



FEDERAL RESERVE RELEASE

# H.2 Actions of the Board, Its Staff, and the Federal Reserve Banks; Applications and Reports Received

No. 36 Week ending September 9, 2023

## Board Actions

### Enforcement

Gardner Bancshares, Inc., and Small Business Bank, both of Lenexa, Kansas—issuance of consent cease-and-desist order.

Announced: September 5, 2023

## Actions Under Delegated Authority

### Bank Holding Companies

#### *San Francisco*

VB&T Holding Company, LLC (VB&T), Scottsdale, Arizona—(1) to become a bank holding company by acquiring Zenith Bank & Trust (proposed), Scottsdale, Arizona, and (2) to engage in wealth management services through VB&T's wholly owned subsidiary, VB&T Wealth Management LLC dba Zenith Wealth Advisors, Scottsdale, Arizona.

Approved: September 7, 2023

### Change in Bank Control

#### *Kansas City*

Banner County Ban Corporation Employee Stock Ownership Plan and Trust, Harrisburg, Nebraska—Dallen Juelfs, Lisco, Nebraska, and Lorenda Forbes, Beaver City, Nebraska; to become trustees of the Banner County Ban Corp Employee Stock Ownership Plan and Trust and thereby indirectly acquire voting shares of Banner County Ban Corporation and its subsidiary, Banner Capital Bank, both of Harrisburg, Nebraska.

Permitted: September 8, 2023

Banner County Ban Corporation, Harrisburg, Nebraska—Daniel Plate, Houston, Texas; to join the Plate/Juelfs/Forbes Control Group, a group acting in concert, by acquiring voting shares of Banner County Ban Corporation, and thereby indirectly acquiring voting shares of Banner Capital Bank, Harrisburg, Nebraska.

Permitted: September 8, 2023

Banner County Ban Corporation, Harrisburg, Nebraska—Dallen Juelfs, Lisco, Nebraska, and Lorenda Forbes, Beaver City, Nebraska; to become members of the Plate Juelfs Forbes Control Group, a group acting in concert, by acquiring voting shares of Banner County Ban Corporation and thereby indirectly acquiring voting shares of Banner Capital Bank, Harrisburg, Nebraska.

Permitted: September 8, 2023

My Anns Corporation, Gas, Kansas—Hiu Kwan Kwok, Cyber Port, Hong Kong, and Jun Yang, Tianjin, China, to acquire voting shares of My Anns Corporation and thereby indirectly acquire Piqua State Bank, Piqua, Kansas.

Withdrawn: September 8, 2023

My Anns Corporation, Gas, Kansas—Alex Lin, Hong Kong, Hong Kong; Hiu Kwan Kwok, Cyber Port, Hong Kong; Jun Yang, Tianjin, China; and Yongyan Liu, Chaoyang, Beijing, China, to retain voting shares of My Anns Corporation and thereby indirectly retain voting shares of Piqua State Bank, Piqua, Kansas.

Withdrawn: September 8, 2023

### International Operations

#### *Secretary*

The Huntington National Bank and its Edge corporation subsidiary, Huntington Bank International, Inc., both of Columbus, Ohio—waiver of the remainder of the prior-notice period to make an investment in Huntington Commercial Finance Canada, Inc., Ontario, Canada. \*

Granted: August 31, 2023

\*Addition

## **Regulations and Policies**

### **Secretary**

System of Records (BGFRS-26)—publication for comment of a notice to modify an existing system of records, " FRB—Employee Relations Records." \*

Approved: August 24, 2023

\*Addition

System of Records (BGFRS-29)—publication for comment of a notice to modify an existing system of records, " FRB—Benefits Records." \*

Approved: August 24, 2023

\*Addition

System of Records (BGFRS-7)—publication for comment of a notice to modify an existing system of records, " FRB—Payroll and Leave Records." \*

Approved: August 24, 2023

\*Addition

## **Supervision and Regulation**

### **Director, S&R**

BMO Financial Corp., Wilmington, Delaware—to make capital distributions in the first quarter (retroactive) and third quarter of 2023 after the occurrence of an event requiring resubmission of its capital plan.

