LANGLEY FEDERAL CREDIT UNION
AND SUBSIDIARIES

CONSOLIDATED FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2017 AND 2016

LANGLEY FEDERAL CREDIT UNION AND SUBSIDIARIES
TABLE OF CONTENTS
YEARS ENDED DECEMBER 31, 2017 AND 2016

CliftonLarsonAllen LLP
CLAconnect.com

INDEPENDENT AUDITORS' REPORT

Supervisory Committee and
Board of Directors
Langley Federal Credit Union and Subsidiaries
Newport News, Virginia

Report on Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Langley Federal Credit Union and Subsidiaries (Credit Union) which comprise the consolidated statements of financial condition as of December 31, 2017 and 2016, and the related consolidated statements of income, comprehensive income, changes in members' equity, and cash flows for the years then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Credit Union's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Credit Union's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Langley Federal Credit Union and Subsidiaries as of December 31, 2017 and 2016, and the results of their operations and their cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

CliftonLarsonAllen LLP

CliftonLarsonAllen LLP

Baltimore, Maryland
March 26, 2018

LANGLEY FEDERAL CREDIT UNION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL CONDITION
DECEMBER 31, 2017 AND 2016
(IN THOUSANDS)

	2017	2016
ASSETS		
Cash and cash equivalents	$ 228,350	$ 185,645
Investments:		
Available-for-sale	213,140	229,045
Other	16,321	16,072
Deposit advances	24,751	25,432
Loans held-for-sale	453	394
Loans, net	1,948,088	1,763,160
Accrued interest receivable	4,926	4,539
Property and equipment, net	52,588	49,536
NCUSIF deposit	18,755	17,320
Assets held-for-sale	245	857
Other assets	11,539	10,545
TOTAL ASSETS	$ 2,519,156	$ 2,302,545
LIABILITIES AND MEMBERS' EQUITY		
LIABILITIES		
Members' share and savings accounts	$ 2,061,298	$ 1,868,080
Borrowed funds	150,000	150,000
Accrued expenses and other liabilities	30,823	27,528
Total liabilities	2,242,121	2,045,608
MEMBERS' EQUITY		
Regular reserves	24,767	24,767
Undivided earnings	254,125	236,707
Accumulated other comprehensive loss	(1,857)	(4,537)
Total member's equity	277,035	256,937
TOTAL LIABILITIES AND MEMBERS' EQUITY	$ 2,519,156	$ 2,302,545

See accompanying Notes to Consolidated Financial Statements.

LANGLEY FEDERAL CREDIT UNION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
YEARS ENDED DECEMBER 31, 2017 AND 2016
(IN THOUSANDS)

	2017	2016
INTEREST INCOME		
Loans	$ 75,989	$ 72,346
Investments and cash equivalents	6,998	4,024
Trading investments	-	9
Total interest income	82,987	76,379
INTEREST EXPENSE		
Members' share and savings accounts	12,235	9,764
Borrowed funds	2,318	1,239
Total interest expense	14,553	11,003
Net interest income	68,434	65,376
PROVISION FOR LOAN LOSSES	16,852	19,313
Net interest income after provision for loan losses	51,582	46,063
NON-INTEREST INCOME		
Service charges and fees	18,409	16,252
Interchange income	11,701	10,322
Other non-interest income	5,834	6,191
Net gain on sales of loans	1,061	1,057
Net gain (loss) on sales of assets held-for-sale	(31)	312
Net gain on sales of available-for-sale investments	934	310
Net loss on sales of trading investments	-	(2)
Total non-interest income	37,908	34,442
NON-INTEREST EXPENSE		
Employee compensation and benefits	34,844	33,967
Operations	31,802	27,484
Occupancy	5,426	6,185
Total non-interest expense	72,072	67,636
NET INCOME	$ 17,418	$ 12,869

See accompanying Notes to Consolidated Financial Statements.

LANGLEY FEDERAL CREDIT UNION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2017 AND 2016
(IN THOUSANDS)

	2017	2016
NET INCOME	$ 17,418	$ 12,869
OTHER COMPREHENSIVE INCOME (LOSS)		
Securities Available-for-Sale		
Unrealized holding gains (losses) during the period	3,614	(2,596)
Reclassification gains included in net income	(934)	(310)
Total other comprehensive income (loss)	2,680	(2,906)
TOTAL COMPREHENSIVE INCOME	$ 20,098	$ 9,963

See accompanying Notes to Consolidated Financial Statements.

