



PUBLIC DISCLOSURE

AUGUST 13, 2012

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

**BANK2
RSSD#64552**

**909 SOUTH MERIDIAN AVENUE
OKLAHOMA CITY, OKLAHOMA 73108**

**Federal Reserve Bank of Kansas City
1 Memorial Drive
Kansas City, Missouri 64198**

NOTE: This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operation of the institution. This evaluation is not, nor should it be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

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INSTITUTION'S CRA RATING: *This institution is rated: Satisfactory*

Bank2 (the bank) has a satisfactory record of helping to meet the credit needs of its assessment area (AA), including low- and moderate-income (LMI) borrowers and small businesses, consistent with its resources, operating philosophy, and the credit needs of its community.

The bank's loan-to-deposit ratio indicated a reasonable effort to extend credit in a competitive lending market, consistent with safe and sound banking practices. Bank2 made a majority of its loans outside its designated AA; however, as detailed below, the bank originated a significant number of loans inside its AA. The bank's geographic distribution of loans reflects a reasonable dispersion throughout its AA, and the bank's distribution of loans to borrowers of different income levels and businesses of different revenue sizes was also reasonable, considering the bank's business environment and AA demographics.

SCOPE OF EXAMINATION

The bank's Community Reinvestment Act (CRA) performance was evaluated using the Federal Financial Institution Examination Council's Interagency Small Bank Examination Procedures. The examination considered the bank's loan-to-deposit ratio, lending inside its designated AA, geographic distribution of loans, and lending to families of different income levels and businesses of different revenue sizes. The bank's responsiveness to complaints under CRA, the fifth core criterion used to assess small bank performance, was not evaluated, because the bank received no CRA-related complaints. The examination measured the bank's performance in these criteria against demographic information from its AA, which consisted of most of the Oklahoma City, Oklahoma Metropolitan Statistical Area (Oklahoma City, OK MSA).

Conclusions were based on data compiled from the bank's major credit products, which are commercial and residential real estate loans, as determined through discussions with bank management, a review of the Report of Condition and Income, and a review of the number of loan originations since the bank's last CRA examination in May 2008. This analysis reviewed all 1,505 of the bank's 2010 and 2011 Home Mortgage Disclosure Act (HMDA) data as reported on the bank's Loan/Application Registers (LARs) and a sample of 33 commercial loans statistically-selected from a universe of 97 loans originated between June 16, 2011 and June 15, 2012.

The examination compared the bank's residential real estate lending results to AA demographic information and also to 2010 Aggregate HMDA Data. The bank's record of commercial lending was compared to AA demographic information as well as 2010 Aggregate CRA Data. To augment the evaluation, interviews were conducted with members of the local community to ascertain specific credit needs, lending opportunities, and local market conditions within the AA. The community contacts were from a local chamber of commerce and housing authority.

DESCRIPTION OF INSTITUTION

The bank is owned by Chickasaw Banc Holding Company, Inc., which is 100 percent owned by the Chickasaw Nation, based in Ada, Oklahoma. The bank is located at 909 South Meridian in Oklahoma City, Oklahoma, in a middle-income tract. Bank2 currently has no branch offices but offers a drive-thru facility at its office and operates a cash-dispensing automated teller machine in nearby Mustang, Oklahoma. Bank2 also offers a fully transactional website that offers bill payment, account opening, and loan application features. The bank also offers mobile payments.

As a minority-owned bank, an integral part of Bank2's mission is providing innovative home loans to Native American individuals and communities throughout the United States. This focus is exemplified in the bank's HMDA data; 87 percent of Bank2's HMDA loans were made to Native Americans. Many of these individuals and communities have been traditionally underserved. Not only does the bank offer a full range of products and services throughout its AA, but it also offers lending and deposit products to Native Americans outside the bank's AA, particularly to Chickasaw Nation tribal members. For example, the bank is an approved U.S. Department of Housing and Urban Development (HUD) Section 184 lender. Section 184 loans are guaranteed by HUD and provide affordable housing loan options targeted to Native Americans.

The CRA examination considered the bank's financial capacity, local economic conditions, and demographics, including the competitive environment in which the bank operates. The bank has the ability to meet the credit needs of its AA based on its asset size, financial condition, resources, and credit product offerings. Table 1 illustrates the bank's loan portfolio by dollar volume as of March 31, 2012.

