 2020

**Bank Holding Companies**

Philadelphia

Citizens & Northern Corporation, Wellsboro, Pennsylvania -- waiver of application to acquire Covenant Financial, Inc., Doylestown, and Covenant Bank, in connection with the merger of Covenant Bank with and into Citizens & Northern Bank, Wellsboro.

- Granted, June 3, 2020

Dallas

Independent Bank Group, Inc., McKinney, Texas -- to acquire by merger Texas Capital Bancshares, Inc., Dallas, and thereby indirectly acquire Texas Capital Bank, National Association.

- Withdrawn, June 1, 2020

**Banks, State Member**

Cleveland

First Financial Bank, Cincinnati, Ohio -- to make a public welfare investment.

- Approved, June 3, 2020

**Extensions of Time**

St. Louis

Dieterich Bank, Effingham, Illinois -- extension to October 13, 2020, to purchase certain assets and assume certain liabilities of five branches of First Bank, Creve Coeur, Missouri, and to retain the acquired facilities as branches.

- Granted, June 4, 2020

**District: 1**  
**Federal Reserve Bank of Boston**  
**Filings received during the week ending June 6, 2020**

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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: 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 June 6, 2020**

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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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\* Subject to the provisions of the Community Reinvestment Act



**District: 3**  
**Federal Reserve Bank of Philadelphia**  
**Filings received during the week ending June 6, 2020**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
PATRIOT FINANCIAL PARTNERS LP	CIC	Patriot Financial Partners, GP II, L.P., Patriot Financial Partners II, L.P., Patriot Financial Partners Parallel II, L.P., Patriot Financial Partners, GP II, LLC, Patriot Financial Manager, L.P., Patriot Financial Manager, LLC. and Messrs. W. Kirk Wycoff, James J. Lynch and Ira M. Lubert, all of Radnor, PA, as members of a group acting in concert to acquire up to 24.9% of the issued and outstanding common stock of Avidbank Holdings, Inc. and thereby indirectly control its wholly own subsidiary Avidbank, both of San Jose, California.	Newspaper:	06/05/2020
			Federal Register:	06/03/2020

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**District: 3**  
**Federal Reserve Bank of Philadelphia**

**Availability of CRA Public Evaluations**

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**District: 4**  
**Federal Reserve Bank of Cleveland**  
**Filings received during the week ending June 6, 2020**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FIRST FINANCIAL BANK	PWI	First Financial Bank, Cincinnati, OH, requests prior approval to make a \$3 million public welfare investment	Newspaper:	Not applicable
			Federal Register:	Not applicable

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

**Availability of CRA Public Evaluations**

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Institution	Location	Quarter
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**District: 5**  
**Federal Reserve Bank of Richmond**  
**Filings received during the week ending June 6, 2020**

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

**Availability of CRA Public Evaluations**

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**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 June 6, 2020**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
ALLFUNDS BANK S.A.U.	FBSEA	Allfunds Bank S.A.U., Madrid, Spain, to establish a representative office in Miami, Florida.	Newspaper:	Not available
			Federal Register:	Not applicable
BBVA USA	PWI	BBVA USA (formerly known as Compass Bank), Birmingham, Alabama, request for approval to make eleven public welfare investments.	Newspaper:	Not applicable
			Federal Register:	Not applicable
SYNOVUS BANK	* Branch	Synovus Bank, Columbus, Georgia, to establish the following branches: Carrollwood Branch, 11914 N Dale Mabry Highway, Tampa, Florida; and Lake Nona Branch, 11860 Narcoossee Road, Orlando, Florida.	Newspaper:	06/11/2020
			Federal Register:	Not applicable

\* Subject to the provisions of the Community Reinvestment Act

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

**Availability of CRA Public Evaluations**

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

Institution	Location	Quarter
NONE		

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**District: 7****Federal Reserve Bank of Chicago****Filings received during the week ending June 6, 2020**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
GNB BANCORPORATION	4c8	GNB Bancorporation, Grundy Center, Iowa proposes to take assignment of a loan to GNB Bancorporation ESOP and thereby engage in the nonbanking activity of making and servicing loans pursuant to section 225.28(b)(1) of Regulation Y.	Newspaper:	Not applicable
			Federal Register:	Not available
HOYNE SAVINGS, MHC	* SLHC Acquisition	Hoyne Savings, MHC and Hoyne Financial Corporation, both of Chicago, Illinois, to acquire control of Loomis Federal Savings and Loan Association, Chicago, Illinois pursuant to the Home Owners Loan Act ("HOLA") and 12 C.F.R. Part 238.11(b) and 12 C.F.R. Part 239.7(a)(1) and (a)(2) of Regulation MM. Under the proposal, Hoyne Savings, MHC would form an interim Illinois-chartered stock savings bank, Hoyne Interim Bank. Loomis Federal Savings and Loan Association and the applicants' existing subsidiary savings association, Hoyne Savings Bank, Chicago, Illinois, would then each be merged with and into Hoyne Interim Bank. Hoyne Interim Bank would be the surviving institution and would be known thereafter as "Hoyne Savings Bank."	Newspaper:	06/15/2020
			Federal Register:	07/06/2020
LASALLE BANCORP, INC.	CIC	Notice by S.C. Investments, L.P., Palatine, Illinois, with Gerald F. Fitzgerald as general partner; the Fitzgerald Dynasty Trust, Palatine, Illinois, with Denise M. Fitzgerald as trustee; the James G. Fitzgerald 1988 Trust, Naples, Florida, with James G. Fitzgerald as trustee; the Andrew J. Fitzgerald 2011 Trust, Santa Barbara, California, with Andrew J. Fitzgerald as trustee; the Timothy E. Fitzgerald 2011 Trust, Naples, Florida, with Timothy J. Fitzgerald and James G. Fitzgerald as co-trustees; and the Whooper Trust, Naples, Florida, with Jane M. Fitzgerald as trustee, as a group acting in concert, to join the Fitzgerald family control group, to retain and acquire 25 percent or more of LaSalle Bancorp, LaSalle, Illinois and thereby indirectly control Hometown National Bank, LaSalle, Illinois.	Newspaper:	Not available
			Federal Register:	06/17/2020
MERCHANTS BANCORP	4c8	Merchants Bancorp, Carmel, Indiana proposes to increase its non-voting Class B membership interest from 30 percent to 44.23 percent in Arcline Lending, LLC, Mount Laurel, New Jersey and thereby engage in the nonbanking activity of making and servicing loans pursuant to sections 225.28(b)(1) and 225.28(b)(2) of Regulation Y.	Newspaper:	Not applicable
			Federal Register:	Not available

