
Federal Reserve Release



H.2

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

No. 50

Week Ending December 12, 2020

Bank Holding Companies

Bern Bancshares Inc., Bern, Kansas -- to acquire additional shares of UBT Bancshares, Inc., Marysville, which wholly owns United Bank & Trust.
- Approved, December 7, 2020

Other Actions

Network of Central Banks and Supervisors for Greening the Financial System (NGFS) -- seek to become a full member in the NGFS.
- Approved, December 7, 2020

Supervision and Regulation

Resolution Plans -- interagency (1) final guidance on resolution plans for certain large, complex foreign banking organizations; (2) letters to Credit Suisse, Barclays, Deutsche Bank, and UBS confirming shortcomings in their 2018 resolution plans have been remediated; and (3) letters to Category II and Category III resolution plan filers identifying areas of interest required to be addressed in their 2021 targeted resolution plans, which are due by December 17, 2021.
- Approved, December 8, 2020

Enforcement

Community Trust Bank, Inc., Pikeville, Kentucky -- consent order dated July 25, 2018, terminated December 7, 2020.
- Announced, December 8, 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

St. Louis

Encore Bank, Little Rock, Arkansas -- to establish a branch at 301 West Avenue, Austin, Texas.

- Approved, December 9, 2020

Minneapolis

Opportunity Bank of Montana, Helena, Montana -- to establish a branch at 4150 Valley Commons Drive, Bozeman.

- Approved, December 7, 2020

Minneapolis

Opportunity Bank of Montana, Helena, Montana -- to establish a branch at 1821 South Avenue West, Missoula.

- Approved, December 11, 2020

Bank Holding Companies

Director, S&R

Credit Suisse Group AG, Zurich, Switzerland -- relief from certain commitments.

- Granted, December 9, 2020

St. Louis

Lineage Financial Network, Inc., Franklin, Tennessee -- to become a bank holding company by acquiring Bumpushares, Inc., Atwood, and thereby indirectly acquiring Citizens Bank & Trust Company.

- Approved, December 10, 2020

Bank Premises

Richmond

The Bank of Marion, Marion, Virginia -- to increase its investment in bank premises.
- Approved, December 7, 2020

Banks, Nonmember, and Miscellaneous Institutions

Minneapolis

F.S. Special Opportunities I, Minneapolis, Minnesota -- relief from certain commitments.
- Granted, December 11, 2020

Banks, State Member

Atlanta

BBVA USA, Birmingham, Alabama -- to make certain public welfare investments.
- Approved, December 11, 2020

San Francisco

Western Alliance Bank, Phoenix, Arizona -- to make a public welfare investment.
- Approved, December 10, 2020

Change in Bank Control

Dallas

BOC Bank, McLean, Texas -- change in bank control of BOC Bank.
- Withdrawn, December 9, 2020

Change in Bank Control

Kansas City

The Peoples Bankshares Ltd., Pratt, Kansas -- change in bank control of The Peoples Bankshares Ltd., and its subsidiary, The Peoples Bank, Pratt.

- Permitted, December 11, 2020

Extensions of Time

Richmond

First Sentinel Bank, Richlands, Virginia -- extension to July 8, 2021, to establish a branch at 329 Ingleside Road, Princeton, West Virginia.

- Granted, December 8, 2020

Financial Holding Companies

St. Louis

Market Street Bancshares, Inc., Mount Vernon, Illinois -- election to become a financial holding company.

- Effective, December 9, 2020

Membership

St. Louis

First FSB of Mascoutah, Mascoutah, Illinois -- to become a member of the Federal Reserve System.

- Approved, December 9, 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, December 8, 2020

Director, MA

Regulation D (Reserve Requirements of Depository Institutions) -- annual indexing of the reserve requirement exemption amount, low reserve tranche, nonexempt deposit cutoff level, and reduced reporting limit for 2021.

