
Federal Reserve Release



H.2

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

No. 16

Week Ending April 18, 2020

Personnel

Division of Information Technology -- appointment of Jonathan Shrier and Virginia Wall as deputy associate directors and Mari Murphy as adviser.

- Announced, April 17, 2020

Regulations and Policies

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

- Approved, April 14, 2020

Regulation O (Loans to Executive Officers, Directors, and Principal Shareholders of Member Banks) -- (1) interim final rule with request for comment to bolster the effectiveness of the Small Business Administration's Paycheck Protection Program and (2) temporary implementation of the Recordkeeping and Disclosure Requirements Associated with Regulation O (FR O).

- Approved, April 17, 2020

Enforcement

Amboy Bank, Old Bridge, New Jersey -- consent order of assessment of a civil money penalty pursuant to the National Flood Insurance Act.

- Announced, April 16, 2020

Bank of Clarke County, Berryville, Virginia -- consent order of assessment of a civil money penalty pursuant to the National Flood Insurance Act.

- Announced, April 16, 2020

SunSouth Bancshares, Inc., Dothan, Alabama -- written agreement dated September 20, 2013, terminated April 7, 2020.

- Announced, April 14, 2020

S&R Supervision and Regulation
C&CA Consumer and Community Affairs
FOMC Federal Open Market Committee

RBOPS Reserve Bank Operations and Payment Systems
IF International Finance
MA Monetary Affairs

Bank Branches, Domestic

Dallas

Frost Bank, San Antonio, Texas -- to establish a branch at 14637 Memorial Drive, Houston.

- Approved, April 17, 2020

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at the intersection of Beasley Drive and Remington Drive, Dickson, Tennessee.

- Approved, April 16, 2020

Bank Holding Companies

Philadelphia

1st Summit Bancorp of Johnstown, Inc., Johnstown, Pennsylvania -- relief from certain commitments.

- Granted, April 15, 2020

St. Louis

BankFirst Capital Corporation, Macon, Mississippi -- (1) to acquire through merger Traders & Farmers Bancshares, Inc., Haleyville, Alabama, and thereby indirectly acquire Traders & Farmers Bank (TFB); and (2) for BankFirst Financial Services, Macon, to merge with TFB, Haleyville, and retain the acquired facilities as branches.

- Approved, April 16, 2020

Bank Holding Companies

Philadelphia

Fidelity D&D Bancorp, Inc., Dunmore, Pennsylvania -- waiver of application to acquire MNB Corporation, Bangor, and Merchants Bank of Bangor (MBB), in connection with the merger of MBB with and into The Fidelity Deposit and Discount Bank, Dunmore.

- Granted, April 14, 2020

Richmond

Touchstone Bankshares, Inc., Prince George, Virginia -- to become a bank holding company through the acquisition of Touchstone Bank, Prince George.

- Approved, April 16, 2020

Bank Mergers

Chicago

CBI Bank & Trust, Muscatine, Iowa -- to merge with Walcott Trust and Savings Bank, Walcott, and thereby establish branches.

- Approved, April 16, 2020

St. Louis

Dieterich Bank, Effingham, Illinois -- 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.

- Approved, April 13, 2020

Change in Bank Control

Kansas City

Centinel Bank Shares, Inc., Taos, New Mexico -- change in bank control of Centinel Bank Shares, Inc., and its subsidiary, Centinel Bank of Taos, Taos.

- Permitted, April 16, 2020

Chicago

Green Belt Bancorporation, Iowa Falls, Iowa -- to retain control of Green Belt Bancorporation and its subsidiary, Green Belt Bank & Trust, Iowa Falls.

- Permitted, April 17, 2020

Minneapolis

Lincoln Holding Company, Hankinson, North Dakota -- change in bank control of Lincoln Holding Company and its subsidiary, Lincoln State Bank, Hankinson.

- Permitted, April 17, 2020

Atlanta

Red River Bancshares, Inc., Alexandria, Louisiana -- change in bank control of Red River Bancshares, Inc., and its subsidiary, Red River Bank, Alexandria.

- Permitted, April 17, 2020

Kansas City

Spirit BankCorp, Inc., Bristow, Oklahoma -- change in bank control of Spirit BankCorp, Inc., and its subsidiary, SpiritBank, Tulsa.