LANGLEY FEDERAL CREDIT UNION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN MEMBERS' EQUITY
YEARS ENDED DECEMBER 31, 2017 AND 2016
(IN THOUSANDS)

	Regular Reserve	Undivided Earnings	Accumulated Other Comprehensive Income (Loss)	Total
BALANCE AT DECEMBER 31, 2015	$ 24,767	$ 223,838	$ (1,631)	$ 246,974
Net income	-	12,869	-	12,869
Other comprehensive loss	-	-	(2,906)	(2,906)
BALANCE AT DECEMBER 31, 2016	24,767	236,707	(4,537)	256,937
Net income	-	17,418	-	17,418
Other comprehensive income	-	-	2,680	2,680
BALANCE AT DECEMBER 31, 2017	$ 24,767	$ 254,125	$ (1,857)	$ 277,035

See accompanying Notes to Consolidated Financial Statements.

LANGLEY FEDERAL CREDIT UNION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2017 AND 2016
(IN THOUSANDS)

	2017	2016
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income	$ 17,418	$ 12,869
Adjustments to reconcile net income to net cash provided by operating activities:		
Amortization of mortgage servicing rights, net	141	170
Capitalization of mortgage servicing rights	(213)	(197)
Amortization of premium on investment securities, net	1,072	462
Provision for loan losses	16,852	19,313
Depreciation and amortization	4,278	4,830
Net gain on sales of available-for-sale investments	(934)	(310)
Loss (gain) on disposal of equipment	6	(1,184)
Net gain on sales of loans	(1,061)	(1,057)
Net change in:		
Deposit advances	681	(7,461)
Loans held-for-sale	1,002	1,730
Accrued interest receivable	(387)	(592)
Assets held-for-sale	612	120
Other assets	(922)	(1,157)
Accrued expenses and other liabilities	3,295	4,302
Net Cash Provided by Operating Activities	41,840	31,838
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of available-for-sale investments	(1,707)	(184,924)
Proceeds from maturities/calls of available-for-sale investments	20,155	9,995
Proceeds from sales of available-for-sale investments	-	70,311
Net change in other investments	(249)	(384)
Loan originations, net of principal collected	(201,780)	(245,449)
Increase in NCUSIF deposit	(1,435)	(1,699)
Proceeds from disposal of property and equipment	33	4,193
Purchases of property and equipment	(7,370)	(9,983)
Net Cash Used in Investing Activities	(192,353)	(357,940)

See accompanying Notes to Consolidated Financial Statements.

LANGLEY FEDERAL CREDIT UNION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS (CONTINUED)
YEARS ENDED DECEMBER 31, 2017 AND 2016
(IN THOUSANDS)

	2017	2016
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from borrowed funds	$ 952,250	$ 150,000
Payments made on borrowed funds	(952,250)	(150,000)
Net change in members' share and savings accounts	193,218	174,535
Net Cash Provided by Financing Activities	193,218	174,535
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	42,705	(151,567)
Cash and cash equivalents, beginning of year	185,645	337,212
CASH AND CASH EQUIVALENTS, END OF YEAR	$ 228,350	$ 185,645
SUPPLEMENTARY DISCLOSURE OF NONCASH AND CASH FLOW INFORMATION		
Interest paid on members' share and savings accounts	$ 12,235	$ 9,764
Interest paid on borrowed funds	$ 2,296	$ 1,052
Transfers of trading investments to available-for-sale investments	$ -	$ 5,080

See accompanying Notes to Consolidated Financial Statements.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Operations

Langley Federal Credit Union (the Credit Union) is a cooperative association holding a corporate charter in accordance with the provisions of the Federal Credit Union Act for the purpose of promoting thrift among and creating a source of credit for its members. Participation in the Credit Union is limited to those individuals who qualify for membership. The field of membership is defined in the Credit Union's Charter and Bylaws and consists of employees and former employees of select employers and organizations who have petitioned for membership.

Principles of Consolidation

The consolidated financial statements include the accounts of the Credit Union and its wholly owned subsidiaries, Langley Financial Services, LLC, Cooperative Title Services, LLC, and Rozum Commercial Lending, LLC, credit union service organizations (the CUSOs). These CUSOs are engaged primarily in providing investment and insurance products, title insurance and commercial lending services, to Credit Union members. All significant intercompany balances and transactions have been eliminated in consolidation.

Use of Estimates in Preparing Financial Statements

The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the consolidated financial statements, and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates. Material estimates that are particularly susceptible to significant change in the near term relate to the determination of the allowance for loan losses and the valuation of investment securities.

Financial Instruments with Concentrations of Credit Risk

The Credit Union may be exposed to credit risk from a regional economic standpoint because a significant concentration of its borrowers work or reside on the Virginia Peninsula. The Credit Union continually monitors its operations, including the loan and investment portfolios, for potential impairment.

