
Federal Reserve Release



H.2

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

No. 45

Week Ending November 7, 2020

Personnel

Division of Financial Stability -- appointments of Elizabeth Klee as senior associate director, Namirembe Mukasa and Chiara Scotti as deputy associate directors, and David Arseneau and Bora Durdu as assistant directors.

- Announced, November 3, 2020

Regulations and Policies

Credit Card Plans -- annual report to Congress on the profitability of credit card operations of depository institutions.

- Approved, October 29, 2020

(A/C)

Supervision and Regulation

Large Institution Supervision Coordinating Committee (LISCC) -- update on firms subject to supervision under the LISCC program.

- Announced, November 6, 2020

Supervision and Regulation Report -- semiannual report.

- Published, November 6, 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 Holding Companies

New York

The Adirondack Trust Company Employee Stock Ownership Trust, Saratoga Springs, New York -- to acquire additional shares of 473 Broadway Holding Corporation, Saratoga Springs, and The Adirondack Trust Company.

- Approved, November 6, 2020

Minneapolis

Bank Forward Employee Stock Ownership Plan and Trust, Fargo, North Dakota -- to acquire shares of Security State Bank Holding Company, Fargo, and thereby increase its shares of Bank Forward, Hannaford.

- Approved, November 2, 2020

San Francisco

Bay Community Bancorp, Oakland, California -- to become a bank holding company by acquiring Community Bank of the Bay, Oakland.

- Approved, November 5, 2020

New York

Bridge Bancorp, Inc., Bridgehampton, New York -- waiver of application to acquire Dime Community Bancshares, Inc., Brooklyn, in connection with the merger of Dime Community Bank with and into BNB Bank, Bridgehampton.

- Granted, November 2, 2020

Bank Holding Companies

San Francisco

Carpenter Acquisition Corporation, Newport Beach, California -- to become a bank holding company by acquiring First Colorado Financial Corp., Paonia, Colorado, and thereby acquiring First Colorado National Bank.

- Withdrawn, November 5, 2020

Kansas City

Fidelity Financial Corporation, Wichita, Kansas -- through its newly formed subsidiary, FFC Merger Sub, Inc., Wichita, to acquire Yorktown Financial Holdings, Inc., Tulsa, Oklahoma, and its subsidiary, Yorktown Bank, Pryor.

- Approved, November 4, 2020

Director, S&R

Morgan Stanley, New York, New York, et al. -- relief from certain commitments.

- Granted, November 3, 2020

Cleveland

Northwest Bancshares, Inc., Warren, Pennsylvania -- to become a bank holding company.

- Approved, November 4, 2020

Dallas

Southwest Bancshares, Inc., San Antonio, Texas -- waiver of application to acquire Capitol of Texas Bancshares, Inc., Austin, and Texas Hill Country Bancshares, Inc., Bandera, in connection with the merger of Texas Hill Country Bank and Bank of Austin, Austin, with and into The Bank of San Antonio, San Antonio.

- Granted, October 16, 2020

(A/C)

Bank Mergers

Minneapolis

Charter Bank, Eau Claire, Wisconsin -- to purchase certain assets and assume certain liabilities of the Chetek branch of Bank First, National Association, Manitowoc, and thereby establish a branch.

- Approved, November 6, 2020

Change in Bank Control

Atlanta

Capital City Bank Group, Inc., Tallahassee, Florida -- change in bank control of Capital City Bank Group, Inc., and its subsidiary, Capital City Bank, Tallahassee.

- Permitted, November 2, 2020

Minneapolis

Koda Bancor, Inc., Drayton, North Dakota -- to retain control of Koda Bancor, Inc., and its subsidiaries, KodaBank, Drayton; Wall Street Holding Company, Hamilton; and Bank of Hamilton (two notices).

- Permitted, November 4, 2020

Kansas City

Spearville Bancshares, Inc., Spearville, Kansas -- change in bank control of Spearville Bancshares, Inc., and its subsidiary, First National Bank of Spearville, Spearville.

