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# Federal Reserve Release

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

*No. 38*

*Week Ending September 22, 2001*

**Testimony And Statements**

Condition of the Financial Markets -- statement by Chairman Greenspan before the Senate Committee on Banking, Housing, and Urban Affairs.

- Published, September 20, 2001

**Board Operations**

Division of International Finance -- promotion of Richard Freeman, William Helkie, and Steven Kamin to Deputy Associate Directors; appointment of Jon Faust, Joseph Gagnon, Michael Leahy, and D. Nathan Sheets as Assistant Directors; and assignment of general oversight responsibility for the division's activities to David Howard, Deputy Director.

- Approved, September 19, 2001

**Discount Rates**

Discount Rates -- decrease from 3 percent to 2-1/2 percent by twelve Federal Reserve Banks.

- Approved, September 17, 2001

**BS&R** Banking Supervision and Regulation  
**C&CA** Consumer and Community Affairs  
**FOMC** Federal Open Market Committee

**RBOPS** Reserve Bank Operations and Payment  
**IF** International Finance  
**OSDM** Office of Staff Director for Management

### **Bank Branches, Domestic**

#### Richmond

Bank of Clarke County, Berryville, Virginia -- to establish a branch at 1460 North Frederick Pike, Winchester.

- Approved, September 20, 2001

#### Kansas City

Bank of Colorado, Fort Lupton, Colorado -- to establish a branch at 605 Fourth Street.

- Approved, September 19, 2001

#### New York

The Chase Manhattan Bank, New York, New York -- to establish a branch at the Hub Shopping Center, Fulton and Bell Streets, Hempstead.

- Approved, September 17, 2001

#### Atlanta

Compass Bank, Birmingham, Alabama -- to establish branches at the intersections of Chandler Boulevard and North Price Road, Chandler, Arizona, and Preston Road and Stone Crest Road, Frisco, Texas.

- Approved, September 17, 2001

#### Chicago

Frontier Savings Bank, Council Bluffs, Iowa -- to establish a branch in the 500 block of 23rd Avenue.

- Approved, September 19, 2001

#### Chicago

Johnson Bank, Racine, Wisconsin -- to establish a branch at 525 Junction Road, Madison.

- Returned, September 20, 2001

#### Atlanta

Pointe Bank, Boca Raton, Florida -- to establish a branch at 500 South Pointe Drive, Miami Beach, Florida.

- Approved, September 19, 2001

### **Bank Branches, Domestic**

#### Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish branches at 1201 Main Street, Columbia, South Carolina, and 3535 Wheeler Road, Augusta, Georgia.  
- Approved, September 18, 2001

#### Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at 3336 Hebron Parkway, Carrollton, Texas.  
- Approved, September 19, 2001

#### Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish branches at 2900 Delk Road, Marietta; 3870 Peachtree Industrial Boulevard, Duluth; 5727 Burke Center, Burke, Virginia; 5980 Kingstown Center, Alexandria; and 10 King Street, Waldorf, Maryland.  
- Approved, September 17, 2001

#### Chicago

Warren Bank, Warren, Michigan -- to establish a branch on Garfield Road, Clinton Township.  
- Approved, September 21, 2001

### **Bank Holding Companies**

#### San Francisco

Alliance Bancshares California, Culver City, California -- to become a bank holding company with respect to Alliance Bank.  
- Approved, September 17, 2001

#### Boston

Boston Private Financial Holdings, Inc., Boston, Massachusetts -- to acquire Borel Bank and Trust Company, San Mateo, California.  
- Approved, September 21, 2001

#### San Francisco

FNB Bancorp, South San Francisco, California -- to become a bank holding company with respect to First National Bank of Northern California.  
- Approved, September 21, 2001

**Bank Holding Companies**

Richmond

FNB Corporation, Christiansburg, Virginia -- to acquire FNB National Association, Roanoke.