However, the loan portfolio is well diversified and the Credit Union does not have significant concentrations of credit risk except vehicle and first mortgage loans which management monitors on an ongoing basis.

Cash and Cash Equivalents

For the purpose of the Consolidated Statements of Financial Condition and the Consolidated Statements of Cash Flows, cash and cash equivalents include cash on hand, amounts due from financial institutions, and highly liquid debt instruments classified as cash that were purchased with maturities of three months or less. Amounts due from financial institutions may, at times, exceed federally insured limits.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Investments

The Credit Union's investments in securities are classified and accounted for as follows:

Available-for-sale debt and equity securities with readily determinable fair values are recorded at fair value, with unrealized gains and losses reported in Other Comprehensive Income. Realized gains and losses on securities available-for-sale are included in non-interest income and, when applicable, are reported as a reclassification adjustment in Other Comprehensive Income (Loss). Gains and losses on the sale of securities are recorded on the trade date and are determined using the specific identification method. Purchase premiums and discounts are recognized in interest income using the level-yield method.

Declines in the fair value of individual available-for-sale securities below their cost that are other than temporary result in write-downs of the individual securities to their fair value. The Credit Union monitors the investment security portfolio for impairment on an individual security basis and has a process in place to identify securities that could potentially have a credit impairment that is other than temporary. This process involves analyzing the length of time and the extent to which the fair value has been less than the amortized cost basis, the market liquidity for the security, the financial condition and near-term prospects of the issuer, expected cash flows, and the Credit Union's intent and ability to hold the investment for a period of time sufficient to recover the temporary loss. The ability to hold is determined by whether it is more likely than not that the Credit Union will be required to sell the security before its anticipated recovery. A decline in value due to a credit event that is considered other than temporary is recorded as a loss in non-interest income.

The Credit Union did not record any other-than-temporary impairment during the years ended December 31, 2017 and 2016.

Other investments are classified separately and are stated at cost. If such investments are deemed to be impaired, the recorded cost is reduced by the amount of the impairment.

Deposit Advances

The Credit Union makes ACH credits available to its members upon receipt. The majority of these credits are direct deposit transactions funded by the Credit Union in advance of the settlement date.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Loans Held-For-Sale

Loans originated and intended for sale in the secondary market are carried at the lower of cost or estimated fair value. Gains and losses on sales of loans are recognized at settlement dates and are determined by the difference between the sales proceeds and the carrying value of the loans. All sales are made without recourse.

Loans, Net

The Credit Union grants consumer, residential real estate, and commercial loans to members. The ability of the members to honor their contracts is dependent upon the real estate and general economic conditions comprising the Credit Union’s field of membership.

Loans that the Credit Union has the intent and ability to hold for the foreseeable future or until maturity or pay-off are stated at their outstanding unpaid principal balances, less an allowance for loan losses and net deferred origination costs. Interest on loans is recognized over the term of the loan and is calculated using the simple interest method on principal amounts outstanding.

The accrual of interest income on loans, other than credit card loans, is discontinued at the time the loan is 90 days past due, unless the credit is well-secured and in the process of collection. Consumer loans are typically charged off no later than 180 days past due. Past-due status is based on the contractual terms of the loan. In all cases, loans are placed on nonaccrual or charged off at an earlier date if the collection of principal and interest is considered doubtful.

All interest accrued but not collected for loans that are placed on nonaccrual or charged off is reversed against interest income. The interest on these loans is accounted for on the cash-basis or cost-recovery method until qualifying for return to accrual. Loans are returned to accrual status when all of the principal and interest amounts contractually due are brought current and future payments are reasonably assured.

Loan fees and certain direct loan origination costs are deferred, and the net fee or cost is recognized as an adjustment to interest income using methods approximating the interest method over the contractual life of the loans, adjusted for estimated prepayments based on the Credit Union's historical prepayment experience. The Credit Union does not charge commitment fees.

Allowance for Loan Losses

The allowance for loan losses is established as losses are estimated to have occurred through a provision for loan losses charged to earnings. Loan losses are charged against the allowance when management believes the uncollectibility of a loan balance is likely. Subsequent recoveries, if any, are credited to the allowance.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Allowance for Loan Losses (Continued)

The allowance for loan losses is evaluated on a regular basis by management and is based upon management's periodic review of the collectability of the loans in light of historical experience, the nature and volume of the loan portfolio, adverse situations that may affect the borrower's ability to repay, estimated value of the underlying collateral, and prevailing economic conditions.

