

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

No. 29

Week Ending July 21, 2018

Board of Governors of the Federal Reserve System, Washington, DC 20551

H.2 Board Actions

Testimony and Statements

Monetary Policy -- statement by Chairman Powell before the Senate Committee on Banking, Housing, and Urban Affairs on July 17 and the House Committee on Financial Services on July 18, 2018, on the semiannual monetary policy report to the Congress.

- Published, July 17, 2018

Personnel

Division of Consumer and Community Affairs -- division restructuring and associated reassignments and appointment of Allen Fishbein as senior adviser. - Announced, July 16, 2018

Enforcement

Community Banks of Georgia, Inc., Jasper, Georgia -- written agreement dated May 24, 2011, terminated July 10, 2018.

- Announced, July 19, 2018

Grand Mountain Bancshares, Inc., Granby, Colorado -- cease-and-desist order issued by the Office of Thrift and Supervision dated November 9, 2009, terminated June 29, 2018.

- Announced, July 19, 2018

H.2 Actions under delegated authority

S&R Supervision and Regulation

C&CA Consumer and Community Affairs

FOMC Federal Open Market Committee

July 15, 2018 to July 21, 2018

RBOPS Reserve Bank Operations and Payment Systems

- IF International Finance
- MA Monetary Affairs

Bank Branches, Domestic

Chicago

1st Source Bank, South Bend, Indiana -- to establish a branch at 1700 Mishawaka Avenue, South Bend.

- Approved, July 16, 2018

San Francisco

Bank of the Orient, San Francisco, California -- to establish a branch at 2209 El Camino Real, Palo Alto.

- Approved, July 20, 2018

Richmond

Essex Bank, Richmond, Virginia -- to establish a branch at 12640-12646 Stone Village Way, Midlothian.

- Approved, July 20, 2018

Philadelphia

First Citizens Community Bank, Mansfield, Pennsylvania -- to establish a branch inside Weaver's Store at 1011 Dry Tavern Road, Denver.

- Approved, July 19, 2018

Dallas

Texas Community Bank, Laredo, Texas -- to establish a branch at 2102 Guadalupe Street, Laredo.

- Approved, July 18, 2018

Bank Holding Companies

Kansas City

BOR Bancorp, Rothville, Missouri -- to engage in lending activities.

- Approved, July 17, 2018

General Counsel

Civista Bancshares, Inc., Sandusky, Ohio -- waiver of application to acquire United Community Bancorp, Lawrenceburg, Indiana, and United Community Bank (UCB), in connection with the merger of UCB with and into Civista Bank, Sandusky.

- Granted, July 11, 2018

(A/C)

Dallas

Diamond HTH Stock Company GP, LLC, Dallas, Texas; and Diamond HTH Stock Company, LP (together, "Diamond") -- (1) to become bank holding companies and retain ownership in Diamond A Financial, LP, Dallas, and therefore indirectly Hilltop Holdings Inc., PlainsCapital Corporation, and PlainsCapital Bank; (2) election by Diamond to become financial holding companies; (3) for Maedgen & White, LTD.; Diamond; Diamond A Financial, L.P.; Hilltop Holdings, Inc.; and PlainsCapital Corporation to indirectly acquire The Bank of River Oaks, Houston; and (4) for PlainsCapital Bank, Dallas, to acquire by merger The Bank of River Oaks and retain the acquired facilities as branches.

- Approved, July 16, 2018

General Counsel

German American Bancorp, Inc., Jasper, Indiana -- waiver of application to acquire First Security, Inc., Owensboro, Kentucky, and First Security Bank, Inc. (FSB), in connection with FSB's merger with and into German American Bank, Jasper.

- Granted, July 20, 2018

Bank Holding Companies

General Counsel

Renasant Corporation, Tupelo, Mississippi -- waiver of application to acquire Brand Group Holdings, Inc., Lawrenceville, Georgia, and The Brand Banking Company (BBC), in connection with BBC's merger with and into Renasant Bank, Tupelo.

- Granted, July 12, 2018 (A/C)

Banks, State Member

Dallas

Comerica Bank, Dallas, Texas -- to make certain community development and public welfare investments (three requests).

- Approved, July 18, 2018

Change in Bank Control

San Francisco

Trans Pacific Bancorp, San Francisco, California -- change in bank control of Trans Pacific Bancorp and its subsidiary, Beacon Business Bank, National Association, San Francisco.

- Permitted, July 20, 2018

Financial Holding Companies

Kansas City

Ameri-National Corporation, Kansas City, Missouri -- election to become a financial holding company.

- Effective, July 16, 2018

Financial Holding Companies

San Francisco

RBB Bancorp, Los Angeles, California -- election to become a financial holding company.