- Approved, November 18, 2020

(A/C)

District: 1
Federal Reserve Bank of Boston
Filings received during the week ending December 12, 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		

District: 2

Federal Reserve Bank of New York

Filings received during the week ending December 12, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
BASSWOOD CAPITAL MANAGEMENT, LC	CIC	Notice of Change in Control by Basswood Capital Management, LLC, New York, New York; funds for which Basswood Partners LLC serves as General Partner and Basswood Capital Management, LLC serves as investment manager (Basswood Opportunity Partners, LP; Basswood Financial Fund, LP; Basswood Financial Long Only Fund, LP); Basswood Capital Management, LLC serves as investment manager (Basswood Opportunity Fund, Inc. and Basswood Financial Fund, Inc.); certain managed accounts for which Basswood Capital Management, LLC serves as the investment adviser; Matthew Lindenbaum and Bennett Lindenbaum, all of New York, New York, to collectively acquire up to 24.9 % of the outstanding voting shares of Esquire Financial Holdings, Inc, and indirectly its subsidiary bank, Esquire Bank NA, both of Jericho, New York.	Newspaper:	Not available
			Federal Register:	12/18/2020
SBD BANCORP, INC.	* 3A1	SBD Bancorp, Inc., to become a bank holding company by acquiring 100 percent of shares in The Savings Bank of Danbury, both of Danbury, Connecticut, pursuant to Section 3(a)(1) of the Bank Holding Company Act of 1956, as amended and Section 225.15 of Regulation Y.	Newspaper:	01/09/2021
			Federal Register:	01/07/2021

District: 2
Federal Reserve Bank of New York

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: 3
Federal Reserve Bank of Philadelphia
Filings received during the week ending December 12, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 3
Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

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District: 4
Federal Reserve Bank of Cleveland
Filings received during the week ending December 12, 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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Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

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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: 5

Federal Reserve Bank of Richmond

Filings received during the week ending December 12, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMMUNITY FIRST BANCORPORATION	* 4c8	Community First Bancorporation, Walhalla, South Carolina, to acquire 100% of the voting securities of SFB Bancorp, Inc., Elizabethton, Tennessee, and thereby indirectly acquire Security Federal Bank, Elizabethton, Tennessee.	Newspaper:	Not available
			Federal Register:	Not available
FIRST CITIZENS BANCSHARES, INC.	* 3A3 Other Foreign	First Citizens BancShares, Inc., Raleigh, North Carolina, to acquire 100% of the voting securities of CIT Group, Inc., Livingston, New Jersey, and thereby indirectly acquire CIT Bank, National Association, Pasadena, California.	Newspaper:	Not available
			Federal Register:	Not available

District: 5
Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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3614976	FVCBANK, FAIRFAX, VIRGINIA	08/03/2020	12/06/2020	S	Int Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending December 12, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
REGIONS BANK	* Branch	Regions Bank, Birmingham, Alabama, to establish the following branches: 1) Loganville Branch, On Atlanta Highway, Just South of Logan Drive, Loganville, Georgia; 2) Merchants Walk Branch, 4200 Roswell Road, Marietta, Georgia; 3) Sandy Springs Main Branch, 6343 Roswell Road, Atlanta, Georgia; and 4) State Bridge Branch, 5950 State Bridge Road, Duluth, Georgia.	Newspaper:	12/24/2020
			Federal Register:	Not applicable
SYNOVUS BANK	* Branch	Synovus Bank, Columbus, Georgia, to establish a branch located at 1861 W. Tennessee Street, Suite 230, known as the Varsity Plaza Branch, Tallahassee, Florida.	Newspaper:	12/05/2020
			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 December 12, 2020**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ALLIANCE BANCORP	CIC	Alliance Bancorp Employee Stock Ownership Plan with 401(k) Provisions, Francesville, Indiana, together with Shane R. Pilarski, Francesville, Indiana, Ronald K. Kruger, Francesville, Indiana, and Alyssa M. Chapman, Winamac, Indiana, as administrators, and as a group acting in concert, to retain control of 10 percent or more of the voting shares of Alliance Bancorp, Francesville, Indiana, and thereby indirectly control Alliance Bank, Francesville, Indiana.	Newspaper: Federal Register:	Not available 12/08/2020
INDEPENDENCE BANCSHARES, INC.	* 3A3	Independence Bancshares, Inc., Independence, Iowa, to acquire 100 percent of First State Bank, Sumner, Iowa.	Newspaper: Federal Register:	Not available 12/21/2020
VANGUARD GROUP, INC.	CIC	Notice by The Vanguard Group, Inc., Malvern, Pennsylvania, on behalf of itself, its subsidiaries and affiliates (together with The Vanguard Group, Inc., "Vanguard"), and the investment companies registered under the Investment Company Act of 1940, other pooled investment vehicles, and institutional accounts that are sponsored, managed, or advised by Vanguard, to acquire aggregate control of 15 percent or more of the voting shares of Northern Trust Corporation, parent of The Northern Trust Company, both of Chicago, Illinois.	Newspaper: Federal Register:	Not available 12/16/2020
VANGUARD GROUP, INC.	CIC	Notice by The Vanguard Group, Inc., Malvern, Pennsylvania, on behalf of itself, its subsidiaries and affiliates (together with The Vanguard Group, Inc., "Vanguard"), and the investment companies registered under the Investment Company Act of 1940, other pooled investment vehicles, and institutional accounts that are sponsored, managed, or advised by Vanguard, to acquire aggregate control of 15 percent or more of the voting shares of Discover Financial Services, Riverwoods, Illinois, parent of Discover Bank, Greenwood, Delaware.	Newspaper: Federal Register:	Not available 12/16/2020

