



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 14, 2024

Board Actions

Bank Holding Companies

The Bank of Nova Scotia, Toronto, Canada—to acquire voting shares of KeyCorp and thereby indirectly acquire an interest in KeyBank National Association, both of Cleveland, Ohio.

Approved: December 11, 2024

SouthState Corporation, Winter Haven, Florida—to merge with Independent Bank Group, Inc., and thereby indirectly acquire Independent Bank, both of McKinney, Texas.

Approved: December 12, 2024

Actions Under Delegated Authority

Bank Branches, Domestic

Dallas

Frost Bank, San Antonio, Texas—to establish a branch at 213 North Highway 67, Cedar Hill, Texas.*

Approved: December 5, 2024

*Addition

Richmond

Bank of the James, Lynchburg, Virginia—to establish a branch at 20795 Timberlake Road, Lynchburg, Virginia.

Approved: December 10, 2024

Bank Holding Companies

Boston

Camden National Corporation, Camden, Maine—to merge with Northway Financial, Inc., North Conway, New Hampshire, and thereby indirectly acquire Northway Bank, Berlin, New Hampshire.

Approved: December 13, 2024

Chicago

Jewel Box Financial Services, Inc., Columbus, Wisconsin—waiver of application to acquire Wisconsin River Bank, Sauk City, Wisconsin, in connection with the merger of Wisconsin River Bank with and into Farmers & Merchants Union Bank, Columbus, Wisconsin.

Granted: December 12, 2024

Dallas

Alliance Bancshares, Inc., Sulphur Springs, Texas—to engage de novo in extending credit and servicing loans pursuant to section 225.28(b)(1) of Regulation Y.*

Approved: December 2, 2024

*Addition

Richmond

Southern Bancshares (N.C.), Inc., Mount Olive, North Carolina—(1) to acquire voting shares of Old Point Financial Corporation, Hampton, Virginia, and thereby indirectly acquire voting shares of The Old Point National Bank of Phoebus, Hampton, Virginia, and Old Point Trust & Financial Services, N.A. (Old Point Trust), Newport News, Virginia, and (2) through the acquisition of Old Point Trust, to engage in providing trust company functions and securities brokerage services pursuant to sections 225.28(b)(5) and 225.28(b)(7)(i) of Regulation Y.

Approved: December 11, 2024

Varn Financial Corporation, Ehrhardt, South Carolina—to become a bank holding company by acquiring Enterprise Bank of South Carolina, Ehrhardt, South Carolina.

Approved: December 11, 2024

St. Louis

Oak Tree Financial Corporation, Inc., Rogers, Arkansas—to become a bank holding company by acquiring Riverside Bank, Sparkman, Arkansas.

Approved: December 13, 2024

Bank Mergers**Minneapolis**

Community Resource Bank, Northfield, Minnesota—to merge with 1st United Bank, Faribault, Minnesota, and thereby establish a branch.

Approved: December 9, 2024

Banks, State Member**New York**

Goldman Sachs Bank USA, New York, New York—to make a public welfare investment.

Approved: December 12, 2024

St. Louis

First Bank, Creve Coeur, Missouri—to make a public welfare investment.

Approved: December 13, 2024

Change in Bank Control**Chicago**

BSB Community Bancorporation, Inc., Benton, Wisconsin—Louis James Schweigert, Cuba City, Wisconsin, to acquire the voting shares of BSB Community Bancorporation, Inc., and thereby indirectly control Benton State Bank, Benton, Wisconsin.

Permitted: December 10, 2024

Sterling Bancorp, Inc., Southfield, Michigan—J. Thomas MacFarlane, Bloomfield, Michigan, as trustee of the K.I.S.S. Dynasty Trust No. 9 (dated December 28, 2023), Sioux Falls, South Dakota, to retain control of voting shares of Sterling Bancorp, Inc. (Bancorp), and thereby indirectly retain control of voting shares of Sterling Bank and Trust, FSB (Bank), Southfield, Michigan. In addition, J. Thomas MacFarlane to become trustee of the Scott J. Seligman 1993 Long Term Irrevocable Dynasty Trust and the Scott J. Seligman 1993 Irrevocable Dynasty Trust, both of Sioux Falls, South Dakota, and acquire control of additional voting shares of Bancorp and thereby indirectly acquire control of voting shares of Bank.

