



**PUBLIC DISCLOSURE**

February 18, 2014

**COMMUNITY REINVESTMENT ACT  
PERFORMANCE EVALUATION**

Woodlands National Bank  
Charter Number 23926

122 Main Street  
Hinckley, MN 55037

Office of the Comptroller of the Currency

222 South 9th St. Suite 800  
Minneapolis, MN 55402

**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.

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

- The bank’s average loan-to-deposit ratio is reasonable.
- The majority of loan originations are made inside the bank’s assessment areas (AAs).
- Lending to individuals of different income levels reflects excellent penetration in all AAs.
- The geographic distribution of loans reflects excellent dispersion throughout the bank’s AAs.
- Community development activities benefit the bank’s AAs and contributed to the overall rating.

**SCOPE OF EXAMINATION**

We evaluated Woodlands National Bank’s (Woodlands) Community Reinvestment Act (CRA) performance using small bank examination procedures. The bank’s evaluation period was October 1, 2007 through February 18, 2014. We assessed the bank’s lending performance by determining primary products based on the number and dollar volume of loans originated between January 1, 2012 and December 31, 2013 (sample period). Woodlands has three designated AAs in Minnesota: The Non-Metropolitan Statistical Area AA which includes all of Mille Lacs and Pine County (Non-MSA AA), the Minneapolis Metropolitan Statistical Area AA which includes portions of Hennepin County and all of Sherburne County (Minneapolis AA), and the Carlton County AA which includes all of Carlton County (Carlton County AA).

We selected the Non-Metropolitan Statistical Area (MSA) AA and the Minneapolis MSA AA for full scope reviews. The Non-MSA AA represents the bank’s largest market in terms of branches, deposits and lending volume. The Minneapolis MSA AA represents the second largest market in terms of deposit volume and is also a new market to the bank. The Carlton County MSA AA received a limited scope review given its small deposit market share and lower lending volumes. The Non-MSA AA received greater weighting when determining the bank’s overall CRA rating.

We determined the bank’s primary loan products by reviewing loan originations for the sample period. The primary loan products were business and consumer loans for each of the bank’s three AAs. For the three AAs, business and consumer loan originations combined represented 95.5 percent of loan originations by volume and 73.2 percent of loans by dollar amount. The following table depicts the volume of loans made during the evaluation period:

<b>Loan Originations and Purchases 1/1/2012-12/31/2013</b>		
<i>Loan Type</i>	<i>Volume by #</i>	<i>Volume by \$</i>
Farm Loans	0.95%	1.43%
<b>Business Loans</b>	7.92%	<b>51.77%</b>
Home Loans	3.52%	25.40%
<b>Consumer Loans</b>	<b>87.61%</b>	21.41%

*Source: Bank Loan Origination Report*

**DESCRIPTION OF INSTITUTION**

Woodlands is a \$137.5 million institution located in Hinckley, Minnesota, a city of approximately 1,800 people. Hinckley is generally considered the halfway point between Minneapolis/St. Paul and Duluth, approximately 75 miles from both. In addition to the main office in Hinckley, the bank has six branch locations in Onamia, Grand Market, Cloquet, Minneapolis, Sturgeon Lake, and Zimmerman, Minnesota. The Minneapolis branch is located in the Phillips neighborhood in south Minneapolis and was opened in March 2009. The Zimmerman branch was opened in May 2010. There have been no branch closures since the last evaluation. The bank operates eleven ATMs, one at each of its office locations except Sturgeon Lake, and one within each of the Mille Lacs Tribal districts. None of the offsite ATMs accept deposits.

Woodlands is a minority-owned institution which is wholly-owned by Mille Lacs Bancorporation Inc., headquartered in Onamia, Minnesota. Mille Lacs Bancorporation, Inc. is wholly-owned by the Mille Lacs Band of the Ojibwe Indians of Minnesota. In addition to offering traditional banking products and services, Woodlands offers several specialty loan programs designed to assist low-to-moderate income borrowers. The bank has many affiliates due to the association with the Mille Lacs Band of Ojibwe including the Grand Casino-Mille Lacs and the Grand Casino-Hinckley.