**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		

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**District: 8**  
**Federal Reserve Bank of St. Louis**  
**Filings received during the week ending June 6, 2020**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
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NONE

**District: 8**  
**Federal Reserve Bank of St. Louis**

**Availability of CRA Public Evaluations**

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NONE					

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Institution	Location	Quarter
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Filings received during the week ending June 6, 2020**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CITIZENS BANK HOLDING COMPANY	CIC	Notice by Susan Sayer, Grand Forks, North Dakota, to retain voting shares of Citizens Bank Holding Company, Finley, North Dakota ("Citizens BHC"). Citizens BHC controls Citizens State Bank of Finley, Finley, North Dakota.	Newspaper:	Not available
			Federal Register:	05/28/2020
KRAUSE FINANCIAL, INC.	CIC	Retroactive notice by the Bank Holding Company Stock Trust Agreement of Steven R. Krause and Rebecca R. Krause and its trustees Steven R. Krause and Rebecca R. Krause, all of Winnebago, Minnesota; Erin Church, Canistota, South Dakota; Andrew Krause, Winnebago, Minnesota; and Emily Sebesta, Willmar, Minnesota, to retain shares of Krause Financial, Inc., Winnebago, Minnesota (KFI), and thereby join the Krause family shareholder group, which controls 25% or more of the shares of KFI. KFI controls First Financial Bank in Winnebago, Winnebago, Minnesota.	Newspaper:	Not available
			Federal Register:	06/11/2020

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

**Availability of CRA Public Evaluations**

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NONE					

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Institution	Location	Quarter
NONE		

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**District: 10**  
**Federal Reserve Bank of Kansas City**  
**Filings received during the week ending June 6, 2020**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
ALAMOSA BANCORPORATION, LTD.	CIC	Notification submitted by the Henry Southway S Corporation Family Trust, and its trustees Izora L. Southway, and Rock I. Southway, all of Alamosa, Colorado, to acquire voting shares of Alamosa Bancorporation, LTD.; for Rock I. Southway to retain voting shares; and for all to be approved as members of the Southway Family Group.	Newspaper: Federal Register:	Not available 05/28/2020
AMERICAN HERITAGE BANK	* 18C * Branch	American Heritage Bank, Sapulpa, Oklahoma, to merge with Peoples Bank, Tulsa, Oklahoma, and incident thereto, to establish a branch.	Newspaper: Federal Register:	Not available Not applicable
TRI VALLEY BANCSHARES, INC.	* 3A5	Tri Valley Bancshares, Inc., Talmage, Nebraska, to acquire by merger 100 percent of the voting shares of Eagle Bancshares, Inc., parent of Eagle State Bank, both in Eagle, Nebraska.	Newspaper: Federal Register:	Not available 06/09/2020

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

**Availability of CRA Public Evaluations**

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Institution	Location	Quarter
NONE		

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**District: 11**  
**Federal Reserve Bank of Dallas**  
**Filings received during the week ending June 6, 2020**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
COMERICA BANK	PWI	Comerica Bank, Dallas, Texas, to make a Community Development and Public Welfare Investment in the amount of \$500 thousand in California FarmLink, Aptos, California.	Newspaper:	Not applicable
			Federal Register:	Not applicable
PEOPLES BANK	* Branch	Peoples Bank, Lubbock, Texas, to establish a branch at 106 Southwest Avenue C, Seminole, Texas 79360.	Newspaper:	06/05/2020
			Federal Register:	Not applicable

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

**Availability of CRA Public Evaluations**

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**District: 12**  
**Federal Reserve Bank of San Francisco**  
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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
SOUND FINANCIAL BANCORP, INC.	CIC	Notice of Change in Control filed by Joseph D. Stilwell; Stilwell Value LLC; Stilwell Partners, L.P.; Stilwell Activist Fund, L.P.; Stilwell Activist Investments, L.P.; and Stilwell Value Partners VII, L.P.; all of New York, New York; as a group acting in concert to acquire voting shares of Sound Financial Bancorp, Inc., and thereby indirectly acquire Sound Community Bank, both of Seattle, Washington.	Newspaper:	Not available
			Federal Register:	06/18/2020

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

**Availability of CRA Public Evaluations**

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