- Approved, September 21, 2001

Kansas City

Howard County Land and Cattle Company, Saint Paul, Nebraska -- to acquire shares of Citizens National Bank, Loup City, a de novo bank.

- Approved, September 21, 2001

Chicago

Marshall & Ilsley Corporation, Milwaukee, Wisconsin -- to acquire, through Metavante Corporation, the assets of Brokat Technologies Inc., a Delaware corporation, and Brokat Technologies AFS, Inc., a New York corporation, and thereby engage in data processing activities.

- Approved, September 18, 2001

Philadelphia

Mauch Chunk Trust Financial Corp, Jim Thorpe, Pennsylvania -- to become a bank holding company through the acquisition of Mauch Chunk Trust Company.

- Approved, September 18, 2001

New York

Popular, Inc., San Juan, Puerto Rico; Popular International Bank, Inc.; and Popular North America, Inc., Marlton, New Jersey -- to purchase, through Equity One, Inc., Marlton, certain assets of Money Line Mortgage, Inc., Englewood, Colorado, and thereby engage in extending credit and servicing loans.

- Approved, September 7, 2001 (AC)

Atlanta

United Community Banks, Inc., Blairsville, Georgia -- to acquire Peoples Bancorp, Inc., Carrollton, and Peoples Bank of West Georgia.

- Approved, September 21, 2001

Atlanta

Whitney Holding Corporation, New Orleans, Louisiana -- to merge with Redstone Financial, Inc., Houston, Texas, and thereby acquire Northwest Bank, N.A.

- Approved, September 21, 2001

### **Bank Mergers**

#### Atlanta

Riverside Bank of the Gulf Coast, Cape Coral, Florida -- to acquire certain assets and assume certain liabilities of BankAtlantic, A Federal Savings Bank, Fort Lauderdale.

- Approved, September 19, 2001

#### Cleveland

Sky Bank-Mid Am Region, Toledo, Ohio -- to purchase the assets and assume the liabilities of 10 Michigan branches of Standard Federal Bank, Troy, Michigan, and thereby establish branches.

- Approved, September 20, 2001

#### Minneapolis

The State Savings Bank of Manistique, Manistique, Michigan -- to acquire certain assets and assume the liabilities of the Curtis and Naubinway branches of North Country Bank & Trust, Traverse City, and thereby establish branches.

- Approved, September 19, 2001

### **Banks, Foreign**

#### Director, BS&R

Abbey National Treasury Services plc, London, England -- to establish a branch in Stamford, Connecticut.

- Approved, September 17, 2001

#### Director, BS&R

Royal Bank of Canada, Montreal, Canada -- waiver of remainder of notification period to establish a representative office in Wilmington, Delaware.

- Granted, September 17, 2001

### **Banks, Nonmember, And Miscellaneous Institutions**

#### Dallas

AgTexas Farm Credit Services, Lubbock, Texas -- deregistration under Regulation U.

- Approved, September 18, 2001

**Banks, Nonmember, And Miscellaneous Institutions**

Kansas City

Farm Credit Services of the Mountain Plains, ACA, Greeley, Colorado -- registration under Regulation U.

- Approved, September 17, 2001

Kansas City

Williams Communication Group, Inc., Tulsa, Oklahoma -- registration under Regulation U.

- Approved, September 17, 2001

**Change In Bank Control**

Minneapolis

Belle Fourche Bancshares, Inc., Belle Fourche, South Dakota -- change in bank control.

- Permitted, September 18, 2001

Minneapolis

Commercial Holding Company, Wagner, South Dakota -- change in bank control.

- Permitted, September 19, 2001

Dallas

La Grange Bancshares, Inc., La Grange, Texas -- change in bank control.

- Permitted, September 21, 2001

**Competitive Factors Reports**

San Francisco

All Merger Company, Culver City, California -- report on competitive factors of the proposed merger with Alliance Bank.

