PUBLIC DISCLOSURE

March 2, 2020

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

Stearns Bank Upsala, N.A. Charter # 23458

105 South Main Street Upsala, MN 56384

Office of the Comptroller of the Currency

222 South Ninth Street Suite 800 Minneapolis, MN 55402-3393

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, and should not 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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Overall CRA Rating

Institution's CRA Rating: This institution is rated Satisfactory.

The Lending Test is rated: Satisfactory.

The major factors that support this rating include:

- The distribution of loans to individuals of different income levels is excellent.
- The bank originated or purchased a substantial majority of its loans outside its assessment area (AA).
- The bank's loan-to-deposit (LTD) ratio is more than reasonable.
- The bank has received no CRA related complaints.

Community Development Considerations

Community Development activities exhibit positive effect on the bank's overall performance.

Loan-to-Deposit Ratio

Considering the bank's size, financial condition, and credit needs of the AA, the bank's LTD ratio is more than reasonable.

Stearns Bank Upsala National Association's (Stearns Bank Upsala) LTD ratio averaged 99.52 percent over the 17 quarters since the previous CRA evaluation. The bank's quarterly LTD ratio ranged from a low of 84.83 percent in the third quarter of 2019 to a high of 111.84 percent in the second quarter of 2018. Stearns Bank Upsala ranked first out of six similarly situated institutions. Similarly situated institutions include institutions operating in or near the bank's AA with total assets between \$46 million and \$379 million. The following table shows the bank's LTD ratio compared to similarly situated institutions:

Institution (Headquarters)	Total Assets as of 12/31/19 (\$000s)	Average LTD Ratio (%)
Stearns Bank Upsala, National Association (Upsala, MN)	\$81,866	99.52
Randall State Bank (Randall, MN)	\$46,499	88.91
American Heritage National Bank (Long Prairie, MN)	\$378,582	83.78
Farmers and Merchants State Bank of Pierz (Pierz, MN)	\$231,229	80.94
First State Bank of Swanville (Swanville, MN)	\$23,951	79.55
Pine Country Bank (Little Falls, MN)	\$182,593	75.99

Lending in Assessment Area

The bank originated and purchased a substantial majority of its total loans outside the bank's AA during the evaluation period. Nearly all the bank's loans originated or purchased during the evaluation period consist of business loans purchased from an affiliate as part of a national lending program. Our testing of business loans resulted in no loans being located in the AA. However, we sampled 20 consumer loans, which showed 90 percent of loans were originated within the AA. The consumer loan portfolio consists of traditional loans originated by the bank and reflective of meeting the credit needs of the AA. Consumer lending is the bank's primary lending strategy of loan originations. The remainder of the loan portfolio consists mostly of loans purchased from affiliates.

Lending Inside and Out	tside of the	Assess	ment Area	l						
	N	umber o	of Loans			Dollar Amount of Loans \$(000s)				
Loan Category	Insid	Inside Outside			Total	Inside		Outside		Total
	#	%	#	%	#	\$	%	\$	%	\$(000s)
Small Business	0	0%	20	100%	20	\$0	0%	\$514,121	100%	\$514,121
Consumer	18	90%	2	10%	20	\$154,668	89%	\$19,500	11%	\$174,168

Description of Institution

Stearns Bank Upsala is a \$82 million institution headquartered in Upsala, Minnesota (MN). Stearns Bank Upsala does not operate any subsidiaries and did not elect to have affiliate activity considered in this evaluation. Stearns Bank Upsala is wholly-owned by Stearns Financial Services, Inc. Employee Stock Ownership Plan, a multi-bank holding company, headquartered in Saint Cloud, MN. Stearns Bank Upsala did not have merger or acquisition activity during the evaluation period.

Stearns Bank Upsala is a single-state institution with one full-service branch located in Upsala, MN. In addition to its branch location, Stearns Bank Upsala operates one cash dispensing ATM, also located in Upsala, MN. For CRA purposes, Stearns Bank Upsala operates within the State of MN. The MN rating area consists entirely of the Upsala AA, which includes two counties located within the Non-MSA portion of MN.