This evaluation is inherently subjective, as it requires estimates that are susceptible to significant revision as more information becomes available. In addition, regulatory agencies, as an integral part of their examination process, periodically review the Credit Union's allowance for loan losses, and may require the Credit Union to make additions to the allowance based on their judgment about information available to them at the time of their examinations.

The Credit Union's allowance for loan losses is that amount considered adequate to absorb probable losses in the portfolio based on management's evaluations of the size and current risk characteristics of the loan portfolio. Such evaluations consider prior loss experience, the risk rating distribution of the portfolio, the impact of current internal and external influences on credit loss and the levels of non-performing loans. Specific allowances for loan losses are established for impaired loans on an individual basis. The specific allowances established for these loans are based on a thorough analysis of the most probable source of repayment, including the present value of the loan's expected future cash flow, the loan's estimated market value or the estimated fair value of the underlying collateral. General allowances are established for loans that can be grouped into pools based on similar characteristics. In this process, general allowance factors are based on an analysis of historical charge-off experience (one year) and expected losses given default derived from the Credit Union's internal risk-rating process. These factors are developed and applied to the portfolio in terms of loan type. The qualitative factors associated with the allowances are subjective and require a high degree of management judgment. These factors include the credit quality statistics, recent economic uncertainty, losses incurred from recent events, and lagging data.

A loan is considered impaired when, based on current information and events, it is probable that the Credit Union will be unable to collect the scheduled payments of principal or interest when due, according to the contractual terms of the loan agreement. Factors considered by management in determining impairment include payment status, collateral value, and the probability of collecting scheduled principal and interest payments when due. Loans that experience insignificant payment delays and payment shortfalls generally are not classified as impaired. Management determines the significance of payment delays and payment shortfalls on a case-by-case basis, taking into consideration all of the circumstances surrounding the loan and the borrower, including the length of the delay, the reasons for the delay, the borrower’s prior payment record, and the amount of the shortfall in relation to the principal and interest owed.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Allowance for Loan Losses (Continued)

Under certain circumstances, the Credit Union will provide borrowers relief through loan restructurings. A restructuring of debt constitutes a troubled debt restructuring (TDR) if the Credit Union for economic or legal reasons related to the borrower's financial difficulties grants a concession to the borrower that it would not otherwise consider. TDR concessions can include reduction of interest rates, extension of maturity dates, forgiveness of principal and/or interest due, or acceptance of other assets in full or partial satisfaction of the debt. The Credit Union considers all aspects of the restructuring to determine whether it has granted a concession to the borrower. An insignificant delay in payment resulting from a restructuring is not deemed to be a concession and would not be considered to be a TDR.

The Credit Union has concluded that the impairment impact of TDRs on its consumer loans (generally lower balance loans having original maturities of 60 months or less and average lives less than 36 months) is insignificant to the consolidated financial statements. As such these impairments are not individually tracked but rather are adequately included in the loss allowance provided on a pooled basis for the consumer loan portfolio.

The Credit Union maintains a separate general valuation allowance for homogeneous portfolio segments. These portfolio segments and their risk characteristics are described as follows:

Consumer: These loans are usually comprised of a large number of small loans. Most loans are made directly for consumer purchases. Economic trends determined by unemployment rates and other key economic indicators are closely correlated to the credit quality of these loans.

Residential Real Estate: The degree of risk in residential mortgage lending depends primarily on the loan amount in relation to collateral value, the interest rate, and the borrower's ability to repay. These loans generally possess a lower inherent risk of loss than commercial real estate portfolio segments. Economic trends determined by unemployment rates and other key economic indicators are closely correlated to the credit quality of these loans.

The portfolio segments that are risk rated and their risk characteristics are described as follows:

Commercial - Real Estate: These loans generally possess a higher inherent risk of loss than residential real estate portfolio segments. Adverse economic developments or an overbuilt market impact commercial real estate projects and may result in troubled loans. Trends in vacancy rates of commercial properties impact the credit quality of these loans. High vacancy rates reduce operating revenues and the ability for the properties to produce sufficient cash flow to service debt obligations.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Allowance for Loan Losses (Continued)

Commercial - Other: Commercial loans may also be underwritten based on cash flows or inventories of operating businesses. Debt coverage is provided by business cash flows and economic trends influenced by unemployment rates and other key economic indicators are closely correlated to the credit quality of these loans.