- Submitted, September 17, 2001

San Francisco

American West Bank, National Association, Ephrata, Washington -- report on competitive factors of the proposed merger with American West Bank, Spokane.

- Submitted, September 20, 2001

**Competitive Factors Reports**

Kansas City

Bank Midwest, National Association, Kansas City, Missouri -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Kirkwood branch of Bank Star, Pacific.

- Submitted, September 17, 2001

Richmond

Bank of Davie, Mocksville, North Carolina -- report on competitive factors of the proposed merger with Bank of the Carolinas, Landis.

- Submitted, September 17, 2001

Kansas City

Community National Bank, Chanute, Kansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Iola branch of Commercial Federal Bank, FSB, Omaha, Nebraska.

- Submitted, September 17, 2001

Chicago

Farmers State Bank, Schleswig, Iowa -- report on competitive factors of the proposed merger with FSB Transitory Corporation, Clarinda.

- Submitted, September 19, 2001

Kansas City

Farnam Bank, Farnam, Nebraska -- report on competitive factors of the proposed merger with the Cambridge branch of Home Federal Savings and Loan Association of Nebraska, Lexington.

- Submitted, September 17, 2001

Richmond

Gaston Federal Bank, Gastonia, North Carolina -- report on competitive factors of the proposed merger with Citizens Bank, Inc., Salisbury.

- Submitted, September 21, 2001

Kansas City

Kearney Trust Company, Kearney, Missouri -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Kearney branch of Community Bank-Excelsior Springs, Excelsior Springs.

- Submitted, September 17, 2001



### **Competitive Factors Reports**

#### Kansas City

Labette County State Bank, Altamont, Kansas -- report on competitive factors of the proposed merger with the McCune branch of Commerce Bank, N.A., Kansas City, Missouri.

- Submitted, September 17, 2001

#### Kansas City

Sunflower Bank, National Association, Salina, Kansas -- report on competitive factors of the proposed merger with First National Bank of Canon City, Canon City, Colorado.

- Submitted, September 17, 2001

#### San Francisco

Sunwest Bank, Tustin, California -- report on competitive factors of the proposed merger with West Coast Bancorp.

- Submitted, September 17, 2001

#### San Francisco

Washington Mutual Bank, F.A., Chatsworth, California -- report on competitive factors of the proposed purchase of 13 California branches of Washington Mutual Bank, Seattle, Washington.

- Submitted, September 17, 2001

### **Extensions Of Time**

#### Atlanta

Capital Bank, Montgomery, Alabama -- extension to December 18, 2001, to become a member of the Federal Reserve System.

- Granted, September 18, 2001

#### Dallas

First National Bank Group, Inc., Edinburg, Texas -- extension to December 18, 2001, to acquire Alamo Corporation of Texas, Alamo, and Alamo Bank of Texas.

- Granted, September 19, 2001

### **Extensions Of Time**

#### Kansas City

Morrill Bancshares, Inc., Sabetha, Kansas; Morrill & Janes Bancshares, Inc., Hiawatha; First Centralia Bancshares, Inc., Centralia; Onaga Bancshares, Inc., Onaga; and Davis Bancorporation, Inc., Davis, Oklahoma -- extensions to October 16, 2002, to acquire shares of FBC Financial Corporation, Claremore, Oklahoma, and to engage in operating a savings association.

- Granted, September 21, 2001

#### San Francisco

Northrim BanCorp, Inc., Anchorage, Alaska -- extension to December 14, 2001, to acquire Northrim Bank.

- Granted, September 21, 2001

#### Chicago

Shorebank Corporation, Chicago, Illinois -- extension to September 14, 2002, to establish, through Shorebank Advisory Services, Inc., Shorebank Advisory Services Mexico, Leon, Mexico, and thereby engage in community development investment advisory services.

- Granted, September 18, 2001

### **Financial Holding Companies**

#### Director, BS&R

Abbey National Treasury Services plc, London, England, and Abbey National plc -- election to be treated as financial holding companies on establishment by Abbey National Treasury Services of a branch in Stamford, Connecticut.

