

STATE BOARD OF FINANCIAL INSTITUTIONS M I N U T E S
June 7, 2017
Columbia, South Carolina

Upon proper call and due notice to all of its members and after having given required public notice, the State Board of Financial Institutions assembled in a meeting this the 7th day of June, 2017, with Chairman Loftis presiding.

Members present were: Messrs. Hassell, Hart, Pennington, Wright, Strickland, and Williams.

Members participating by phone: Mr. Saunders and Mr. Conley.

In attendance from the Examining Division were Commissioner Davis, Ms. Kathy Bickham, Assistant Commissioner, and Ms. Renee Dzek, Accounting Fiscal Manager.

In attendance from the Consumer Finance Division were Commissioner Bodvake, Mr. Carl Jeffcoat, Assistant Commissioner, and Ms. Sally Estes, Assistant Commissioner.

In attendance from the State Treasurer's Office were Mr. Robin Johnson, General Counsel, Ms. Alicia Sharpe, Interim Administration Director, and Mr. Tony Kester, Assistant to Chairman.

Members absent: Mr. Buyck and Ms. Marcum.

The Agenda was approved by General Consent.

The May 3, 2017 Board Minutes were approved by General Consent.

The following Notice Agenda Items were approved by General Consent:

CONSUMER FINANCE DIVISION

The following Supervised Consumer Finance Licensees have advised of change of address as follows:

1. OneMain Financial Group, LLC from 1341 North Kings Highway to 1620 Farrow Parkway, Unit A6, Myrtle Beach, South Carolina.

2. Credit Central, LLC dba Credit Central from 469-C Bells Highway to 452 Bells Highway, Walterboro, South Carolina.
3. World Finance Company of South Carolina, LLC dba World Finance Corporation from 1105 First Street to 1291 North Fraser Street, Georgetown, South Carolina.
4. World Finance Company of South Carolina, LLC dba World Finance Corporation from 7 North Congress Street to 1734 Old York Street, York, South Carolina.
5. Western-Shamrock Corporation dba Western Finance from 474-B Bypass 72, NW to 1348 Bypass Highway 72 NE, Greenwood, South Carolina.
6. Inlet Creek Properties dba Dick's Title Loans III from 1155 Dick Pond Road, Unit B to 1205 Dick Pond Road, Suite A, Surfside Beach, South Carolina.
7. Sunset Finance Co., LLC dba Sunset Finance of Florence from 804-A 2nd Loop Road to 1333C South Irby Street, Florence, South Carolina.
8. Security Finance Corporation of South Carolina dba Security Finance from 1506 East Rutherford Street, Suite A to 118 North Trade Avenue, Landrum, South Carolina.
9. OneMain Financial Group, LLC from 1360 North Fraser Street, Space 30 to Suite 9, Georgetown, South Carolina.
10. World Finance Company of South Carolina, LLC dba World Finance Corporation from 321 North Parler Avenue to 5502A Memorial Boulevard, St. George, South Carolina.
11. World Finance Company of South Carolina, LLC dba World Finance Corporation from 107 West Main Street to 1305A North Longstreet Street, Kingstree, South Carolina.
12. 1st Capital Finance of South Carolina, Inc. dba 1st Capital Finance from 2925 North Main Street to 1705 North Main Street, Anderson, South Carolina.

The following Supervised Consumer Finance Licensees have advised of change of name as follows:

1. World Finance Company of South Carolina, LLC from dba Peoples Finance Company to World Finance Corporation, Bennettsville, South Carolina.
2. Western-Shamrock Corporation from dba National Finance Company to Western Finance, Greenwood, South Carolina.
3. From AmeriFirst Home Improvement Fin. Co. to AmeriFirst Home Improvement Finance LLC, Omaha, Nebraska.
4. World Finance Company of South Carolina, LLC from Colonial Finance Company to World Finance Corporation, Spartanburg, South Carolina.
5. World Finance Company of South Carolina, LLC from Peoples Finance Company to World Finance Corporation, Cheraw, South Carolina.
6. World Finance Company of South Carolina, LLC from Peoples Finance Company to World Finance Corporation, Columbia, South Carolina.
7. World Finance Company of South Carolina, LLC from Local Loans Company to World Finance Corporation, North Charleston, South Carolina.

