



FEDERAL RESERVE RELEASE

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

No. 47 Week ending November 23, 2024

## Board Actions

### Enforcement

Industry Bancshares, Inc., Industry, Texas—consent cease-and-desist order.

Announced: November 19, 2024

Small Business Bank, Lenexa, Kansas—consent cease-and-desist order.

Announced: November 19, 2024

### Personnel

Division of Management—appointment of Melissa Catterall as assistant director.

Approved: November 22, 2024

### Reserve Bank Operations

Federal Reserve Priced Services—2025 private-sector adjustment factor and fee schedules for priced services and electronic access.

Approved: November 21, 2024

## **Actions Under Delegated Authority**

### **Bank Branches, Domestic**

#### ***Boston***

Cornerstone Bank, Spencer, Massachusetts—to establish a branch at 1125 Pleasant Street, Worcester, Massachusetts.

Approved: November 21, 2024

#### ***Dallas***

Texas Regional Bank, Harlingen, Texas—to establish a branch at 21 Herff Road, Boerne, Texas.

Approved: November 21, 2024

#### ***Kansas City***

First Fidelity Bank, Oklahoma City, Oklahoma—to establish a branch at 13144 North May Avenue, Oklahoma City, Oklahoma.

Approved: November 21, 2024

#### ***Secretary***

SmartBank, Pigeon Forge, Tennessee—to establish a branch at 207 Montgomery Street, Montgomery, Alabama.

Approved: November 22, 2024

#### ***St. Louis***

The Bank of Fayette County, Piperton, Tennessee—to establish a branch at 1624 U.S. Highway 51 South, Covington, Tennessee.

Approved: November 21, 2024

### **Banks, State Member**

#### ***Chicago***

Ally Bank, Sandy, Utah—to make a public welfare investment (three requests).

Approved: November 21, 2024

#### ***San Francisco***

Pacific Premier Bank, Irvine, California—to make three public welfare investments.

Approved: November 22, 2024

#### ***Secretary***

Manufacturers and Traders Trust Company, Buffalo, New York—to make a public welfare investment.

Approved: November 22, 2024

The Northern Trust Company, Chicago, Illinois—to make a public welfare investment.

Approved: November 18, 2024

### **Change in Bank Control**

**Chicago**

Arbor Bancorp, Inc., Ann Arbor, Michigan—the Michael Carl Martin BAA Irrevocable Trust, Ann Arbor, Michigan, Michael Carl Martin, Ann Arbor, Michigan, as Trustee and Tye J. Klooster, Orland Park, Illinois, as Trust Protector; and the William Seth Martin BAA Irrevocable Trust, Ann Arbor, Michigan, William Seth Martin, Wilmette, Illinois, as Trustee and Tye J. Klooster, Orland Park, Illinois, as Trust Protector, to join the Martin Family Control Group and acquire voting shares of Arbor Bancorp, Inc., and thereby indirectly acquire voting shares of Bank of Ann Arbor, Ann Arbor, Michigan.

Permitted: November 18, 2024

Scott Bancshares, Inc., Bethany, Illinois—Gregory S. Jeffers, Urbana, Illinois; Tod A. Jeffers, Bethany, Illinois; Natalie A. Jeffers, Bethany, Illinois; Kathryn G. Jeffers, Bethany, Illinois; Joseph T. Jeffers, Bethany, Illinois; and Karen A. Jeffers, Bethany, Illinois, as members of the Jeffers Family Group, a group acting in concert, to retain voting shares of Scott Bancshares, Inc., and thereby indirectly control Scott State Bank, Bethany, Illinois.

Permitted: November 18, 2024

**Kansas City**

Emprise Financial Corporation, Wichita, Kansas—the Matthew Michaelis Trust B, Amy Madsen and Matthew Michaelis as co-trustees, all of Wichita, Kansas, to acquire voting shares of Emprise Financial Corporation and thereby indirectly acquire voting shares of Emprise Bank, Wichita, Kansas, and to join the Michaelis Family Group, a group acting in concert. Amy Madsen and Matthew Michaelis have previously been approved as members of the Michaelis Family Group.

Permitted: November 19, 2024

**St. Louis**

Citizens Bancshares, Inc., Albion, Illinois—Richard H. Wolfe, Kelly R. Wolfe, Allison J. Wolfe, Andrew R. Wolfe, and the Wolfe Foundation of Edwards County, Inc., Richard H. Wolfe as director, all of Albion, Illinois, a group acting in concert, to retain voting shares of Citizens Bancshares, Inc., and thereby indirectly retain voting shares of Citizens National Bank of Albion, Albion, Illinois.

Permitted: November 21, 2024

**Membership****Chicago**

CIBC Bank USA, Chicago, Illinois—to become a member of the Federal Reserve System.