Approved: September 5, 2023

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending September 9, 2023**

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

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**District: 1**

**Federal Reserve Bank of Boston**

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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<b>RSSD ID</b>	<b>Institution/Location</b>	<b>Exam Date</b>	<b>CRA Public Date</b>	<b>CRA Rating</b>	<b>Exam Method</b>
61476	ABINGTON BK, ABINGTON, MASSACHUSETTS	12/18/2022	07/18/2022	S	Int Small Bank

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
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 September 9, 2023**

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

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**District: 2**

**Federal Reserve Bank of New York**

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NONE					

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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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 September 9, 2023**

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

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**District: 3**

**Federal Reserve Bank of Philadelphia**

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NONE					

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

**District: 4**

**Federal Reserve Bank of Cleveland**

**Filings received during the week ending September 9, 2023**

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

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**District: 4**

**Federal Reserve Bank of Cleveland**

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504311	GENOA BKG CO, GENOA, OHIO	04/17/2023	09/26/2022	S	Int Small Bank

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending September 9, 2023

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Filer	Filing Type	Filing Proposal	End of Comment Period	
SOUTHERN BANCSHARES (N.C.), INC.	* 3A3	Southern Bancshares (N.C.), Inc., Mount Olive, North Carolina, to acquire up to 19.9% of the outstanding voting securities of Old Point Financial Corporation, Hampton, Virginia, and thereby indirectly acquire an interest in The Old Point National Bank of Phoebus, Hampton, Virginia.	Newspaper: Federal Register:	Not available 10/13/2023

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**District: 5**

**Federal Reserve Bank of Richmond**

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94522	BENCHMARK CMNTY BK, KENBRIDGE, VIRGINIA	02/04/2023	08/15/2022	S	Int Small Bank
214722	CHESAPEAKE BK, KILMARNOCK, VIRGINIA	11/14/2022	06/13/2022	S	Int Small Bank
713926	FARMERS & MERCHANTS BK, TIMBERVILLE, VIRGINIA	09/18/2022	04/04/2022	S	Int Small Bank
3019982	FREEDOM BK OF VIRGINIA, FAIRFAX, VIRGINIA	06/24/2023	10/24/2022	S	Int Small Bank

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
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 September 9, 2023**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
OPTIMUMBANK HOLDINGS, INC.	Change in Bank Control	Moishe Gubin and Gubin Optimum Trust, Ft. Lauderdale, Florida to acquire voting shares of OptimumBank Holdings, Inc., and thereby indirectly retain voting shares of OptimumBank Holding Company, both of Ft. Lauderdale, Florida.	Newspaper: Federal Register:	10/02/2023 Not available

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**District: 6**

**Federal Reserve Bank of Atlanta**

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2877345	INSBANK, NASHVILLE, TENNESSEE	02/05/2023	11/07/2022	S	Int Small Bank

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending September 9, 2023

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK MICHIGAN FINANCIAL CORPORATION	Change in Bank Control	Notice by Sandra Kay Fowler 2023 Irrevocable Trust with Kenneth Fowler as Trustee, both of Lansing, Michigan to acquire voting shares of Bank Michigan Financial Corporation, Ann Arbor, Michigan and thereby indirectly acquire voting shares of Bank Michigan, Brooklyn, Michigan.	Newspaper: Federal Register:	Not available 10/03/2023
GRINNELL BANCSHARES, INC.	Change in Bank Control	Notice by F. Austin Jones, individually and as co-trustee of the David A. Jones Irrevocable Trust and the F. Austin Jones Irrevocable Trust, all of Grinnell, Iowa, to retain voting shares of Grinnell Bancshares, Inc. and thereby indirectly retain voting shares of Grinnell State Bank, both of Grinnell, Iowa.	Newspaper: Federal Register:	Not available Not available
OXFORD BANK CORPORATION	Change in Bank Control	Richard Kenneth Thompson Revocable Living Trust, Clinton Township, Michigan, Richard K. Thompson, Sterling Heights, Michigan as trustee; Richard K. Thompson Irrevocable Trust 2022, Troy, Michigan, Thomas Hinsberg, Rochester, Michigan as trustee; OJT Irrevocable Trust, Troy, Michigan, Robert Clemente, West Bloomfield, Michigan as trustee; The Restatement of the Thomas Hinsberg Revocable Living Trust, Rochester, Michigan, Thomas Hinsberg as trustee, Rochester, Michigan; Robert Clemente Children's Trust, West Bloomfield, Michigan, Robert Clemente, West Bloomfield, Michigan as trustee to retain voting shares of Oxford Bank Corporation and thereby indirectly retain voting shares of Oxford Bank, both of Oxford, Michigan.	Newspaper: Federal Register:	Not available Not available

\* Subject to the provisions of the Community Reinvestment Act



District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending September 9, 2023