Notification has been received that the following Supervised Consumer Finance Licensees have been voluntarily surrendered for cancellation:

1. Rapid Loans, LLC, 1295 John C. Calhoun Drive, Orangeburg, South Carolina.
2. Wells Fargo Financial SC, Inc., 800 Walnut Street, Des Moines, Iowa.
3. CashCall, Inc., One City Boulevard West, Suite 102, Orange, California.
4. Spruce Lending, Inc., 2600 Westown Parkway, Suite 120, West Des Moines, Iowa.
5. Mainstream Lending, LLC, 1005-A West Floyd Baker Boulevard, Gaffney, South Carolina.
6. OneMain Financial Group, LLC, 215 Kelley Street, Lake City, South Carolina.
7. Southern Specialty Finance, Inc. dba Check 'n Go, 2391 Dave Lyle Boulevard, #103, Rock Hill, South Carolina.
8. Cashwell Financial of SC LLC dba Cashwell, 425-A Columbia Avenue, Lexington, South Carolina.
9. Four Seasons Credit, Inc. dba Four Seasons Credit, 116 North Highway 52, Suite B, Moncks Corner, South Carolina.
10. OneMain Financial of South Carolina, Inc., 4130-B Clemson Boulevard, Anderson, South Carolina.
11. Three Rivers Investment, Inc. dba Always Money, 1992 Old Trolley Road, Summerville, South Carolina.
12. Cashwell Financial of SC LLC dba CashWell, 1242 East Main Street, Rock Hill, South Carolina.

COMMITTEE REPORTS AND OTHER UPDATES

Policy, Planning and Budget Committee

Mr. Pennington reported the Budget, Policy, and Planning Committee met by phone Wednesday, May 31 to discuss a request by Commissioner Bodvake to approve a new fee structure for applications and examinations of certain lenders. The Committee requested additional information be presented at the next Board meeting June 7.

A request for approval to hire two additional examiners was carried over to the June 7 Board meeting as funding for the two positions was contingent upon approval of the fee restructuring.

Legislative Committee

None

REGULAR SESSION

Consumer Finance Division

The Board approved the following applications:

IN-STATE

1. Request of Republic Finance, LLC for a Supervised Consumer Finance License to perform certain lending operations in South Carolina from its location at 117-E Rivertown Boulevard, Conway, South Carolina 29526. **(#Active25)**
2. Request of Republic Finance, LLC for a Supervised Consumer Finance License to perform certain lending operations in South Carolina from its location at 2559 David H. McLeod Boulevard, Suite F, Florence, South Carolina 29501. **(#Active25)**
3. Request of Time Finance, LLC to operate at 928 Bypass 123, Seneca, South Carolina 29678. **(New)**
4. Request of Upstate Finance Corp. to operate at 3117 Boiling Springs Road, Boiling Springs, South Carolina 29316. **(New)**

OUT-OF-STATE

5. Request of Bayview Loan Servicing, LLC for a Supervised Consumer Finance License to perform certain lending operations in South Carolina from its location at 5151 East Broadway Boulevard, 3rd Floor, Tucson, Arizona 85711. **(#Active7)**
6. Request of Cognition Lending Corporation for a Supervised Consumer Finance License to perform certain lending operations in South Carolina from its location at 200 Clarendon Street, 3rd Floor, Boston, Massachusetts 02116. **(#Active2)**
7. Request of MCP Asset Company, Inc. for a Supervised Consumer Finance License to perform certain lending operations in South Carolina from its location at 200 West Street, New York, New York 10282. **(New)**

8. Request of Payoff, Inc. for a Supervised Consumer Finance License to perform certain lending operations in South Carolina from its location at 3200 Park Center Drive, Suite 800, Costa Mesa, California 29626. **(New)**
9. Request of Payoff, Inc. for a Supervised Consumer Finance License to perform certain lending operations in South Carolina from its location at www.payoff.com. **(New)**
10. Request of Renew Financial I LLC for a Supervised Consumer Finance License to perform certain lending operations in South Carolina from its location at 1221 Broadway, 4th Floor, Oakland, California 94612. **(New)**
11. Request of Renew Financial I LLC for a Supervised Consumer Finance License to perform certain lending operations in South Carolina from its location at 1620 East Roseville Parkway, Suite 240, Roseville, California 95661. **(New)**
12. Request of Renew Financial I LLC for a Supervised Consumer Finance License to perform certain lending operations in South Carolina from its location at 1005 Brookside Road, Suite 200, Allentown, Pennsylvania 18106 **(New)**
13. Request of Renew Financial I LLC for a Supervised Consumer Finance License to perform certain lending operations in South Carolina from its location at www.renewfinancial.com. **(New)**
14. Request of RSVP Lending, LLC dba RSVP Loans for a Supervised Consumer Finance License to perform certain lending operations in South Carolina from its location at 500 Grapevine Highway, Suite 227, Hurst, Texas 76054 **(New)**
15. Request of RSVP Lending, LLC dba RSVP Loans for a Supervised Consumer Finance License to perform certain lending operations in South Carolina from its location at www.rsvploans.com. **(New)**

DEFERRED PRESENTMENT

The following applications for Deferred Presentment have been received by the Consumer Finance Division pursuant to §34-39-150. The division has reviewed and determined these applications meet licensing requirements pursuant to §34-39-160 and recommend approval for issuance of a deferred presentment license.