The Credit Union assigns a risk rating to commercial participation and small business loans and periodically performs detailed internal reviews of all such loans over a certain threshold to identify credit risks and to assess the overall collectability of the portfolio. These risk ratings are also subject to examination by the Credit Union's regulators. During the internal reviews, management monitors and analyzes the financial condition of borrowers and guarantors, trends in the industries in which the borrowers operate and the fair values of collateral securing the loans. These credit quality indicators are used to assign a risk rating to each individual loan. The risk ratings can be grouped into the following major categories, defined as follows:

Ratings 1 to 3 – These ratings include loans categorized as "pass" and are loans of average to excellent credit quality borrowers. These borrowers generally have significant capital strength, adequate debt service coverage, moderate leverage and stable earnings and growth commensurate to their relative risk ratings.

Rating 4 – This rating includes loans on management's "watch list" and is intended to be utilized for pass rated borrowers where credit quality has begun to show signs of financial weakness that now requires management's heightened attention.

Rating 5 – This rating includes loans categorized as "special mention" and is intended to be temporary and includes loans to borrowers whose credit quality has clearly deteriorated and are at risk of further decline unless active measures are taken to correct the situation.

Rating 6 – This rating includes loans categorized as "substandard" for which the accrual of interest has not been stopped. These loans have defined weaknesses which make payment default or principal exposure likely, but not yet certain. Such loans are apt to be dependent upon collateral liquidation, a secondary source of repayment or an event outside of the normal course of business.

Rating 7 – This rating includes loans categorized as "substandard-impaired" for which the accrual of interest has generally been stopped. This rating includes loans; (i) where interest is more than 90 days past due; (ii) not fully secured; and (iii) loans where a specific valuation allowance may be necessary.

Rating 8 – This rating includes loans categorized as "loss" for which the accrual of interest has been stopped. These loans have significant payment issues and are intended for those borrowers where foreclosure or charge-off is deemed imminent and a specific valuation has been provided for based on the estimated deficiency balance.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Transfers of Financial Assets

The Credit Union accounts for transfers and servicing of financial assets in accordance with FASB ASC 860, *Transfers and Servicing.* Transfers of financial assets are accounted for as sales only when control over the assets has been surrendered. Control over transferred assets is deemed to be surrendered when (1) assets have been isolated from the Credit Union, (2) the transferee obtained the right (free of conditions that constrain it from taking advantage of that right) to pledge or exchange the transferred assets, and (3) the Credit Union does not maintain effective control over the transferred assets through an agreement to repurchase them before their maturity.

The transfer of a participating interest in an entire financial asset must also meet the definition of a participating interest. A participating interest in a financial asset has all of the following characteristics: (1) from the date of transfer, it must represent a proportionate (pro rata) ownership interest in the financial asset, (2) from the date of transfer, all cash flows received, except any cash flows allocated as any compensation for servicing or other services performed, must be divided proportionately among participating interest holders in the amount equal to their share ownership, (3) the rights of each participating interest holder must have the same priority, (4) no party has the right to pledge or exchange the entire financial asset unless all participating interest holders agree to do so.

Loan Servicing

Servicing assets are recognized separately when servicing rights are acquired through purchase or through sale of financial assets. Servicing rights resulting from the sale or securitization of loans originated by the Credit Union are initially measured at fair value at the date of transfer. The Credit Union subsequently measures each class of servicing asset using the amortization method. Under the amortization method, mortgage servicing rights are amortized into non-interest income in proportion to and over the period of estimated net servicing income. The amortized assets are assessed for impairment of increased obligation based upon the fair value at each reporting date.

Fair value is based on market prices for comparable servicing contracts, when available, or alternatively, is based on a valuation model that calculates the present value of estimated future net servicing income. The valuation model incorporates assumptions that market participants would use in estimating future net servicing income, such as the cost to service, the discount rate, the custodial earnings rate, an inflation rate, ancillary income, prepayment speeds and default rates and losses. These variables change from quarter to quarter as the market conditions and projected interest rates change, and may have an adverse impact on the value of the servicing right and may result in reduction to non-interest income.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Loan Servicing (Continued)

Each class of separately recognized servicing assets subsequently measured using the amortization method is evaluated and measured for impairment. Impairment is determined by stratifying rights into tranches based on predominant characteristics, such as interest rate, loan type, and investor type. Impairment is recognized through a valuation allowance for an individual tranche, to the extent that fair value is less than the carrying amount of the servicing assets for that tranche. The valuation allowance is adjusted to reflect subsequent changes in the measurement of impairment. Changes in valuation allowances are reported with non-interest income on the Consolidated Statements of Income.

Off-Consolidated Statement of Financial Condition Credit Related Financial Instruments

In the ordinary course of business, the Credit Union has entered into commitments to extend credit. Such financial instruments are recorded when they are funded.