Stearns Bank Upsala is a full-service commercial bank offering a variety of loan and deposit products. When considering all lending activity, the bank's primary focus is business loans; however, this primarily consists of loan purchases from Stearns Bank NA. Consumer loans account for the majority of loans originated at Stearns Bank Upsala. Stearns Bank Upsala purchases commercial loans from Stearns Bank NA's leasing division as part of a nationwide lending program. The program is directed towards small businesses, although most are located outside of the Upsala AA. The loans provide small dollar lending to businesses with 98 percent of the loans, by number, having an original balance less than \$100 thousand.

Net loans and leases represent 78 percent of total assets. The loan portfolio is comprised of 95.5 percent commercial loans, 3.5 percent residential real estate loans, 0.7 percent agriculture loans, and 0.2 percent consumer loans, based on dollar volume. Tier one capital was \$12.6 million or 15 percent of total assets at the end of the evaluation period.

There are no known financial, legal, or other factors that impede Stearns Bank Upsala's ability to meet the credit needs of its AAs during the evaluation period. Stearns Bank Upsala received a Satisfactory rating at the last CRA examination dated November 2, 2015.

Scope of the Evaluation

Evaluation Period/Products Evaluated

We evaluated Stearns Bank Upsala's CRA performance utilizing small bank performance standards. The evaluation period for the LTD ratio analysis and complaint review covered December 31, 2015 to December 31, 2019. The evaluation period for the remaining portions of the Lending Test covered January 1, 2017 to December 31, 2019. Business loans is the primary product and consumer lending is a primary strategic initiative; therefore, we included consumer lending in our analysis. We used random sampling of both business and consumer loans in our Lending Test to assess overall lending performance. Refer to the table below to view loan purchases and originations by dollar and number during the evaluation period.

Originations and Purchases by Product Type 2017 - 2019								
	Percentage by Dollar Volume	Percentage by Number of Loans						
Business	93.41	92.35						
Farm	6.28	6.91						
Consumer	0.20	0.68						
Home Mortgage	0.11	0.06						
Total	100.00	100.00						

Demographic data is used in part to determine the bank's lending performance. The U.S. Census Bureau released updated demographic data from the 2015 American Community Survey (ACS) effective January 1, 2017. The loans in our samples were compared to 2015 ACS data.

We reviewed the AA's financial, economic, and environmental factors to determine the bank's lending performance. We also contacted a community member with knowledge of the area's economic conditions and demographics to gather additional insight on credit needs in the AA.

Ratings

Stearns Bank Upsala's overall rating is based on the bank's lending performance within the State of Minnesota. In addition, we considered the bank's community development services and investments. We evaluated lending performance using four performance criteria: the LTD ratio, lending in the AA, lending to borrowers of different income levels, and responses to CRA-related complaints. We did not asses the distribution of loans to geographies of different income levels. The AA consists only of middle-income geographies and the geographical distribution would not provide a meaningful analysis. Consumer and business lending received equal weight in the borrower distribution test. While business loans comprise a substantial majority of the loan portfolio, consumer lending is the primary product underwritten by the institution. Nearly all business loans are purchased from an affiliate as part of a national lending program.

Discriminatory or Other Illegal Credit Practices Review

Pursuant to 12 CFR 25.28(c) or 195.28(c), respectively, in determining a national bank's or federal savings association's (collectively, bank) CRA rating, the OCC considers evidence of discriminatory or other illegal credit practices in any geography by the bank, or in any AA by an affiliate whose loans have been considered as part of the bank's lending performance. As part of this evaluation process, the OCC consults with other federal agencies with responsibility for compliance with the relevant laws and regulations, including the U.S. Department of Justice, the U.S. Department of Housing and Urban Development, and the Bureau of Consumer Financial Protection, as applicable.

