
Federal Reserve Release



H.2

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

No. 40

Week Ending October 3, 1998

Testimony And Statements

Federal Reserve's role in facilitating the private-sector refinancing of Long-Term Capital Management -- statement by Chairman Greenspan before the House Committee on Banking and Financial Services, October 1, 1998.

- Published, October 1, 1998

Bank Holding Companies

First Mariner Bancorp, Baltimore, Maryland -- to acquire Glen Burnie Bancorp, Glen Burnie, Maryland, and The Bank of Glen Burnie.

- Approved, September 28, 1998

Regulations And Policies

Markets for Small Business and Commercial Mortgage Related Securities -- report to Congress.

- Approved, September 8, 1998 (AC)

Profitability of Credit Card Operations of Depository Institutions -- annual report to the Congress.

- Approved, September 28, 1998

BS&R	Banking Supervision and Regulation	RBOPS	Reserve Bank Operations and Payment
C&CA	Consumer and Community Affairs	IF	International Finance
FOMC	Federal Open Market Committee	OSDM	Office of Staff Director for Management

Bank Branches, Domestic

New York

Banco Popular de Puerto Rico, Hato Rey, Puerto Rico -- to establish branches at 150 Huguenot Street, New Rochelle, New York, and 120 Broadway, New York, New York.

- Approved, September 29, 1998

Secretary

Bank of Tidewater, Virginia Beach, Virginia -- to establish a branch at 6330 Newtown Road, Norfolk, Virginia.

- Approved, September 25, 1998 (AC)

Chicago

Byron Center State Bank, Byron Center, Michigan -- to establish a branch at 6163 Lake Michigan Drive, Allendale, Michigan.

- Approved, September 29, 1998

Philadelphia

Wilmington Trust of Pennsylvania, West Chester, Pennsylvania -- to establish a branch at 787 Lancaster Avenue, Villanova, Pennsylvania.

- Approved, October 2, 1998

Bank Holding Companies

New York

Bank of New York Company Inc., New York, New York -- to acquire through BNY ESI & Co., all the assets and certain liabilities of Alpha Management Inc., San Francisco, California, and engage in securities brokerage and related activities.

- Approved, October 1, 1998

Kansas City

BOK Financial Corporation, Tulsa, Oklahoma -- to acquire Bank of Albuquerque, N.A., Albuquerque, New Mexico.

- Approved, September 29, 1998

Bank Holding Companies

Atlanta

Business Holding Corporation, Baton Rouge, Louisiana -- to acquire The Business Bank of Baton Rouge.
- Approved, October 1, 1998

Atlanta

Colonial BancGroup, Inc., Montgomery, Alabama -- to merge with InterWest Bancorp, Inc., Reno, Nevada, and acquire InterWest Bank.
- Approved, September 29, 1998

Atlanta

Colonial BancGroup, Inc., Montgomery, Alabama -- to acquire InterWest Mortgage, Reno, Nevada, and engage in lending activities.
- Approved, September 29, 1998

Minneapolis

First Bancorporation, Inc., La Crosse, Wisconsin -- to engage in data processing activities through the acquisition of Midwest Data Services, Inc.
- Approved, September 30, 1998

Kansas City

First Beemer Corporation, Beemer, Nebraska -- to acquire shares of Citizens Bank, Bancroft, Nebraska.
- Approved, September 30, 1998

Atlanta

FLAG Financial Corporation, LaGrange, Georgia -- to merge with Heart of Georgia Bancshares, Inc., Mount Vernon, Georgia, and acquire Mount Vernon Bank.
- Approved, September 30, 1998

Atlanta

George Family Partnership, Ltd., Bonifay, Florida, and Bonifay Holdings, L.L.C. -- to acquire Bonifay Holding Company, Inc.
- Approved, September 30, 1998

Bank Holding Companies

Dallas

Grandview Bancshares, Inc., Grandview, Texas -- to acquire Grandview Delaware Financial, Inc., Dover, Delaware, and First State Bank, Grandview, Texas.
- Approved, September 30, 1998