Assets Held-for-Sale

Assets acquired through, or in lieu of, loan repossession or foreclosure are held-for-sale and are initially recorded at fair value less costs to sell at the date of repossession or foreclosure, establishing a new cost basis. Subsequent to repossession or foreclosure, valuations are periodically performed by management and the assets are carried at the lower of carrying amount or fair value less costs to sell. Revenue and expenses from operations, changes in the valuation allowance, and gain (loss) on sales of properties are included in non-interest income and expense.

Property and Equipment, Net

Land and construction in progress are carried at cost. Land includes amounts for grounds improvements depreciated using the straight-line method over an estimated useful life of 20 years. Building, leasehold improvements, and furniture and equipment are carried at cost, less accumulated depreciation and amortization. Buildings and furniture and equipment are depreciated using the straight-line method over the estimated useful lives of the assets. The cost of leasehold improvements is amortized using the straight-line method over the lesser of the useful lives of the assets or the expected terms of the related leases, whichever is less. Expected terms include lease option periods to the extent that the exercise of such options is reasonably assured.

Impairment of Long-Lived Assets

The Credit Union tests long-lived assets for impairment whenever events or changes in circumstances indicate the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to future undiscounted net cash flows expected to be generated by the asset. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the assets exceeds the fair value of the assets. Assets to be disposed of are reported at the lower of carrying amount or fair value less estimated costs to sell.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

NCUSIF Deposit and Share Insurance Premium Assessments

The deposit in the NCUSIF is in accordance with National Credit Union Administration (NCUA) regulations, which require the maintenance of a deposit by each insured credit union in an amount equal to one percent of its insured shares. The deposit would be refunded to the Credit Union if its insurance coverage is terminated, it converts to insurance coverage from another source, or the operations of the fund are transferred from the NCUA Board.

Legislation was passed by Congress to permit NCUA to create a temporary Corporate Credit Union Stabilization Fund (CCUSF) to absorb costs and borrowings incurred by the Fund related to the corporate credit union collapse. It was anticipated that the NCUA Board will assess annual premiums to repay these stabilization costs through the year 2021 at its discretion. No CCUSF premium was assessed for the years ended December 31, 2017 and 2016 due to subsequent loss recovery settlements and gains recognized by the Fund in recent years. Effective October 1, 2017, the NCUA closed the CCUSF and incorporated the assets into the NCUSIF.

Members' Share and Savings Accounts

Members' share and savings accounts are subordinated to all other liabilities of the Credit Union upon liquidation. Dividends and interest on members' share and savings accounts, except for interest on certificates of deposit which are set in advance, are based on available earnings at the end of a dividend period and are not guaranteed by the Credit Union. Interest rates on members' share and savings accounts are set by the Board of Directors, based on an evaluation of current and future market conditions.

Members' Equity

The Credit Union is required by regulation to maintain a statutory regular reserve. This reserve, which represents a regulatory restriction of retained earnings, is established for the purpose of absorbing losses that exceed undivided earnings and other appropriations of undivided earnings. The statutory reserve is not available for the payment of dividends and interest.

The Credit Union is subject to various regulatory net worth requirements administered by the NCUA.

Comprehensive Income (Loss)

Accounting principles generally require that recognized revenue, expenses, gains and losses be included in net income. Certain changes in assets and liabilities, such as unrealized gains and losses on available-for-sale securities, are reported as a separate component of the members' equity section of the Consolidated Statements of Financial Condition. Reclassifications from accumulated other comprehensive income (loss) for realized gains (losses) on the sales of available-for-sale investments are reported as non-interest income on the Consolidated Statements of Income.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Income Taxes

The Credit Union is exempt, by statute, from federal and state income taxes. The income from the CUSOs, organized as single member LLCs, flows through to the Credit Union, and therefore are not subject to federal and state income taxes.

Advertising Costs

Advertising costs are expensed as incurred.

Retirement Plans

401(k) plan – The Credit Union provides a 401(k) plan, which covers substantially all of the Credit Union's employees who are eligible as to age and length of service. A participant may elect to make contributions of up to the applicable IRS limitations of the participant's annual compensation. The Credit Union makes discretionary matching contributions as approved by the Board of Directors. The Credit Union's contributions to the plan approximated $1,204 and $1,090 for the years ended December 31, 2017 and 2016, respectively.

Deferred Compensation Plan – The Credit Union has a deferred compensation plan with certain individuals that provide retirement benefits payable to them if they remain employed by the Credit Union until retirement or after a designated number of service years. The benefits are subject to forfeiture if employment is terminated for cause, as defined by the agreements. If the employees become fully disabled, as defined in the agreement, accrued benefits remain in full force and effect with the requirements of the agreements and clauses being reduced depending on the severity of the disability.