As of December 31, 2013, the bank’s loan portfolio was \$85.8 million or 62.4 percent of total assets and the bank’s investment portfolio was \$37.5 million or 27.3 percent of total assets. The distribution of loans at that time was as follows:

<b>Loan Portfolio Composition</b>	<b>\$000</b>	<b>%</b>
Commercial	\$51,232	59.68%
Residential Real-Estate	24,070	28.04%
Consumer	8,312	9.68%
Agricultural	2,228	2.60%
<b>Total Loans</b>	<b>\$85,842</b>	<b>100.00%</b>

*Source: December 31, 2013 Call Report Data*

There are no known financial or legal impediments that would affect Woodlands’ ability to meet the credit needs of the communities it serves. The last CRA evaluation was dated October 1, 2007, and resulted in an “Outstanding” rating.

**DESCRIPTION OF ASSESSMENT AREAS**

**Non-MSA Assessment Area**

The Non-MSA AA includes all of Mille Lacs and Pine County in east central Minnesota (MN). While the counties are not geographically contiguous, we combined them for analysis purposes due to their similar characteristics. The Non-MSA AA is comprised of 15 census tracts (CTs) including eight in Pine County and seven in Mille Lacs County. The AA includes those CTs where the bank’s branches are located as well as the surrounding CTs in which the bank can

reasonably serve. The bank has four branches in this AA including the main location. Based on 2010 U.S. Census data, 13 of the CTs are middle-income and two are moderate-income, one each in Pine and Mille Lacs Counties. The AA meets the requirements of the regulation and does not arbitrarily exclude any low- or moderate-income CTs.

<b>Demographic and Economic Characteristics of the MN Non-MSA AA</b>	
<b>Population</b>	
Number of Families	14,646
Number of Households	22,138
% of Low-Income Families	21.52%
% of Moderate-Income Families	20.79%
% of Middle-Income Families	23.43%
% of Upper-Income Families	34.26%
<b>Geographies</b>	
Number of Census Tracts	15
% Low-Income Census Tracts	0%
% Moderate-Income Census Tracts	13.33%
% Middle-Income Census Tracts	86.67%
% Upper-Income Census Tracts	0%
<b>Median Family Income (MFI)</b>	
2010 MFI for AA	\$58,135
2013 FFIEC -Adjusted MFI	\$61,700
<b>Economic Indicators</b>	
2013 Unemployment Rate – December	Mille Lacs County– 8.6% Pine County – 7.6%
2010 Median Housing Value	\$166,205
% of Households Below Poverty Level	13.06%

*Source: 2010 U.S. Census data with updated information when available*

According to the U.S. Department of Labor (DOL), the December 2013 unemployment rates for Mille Lacs and Pine Counties were 8.6 percent and 7.6 percent, respectively. Economically these counties continue to be depressed with unemployment levels significantly higher than the 4.6 percent rate for the state of Minnesota for the same time period. Major employers in the Non-MSA AA are gambling industries, full-service restaurants, and elementary and secondary schools. The largest employers in this AA are the Grand Casino in Hinckley and in Mille Lacs.

Bank competition in the Non-MSA AA is moderate. According to the June 30, 2013 FDIC deposit market share report, there are ten deposit-taking institutions in Mille Lacs and Pine Counties. Woodlands ranks fourth in deposit market share in the AA with 12.1 percent market share. There is no clear leader in the market as none of the financial institutions holds more than 23 percent of the market share.

We contacted a member of the Hinckley Chamber of Commerce to gain a better understanding of the economic conditions and banking needs of the community. Per our contact, banking needs include helping families stay in their homes and providing financial advice and budgeting classes. The contact specifically mentioned Woodlands as being very involved in the community by providing cash donations and sponsorships to various causes. Bank employees also volunteer at various area organizations including the Chamber of Commerce.

**The Minneapolis MSA AA**

The Minneapolis MSA AA consists of five CTs in the Phillips Neighborhood located in Hennepin County in south Minneapolis and all 11 CTs in Sherburne County, which is located on the western edge of the MSA. Although the areas are not geographically contiguous, we combined them for analysis purposes due to their inclusion in the Minneapolis-St. Paul MSA. Based on 2010 U.S. Census data, the five CTs in the Phillips Neighborhood are all low-income tracts. In Sherburne County, nine of the CTs are middle-income, one CT is upper-income, and one CT is moderate-income. The AA includes the CTs where the bank’s branches are located and surrounding CTs in which the bank can reasonably serve. The bank operates two branches in this AA, including one on Franklin Avenue in Minneapolis and another in Zimmerman, MN. Both branches were opened after the last CRA examination; therefore, the AA is new to the bank as of the current evaluation. The Minneapolis MSA AA meets the requirements of the regulation and does not arbitrarily exclude any low- or moderate-income tracts.