- Permitted, April 13, 2020

Extensions of Time

St. Louis

First Horizon Bank, Memphis, Tennessee -- extension to October 3, 2020, to purchase certain assets and assume certain liabilities of 30 branches of SunTrust Bank, Atlanta, Georgia, and to retain the acquired facilities as branches.

- Granted, April 16, 2020

Membership

Secretary

Carroll Bank and Trust, Huntingdon, Tennessee -- to become a member of the Federal Reserve System.

- Approved, April 13, 2020

Savings and Loan Holding Companies

General Counsel

State Farm Mutual Automobile Insurance Company, Bloomington, Illinois -- request for an exemption to permit an individual to become an institution-affiliated party.

- Granted, April 15, 2020

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending April 18, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANGOR BANCORP, MHC	* 3A3	Application by Bangor Bancorp, MHC, the parent bank holding company of Bangor Savings Bank, both of Bangor, Maine, to acquire Damariscotta Bankshares, Inc., and its wholly owned subsidiary Damariscotta Bank and Trust Company, both of Damariscotta, Maine pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended.	Newspaper:	Not available
	* 3A5		Federal Register:	Not available

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 April 18, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period
MARX FAMILY INVESTORS	CIC	Notice of change in control by Phillippe D. Katz, Esther Katz, Isaac S. Katz, Maxwell T. Katz, Kara Z. Newman and Charlotte Cohen, all of Lawrence, New York; Austin J. Katz of Clifton, New Jersey; Marga Marx, Joseph M. Fink, Eva Fink, Moshe Aaron Fink, Eric Dov Fink, Elliot Meir Fink, Hillary Fink Rosenberg and Kaethe Fink Feit all of New York City, New York; KF Investors LLC, New York City, New York, Eva Fink and Ester Katz, as principal shareholders; Momar Corporation, New York City, New York, Eva Fink and Ester Katz, as principal shareholders; Marneu Holding Company, New York City, New York, the general partners of which are Moses Marx (who has previously received permission to control the bank holding company and bank listed below) and United Equity Reality Associates, New York City, New York, the principal shareholders of which are Moses Marx (who has previously received permission to control the bank holding company and bank listed below), Joseph M. Fink, and Phillip D. Katz; Terumah Foundation, Inc., New York City, New York, a New York State not-for-profit corporation controlled by its directors Moses Marx (who has previously received permission to control the bank holding company and bank listed below) Marga Marx, Eva Fink, Joseph M. Fink, Esther Katz and Philippe D. Katz; and United Equities Commodities Company, New York City, New York, the general partners of which are Moses Marx (who has previously received permission to control the bank holding company and bank listed below), Joseph M. Fink, and Phillip D. Katz hereby apply to the Federal Reserve Board for permission to control Berkshire Bancorp Inc. by retaining 25 percent or more of the outstanding voting shares and thereby indirectly control The Berkshire Bank. The aforementioned notificants would be a group acting in concert together with Moses Marx, who previously received permission to control Berkshire Bancorp Inc. and thereby indirectly to control The Berkshire Bank, New York, New York.	Newspaper: 05/02/2020 Federal Register: 05/06/2020

District: 2
Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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Institution	Location	Quarter
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District: 3
Federal Reserve Bank of Philadelphia
Filings received during the week ending April 18, 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 April 18, 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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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 April 18, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
FARMERS AND MERCHANTS BANCSHARES, INC.	* 3A5	Farmers and Merchants Bancshares, Inc., Hampstead, Maryland, to acquire 100% of the voting securities of Carroll Bancorp, Inc., Sykesville, Maryland, and thereby indirectly acquire Carroll Community Bank, Sykesville, Maryland.	Newspaper:	05/13/2020
			Federal Register:	05/19/2020

District: 5
Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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3325759	SONABANK, TAPPAHANNOCK, VIRGINIA	04/01/2019	04/12/2020	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 April 18, 2020**