- Effective, July 19, 2018

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, July 19, 2018

Federal Reserve Bank of Boston

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
FEDERAL ONE HOLDINGS,	CIC	Notice by Dimitri J. Nionakis, Milton,	Newspaper:	Not available
LLC		Massachusetts, to acquire up to 24.92 percent of the outstanding shares of Federal One Holdings, LLC, Milton, Massachusetts, pursuant to the Change in Bank Control Act of 1978, as amended.	Federal Register:	08/07/2018

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

RSSD ID	Institution / Location		Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE						
CRA Exam	inations scheduled for	Quarter of				
Institution			Location		Qu	arter
NONE						

Federal Reserve Bank of New York

Filings received during the week ending July 21, 2018

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NONE

Federal Reserve Bank of New York

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Institution			Location		Qua	arter
NONE						

Federal Reserve Bank of Philadelphia

Filer	Filing Type	Filing Proposal	End of Comment Period	
LANDMARK COMMUNITY BANK	* Branch	Landmark Community Bank, Pittston, PA, to establish a branch facility located at 920 Northern Boulevard, South Abington Township, PA.	Newspaper: Federal Register:	08/05/2018 Not applicable
SENECA FALLS SAVINGS BANK MHC, THE	* MHC Merger	Seneca Falls Savings Bank MHC ("MHC"), and its SLHC subsidiary, Seneca-Cayuga Bancorp, Inc., ("Bancorp") both of Seneca Falls, NY, propose to indirectly acquire Medina Savings and Loan Association, ("Medina") Medina, NY, through the merger of Medina with and into Generations Bank, Seneca Falls, NY, a wholly-owned subsidiary of Bancorp.	Newspaper: Federal Register:	08/17/2018 Not applicable

Federal Reserve Bank of Philadelphia

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NONE						
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Institution			Location		Q	uarter
NONE						

Federal Reserve Bank of Cleveland

Filer	Filing Type	Filing Proposal	End of Comment Period	
NORTH VALLEY BANK	* Branch	North Valley Bank, Zanesville, Ohio, filed	Newspaper:	07/28/2018
office at	an application to establish a new branch office at 11 North Fourth Street, Zanesville, OH 43701.	Federal Register:	Not applicable	
PEOPLES BANCORP INC. * Branch Peoples Bank, Marietta, Ohio files an		Newspaper:	07/24/2018	
application to operate a mobile branch in the cities of Cincinnati and Portsmouth, Ohio.	Federal Register:	Not applicable		
PEOPLES BANCORP INC.	* Branch	Peoples Bank, Marietta, Ohio files an	Newspaper:	07/24/2018
application to establish a branch office at 907 Chillicothe Street, Portsmouth, Ohio.	Federal Register:	Not applicable		

Federal Reserve Bank of Cleveland

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Institution			Location		Qua	arter
NONE						

Federal Reserve Bank of Richmond

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NONE

Federal Reserve Bank of Richmond

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NONE						
CRA Exam	ninations scheduled for	Quarter of				
Institution			Location		Qua	arter
NONE						

Federal Reserve Bank of Atlanta

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST FARMERS AND MERCHANTS BANK	* Branch	First Farmers and Merchants Bank, Columbia, Tennessee, to establish a branch located at 2306 21st Avenue South, Nashville, Tennessee.	Newspaper: Federal Register:	08/01/2018 Not applicable
REGIONS BANK	PWI	Regions Bank, Birmingham, Alabama, request for approval to make four public welfare investments.	Newspaper: Federal Register:	Not applicable Not applicable
SYNOVUS BANK	* Branch	Synovus Bank, Columbus, Georgia, to establish a branch located at 6055 Lakeside Commons Drive, Suite 100, Macon, Georgia.	Newspaper: Federal Register:	08/03/2018 Not applicable

Federal Reserve Bank of Atlanta

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NONE						
CRA Exam	ninations scheduled for	Quarter of				
Institution			Location		Qua	arter
NONE						

Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Comme	nt Period
AMERICAN HEARTLAND BANCSHARES, INC.	* 3A3	American Heartland Bancshares, Inc., Sugar Grove, Illinois to acquire 100 percent of Community Holdings Corporation and thereby indirectly acquire First Secure Bank and Trust Company, both of Palos Hills, Illinois.	Newspaper: Federal Register:	08/04/2018 07/30/2018
HOMETOWN BANCORP, LTD.	* 3A3	Hometown Bancorp, Ltd., Fond du Lac, Wisconsin, to acquire 100 percent of the outstanding shares of United Community Bank, Poynette, Wisconsin.	Newspaper: Federal Register:	08/11/2018 08/08/2018
MIDWEST BANK	* 18C * Branch	Midwest Bank, Monmouth, Illinois to merge with Andalusia Community Bank, Andalusia, Illinois and to thereby establish branches located at 601 8th Street East, Andalusia, Illinois and 3907 16th Street, Moline, Illinois.	Newspaper: Federal Register:	Not available Not applicable