Dallas

Grandview Delaware Financial, Inc., Dover, Delaware -- to acquire First State Bank, Grandview, Texas.
- Approved, September 30, 1998

St. Louis

NBC Capital Corporation, Starkville, Mississippi -- waiver of notification to acquire, through merger, First National Corporation of West Point, West Point, Mississippi; National Bank of the South, Tuscaloosa, Alabama; and The First National Bank of West Point, West Point, Mississippi.
- Granted, October 2, 1998

Secretary

Norwest Corporation, Minneapolis, Minnesota -- to sell interests in DRH Mortgage, LLC, Corona, California, to DR Horton, Inc.-Los Angeles, Los Angeles, California.
- Approved, September 29, 1998

New York

Popular, Inc., Hato Rey, Puerto Rico; Popular International Bank, Inc.; and Popular North America, Inc., Mt. Laurel, New Jersey -- to acquire through Popular Cash Express, Inc., Chicago, Illinois, Inglewood Quik Check, Inc., Inglewood, California; Houston Checkcashers, Inc., Houston, Texas; and Checkcashers of Florida, Inc., Ft. Lauderdale, Florida, and engage in check cashing, money transmission, and certain other related activities.
- Approved, October 1, 1998

Director, BS&R

Premier Financial Services, Inc., Freeport, Illinois, and Premier Acquisition Company -- request for relief from certain commitments made in connection with the application to acquire First Northbrook Bancorp, Inc., Northbrook, Illinois; First National Bank Northbrook; and First Security Bank of Cary-Grove, Cary, Illinois.
- Approved, October 1, 1998

Bank Holding Companies

Philadelphia

Republic First Bancorp, Inc., Philadelphia, Pennsylvania -- to acquire Republic First Bank Delaware, Brandywine, Delaware.
- Approved, October 1, 1998

New York

Royal Bank of Canada, Montreal, Quebec, Canada -- to engage through RBC Dominion Securities Corporation, New York, New York, in acting as the general partner for private investment funds and as commodity pool operator for certain funds, and to engage in certain investment adviser and securities activities.
- Approved, September 29, 1998

Minneapolis

Sherburn Bancshares, Inc., Sherburn, Minnesota -- to engage de novo in making loans and purchasing overlines.
- Approved, October 2, 1998

San Francisco

Stockmans Financial Group, Elk Grove, California -- waiver of application to acquire Stockmans Bank.
- Granted, September 28, 1998

Dallas

Texas Financial Bancorporation, Minneapolis, Minnesota, and Delaware Financial, Inc., Wilmington, Delaware -- to acquire Walburg State Bank, Georgetown, Texas.
- Approved, September 30, 1998

New York

WestDeutsche Landesbank Girozentrale, Dusseldorf, Federal Republic of Germany -- to engage through WestLB Securities Americas Inc., New York, New York, in securities brokerage services, riskless principal transactions, and private placement services.
- Approved, October 1, 1998

Bank Mergers

Atlanta

Colonial Bank, Montgomery, Alabama -- to merge with InterWest Bank, Reno, Nevada.

- Approved, September 29, 1998

Chicago

Mercantile Bank Midwest, Des Moines, Iowa -- to merge with The Rock Island Bank, N.A., Bettendorf, Iowa, and establish six branches.

- Approved, October 2, 1998

Chicago

Mercantile Bank Midwest, Des Moines, Iowa -- to merge with First National Bank Iowa, Iowa City, Iowa, and establish nine branches.

- Approved, October 2, 1998

Banks, Foreign

General Counsel

Corporacion Bancaria de Espana, S.A., Madrid, Spain -- request to file an application under Regulation K to establish offices in the United States after consummation of its proposed merger with Banco Exterior de Espana, S.A.

- Approved, September 29, 1998

Change In Bank Control

Cleveland

Sherwood Banc Corporation, Sherwood, Ohio -- change in bank control.

- Withdrawn, September 30, 1998

Competitive Factors Reports

San Francisco

American General Corporation, Houston, Texas -- report on competitive factors of the proposed acquisition of Standard Pacific Savings, F.A., Newport Beach, California.