- Permitted, November 6, 2020

Extensions of Time

St. Louis

Apex Bancorp, Inc., Camden, Tennessee -- extension to February 4, 2021, to acquire shares of Community Capital Bancshares, Inc., Albany, Georgia, and thereby indirectly acquire AB&T.

- Granted, November 2, 2020

Richmond

First Citizens Bancshares, Inc., Raleigh, North Carolina -- extension to February 10, 2021, to retain and acquire shares of CommerceWest Bank, Irvine, California.

- Granted, November 4, 2020

International Operations

New York

JPMorgan Chase & Co., New York, New York -- prior notice to make an investment pursuant to Regulation K.

- No Objection, November 5, 2020

Regulations and Policies

Chair

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

- Approved, November 6, 2020

District: 1
Federal Reserve Bank of Boston
Filings received during the week ending November 7, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

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 November 7, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
BOGOTA FINANCIAL, MHC	* 3A3	Bogota Financial, MHC and Bogota Financial Corp., both of Teaneck, New Jersey, to acquire Gibraltar Bank, Oak Ridge, New Jersey, pursuant to Section 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended.	Newspaper:	11/12/2020
			Federal Register:	11/27/2020

District: 2
Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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District: 3
Federal Reserve Bank of Philadelphia
Filings received during the week ending November 7, 2020

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NONE

District: 3
Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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NONE		

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District: 4
Federal Reserve Bank of Cleveland
Filings received during the week ending November 7, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 4
Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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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 November 7, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
Integrity Bank for Business	Member	Integrity Bank for Business, Virginia Beach, Virginia (in organization), to become a member of the Federal Reserve System.	Newspaper:	Not applicable
			Federal Register:	Not applicable

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 November 7, 2020**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CALFEE SALE GROUP, INC.	* 3A1	Calfee Sale Group, Inc., Dayton, Tennessee, to become a bank holding company by acquiring 100 percent of the outstanding shares of Simply Bank, Spring City, Tennessee.	Newspaper:	Not available
			Federal Register:	Not available
COMMUNITY BANK & TRUST - WEST GEORGIA	CIC	Prior change in control notice filed by Jeremy Francis Gilpin, South Lake Tahoe, California, and Jeffrey Alan Smith, Atlanta, Georgia (collectively "Notificants"); as a group acting in concert, to acquire shares and thereby acquire control of Community Bankshares, Inc., and its subsidiary, Community Bank and Trust - West Georgia, both of LaGrange, Georgia.	Newspaper:	Not available
			Federal Register:	Not available
GEORGIA BANKING COMPANY, INC.	CIC	Prior change in control notice filed by Bartow Morgan, Jr., Atlanta, Georgia, Patricia MacLaurin Morgan Farrior, Tampa, Florida, Paul Mangum Morgan, New York, New York, Richard Brand Morgan, Atlanta, Georgia, Patricia Morgan Thomas, Atlanta, Georgia and James Bradford Smith, Atlanta, Georgia; as a group acting in concert, to acquire voting shares and thereby control of Georgia Banking Company, Inc., and its subsidiary, Georgia Banking Company, both of Sandy Springs, Georgia.	Newspaper:	11/18/2020
			Federal Register:	11/18/2020
MERIT HOLDINGS LLC	CIC	Prior change in control notice filed by Falciani Investments I, LLC, James C. Falciani, managing member; James C. Falciani 2019 Family Trust; Jasalyn Falciani, individually and as trustee, all of Decatur, Alabama, to obtain shares of Merit Holdings, LLC, and its subsidiary, Merit Bank, both of Huntsville, Alabama, and join the previously approved Organizing Control Group.	Newspaper:	Not available
			Federal Register:	11/23/2020
REGIONS BANK	* Branch	Regions Bank, Birmingham, Alabama, to establish the following branch: Windsong Ranch Branch, FM 423 (West University Drive), Just South of Highway 380, Frisco, TX 75033.	Newspaper:	11/19/2020
			Federal Register:	Not applicable

