Federal Reserve Release

H.2

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

No. 31

Week Ending July 30, 2022

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

Forms -- initial Board review to extend without revision the Savings Association Holding Company Report (FR LL-(b)11).
- Approved, July 26, 2022

Forms -- final Board review to extend with revision the Request for Extension of Time to Dispose of Assets Acquired in Satisfaction of Debts Previously Contracted (FR 4006).
- Approved, July 26, 2022

Forms -- final Board review to extend without revision the Interagency Policy Statement on Funding and Liquidity Risk Management (FR 4198).
- Approved, July 26, 2022

Forms -- final Board review to extend without revision the Recordkeeping Provisions Associated with Guidance on Leveraged Lending (FR 4203).
- Approved, July 26, 2022

Personnel

Division of Reserve Bank Operations and Payment Systems -- appointment of Laura Mayer as assistant director for a one-year assignment.
- Approved, July 27, 2022

Supervision and Regulation

Voyager Digital, LLC, Jersey City, New Jersey -- joint letter demanding Voyager Digital cease and desist from making false or misleading representations of deposit insurance status.
- Announced, July 28, 2022
Enforcement

- Announced, July 28, 2022
**Bank Branches, Domestic**

**St. Louis**

The Citizens Bank, Batesville, Arkansas -- to establish a branch at 2416 Malvern Avenue, Hot Springs, Arkansas.

- Approved, July 25, 2022

**Kansas City**

Farmers Bank of Northern Missouri, Unionville, Missouri -- to establish a branch at 31438 State Highway 6, Jamesport, Missouri.

- Approved, July 29, 2022

**Cleveland**

The Genoa Banking Company, Genoa, Ohio -- (1) to establish a branch at 1701 West State Street, Fremont, Ohio, and (2) to increase its investment in bank premises.

- Approved, July 28, 2022

**Bank Holding Companies**

**Minneapolis**

215 Holding Co., Minneapolis, Minnesota -- to acquire Liberty Financial Services, Inc., and thereby indirectly acquire Liberty National Bank, both of Sioux City, Iowa.

- Approved, July 25, 2022

**Dallas**

Jonesboro Bancshares, Inc., Jonesboro, Louisiana -- to engage de novo in extending credit and servicing loans.

- Approved, July 28, 2022
Banks, State Member

Chicago
Ally Bank, Sandy, Utah -- to make certain public welfare investments (two requests).
- Approved, July 18, 2022
(A/C)

Richmond
Atlantic Union Bank, Richmond, Virginia -- to make certain public welfare investments.
- Withdrawn, July 21, 2022
(A/C)

Dallas
Comerica Bank, Dallas, Texas -- to make a community development and public welfare investment.
- Approved, July 18, 2022
(A/C)

San Francisco
East West Bank, Pasadena, California -- to make certain public welfare investments (two requests).
- Approved, July 21, 2022
(A/C)

Secretary
The Northern Trust Company, Chicago, Illinois -- to make certain public welfare investments.
- Approved, July 20, 2022
(A/C)

Secretary
Synovus Bank, Columbus, Georgia -- to make a public welfare investment.
- Approved, July 20, 2022
(A/C)

(A/C) = Addition or Correction
Change in Bank Control

St. Louis
Carlson Bancshares, Inc., West Memphis, Arkansas -- the William A Carlson 2007 Trust, William A. Carlson and Pam Falkner as co-trustees, Carlson Andrew Bennage, and Catherine Jane Carlson Bennage, all of West Memphis, Arkansas; Michael Dustin Carlson, two minor children of Michael Dustin Carlson, Marilyn Hayes Carlson, and Michael Andrew Carlson, all of Marion, Arkansas; Kirby Hayes Carlson, Proctor, Arkansas; and the William C. Carlson Living Trust, William C. Carlson, as trustee, Hot Springs, Arkansas; as members of a group acting in concert, to retain voting shares of Carlson Bancshares, Inc., and thereby indirectly retain voting shares of Fidelity Bank, West Memphis, Arkansas.
- Permitted, July 27, 2022

Chicago
Main Street Bancorp, Inc., Princeville, Illinois -- the Andrew A. Black Living Trust, dated June 21, 2019, Andrew A. Black and Lesa A. Black as co-trustees, all of Princeville, Illinois; to become members of the German Family Control Group, a group acting in concert, to retain voting shares of Main Street Bancorp, Inc., and thereby indirectly retain voting shares of Princeville State Bank, Princeville, Illinois.
- Permitted, July 27, 2022