- Submitted, September 30, 1998

Competitive Factors Reports

Kansas City

Bank of Albuquerque, N.A., Albuquerque, New Mexico -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of 17 New Mexico branches of Bank of America National Trust and Savings Association, San Francisco, California.
- Submitted, September 28, 1998

Chicago

Bank of Lyons, Lyons, Illinois -- report on competitive factors of the proposed merger with Interim Bank of Lyons.
- Submitted, September 28, 1998

Richmond

Bank of Travelers Rest, Travelers Rest, South Carolina -- report on competitive factors of the proposed merger with Travrest Interim Bank.
- Submitted, September 28, 1998

Atlanta

Big Lake National Bank, Okeechobee, Florida -- report on competitive factors of the proposed purchase of the Wauchula and Arcadia, Florida, branches of First Union National Bank, Charlotte, North Carolina.
- Submitted, September 30, 1998

Chicago

East Side Bank and Trust Company, Chicago, Illinois -- report on competitive factors of the proposed merger with Bank of Lyons, Lyons, Illinois.
- Submitted, September 28, 1998

New York

Fleet Bank, N.A., Jersey City, New Jersey -- report on competitive factors of the proposed assumption of certain liabilities of Sovereign Bank, Wyomissing, Pennsylvania.
- Submitted, September 30, 1998

Dallas

Hibernia National Bank, Texarkana, Texas -- report on competitive factors of the proposed acquisition of 10 branches of First Service Bank, Marshall, Texas.
- Submitted, October 2, 1998

Competitive Factors Reports

Secretary

Mercantile Trust Company, N.A., St. Louis, Missouri -- report on competitive factors of the proposed acquisition, by merger, of The Rock Island Bank, N.A., Bettendorf, Iowa.

- Submitted, September 30, 1998

San Francisco

Northland Savings Bank, Seattle, Washington -- report on competitive factors of the proposed merger with and into National Bank of Alaska, Anchorage, Alaska.

- Submitted, October 2, 1998

Secretary

Norwest Bank Minnesota, N.A., Minneapolis, Minnesota -- report on competitive factors of the proposed merger with MidAmerica Bank, Newport, Minnesota, and MidAmerica Bank South, Mankato, Minnesota.

- Submitted, October 2, 1998

Kansas City

Security National Bank, Laurel, Nebraska -- report on competitive factors of the proposed merger with Osmond State Bank, Osmond, Nebraska.

- Submitted, September 28, 1998

Kansas City

Wood & Huston Bank, Marshall, Missouri -- report on competitive factors of the proposed merger with Missouri Southern Bank, West Plains, Missouri.

- Submitted, September 28, 1998

Extensions Of Time

Cleveland

Banc One Corporation, Columbus, Ohio; KeyCorp, Cleveland, Ohio; National City Corporation; PNC Bank Corp., Pittsburgh, Pennsylvania; and First Union Corporation, Charlotte, North Carolina -- extension to December 29, 1998, to commence ATM and POS services worldwide through Electronic Payment Systems, Inc.

- Granted, September 29, 1998

Extensions Of Time

Kansas City

Gold Banc Corporation, Inc., Leawood, Kansas, and Gold Banc Acquisition Corporation, Inc. -- extension to October 31, 1998, to acquire First State Bancorp, Inc., Pittsburg, Kansas.

- Granted, October 2, 1998

Kansas City

Mid-America Bancorp, Inc., Jewell, Kansas -- extension to January 10, 1999, to acquire Heartland Bank.

- Granted, October 1, 1998

Membership

Kansas City

Legacy Bank, Hinton, Oklahoma; Legacy Bank ACB, Binger, Oklahoma; and Legacy Bank TC, Blanchard, Oklahoma -- to become members of the Federal Reserve System.

- Approved, October 1, 1998

Chicago

Warren Bank, Warren, Michigan -- to become a member of the Federal Reserve System.

- Approved, September 30, 1998

Regulations And Policies

FOMC

Federal Open Market Committee -- minutes of the meeting on August 18, 1998.

- Published, October 1, 1998

FOMC

Short-term interest rates -- decrease in federal funds rate.

