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DIVISION OF BANKS

&

BOARD OF BANK INCORPORATION

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February 28, 2022

ACTIVITY REPORT

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This notice serves to inform you concerning activity involving hearings, decisions, and matters pending before either the Commissioner of Banks or the Board of Bank Incorporation.

DIVISION OF BANKS

Decisions

Arrha Credit Union, Springfield - permission to establish a branch office located at 231 Hazard Avenue, Enfield, Connecticut – approved February 28, 2022.

Applications/Notices Pending

Bristol County Savings Bank, Taunton – permission to close its branch office located at 36 Paramount Drive, Raynham. Comment period ended February 10, 2022.

Cornerstone Bank, Spencer – permission to close its branch office located at 72 West Main Street, Spencer. Comment period ended February 9, 2022.

Cornerstone Bank, Spencer – permission to close its branch office located at 968 Main Street, Warren. Comment period ended February 9, 2022.

Eastern Bank, Boston – permission to close its branch office located at 226 Main Street, Wareham. Comment period ended February 28, 2022.

Holyoke Credit Union (Holyoke), Holyoke – permission to (1) merge with Holyoke Postal Credit Union (Holyoke Postal), Holyoke, Massachusetts; and (2) as part of this merger transaction, amend the bylaws of Holyoke to include Holyoke Postal's current membership eligibility and add organizational members. Under the terms of the Consolidation Agreement, Holyoke Postal will merge with and into Holyoke under the charter, bylaws, and name of Holyoke. The main office of Holyoke would remain the main office of the continuing credit union and the sole banking office of Holyoke Postal would not be retained as a branch office. Comment period ends March 23, 2022.

Needham Bank, Needham – notice to establish a branch office at 400 Mystic Avenue, Medford. Filed January 20, 2022.

Needham Bank, Needham – permission to purchase certain assets and assume certain liabilities of Eastern Bank, Boston, Massachusetts. Under the terms of a Purchase and Assumption Agreement, Needham Bank will acquire certain assets and assume certain liabilities which relate primarily to the deposits of cannabis-related business and money service business customers of Eastern Bank. Comment period ended February 22, 2022. In connection with the purchase and assumption transaction, Needham Bank has notified the Division that Needham Bank intends to establish a branch office at 400 Mystic Avenue, Medford, Massachusetts as noted above.

PeoplesBank, Holyoke – permission to close its branch office located at 1380 Mountain Road, West Suffield, Connecticut. Comment period ended February 4, 2022.

Polish National Credit Union (Polish National), Chicopee, Massachusetts - permission to (1) merge with Premier Source Federal Credit Union (Premier Source), East Longmeadow, Massachusetts; and (2) as part of this merger transaction, amend the bylaws of Polish National to include Premier Source's current membership eligibility. Under the terms of the Merger Agreement and Plan of Merger, Premier Source will merge with and into Polish National under the charter, bylaws, and name of Polish National. The main office of Polish National would remain the main office of the continuing credit union and the sole banking office of Premier Source would be retained as a branch office. Comment period ended February 24, 2022.

Quincy Credit Union, Quincy – notice to establish a branch office at 751 Plain Street, Marshfield. Filed January 26, 2022.

Revere Firefighters Credit Union, Revere – permission to relocate its main office from 4 Freeman Street, Revere to 199 Revere Street, Revere. Comment period ended February 17, 2022.

River Works Credit Union, Lynn – notice to establish a branch office at 24-38 Broadway, Lynnfield. Filed January 24, 2022.

Salem Five Cents Savings Bank, Salem – notice to establish a branch office at 140 Rantoul Street, Beverly. Filed February 22, 2022.

State Street Bank and Trust Company, Boston – permission to relocate its branch office from 525 Washington Boulevard, Jersey City, New Jersey to 183 Hudson Street, Suite 1150, Jersey City, New Jersey. Comment period ended October 18, 2021.

State Street Bank and Trust Company (SSBT), Boston – permission for approval to assume certain deposit liabilities from, and acquire certain related assets of, Brown Brothers Harriman & Co. (BBH), New York, New York (collectively, the Transaction). SSBT would acquire BBH's Investor Services business and BBH would continue to conduct BBH's Private Banking and Investment Management businesses following the Transaction. The main office of SSBT located at One Lincoln Street, Boston, Massachusetts would remain unchanged following the Transaction. Comment period ended December 3, 2021. As part of this Transaction, SSBT has also petitioned to relocate SSBT's branch office located at 525 Washington Boulevard, Jersey City, Hudson County, New Jersey as reported above.

St. Anne's Credit Union of Fall River, Fall River - permission to amend its bylaws to expand the associations which qualify persons for membership. The amendment relative to membership eligibility proposes to add membership for people who reside, work, attend school, or have a place of business in (a) Essex, Middlesex, Norfolk and Suffolk counties; and (b) family members of such persons. Comment period ends March 22, 2022.