Approved: November 19, 2024

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending November 23, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period
CAMDEN NATIONAL CORPORATION	* 3A5 * 3A3	Camden National Corporation, Camden, Maine, to merge with Northway Financial, Inc., North Conway, New Hampshire, and thereby indirectly acquire Northway Bank, Berlin, New Hampshire.	Newspaper: 11/14/2024 Federal Register: Not available

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\* Subject to the provisions of the Community Reinvestment Act

**District: 1**

**Federal Reserve Bank of Boston**

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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>
447100	CORNERSTONE BK, SPENCER, MASSACHUSETTS	07/06/2024	03/04/2024	S	Int Small Bank
1008674	READING CO-OP BK, READING, MASSACHUSETTS	02/11/2024	07/31/2023	S	Int Small Bank

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**CRA Examinations scheduled for First Quarter of 2025 (January 1, 2025 - March 31, 2025) and Second Quarter of 2025 (April 1, 2025 - June 30, 2025)**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
NEEDHAM BK	NEEDHAM, MASSACHUSETTS	First Quarter of 2025
PROFILE BK	ROCHESTER, NEW HAMPSHIRE	First Quarter of 2025
SOUTH SHORE BK	SOUTH WEYMOUTH, MASSACHUSETTS	First Quarter of 2025
MASCOMA BK	LEBANON, NEW HAMPSHIRE	Second Quarter of 2025

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**District: 2**

**Federal Reserve Bank of New York**

**Filings received during the week ending November 23, 2024**

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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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3664588	FIELDPOINT PRIV B&TC, GREENWICH, CONNECTICUT	08/18/2024	01/16/2024	NI	Int Small Bank
722816	SOLVAY BK, SOLVAY, NEW YORK	02/04/2024	06/26/2023	S	Int Small Bank

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
GOLDMAN SACHS BK USA	NEW YORK, NEW YORK	First Quarter of 2025
ADIRONDACK TC	SARATOGA SPRINGS, NEW YORK	Second Quarter of 2025
BANCO POPULAR DE PR	SAN JUAN, PUERTO RICO	Second Quarter of 2025

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District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending November 23, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
VECTA INC	Change in Control Change in Bank Control	Nicholas A. Frungillo Jr., as trustee of a to-be-formed voting trust, both of Mountainside, New Jersey, for the benefit of Mark Silber; to acquire voting shares of Vecta, Inc., New York, New York, and thereby indirectly acquire voting shares of Sunnyside Federal Savings and Loan Association of Irvington, Irvington, New York.	Newspaper: Federal Register:	Not available 12/05/2024

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**District: 3**

**Federal Reserve Bank of Philadelphia**

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3603961	VICTORY BK, LIMERICK, PENNSYLVANIA	06/14/2024	07/10/2023	S	Int Small Bank

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
AMERISERV FNCL BK	JOHNSTOWN, PENNSYLVANIA	Second Quarter of 2025

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District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending November 23, 2024

Filer	Filing Type	Filing Proposal	End of Comment Period	
FARMERS NATIONAL BANC CORP.	Listed Going Concern	Notification for prior approval under the 12 business day expedited procedures for certain nonbanking proposals as described in Section 225.23 of Regulation Y and Section 4(c)(8) of the BHC Act by Farmers National Banc Corp. Canfield, Ohio, through its acquisition of the assets of Crest Retirement Advisors, LLC, Dublin, Ohio, a going concern that proposes to engage in consulting services specific to corporate and organization retirement plans pursuant to Section 225.28(b)(9)(C)(ii) of Regulation Y.	Newspaper: Federal Register:	Not applicable Not applicable
FIRST FINANCIAL BANK	Public Welfare Investment	First Financial Bank, Cincinnati, Ohio, seeks prior approval to make an additional \$1.7 million public welfare investment in CREA First Financial Tax Credit Fund 77, LLC At Main, located in Dayton, OH.	Newspaper: Federal Register:	Not applicable Not applicable
STATE BANK AND TRUST COMPANY, THE	* Branch (Domestic)	The State Bank and Trust Company, Defiance, Ohio, intends to establish a full service branch office located at 307 N. Wayne Street, Angola, Indiana 46703.	Newspaper: Federal Register:	12/04/2024 Not applicable

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**District: 4**

**Federal Reserve Bank of Cleveland**

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853112	HEARTLAND BK, WHITEHALL, OHIO	12/17/2023	04/11/2022	O	Int Small Bank

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
OHIO VALLEY BK CO	GALLIPOLIS, OHIO	First Quarter of 2025
ST HENRY BK	SAINT HENRY, OHIO	First Quarter of 2025