<b>Demographic and Economic Characteristics of the Minneapolis MSA AA</b>	
<b>Population</b>	
Number of Families	25,493
Number of Households	36,154
% of Low-Income Families	22.28%
% of Moderate-Income Families	19.85%
% of Middle-Income Families	27.66%
% of Upper-Income Families	30.21%
<b>Geographies</b>	
Number of Census Tracts	16
% Low-Income Census Tracts	31.25%
% Moderate-Income Census Tracts	6.25%
% Middle-Income Census Tracts	56.25%
% Upper-Income Census Tracts	6.25%
<b>Median Family Income (MFI)</b>	
2010 MFI for AA	\$80,925
2013 FFIEC-Adjusted MFI	\$82,300
<b>Economic Indicators</b>	
2013 Unemployment Rate – December	Sherburne – 5.5% Hennepin – 4.0 %

2010 Median Housing Value	\$215,162
% of Households Below Poverty Level	13.86%

*Source: 2010 U.S. Census data with updated information when available*

According to the DOL, the unemployment rate in December 2013 for the Minneapolis MSA was 5.5 percent in Sherburne County and 4.0 percent in Hennepin County. The local economy is stable and consists primarily of manufacturing businesses. Major employers include public schools & universities, hospitals, and airlines.

Bank competition in the Minneapolis MSA AA is strong. According to the June 30, 2013 FDIC deposit market share report, there are 77 deposit-taking institutions in Hennepin County and 11 in Sherburne County. Woodlands ranks 64<sup>th</sup> with 0.01 percent share of the deposits in Hennepin County. In Sherburne County, Woodlands ranks last with 2.1 percent of the share of deposits.

As part of this evaluation, a member of the community was contacted to gain a better understanding of the area credit needs and to gauge the involvement of local financial institutions. We contacted the Little Earth United Tribes (Little Earth), an affordable-housing community operating in south Minneapolis. Little Earth includes a 212-unit HUD-subsidized housing complex in Minneapolis, which is home to 1000 residents. Nearly all of the residents are very low-income and many are unemployed. Little Earth is comprised of four organizations providing needed community services, affordable housing services and early childhood education. Key credit issues facing residents at Little Earth are financial literacy in the form of training for basic checking and savings accounts as well as credit restoration. The contact noted that, prior to Woodlands opening a branch in the Phillips neighborhood, the majority of the Native American population associated with Little Earth were unbanked and therefore relied on check-cashing services. Since Woodlands entered the community, there are dramatically more Native American families using a bank than before.

**Carlton County MSA Assessment Area**

The Carlton County AA includes all of Carlton County, which is located in the Duluth, MN MSA. The AA is comprised of seven CTs, and includes the CT where the bank’s branch in Cloquet is located and the surrounding CTs in which the bank can reasonably serve. Based on 2010 U.S. census data, one CT is moderate-income, five CTs are middle-income, and one CT is upper-income. The Carlton County AA meets the requirements of the regulation and does not arbitrarily exclude any low- or moderate-income CTs. The table on the following table shows demographic information for the AA:

<b>Demographic and Economic Characteristics of the Carlton County AA</b>	
<b>Population</b>	
Number of Families	9,449
Number of Households	13,724
% of Low-Income Families	15.84%
% of Moderate-Income Families	19.64%
% of Middle-Income Families	24.62%
% of Upper-Income Families	39.90%
<b>Geographies</b>	
Number of Census Tracts	7
% Low-Income Census Tracts	0.00%
% Moderate-Income Census Tracts	14.29%
% Middle-Income Census Tracts	71.43%
% Upper-Income Census Tracts	14.29%
<b>Median Family Income (MFI)</b>	
2010 MFI for AA	\$59,812
2013 FFIEC-Adjusted MFI	\$60,900
<b>Economic Indicators</b>	
2013 Unemployment Rate – December	6.1%
2010 Median Housing Value	\$162,018
% of Households Below Poverty Level	9.74%

Source: 2010 U.S. Census data with updated information when available

Unemployment levels in Carlton County are higher than those for the state of Minnesota. According to the DOL, the December 2013 unemployment rate for Carlton County was 6.1 percent compared to 4.6 percent for Minnesota for the same time period . Industries providing employment in Carlton County include government, education, health and social services, manufacturing, arts, entertainment, recreation, accommodation, food services, and retail trade. Major employers in Carlton County are government offices, Fond Du Lac Indian Reservation, Fond Du Lac Tribal and Community College, Sappi Fine Paper, and USG Interiors Inc.