Permitted: December 11, 2024

Talen, Inc., Traer, Iowa—the Deborah A. Talen Trust, with Deborah A. Talen as trustee, both of Minneapolis Minnesota, to join as a member of the Talen Family Control Group, a group acting in concert, to acquire voting shares of Talen, Inc., and thereby indirectly acquire voting shares of Farmers Savings Bank & Trust, Traer, Iowa.

Permitted: December 10, 2024

Dallas

Athens, TX Bancshares, Inc., Athens, Texas—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, Athens, Texas. Simultaneously, Jessica Leigh Neill Swinnea, Tyler, Texas, and Austin Kyle Neill, Dallas, Texas, to join the Austin/Chapman Family Control Group, a group acting in concert, to acquire voting shares of Athens, TX Bancshares, Inc., and thereby indirectly acquire voting shares of First State Bank, Athens, Texas.

Permitted: December 10, 2024

Austin Bancorp, Inc., Jacksonville, Texas—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 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, to retain voting shares of Austin Bancorp, Inc., and thereby indirectly retain voting shares of Austin Bank, Texas National Association, Jacksonville, Texas.

Permitted: December 10, 2024

Capital Bancorp, Inc., Jacinto City, Texas—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, to retain voting shares of Capital Bancorp, Inc., and thereby indirectly retain voting shares of Capital Bank, Houston, Texas.

Permitted: December 10, 2024

Jane Austin Chapman Limited Partnership, L.P., Frankston, 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.) 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.

Permitted: December 10, 2024

Kansas City

Spend Life Wisely Company, Inc., Durant, Oklahoma—Chat Carleton York, Fort Worth, Texas, as Business Advisor and Direction Advisor; David Keese, McKinney, Texas, as Direction Advisor; Greg Massey, Durant, Oklahoma, as Special Power Holder; and Argent Trust Company of Nashville, Tennessee, as trustee; for all of the following trusts: (i) John L. Massey 2003 Exempt Family Trust FBO Abigail R. Massey, the John L. Massey 2003 Exempt Family Trust FBO Boaz A. Massey, the John L. Massey 2003 Exempt Family Trust FBO Charity A. Massey, the John L. Massey 2003 Exempt Family Trust FBO Dara R. Massey, the John L. Massey 2003 Exempt Family Trust FBO Elizabeth J. Massey, the John L. Massey 2003 Exempt Family Trust FBO Faith S. Massey, the John L. Massey 2003 Exempt Family Trust FBO Gabriel J. Massey, the John L. Massey 2003 Exempt Family Trust FBO Isaiah B. Massey, the John L. Massey 2003 Exempt Family Trust FBO John M. Massey, Jr., and the John L. Massey 2003 Exempt Family Trust FBO Micah N. B. Massey, (ii) the Gregory L. Massey 2003 Exempt Trust, and (iii) the Gregory L. and Laura K. Massey 2012 Family Trust FBO Blake L. Massey, the Gregory L. and Laura K. Massey 2012 Family Trust FBO Brooke E. Massey and the Gregory L. and Laura K. Massey 2012 Family Trust FBO Gregory Corbin Massey, trusts all of Nashville, Tennessee; to acquire voting shares of Spend Life Wisely Company, Inc. (the Company). Greg Massey was previously permitted by the Federal Reserve System to acquire control of voting shares of the Company. In addition, Abigail R. Massey; Boaz A. Massey; Charity A. Massey; Dara R. Massey; Elizabeth J. Massey; Faith S. Massey; Gabriel J. Massey; Isaiah B. Massey; John M. Massey, Jr.; and Michah N.B. Massey; as special power holders of their respective trusts; to join the Massey Family Group and acquire voting shares. Finally, Blake L. Massey and Brooke Massey Chilton, both individually and as special power holders of their respective FBO trusts; to join the Massey Family Group and retain voting shares.