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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Institution			Location		Qua	arter
NONE						

Federal Reserve Bank of St. Louis

Filer	Filing Type	Filing Proposal	End of Comment Period		
FIRST SECURITY BANCORP	* 3A3	First Security Bancorp, Searcy, Arkansas, to maintain its ownership in CrossFirst Bankshares, Inc., Leawood, Kansas, of up to 6.98 percent through the purchase of up to 442,105 additional common voting shares, and thereby retain its interest in CrossFirst Bank, Leawood, Kansas.	Newspaper: Federal Register:	08/10/2018 08/17/2018	
M1 BANCSHARES, INC.	CIC	Notice by Kenneth Edward Poteet, Huntleigh, Missouri; Corey Kenneth Poteet, Brentwood, Missouri; and McLane Ray Poteet, St. Louis, Missouri, as members of a family control group, to acquire 25 percent or more of the voting shares of M1 Bancshares, Inc., St. Louis, Missouri.	Newspaper: Federal Register:	Not available 08/07/2018	
SOUTHERN MISSOURI BANCORP, INC.	* 18C * 3A5 * Branch	Southern Missouri Bancorp, Inc., Poplar Bluff, Missouri, to merge with Gideon Bancshares Company, Dexter, Missouri, and thereby indirectly acquire First Commercial Bank, Gideon, Missouri. Also a companion filing by Southern Bank, Poplar Bluff, Missouri, to merge with First Commercial Bank, Gideon, Missouri, and to retain the acquired facilities as branch offices.	Newspaper: Federal Register:	08/11/2018 08/17/2018	

Federal Reserve Bank of St. Louis

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NONE						
CRA Exam	ninations scheduled for	Quarter of				
Institution			Location		Qua	arter
NONE						

Federal Reserve Bank of Minneapolis

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
CITIZENS COMMUNITY BANCORP, INC.	* 3A3	Citizens Community Bancorp, Inc., Eau Claire, Wisconsin, to acquire 100 percent of United Bank, Osseo, Wisconsin.	Newspaper: Federal Register:	Not available Not available
FIRST INTERSTATE BANCSYSTEM, INC.	* 18C * 3A5 * Branch	First Interstate BancSystem, Inc., Billings, Montana, to merge with Northwest Bancorporation, Inc. and thereby indirectly acquire Inland Northwest Bank ("Inland Bank"), both of Spokane, Washington. Additionally, First Interstate Bank, Billings, Montana, to merge with Inland Bank and, incident thereto, establish branches.	Newspaper: Federal Register:	07/18/2018 07/13/2018
HERITAGE BANCSHARES GROUP, INC.	CIC	Change in Control Notice by Heritage Bancshares Group, Inc., Employee Stock Ownership Plan and Trust, Spicer, Minnesota ("ESOP"), and Justin Rey, Sioux Falls, South Dakota, individually and as trustee of ESOP, to acquire additional shares of Heritage Bancshares Group, Inc., Spicer, Minnesota, and thereby indirectly acquire control of Heritage Bank, National Association, Spicer, Minnesota.	Newspaper: Federal Register:	Not available Not available
PF INVESTORS, INC.	* 3A1	PF Investors, Inc., Whitehall, Wisconsin, to become a bank holding company by acquiring 100% of PFSB Bancorporation, Inc., Pigeon Falls, Wisconsin, and thereby indirectly acquire Pigeon Falls State Bank, Pigeon Falls, Wisconsin.	Newspaper: Federal Register:	Not available Not available
WNB HOLDING COMPANY	* 3A3 4c8	WNB Holding Company, Winona, Minnesota, to acquire 100 percent of First State Bank of Wabasha, Wabasha, Minnesota. WNB Holding Company also to acquire 100 percent of First State Insurance of Wabasha, Inc., Wabasha, Minnesota and thereby indirectly engage in general insurance agency activities in a community that has a population not exceeding 5,000.	Newspaper: Federal Register:	Not available Not available

Federal Reserve Bank of Minneapolis

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NONE						
CRA Exam	inations scheduled for	Quarter of				
Institution			Location			Quarter
NONE						