Kansas City
Panhandle Bancshares, Inc., Guymon, Oklahoma -- Sally Hawkins and Kyle Hawkins, Guymon, Oklahoma; Bill Pittman, Ginger Pittman, Frank Pittman, Paige Pittman Burgin, and Jerry Hart, all of Spearman, Texas; Bill Jack Pittman and Christi Pittman of Morse, Texas; and Jana Pittman Ivey, Amarillo, Texas; to join the Pittman Family Control Group, a group acting in concert, to retain voting shares of Panhandle Bancshares, Inc., and thereby indirectly retain voting shares of Bank of the Panhandle, Guymon, Oklahoma.
- Permitted, July 27, 2022
Change in Bank Control

New York


- Withdrawn, July 26, 2022

Kansas City

Spend Life Wisely Company, Inc., Durant, Oklahoma -- Gregory Corbin Massey and the Massey Family Foundation, Inc., both of Durant, Oklahoma; to become members of the Massey Family Group, a group acting in concert, to acquire voting shares of Spend Life Wisely Company, Inc., and thereby indirectly acquire voting shares of First United Bank and Trust Company, Durant, Oklahoma.

- Permitted, July 25, 2022

St. Louis

Sterling Bancshares, Inc., Poplar Bluff, Missouri -- the James K. Maddox Irrevocable Trust, James K. Maddox, as trustee, and the Daniel R. Coffman Trust, Daniel R. Coffman as trustee, all of Poplar Bluff, Missouri; to acquire voting shares of Sterling Bancshares, Inc., and thereby indirectly acquire voting shares of Sterling Bank, Poplar Bluff, Missouri.

- Permitted, July 29, 2022
Change in Bank Control

Minneapolis

Vermillion Bancshares, Inc., Vermillion, Minnesota -- the Irrevocable Gifting Trust fbo James F. Poepl dated December 21, 2020, James F. Poepl as trustee, and the Irrevocable Gifting Trust fbo Jacob M. Poepl dated December 21, 2020, Jacob M. Poepl as trustee, all of Hastings, Minnesota; and the Irrevocable Gifting Trust fbo Matthew J. Poepl dated December 21, 2020, Matthew J. Poepl as trustee, both of West St. Paul, Minnesota; to become members of the Poepl Family Group, a group acting in concert, to retain voting shares of Vermillion Bancshares, Inc., and thereby indirectly retain voting shares of Vermillion State Bank, Vermillion, Minnesota.

- Permitted, July 29, 2022

Extensions of Time

Richmond

Southern Bancshares (N.C.), Inc., Mount Olive, North Carolina -- extension to July 16, 2022, to acquire voting shares of Old Point Financial Corporation, and thereby indirectly acquire voting shares of The Old Point National Bank of Phoebus, both of Hampton, Virginia.

- Granted, July 26, 2022

International Operations

Cleveland

TCF Bank International, Inc., Minnetonka, Minnesota -- to amend its articles of association.

- Approved, July 25, 2022

Regulations and Policies

Chair

Emergency Lending Facilities -- disclosures pursuant to section 11(s) of the Federal Reserve Act.

- Approved, July 29, 2022
### Filings received during the week ending July 30, 2022

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<th>Filer</th>
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<tbody>
<tr>
<td>BROOKLINE BANCORP, INC.</td>
<td>* 3A3</td>
<td>Application by Brookline Bancorp, Inc., Boston, Massachusetts (&quot;Brookline&quot;) to acquire PCSB Financial Corporation, Yorktown Heights, New York, and its wholly-owned subsidiary bank, PCSB Bank, Brewster, New York, pursuant to section 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended, and section 225.15 of Regulation Y. Brookline will hold and operate PCSB Bank as a separate bank subsidiary.</td>
<td>Newspaper: 08/11/2022</td>
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<td>* 3A5</td>
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<td>Federal Register: 08/15/2022</td>
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<tr>
<td>HOMETOWN FINANCIAL GROUP MHC</td>
<td>* 3A3</td>
<td>Hometown Financial Group, MHC and Hometown Financial Group, Inc., Easthampton, Massachusetts (collectively, &quot;Hometown Financial&quot;) to acquire 100 percent of Randolph Bancorp, Inc., Stoughton, Massachusetts and thereby indirectly acquire Envision Bank, Randolph, Massachusetts.</td>
<td>Newspaper: 07/25/2022</td>
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<td>* 3A5</td>
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<td>Federal Register: 08/04/2022</td>
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Availability of CRA Public Evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

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

O = Outstanding
S = Satisfactory
NI = Needs to improve
SN = Substantial noncompliance