Filer	Filing Type	Filing Proposal	End of Comment Period	
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
BANK INDEPENDENT	* Branch	Bank Independent, Sheffield, Alabama, to establish a branch located at 123 and 125 North Side Square, Suite 300, Huntsville, Alabama.	Newspaper:	05/02/2020
			Federal Register:	Not applicable
BBVA USA	* Branch	BBVA USA, Birmingham, Alabama, to establish the following branches: 1) Carpenters Landing Branch, 15701 Wallisville Road, Houston, TX; 2) Crossing at Fort Bend Branch, 7414 South Sam Houston Parkway West, Houston, TX; 3) Culebra Commons Branch, 6626 West Loop 1604 North, San Antonio, TX; 4) Custer Road Branch, 7119 Custer Road, McKinney, TX; 5) Grand Branch, 2892 West Grand Parkway South, Richmond, TX; 6) Grand Prairie, 902 West Pioneer Parkway, Grand Prairie, TX; 7) Grant & Louetta Branch, 13105 Louetta Road, Cypress, TX; 8) Hickory Creek Branch, 4600 Farm to Market 2181 (also known as Swisher Road), Hickory Creek, TX; 9) Hutto Branch, 722 U.S. Highway 79 West, Hutto, TX; 10) Marketplace Branch, 651 North I-35BL, New Braunfels, TX; 11) Millstone/FM 1969 Branch, 2503 Farm to Market 1969 Road East, Houston, TX; 12) Park West Branch, 1010 Katy Fort Bend Road, Katy, TX; 13) Slaughter & South Congress Branch, 8900 South Congress Avenue, Austin, TX; 14) Spring Green Branch, 9615 Spring Green Boulevard, TX; and 15) West Lake Village Branch, 12230 West Lake Houston Parkway, Houston, TX.	Newspaper:	04/17/2020
			Federal Register:	Not applicable
BBVA USA	PWI	BBVA USA (formerly known as Compass Bank), Birmingham, Alabama, request for approval to make six public welfare investments.	Newspaper:	Not applicable
			Federal Register:	Not applicable

District: 6
Federal Reserve Bank of Atlanta

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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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 April 18, 2020**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ALLY FINANCIAL INC.	* 18C 4c8	Ally Financial, Inc. and IB Finance Holding Company, LLC, both of Detroit, Michigan, to acquire Cardholder Management Services, Inc., Woodbury, New York, and indirectly acquire Merrick Bank Corporation, South Jordan, Utah, and thereby engage in operating an industrial bank, pursuant to section 225.28(b)(4)(i) of Regulation Y. In addition, Ally Financial, Inc. and IB Finance Holding Company, LLC's subsidiary bank, Ally Bank, Sandy, Utah, to merge with Merrick Bank Corporation.	Newspaper:	04/18/2020
			Federal Register:	04/30/2020
HALBUR BANCSHARES, INC.	CIC	Notice by Matthew J. Lujano, Carroll, Iowa, to acquire 10 percent or more of the shares of Halbur Bancshares, Inc., Westside, Iowa, and notice by Margaret A. White, Westside, Iowa to retain 10 percent or more of the shares of Halbur Bancshares, Inc. Both will act in concert with James J. White, Westside, Iowa, to form the White Family Control Group and thereby retain 25 percent or more of Halbur Bancshares, Inc.	Newspaper:	04/24/2020
			Federal Register:	04/06/2020
M.S. INVESTMENT CO.	CIC	Notice by Julie A. Bartlett, Spring Green, Wisconsin, individually, and together acting in concert with Constance S. Maloney, Wauwatosa, Wisconsin; James P. Maloney, Wauwatosa, Wisconsin; Michael N. Schneider, Milwaukee, Wisconsin; Joshua M. Bartlett, Waukesha, Wisconsin; Kathleen M. Bartlett, Geneva, Illinois; Mary F. Maloney, Wauwatosa, Wisconsin; Patrick J. Maloney, Asheville, North Carolina; James R. Maloney, Shorewood, Wisconsin; Kathleen A. Maloney, Whitefish Bay, Wisconsin; Lauren L. Schneider, Madison, Wisconsin; and Leigh N. Schneider, Greenfield, Wisconsin, to retain 25 percent or more of the shares and thereby control of M.S. Investment Co., New Berlin, Wisconsin. M.S. Investment Co. controls Mitchell Bank, Milwaukee, Wisconsin.	Newspaper:	04/28/2020
			Federal Register:	04/21/2020
NICOLET BANKSHARES, INC.	* 3A5	Nicolet Bankshares, Inc., Green Bay, Wisconsin, to merge with Commerce Financial Holdings, Inc., West Bend, Wisconsin, and thereby indirectly acquire Commerce State Bank, West Bend, Wisconsin.	Newspaper:	Not available
			Federal Register:	05/19/2020

District: 7
Federal Reserve Bank of Chicago

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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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 April 18, 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		