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 November 7, 2020**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BRICKYARD BANCORP, INC.	CIC	Notice by the Nathan & Shirley Rothner Family Trust II, Evanston, Illinois, Eric A. Rothner, Chicago, Illinois, trustee; and the Rachel Rothner Accumulation Trust II, the Melissa Rothner Accumulation Trust II, the William Rothner Accumulation Trust II, the Daniel Rothner Accumulation Trust II, the Adam Vales Accumulation Trust II, the Kimberly Vales Accumulation Trust II, and the Kathryn Vales Accumulation Trust II, all of Evanston, Illinois, Gale F. Rothner, Chicago, Illinois, and David M. Aronin, Skokie, Illinois, co-trustees; to join Eric A. Rothner and form the Rothner Family Control Group, a group acting in concert, and retain 100 percent of the voting shares of Brickyard Bancorp, Inc., and thereby indirectly control Brickyard Bank, both of Lincolnwood, Illinois.	Newspaper: Federal Register:	10/25/2020 10/16/2020
FIRST MID BANCSHARES, INC.	* 3A5	First Mid Bancshares Inc., Mattoon, Illinois to acquire 100 percent of LINCO Bancshares, Inc., and thereby indirectly acquire Providence Bank, both of Columbia, Missouri.	Newspaper: Federal Register:	Not available 12/14/2020
FIRST STATE BANK HOLDING COMPANY	CIC	Notice by CCG Trust, Pleasant Hill, Iowa, Curtis Gause, Pleasant Hill, Iowa, as trustee, and Stephen J. Barnhouse, Vero Beach, Florida, to join the Gause Family Control Group approved on August 3, 2012, and retain control of 25 percent or more of First State Bank Holding Company, and thereby indirectly control of First State Bank, both of Lynnville, Iowa.	Newspaper: Federal Register:	Not available Not available
FWB FINANCIAL, INC.	* 3A1	FWB Financial Inc., Chicago, Illinois, to become a bank holding company through the acquisition of 100 percent of the voting stock of FW Bank, Chicago, Illinois, a de novo bank.	Newspaper: Federal Register:	11/07/2020 11/12/2020
MILFORD BANCORPORATION	CIC	Notice by Marilyn L. Cravens Stock Trust, Sanborn, Iowa, Marilyn Lee Cravens, trustee, Spirit Lake, Iowa, to acquire control of over 25 percent of Milford Bancorporation, Milford, Iowa, and thereby indirectly control United Community Bank, Milford, Iowa.	Newspaper: Federal Register:	11/18/2020 11/18/2020

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending November 7, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
PIONEER DEVELOPMENT COMPANY	CIC	Notice by The Theodore G. Saltzman Jr. Bank Trust, Dakota Dunes, South Dakota and Theodore Saltzman as Trustee, to retain 25 percent or more of the shares and thereby control of Pioneer Development Company, Sergeant Bluff, Iowa; The Sundae M. Haggerty Irrevocable Bank Trust Dakota Dunes, South Dakota, and Shennen S.C. Saltzman, as Trustee of the Sundae M. Haggerty Irrevocable Bank Trust, Dakota Dunes, South Dakota; The Shennen S.C. Saltzman Bank Trust, Dakota Dunes, South Dakota, and Shennen Saltzman, as Trustee of the Shennen S.C. Saltzman Bank Trust, Dakota Dunes, South Dakota, to acquire 25 percent or more of the shares and thereby control of Pioneer Development Company, Sergeant Bluff, Iowa; and The Shennen S.C. Saltzman Irrevocable Bank Trust South Sioux City, Nebraska, and Sundae Haggerty, as Trustee of the Shennen S.C. Saltzman Irrevocable Bank Trust, South Sioux City, Nebraska and The Sundae M. Haggerty Bank Trust, South Sioux City, Nebraska, and Sundae Haggerty, as Trustee of the Sundae M. Haggerty Bank Trust, South Sioux City, Nebraska, to acquire 25 percent or more of the shares and thereby control Pioneer Development Company, and indirectly control Pioneer Bank, both of Sergeant Bluff, Iowa, pursuant to the Change in Bank Control Act and section 225.41 of Regulation Y. The five trusts are deemed to be a group acting concert and will replace the Saltzman Family Control group approved on March 9, 2015.	Newspaper:	11/19/2020
			Federal Register:	11/17/2020
RESOURCE BANCSHARES, INC.	CIC	Notice by the Richard J. Katz Trust No. 101, with Richard J. Katz as trustee both of Sycamore, Illinois; the Kathleen S. Katz Trust No. 102, with Kathleen S. Katz as trustee both of Sycamore, Illinois; Brian J. Katz, Tampa, Florida; Stephanie K. Korth, Sycamore, Illinois; Adam Katz, Sycamore, Illinois; the Richard J. Katz Irrevocable Trust, with Peter J. Wilder as trustee, both of Milwaukee, Wisconsin; and minor grandchildren to acquire and retain 25 percent or more control of the voting shares of Resource Bancshares, Inc. and thereby indirectly control Resource Bank, National Association, both of DeKalb, Illinois.	Newspaper:	Not available
			Federal Register:	10/28/2020