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

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<td>BANCO DE RESERVAS DE LA REPUBLICA DOMINICANA</td>
<td>FBSEA</td>
<td>Banco de Reservas de la Republica Dominicana, Santo Domingo, Dominican Republic, to establish representative offices in New York, New York, and Miami, Florida, pursuant to Section 10(a) of the International Banking Act and Section 211.24(a)(1)(i)(A) of Regulation K.</td>
<td>Newspaper: Not available&lt;br&gt;Federal Register: Not applicable</td>
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<td>HOMELAND COMMUNITY BANCORP, INC</td>
<td>3A1</td>
<td>Homeland Community Bancorp, Inc., McMinnville, Tennessee, to become a bank holding company by acquiring outstanding shares of Homeland Community Bank, McMinnville, Tennessee.</td>
<td>Newspaper: Not applicable Federal Register: Not applicable</td>
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| FVSB Mutual Bancorp, MHC                                   | * 3A1       | FVSB Mutual Bancorp, MHC, Fond du Lac, Wisconsin, to become mutual bank holding company and FVSB Bancorp, Inc., Fond du Lac, Wisconsin, proposes to become a mid tier stock bank holding company, all in connection with Fox Valley Savings Bank, Fond du Lac, Wisconsin proposals to convert from a mutual to stock savings bank. | Newspaper: Not available  
  Federal Register: Not available |
| HOOSIER HEARTLAND STATE BANCORP ESOP AND SAVINGS PLAN       | * 3A1       | Hoosier Heartland State Bancorp Employee Stock Ownership and Savings Plan Trust, Crawfordsville, Indiana to become a bank holding company by acquiring Hoosier Heartland State Bancorp and thereby indirectly acquiring Hoosier Heartland State Bank, both of Crawfordsville, Indiana. | Newspaper: Not available  
  Federal Register: 08/25/2022 |
| NORTHERN TRUST COMPANY, THE                                | * Branch    | The Northern Trust Company, Chicago, Illinois to establish a branch at 1001 Water Street, Tampa, Florida                                                                                                                                                                                                                                                                                       | Newspaper: 07/26/2022  
  Federal Register: Not applicable |
| NORTHERN TRUST COMPANY, THE                                | PWI         | The Northern Trust Company, Chicago, Illinois provided prior notice of its public welfare investment of $16,000,000 in ENMP 98 LP and CGRF Subsidiary Twenty-One LLC, pursuant to section 208.22(b) of Regulation H.                                                                                                                                                                                                                   | Newspaper: Not applicable  
  Federal Register: Not applicable |
| TERRE HAUTE SAVINGS MHC, INC.                              | * 3A3       | Terre Haute Savings MHC, Inc., Terre Haute, Indiana, to acquire First Savings Bank, Danville, Illinois; and merge into The Hometown Savings Bank, Terre Haute, Indiana, with The Hometown Savings Bank as the resulting institution.                                                                                                                                                              | Newspaper: Not available  
  Federal Register: 08/18/2022 |

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<td>900146</td>
<td>CUSB BK, CRESCO, IOWA</td>
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<td>07/23/2022</td>
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<td>Int Small Bank</td>
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<td>ENCORE BANCSHARES, INC</td>
<td>4c8</td>
<td>Encore Bancshares, Inc., Little Rock, Arkansas, to engage, de novo, in lending activities.</td>
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<tr>
<td>FIRST BANK</td>
<td>* Branch</td>
<td>First Bank, Creve Coeur, Missouri, to establish a branch facility to be located at The Hub, 3000 Prairie Avenue, St. Louis, Missouri.</td>
<td>08/09/2022</td>
</tr>
<tr>
<td>MONTICELLO BANKING COMPANY</td>
<td>* Branch</td>
<td>Monticello Banking Company, Monticello, Kentucky, to establish a branch facility to be located at 1004 West Fifth Street, London, Kentucky.</td>
<td>08/11/2022</td>
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<td>3120646</td>
<td>PATRIOT BK, MILLINGTON, TENNESSEE</td>
<td>02/07/2022</td>
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| BANK FORWARD EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST | * 3A3       | Bank Forward Employee Stock Ownership Plan and Trust to acquire 40.29% of the voting shares of Security State Bank Holding Company and thereby indirectly acquire voting shares of Bank Forward, all of Fargo, North Dakota. | Newspaper: 08/26/2022  
Federal Register: Not available |
| FRANDSEN FINANCIAL CORPORATION                  | CIC         | Robert D. Frandsen Revocable Trust U/A dated November 18, 2021 (Robert D. Frandsen, as trustee), and Rennaye M. Frandsen Revocable Trust U/A dated November 18, 2021, (Rennaye M. Frandsen, as trustee) all of Rush City, Minnesota, to become members of the Frandsen Family Control Group, a group acting in concert, to retain voting shares of Frandsen Financial Corporation, Arden Hills, Minnesota (Company), and thereby indirectly retain voting shares of Frandsen Bank & Trust, Lonsdale, Minnesota; Bank of Zumbrota, Zumbrota, Minnesota; and Pine Island Bank, Pine Island, Minnesota (the Banks). Additionally, Amy Knox, Palm Desert, California; Alexander Knox, White Bear Lake, Minnesota; Luca Bonvicini, White Bear Lake, Minnesota; Elena Bonvicini, Laguna Beach, California; Brittany Frandsen, Minneapolis, Minnesota; Johnay Frandsen, Minneapolis, Minnesota; and Frandsen Family Foundation, North Branch, Minnesota (Dennis Frandsen, Rush City, Minnesota, as trustee) to become members of the Frandsen Family Control Group, to acquire voting shares of Company, and thereby indirectly acquire voting shares of the Banks. | Newspaper: 08/09/2022  
Federal Register: 08/15/2022 |
| HERITAGE BANCSHARES GROUP INC. EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST | * 3A3       | Heritage Bancshares Group Inc. Employee Stock Ownership Plan and Trust to acquire 38.34 percent of the voting shares of Heritage Bancshares Group, Inc., and thereby indirectly acquiring voting shares of Heritage Bank, N.A., all of Spicer, Minnesota. | Newspaper: 08/15/2022  
Federal Register: Not available |