Table 1 - Bank2 Loan Portfolio As Of 3/31/2012		
Loan Type	Amount \$(000)	Percent of Total
Commercial	45,405	67.0
Residential Real Estate	20,098	29.6
Consumer	2,017	3.0
Agricultural	1	0.0
Other	299	0.4
Gross Loans	67,820	100.0

The CRA analysis did not identify any legal or financial impediments to the bank's ability to meet the credit needs of the AA. The bank's performance under the CRA was last evaluated on May 19, 2008, at which time it received a satisfactory rating.

DESCRIPTION OF THE BANK'S ASSESSMENT AREA

The bank's delineated AA includes all of Canadian and Oklahoma Counties as well as portions of Grady, McClain, and Cleveland Counties. All counties are included in the Oklahoma City, OK MSA. The AA is comprised of 23 low-, 87 moderate-, 107 middle-, and 81 upper-income census tracts.

Population and Economic Characteristics

The bank's AA is growing; the Oklahoma City, OK MSA population increased 14.4 percent between 2000 and 2010, according to U.S. Census Data. According to a community contact, the population increase is due to a resilient energy sector combined with the growth and strength of the aerospace and bioscience industries. The AA's population is similar to the entire Oklahoma City, OK MSA in terms of demographics, but slightly more affluent than the Oklahoma City, OK MSA as a whole.

The AA's estimated median family income (MFI), at \$45,948, was higher than the Oklahoma City, OK MSA's MFI figure of \$44,898. Moreover, 37.2 percent of AA families were considered LMI, and these families comprised 38.2 percent of all families in the Oklahoma City, OK MSA. However, the AA's poverty rate matched the entire Oklahoma City, OK MSA at 9.9 percent.

Although the AA's economy has long been reliant on energy, the area offers a diverse array of employment opportunities. The AA hosts four major energy companies and a large Boeing aerospace facility. Oklahoma City's strong energy sector has historically tempered economic recessions and the most recent downturn was no exception. While the majority of the United States experienced an economic downturn over the past few years, Oklahoma City thrived, according to one community contact. Oklahoma City's July 2012 unemployment rate was 4.7 percent, which compares positively to the U.S. unemployment rate at 8.2 percent for the same month. At the highest point of unemployment for the United States (10.0 percent) in October 2009, Oklahoma City's unemployment rate was just 6.6 percent. Recently, Boeing alone brought 1,600 new jobs to Oklahoma City. One community contact stated that many new AA jobs were high paying which supported a strong retail sector as well as an increase in the number of locally owned and operated retail establishments.

In recent years, Oklahoma City has used public funding to significantly improve the downtown area to build new and repair existing public schools and to build a large convention center to attract a NBA team, built a new public transportation system, and completed many other smaller projects. All of these projects have strengthened the economy in Oklahoma City and surrounding communities.

Housing Characteristics

Overall, AA housing is similar to the Oklahoma City, OK MSA, as a whole, in terms of owner-occupancy, rental unit, and vacancy rates. AA housing is slightly less affordable than the

Oklahoma City, OK MSA as a whole; the AA's housing affordability ratio¹ was 47.3 percent, whereas the ratio for the entire Oklahoma City, OK MSA was 48.1 percent. However, the composition of housing units in LMI tracts is significantly different and may hamper financial institutions' ability to extend credit in these areas. For example, 58.0 percent of all AA housing units are owner-occupied; however, only 30.7 percent of housing units in low-income tracts are owner-occupied. Moreover, 33.3 percent of all AA housing units are rental, whereas rental units comprise 46.1 percent of housing in moderate-income tracts. One member of the community noted a decrease in the low-income housing sector due to lack of interest by low-income individuals in home ownership opportunities.

Banking Characteristics

The financial services market is highly competitive in the Oklahoma City, OK MSA. Seventy FDIC-insured institutions and numerous credit unions and financial companies offer deposit and lending services in the bank's AA. The June 30, 2011 FDIC Market Share Report indicated the bank had a deposit market share of 0.32 percent, which ranked 46 out of 70 institutions in the Oklahoma City, OK MSA. One member of the community stated the area's largest credit need was funds to start new businesses.