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending November 7, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
VEEDERSBURG BANK CORPORATION	CIC	Notice by David A. Songer, Veedersburg, Indiana, through joint ownership and as president of Songer Farms, Inc., Veedersburg, Indiana, individually, and together with Jahn S. Songer, Beverly D. Songer, and minor children, all of Veedersburg, Indiana; Tracy Songer Wright, Columbus, Indiana; Barbara L. Songer, Rotonda West, Florida; Suzanne N. Kunkle and Aaron H. Kunkle, both of Indianapolis, Indiana; and Marci S. Roark, Navarre, Florida, to join Stephen A. Songer, Veedersburg, Indiana, and form the Songer Family Control Group, a group acting in concert to retain 25 percent or more of the voting shares of Veedersburg Bank Corporation, and thereby indirectly control CentreBank, both of Veedersburg, Indiana.	Newspaper: Federal Register:	Not available 11/17/2020

District: 7
Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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863746	FARMERS & MRCH SVG BK, MANCHESTER, IOWA	07/27/2020	11/01/2020	S	Int Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 8**Federal Reserve Bank of St. Louis****Filings received during the week ending November 7, 2020**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CHAMBERS BANCSHARES, INC.	CIC	Notice by John Ed Chambers III, Danville, AR, Gene C. Jones, Jerral Wayne Jones, Charlotte L. Anderson, Jerral W. Jones Jr., John Stephen Jones, each of Frisco, TX, Patricia C. Dixon, Plano, TX, Kathryn C. Counce, the Kathryn Chambers Counce Irrevocable Trust, both of Springdale, AR (John Ed Chambers III, Charlotte L. Anderson and Patricia C. Dixon as co-trustees), John Russell Meeks, Susan Lydia Chambers Sharits, both of Fayetteville, AR, and Melissa Meeks Ireland, Dallas, TX have applied to the Federal Reserve Board for permission to establish a family control group to acquire or retain 25% or more of the shares and thereby control Chambers Bancshares, Inc., Danville, AR. 2020 Chambers Family Limited Partnership, LLLP, Danville, AR and GCJ Family, L.P., Frisco, TX (with John Stephen Jones as the sole owner of Marina Holdings, LLC, Frisco, TX, the General Partner of the 2020 Chambers Family Limited Partnership, LLLP and GCJ Family, L.P.) have applied for permission to acquire shares of Chambers Bancshares, Inc. and join the Chambers family control group. Chambers Bancshares, Inc. controls Chambers Bank, Danville, AR.	Newspaper:	11/24/2020
			Federal Register:	11/23/2020
DIETERICH BANK	* Branch	Dieterich Bank, Effingham, Illinois, to establish a branch facility to be located at 2159 South State Route 157, Edwardsville, Illinois.	Newspaper:	Not available
			Federal Register:	Not applicable
SIMMONS BANK	* Branch	Simmons Bank, Pine Bluff, Arkansas, to establish a branch facility to be located at 208 East Taliaferro Street, Madill, Oklahoma.	Newspaper:	11/16/2020
			Federal Register:	Not applicable
SIMMONS BANK	* Branch	Simmons Bank, Pine Bluff, Arkansas, to establish a branch facility to be located at 8319 Preston Road, Dallas, Texas.	Newspaper:	11/16/2020
			Federal Register:	Not applicable
SIMMONS BANK	* Branch	Simmons Bank, Pine Bluff, Arkansas, to establish a branch facility to be located at 1222 Demonbreun Street, Suite 105, Nashville, Tennessee.	Newspaper:	11/16/2020
			Federal Register:	Not applicable