Federal Reserve Bank of Kansas City

Filer	Filing Type	Filing Proposal	End of Comment Period		
BOK FINANCIAL CORPORATION	 * 3A1 * 3A3 * 3A3 * 3A5 BOK Financial Corporation, Tulsa, Oklahoma, to acquire, through its newl formed subsidiary, BOKF Merger * 3A5 Corporation Number Sixteen, Tulsa, Oklahoma, up to 100 percent of the vot shares of CoBiz Financial, Inc., parent CoBiz Bank (doing business as Colorad Business Bank in Colorado and Arizon 	BOK Financial Corporation, Tulsa, Oklahoma, to acquire, through its newly formed subsidiary, BOKF Merger Corporation Number Sixteen, Tulsa, Oklahoma, up to 100 percent of the voting shares of CoBiz Financial, Inc., parent of CoBiz Bank (doing business as Colorado Business Bank in Colorado and Arizona Business Bank in Arizona), both of Denver,	Newspaper: Federal Register:	Not available 08/17/2018	
HAINES FINANCIAL CORP	CIC	John T. Phillips, Yukon, Oklahoma, to acquire voting shares of Bank7 Corp. f/k/a Haines Financial Corporation, and thereby indirectly acquire control of Bank 7, both of Oklahoma City, Oklahoma.	Newspaper: Federal Register:	Not available 08/08/2018	
PLATTE VALLEY BANK	* 18C * 3A3 * Branch	Platte Valley Bank, Scottsbluff, Nebraska, to merge with The American Bank of Sidney, Sidney, Nebraska, and incident thereto, to establish two branches in Sidney, Nebraska. Immediately prior, Platte Valley Financial Service Companies, Inc., Scottsbluff, Nebraska, to acquire 100 percent of the voting shares of The American Bank of Sidney, Sidney, Nebraska	Newspaper: Federal Register:	Not available 08/06/2018	

Federal Reserve Bank of Kansas City

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NONE						
CRA Exan	ninations scheduled for	Quarter of				
Institution			Location		Qua	arter
NONE						

Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
COMERICA BANK	* Branch	Application by Comerica Bank, Dallas,	Newspaper:	Not available
		Texas, to establish a branch at 2 Riverway Drive, Suite 160, Houston, Texas 77056.	Federal Register:	Not applicable
INDEPENDENT BANK	* 3A5	Application by Independent Bank Group,	Newspaper:	07/30/2018
GROUP, INC.		Inc., McKinney, Texas, to acquire 100 percent of Guaranty Bancorp, and indirectly Guaranty Bank and Trust Company, both of Denver, Colorado.	Federal Register:	07/26/2018
KEYSTONE ACQUISITIONS,	* 3A1	Application by Keystone Acquisitions,	Newspaper:	Not available
INC.		Inc., Driftwood, Texas, to become a bank holding company by acquiring 100 percent of Ballinger National Bank, Ballinger, Texas.	Federal Register:	08/07/2018
LAGUNA MADRE	CIC	Notice by Richard Franke, Bayview, Texas,	Newspaper:	Not available
BANCSHARES, INC.		and Dennis Franke, Brownsville, Texas, each individually, to acquire and control 25 percent or more of the shares and thereby control of Laguna Madre Bancshares, Inc., and First National Bank, both located in South Padre Island, Texas; Retroactive notice by The McDaniel Nevada Irrevocable Trust, Fort Worth, Texas, Barbara McDaniel, Fort Worth, Texas, Trustee for The McDaniel Nevada Irrevocable Trust, the Estate of Melvin H. Chapman, South Padre Island, Texas, Stewart Chapman, Wichita Falls, Texas, Executor for the Estate of Melvin H. Chapman, Trevor Franke, Frisco, Texas, Denise Franke Yeary, Dallas, Texas, Richard Franke, Jr., John P. Franke, and Kevin C. Franke, all of Bayview, Texas, to join the group acting in concert previously approved on February 7, 1997, under Section 3 of the Bank Holding Company Act ("the 1997 Group") and for this newly reconfigured group acting in concert to retain control of greater than 25 percent of Laguna Madre Bancshares, Inc.	Federal Register:	08/06/2018
VBT FINANCIAL	* 18C	Applications by VBT Financial	Newspaper:	Not available
CORPORATION	* 3A1	Corporation, San Antonio, Texas, to	Federal Register:	08/01/2018
	* 3A3	become a bank holding company through the acquisition of 100 percent of the stock		
	* Branch	of Vantage Bank Texas, San Antonio, Texas, and to acquire 100 percent of the stock of Inter National Bank, McAllen, Texas; Vantage Bank Texas to acquire by merger Inter National Bank and to establish all offices of Inter National Bank as branches of Vantage Bank Texas.		