* Subject to the provisions of the Community Reinvestment Act
Availability of CRA Public Evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

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

O = Outstanding  
S = Satisfactory  
NI = Needs to improve  
SN = Substantial noncompliance

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

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<td>687951</td>
<td>FIRST WESTERN B&amp;TC, MINOT, NORTH DAKOTA</td>
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<td>07/29/2022</td>
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# Filings received during the week ending July 30, 2022

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| ALLBANK HOLDING COMPANY, INC. | * 3A1 | AllBank Holding Company, Inc., Tulsa, Oklahoma, to become a bank holding company through the acquisition of Bank of Locust Grove, Locust Grove, Oklahoma. | Newspaper: Not available  
Federal Register: 09/01/2022 |
| CEDAR BANCORP | CIC | J. Scott Schrempp, Hartington, Nebraska, Christine Rossiter, Elkhorn, Nebraska, and Mary Rossiter, Macon, Georgia, to become members of Rossiter Family Control Group, a group acting in concert, to retain voting shares of Cedar Bancorp, and thereby indirectly retain voting shares of Bank of Hartington, both of Hartington, Nebraska. | Newspaper: 08/27/2022  
Federal Register: 08/04/2022 |
| ELEVATION BANCSHARES, INC. | * 3A1 | Elevation Bancshares, Inc., St. Louis, Missouri (Elevation), to become a bank holding company by acquiring The First National Bank of Sedan, Sedan, Kansas (Sedan), through Elevation’s newly formed interim bank, Elevation Interim National Bank, which will merge with and into Sedan. | Newspaper: Not available  
Federal Register: 08/29/2022 |

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| BMC BANCSHARES, INC.      | 4c8         | BMC Bancshares, Inc., Dallas, Texas, engaged de novo in listed activities permitted by 12 C.F.R. 225.28(b)(3) of Regulation Y, namely leasing of personal property to third parties, through its wholly owned subsidiary Silver Diamond, LLC. | Newspaper: Not applicable  
Federal Register: Not available |
| GLOBAL ONE BANCSHARES, INC.| * 3A1       | Global One Bancshares, Inc., Carrollton, Texas to become a bank holding company through the acquisition of Chappell Hill Bank, Chappell Hill, Texas | Newspaper: Not available  
Federal Register: 08/11/2022 |
| TRANSPECOS FINANCIAL CORP.| * 3A3       | TransPecos Financial Corp, San Antonio, Texas to acquire Luling Bancshares, Inc., and indirectly Citizens State Bank of Luling, both of Luling, Texas. | Newspaper: 08/22/2022  
Federal Register: 08/25/2022 |

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<td>MISSION BANK</td>
<td>* Branch</td>
<td>Mission Bank, Bakersfield, California, to establish a new branch office at 5415 Avenida de Las Robles, Visalia, California.</td>
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<td>SILICON VALLEY BANK</td>
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<td>Silicon Valley Bank, Santa Clara, California, proposes to make a public welfare investment of $2.0 million in Raymond James California Housing Opportunities Fund X, LLC.</td>
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