

Edgar Filing: COMMUNITY FINANCIAL CORP /MD/ - Form SC 13G

COMMUNITY FINANCIAL CORP /MD/  
Form SC 13G  
February 17, 2015

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

The Community Financial Corporation  
(Name of Issuer)

Common Stock  
(Title of Class of Securities)

20368X101  
(CUSIP Number)

December 31, 2014  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13G

CUSIP No. 20368X101

1 NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (OPTIONAL)

Banc Fund VI L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

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(a) / /  
(b) /x/

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5 SOLE VOTING POWER

0

6 SHARED VOTING POWER

0

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

/X/

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0%

%

12 TYPE OF REPORTING PERSON\*

PN

SCHEDULE 13G

CUSIP No. 20368X101

1 NAME OF REPORTING PERSON

S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Banc Fund VII L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) / /  
(b) /x/

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3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
U.S.

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5 SOLE VOTING POWER  
71,600

6 SHARED VOTING POWER  
0

7 SOLE DISPOSITIVE POWER  
71,600

8 SHARED DISPOSITIVE POWER  
0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
71,600

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\* /X/

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
1.5%

12 TYPE OF REPORTING PERSON\*  
PN

SCHEDULE 13G

CUSIP No. 20368X101

1 NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
Banc Fund VIII L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a) / /  
(b) /x/

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

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U.S.

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5 SOLE VOTING POWER  
166,700

6 SHARED VOTING POWER  
0

7 SOLE DISPOSITIVE POWER  
166,700

8 SHARED DISPOSITIVE POWER  
0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
166,700

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\* /X/

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
3.5%

12 TYPE OF REPORTING PERSON\*  
PN

SCHEDULE 13G

CUSIP No. 20368X101

1 NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
Banc Fund IX L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a) / /  
(b) /x/

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
U.S.

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

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5 SOLE VOTING POWER  
21,473

6 SHARED VOTING POWER  
0

7 SOLE DISPOSITIVE POWER  
21,473

8 SHARED DISPOSITIVE POWER  
0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
21,473

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\* /X/

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
0.5%

12 TYPE OF REPORTING PERSON\*  
PN

Item 1 (a) Name of Issuer: The Community Financial Corporation

Item 1 (b) Address of Issuer's Principal Executive Offices:  
3035 Leonardtown Road, Waldorf, Maryland 20601

Item 2 (a) Name of Person Filing:

This Schedule 13G is being filed jointly by Banc Fund VI L.P. ("BF VI"), an Illinois Limited Partnership, Banc Fund VII L.P. ("BF VII"), an Illinois Limited Partnership, Banc Fund VIII L.P. ("BF VIII"), an Illinois Limited Partnership, Banc Fund IX L.P. ("BF IX"), an Illinois Limited Partnership, (collectively, the "Reporting Persons"). The general partner of BF VI is MidBanc VI L.P. ("MidBanc VI"), whose principal business is to be a general partner of BF VI. The general partner of BF VII is MidBanc VII L.P. ("MidBanc VII"), whose principal business is to be a general partner of BF VII. The general partner of BF VIII is MidBanc VIII L.P. ("MidBanc VIII"), whose principal business is to be a general partner of BF VIII. The general partner of BF IX is MidBanc IX L.P. ("MidBanc IX"), whose principal business is to be a general partner of BF IX. MidBanc VI, MidBanc VII, MidBanc VIII, and MidBanc IX are Illinois limited partnerships. The general partner of MidBanc VI, MidBanc VII, MidBanc VIII, and MidBanc IX is The Banc

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Funds Company, L.L.C., ("TBFC"), whose principal business is to be a general partner of MidBanc VI, MidBanc VII, MidBanc VIII, and MidBanc IX. TBFC is an Illinois corporation whose principal shareholder is Charles J. Moore. Mr. Moore has been the manager of BF VI, BF VII, BF VIII, and BF IX, since their respective inceptions. As manager, Mr. Moore has voting and dispositive power over the securities of the issuer held by each of those entities. As the controlling member of TBFC, Mr. Moore will control TBFC, and therefore each of the Partnership entities directly and indirectly controlled by TBFC.

Item 2 (b) Address of Principal Business Office:

20 North Wacker Drive, Suite 3300, Chicago, IL 60606

Item 2 (c) Citizenship: United States

Item 2 (d) Title of Class of Securities: Common Stock

Item 2 (e) CUSIP Number: 20368X101

Item 3 If this statement is being filed pursuant to Rule 13d-1(b) or 13d-2(b), check whether the person filing is an:

- (a)  Broker or Dealer registered under Section 15 of the Act
- (b)  Bank as defined in section 3(a)(6) of the Act
- (c)  Insurance Company as defined in section 3(a)(19) of the Act
- (d)  Investment Company registered under section 8 of the Investment Company Act of 1940
- (e)  An Investment Adviser in accordance with Rule 13d-1(b)(1)(ii)(E)
- (f)  An Employee Benefit Plan or Endowment Fund in accordance with Rule 13d-1(b)(1)(ii)(F)
- (g)  A Parent Holding Company or Control Person in accordance with Rule 13d-1(b)(ii)(G)
- (h)  A Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act
- (i)  A Church Plan that is excluded From the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940
- (j)  Group, in accordance with 13d-1(b)(1)(ii)(J)