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		

* Subject to the provisions of the Community Reinvestment Act

District: 8
Federal Reserve Bank of St. Louis
Filings received during the week ending December 12, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 8
Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for **Quarter of**

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending December 12, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
BELT VALLEY BANK	CIC	Change in control notice by Brian Kenneth Solsrud, North Oaks, Minnesota, to acquire additional voting shares, and thereby control, of Belt Valley Bank, Belt, Montana.	Newspaper:	12/21/2020
			Federal Register:	12/23/2020
MSB BANKSHARES, INC.	CIC	MoCorp, Inc. and its president Gene R. Mottes, both of Iron River, Michigan, a group acting in concert, to retain voting shares of MSB Bankshares, Inc., and thereby indirectly retain voting shares of The Miners State Bank, both of Iron River, Michigan.	Newspaper:	Not available
			Federal Register:	12/21/2020

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		

* Subject to the provisions of the Community Reinvestment Act

District: 10**Federal Reserve Bank of Kansas City****Filings received during the week ending December 12, 2020**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CLEO BANCSHARES INC.	CIC	Notice submitted by the Susan P. Mittasch Family Trust, and Susan Holmes Parker, as trustee, both of Perry, Oklahoma, to acquire shares of Cleo Bancshares, Inc. (Bancshares), parent of Cleo State Bank, both in Cleo Springs, Oklahoma. The Susan P. Mittasch Family Trust and Susan Holmes Parker were previously approved as members of the Parker Family Group which controls Bancshares.	Newspaper:	Not available
			Federal Register:	11/25/2020
FIRST NATIONAL BANCSHARES, INC., ESOP AND 401 (K) TRUSTS	* 3A3	The First National Bancshares, Inc. Profit Sharing and ESOP Trust; to acquire additional voting shares, for a total of 34.72 percent of the voting shares of First National Bancshares, Inc., and thereby indirectly acquire additional share of FNB Bank, all Goodland, Kansas.	Newspaper:	12/28/2020
			Federal Register:	01/13/2021
G. JEFFREY RECORDS, JR. 2020 FAMILY TRUST	* SLHC Formation	The G. Jeffrey Records, Jr. 2020 Family Trust, Oklahoma City, Oklahoma, to become a savings and loan holding company by acquiring voting shares of Midland Financial Co., parent of MidFirst Bank, both of Oklahoma City, Oklahoma.	Newspaper:	12/27/2020
			Federal Register:	01/11/2021
GRAND CAPITAL CORPORATION	CIC	Notification submitted by Nathan C. Buerge, Joplin, Missouri, and Summer K. Timperley, Overland Park, Kansas, to retain shares and thereby control of Grand Capital Corporation (Grand Capital), parent of Grand Capital Bank, both of Tulsa, Oklahoma, and to be approved as members of the Buerge Family Group that controls Grand Capital.	Newspaper:	Not available
			Federal Register:	12/30/2020
KATHRYN R. RYAN 2020 FAMILY TRUST	* SLHC Formation	The Kathryn R. Ryan 2020 Family Trust, Oklahoma City, Oklahoma, to become a savings and loan holding company by acquiring voting shares of Midland Financial Co., parent of MidFirst Bank, both of Oklahoma City, Oklahoma.	Newspaper:	Not available
			Federal Register:	01/15/2021
MARTHA E. RECORDS 2020 FAMILY TRUST	* SLHC Formation	The Martha E. Records 2020 Family Trust, Oklahoma City, Oklahoma, to become a savings and loan holding company by acquiring voting shares of Midland Financial Co., parent of MidFirst Bank, both of Oklahoma City, Oklahoma.	Newspaper:	Not available
			Federal Register:	01/15/2021