District: 8
Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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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 November 7, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
FARMERS & MERCHANTS AGENCY, INC.	CIC	Todd J. Zaun, Sartell, Minnesota, individually and as trustee of the Todd J. Zaun Grantor Trust, as modified (TJZ Grantor Trust), and the Todd Zaun Revocable Trust, each of Sartell, Minnesota; and Steven M. Zaun, Pacific Palisades, California, individually and as trustee of the Steven M. Zaun Grantor Trust, as modified (SMZ Grantor Trust), and the SMZ Trust, each of Pacific Palisades, California; to retain or acquire 25 percent or more of the voting shares of Farmers & Merchants Agency, Inc., (Company) and thereby indirectly retain or acquire shares of Farmers & Merchants State Bank of Pierz (Bank), both of Pierz, Minnesota. Additionally, the TJZ Grantor Trust and SMZ Grantor Trust to acquire voting shares and thereby join the Zaun Family Group, a group acting in concert that owns voting shares of Company and thereby indirectly owns voting shares of Bank.	Newspaper:	Not available
			Federal Register:	11/23/2020

District: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending November 7, 2020**

Filer	Filing Type	Filing Proposal	End of Comment Period	
LEACKCO BANK HOLDING COMPANY, INC.	CIC	Scott A. Erickson, Matthew P. Bock and Jamie L. Brown, all of Sioux Falls, South Dakota, intend to apply to the Federal Reserve Board for permission to: (1) retain individually, in the case of Scott A. Erickson; (2) acquire as investment trust advisor of the 2020 Jeffory A. Erickson Irrevocable Trust No. 1 ("Erickson Trust No. 1"), the 2020 Jeffory A. Erickson Irrevocable Trust No. 2 ("Erickson Trust No. 2"), the 2020 Jeffory A. Erickson Irrevocable Trust No. 3 ("Erickson Trust No. 3"), and the 2020 Jeffory A. Erickson Irrevocable Trust No. 4 ("Erickson Trust No. 4"), all of Sioux Falls, South Dakota, (collectively, the "Erickson Trusts"), in the case of Scott A. Erickson; (3) acquire as trust protector of the Erickson Trusts, in the case of Matthew P. Bock; (4) acquire as trustee of Erickson Trust No. 1, No. 2 and No. 4, in the case of Scott A. Erickson; and (5) acquire as trustee of Erickson Trust No. 3, in the case of Jamie L. Brown; control of 10 percent or more of the shares and thereby control of Leackco Bank Holding Company ("Leackco"), Wolsey, South Dakota. In addition, Scott A. Erickson, Matthew P. Bock, Jamie L. Brown and the Erickson Trusts intend to apply to the Federal Reserve Board for permission to join Jeffory A. Erickson in the Erickson family shareholder group that controls 25% or more of Leackco. Leackco controls American Bank & Trust, Wessington Springs, South Dakota.	Newspaper:	11/17/2020
			Federal Register:	11/18/2020
PB BANCSHARES, INC.	* 3A1	PB Bancshares, Inc., Maplewood, Minnesota, to become a bank holding company by acquiring 100 percent of Premier Bank, Maplewood, Minnesota.	Newspaper:	11/07/2020
			Federal Register:	11/20/2020
SECURITY BANCSHARES CO.	* 3A3	Security Bancshares Company, Glencoe, Minnesota, to acquire up to 15.27% of Flagship Financial Group, Inc., Eden Prairie, Minnesota, and thereby indirectly acquiring, Flagship Bank Minnesota, Wayzata, Minnesota.	Newspaper:	Not available
			Federal Register:	12/04/2020