Permitted: December 12, 2024

St. Louis

First State Bancshares, Inc., Farmington, Missouri—Teresa Grindstaff and Greg Allen as co-trustees of the Justin W. Gillam 2016 Irrevocable Family Trust U/A DTD 11/14/2016, the Paul Grindstaff III 2020 Irrevocable Trust U/A DTD 12/30/2020, the Teresa A. Grindstaff 2021 Irrevocable Trust U/A DTD 12/09/2021, and the Paul Grindstaff Jr. 2021 Irrevocable Family Trust U/A DTD 12/27/2021; Paul Grindstaff III and Greg Allen as co-trustees of the Teresa A. Grindstaff 2021 Irrevocable Family Trust U/A DTD 12/16/2021 and the Paul Grindstaff III 2021 Irrevocable Trust U/A DTD 12/16/2021; Paul Grindstaff III and Ashley L. Grindstaff as co-trustees of the Paul Grindstaff III and Ashley L. Grindstaff Revocable Trust DTD 01/19/2016; Paul Grindstaff III as co-trustee of the Teresa A. Grindstaff 2012 Family Trust; Bryant C. Allen and Alta C. Allen as co-trustees of the Bryant C. Allen and Alta C. Allen Revocable Trust DTD 08/27/2019, all of Farmington, Missouri; Bryana M. Martin, Fort Worth, Texas; and Finian C. Boesch, Cape Girardeau, Missouri, to join the previously approved Grindstaff/Allen control group and retain voting shares of First State Bancshares, Inc., and thereby indirectly retain voting shares of First State Community Bank, Farmington, Missouri.*

Permitted: December 6, 2024

*Addition

Helena Bancshares, Inc., Helena, Arkansas—the Drake Joint Bank Shares Revocable Trust, Sue Topp Drake and Jackie Doyle Drake as co-trustees, each of Germantown, Tennessee, Jackie Doyle Drake Jr. of Germantown, Tennessee, and Thomas Wooten Drake of Nashville, Tennessee, to establish the Drake Family Control Group, a group acting in concert, to retain voting shares of Helena Bancshares, Inc., and thereby indirectly retain voting shares of Partners Bank, Helena, Arkansas.

Permitted: December 13, 2024

Hometown Bancorp, Inc., Milan, Tennessee—Robert Gary Maxwell and Brandon Maxwell, both of Milan, Tennessee, to establish the Maxwell Family Control Group to retain voting shares of Hometown Bancorp, Inc., and thereby retain voting shares of The Bank of Milan, Milan, Tennessee.

Permitted: December 11, 2024

Extensions of Time

Director, S&R

Citigroup Inc., New York, New York—extension of time to conform or divest a merchant banking investment.

Granted: December 13, 2024

Regulations and Policies

Director, S&R

Regulatory Capital Rules—notice of the 2024 aggregate global indicator amounts, as required under the Board's rule regarding risk-based capital surcharges for global systemically important bank holding companies.

Approved: December 12, 2024

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending December 14, 2024

Filer	Filing Type	Filing Proposal	End of Comment Period	
WINCHESTER SAVINGS BANK	* 3A1	Application by Winchester Bancorp, MHC to become a bank holding company by acquiring at least 50.1% of the common stock of Winchester Bancorp, Inc., a mid-tier holding company, through a mutual holding company reorganization and minority stock issuance, and thereby indirectly acquiring Winchester Savings Bank, all of Winchester, Massachusetts, pursuant to section 3(a)(1) of the BHC Act.	Newspaper:	Not available
			Federal Register:	Not available

* Subject to the provisions of the Community Reinvestment Act

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.