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Filer	Filing Type	Filing Proposal	End of Comment Period	
TERRE HAUTE SAVINGS MHC, INC.	* 3A3	Terre Haute Savings MHC, Inc., Terre Haute, Indiana to acquire First Savings Bank, Danville, Illinois.	Newspaper:	08/17/2023
			Federal Register:	Not available

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\* Subject to the provisions of the Community Reinvestment Act

**District: 7**

**Federal Reserve Bank of Chicago**

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830542	CBI B&TC, MUSCATINE, IOWA	11/14/2022	07/18/2022	S	Int Small Bank
113740	FIRST ST BK, EASTPOINTE, MICHIGAN	09/12/2022	03/14/2022	S	Int Small Bank
2958972	NORTHSTAR BK, BAD AXE, MICHIGAN	07/10/2023	02/06/2023	S	Int Small Bank
247140	ONE CMNTY BK, OREGON, WISCONSIN	04/28/2023	11/28/2022	S	Int Small Bank
269049	VISIONBANK OF IA, AMES, IOWA	05/21/2023	02/27/2023	S	Int Small Bank

**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending September 9, 2023

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Filer	Filing Type	Filing Proposal	End of Comment Period
LEGACY BANCSHARES, INC.	Change in Bank Control	Notice by the Gary C. George LNB Trust (Gary C. George as trustee), Robin Ann George LNB Trust (Robin Ann George as trustee), Julie Ann Swope 2020 Trust (Julie Ann Swope as trustee), The Julie Ann Swope LNB Trust (Julie Ann Swope as trustee), The Patrick Holt Swope Revocable Trust (Patrick Holt Swope as trustee), The Patrick & Julie Swope Children's Trust No. 1 (Robin Ann George, Patrick Holt Swope and Julie Ann Swope as co-trustees), Minor Child and Minor Child (Patrick Holt Swope as custodian of each), The Charles E. George 2020 Trust (Charles E. George as trustee), The Charles E. George LNB Trust (Charles E. George as trustee), The Samantha Pacaccio George Revocable Trust (Samantha Pacaccio George as trustee), The Charles & Samantha George Children's Trust No. 1 (Robin Ann George, Charles E. George and Samantha George as co-trustees), The Julie Ann Swope Family Trust (Julie Ann Swope as trustee), The Charles E. George Family Trust (Charles E. George as trustee), all of Springdale, AR; The Mary Kathryn Brown LNB Trust (Mary Kathryn Brown as trustee), The Matthew J. Brown Revocable Trust (Matthew J. Brown as trustee), The Anna Roblee George Revocable Trust (Anna Roblee George as trustee), The Evans Family Revocable Trust (David R. Evans and Cathy George Evans as co-trustees), The Siems Family Joint Revocable Living Trust (Linden E. Siems and Brandon Siems as co-trustees), The Minor Child Crummey Trust (Linden E. Siems as trustee), The Minor Child Crummey Trust (Linden E. Siems	Newspaper: Not available Federal Register: Not available

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\* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending September 9, 2023

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Filer	Filing Type	Filing Proposal	End of Comment Period
		as trustee), The Cathy George Evans Children's Trust No. 2 (David R. Evans and Cathy George Evans as co-trustees), Martin Swope, all of Fayetteville, AR; et al, to establish a family control group, a group acting in concert, to retain and acquire voting shares of Legacy BancShares, Inc., and thereby indirectly retain and acquire voting shares of Legacy National Bank, both of Springdale, AR.	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 8**

**Federal Reserve Bank of St. Louis**

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192147	CITIZENS B&TC, VAN BUREN, ARKANSAS	01/29/2023	10/24/2022	S	Int Small Bank
785473	FIRST SAVINGS BK, JEFFERSONVILLE, INDIANA	04/24/2023	04/18/2022	S	Int Small Bank
3374412	OAKSTAR BK, SPRINGFIELD, MISSOURI	12/19/2022	06/13/2022	S	Int Small Bank

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending September 9, 2023

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Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK FORWARD EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST	* 3A3	Bank Forward Employee Stock Ownership Plan and Trust, Fargo, North Dakota, to acquire additional voting shares up to 41.02 percent of Security State Bank Holding Company and thereby indirectly acquire voting shares of Bank Forward, both of Fargo, North Dakota.	Newspaper: Federal Register:	09/06/2023 10/16/2023
FIRST STATE BANK SOUTHWEST KSOP PLAN AND TRUST	Change in Bank Control Change in Bank Control	Bradley Dean Meester, Bigelow, Minnesota, as co-trustee, to acquire voting shares of First State Bank Southwest KSOP Plan and Trust, and thereby indirectly acquire voting shares of First Rushmore Bancorporation, Inc., both of Worthington, Minnesota	Newspaper: Federal Register:	Not available 09/01/2023
FIRST WESTERN BANK AND TRUST	* 18C * Branch (Domestic)	First Western Bank and Trust, Minot, North Dakota, to merge with State Bank of Lismore, Lismore, Minnesota ("Lismore Bank"), and thereby establish a branch at the location of Lismore Bank's main office.	Newspaper: Federal Register:	10/13/2023 Not applicable