- Approved, September 29, 1998

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, October 3, 1998

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>
None		

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)	Mutual Bancorp of the Berkshires, Inc., Pittsfield, Massachusetts – notification to engage in certain trust activities through the indirect acquisition of 34% of the Class B preferred stock and 50% of the common stock of Trust Company of the Berkshires, N.A., Pittsfield, Massachusetts	Fed Reg – 10/20/98

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</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						

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, October 3, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	European American Bank, New York, New York, to establish a branch office at the Waldbaums Supermarket located at 5500 Sunrise Highway, Massapequa, New York.	10/19/1998
18(c)	Banco Popular Transition Bank, Hato Rey, Puerto Rico, to acquire the assets and related liabilities of Banco Popular de Puerto Rico, Hato Rey, Puerto Rico, and to establish branches.	10/09/1998
18(c)	Banco Popular de Puerto Rico, Hato Rey, Puerto Rico, to merge into BPNY, and to establish branches.*	10/09/1998
18(c)	Banco Popular, N.A. (California), Commerce City, California, to merge into BPNY, and to establish branches.*	10/09/1998
18(c)	Banco Popular, N.A. (Florida), Sanford, Florida, to merge into BPNY, and to establish branches.*	10/09/1998
18(c)	Banco Popular N.A. (New Jersey), Newark, New Jersey, to merge into BPNY, and to establish branches.*	10/09/1998
18(c)	Banco Popular N.A. (Illinois), Melrose Park, Illinois, to merge into BPNY, and to establish branches.*	10/09/1998
18(c)	First State Bank of California, Santa Fe Springs, California, to merge into BPNY, and to establish branches.*	10/09/1998
18(c)	Gore-Bronson Bank, Prospect Heights, Illinois, to merge into BPNY, and to establish branches.*	10/09/1998
18(c)	Irving Bank, Chicago, Illinois, to merge into BPNY, and to establish branches. *	10/09/1998
18(c)	Water Tower Bank, Chicago, Illinois, to merge into BPNY, and establish branches.*	10/09/1998

* 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)	Popular, Inc., and Popular International Bank, Inc., both of Hato Rey, Puerto Rico, Popular North America, Inc., Mt. Laurel, New Jersey, and Banco Popular North America, Inc., Chicago, Illinois, to acquire control of the proposed New York state-chartered Banco Popular, New York, New York, New York .*	Newspaper - 10/09/1998
3(a)(3)	Popular, Inc., and Banco Popular de Puerto Rico, both of Hato Rey, Puerto Rico, to acquire the proposed Puerto Rico state-chartered Banco Popular Transition Bank, Hato Rey, Puerto Rico.*	Newspaper - 10/09/1998
3(a)(3)	Popular, Inc., Popular International Bank, Inc., both of Hato Rey, Puerto Rico, and Popular North America, Inc., Mt. Laurel, New Jersey, to retain control of Banco Popular N.A. (New Jersey), Newark, New Jersey, upon its conversion from a federal savings association.*	Newspaper - 10/09/1998
3(a)(3)	Banco Popular North America, Inc., Mt. Laurel, New Jersey, to acquire control of Banco Popular, N.A. (Texas), Houston, Texas.*	Newspaper - 10/09/1998
3(a)(3)	Valley National Bancorp, Wayne, New Jersey, to acquire up to 9.9 percent of the common stock of Vista Bancorp, Inc., Philipsburg, New Jersey.*	Newspaper – 10/25/1998

* 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.

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</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						

Section VI – CRA examinations scheduled for

Quarter of

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, October 3, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Berks County Bank, Reading, PA, to establish a branch office at 4001 Perkiomen Avenue, Exeter Township, County of Berks, PA.	N/Avail

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

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:

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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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, October 3, 1998

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>
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>
4(c)(8)	Received notice from Mellon Bank Corporation, Pittsburgh, PA on 09/30/1998 of its intent to acquire a 50 percent equity interest in Russell Mellon Analytical Services, LLC, Tacoma WA.