Federal Reserve Bank of Dallas

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946461	FIRST BK, MULESHOE, TEXAS	11/17/2014	07/16/2018	S	Small Bank
528960	TEXAS CMNTY BK, LAREDO, TEXAS	05/27/2014	07/19/2018	S	Int Sm Bank

CRA Examinations scheduled for	Quarter of	
Institution	Location	Quarter
NONE		

Federal Reserve Bank of San Francisco

Filer	Filing Type	Filing Proposal	End of Commer	nt Period
BOU BANCORP, INC.	CIC	Change in Control Notice by Frank	Newspaper:	Not available
		Wadsworth Browning, as Trustee of The	Federal Register:	Not available
		Browning Family Irrevocable Trust FBO		
		Frank Wadsworth Browning, The Frank W.		
		Browning Trust, and The Patricia A.		
		Browning Trust, Ogden, Utah; Deanna		
		Butler Browning, as Trustee of The Frank		
		W. Browning Trust, Ogden, Utah; Jonathan		
		Wadsworth Browning, as Trustee of The		
		Browning Family Irrevocable Trust FBO		
		Jonathan Wadsworth Browning, The		
		Jonathan W. Browning Trust, The Patricia		
		A. Browning Trust and The Rainee C.		
		Browning Trust, Ogden, Utah; Rainee		
		Clayton Browning, as Trustee of The		
		Jonathan W. Browning Trust and The		
		Rainee C. Browning Trust, Ogden, Utah;		
		Anthony Stuart Browning, as Trustee of		
		The Browning Family Irrevocable Trust		
		FBO Anthony Stuart Browning and The		
		Anthony S. Browning Trust, Kaysville,		
		Utah; Lorilynn Bennion Browning, as		
		Trustee of The Anthony S. Browning Trust, Kaysville, Utah; Patricia Ann Browning, as		
		Trustee of The Browning Family		
		Irrevocable Trust FBO Patricia Ann		
		Browning and The Patricia A. Browning		
		Trust, Ogden, Utah; Carolyn Browning		
		Schumacher, as Trustee of The Browning		
		Family Irrevocable Trust FBO Carolyn		
		Browning Schumacher and The Carolyn B.		
		Schumacher Trust, Saint George, Utah;		
		Cary Bryan Schumacher, as Trustee of The		
		Carolyn B. Schumacher Trust, Saint		
		George, Utah; Benjamin Frank Browning,		
		individually and as Trustee of The Frank		
		W. Browning Trust, Pleasant View, Utah;		
		Bryan Mann Browning, individually and as		
		Trustee of The Jonathan W. Browning		
		Trust, South Ogden, Utah; Jonathan		
		Bennion Browning, individually and as		
		Trustee of The Anthony S. Browning Trust,		
		Kaysville, Utah; Roderick Clayton		
		Browning, individually and as Trustee of		
		The Jonathan W. Browning Trust,		
		Riverdale, Utah; Reese Browning		
		Schumacher, individually and as Trustee of		
		The Carolyn B. Schumacher Trust, Saint		
		George, Utah; Samuel Frank Browning,		
		Kaysville, Utah; Kristen Robinson		
		Browning, as Trustee of The Joshua and		
		Kristen Browning Trust dated 01/03/2014,		
		Ogden, Utah; Spencer Thomas Browning,		
		Ogden, Utah; Joseph Stuart Browning,		
		Kaysville, Utah; Katie Lynn Browning,		
		Ogden, Utah; Isaac Cox Browning,		
		Kaysville, Utah; Natalie Marie Browning,		

Kaysville, Utah; Richard Clayton Browning, Ogden, Utah; Mary Elizabeth Schumacher, Saint George, Utah, and Andrew David Browning Centerville, Utah, to retain shares of BOU Bancorp, Inc., and thereby retain shares of Bank of Utah, both of Ogden, Utah.

SILICON VALLEY BANK	PWI	Silicon Valley Bank, Santa Clara, California, requests prior approval for \$18 million public welfare investment in the Red Stone Equity-2018 CA Regional Fund, L.P.	Newspaper: Federal Register:	Not applicable Not applicable
WELLS FARGO & COMPANY	Investment	Wells Fargo International Banking Corporation, Charlotte, North Carolina, to make an investment in Wells Fargo Capital Finance Corporation Canada, Melbourne, Australia, pursuant to section 211.9(f) of Regulation K.	Newspaper: Federal Register:	Not applicable Not applicable

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

RSSD ID	Institution / Location		Exam	CRA Date Public D	CRA ate Rating	Exam Method
NONE						
CRA Exam	ninations scheduled for	Quarter of				
Institution			Location			Quarter
NONE						