Item 4 Ownership:

The following information is provided as of February 9, 2015 for the calendar year ending December 31, 2014:

- (a) Amount Beneficially Owned: 259,773
- (b) Percent of Class: 5.5%
- (c) Number of shares as to which such person has:
  - (i) sole power to vote or to direct the vote: 259,773
  - (ii) shared power to vote or to direct the vote: 0
  - (iii) sole power to dispose or to direct the disposition of: 259,773
  - (iv) shared power to dispose or to direct the disposition of: 0

Item 5 Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities,

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check the following [ ].

Item 6 Ownership of More than Five Percent on Behalf of Another Person:

Not Applicable.

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

Not Applicable.

Item 8 Identification and Classification of Members of the Group:

Not Applicable.

Item 9 Notice of Dissolution of Group:

Not Applicable.

Item 10 Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 13, 2015

BANC FUND VI L.P.

By: MidBanc VI L.P.  
an Illinois limited partnership,  
Its General Partner

By: THE BANC FUNDS COMPANY, L.L.C.  
an Illinois limited liability company,  
Its General Partner

By: /s/ Charles J. Moore  
Charles J. Moore, President

BANC FUND VII L.P.

By: MidBanc VII L.P.  
an Illinois limited partnership,  
Its General Partner

By: THE BANC FUNDS COMPANY, L.L.C.  
an Illinois limited liability company,  
Its General Partner

By: /s/ Charles J. Moore  
Charles J. Moore, President

BANC FUND VIII L.P.

By: MidBanc VIII L.P.  
an Illinois limited partnership,  
Its General Partner

By: THE BANC FUNDS COMPANY, L.L.C.

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an Illinois limited liability company,  
Its General Partner  
By: /s/ Charles J. Moore  
Charles J. Moore, President

BANC FUND IX L.P.  
By: MidBanc IX L.P.  
an Illinois limited partnership,  
Its General Partner  
By: THE BANC FUNDS COMPANY, L.L.C.  
an Illinois limited liability company,  
Its General Partner  
By: /s/ Charles J. Moore  
Charles J. Moore, President

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**\*\*\* Exercise Your *Right to Vote* \*\*\***

**IMPORTANT NOTICE** Regarding the Availability of Proxy Materials for the  
Stockholder Meeting to be Held on May 14, 2010.

**UDR, INC.**

**Meeting Information**

**Meeting Type:** Annual Meeting

**For holders as of:** March 1, 2010

**Date:** May 14, 2010      **Time:**  
11:00 a.m.,  
Local Time

**Location:** Hilton New York  
1335 Avenue of the Americas  
New York, NY 10019

*UDR, INC.  
1745 SHEA CENTER DRIVE  
SUITE 200  
HIGHLANDS RANCH, CO 80129*

You are receiving this communication because you hold shares in the above named company.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at [www.proxyvote.com](http://www.proxyvote.com) or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

**See the reverse side of this notice to obtain proxy materials and voting instructions.**

**Before You Vote**

How to Access the Proxy Materials

**Proxy Materials Available to VIEW or RECEIVE:**

Notice And Proxy Statement  
Annual Report/Form 10-K

**How to View Online:**

Have the 12-Digit Control Number available (located on the following page) and visit: [www.proxyvote.com](http://www.proxyvote.com).

**How to Request and Receive a PAPER or E-MAIL Copy:**

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) *BY INTERNET:* [www.proxyvote.com](http://www.proxyvote.com)
- 2) *BY TELEPHONE:* 1-800-579-1639
- 3) *BY E-MAIL\*:* [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com)

\* If requesting materials by e-mail, please send a blank e-mail with the 12-Digit Control Number (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before April 29, 2010 to facilitate timely delivery.

**How To Vote**

Please Choose One of the Following Voting Methods

**Vote In Person:** Many stockholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the Meeting you will need to request a ballot to vote these shares.

**Vote By Internet:** To vote now by Internet, go to [www.proxyvote.com](http://www.proxyvote.com). Have the 12 Digit Control Number available and follow the instructions.

**Vote By Mail:** You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

**Voting Items**

**The Board of Directors recommends  
that you vote FOR Items 1 and 2:**

1. Election of Directors

**Nominees:**

- |                            |                       |
|----------------------------|-----------------------|
| 01) Katherine A. Cattanach | 06) Lynne B. Sagalyn  |
| 02) Eric J. Foss           | 07) Mark J. Sandler   |
| 03) Robert P. Freeman      | 08) Thomas W. Toomey  |
| 04) Jon A. Grove           | 09) Thomas C. Wajnert |
| 05) James D. Klingbeil     |                       |

2. Proposal to ratify the appointment of Ernst & Young LLP to serve as our independent auditors for the year ending December 31, 2010.

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