- Effective, September 18, 2001

#### Minneapolis

Belle Fourche Bancshares, Inc., Belle Fourche, South Dakota -- election to become a financial holding company.

- Effective, September 21, 2001

#### Cleveland

First Commerce Bancorp, Somerset, Kentucky -- election to become a financial holding company.

- Effective, September 21, 2001

### **Financial Holding Companies**

#### Secretary

First Financial Bankshares, Inc., Abilene, Texas, and First Financial Bankshares of Delaware, Inc., Wilmington, Delaware -- election to become financial holding companies.

- Effective, September 21, 2001

#### San Francisco

Ireland Bancorp, Malad City, Idaho -- election to become a financial holding company.

- Effective, September 20, 2001

### **International Operations**

#### Director, BS&R

J.P. Morgan Chase & Co., New York, New York -- to amend the articles of association of its Edge corporation subsidiaries for Chase Manhattan International, Inc. to change its name to J.P. Morgan International Inc. and for Chase Manhattan International Finance Ltd. to change its name to J.P. Morgan International Finance Limited and to change the location of its home office to Newark, Delaware.

- Approved, September 17, 2001

### **Membership**

#### Kansas City

CSB Bank, Claycomo, Missouri -- membership in the Federal Reserve System.

- Approved, September 19, 2001

#### Richmond

Sandy Spring Bank, Olney, Maryland -- membership in the Federal Reserve System.

- Approved, September 17, 2001

### **Regulations And Policies**

#### Secretary

Policy Statement on Payments System Risk -- extension to November 16, 2001, of the public comment period on the potential long-term direction of this policy [Docket No. R-1111].

- Approved, September 21, 2001

**Regulations And Policies**

FOMC

Short-term Interest Rates -- decrease in the target for the federal funds rate from 3-1/2 percent to 3 percent.

- Approved, September 17, 2001

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, September 22, 2001

### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

### Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Williamstown Mutual Holding Company (in formation), Williamstown, Massachusetts – application to become a mutual holding company through the acquisition of Williamstown Savings Bank, Williamstown, Massachusetts	Newspaper – 10/13/2001 Fed Reg – N/Avail
3(a)(3)	Berkshire Financial Services, Inc., Lee, Massachusetts – application to acquire Freedom National Bank, Greenville, Rhode Island, a de novo bank	Newspaper – N/Avail Fed Reg – 10/22/2001
3(a)(1)/3(a)(3)	Westfield Mutual Holding Company, Westfield, Massachusetts - application to form a second tier stock bank holding company Westfield Financial Inc., Westfield, Massachusetts	Newspaper – N/Avail Fed Reg – 10/22/2001

### Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(C)(8)	Camden National Corporation, Camden, Maine – notification to acquire Trust Company of Maine, Inc., Bangor, Maine pursuant to the Bank Holding Company Act of 1956	Fed Reg – 10/11/2001

**Section IV – Applications not subject to Federal Register or newspaper notice**

<i>Type</i>	<i>Application</i>
None	

**Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

**Section VI – CRA examinations scheduled for Quarter of**

<i>Institution</i>	<i>Location</i>
None	

## District 2

### Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, September 22, 2001

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Representative Office	Banca Comerciala Romana S.A., Bucharest, Romania, to establish a representative office in New York, New York.*	Newspaper – N/Avail
Representative Office	Royal Bank of Canada, Montreal, Canada, to establish a representative office in Wilmington, Delaware.*	Newspaper – N/Avail
Branch	NCF Bank Plc (formerly known as Nordea Companies Finland (NCF) Plc formerly known as MeritaNordbanken Plc), to establish a state-licensed branch at 437 Madison Avenue, New York, New York.*	Newspaper – N/Avail

\* Subject to the provisions of the Community Reinvestment Act

#### Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

#### Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

#### Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

## Section V – Availability of CRA public evaluations

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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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<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