The OCC has not identified that this institution has engaged in discriminatory or other illegal credit practices that require consideration in this evaluation.

The OCC will consider any information that this institution engaged in discriminatory or other illegal credit practices, identified by or provided to the OCC before the end of the institution's next performance evaluation in that subsequent evaluation, even if the information concerns activities that occurred during the evaluation period addressed in this performance evaluation.

State Rating

State of Minnesota

CRA rating for the State of Minnesota: Satisfactory

The Lending Test is rated: Satisfactory

The major factors that support this rating include:

- The distribution of loans to individuals of different income levels is excellent.
- The bank originated or purchased a substantial majority of its loans outside its AA.
- The bank's LTD ratio is more than reasonable.
- The bank has received no CRA related complaints.

Community Development Considerations

Community Development activities exhibit a positive effect on the bank's performance in the State of Minnesota.

Description of Institution's Operations in Minnesota

The Stearns Bank Upsala AA consists of the southwest portion of Morrison County and the southeast portion of Todd County. Stearns operates one full-service branch in the Upsala AA, accounting for the bank's entire branch network. According to the 2015 ACS data, the Upsala AA includes seven CTs, all of which are middle-income CTs. The Upsala AA did not include any low- or moderate-income CTs during the evaluation period.

The June 30, 2019 FDIC Deposit Market Share Report indicated that the bank had \$66 million in deposits. Stearns Bank Upsala ranks 7th of 13 deposit-taking institutions in the AA with deposit market share of 7.6 percent. The top five institutions in the AA are Pine Country Bank, Farmers and Merchants State Bank of Pierz, American Heritage National Bank, Unity Bank, and First International Bank and Trust. Combined, the top five institutions have 59 percent of deposits in the AA.

We completed one community contact with a local government organization in the AA as part of this examination. The organization is located in Upsala and provides services to the entire city. The contact stated that Upsala is comprised of a mixture of individuals from all income levels and home to a variety of companies, which in aggregate, offer all basic needs, excluding medical services. The local school district is the largest employer within Upsala. The contact stated that the local economy is stable, with some growth; however, average unemployment in the Upsala AA is elevated at 4.3 percent, when compared to statewide MN unemployment of 2.9 percent at year-end 2018 (annual 2019 unemployment rates are unavailable). The contact identified new home construction as the primary credit need; however, home mortgage lending is not a primary business focus of the bank. The contact indicated that local credit needs are met and identified Stearns Bank Upsala as being active in the community.

Assessment	t Area: Stea	arns Upsala	MN Non-MS	A AA				
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #		
Geographies (Census Tracts)	7	0.0	0.0	100.0	0.0	0.		
Population by Geography	26,686	0.0	0.0	100.0	0.0	0.		
Housing Units by Geography	12,604	0.0	0.0	100.0	0.0	0.		
Owner-Occupied Units by Geography	8,690	0.0	0.0	100.0	0.0	0.		
Occupied Rental Units by Geography	2,230	0.0	0.0	100.0	0.0	0.		
Vacant Units by Geography	1,684	0.0	0.0	100.0	0.0	0.		
Businesses by Geography	1,676	0.0	0.0	100.0	0.0	0.		
Farms by Geography	319	0.0	0.0	100.0	0.0	0.		
Family Distribution by Income Level	7,377	17.4	18.6	25.3	38.7	0.		
Household Distribution by Income Level	10,920	24.0	15.4	19.7	40.9	0.		
Median Family Income Non-MSAs - MN		\$63,182	Median Hous	Median Housing Value				
			Median Gross	Rent		\$64		
			Families Belo	w Poverty Le	vel	6.5%		

The following tables provide information on the demographic composition of the Upsala AA.

Scope of Evaluation in Minnesota

The rating for the State of Minnesota is based wholly on the performance of the Stearns Bank Upsala AA as it is the only AA in the state. The Stearns Bank Upsala AA received a full-scope review.

Refer to Appendix A for additional information on the AA under review.