¹ The housing affordability rate is calculated by dividing the median household income by the median housing value. A lower ratio reflects less affordable housing.

Table 2 provides general AA demographic and economic characteristics.

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	23	7.6	7,462	3.0	2,751	36.9	49,074	19.5
Moderate-income	87	28.7	60,957	24.2	11,685	19.2	44,324	17.6
Middle-income	107	35.3	93,030	37.0	7,456	8.0	53,791	21.4
Upper-income	81	26.7	89,984	35.8	2,893	3.2	104,244	41.5
Unknown-Income	5	1.7	0	0.0	0	0.0	0	0.0
Total AA	303	100.0	251,433	100.0	24,785	9.9	251,433	100.0
	Housing Units by Tract	Housing Type by Tract						
		Owner-occupied			Rental		Vacant	
		#	% by tract	% by unit	#	% by unit	#	% by unit
Low-income	15,804	4,856	2.0	30.7	8,198	51.9	2,750	17.4
Moderate-income	116,855	48,795	20.3	41.8	53,885	46.1	14,175	12.1
Middle-income	153,667	91,486	38.1	59.5	49,800	32.4	12,391	8.1
Upper-income	127,814	95,048	39.6	74.4	26,033	20.4	6,733	5.3
Unknown-Income	200	0	0.0	0.0	170	85.0	30	15.0
Total AA	414,340	240,185	100.0	58.0	138,086	33.3	36,079	8.7
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
	#	%	#	%	#	%	#	%
Low-income	2,077	4.4	1,611	3.8	284	9.2	182	7.4
Moderate-income	9,766	20.6	8,357	20.0	804	26.1	605	24.6
Middle-income	17,016	35.9	15,058	36.0	1,038	33.7	920	37.4
Upper-income	17,526	37.0	16,063	38.4	812	26.4	651	26.5
Unknown-Income	1,038	2.2	795	1.9	143	4.6	100	4.1
Total AA	47,423	100.0	41,884	100.0	3,081	100.0	2,458	100.0
Percentage of Total Businesses:				88.3	6.5	5.2		

NOTE: Percentages may include rounding adjustments.

CONCLUSIONS WITH RESPECT TO PERFORMANCE CRITERIA

Conclusions based on the bank's cumulative 2010 and 2011 performance are discussed below. See the appendix for details on the bank's record.

Net Loan-to-Deposit Ratio:

The bank's net loan-to-deposit (NLTD) ratio is considered reasonable in view of the bank's size, financial condition, and AA credit needs. Since the previous CRA examination, the bank's 16-quarter average NLTD ratio of 86.5 percent compares favorably to the NLTD ratio of four similarly-situated local peer banks which ranged from 64.6 percent to 107.8 percent over

the same time period. In addition, the bank's ratio exceeded the Oklahoma City, OK MSA and national peer groups at 78.3 percent and 74.4 percent, respectively.

Assessment Area Concentration:

As depicted in Table 3, a relatively low percentage of the bank's lending occurred within its delineated AA, which reflects the bank's business plan and mission to meet Native American credit needs throughout the United States. Of all the HMDA-related and small business loans reviewed, approximately 19.3 percent were originated within the bank's AA. The vast majority of the bank's commercial loans (87.9 percent) were originated inside its AA, which reflects adequate performance for this product alone.

Bank Loans	Inside				Outside			
	#	\$(000)	#%	\$%	#	\$(000)	#%	\$%
Home Purchase	155	22,369	16.4	14.5	793	132,084	83.6	85.5
Refinancing	102	13,406	19.2	14.4	429	79,874	80.8	85.6
Home Improvement	10	325	41.7	15.4	14	1,785	58.3	84.6
Multifamily	2	511	100.0	100.0	0	0	0.0	0.0
Total HMDA-Related	269	36,611	17.9	14.6	1,236	213,743	82.1	85.4
Commercial	29	4,697	87.9	83.9	4	901	12.1	16.1
Total Loans	298	41,308	19.4	16.1	1,240	214,644	80.6	83.9