Fair Value Measurements

The Credit Union categorizes its assets and liabilities measured at fair value into a three-level hierarchy based on the priority of the inputs to the valuation technique used to determine fair value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). If the inputs used in the determination of the fair value measurement fall within different levels of the hierarchy, the categorization is based on the lowest level input that is significant to the fair value measurement. Assets and liabilities valued at fair value are categorized based on the inputs to the valuation techniques as follows:

Level 1 – Inputs that utilize quoted prices (unadjusted) in active markets for identical assets or liabilities that the Credit Union has the ability to access.

Level 2 – Inputs that include quoted prices for similar assets and liabilities in active markets and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument. Fair values for these instruments are estimated using pricing models, quoted prices of securities with similar characteristics, or discounted cash flows.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fair Value Measurements (Continued)

Level 3 – Inputs that are unobservable inputs for the asset or liability, which are typically based on an entity's own assumptions, as there is little, if any, related market activity.

Subsequent to initial recognition, the Credit Union may re-measure the carrying value of assets and liabilities measured on a nonrecurring basis to fair value. Adjustments to fair value usually result when certain assets are impaired. Such assets are written down from their carrying amounts to their fair value.

Professional standards allow entities the irrevocable option to elect to measure certain financial instruments and other items at fair value for the initial and subsequent measurement on an instrument-by-instrument basis. The Credit Union adopted the policy to value certain financial instruments at fair value. The Credit Union has not elected to measure any existing financial instruments at fair value; however, it may elect to measure newly acquired financial instruments at fair value in the future.

New Accounting Pronouncements

In May 2014, the FASB approved ASU 2014-09, *Revenue from Contracts with Customers (Topic 606)*. The guidance requires an entity to recognize revenue to depict the transfer of goods or services to customers in an amount that reflects the consideration to which an entity expects to be entitled in exchange for those goods or services. The guidance also requires expended disclosures relating to the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers. Additionally, qualitative and quantitative disclosures are required regarding customer contracts, significant judgements and changes in judgments, and assets recognized from the costs to obtain or fulfill a contract. The standard will be effective for the Credit Union for annual reporting periods beginning after December 15, 2018. Early adoption is permitted. Management is evaluating the impact of the amended revenue recognition guidance on the Credit Union's consolidated financial statements.

In February 2016, the FASB approved ASU 2016-02, *Leases (Topic 842)*. The ASU is designed to increase transparency and comparability among organizations by recognizing lease assets and lease liabilities on the Consolidated Statement of Financial Condition and disclosing key information about leasing arrangements. The ASU is effective for the Credit Union for the fiscal year beginning after December 15, 2019, and interim periods within the fiscal year beginning after December 15, 2020. Early adoption is permitted. The Credit Union is currently evaluating the impact of ASU 2016-02 on the consolidated financial statements.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

New Accounting Pronouncements (Continued)

In June 2016, the FASB approved ASU 2016-13, *Financial Instruments – Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments*. The main objective of the ASU is to provide financial statement users with more decision-useful information about the expected credit losses on financial instruments and other commitments to extend credit held by a reporting entity at each reporting date. To achieve this objective, the amendments in the ASU replace the incurred loss impairment methodology in current GAAP with a methodology that reflects expected credit losses and requires consideration of a broader range of reasonable and supportable information to inform credit loss estimates. The ASU is effective for the Credit Union for the fiscal year beginning after December 15, 2020, and interim periods within the fiscal year beginning after December 15, 2021. Early adoption is permitted for the fiscal year beginning after December 15, 2018, including interim periods within this fiscal year. The Credit Union is currently evaluating the impact of ASU 2016-13 on the consolidated financial statements.

The Credit Union will be subject to the provision in the *ASU 2016-01, Financial Instruments - Overall (Subtopic 825-10)*: Recognition and Measurement of Financial Assets and Financial Liabilities, that changes the accounting treatment for equity investments in annual reporting periods beginning after December 15, 2018. The provision requires equity securities reported as available-for-sale investments to be reported as trading investments and the gain and loss on these investments to be reported on the consolidated statements of income versus the consolidated statements of comprehensive income. Management believes that this standard will not have a material impact on the Credit Union’s financial statements.

Subsequent Events

In preparing these consolidated financial statements, the Credit Union has evaluated events and transactions for potential recognition or disclosure through March 26, 2018, the date the consolidated financial statements were available to be issued.

Reclassification of 2016 Data

Data in the 2016 consolidated financial statements have been reclassified to conform with the presentation of the 2017 consolidated financial statements. This reclassification did not have any change on consolidated net income or members’ equity.