LENDING TEST

The bank's performance under the Lending Test in Minnesota is rated Satisfactory.

Based on a full-scope review, the bank's lending performance in the State of Minnesota is reasonable.

Distribution of Loans by Income Level of the Borrower

The bank exhibits an excellent distribution of loans to individuals of different income levels.

Consumer Loans

Refer to Table V in the State of Minnesota section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's consumer loan originations and purchases.

The geographic distribution of consumer loans is excellent. Stearns Bank Upsala's distribution of consumer loans to LMI borrowers significantly exceeded the percentage of both low- and moderate-income households.

Small Loans to Businesses

There was an insufficient number of business loans located in the AA to perform a meaningful analysis.

Responses to Complaints

During the evaluation period, Stearns Bank Upsala did not receive any complaints related to their performance in meeting the AA's credit needs.

COMMUNITY DEVELOPMENT

Based on full-scope reviews, the bank exhibits adequate responsiveness to community development (CD) needs in the state through qualified investments and CD services, considering the bank's capacity and the need and availability of such opportunities for CD in the bank's AA. Performance related to CD activities had a positive effect on the bank's rating in the state.

Number and Amount of Qualified Investments

Qualified Inv	estmen	ts								
Assessment	Prio	r Period*	Curre	ent Period			Total		Unf	unded
Area:									Commi	itments**
	#	\$(000's)	#	\$(000's)	#	% of	\$(000's)	% of	#	\$(000's)
						Total #		Total \$		
Upsala	0	0	11	28	11	100	28	100	0	0

Qualified investments totaled \$28 thousand during the evaluation period, consisting entirely of donations. During the evaluation period, management provided 11 donations to four qualified CD organizations in the AA. The majority of donations, seven totaling \$27.5 thousand, supported organizations providing community services to the AA. Remaining donations supported an economic development organization. Management did not purchase any qualified investments during the evaluation period and did not have any prior period investments outstanding.

Extent to Which the Bank Provides Community Development Services

During the evaluation period, one employee provided three hours of service to two qualified CD organizations benefitting the AA. Service hours focused on providing community services to local students, which included LMI individuals. For example, this employee participated in outreach programs directed towards the local school district.

Appendix A: Scope of Examination

The following table identifies the time period covered in this evaluation, affiliate activities that were reviewed, and loan products considered. The table also reflects the MSAs and non-MSAs that received comprehensive examination review, designated by the term "full-scope," and those that received a less comprehensive review, designated by the term "limited-scope".

Time Period Reviewed:	1/1/2017-12/31/2019						
Bank Products Reviewed:	Small business and con	sumer loans					
	Community developme	ent qualified investments and community development					
	services						
List of Assessment Areas and Type	e of Examination						
Rating and Assessment Areas	Type of Exam	Other Information					
Minnesota							
		Portions of Todd and Morrison Counties					
Stearns Bank Upsala A A	Full scope	Morrison County CTs: 7802, 7803, 7806, 7807,					
Stearns Bank Upsala AA	Full-scope	and 7808					
		Todd County CTs: 7905 and 7908					

Appendix B: Summary of MMSA and State Ratings

RATINGS – Stearns Bank Upsala, N.A.					
Overall Bank:	Lending Test Rating				
Stearns Bank Upsala, N.A.	Satisfactory				
State:					
Minnesota	Satisfactory				

Appendix C: Definitions and Common Abbreviations

The following terms and abbreviations are used in this performance evaluation, including the CRA tables. The definitions are intended to provide the reader with a general understanding of the terms, not a strict legal definition.

Affiliate: Any company that controls, is controlled by, or is under common control with another company. A company is under common control with another company if the same company directly or indirectly controls both companies. For example, a bank subsidiary is controlled by the bank and is, therefore, an affiliate.

Aggregate Lending (Aggt.): The number of loans originated and purchased by all reporting lenders (HMDA or CRA) in specified income categories as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the state/assessment area.