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</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						

Section VI – CRA examinations scheduled for

Quarter of

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, October 3, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)(8)	Centura Bank, Rocky Mount, North Carolina, to merge with Scotland Savings Bank, Inc., SSB, Laurinburg, North Carolina.*	10/11/1998

*Subject to the provision 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)(5)	Mid-Atlantic Community BankGroup, Inc., Gloucester, Virginia, to acquire United Community Bankshares, Inc., Franklin, Virginia.*	Fed Reg – 10/23/1998 Newspaper – 10/19/1998
3(a)(5)	Centura Banks, Inc., Rocky Mount, North Carolina, to merge with Scotland Bancorp, Inc., Laurinburg, North Carolina.*	Fed Reg – 10/29/1998 Newspaper – 10/11/1998
3(a)(5)	City Holding Company, Charleston, West Virginia, to merge with Horizon Bancorp, Inc., Beckley, West Virginia.*	Fed Reg – N/Avail Newspaper – 10/31/1998

*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>
4(c)(8)	First Frederick Financial Corporation, Frederick, Maryland, to place cash dispensing machines in locations owned or leased by unaffiliated third parties and thereby engage in data processing activities.	Fed Reg – 10/16/1998

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>
274829	Miners & Merchants Bank and Trust Company East U. S. Route 460 Grundy, Virginia 24614	7/20/1998	9/3/1998	S		X

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, October 3, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Southwest Georgia Bank, Moultrie, Georgia, to acquire certain assets and assume certain liabilities of one branch of Farmers and Merchants Bank, Monticello, Florida, located at 1102 West Harris Street, Pavo, Georgia.	N/Avail*

*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)(3)	The Weatherford Foundation of Red Bay, AL, Inc., Red Bay, Alabama, along with its bank holding company subsidiary, Independent Bancshares, Inc., Red Bay, Alabama, to acquire Community Spirit Bancshares, Inc., Belmont, Mississippi, and its subsidiary, Community Spirit Bank – Mississippi, Belmont, Mississippi.	N/Avail*
3(a)(3)	Appalachian Bancshares, Inc., Ellijay, Georgia, to acquire First National Bank of Union City, Blairsville, Georgia.	N/Avail*
CIC	First Capital Bancorp, Inc., Norcross, Georgia, prior notification by Mr. William R. Blanton, Duluth, Georgia, to acquire an additional 18.28 percent of the outstanding shares of First Capital Bancorp, Inc., Norcross, Georgia.	N/Avail*
3(a)(3)	Synovus Financial Corporation, Columbus, Georgia, to acquire Georgia Bank & Trust Company, Calhoun, Georgia.	N/Avail*
3(a)(1)	Community Spirit Bancshares, Inc., Belmont, Mississippi, to become a bank holding company by acquiring Community Spirit Bank – Mississippi (in organization), Belmont, Mississippi.	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>
4(c)(8)	South Alabama Bancorporation, Mobile, Alabama, to acquire First National Securities, Inc., Brewton, Alabama, and thereby engage in securities brokerage activities.	10/15/1998

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

<i>Type</i>	<i>Application</i>
WAIVR	Hibernia Corporation, New Orleans, Louisiana, to waive the application requirement of section 3 of the Bank Holding Company Act with respect to the proposed merger of First Service Bank, Marshall, Texas, with its subsidiary bank, Hibernia National Bank of Texas, Texarkana, Texas.

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>
279338	First Southern Bank 9955 W. Glade Road Boca Raton, FL 33434 (561) 479-2100	06/18/1998	09/30/1998	S		X

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

Institution

Location

None

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, October 3, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branch	Mercantile Bank Midwest Des Moines, Iowa First National Bank Iowa Iowa City, Iowa and thereby to establish 9 branches	Newspaper – 09/27/1998
18(c) & Branch	Mercantile Bank Midwest Des Moines, Iowa Rock Island Bank, N.A. Bettendorf, Iowa and thereby to establish 6 branches	Newspaper – 09/27/1998
Newspaper - Newspaper Comment Period Ending Date		