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**District: 5**

**Federal Reserve Bank of Richmond**

**Filings received during the week ending November 23, 2024**

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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: 5**

**Federal Reserve Bank of Richmond**

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886624	CLEAR MNT BK, BRUCETON MILLS, WEST VIRGINIA	11/19/2023	06/05/2023	S	Int Small Bank
3567269	SELECT BK, FOREST, VIRGINIA	06/01/2024	04/17/2023	S	Int Small Bank

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
MCKENNEY BR	MCKENNEY, VIRGINIA	First Quarter of 2025
BANK OF THE JAMES	LYNCHBURG, VIRGINIA	Second Quarter of 2025
FIRST BK	STRASBURG, VIRGINIA	Second Quarter of 2025
FIRST CAP BK	CHARLESTON, SOUTH CAROLINA	Second Quarter of 2025

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\* Subject to the provisions of the Community Reinvestment Act

**District: 5**

**Federal Reserve Bank of Richmond**

**CRA Examinations scheduled for First Quarter of 2025 (January 1, 2025 - March 31, 2025) and Second Quarter of 2025 (April 1, 2025 - June 30, 2025)**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
UNITED BK	FAIRFAX, VIRGINIA	Second Quarter of 2025

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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 November 23, 2024**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FIRST COMMERCE BANCORP, INC.	* 3A3	First Commerce Bancorp, Inc., Lewisburg, Tennessee, to acquire Peoples Bank of Middle Tennessee, Shelbyville, Tennessee.	Newspaper:	12/21/2024
			Federal Register:	12/26/2024

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**District: 6**

**Federal Reserve Bank of Atlanta**

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353238	CENTRAL ST BK, CALERA, ALABAMA	03/07/2024	09/25/2023	S	Int Small Bank
956938	PRIORITYONE BK, MAGEE, MISSISSIPPI	04/27/2024	10/30/2023	S	Int Small Bank

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**CRA Examinations scheduled for First Quarter of 2025 (January 1, 2025 - March 31, 2025) and Second Quarter of 2025 (April 1, 2025 - June 30, 2025)**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
AUBURNBANK	AUBURN, ALABAMA	First Quarter of 2025
COPIAH BK	HAZLEHURST, MISSISSIPPI	First Quarter of 2025

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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 November 23, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
AGCOM HOLDINGS, INC.	Change in Bank Control	Notice by Bradley C. Hanson, Sioux Falls, SD, to acquire voting shares of AgCom Holdings, Inc., Maxwell, Iowa and thereby indirectly acquire control of Maxwell State Bank, Maxwell, Iowa.	Newspaper: Federal Register:	Not available 10/09/2024
BANK IOWA CORPORATION	Change in Bank Control	Notice by Kathryn Paige Duncan, Lincoln, Nebraska, seeking permission to acquire more than 25 percent of the voting shares of Bank Iowa Corporation, and thereby indirectly retain voting shares of Bank Iowa, both of West Des Moines, Iowa.	Newspaper: Federal Register:	Not available 12/04/2024
BSB COMMUNITY BANCORPORATION, INC.	Change in Bank Control	Louis James Schweigert, Cuba City, Wisconsin, to acquire the voting shares of BSB Community Bancorporation, Inc. and thereby indirectly control Benton State Bank, both of Benton, Wisconsin.	Newspaper: Federal Register:	Not available 12/04/2024

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District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending November 23, 2024

Filer	Filing Type	Filing Proposal	End of Comment Period	
CHOICEONE BANK	* 18C * Branch (Domestic)	ChoiceOne Bank, Sparta, Michigan to merge with The State Bank, Fenton, Michigan, pursuant to section 18c of the Federal Deposit Insurance Act. As a result of the merger, ChoiceOne Bank will establish branches located at: 175 N. Leroy Street, Fenton, Michigan; 8412 Main Street, Birch Run, Michigan; 134 N. First Street, Brighton, Michigan; 12771 Brady Road, Chesaning, Michigan; 31000 Northwestern Highway, Suite 150, Farmington Hills, Michigan; 615 S. Saginaw Street, Flint, Michigan; 1401 E. Hill Road, Grand Blanc, Michigan; 7606 S. Saginaw Street, Grand Blanc, Michigan; 12005 Michigan Avenue, Grass Lake, Michigan; 4043 Grange Hall Road, Holly, Michigan; 107 Main Street, Linden, Michigan; 200 W. State Street, Montrose, Michigan; 201 N. Main Street, Munith, Michigan; 9380 Genesee Street, New Lothrop, Michigan; 218 S. Washington Avenue, Saginaw, Michigan; 15095 Silver Parkway, Fenton, Michigan; 207 S. Saginaw Street, St. Charles, Michigan; 5101 M-106, Stockbridge, Michigan; 7590 Gratiot Road, Saginaw, Michigan; and 18005 Silver Parkway, Fenton, Michigan, pursuant to section 9 of the Federal Reserve Act.	Newspaper: Federal Register:	Not available Not applicable
MUTUAL FEDERAL BANCORP, MHC	* Acquisition	Mutual Federal Bancorp, MHC and Mutual Federal Bancorp, Inc., both of Chicago, Illinois, to acquire Pulaski Savings Bank, Chicago, Illinois.	Newspaper: Federal Register:	Not available 12/19/2024