Bank competition in the Carlton County AA is strong. According to the June 30, 2013, FDIC deposit market share report, there are eight deposit-taking institutions in Carlton County. Woodlands ranks last in market share with only a 3.4 percent share of deposits. The bank also competes with many credit unions in the area which are not included on the FDIC report.

**CONCLUSIONS WITH RESPECT TO PERFORMANCE CRITERIA**

**Loan-to-Deposit Ratio**

Woodlands’ loan-to-deposit (LTD) ratio is reasonable given the bank’s size, financial condition, and the credit needs of the AA. The bank’s LTD ratio averaged 82.9 percent over the 26 quarters since the previous evaluation and ranged from a high of 100.2 percent in fourth quarter 2008 to a low of 67.1 percent in third quarter 2012. This ranks third among the four similarly situated banks that had quarterly average LTD ratios ranging from 74.2 percent to 96.1 percent over the same period. Similarly situated banks include those operating in Woodlands’ AAs with assets between \$130 million to \$250 million.

<b>Loan-To-Deposit Ratio</b>		
<b>Institution (Headquarters)</b>	<b>Assets as of 12/31/13 (\$000s)</b>	<b>Average LTD Ratio (%)</b>
Northview Bank (Sandstone)	\$242,416	96.11%
North Shore Bank of Commerce (Duluth)	\$236,094	83.90%
<b>Woodlands National Bank (Hinckley)</b>	<b>\$137,502</b>	<b>82.93%</b>
First National Bank of Milaca	\$181,704	74.22%

Source: Call Report data as of December 31, 2013.

**Lending in Assessment Area**

Woodlands originates a majority of its loans to borrowers located within its designated AAs. The bank originated 58.3 percent by number and 26.1 percent by dollar amount of loans to borrowers located within its combined AAs. The following table shows loans originated within the bank’s AAs by number and dollar volume for each loan type.

<b>Lending in Woodlands AAs</b>										
Loan Type	Number of Loans					Dollars of Loans (000s)				
	Inside		Outside		Total	Inside		Outside		Total
	#	%	#	%		\$	%	\$	%	
Consumer	38	63.33%	22	36.67%	60	\$ 119	69.19%	\$ 53	30.81%	\$172
Commercial	32	53.33%	28	46.67%	60	\$2,523	25.33%	\$7,439	74.67%	\$9,962
<b>Totals</b>	<b>70</b>	<b>58.33 %</b>	<b>50</b>	<b>41.67%</b>	<b>120</b>	<b>\$2,642</b>	<b>26.07%</b>	<b>\$7,492</b>	<b>73.93%</b>	<b>\$10,134</b>

Source: Loan Sample

**Lending to Borrowers of Different Incomes and to Businesses of Different Sizes**

Woodlands overall distribution of loans reflects an excellent penetration among borrowers of different income levels and businesses of different sizes. As noted previously, we gave more weight to Woodlands’ lending performance in the Non-MSA AA given its significance to the



bank in terms of branches, deposits and loan volume. Our assessment of performance in the Minneapolis MSA AA and Carlton County AA was weighted more heavily toward consumer lending activity in these AAs due to the limited sample sizes for commercial loans

Non-MSA Assessment Area

Woodlands had excellent penetration among borrowers of different income levels when compared to the AA demographics. Consumer lending to low- and moderate-income individuals significantly exceeds the demographic comparators. The following table compares the bank’s consumer lending activity to the demographics within the AA:

<b>Borrower Distribution of Consumer Loans in Woodlands Non-MSA</b>								
Borrower Income Level	Low		Moderate		Middle		Upper	
Loan Type	% of AA House holds	% of Number of Loans	% of AA House holds	% of Number of Loans	% of AA House holds	% of Number of Loans	% of AA House holds	% of Number of Loans
Consumer	24.25%	35.00%	17.62%	40.00%	20.47%	25.00%	37.66%	0%

*Source: Loan Sample; 2010 U.S. Census Data*

Woodlands had reasonable penetration among businesses of different sizes in the MN Non-MSA AA. The bank’s lending to businesses with annual revenues of less than \$1 million is comparable to the demographics at 80 percent. The following table compares the bank’s commercial lending activity to the demographics within the AA:

<b>Borrower Distribution of Loans to Businesses in the Woodlands Non-MSA</b>				
Business Revenues (or Sales)	≤\$1,000,000	>\$1,000,000	Unavailable/Unknown	Total
% of AA Businesses	78.01%	3.07%	18.92%	100%
% of Bank Loans in AA by #	80.00%	10.00%	10.00%	100%
% of Bank Loans in AA by \$	74.09%	23.69%	2.22%	100%

*Source: Loan sample; 2013 Business Geodemographic Data*

Minneapolis MSA AA

Woodlands had excellent penetration among borrowers of different income levels when compared to the AA demographics. Consumer lending to low-income households significantly exceeds the demographic comparator and lending to moderate-income households exceeds the comparator. The table on the following page compares the bank’s consumer lending activity to the demographics within the AA:

<b>Borrower Distribution of Consumer Loans in Woodlands Minneapolis MSA</b>								
Borrower Income Level	Low		Moderate		Middle		Upper	
Loan Type	% of AA House holds	% of Number of Loans	% of AA House holds	% of Number of Loans	% of AA House holds	% of Number of Loans	% of AA House holds	% of Number of Loans
Consumer	25.84%	63.16%	15.28%	21.05%	21.25%	10.53%	37.63%	5.26%

Source: Loan Sample; 2010 U.S. Census Data

Woodlands had poor penetration among businesses of different sizes in the Minneapolis MSA AA. The bank’s lending to businesses with annual revenues of less than \$1 million is lower than the demographic comparator at 60 percent. However, we placed very little weight on this analysis given that we were only able to test a limited number of loan files due to low commercial lending volume in the AA. The following table compares the bank’s commercial lending activity to the demographics within the AA:

<b>Borrower Distribution of Loans to Businesses in the Woodlands Minneapolis MSA</b>				
Business Revenues (or Sales)	≤\$1,000,000	>\$1,000,000	Unavailable/Unknown	Total
% of AA Businesses	78.89%	3.65%	17.46%	100%
% of Bank Loans in AA by #	60.00%	40.00%	0%	100%
% of Bank Loans in AA by \$	45.00%	55.00%	0%	100%

Source: Loan sample; 2013 Geodemographic data

**Borrower Distribution Conclusions for Areas Receiving Limited Scope Review**

Carlton County MSA AA

Based on a limited scope review, the bank’s borrower distribution performance in the Carlton County MSA AA is not inconsistent with the bank’s overall performance in the AAs receiving a full scope review.

**Geographic Distribution of Loans**

The distribution of loans reflects overall excellent dispersion throughout the bank’s AAs.

We again placed more weight overall on the bank’s performance in the Non-MSA AA. Within the Minneapolis and Carlton County MSA AAs more weight was placed on the consumer lending analysis due to the limited sample sizes for commercial loans.

Non-MSA AA

The geographic distribution of consumer loans reflects excellent dispersion throughout the AA. There are no low-income CTs in the AA, therefore, our analysis focused on the bank’s performance in the moderate-income tracts. The bank’s performance in the moderate-income

tracts significantly exceeded the demographic comparator. The following table shows the bank’s performance as compared to the percentage of AA households in each income tract level:

<b>Geographic Distribution of Consumer Loans in Woodlands Non-MSA</b>								
Census Tract Income Level	Low		Moderate		Middle		Upper	
Loan Type	% of AA House holds	% of Number of Loans	% of AA House holds	% of Number of Loans	% of AA House holds	% of Number of Loans	% of AA House holds	% of Number of Loans
<b>Consumer</b>	0%	0%	11.85%	65.00%	88.15%	35.00%	0%	0%

*Source: Loan Sample; 2010 U.S. Census Data*

The geographic distribution of business loans reflects excellent dispersion throughout the AA. The bank’s lending to businesses in moderate-income tracts significantly exceeded the comparator of AA businesses in those tracts. The following tables show the bank’s performance as compared to the percentage of businesses in each census tract income level:

<b>Geographic Distribution of Loans to Businesses in Woodlands Non-MSA</b>								
Census Tract Income Level	Low		Moderate		Middle		Upper	
Loan Type	% of AA Businesses	% of # of Loans	% of AA Businesses	% of # of Loans	% of AA Businesses	% of # of Loans	% of AA Businesses	% of # of Loans
<b>Commercial</b>	0%	0%	11.30%	35.00%	88.70%	65.00%	0%	0%