District: 9
Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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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 November 7, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
FSB BANKSHARES, INC.	CIC	The Miller Investment Group Voting Trust Agreement (VTA) and Michael D. Miller, Montezuma, Kansas, as voting trustee, to acquire shares of FSB Bankshares, Inc., Fowler, Kansas establishing the Miller VTA Control Group. In addition, Melissa Miller, Montezuma, Kansas, Debora Calhoun, Cimarron, Kansas, Tom and Janet Huelskamp, Fowler, Kansas, Bryce and Stacy Dirks, Montezuma, Kansas, Jay Zehr, Copeland, Kansas, Logan and Kelsey Hedlund, Montezuma, Kansas, Robert Irsik, Ingalls, Kansas, Joan Unruh, Copeland, Kansas, Jeff and Sharleen Unruh, Copeland, Kansas, Mitch and Debbie Little, Meade, Kansas, Franck and Michelle Meyer, Seiling, Oklahoma, and Terry and Melinda Rabe, Dodge City, Kansas, to acquire shares and for approval as members of the VTA. The Federal Reserve considers a number of factors in deciding whether to approve the notice.	Newspaper:	11/25/2020
			Federal Register:	11/23/2020

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending November 7, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
PEOPLES BANKSHARES LTD., THE	CIC	Notification submitted by The 2017 Porter Loomis Legacy Trust, John Porter Loomis, trustee, both of Pratt, Kansas, to acquire voting shares of The Peoples Bankshares Ltd. (Bankshares), parent of The Peoples Bank, both in Pratt, Kansas. In addition, the Linda M. Loomis Revocable Trust, Linda M. Loomis, trustee; the Joseph F. Loomis Revocable Trust, Joseph F. Loomis and Linda M. Loomis, co-trustees, all of Iuka, Kansas; the Adele Krey Loomis Revocable Trust, Pratt, Kansas, Adele Krey Loomis (Stamford, Connecticut) and Anne Marie Sadowski Loomis (Pratt, Kansas), co-trustees; the Anne Marie Sadowski Loomis Trust, Anne Marie Sadowski Loomis and John Porter Loomis, co-trustees, all of Pratt, Kansas; the John Porter Loomis Revocable Trust, J. Porter Loomis and Anne Marie Sadowski Loomis, co-trustees, all of Pratt, Kansas; the KLW Stock Trust, Iuka Kansas, Linda M. Loomis (Iuka, Kansas) and Katherine L. Work (La Canada Flintridge, California), co-trustees; the Margaret P. Hellmuth Stock Trust, Iuka Kansas, Linda M. Loomis (Iuka, Kansas) and Margaret P. Hellmuth (Glencoe, Illinois), co-trustees; and the Victoria K. Thompson Stock Trust, Iuka, Kansas, Linda M. Loomis (Iuka, Kansas) and Victoria K. Thompson (Santa Cruz, California), co-trustees, to acquire/retain shares of Bankshares and for approval as members of the Loomis Family Group which controls Bankshares. John Porter Loomis was previously approved to control Bankshares. Linda M. Loomis, Joseph F. Loomis, Adele Krey Loomis, Anne Marie Sadowski Loomis and Katherine L. Work were previously approved as members of the Loomis Family Group.	Newspaper:	Not available
			Federal Register:	11/17/2020
UNION STATE BANK OF EVEREST, THE	* Branch	Union State Bank of Everest, Everest, Kansas, to establish a de novo branch at 8300 Booth Avenue, Kansas City, Missouri.	Newspaper:	11/17/2020
			Federal Register:	Not applicable

* Subject to the provisions of the Community Reinvestment Act

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
463650	ADAMS B&TC, OGALLALA, NEBRASKA	07/27/2020	11/02/2020	S	Int Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