RSSD ID	Institution/Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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

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 December 14, 2024

Filer	Filing Type	Filing Proposal	End of Comment Period	
GOLDMAN SACHS BANK USA	Public Welfare Investment	Goldman Sachs Bank USA, New York, New York, to make a public welfare investment, pursuant to Section 208.22(d) of Regulation H.	Newspaper: Federal Register:	Not applicable Not applicable

District: 2

Federal Reserve Bank of New York

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
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- 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
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

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 14, 2024

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

District: 3

Federal Reserve Bank of Philadelphia

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

CRA Examinations scheduled for Quarter of

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending December 14, 2024

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

District: 4

Federal Reserve Bank of Cleveland

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

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 14, 2024

Filer	Filing Type	Filing Proposal	End of Comment Period
FREEDOM BANCSHARES, INC.	Change in Bank Control	The Craig G. Phillips Revocable Trust, sole trustee Craig G. Phillips, Buckhannon, West Virginia, to control 10.41% of Freedom Bancshares, Inc., Belington, West Virginia.	Newspaper: 01/02/2025 Federal Register: 01/03/2025

District: 5

Federal Reserve Bank of Richmond

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
3567269	SELECT BK, FOREST, VIRGINIA	06/01/2024	04/17/2023	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 14, 2024

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

District: 6

Federal Reserve Bank of Atlanta

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
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

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 14, 2024

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
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

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

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
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

CRA Examinations scheduled for Quarter of

Institution	Location	Quarter
NONE		
433943	WASHINGTON ST BK, WASHINGTON, IOWA	

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending December 14, 2024

Filer	Filing Type	Filing Proposal	End of Comment Period	
CADENCE BANK	* Branch (Domestic)	Cadence Bank, Tupelo, Mississippi, to establish a branch facility to be located at the intersection of Clinton Avenue West and Heart of Huntsville Drive, Huntsville, Alabama	Newspaper: Federal Register:	12/26/2024 Not applicable
MILCO BANCORPORATIO N, INC.	Change in Bank Control	Notice by the Richard and Beth Wright Trust, Richard Wright and Beth Wright as trustees, all of Iberia, Missouri, to join an existing group acting in concert by acquiring 25 percent or more of the voting shares of Milco Bancorporation, Inc., and thereby indirectly acquiring voting shares of Bank of Iberia, both of Iberia, Missouri.	Newspaper: Federal Register:	01/07/2025 01/06/2025

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

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

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- 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
466754	BANK OF FAYETTE CTY, PIPERTON, TENNESSEE	11/02/2024	07/22/2024	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
3804535	GUARANTY BK, SPRINGFIELD, MISSOURI	03/31/2024	05/01/2023	S	Int Small Bank
185859	LINDELL B&TC, SAINT LOUIS, MISSOURI	12/18/2023	09/05/2023	S	Int Small Bank

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 14, 2024

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

District: 9

Federal Reserve Bank of Minneapolis

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
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

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 14, 2024

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

District: 10

Federal Reserve Bank of Kansas City

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The following state member banks have been examined and their CRA public evaluations are now available.

RSSD ID	Institution/Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
463650	ADAMS B&TC, OGALLALA, NEBRASKA	11/07/2024	08/05/2024	S	Int Small Bank
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

CRA Examinations scheduled for Quarter of

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending December 14, 2024

Filer	Filing Type	Filing Proposal	End of Comment Period	
F & M BANCSHARES, INC.	* 3A5	F&M Bancshares, Inc., De Leon, Texas to acquire Newcastle Bancshares, Inc, and thereby indirectly acquire Farmers State Bank of Newcastle, both of Newcastle, Texas.	Newspaper: Federal Register:	Not available Not available
LevelField Financial, Inc.	* 3A1	LevelField Financial, Inc., Houston, Texas to become a bank holding company by acquiring Burling Bank, Chicago, Illinois	Newspaper: Federal Register:	01/15/2025 Not available

* Subject to the provisions of the Community Reinvestment Act

District: 11

Federal Reserve Bank of Dallas

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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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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
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

CRA Examinations scheduled for Quarter of

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act

District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending December 14, 2024

Filer	Filing Type	Filing Proposal	End of Comment Period	
CENTRAL PACIFIC BANK	Membership	Central Pacific Bank, Honolulu, Hawaii, has filed to become a member of the Federal Reserve System, pursuant to Section 9 of the Federal Reserve Act.	Newspaper: Federal Register:	Not applicable Not applicable

District: 12

Federal Reserve Bank of San Francisco

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

CRA Examinations scheduled for Quarter of

Institution	Location	Quarter
NONE		

* Subject to the provisions of the Community Reinvestment Act