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**District: 7**

**Federal Reserve Bank of Chicago**

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930442	BANK OF PONTIAC, PONTIAC, ILLINOIS	10/25/2024	07/15/2024	S	Int Small Bank
711548	CHELSEA ST BK, CHELSEA, MICHIGAN	06/10/2024	02/26/2024	S	Int Small Bank
502746	COMMUNITY ST BK, AVILLA, INDIANA	06/15/2024	03/04/2024	S	Int Small Bank
643340	EASTERN MI BK, CROSWELL, MICHIGAN	01/20/2024	07/17/2023	S	Int Small Bank
3804535	GUARANTY BK, SPRINGFIELD, MISSOURI	03/31/2024	05/01/2023	S	Int Small Bank

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
BANK OF BROADHEAD	BROADHEAD, WISCONSIN	First Quarter of 2025
FIRST BK OF BERNE	BERNE, INDIANA	First Quarter of 2025
ONE CMNTY BK	OREGON, WISCONSIN	First Quarter of 2025
THUMB B&TC	PIGEON, MICHIGAN	First Quarter of 2025

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**District: 7**

**Federal Reserve Bank of Chicago**

**CRA Examinations scheduled for First Quarter of 2025 (January 1, 2025 - March 31, 2025) and Second Quarter of 2025 (April 1, 2025 - June 30, 2025)**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
ALLY BK	SANDY, UTAH	Second Quarter of 2025
BANK	WAPELLO, IOWA	Second Quarter of 2025
BANK MIDWEST	SPIRIT LAKE, IOWA	Second Quarter of 2025
MAQUOKETA ST BK	MAQUOKETA, IOWA	Second Quarter of 2025

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**District: 8**

**Federal Reserve Bank of St. Louis**

**Filings received during the week ending November 23, 2024**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CITIZENS NATIONAL BANK OF LEBANON, THE	Membership	The Citizens National Bank of Lebanon, Lebanon, Kentucky, to become a state-chartered member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable

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**District: 8**

**Federal Reserve Bank of St. Louis**

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879644	BANK OF ADVANCE, ADVANCE, MISSOURI	11/03/2023	07/24/2023	S	Int Small Bank
541857	CARROLL B&T, HUNTINGDON, TENNESSEE	09/27/2024	06/03/2024	S	Int Small Bank
856748	CITIZENS BK, BATESVILLE, ARKANSAS	03/30/2024	05/15/2023	S	Int Small Bank
137447	FNB CMNTY BK, VANDALIA, ILLINOIS	11/03/2023	07/24/2023	S	Int Small Bank
3804535	GUARANTY BK, SPRINGFIELD, MISSOURI	03/31/2024	05/01/2023	S	Int Small Bank

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
BANKTENNESSEE	COLLIERVILLE, TENNESSEE	First Quarter of 2025
CHAMBERS BK	DANVILLE, ARKANSAS	First Quarter of 2025
DIAMOND BK	MURFREESBORO, ARKANSAS	First Quarter of 2025
DIETERICH BK	EFFINGHAM, ILLINOIS	First Quarter of 2025

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
FARMERS & MERCHANTS BK	STUTT GART, ARKANSAS	First Quarter of 2025
FIRST WESTERN BK	BOONEVILLE, ARKANSAS	First Quarter of 2025
OAKSTAR BK	SPRINGFIELD, MISSOURI	First Quarter of 2025
SOUTHERN BANCORP BK	ARKADELPHIA, ARKANSAS	First Quarter of 2025
STONE BK	MOUNTAIN VIEW, ARKANSAS	First Quarter of 2025
CENTRAL TR BK	JEFFERSON CITY, MISSOURI	Second Quarter of 2025
FARMERS & MERCHANTS BK	BALDWYN, MISSISSIPPI	Second Quarter of 2025
FIDELITY BK	WEST MEMPHIS, ARKANSAS	Second Quarter of 2025
FNB OXFORD BK	OXFORD, MISSISSIPPI	Second Quarter of 2025
PADUCAH B&TC	PADUCAH, KENTUCKY	Second Quarter of 2025

\* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending November 23, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
AMERICAN FEDERAL CORPORATION	Change in Bank Control	John A. Schumacher, West Fargo, North Dakota, as co-trustee of the American Federal Bank and Affiliates Employee Stock Ownership Plan (ESOP) and as co-trustee and committee member of the American Federal Bank Restricted Stock Plan and Trust (RSP); individually and as a new member of an existing group acting in concert consisting of ESOP, RSP, and the individuals that control those entities, to acquire voting shares of American Federal Corporation, and thereby indirectly acquire voting shares of American Federal Bank, all of Fargo, North Dakota.	Newspaper: Federal Register:	Not available 12/04/2024

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District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending November 23, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
ELKTON HOLDING COMPANY	Change in Bank Control	Frederick Hegerfeld, individually and as co-trustee of the Fred and Laura Hegerfeld Trust (FL Trust), both of Elkton, South Dakota; to acquire voting shares of Elkton Holding Company (Holding Company), and thereby indirectly acquire voting shares of BankStar Financial (Bank), both of Elkton, South Dakota. In addition, the Charles Hegerfeld Living Trust, Charles Hegerfeld, as trustee, the FL Trust, Frederick Hegerfeld and Laura Hegerfeld as cotrustees, and the Toni M. Hegerfeld Living Trust, Toni M. Hegerfeld as trustee, all of Elkton, South Dakota; Amanda Lauer, Jackson Hegerfeld, and Mary Harvey, all of Brookings, South Dakota; Katie Kielman, Elizabeth Hegerfeld, and Patricia Hegerfeld, all of Sioux Falls, South Dakota; Megan Hammond, Aurora, South Dakota; Rebecca Jurgens, Avon, South Dakota; Rachel Hegerfeld, Omaha, Nebraska; Anna Marie Erickson, Lakeville, Minnesota; and Susan Davis, Anchorage, Alaska; to join the Hegerfeld Family Group, a group acting in concert, to retain voting shares of Holding Company, and thereby indirectly retain voting shares of Bank. Frederick Hegerfeld and Charles Hegerfeld were previously permitted by the Federal Reserve System to join the Hegerfeld Family Group.	Newspaper: Federal Register:	Not available 12/04/2024
REDWOOD FINANCIAL, INC.	Change in Bank Control	Gale M. Hoese, Glencoe, Minnesota; to retain voting shares of Redwood Financial, Inc., Redwood Falls, Minnesota, and thereby indirectly retain voting shares of HomeTown Bank, Carver, Minnesota.	Newspaper: Federal Register:	Not available Not available

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**District: 9**

**Federal Reserve Bank of Minneapolis**

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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>
613156	FIRST MT BK, MISSOULA, MONTANA	06/23/2024	09/11/2023	S	Int Small Bank
823656	FIRST ST BK SOUTHWEST, PIPESTONE, MINNESOTA	03/18/2024	08/14/2023	O	Int Small Bank
685676	OPPORTUNITY BK OF MT, HELENA, MONTANA	04/29/2024	10/24/2022	O	Int Small Bank

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**CRA Examinations scheduled for First Quarter of 2025 (January 1, 2025 - March 31, 2025) and Second Quarter of 2025 (April 1, 2025 - June 30, 2025)**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
FARMERS ST BK	VICTOR, MONTANA	First Quarter of 2025
NORTH AMER BKG CO	ROSEVILLE, MINNESOTA	First Quarter of 2025
PIONEER BK	MAPLETON, MINNESOTA	First Quarter of 2025

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\* Subject to the provisions of the Community Reinvestment Act

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending November 23, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
COMMUNITY FIRST BANCSHARES, INC.	Change in Bank Control	The Glenn R. Hamilton Trust dated November 20, 1998, Glenn R. Hamilton as trustee, and Marsha Hamilton, all of Butler, Missouri; each a member of the Hamilton Family Control Group, to acquire 25 percent or more of the shares and thereby control of Community First Bancshares, Inc., and thereby indirectly acquire control of Community First Bank, both of Butler, Missouri.	Newspaper: Federal Register:	Not available 12/17/2024
COUNTRY AGENCIES & INVESTMENTS, INC.	Change in Bank Control	Michael Scott Crowe, Sr., Kansas City, Missouri, as co-trustee of the Robert E. Oliphant Trust, to retain voting shares of Country Agencies & Investments, Inc., Odessa, Missouri, and thereby indirectly retain voting shares of Bank of Odessa, Odessa, Missouri. The Robert E. Oliphant Trust has previously been approved to control voting shares of Country Agencies & Investments, Inc.	Newspaper: Federal Register:	Not available 12/12/2024
FBHC HOLDING COMPANY	Change in Bank Control	William F. Dugan, Waterloo, Nebraska, individually, and as trustee of the Flatirons Bank Employee Stock Ownership Plan and Trust, Boulder, Colorado, to acquire voting shares of FBHC Holding Company, and thereby indirectly acquire voting shares of Flatirons Bank, both of Boulder, Colorado.	Newspaper: Federal Register:	Not available 12/17/2024

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**District: 10**

**Federal Reserve Bank of Kansas City**

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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.