Census Tract (CT): A small, relatively permanent statistical subdivision of a county delineated by a local committee of census data users for the purpose of presenting data. Census tracts nest within counties, and their boundaries normally follow visible features, but may follow legal geography boundaries and other non-visible features in some instances, Census tracts ideally contain about 4,000 people and 1,600 housing units.

Combined Statistical Area (CSA): A geographic entity consisting of two or more adjacent Core Based Statistical Areas with employment interchange measures of at least 15. An employment interchange measure is a measure of ties between two adjacent entities. The employment interchange measure is the sum of the percentage of workers living in the smaller entity who work in the larger entity and the percentage of employment in the smaller entity that is accounted for by workers who reside in the larger entity.

Community Development (CD): Affordable housing (including multifamily rental housing) for low- or moderate-income individuals; community services targeted to low- or moderate-income individuals; activities that promote economic development by financing businesses or farms that meet Small Business Administration Development Company or Small Business Investment Company programs size eligibility standards or have gross annual revenues of \$1 million or less; or activities that revitalize or stabilize low- or moderate-income geographies, distressed or underserved nonmetropolitan middle-income geographies, or designated disaster areas.

Community Reinvestment Act (CRA): The statute that requires the OCC to evaluate a bank's record of meeting the credit needs of its entire community, including LMI areas, consistent with the safe and sound operation of the bank, and to take this record into account when evaluating certain corporate applications filed by the bank.

Consumer Loan(s): A loan(s) to one or more individuals for household, family, or other personal expenditures. A consumer loan does not include a home mortgage, small business, or small farm loan. This definition includes the following categories: motor vehicle loans, credit card loans, other secured consumer loans, and other unsecured consumer loans.

Family: Includes a householder and one or more other persons living in the same household who are related to the householder by birth, marriage, or adoption. The number of family households always equals the number of families; however, a family household may also include non-relatives living with the family. Families are classified by type as either a married-couple family or other family, which is further classified into 'male householder' (a family with a male householder' and no wife present) or 'female householder' (a family with a female householder and no husband present).

Full-Scope Review: Performance under the Lending, Investment, and Service Tests is analyzed considering performance context, quantitative factors (e.g., geographic distribution, borrower distribution, and total number and dollar amount of investments), and qualitative factors (e.g., innovativeness, complexity, and responsiveness).

Geography: A census tract delineated by the United States Bureau of the Census in the most recent decennial census.

Home Mortgage Disclosure Act (HMDA): The statute that requires certain mortgage lenders that conduct business or have banking offices in a metropolitan statistical area to file annual summary reports of their mortgage lending activity. The reports include such data as the race, gender, and the income of applicants, the amount of loan requested, the disposition of the application (e.g., approved, denied, and withdrawn), the lien status of the collateral, any requests for preapproval, and loans for manufactured housing.

Home Mortgage Loans: A closed-end mortgage loan or an open-end line of credit as these terms are defined under 12 CFR 1003.2, and that is not an excluded transaction under 12 CFR 1003.3(c)(1) through (c)(10) and (c)(13).

Household: Includes all persons occupying a housing unit. Persons not living in households are classified as living in group quarters. In 100 percent tabulations, the count of households always equals the count of occupied housing units.

Limited-Scope Review: Performance under the Lending, Investment, and Service Tests is analyzed using only quantitative factors (e.g., geographic distribution, borrower distribution, total number and dollar amount of investments, and branch distribution).

Low-Income Individual: Individual income that is less than 50 percent of the area median income.

Low Income Geography: A census tract with a median family income that is less than 50 percent.

Market Share: The number of loans originated and purchased by the institution as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the state/assessment area.

Median Family Income (MFI): The median income determined by the U.S. Census Bureau every five years and used to determine the income level category of geographies. The median is the point at which half of the families have income above, and half below, a range of incomes. Also, the median income determined by the Federal Financial Institutions Examination Council (FFIEC) annually that is used to determine the income level category of individuals. For any given area, the median is the point at which half of the families have income above, and half below, a range of incomes.