16. Request of Check into Cash of South Carolina, Inc. dba Check into Cash for a license to provide deferred presentment services at 201 Keith Street, Suite 80, Cleveland, Tennessee 37311. **(#Active60)**

17. Request of Cuzco Capital Investment Management, LLC for a license to provide deferred presentment services at 111 Great Neck Road, Suite 506, Great Neck, New York, 11021. **(New)**

CHECK CASHING LEVEL II SERVICES

The following applications for Level II Check Cashing Services have been received by the Consumer Finance Division pursuant to §34-41-40. The division has reviewed and determined these applications meet licensing requirements pursuant to §34-41-40, §34-41-42 and §34-41-50.

18. Request of Anderson Quality Foods, L.L.C. dba Quality Foods of Anderson for a license to provide Check Cashing Level II services at 207 Highway 28 Bypass, Anderson, South Carolina 29624. **(New)**
19. Jay Mataji Santee LLC dba Santee Landing for a license to provide Check Cashing Level II services at 9102 Old Highway #6, Santee, South Carolina 29142. **(New)**
20. Tienda Jasmine, LLC for a license to provide Check Cashing Level II services at 500 Ballpark Road, Gaston, South Carolina 29053. **(New)**

OTHER BUSINESS

Commissioner's Update:

Commissioner Bodvake provided an update on Conferences attended last month as well as upcoming conferences. He updated the Board on personnel matters and announced one resignation. There was also an update on legislation passed this year.

Commissioner Davis provided an update which is attached.

COMMISSIONER OF BANKING REPORT

June 7, 2017

- Met with management of:
 - Farmers & Merchants Bank of South Carolina

- Sandhills Bank
 - Crescom Bank
 - First Reliance Bank
- Met with the President/CEO of a national bank doing business exclusively within South Carolina about possible charter conversion of his institution to a South Carolina state-chartered bank.
- Information sharing:
 - In connection with the acquisition of Horry County State Bank by UCBI Bank of Georgia, identified and made use of the Nationwide Cooperative Agreement administered by the Conference of State Bank Supervisors in order to share examination information with the Georgia Commissioner of Banking.
 - Applied to FinCen for access to their database in furtherance of BSA examinations of South Carolina state-chartered credit unions.
 - Became a signatory to the Southeastern Regional Cooperative Interstate Agreement for the Supervision of State-Chartered Credit Unions.
- Attended the Conference of State Bank Supervisors 8th Annual State-Federal Supervisory Forum in New Orleans.
- Held third meeting with Division of State Human Resources to review final action plan to re-classify positions in Division. Specific material will be shared and discussed in Executive Session.
- Renee Dzek and Rick Green attended the Interagency Meeting sponsored by the Atlanta Federal Reserve Bank. Other than the Fed, other attendees included the OCC, FDIC and representatives from most of the Southeastern states.
- Janeen Hughes attended FDIC's Large Bank Supervision training in Washington, DC.

EXECUTIVE SESSION

On motion of Mr. Williams, duly seconded by Mr. Hassell, and unanimously carried, the Board voted to go into Executive Session to receive and discuss information pertaining

to information regarding contractual arrangements, examination findings, personnel matters, receive legal advice, discuss documents or information incidental to proposed contractual matters, discuss confidential information or trade secrets of institutions under examination.

On motion of Mr. Hart, duly seconded by Mr. Strickland, and unanimously carried, the Board returned to Regular Session. No other votes were taken in Executive Session.

The following actions were taken in Regular Session on items discussed in Executive Session:

Consumer Finance Division

Item 1 was a discussion on a personnel matter and no vote was required.

On motion of Mr. Hart, duly seconded by Mr. Williams, and unanimously carried, the Board approved the request of Commissioner Bodvake to set a new fee schedule for the licensing and examination of certain lenders.

On motion of Mr. Hassell, duly seconded by Mr. Pennington, and unanimously carried, the Board voted to approve the hiring of two additional mortgage examiners.

Examining Division

On motion of Mr. Strickland, duly seconded by Mr. Hart, and unanimously carried, the Board voted to approve the application of Blue Ridge Bank, Walhalla, South Carolina, to establish a branch at 200 West Windsor Street, Westminster, South Carolina

On motion of Mr. Williams, duly seconded by Mr. Strickland, and unanimously carried, the Board voted to approve the request of Bank of Greeleyville, Greeleyville, for approval to pay a cash dividend in the amount requested by the bank.

On motion of Mr. Strickland, duly seconded by Mr. Pennington, and unanimously carried, the Board voted to approve the application of United Community Banks, Inc., Blairsville, Georgia, to acquire 100% of the voting shares of HCSB Financial Corporation, Loris, South Carolina, and thereby acquire its wholly owned subsidiary, Horry County State Bank, Loris, South Carolina.

Item 7 was a discussion by the Commissioner on confidential information of financial institutions and no vote was required.

Item 8 was a discussion on personnel matters and did not require a vote.

The Board, through consensus, scheduled its next meeting for August 1, 2017.

There being no further business, the meeting was adjourned by acclamation.

An audio copy of the meeting is available upon request.