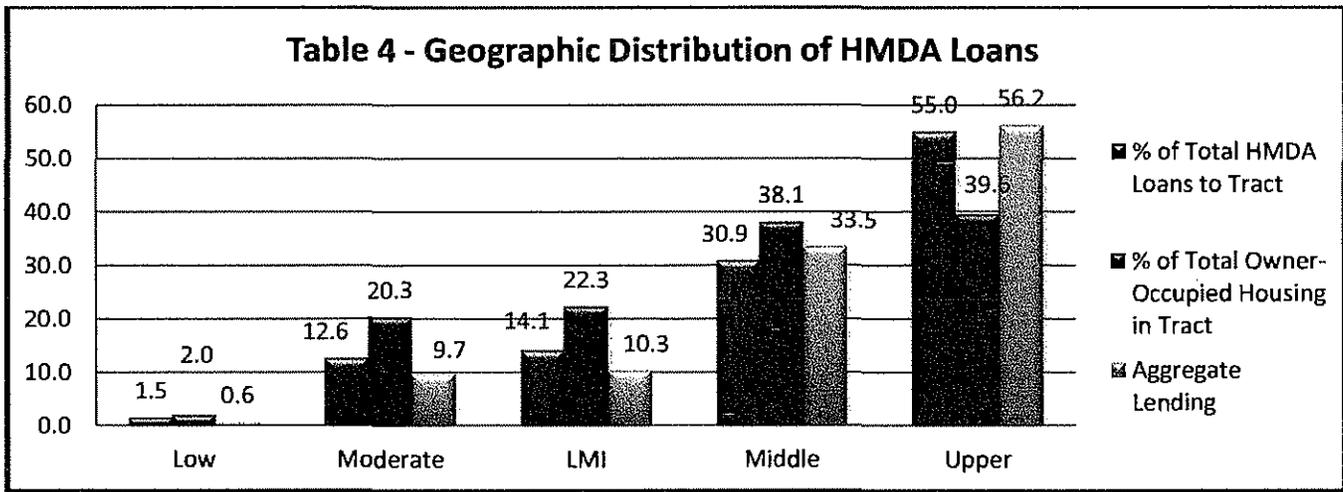
The low percentage of lending within the AA for residential real estate loans is due to the bank's focus on HUD 184 lending to Native Americans throughout the entire country. However, this does not represent a permanent outflow of AA deposits, because a substantial number of residential real estate loans are sold to investors in the secondary market.

Although a large percentage of the bank's HMDA lending occurred outside its AA, the bank was a leader in terms of the number of HMDA loans originated inside its AA, compared to similarly-situated banks. The 2010 HMDA Market Peer Report details HMDA lending for all HMDA reporting banks in the Oklahoma City, OK MSA. According to this report, the bank's 113 HMDA loans in the Oklahoma City, OK MSA compared favorably to five competitor banks, whose lending volumes ranged from 25 to 97 loans. The number of Bank2's HMDA loans originated inside the Oklahoma City, OK MSA mitigates its low percentage of lending inside its AA. Only loans originated inside the AA were considered for the remaining analyses.

Distribution by Income Level of Geographies:

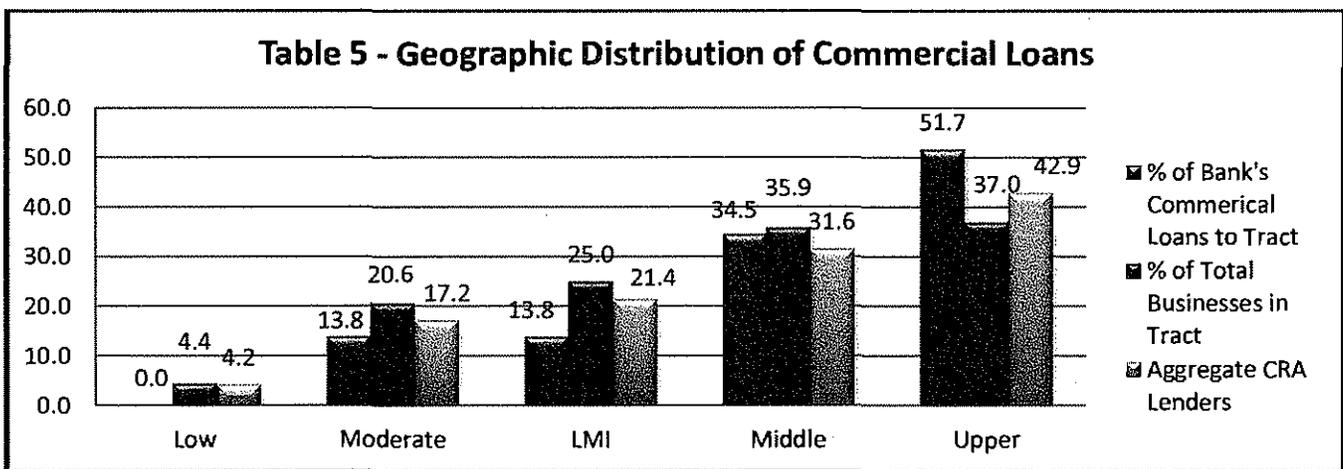
This core performance criterion evaluates the bank's distribution of loans among geographies of various income levels, emphasizing loans to LMI tracts.