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## Section VI – CRA examinations scheduled for Quarter of

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<i>Institution</i>	<i>Location</i>
None	

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# District 3

## Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, September 22, 2001

### Section I – Applications subject to newspaper notice only

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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### Section II – Applications subject to both newspaper and Federal Register notice

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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### Section III – Applications subject to Federal Register notice only

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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### Section IV – Applications not subject to Federal Register or newspaper notice

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<i>Type</i>	<i>Application</i>	
None		

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## Section V – Availability of CRA public evaluations

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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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<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

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## Section VI – CRA examinations scheduled for Quarter of

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<i>Institution</i>	<i>Location</i>
None	

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# District 4

## Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, September 22, 2001

### Section I – Applications subject to newspaper notice only

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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### Section II – Applications subject to both newspaper and Federal Register notice

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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### Section III – Applications subject to Federal Register notice only

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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### Section IV – Applications not subject to Federal Register or newspaper notice

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<i>Type</i>	<i>Application</i>	
None		

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## Section V – Availability of CRA public evaluations

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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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<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

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## Section VI – CRA examinations scheduled for Quarter of

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<i>Institution</i>	<i>Location</i>
None	

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## District 5

### Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, September 22, 2001

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	The Page Valley Bank, Luray, Virginia, to establish a branch at 600 Third Street, Shenandoah, Virginia.*	Newspaper - 10/01/2001
Branch	Gateway Bank & Trust Co., Elizabeth City, North Carolina, to establish a branch at 300-D Virginia Road, Edenton, North Carolina.*	Newspaper - 10/05/2001

\*Subject to the provisions of the Community Reinvestment Act.

#### Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Catawba Valley Bankshares, Inc., Hickory, North Carolina, to acquire First Gaston Bank of North Carolina, Gastonia, North Carolina.*	Fed Reg - 10/18/2001 Newspaper - 10/12/2001

\*Subject to the provisions of the Community Reinvestment Act.

#### Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

#### Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
25	Bank of America, N.A., Charlotte, North Carolina, to establish a branch office in Toronto, Canada.

**Section IV – Applications not subject to Federal Register or newspaper notice**

<i>Type</i>	<i>Application</i>
4(c)(8)	Community Bankshares, Inc., Orangeburg, South Carolina, to acquire Resource Mortgage, Inc., Columbia, South Carolina.

**Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

**Section VI – CRA examinations scheduled for Quarter of**

<i>Institution</i>	<i>Location</i>
None	

# District 6

## Federal Reserve Bank of Atlanta

**Applications and notifications filed during the week ending Saturday, September 22, 2001**

### **Section I – Applications subject to newspaper notice only**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	SouthTrust Bank, Birmingham, Alabama, to merge with Bank of Tidewater, Virginia Beach, Virginia.	N/Avail*
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 1550 W. Boynton Beach Boulevard, Boynton Beach, Florida.	09/21/2001*

\*Subject to provisions of the Community Reinvestment Act

### **Section II – Applications subject to both newspaper and Federal Register notice**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	FirstCity Bancorp, Inc., Gibson, Georgia, to become a bank holding company by acquiring FirstCity Bank, Gibson, Georgia (formerly Bank of Gibson).	N/Avail*
3(a)(1)	South Group Bancshares, Inc., Glennville, Georgia, to become a bank holding company by acquiring South Georgia Bank, Glennville, Georgia.	N/Avail*

\*Subject to provisions of the Community Reinvestment Act

### **Section III – Applications subject to Federal Register notice only**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

**Section IV – Applications not subject to Federal Register or newspaper notice**

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<i>Type</i>	<i>Application</i>
None	

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**Section V – 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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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

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**Section VI – CRA examinations scheduled for** **Quarter of**

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<i>Institution</i>	<i>Location</i>
None	