Metropolitan Division: As defined by Office of Management and Budget, a county or group of counties within a Core Based Statistical Area that contains an urbanized population of at least 2.5 million. A Metropolitan Division consists of one or more main/secondary counties that represent an employment center or centers, plus adjacent counties associated with the main/secondary county or counties through commuting ties.

Metropolitan Statistical Area: An area, defined by the Office of Management and Budget, as a core based statistical area associated with at least one urbanized area that has a population of at least 50,000. The Metropolitan Statistical Area comprises the central county or counties containing the core, plus adjacent outlying counties having a high degree of social and economic integration with the central county or counties as measured through commuting.

Middle-Income: Individual income that is at least 80 percent and less than 120 percent of the area median income, or a median family income that is at least 80 percent and less than 120 percent, in the case of a geography

Moderate-Income: Individual income that is at least 50 percent and less than 80 percent of the area median income, or a median family income that is at least 50 percent and less than 80 percent, in the case of a geography.

Multifamily: Refers to a residential structure that contains five or more units.

Owner-Occupied Units: Includes units occupied by the owner or co-owner, even if the unit has not been fully paid for or is mortgaged.

Qualified Investment: A qualified investment is defined as any lawful investment, deposit, membership share, or grant that has as its primary purpose community development.

Rating Area: A rated area is a state or multi-state metropolitan statistical area. For an institution with domestic branches in only one state, the institution's CRA rating would be the state rating. If an institution maintains domestic branches in more than one state, the institution will receive a rating for each state in which those branches are located. If an institution maintains domestic branches in two or more states within a multi-state metropolitan statistical area, the institution will receive a rating for the multi-state metropolitan statistical area.

Small Loan(s) to Business(es): A loan included in 'loans to small businesses' as defined in the Consolidated Report of Condition and Income (Call Report) instructions. These loans have original amounts of \$1 million or less and typically are either secured by nonfarm or nonresidential real estate or are classified as commercial and industrial loans.

Small Loan(s) to Farm(s): A loan included in 'loans to small farms' as defined in the instructions for preparation of the Consolidated Report of Condition and Income (Call Report). These loans have original amounts of \$500,000 or less and are either secured by farmland or are classified as loans to finance agricultural production and other loans to farmers.

Tier 1 Capital: The total of common shareholders' equity, perpetual preferred shareholders' equity with non-cumulative dividends, retained earnings and minority interests in the equity accounts of consolidated subsidiaries.

Upper-Income: Individual income that is at least 120 percent of the area median income, or a median family income that is at least 120 percent, in the case of a geography.

Content of Standardized Tables

A separate set of tables is provided for each state. All multistate metropolitan statistical areas, if applicable, are presented in one set of tables. References to the "bank" include activities of any affiliates that the bank provided for consideration (refer to appendix A: Scope of the Examination). For purposes of reviewing the Lending Test tables, the following are applicable: (1) purchased are treated as originations; and (2) "aggregate" is the percentage of the aggregate number of reportable loans originated and purchased by all HMDA or CRA-reporting lenders in the MMSA/assessment area. Deposit data are compiled by the FDIC and are available as of June 30th of each year. Tables without data are not included in this PE.

The following is a listing and brief description of the tables included in each set:

Table V.Assessment Area Distribution of Consumer Loans by Income Category of the
Borrower - Compares the percentage distribution of the number of loans originated and
purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the
percentage distribution of households by income level in each MMSA/assessment area.

Total Consume		er Loans	Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Not Available-Income Borrowers		
Assessment Area:	#	\$	% of Total	% of Households	% Bank Loans	% of Households	% Bank Loans	% of Households	% Bank Loans	% of Households	% Bank Loans	% of Households	% Banl Loans
Stearns Bank Upsala AA	20	\$160,705	100.0	24.0	30.0	15.4	35.0	19.7	20.0	40.9	15.0	0.0	0.0