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**District: 9**

**Federal Reserve Bank of Minneapolis**

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160650	CHARTER BK, EAU CLAIRE, WISCONSIN	09/12/2022	04/11/2022	S	Int Small Bank

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NONE		

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District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending September 9, 2023

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Filer	Filing Type	Filing Proposal	End of Comment Period	
HYDRO BANCSHARES, INC.	Change in Bank Control	Derek Joseph Grubb 2012 Trust, Clinton, Oklahoma, Shawn Grubb, Weatherford, Oklahoma, and Kenneth Baker, Clinton, Oklahoma as co-trustees; Jordan Alyssa Grubb 2012 Trust, Clinton, Oklahoma, Shawn Grubb and Kenneth Baker co-trustees; and Washita Valley Trust, Clinton, Oklahoma, Kenneth Baker trustee; to become members of the Shawn Grubb Family Control Group, a group acting in concert, to acquire voting shares of Hydro Bancshares, Inc., and thereby indirectly acquire voting shares of Bank of Hydro, both of Hydro, Oklahoma. Shawn Grubb, co-trustee, has been previously approved by the Federal Reserve Board.	Newspaper: Federal Register:	Not available 09/14/2023
PLAINS BANCSHARES, INC.	Change in Bank Control	David Clawson, Plains, Kansas, individually, and as co-trustee of the LAC Clawson Irrevocable Trust, the TD Clawson Irrevocable Trust, and MBCW Irrevocable Trust, all of Plains, Kansas, to retain shares of Plains Bancshares, Inc., Plains, Kansas and thereby indirectly retain shares of Bank of the Plains, Plains, Kansas (formerly known as The Plains State Bank). Additionally, the TD Clawson Irrevocable Trust, David and Daniel Clawson, as co-trustees, of Plains, Kansas, and Selah Farms LLC and Skybound Farms LLC, both of Meade, Kansas, to retain voting shares of Plains Bancshares and to join the Clawson Family Group, a group acting in concert. David Clawson was previously approved as a member of the Clawson Family Control Group.	Newspaper: Federal Register:	Not available 09/05/2023

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**District: 10**

**Federal Reserve Bank of Kansas City**

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285852	FIRST OPTION BK, OSAWATOMIE, KANSAS	06/16/2023	03/06/2023	S	Int Small Bank
554857	FIVE POINTS BK, GRAND ISLAND, NEBRASKA	06/10/2023	03/13/2023	O	Int Small Bank
990352	UNITED B&TC, MARYSVILLE, KANSAS	01/23/2023	10/24/2022	S	Int Small Bank

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

**District: 11**

**Federal Reserve Bank of Dallas**

**Filings received during the week ending September 9, 2023**

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

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**District: 11**

**Federal Reserve Bank of Dallas**

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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<b>RSSD ID</b>	<b>Institution/Location</b>	<b>Exam Date</b>	<b>CRA Public Date</b>	<b>CRA Rating</b>	<b>Exam Method</b>
262358	AMERICAN ST BK, ARP, TEXAS	01/13/2023	09/26/2022	S	Int Small Bank
380458	TEXAS RGNL BK, HARLINGEN, TEXAS	01/08/2023	08/15/2022	S	Int Small Bank
3630323	THIRD COAST BK SSB, HUMBLE, TEXAS	08/14/2022	04/25/2022	S	Int Small Bank

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act

**District: 12**

**Federal Reserve Bank of San Francisco**

**Filings received during the week ending September 9, 2023**

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

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**District: 12**

**Federal Reserve Bank of San Francisco**

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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<b>RSSD ID</b>	<b>Institution/Location</b>	<b>Exam Date</b>	<b>CRA Public Date</b>	<b>CRA Rating</b>	<b>Exam Method</b>
1864197	OAK VALLEY CMNTY BK, OAKDALE, CALIFORNIA	04/27/2023	01/17/2023	O	Int Small Bank

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**CRA Examinations scheduled for Quarter of**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NONE		

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\* Subject to the provisions of the Community Reinvestment Act