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Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

- O = Outstanding
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- 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>
311050	AMERICAN HERITAGE BK, SAPULPA, OKLAHOMA	04/07/2024	08/14/2023	S	Int Small Bank
862057	BANK OF CMRC, CHANUTE, KANSAS	07/04/2024	04/15/2024	S	Int Small Bank
482053	CITIZENS ST BK, WISNER, NEBRASKA	04/29/2024	02/12/2024	S	Int Small Bank
76854	GRAND BK, TULSA, OKLAHOMA	09/02/2024	06/10/2024	S	Int Small Bank
3412417	JONAH BK, CASPER, WYOMING	06/03/2024	03/18/2024	S	Int Small Bank

**CRA Examinations scheduled for First Quarter of 2025 (January 1, 2025 - March 31, 2025) and Second Quarter of 2025 (April 1, 2025 - June 30, 2025)**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
BANK7	OKLAHOMA CITY, OKLAHOMA	First Quarter of 2025
FIRST NORTHERN BK OF WY	BUFFALO, WYOMING	First Quarter of 2025
FIVE POINTS BK	GRAND ISLAND, NEBRASKA	First Quarter of 2025
PEOPLES BK	COLDWATER, KANSAS	First Quarter of 2025

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\* Subject to the provisions of the Community Reinvestment Act

**District: 10**

**Federal Reserve Bank of Kansas City**

**CRA Examinations scheduled for First Quarter of 2025 (January 1, 2025 - March 31, 2025) and Second Quarter of 2025 (April 1, 2025 - June 30, 2025)**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
UNION ST BK	ARKANSAS CITY, KANSAS	First Quarter of 2025
COMMERCE BK	KANSAS CITY, MISSOURI	Second Quarter of 2025
FIRST BK&TC	MINDEN, NEBRASKA	Second Quarter of 2025

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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 November 23, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period
ATHENS, TX BANCSHARES, INC.	Change in Bank Control	Elizabeth Blynn Austin Walsh and Emily Anne Austin, both of Dallas, Texas; Mary Margaret Austin, Longmont, Colorado; Carole Leigh Austin Mattson, Littleton, Colorado; Michael Austin Neill (as trustee or owner of various family trusts and companies) and MAN Legacy Trust, Michael Austin Neil, as trustee (as general partner of MAN Legacy, Ltd.), both of Athens, Texas; Kathryn Neill Woods (as trustee or owner of various family trusts and companies), Woods Legacy LP (Kathryn Neill Woods, limited partner), and AKA Management, LLC (as general partner of Woods Legacy LP), all of Fort Collins, Colorado; Jane Austin Chapman 2010 Trust, Michael Austin Neill and Kathryn Neill Woods, as co-trustees (as a member of Jane Austin Chapman Management Company, L.C.), Jane Austin Chapman Children's Insurance Trust, Michael Austin Neill, as trustee (as a shareholder and as a member of Jane Austin Chapman Management Company, L.C.), and Jane Austin Chapman 2012 Trust, Michael Austin Neill and Kathryn Neill Woods, as co-trustees, all of Frankston, Texas; and JMC General Partner, L.L.C., Jeff Austin, III, member (as general partner of The Opal Group, LP), Jacksonville, Texas -- to join the Austin/Chapman Family Control Group, a group acting in concert, and to retain voting shares of Athens, TX Bancshares, Inc., and thereby indirectly retain voting shares of First State Bank, both of Athens, Texas. Simultaneously, Jessica Leigh Neill Swinnea, Tyler, Texas, and Austin Kyle Neill, Dallas, Texas -- to join the	Newspaper: Not available Federal Register: 12/04/2024

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**District: 11**

**Federal Reserve Bank of Dallas**

**Filings received during the week ending November 23, 2024**

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<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
		Austin/Chapman Family Control Group, a group acting in concert, and to acquire voting shares of Athens, TX Bancshares, Inc., and thereby indirectly acquire voting shares of First State Bank, both of Athens, Texas.	