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## District 7

### Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, September 22, 2001

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Comerica Bank, Detroit, Michigan, for prior approval to establish branches at 23120 Allen Road, Woodhaven, Michigan and 260 Brown Road, Auburn Hills, Michigan.*	Newspaper – 9/21/2001
Branch	1st Source Bank, South Bend, Indiana, for prior approval to acquire the Fort Wayne, Huntington, Bluffton, New Haven, Columbia City and Auburn, Indiana branches of Standard Federal Bank, Troy, Michigan and thereby to establish 13 branches.*	Newspaper – 9/20/2001
Branch	Marquette Bank, Chicago, Illinois, for prior approval to establish a branch at the southwest corner of Route 30 and Joliet Highway, New Lenox, Illinois.*	Newspaper – 9/26/2001
Branch	Michigan Heritage Bank, Farmington Hills, Michigan, for prior approval to establish a branch at 21211 Haggerty Road, Novi, Michigan.*	Newspaper – 8/16/2001
Branch	Warren Bank, Warren, Michigan, for prior approval to establish a branch at approximately 38876 Garfield Road, Clinton Township, Michigan.*	Newspaper – 9/14/2001

\* Subject to the provisions of the Community Reinvestment Act

#### Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CC	Notification by J. D. Bergman Corporation, Hinsdale, Illinois and Jay D. Bergman, of a Change in Control to acquire additional voting shares of American Heartland Bancshares, Inc., Sugar Grove, Illinois.	Fed Reg – 10/02/2001 Newspaper – 10/01/2001
CC	Helen M. Paul proposes to acquire an additional 50 shares of APM Bancorp, Inc., Buffalo, Iowa.	Fed Reg – 9/19/2001 Newspaper – 9/21/2001
3(a)(3)	Capitol Bancorp, Ltd., Lansing, Michigan and Sun Community Bancorp Limited, Phoenix, Arizona, for prior approval to acquire 51 percent of the voting shares of Napa Community Bank (in organization), Napa, California.*	Fed Reg – 9/28/2001 Newspaper – 9/22/2001

**Section II – Applications subject to both newspaper and Federal Register notice**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Eagle Bancshares, Inc., Cashton, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100 percent of the outstanding shares of Cashton Bancshares, Inc., Cashton, Wisconsin and thereby indirectly Bank of Cashton, Cashton, Wisconsin.*	Fed Reg – 9/20/2001 Newspaper – 9/21/2001
4(c)(8)	FBOP Corporation, Oak Park, Illinois, for prior approval to acquire 100 percent of the voting shares of Bank Plus Corporation, Los Angeles, California and thereby indirectly acquire Fidelity Federal Bank, FSB, Glendale, California and thereby engage in operating a savings association.*	Fed Reg – 10/09/2001 Newspaper – N/Avail
3(a)(1)	First California Northern Bancorp, Napa, California, for prior approval to become a bank holding company through the acquisition of 51 percent of the voting shares of Napa Community Bank (in organization), Napa, California.*	Fed Reg – 9/28/2001 Newspaper – 9/22/2001
3(a)(3)	Great River Financial Group, Inc., Burlington, Iowa, for prior approval to acquire 100% of Southeast Security Bank, Mediapolis, Iowa.*	Fed Reg – 9/28/2001 Newspaper – 9/28/2001
3(a)(3)	Mid-Iowa Bancshares Co., Algona, Iowa, for prior approval to acquire in excess of 5% but not to exceed 10% of Horizon Bank (in organization), Encino, California.*	Fed Reg – 9/11/2001 Newspaper – 9/22/2001
3(a)(3)	Northstar Financial Group, Inc., Bad Axe, Michigan, for prior approval to acquire 100 percent of the voting shares of Seaway Community Bank (in organization), St. Clair, Michigan.*	Fed Reg – 10/12/2001 Newspaper – N/Avail
3(a)(3)	Prairieland Employee Stock Ownership Plan, Bushnell, Illinois, for prior approval to acquire 45.85 percent of the voting shares of Prairieland Bancorp, Inc., Bushnell, Illinois and thereby indirectly acquire Farmers and Merchants State Bank, Bushnell, Illinois.*	Fed Reg – 10/05/2001 Newspaper – 10/03/2001
3(a)(3)	River Valley Bancorp, Inc., Eldridge, Iowa, for prior approval to acquire 100 percent of State Bank of Latham, Latham, Illinois.*	Fed Reg – 9/28/2001 Newspaper – N/Avail
CC	Notification by John G. Rosholt, of a Change in Control to retain control, and by Gary C. Rosholt to acquire control, of Rosholt Bancorporation, Inc., Rosholt, Wisconsin.	Fed Reg – 8/27/2001 Newspaper – N/Avail