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

Filer	Filing Type	Filing Proposal	End of Comment Period	
DACOTAH BANK	* 18C * Branch	Dacotah Bank, Aberdeen, South Dakota, to merge with First State Bank of Claremont, Groton, South Dakota, and incident thereto, establish branches.	Newspaper: Federal Register:	Not available Not applicable
KENSINGTON BANCORP., INC.	CIC	Notice by James Sexton, Scottsdale, Arizona, to retain shares of Kensington Bancorp, Inc., Kensington, Minnesota (KBI) and thereby join the Sexton shareholder group acting in concert, which controls 25% or more of the shares of KBI. KBI controls Kensington Bank, Kensington, Minnesota.	Newspaper: Federal Register:	Not available Not available
KODA BANCOR, INC.	* 3A3	Koda Bancor, Inc., Drayton, North Dakota, to acquire 100 percent of Wall Street Holding Company and thereby indirectly acquire Bank of Hamilton, both of Hamilton, North Dakota.	Newspaper: Federal Register:	05/12/2020 05/19/2020
STEARNS FINANCIAL SERVICES, INC. EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	Stearns Financial Services, Inc., Employee Stock Ownership Plan, Saint Cloud, Minnesota, to acquire additional stock and increase its ownership interest up to approximately 20.66% of Stearns Financial Services, Inc., Saint Cloud, Minnesota, and thereby indirectly increase its control of Stearns Bank National Association, Saint Cloud, Minnesota, Stearns Bank of Upsala, National Association, Upsala, Minnesota, and Stearns Bank of Holdingford, National Association, Holdingford, Minnesota.	Newspaper: Federal Register:	Not available 04/29/2020
WAUMANDEE BANCSHARES, LTD.	* 3A3	Waumandee Bancshares, Ltd., Waumandee, Wisconsin to acquire voting shares of Union Bank of Blair, Blair, Wisconsin.	Newspaper: Federal Register:	Not available 05/19/2020

District: 9
Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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NONE		

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

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

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 April 18, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
SECURITY BANCSHARES, INC.	CIC	Lee Perry Mann, Woodville, Texas, individually, as Manager of Perrylee Enterprises, Ltd., and as trustee of the LPM Legacy Trust, has applied to the Federal Reserve Board for permission to acquire up to 100% of the shares and thereby control of Security Bancshares, Inc., Waco, Texas, which controls Citizens State Bank, Woodville, Texas, and joins Laurie Fortenberry Mann of Woodville, Texas, individually and as trustee of the LPM Legacy Trust, as a group acting in concert.	Newspaper:	Not available
			Federal Register:	04/14/2020

District: 11
Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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NONE		

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District: 12
Federal Reserve Bank of San Francisco
Filings received during the week ending April 18, 2020

Filer	Filing Type	Filing Proposal	End of Comment Period	
ADYEN N.V.	FBSEA	Adyen, N.V., Amsterdam, Netherlands, to establish a branch in San Francisco, California, pursuant to Section 7(d) of the International Banking Act.	Newspaper:	Not available
			Federal Register:	Not applicable
GBANK FINANCIAL HOLDINGS INC.	4c8	GBank Financial Holdings, Inc., Las Vegas, Nevada, to acquire Bankcard Services LLC, Las Vegas, Nevada, and thereby indirectly engage in data processing activities pursuant to section 225.28(b)(14) of Regulation Y.	Newspaper:	Not applicable
			Federal Register:	Not available
GUVJEC INVESTMENT CORPORATION	* 3A1	GUVJEC Investment Corporation, Baltimore, Maryland, to become a bank holding company by acquiring 100 percent of Farmington Bancorp, Bothell, Washington, and thereby indirectly acquire Farmington State Bank, Farmington, Washington.	Newspaper:	Not available
			Federal Register:	05/12/2020
PCB BANCORP	CIC	Change in control notice filed by Sang Young Lee and Chun Young Lee, both of La Canada, California, and Lee's Gold & Diamond Import, Inc., Los Angeles, California to acquire up to 15 percent of the voting shares of PCB Bancorp and thereby indirectly acquire control of NMB Pacific City Bank, both of Los Angeles, California.	Newspaper:	03/30/2020
			Federal Register:	04/01/2020
SILICON VALLEY BANK	PWI	Silicon Valley Bank, Santa Clara, California, requests prior approval to make a \$33 million public welfare investment in Raymond James California Housing Opportunities Fund VII-A.	Newspaper:	Not applicable
			Federal Register:	Not applicable

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