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District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending November 23, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
AUSTIN BANCORP, INC.	Change in Bank Control	Mesa Loan Company of Athens, L.P. (Jeff Austin, III, limited partner), Briarbranch, L.L.C. (as general partner of Mesa Loan Company of Athens L.P.), Martin J. Heines (individually for his own account and as a member of Briarbranch, L.L.C.), and Jessica Leigh Neill Swinnea, all of Tyler, Texas; JMC General Partner, L.L.C., Jeff Austin, III, member (as general partner of The Opal Group, LP) and Herbert P. Riley Irrevocable Trust (Jeff Austin, III, trustee), both of Jacksonville, Texas; Elizabeth Blynn Austin Walsh, Emily Anne Austin, and Austin Kyle Neill, all of Dallas, Texas; Mary Margaret Austin, Nicholas Austin Vann, and AnnieLaurie Noelle Vann, all of Longmont, Colorado; Carole Leigh Austin Mattson, James Harvey Mattson, Andrew James Mattson, and Lauren Leigh Mattson, all of Littleton, Colorado; Michael Austin Neill (as trustee or owner of various family trusts and companies), MAN Legacy, Ltd., MAN Legacy Trust, Michael Austin Neil, trustee (as general partner of MAN Legacy, Ltd.), and Jennifer Leigh Neill, all of Athens, Texas; Jane Austin Chapman 2010 Trust, Michael Austin Neill and Kathryn Neill Woods, co-trustees (as a member of Jane Austin Chapman Management Company, L.C.), Jane Austin Chapman Children's Insurance Trust, Michael Austin Neill, trustee (as a shareholder and as a member of Jane Austin Chapman Management Company, L.C.), and Jane Austin Chapman 2012 Trust, Michael Austin Neill and Kathryn Neill Woods, co-trustees, all of Frankston, Texas; and Kathryn Neill Woods (as	Newspaper:	Not available
			Federal Register:	12/04/2024

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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 November 23, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period
		trustee or owner of various family trusts and companies), Woods Legacy L.P. (Kathryn Neill Woods, limited partner), AKA Management, LLC (as general partner of Woods Legacy L.P.), Abby Shea Woods, and Aubrey Kate Woods, all of Fort Collins, Colorado -- to join the Austin/Chapman Family Control Group, a group acting in concert, and to retain voting shares of Austin Bancorp, Inc., and thereby indirectly retain voting shares of Austin Bank, Texas National Association, both of Jacksonville	

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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 November 23, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
CAPITAL BANCORP, INC.	Change in Bank Control	Mesa Loan Company of Athens, L.P. (Jeff Austin, III, limited partner), Briarbranch, L.L.C. (as general partner of Mesa Loan Company of Athens L.P.), Martin J. Heines (as a member of Briarbranch, L.L.C.); JMC General Partner, L.L.C. Jeff Austin, III, member (as general partner of The Opal Group, LP), Jacksonville, Texas; Elizabeth Blynn Austin Walsh, Dallas, Texas; Mary Margaret Austin, Longmont, Colorado; Carole Leigh Austin Mattson, Andrew James Mattson, and Lauren Leigh Mattson, all of Littleton, Colorado; Michael Austin Neill (as trustee or owner of various family trusts and companies), MAN Legacy, Ltd., and MAN Legacy Trust, Michael Austin Neil, trustee (as general partner of MAN Legacy, Ltd.), all of Athens, Texas; Kathryn Neill Woods (as trustee or owner of various family trusts and companies), Woods Legacy L.P. (Kathryn Neill Woods, limited partner), and AKA Management, LLC (as general partner of Woods Legacy L.P.), all of Fort Collins, Colorado; Jane Austin Chapman 2010 Trust, Michael Austin Neill and Kathryn Neill Woods, co-trustees (as a member of Jane Austin Chapman Management Company, L.C.), Jane Austin Chapman Children's Insurance Trust, Michael Austin Neill, trustee (as a shareholder and as a member of Jane Austin Chapman Management Company, L.C.), and Jane Austin Chapman 2012 Trust, Michael Austin Neill and Kathryn Neill Woods, co-trustees, all of Frankston, Texas -- to join the Austin/Chapman Family Control Group, a group acting in concert, and to retain voting	Newspaper: Federal Register:	Not available 12/04/2024

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District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending November 23, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
		shares of Capital Bancorp, Inc., Jacinto City, Texas, and thereby indirectly retain voting shares of Capital Bank, Houston, Texas.		
FROST BANK	* Branch (Domestic)	Frost Bank, San Antonio, Texas, to establish a branch at 213 North Highway 67, Cedar Hill, Texas.	Newspaper: Federal Register:	Not available Not applicable
JANE AUSTIN CHAPMAN LIMITED PARTNERSHIP, L.P.	Change in Bank Control	Jane Austin Chapman 2010 Trust, Michael Austin Neill and Kathryn Neill Woods, co-trustees (as a member of Jane Austin Chapman Management Company, L.C.) and Jane Austin Chapman Children's Insurance Trust, Michael Austin Neill, trustee (as a member of Jane Austin Chapman Management Company, L.C.), both of Frankston, Texas; Michael Austin Neill (as trustee of various family trusts), Athens, Texas; Kathryn Neill Woods (as trustee of various family trusts), Fort Collins, Colorado; a group acting in concert -- to retain voting shares of Jane Austin Chapman Limited Partnership, L.P. and thereby indirectly retain voting shares of Austin Bancorp, Inc., and its subsidiary bank, Austin Bank, Texas National Association, both of Jacksonville, Texas; Athens, TX Bancshares, Inc., and its subsidiary bank, First State Bank, both of Athens, Texas; and Capital Bancorp, Inc., Jacinto City, Texas, and its subsidiary bank, Capital Bank, Houston, Texas.	Newspaper: Federal Register:	Not available 12/04/2024