HMDA Loans



Although the bank made fewer loans to LMI tracts than AA demographics, its geographic dispersion is reasonable. As depicted in Table 4, the bank made 14.1 percent of its HMDA loans to LMI tracts which contained 22.3 percent of AA owner-occupied housing units. However, the bank's lending exceeded that of other HMDA reporters in the Oklahoma City, OK MSA, who collectively made 10.3 percent of HMDA loans to LMI areas. The bank's geographic dispersion is partially explained by geography; the bank's sole facility is located in a middle-income tract and is not in close proximity to the majority of AA LMI tracts. Finally, as mentioned previously, LMI tracts have unique housing characteristics which limit financial institutions' ability to originate home loans in these areas. For example, 59.5 percent of the housing units in LMI tracts were rental or vacant, which means there are fewer opportunities to originate owner-occupied loans. Given these factors, the bank's geographic distribution of HMDA loans is considered adequate.

Commercial Loans

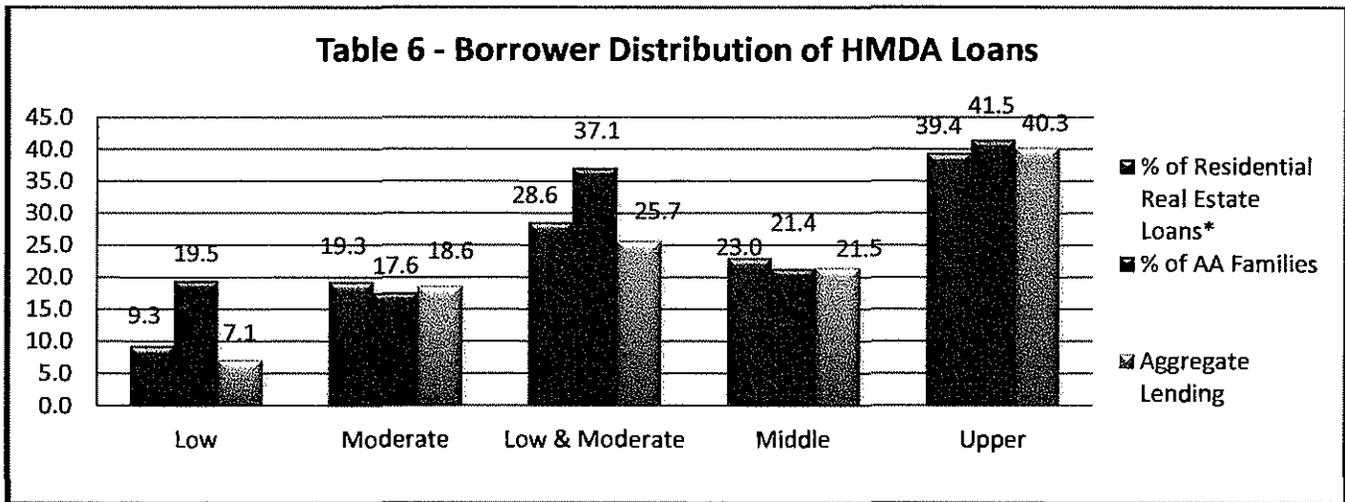


Although the bank’s commercial lending to LMI tracts was below both, AA demographics and peers, its geographic dispersion is still reasonable. As shown in Table 5, the bank made 13.8 percent of its commercial loans to LMI tracts which contained 25.0 percent of AA businesses. However, the bank’s performance is reasonable given geography and traffic patterns. As mentioned previously, the bank’s only office is not located in close proximity to a majority of LMI tracts in the AA. Moreover, businesses