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)	Legacy Bancorp, Inc.* Milwaukee, Wisconsin Legacy Bank (in organization) Milwaukee, Wisconsin	Fed Reg – 10/02/1998 Newspaper – 09/30/1998
3(a)(1)	Ambank Holdings, Inc.* Davenport, Iowa American Bank and Trust Company (in organization) Davenport, Iowa	Fed Reg – 10/26/1998 Newspaper – N/Avail
3(a)(1)	St. Charles Financial Corporation* Oak Brook, Illinois Commerce Bancorp, Inc. Berkeley, Illinois National Bank of Commerce Berkeley, Illinois	Fed Reg – 10/26/1998 Newspaper – N/Avail
3(a)(3)	Community Bancshares Corp.* Indianola, Iowa Fort Des Moines Community Bank (in organization) Des Moines, Iowa	Fed Reg – 10/26/1998 Newspaper – N/Avail

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)	PSB Corporation* Wellsburg, Iowa Denver Ban Corporation Denver, Iowa Denver Savings Bank Denver, Iowa	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Community Shores Bank Corporation* Roosevelt Park, Michigan Community Shores Bank (in organization) Norton Shores, Michigan	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Michigan Community Bancorp Limited* Sterling Heights, Michigan Lakeside Community Bank (in organization) Sterling Heights, Michigan North Oakland Community Bank (in organization) Rochester Hills, Michigan	Fed Reg – 10/02/1998 Newspaper – 10/02/1998

* Subject to the provisions of the Community Reinvestment Act
Fed Reg - Federal Register Comment Period Ending Date
Newspaper - Newspaper Comment Period Ending Date
N/Avail - Not Available (Not yet available; Not available at this time)

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>
S/R	Bankers Trust Company Des Moines, Iowa To redeem \$1 million of noncumulative perpetual preferred stock

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>
2544991	Community Savings Bank 1080 E. Main St. Robins, Iowa 52328 (319) 294-2783	07/06/1998	09/30/1998	S		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, October 3, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	*Notice by Peoples Bank and Trust Company of Lincoln County, Troy, Missouri, to purchase certain assets and assume the liabilities of the affiliated Winfield Banking Company, Winfield, Missouri.	Newspaper - 10/23/1998
Branch	*Companion notice by Peoples Bank and Trust Company of Lincoln County, Troy, Missouri, to retain, as a branch office, the to-be-acquired office of Winfield Banking Company, Winfield, Missouri, located at 104 Pine Street, Winfield, Missouri.	Newspaper – 10/23/1998
18(c)	*Notice by Winfield Banking Company, Winfield, Missouri, to purchase certain assets and assume the liabilities of the Kahoka, Palmyra, and Monroe City, Missouri branches of Allegiant Bank, St. Louis, Missouri.	Newspaper – 10/23/1998
Branch	*Companion notice by Winfield Banking Company, Winfield, Missouri, to relocate its main office from 103 Pine Street, Winfield, Missouri, to the to-be-acquired branch facility of Allegiant Bank located at 249 N. Morgan Street, Kahoka, Missouri, and to retain as branches the to-be-acquired facilities of Allegiant Bank located at 423 Elizabeth Avenue, Palmyra, Missouri, and 8 Mark Twain Center, Monroe City, Missouri.	Newspaper – 10/23/1998

* 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>
CIC	Notice involving First Sandoval Bancorp, Inc., Sandoval, Illinois, by Michael M. Jensen.	Newspaper – N/Avail Fed Reg – 10/20/1998
3(a)(1)	*Notice by Mt. Sterling Bancorp, Inc., Mt. Sterling, Illinois, to acquire Mt. Sterling Bancshares, Inc., Mt. Sterling, Illinois.	Newspaper – 10/17/1998 Fed Reg – 11/2/1998
CIC	Notice involving Jamestown Bancorp, Inc., Jamestown, Kentucky, by William W. Magruder (previously reported during the week ending September 26, 1998).	Newspaper – 10/15/1998 Fed Reg – 10/15/1998