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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 November 23, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
Jane Austin Chapman Management Company, L.C.	* 3A1	Jane Austin Management Company, L.C., Frankston, Texas – to become a bank holding company by acquiring Austin Bancorp, Inc., and thereby indirectly acquire Austin Bank, Texas National Association, both of Jacksonville, Texas; Athens, TX Bancshares, Inc., and thereby indirectly acquire First State Bank, both of Athens, Texas; and Capital Bancorp, Inc., Jacinto City, Texas, and thereby indirectly acquire Capital Bank, Houston, Texas.	Newspaper: Federal Register:	Not available 12/04/2024

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**District: 11**

**Federal Reserve Bank of Dallas**

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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>
3630323	THIRD COAST BK SSB, HUMBLE, TEXAS	08/14/2022	04/25/2022	S	Int Small Bank
645465	VISTA BK, DALLAS, TEXAS	07/29/2024	04/01/2024	O	Int Small Bank

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**CRA Examinations scheduled for First Quarter of 2025 (January 1, 2025 - March 31, 2025) and Second Quarter of 2025 (April 1, 2025 - June 30, 2025)**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
BANK & TR SSB	DEL RIO, TEXAS	First Quarter of 2025
FIRST ST BK OF LIVINGSTON	LIVINGSTON, TEXAS	First Quarter of 2025
ORIGIN BK	CHOUDRANT, LOUISIANA	First Quarter of 2025
TEXAS RGNL BK	HARLINGEN, TEXAS	First Quarter of 2025

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**District: 11**

**Federal Reserve Bank of Dallas**

**CRA Examinations scheduled for First Quarter of 2025 (January 1, 2025 - March 31, 2025) and Second Quarter of 2025 (April 1, 2025 - June 30, 2025)**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
UNITED TX BK	DALLAS, TEXAS	First Quarter of 2025

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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 November 23, 2024

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Filer	Filing Type	Filing Proposal	End of Comment Period	
OAK VALLEY COMMUNITY BANK	* Branch (Domestic)	Oak Valley Community Bank, Oakdale, California, to establish a branch office at 31 S School Street, Lodi, California	Newspaper: Federal Register:	12/06/2024 Not applicable
WESTAMERICA BANCORPORATIO N	Public Welfare Investment	Westamerica Bank, San Rafael, California, to make a public welfare investment in Raymond James Tax Credit Fund 54.	Newspaper: Federal Register:	Not applicable Not applicable
WESTAMERICA BANK	Public Welfare Investment	Westamerica Bank, San Rafael, California, seeking approval to make a public welfare investment in R4 Housing Partners XXIII LP.	Newspaper: Federal Register:	Not applicable Not applicable

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**District: 12**

**Federal Reserve Bank of San Francisco**

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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>
3487947	UNIBANK, LYNNWOOD, WASHINGTON	07/05/2024	07/31/2023	S	Int Small Bank

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**CRA Examinations scheduled for First Quarter of 2025 (January 1, 2025 - March 31, 2025) and Second Quarter of 2025 (April 1, 2025 - June 30, 2025)**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
PACIFIC PREMIER BK	IRVINE, CALIFORNIA	First Quarter of 2025
ALLY BK	SANDY, UTAH	Second Quarter of 2025
BANC OF CA	LOS ANGELES, CALIFORNIA	Second Quarter of 2025
NANO BANC	IRVINE, CALIFORNIA	Second Quarter of 2025

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**District: 12**

**Federal Reserve Bank of San Francisco**

**CRA Examinations scheduled for First Quarter of 2025 (January 1, 2025 - March 31, 2025) and Second Quarter of 2025 (April 1, 2025 - June 30, 2025)**

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<b>Institution</b>	<b>Location</b>	<b>Quarter</b>
TERRITORIAL SB	HONOLULU, HAWAII	Second Quarter of 2025
WESTERN ALLI BK	PHOENIX, ARIZONA	Second Quarter of 2025

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