located in LMI tracts would have to pass numerous other financial institutions before reaching Bank2, given the competitive banking market in the Oklahoma City, OK MSA. Finally, one community member stated that financial institutions in the Oklahoma City, OK MSA actively solicit small business lending opportunities. The contact specifically acknowledged the efforts of Native American banking institutions to aggressively seek local commercial lending opportunities.

Distribution by Borrower Income and Revenue Size of the Businesses:

This core performance criterion evaluates the bank’s lending to borrowers of various income levels as well as businesses of different revenue sizes, emphasizing loans to LMI families and small businesses.

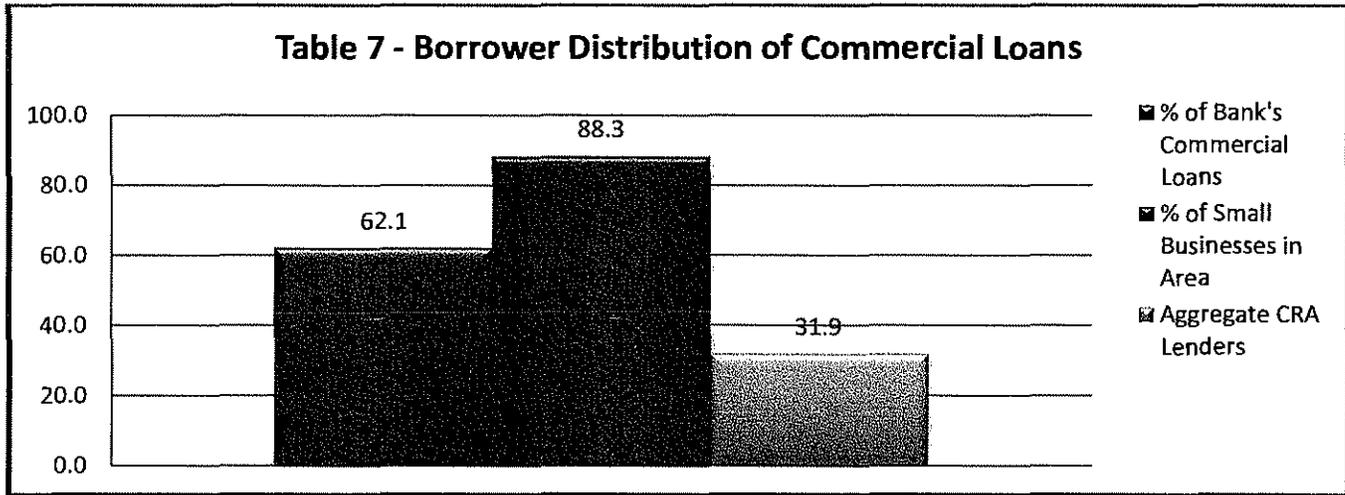
HMDA Related Loans



The bank’s record of lending to LMI families is considered reasonable. As demonstrated in Table 6, the bank’s lending to LMI borrowers was below AA demographics, but exceeded 2010 Aggregate HMDA Data. One community member involved with low-income housing stated demand for residential real estate credit by AA low-income families was very low due to a diminished interest in home ownership. Moreover, approximately 9.0 percent of the bank’s HMDA loans considered in this evaluation had incomes that were unknown. Based on reported incomes, the bank made 31.4² percent of its HMDA loans to LMI borrowers, which is closer to AA demographics.

² Per the Geographic Distribution of HMDA Loans in the Appendix, the bank made 77 loans to LMI borrowers in 2010 and 2011, and had 245 total loans with reported incomes.