District: 11**Federal Reserve Bank of Dallas****Filings received during the week ending November 7, 2020**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BEAL FINANCIAL CORPORATION	* 3A1	Beal Financial Corporation, Plano, Texas; to become a bank holding company through the conversion of the charter of its existing wholly owned subsidiary bank, Beal Bank SSB, Plano, Texas, and to continue the operation as a bank of a Nevada thrift company, Beal Bank USA, Las Vegas, Nevada	Newspaper: Federal Register:	Not available 11/20/2020
JEFFERSON BANCSHARES, INC.	CIC	Retroactive notice by Paul E. McSween III, individually, together with the other members of the McSween Family Group acting in concert, consisting of Linda Lewis McSween, Crain McSween Canavan, William Jackson Canavan, Josephine Grace Canavan, Walker Cole Canavan, Juliet McSween Zacher, August Andrew Zacher, Annabelle McSween Zacher, Linda McSween Satel, Caroline M. Satel, Katherine Ann Satel, Emily Grace Satel, Joseph S. Satel, Jr., Paul E. McSween IV, Thomas D. McSween, and Benjamin Lewis McSween with multiple trusts included, all of San Antonio, Texas, acting in concert, to become members of the McSween Family Group, to acquire the voting shares Jefferson Bancshares, Inc., and thereby indirectly acquire voting shares of Jefferson Bank, both of San Antonio, Texas.	Newspaper: Federal Register:	11/15/2020 Not available
JEFFERSON BANCSHARES, INC.	CIC	Retroactive notice by Laurie Lewis Saunders, individually, together with the other members of the Lewis Family Group acting in concert, consisting of Grace Saunders LePere, John T. Saunders III, Christina M. Saunders, Steve C. Lewis, Susan C. Lewis, Richard S. Lewis II, Barclay C. Adams, A.J. Lewis III, A.J. Lewis IV, Frances M. Lewis, Sallie W. Lewis, all of San Antonio, Texas, with multiple trusts included, all of San Antonio, Texas, and Kenneth S. Adams IV, Nashville, Tennessee all acting in concert, to become members of the Lewis Family Group, to acquire the voting shares of Jefferson Bancshares, Inc., and thereby indirectly acquire voting shares of Jefferson Bank, both of San Antonio, Texas.	Newspaper: Federal Register:	11/15/2020 Not available

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending November 7, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
RIVERBEND FINANCIAL CORPORATION	CIC	Barkat Ali, Southlake, Texas, Kevin Johnston, Pantego, Texas, Mike Farhat, Southlake, Texas, Judy Han, Houston, Texas, Wea Lee, Houston, Texas, Young Yoo, Dallas, Texas, Jeung-Ho Park, Irving, Texas, Clinton Dunn, Dallas, Texas, Andrew Park, Santa Clarita, California, and Mihir Patel, Coppell, Texas, as a group acting in concert, to control Riverbend Financial Corporation, and Spectra Bank, both of Fort Worth, Texas	Newspaper: Federal Register:	Not available 08/13/2020
TEXAS HERITAGE BANCSHARES, INC.	* 3A5	Texas Heritage Bancshares, Inc., Hondo, Texas, to acquire Medina Community Bancshares, Inc., Hondo, Texas and indirectly, Community National Bank, Hondo, Texas.	Newspaper: Federal Register:	Not available Not available

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		

* Subject to the provisions of the Community Reinvestment Act

District: 12
Federal Reserve Bank of San Francisco
Filings received during the week ending November 7, 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
BROADWAY FINANCIAL CORPORATION	* 3A1 * 4c8	Broadway Financial Corporation, Los Angeles, California, to become a bank holding company by acquiring 100 percent of CFBanc Corporation and thereby indirectly acquire City First Bank of D.C., N.A., both of Washington, D.C.	Newspaper:	Not available
			Federal Register:	12/07/2020
CITY FIRST ENTERPRISES, INC.	* 3A3 * 4c8	City First Enterprises, Inc., Washington, D.C., to acquire Broadway Financial Corporation, Los Angeles, California. In addition, City First Enterprises, Inc., Washington, D.C., to acquire Broadway Federal Bank, FSB, Los Angeles, California, for a moment in time and thereby engage in nonbanking activities.	Newspaper:	Not available
			Federal Register:	12/07/2020
EAST WEST BANK	PWI	East West Bank, Pasadena, California, proposes to make a public welfare investment of \$2.5 million in High Opportunity Neighborhood Realty, L.P.	Newspaper:	Not applicable
			Federal Register:	Not applicable

* Subject to the provisions of the Community Reinvestment Act

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.

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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		

* Subject to the provisions of the Community Reinvestment Act