St. Jean's Credit Union (St. Jean's), Lynn - permission to (1) merge with Revere Municipal Employees Federal Credit Union (Revere Municipal), Revere; and (2) as part of this merger transaction, amend the bylaws of St. Jean's to include Revere Municipal's current membership eligibility. Under the terms of the Merger Agreement, Revere Municipal will merge with and into St. Jean's under the charter, bylaws, and name of St. Jean's. The main office of St. Jean's would remain the main office of the continuing credit union and the main office of Revere Municipal would not be retained as a branch office. Revere Municipal's branch office located within Revere High School would be retained as a branch office of St. Jean's. Comment period ended December 31, 2021.

MARCH 2022 FILING DATE

Complete applications for the March Activity Report must be received by the Division or the Board on or before 5:00 p.m., Tuesday, March 15, 2022.

Note: During its transition back to in-office operations, the Division requests that applicants continue to submit all applications electronically to the Legal Unit at the following email address: maureen.cunningham@mass.gov.

REGULATIONS

Notice of Public Hearing

Amendments to 209 CMR 42.00: The Licensing of Mortgage Lenders and Mortgage Brokers

Wednesday, March 16, 2022 at 10:00 A.M.

Pursuant to the provisions of M.G.L. c. 255E and in accordance with the provisions of Massachusetts General Laws chapter 30A, section 2, a virtual public hearing will be held on Wednesday, March 16, 2022 at 10:00 a.m. at which comments will be received by the Division of Banks (Division) relative to amendments to 209 CMR 42.00 *et seq.*

The link providing information regarding the hearing, including the online meeting software that will be used to conduct the virtual hearing, will be posted by Tuesday, March 15, by 12:00 noon, and will be available at www.mass.gov/dob/. While it is not necessary to pre-register to provide oral testimony, anyone who emails their intention to provide oral testimony at the hearing in advance will receive preference in the order of testimony provided. Such optional notice must include the person's name, telephone number, and email address and should be sent to dob.comments@mass.gov via email by Tuesday, March 15, 2022 by 5:00 p.m. In addition, written testimony can also be provided in advance via email to dob.comments@mass.gov. If there are any questions, please contact the Division's Legal Unit at 617-956-1525.

The purpose of 209 CMR 42.00 is to establish procedures and requirements for the licensing and supervision of mortgage lenders and mortgage brokers under the provisions of M.G.L. c. 255E. The purpose of the proposed amendments to 209 CMR 42.00 is as follows: (1) to update the definition of "mortgage broker" to provide clarity regarding which activities by entities that provide information regarding prospective borrowers, known as lead generators, would require licensure; (2) to add a new section regarding licensure exemptions; and (3) to add two definitions set forth in Chapter 228 of the Acts of 2018 (Act), as discussed below.

Clarification of Lead Generator Activities that Would Trigger Mortgage Broker Licensure:

The proposed amendments update the definition of "mortgage broker" in 209 CMR 42.02 to specify certain activities that would require an individual to obtain a mortgage broker license. The proposed amendments would also update the definition of "mortgage broker" to provide clarity as to what prospective borrower information, if collected and/or transmitted to a third party, rises to the level of mortgage brokering activity, and

what is merely lead generation activity that does not necessitate a mortgage broker license.

The Division currently does not have any official guidance on this topic and this has resulted in industry confusion. In addition, with the advancements in technology utilized by certain lead generators, the Division believes that providing this guidance is timely and necessary, and will help offer clarity to the industry.

Licensing Exemptions for Mortgage Lenders and Mortgage Brokers:

The proposed amendments also add a new section, 209 CMR 42.02A, which sets forth exemptions from licensure as a mortgage lender or mortgage broker, and also adds provisions relative to lead generation. This section is being added to incorporate all mortgage lender and mortgage broker licensing exemptions that are included in M.G.L. c. 255E, § 2, but which had not previously been set forth in the regulation, with additional new provisions relative to lead generation activities.

Additional Definitions:

Two other definitions, “Bona Fide Nonprofit Affordable Homeownership Organization” and “Instrumentality Created by the United States or Any State” are added to 209 CMR 42.02. These definitions reflect amendments to M.G.L. c. 255E in the Act, which added a new mortgage licensing exemption for the bona fide nonprofit affordable homeownership organizations, and also clarified the existing mortgage licensing exemption for instrumentalities of the United States or any state.

There are other technical updates to the regulation as well.

Other amendments to the regulation may be made based on testimony at the public hearing or received during the comment period.

Written comments may be submitted to the Division on the proposed amendments until Wednesday, March 23, 2022 at 5:00 p.m. Copies of the amendments are available at, and copies may be obtained from, the Massachusetts Division of Banks, at www.mass.gov/dob/.

BANK AND CREDIT UNION APPLICATION PROCESS TIMING

As a general rule, applications by banks and credit unions other than those that are subject to a review period set out in statute are intended to be processed and completed within the monthly cycle for which the bank and credit union applies. That review period for such processing is approximately 45 days or less from the date the application is filed with the Division. A decision on the application is generally issued within 5 business days after the review period is completed. The decision then will be reported on the monthly Activity Report for the month in which the decision was issued. The timing of the overall review process including the issuance of a decision and the listing on the monthly Activity Report will be dependent on the applicant’s compliance with all statutory, regulatory and administrative requirements. Applications before the Massachusetts Board of Bank Incorporation are subject to separate timing schedules as set out in the applications of the Board.

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