Commercial Loans



The overall distribution of loans to businesses of different revenue sizes was adequate. Table 7 illustrates Bank2's lending to small businesses was below the percentage of small businesses in the AA. However, the bank's performance doubled that of the 2010 Aggregate CRA Data. Additionally, 42.9 percent of the loans were for amounts less than \$100,000, which are amounts typically needed by small businesses. A community contact stated that local financial institutions are actively seeking opportunities to lend to small businesses in the Oklahoma City, OK MSA. The contact stated there is heavy competition for business lending, and that larger financial institutions frequently obtain the loan, because they are able to offer lower interest rates.

FAIR LENDING OR OTHER ILLEGAL CREDIT PRACTICES REVIEW

An evaluation of the bank's fair lending activities was conducted during the examination to determine compliance with the substantive provisions of antidiscrimination laws and regulations including the Equal Credit Opportunity Act and the Fair Housing Act. No apparent signs of discrimination were identified, and the bank was not engaged in any illegal credit practices inconsistent with helping to meet the community credit needs.

APPENDIX

Geographic Distribution of Commercial Loans							
Census Tract Income Level	Commercial Loans ¹				Aggregate CRA Data ²		% of Businesses ³
	#	\$(000)	#%	\$%	#%	\$%	
Low	0	0	0.0	0.0	4.2	8.0	4.4
Moderate	4	602	13.8	12.8	17.2	18.8	20.6
Middle	10	1,968	34.5	41.9	31.6	30.7	35.9
Upper	15	2,127	51.7	45.3	42.9	37.0	37.0
Unknown ⁴	0	0	0.0	0.0	2.2	4.9	0.0
Total	29	4,697	100.0	100.0			

¹ Loans of \$1 million or less.
² All loan originations in the bank's AA reported by all CRA filers.
³ The percentage of AA businesses based on 2010 Dun & Bradstreet Data.
⁴ Excludes tracts unknown income level tracts, which is 2.0% by number and 0.6% by dollar for aggregate lenders.
(NOTE: Percentages may include rounding adjustments.)

Geographic Distribution of HMDA Loans										
Tract Income Level ¹	2010 Bank Loans				2011 Bank Loans				Aggregate HMDA Data ²	
	#	%	\$(000)	%	#	%	\$(000)	%	# %	\$ %
Home Purchase Loans										
Low	0	0.0	0	0.0	2	2.0	136	0.9	0.6	0.4
Moderate	10	17.9	886	12.1	7	7.1	879	5.8	11.4	6.6
Middle	19	33.9	2,167	29.5	29	29.3	3,553	23.6	35.2	29.4
Upper	27	48.2	4,286	58.4	61	61.6	10,462	69.9	52.8	63.6
Total	56	100.0	7,339	100.0	99	100.0	15,030	100.0	100.0	100.0
Home Refinance Loans										
Low	1	2.0	113	1.6	1	2.0	22	0.3	0.4	0.3
Moderate	7	13.7	521	7.4	4	7.8	289	4.5	7.0	4.1
Middle	14	27.5	1,950	27.8	19	37.3	2,087	32.6	31.1	24.4
Upper	29	56.9	4,425	63.1	27	52.9	3,999	62.5	61.4	71.1
Total	51	100.0	7,009	100.0	51	100.0	6,397	100.0	100.0	100.0
Home Improvement Loans										
Low	0	0.0	0	0.0	0	0.0	0	0.0	1.3	0.6
Moderate	3	50.0	67	37.9	2	50.0	86	58.1	17.0	8.6
Middle	1	16.7	85	48.0	0	0	0	0.0	39.1	30.7
Upper	2	33.3	25	14.1	2	50.0	62	41.9	42.7	60.0
Total	6	100.0	177	100.0	4	100.0	148	100.0	100.0	100.0
Total Home Mortgage Loans										
Low	1	0.9	113	0.8	3	1.9	158	0.7	0.6	0.4
Moderate	20	17.7	1,474	10.1	14	9.0	1,606	7.3	9.7	6.0
Middle	34	30.1	4,202	28.9	49	31.4	5,799	26.3	33.5	27.2
Upper	58	51.3	8,736	60.1	90	57.7	14,523	65.8	56.2	66.4
Total	113	100.0	14,525	100.0	156	100.0	22,086	100.0	100.0	100.0
Percentage of Owner-Occupied Housing by Tract Level³										
	Low		Moderate		Middle		Upper			
	2.0		20.3		38.1		39.6			

¹ Low-income census tracts: Geographies with MFI less than 50% of the MSA MFI based on 2000 Census Data; moderate- equals 50% - 80%; middle-income is 80% - 120%; and upper-income is greater than 120%.
² All HMDA originations in the Tulsa MSA AA reported by all HMDA filers
³ Based on 2000 Census Data.
(NOTE: Percentages may include rounding adjustments.)