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending December 12, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
SUNDANCE BANKSHARES, INC.	CIC	Notice submitted by the Trudy M. Durfee Revocable Trust, Trudy M. Durfee, trustee, both of Sundance, Wyoming, to acquire voting shares and thereby control of Sundance Bankshares, Inc. (SBI), parent of Sundance State Bank, both in Sundance, Wyoming; In addition, notice submitted by The Danny K. Hopson and Janice Dee Hopson Family Trust, and Danny K Hopson and Janice Dee Hopson as co-Trustees, all of San Tan Valley, Arizona, to retain shares of SBI and be approved as members of the Richard Durfee Family Group which controls SBI. Trudy M. Durfee was previously approved as a member of the Richard Durfee Family Group.	Newspaper: Federal Register:	Not available 12/23/2020

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 December 12, 2020**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BOC BANK	CIC	Notice by William Alexander O'Brien, Amarillo, Texas, individually, to acquire 25 percent or more of the outstanding voting shares and thereby control of BOC Bank, McLean, Texas.	Newspaper:	Not available
			Federal Register:	Not available
FROST BANK	* Branch	Frost Bank, San Antonio, Texas to establish a branch located at 11839 Culebra Road, San Antonio, TX 78253	Newspaper:	Not available
			Federal Register:	Not applicable
FROST BANK	* Branch	Frost Bank, San Antonio, Texas to establish a branch located at 20002 Northwest Freeway, Houston, Texas 77065	Newspaper:	Not available
			Federal Register:	Not applicable
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:	Not available
			Federal Register:	08/13/2020

District: 11
Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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NONE					

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NONE		

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District: 12**Federal Reserve Bank of San Francisco****Filings received during the week ending December 12, 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
LENDINGCLUB CORPORATION	* 3A1 4c8	LendingClub Corporation, San Francisco, California, to become a bank holding company, by acquiring the voting shares of Radius Bancorp, Inc. and thereby indirectly acquire Radius Bank, both of Boston, Massachusetts, upon the conversion of Radius Bank from a federal savings bank to a national bank, and (2) LendingClub Corporation, directly and indirectly through its wholly-owned subsidiaries, LendingClub Warehouse I, LLC, LendingClub Warehouse II, LLC, and Consumer Loan Underlying Bond Depositor, LLC, all of San Francisco, California, to engage de novo in extending credit and servicing loans pursuant to Section 225.28(b)(1), activities related to extending credit pursuant to Section 225.28(b)(2), and data processing pursuant to Section 225.28(b)(14) of Regulation Y.	Newspaper:	10/30/2020
			Federal Register:	11/05/2020
VANGUARD GROUP, INC.	CIC	Change in Control notice submitted by The Vanguard Group, Inc., Malvern, Pennsylvania, on behalf of itself, its subsidiaries and affiliates (together with The Vanguard Group, Inc., "Vanguard"), and the investment companies registered under the Investment Company Act of 1940, other pooled investment vehicles, and institutional accounts that are sponsored, managed, or advised by Vanguard (the "Vanguard funds"), for the Vanguard funds to increase the aggregate ownership position of the Vanguard funds to more than 15 percent of the common stock of SVB Financial Group, parent of Silicon Valley Bank, both of Santa Clara, California.	Newspaper:	Not available
			Federal Register:	12/16/2020

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