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)	*Notice by Arvest Bank Group, Inc., Bentonville, Arkansas, to acquire TRH Bank Group, Inc., Norman, Oklahoma (previously reported during the week ending September 26, 1998).	Newspaper – 10/24/1998 Fed Reg – 10/26/1998
3(a)(3)	*Notice by First Bank Corp., Fort Smith, Arkansas, to acquire Sebastian, Bankshares, Inc., Barling, Arkansas (previously reported during the week ending September 26, 1998).	Newspaper – 11/1/1998 Fed Reg – 10/26/1998

* 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>	
4(c)(8)	Notice by Bank of the Ozarks, Inc., Little Rock, Arkansas, to acquire John R. Taylor Financial Group, Inc., Fort Smith, Arkansas, and thereby engage in financial and investment advisory activities pursuant to Section 225.28(b)(6) of Regulation Y, securities brokerage activities pursuant to Section 225.28(b)(7)(i) of Regulation Y, riskless principal activities pursuant to Section 225.28(b)(7)(ii) of Regulation Y, and underwriting and dealing in government obligations and money market investments pursuant to Section 225.28(b)(8) of Regulation Y (previously reported in Section III during the week ending September 26, 1998).	N/Avail

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</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						

Section VI – CRA examinations scheduled for Quarter of

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, October 3, 1998

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)(3)	Norwest Corporation, Minneapolis, Minnesota, for prior approval to acquire 100% of the voting shares of Franklin Bancshares, Inc., Franklin, Texas.*	Fed Reg -10/29/1998
3(a)(3)	Amundson Family Limited Partnership, Sioux Falls, South Dakota, for prior approval, to indirectly acquire, and Beulah Bancorporation, Inc., Sioux Falls, South Dakota, for prior approval, to directly acquire 100% of the voting shares of Robinson Bank Holding Company, Robinson, North Dakota.*	Fed Reg -10/30/1998
3(a)(3)	Bluestem Bank Holding Company, LLC, Sioux Falls, South Dakota, for prior approval to acquire an additional 7.95% and thereby increase its ownership to 31.0% of the voting shares of Thomson Holdings, Inc., Centerville, South Dakota.*	Fed Reg -11/02/1998
3(a)(5)	First Community Bancorp, Inc., Glasgow, Montana, for prior approval to merge with Froid Bankshares, Inc., Froid, Montana.*	Fed Reg -11/02/1998
CIC	Herbert A. Lund Revocable Trust to acquire control of Lake Bank Shares, Inc., Emmons, Minnesota.	Fed Reg -10/08/1998
CIC	Michael J. Dalsin to acquire control of Empire Bancshares Incorporated, Sioux Falls, South Dakota.	Fed Reg -10/16/1998
CIC	Dean Harrington to acquire control of Plainview Bankshares, Inc., Plainview, Minnesota.	Fed Reg -10/19/1998
CIC	Jeffrey A. Fisher to acquire control of Kelliher Bancshares, Inc., Kelliher, Minnesota.	Fed Reg -10/20/1998

* 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>
3(a)(1)	Marine Bancshares, Inc., Marine on St. Croix, Minnesota, to become a bank holding company through the acquisition of 96.5% of the voting shares of Security State Bank of Marine, Marine on St. Croix, Minnesota.

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

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NI = Needs to improve

SN = Substantial noncompliance

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

<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>
34153	Dakota Bank Mendota Heights, Minnesota	06/08/1998	10/02/1998	S		X

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

Institution

Location

None

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, October 3, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)/Branch	Farmers & Merchants Bank, Crescent, Oklahoma, for prior approval to merge with New Farmers & Merchants Bank, Guthrie, Oklahoma, and incident thereto, establish an additional branch at 1800 East Oklahoma, Guthrie, Oklahoma.	Newspaper – 10/15/1998