*Source: Loan Sample; 2010 U.S. Census Data*

Minneapolis MSA AA

The geographic distribution of consumer loans reflects excellent dispersion throughout the AA. Although the bank made no loans in the moderate-income tract, their lending performance in the low-income tracts significantly exceeded the demographic comparator. When combined lending in low- and moderate-income tracts significantly exceeded the comparator. The following tables show the bank’s performance as compared to the percentage of AA households in each income tract level:

<b>Geographic Distribution of Consumer Loans in Woodlands Minneapolis MSA</b>								
Census Tract Income Level	Low		Moderate		Middle		Upper	
Loan Type	% of AA House holds	% of Number of Loans	% of AA House holds	% of Number of Loans	% of AA House holds	% of Number of Loans	% of AA House holds	% of Number of Loans
<b>Consumer</b>	19.17%	60.00%	6.43%	0%	69.92%	40.00%	4.48%	0%

*Source: Loan Sample; U.S. Census Data*

The geographic distribution of business loans reflects excellent dispersion throughout the AA. Although the bank made no loans in the moderate-income tract, the bank’s lending performance in the low-income tracts significantly exceeded the demographic comparator. The following

table shows the bank’s performance as compared to the percentage of businesses in each tract income level:

<b>Geographic Distribution of Loans to Businesses in Woodlands Minneapolis MSA</b>								
Census Tract Income Level	Low		Moderate		Middle		Upper	
Loan Type	% of AA Businesses	% of # of Loans	% of AA Businesses	% of # of Loans	% of AA Businesses	% of # of Loans	% of AA Businesses	% of # of Loans
<b>Commercial</b>	15.35%	40.00%	3.20%	0%	76.25%	60.00%	5.19%	0%

*Source: Loan Sample; 2010 U.S. Census Data*

**Geographic Distribution Conclusions for Areas Receiving Limited Scope Review**

Carlton County MSA AA

Based on a limited scope review, the bank’s performance in the Carlton County MSA AA is not inconsistent with the bank’s overall performance in the AAs receiving full scope reviews.

**Community Development**

Woodland’s community development activities enhance the availability of credit in its AAs and contributed to the overall rating of “Outstanding”. Woodlands engages in multiple loan programs with the aim of helping low- to moderate-income households including Section 184 Loans, the Native American Homeownership Initiative with the Federal Home Loan Bank, and the U.S. Department of Agriculture Rural Development Housing program. Other community development initiatives consist of the following:

*Community Education*

Officers of Woodlands regularly provide financial expertise and resources for youth groups in the Mille Lacs and Fond du Lac tribes. Members of the bank teach basic financial education classes to students of the tribal school, which include students from low- to moderate-income families. Woodlands also provides homebuyer education to help first-time homebuyers.

*Volunteer Work*

Officers of Woodlands serve as board members, committee members, and volunteers for several non-profit organizations such as the Mille Lacs Area Health Foundation, Family Housing Fund, Northwest Area Foundation, Twin Cities Community Land Bank, MN American Indian Chamber of Commerce, and the REACH Mentoring program. In these roles, they provide financial expertise and resources to organizations with the focus of helping low- to moderate-income families.

*Donations*

Woodlands has an established charitable giving plan to help provide financial support to local non-profit organizations. Eligible organizations must have a clearly defined mission that supports economic security and vitality of the communities they serve. Woodlands allocates \$10,000 annually to match employee donations to these organizations, with an additional \$26,000 in donations divided between the markets that Woodlands serves.

*Pre-paid Debit Card Program*

Woodlands is the issuing bank for a pre-paid debit card program that focuses on helping un-banked individuals in the community of the Mille Lacs Band of Ojibwe. The Mille Lacs Band pays for all card fees.

**Responses to Complaints**

Woodlands has not received any CRA-related complaints since its last CRA evaluation dated October 1, 2007.

**Fair Lending or Other Illegal Credit Practices Review**

Pursuant to 12 C.F.R. § 25.28(c), in determining a national bank's CRA rating, the OCC considers evidence of discriminatory or other illegal credit practices in any geography by the bank, or in any assessment area by an affiliate whose loans have been considered as part of the bank's lending performance.

We found no evidence of discriminatory or other illegal credit practices inconsistent with helping to meet community credit needs.