\* Subject to the provisions of the Community Reinvestment Act

**Section III – Applications subject to Federal Register notice only**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

#### Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
Regulation K	Shorebank Corporation, Chicago, Illinois, for prior approval to establish Shorebank Advisory Services Romania, Bucharest, Romania, and thereby to engage in the activity of providing community development investment advisory.

#### Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
457547	Union Bank 201 E. Main Street Streator, Illinois 61364-2977 (815) 673-3333	4/16/2001	9/21/2001	O	X	

#### Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

## District 8

### Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, September 22, 2001

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

#### Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Notice by Clover Leaf Financial Corp., Edwardsville, Illinois, to acquire 100 percent of Clover Leaf Bank, S.B., Edwardsville, Illinois.*	Newspaper – N/Avail. Fed Reg – N/Avail.
CIC	Notice involving Riverside Bancshares, Inc., Little Rock, Arkansas, by Stephen C. Davis, Little Rock, Arkansas, to retain 33.33 percent.	Newspaper – N/Avail. Fed Reg – 10/12/2001

\* Subject to the provisions of the Community Reinvestment Act

#### Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

#### Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

**Section V – Availability of CRA public evaluations**

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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.

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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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<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

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**Section VI – CRA examinations scheduled for** **Quarter of**

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<i>Institution</i>	<i>Location</i>
None	

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## District 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, September 22, 2001

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

#### Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Credit Riviere Bancorporation, Inc., Austin, Texas, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of First State Bank of Sinai, Sinai, South Dakota.*	Fed. Reg. – 10/09/2001 Newspaper – 10/12/2001
3(a)(1)	Venture Bancshares, Inc., Bloomington, Minnesota, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of Venture Bank, Bloomington, Minnesota, a <u>de novo</u> bank.*	Fed. Reg. – 10/15/2001 Newspaper – 10/13/2001
3(a)(3)	State Bankshares, Inc., Fargo, North Dakota, for prior approval to acquire 100% of the voting shares of State Bank of Moorhead, Moorhead, Minnesota.*	Fed. Reg. – 10/22/2001 Newspaper – N/Avail.
CIC	Wayne Edsall Trust No. 2, Wayne Edsall trustee, to acquire control of Inter-Mountain Bancorp., Inc., Bozeman, Montana.	Fed. Reg. – 10/12/2001 Newspaper – N/Avail.
CIC	WCB Bancshares, Inc. 401(k) Plan and Trust, John Malmberg trustee, to acquire control of WCB Bancshares, Inc., Oakdale, Minnesota.	Fed. Reg. – N/Avail. Newspaper – N/Avail.

\*Subject to the provisions of the Community Reinvestment Act.

#### Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

**Section IV – Applications not subject to Federal Register or newspaper notice**

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<i>Type</i>	<i>Application</i>
None	

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**Section V – 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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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

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**Section VI – CRA examinations scheduled for** **Quarter of**

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<i>Institution</i>	<i>Location</i>
None	

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## District 10

### Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, September 22, 2001

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Heritage Bank, Louisville, Colorado, for prior approval to establish a branch at 3850 York Street, Denver, Colorado.	Newspaper – 09/25/2001

#### Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Southern Colorado National Bancorp, Inc., Pueblo, Colorado, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Southern Colorado National Bank, Pueblo, Colorado.	Newspaper – N/Available Fed Reg – 10/22/2001
CIC	Notice by Larry Ross Cox, Henderson, Nebraska, for prior approval to acquire 32.31 percent of the voting shares of Cedar Rapids State Company, and its subsidiary Cedar Rapids State Bank, both of Cedar Rapids, Nebraska.	Newspaper – N/Available Fed Reg – 10/09/2001
CIC	Carl J. Sjulín, Lincoln, Nebraska, as trustee of the Carl J. Sjulín Revocable Trust and trustee of a Voting Trust Agreement, for prior approval to increase his ownership interest from 24.8 percent to 50.2 percent of the voting shares of West Gate Bانشares, Inc., parent of West Gate Bank, both of Lincoln, Nebraska.	Newspaper – 10/01/2001 Fed Reg – 09/27/2001

#### Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		



**Section IV – Applications not subject to Federal Register or newspaper notice**

<i>Type</i>	<i>Application</i>
None	

**Section V – 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.

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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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

**Section VI – CRA examinations scheduled for Quarter of**

<i>Institution</i>	<i>Location</i>
None	

# District 11

## Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, September 22, 2001

### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Texas State Bank, McAllen, TX, to establish a branch office at 2314 West University Drive, Edinburg, TX, 78539*	10/03/2001

\*Subject to the provisions of the Community Reinvestment Act

### Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	DNB Bancshares, Inc., Dallas, TX, to acquire DNB Delaware Financial Corporation, Inc., Dover, DE, and Dallas National Bank, Dallas, TX* (previously reported the week ending September 15, 2001)	Fed Reg – 10/15/2001 Newspaper – 10/09/2001
3(a)(1)	DNB Delaware Financial Corporation, Inc., Dover, DE, to acquire Dallas National Bank, Dallas, TX* (previously reported the week ending September 15, 2001)	Fed Reg – 10/15/2001 Newspaper – 10/09/2001
3(a)(1)	Outsource Holdings, Inc., Lubbock, TX, to acquire Outsource Delaware Holdings, Inc., Dover, DE, Falcon Bancorporation, Inc., Memphis, TX, and First Bank and Trust of Memphis, Memphis, TX* (previously reported the week ending September 15, 2001)	Fed Reg – 10/12/2001 Newspaper – 10/12/2001
3(a)(1)	Outsource Delaware Holdings, Inc., Dover, DE, to acquire Falcon Bancorporation, Inc., Memphis, TX, and First Bank and Trust of Memphis, Memphis, TX* (previously reported the week ending September 15, 2001)	Fed Reg – 10/12/2001 Newspaper – 10/12/2001

\*Subject to the provisions of the Community Reinvestment Act

**Section III – Applications subject to Federal Register notice only**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

**Section IV – Applications not subject to Federal Register or newspaper notice**

<i>Type</i>	<i>Application</i>
None	

**Section V – Availability of CRA public evaluations**

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

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**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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

**Section VI – CRA examinations scheduled for** **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

# District 12

## Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, September 22, 2001

### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Business Bank of California, San Bernardino, California, to merge with Metro Commerce Bank, San Rafael, California.*	Newspaper – N/Avail Fed Reg – N/Avail

\* Subject to the provisions of the Community Reinvestment Act

### Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

### Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

### Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

## Section V – Availability of CRA public evaluations

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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.

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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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
20866	Home Valley Bank 110 SW 4 <sup>th</sup> Street Grants Pass, OR 97526 (541) 955-7082	05/29/2001	09/21/2001	S		X
155263	Desert Community Bank 12530 Hesperia Road Victorville, CA 92392 (760) 243-2140	05/21/2001	09/19/2001	O	X	

The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.

## Section VI – CRA examinations scheduled for Quarter of

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*Institution*

*Location*

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None

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