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)	Astra Financial Corporation, Prairie Village, Kansas, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Mitchell County Bank, Simpson, Kansas, and up to 13.52 percent of the voting shares of First Missouri Bancshares, Inc., thereby indirectly acquiring First Missouri National Bank, Brookfield, Missouri.	Newspaper – 10/23/1998 Fed Reg – N/Avail
3(a)(3)	Valley View Bancshares, Inc., Overland Park, Kansas, for prior approval to acquire 100 percent of the voting shares of Paola-Citizens Bancshares, Inc., Paola, Kansas; and thereby indirectly acquire Citizens State Bank, Paola, Kansas.	Newspaper – N/Avail Fed Reg – 10/30/1998
3(a)(5)	Ottawa Bancshares, Inc., Ottawa, Kansas, for prior approval to merge with First State Management Corporation, Inc., Salina, Kansas; and thereby indirectly acquire First Bank Kansas, Salina, Kansas.	Newspaper – 10/17/1998 Fed Reg – 10/16/1998
CIC	Susan Betsy Carrington, Dallas, Texas, and Louise Ann French Smotherman, Roswell, New Mexico, to acquire voting shares of InterBank, Inc., Sayre, Oklahoma; and thereby indirectly acquire InterBank, N.A., Elk City, Oklahoma.	Newspaper – N/Avail Fed Reg – 10/22/1998
CIC	Walter David Scott, Amy Scott Willer, Sandra Scott Parker, James A. Hansen, all of Omaha, Nebraska, and Karen Scott Dixon, Leawood, Kansas, for prior approval to acquire voting shares of Ashland Bancshares, Inc., Ashland, Nebraska; and thereby indirectly acquire Sapp City Bank, Omaha, Nebraska.	Newspaper – N/Avail Fed Reg – N/Avail

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>
Member	Farmers State Bank, Phillipsburg, Kansas, for membership in the Federal Reserve System.
Member	Farmers & Merchants Bank, Crescent, Oklahoma, for membership in the Federal Reserve System.

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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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, October 3, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Texas Bank, Weatherford, TX, to establish a branch at 1601 Randol Mill Road, Arlington, TX 76012*	Newspaper - 10/16/1998
Branch	Texas Bank, Weatherford, TX, to establish a branch at 2625 South Hulen St., Fort Worth, TX 76109*	Newspaper – 10/12/1998
18(c)	Security Bank, Ralls, TX, to merge with First State Bank, Petersburg, TX* (Previously reported the week ending September 26, 1998)	Newspaper – 10/18/1998
Branch	Security Bank, Ralls, TX, to establish a branch at 1523 Main St., Petersburg, TX 79250* (Previously reported the week ending September 26, 1998)	Newspaper – 10/18/1998

* 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)	Chaparral Bancshares, Inc., Richardson, TX, and Chaparral Bancshares of Delaware, Dover, DE, to acquire Van Alstyne Financial Corporation, Van Alstyne, TX, and The First State Bank of Van Alstyne, Van Alstyne, TX*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(3)	Texas Financial Bancorporation, Inc., Minneapolis, MN, to acquire TNB Bancorporation, Inc., Brenham, TX, TNB Bancorporation of Delaware, Inc., Wilmington, DE, and Texas National Bank, Brenham, TX*	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

<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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<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, October 3, 1998

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)(5)	Santa Barbara Bancorp, Santa Barbara, California, to merge with Pacific Capital Bancorp, Salinas, California, and thereby indirectly acquire First National Bank of Central California, Salinas, California. *	Newspaper-10/29/1998 Fed Reg-10/29/1998
3(a)(1)	East West Bancorp, Inc., San Marino, California, to become a bank holding company by acquiring East-West Bank, San Marino, California. *	Newspaper-10/29/1998 Fed Reg-10/31/1998
3(a)(3)	Security Bank Holding Company and Security Bank Holding Company ESOP, both of Coos Bay, Oregon, to acquire Oregon State Bank (In Organization), Corvallis, Oregon. *	Newspaper-N/Avail Fed Reg-N/Avail
CIC	Franklin Mutual Fund Series, Inc., Short Hills, New Jersey, to increase their ownership up to 14.9 percent of Western Bancorp, Newport Beach, California. *	Newspaper-N/Avail Fed Reg-N/Avail

* Subject to the provisions of the Community Reinvestment Act

Fed Reg - Federal Register Comment Period Ending Date

Newspaper - Newspaper Comment Period Ending Date

N/Avail - Not Available (Not yet available; Not available at this time)

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

<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						

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

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