Borrower Distribution of Commercial Loans							
Business Revenue By Size	Commercial Loans ¹				Aggregate CRA Data ²		% of Businesses ³
	#	\$(000)	#%	\$%	#%	\$%	
\$1MM or less	18	2,307	62.1	49.1	31.9	38.1	88.3
Over \$1MM	11	2,390	37.9	50.9	Not Reported		6.5
Not Known	0	0	0.0	0.0	Not Reported		5.2
Total	29	4,697	100.0	100.0			

¹ CRA defines small businesses loans as loans in the amount of \$1 million or less a
² All loan originations in the bank's AA reported by all CRA filers.
³ Based on 2010 D&B Data.
(NOTE: Percentages may include rounding adjustments.)

Borrower Distribution of HMDA Loans										
Borrower Income Level	2010 Bank Loans				2011 Bank Loans				Aggregate HMDA Data ¹	
	#	%	\$(000)	%	#	%	\$(000)	%	#	\$
Home Purchase Loans										
Low	6	10.7	430	5.9	11	11.1	926	6.2	9.6	5.5
Moderate	15	26.8	1,561	21.3	19	19.2	2,017	13.4	23.8	18.3
Middle	14	25.0	1,531	20.9	29	29.3	3,940	26.2	22.7	22.1
Upper	16	28.6	3,269	44.5	38	38.4	7,894	52.5	32.6	44.5
Unknown	5	8.9	548	7.5	2	2.0	253	1.7	11.3	9.6
Total	56	100.0	7,339	100.0	99	100.0	15,030	100.0	100.0	100.0
Home Refinance Loans										
Low	5	9.8	290	4.1	1	2.0	85	1.3	4.4	2.1
Moderate	9	17.6	688	9.8	8	15.7	587	9.2	13.3	8.4
Middle	8	15.7	1,203	17.2	10	19.6	1,314	20.5	19.9	15.6
Upper	21	41.2	3,566	50.9	26	51.0	3,891	60.8	47.9	58.8
Unknown	8	15.7	1,262	18.0	6	11.8	520	8.1	14.5	15.2
Total	51	100.0	7,009	100.0	51	100.0	6,397	100.0	100.0	100.0
Home Improvement Loans										
Low	1	16.7	30	16.9	1	25.0	35	23.6	10.3	4.0
Moderate	1	16.7	15	8.5	0	0.0	0	0.0	20.7	11.8
Middle	1	16.7	85	48.0	0	0.0	0	0.0	25.1	19.3
Upper	2	33.3	39	22.0	3	75.0	113	76.4	39.3	59.6
Unknown	1	16.7	8	4.5	0	0.0	0	0.0	4.6	5.3
Total	6	100.0	177	100.0	4	100.0	148	100.0	100.0	100.0
Total Home Mortgage Loans										
Low	12	10.6	750	5.2	13	8.3	1,046	4.7	7.1	3.6
Moderate	25	22.1	2,264	15.6	27	17.3	2,604	11.8	18.6	12.7
Middle	23	20.4	2,819	19.4	39	25.0	5,254	23.8	21.5	18.2
Upper	39	34.5	6,874	47.3	67	42.9	11,898	53.9	40.3	50.8
Unknown	14	12.4	1,818	12.5	10	6.4	1,284	5.8	12.5	14.7
Total	113	100.0	14,525	100.0	156	100.0	22,086	100.0	100.0	100.0
Percentage of AA Families by Income Level ²		Low		Moderate		Middle		Upper		
		19.5		17.6		21.4		41.5		

¹ All HMDA originations in the Tulsa MSA AA reported by all HMDA filers.
² Based on 2000 Census Data.
(NOTE: Percentages may include rounding adjustments.)