NOTE 2 SECURITIES AND OTHER INVESTMENTS

Trading Investments

At December 31, 2017 and 2016, the Credit Union did not hold any trading investments. During April 2016, the Credit Union transferred the trading portfolio with a balance of $5,080 to available-for-sale based on a change in management’s intent to retain the portfolio.

Gross realized gains on trading investments of $0 and $3 and gross realized losses of $0 and $5 were included in the net loss on sales of trading investments during 2017 and 2016, respectively.

(IN THOUSANDS)

NOTE 2 SECURITIES AND OTHER INVESTMENTS (CONTINUED)

Available-for-Sale Investments

Investments classified as available-for-sale consist of the following:

	December 31, 2017			
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Estimated Fair Value
U.S. Government Obligations and Federal Agencies Securities	$ 191,533	$ 142	$ (3,826)	$ 187,849
Qualified Mutual Funds	23,464	1,854	(27)	25,291
Total	$ 214,997	$ 1,996	$ (3,853)	$ 213,140

	December 31, 2016			
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Estimated Fair Value
U.S. Government Obligations and Federal Agencies Securities	$ 212,760	$ 8	$ (4,526)	$ 208,242
Qualified Mutual Funds	20,822	191	(210)	20,803
Total	$ 233,582	$ 199	$ (4,736)	$ 229,045

Gross realized gains on sales of available-for-sale investments of $939 and $418 and gross realized losses of $5 and $108 were included in net gains on sales of available-for-sale investments during 2017 and 2016, respectively.

The amortized cost and fair value of securities available-for-sale at December 31, 2017 by contractual maturity are shown below. Expected maturities may differ from contractual maturities because borrowers may have the right to call or prepay obligations with or without call or prepayment penalties.

	Amortized Cost	Estimated Fair Value
U.S. Government Obligations and Federal Agencies Securities		
Less than 1 year maturity	$ 68,696	$ 68,702
1 - 5 years maturity	98,896	95,968
6 - 10 years maturity	23,941	23,179
Qualified Mutual Funds	23,464	25,291
Total	$ 214,997	$ 213,140

(IN THOUSANDS)

NOTE 2 SECURITIES AND OTHER INVESTMENTS (CONTINUED)

Available-For-Sale Investments (Continued)

Information pertaining to investments with gross unrealized losses at December 31, 2017 and 2016, aggregated by investment category and length of time that the investments have been in a continuous loss position, is as follows:

	Fair Value Associated With Unrealized Losses Existing for:		Continuous Unrealized Losses Existing for:		Total
	Less Than 12 Months	More Than 12 Months	Less Than 12 Months	More Than 12 Months	Unrealized Losses
2017					
U.S. Government Obligations and Federal Agencies Securities	$ 20,430	$ 155,946	$ (7)	$ (3,819)	$ (3,826)
Qualified Mutual Funds	7,767	20	(22)	(5)	(27)
Total	$ 28,197	$ 155,966	$ (29)	$ (3,824)	$ (3,853)
2016					
U.S. Government Obligations and Federal Agencies Securities	$ 199,734	$ -	$ (4,526)	$ -	$ (4,526)
Qualified Mutual Funds	11,240	6,771	(5)	(205)	(210)
Total	$ 210,974	$ 6,771	$ (4,531)	$ (205)	$ (4,736)

At December 31, 2017, the 27 U.S. Government obligations and federal agencies securities with unrealized losses have depreciated 2.30% from the Credit Union’s amortized cost basis. All of these securities are either guaranteed by federal insurance, the U.S. Government, or secured by mortgage loans. In addition, 4 Qualified Mutual Fund securities with unrealized losses have depreciated 2.05% from the Credit Union’s amortized cost basis. These unrealized losses relate principally to current interest rates for similar types of securities. In analyzing an issuer’s financial condition, management considers whether the securities are issued by the federal government or its agencies, whether downgrades by bond rating agencies have occurred, and the results of reviews of the issuer’s financial condition.

As management has the ability to hold securities until maturity or for the foreseeable future for those classified as available-for-sale, no declines are deemed to be other-than-temporary.

In general, investments are exposed to various risks, such as interest rate, credit and overall market volatility risk. Due to the level of risk associated with certain investments, it is reasonably possible that changes in the values of the investments will occur in the near term and that such changes could be material.

(IN THOUSANDS)

NOTE 2 SECURITIES AND OTHER INVESTMENTS (CONTINUED)

Other Investments

Other investments at December 31 are summarized as follows:

	2017	2016
Contributed capital at a corporate credit union	$ 5,001	$ 5,001
Investments in CUSOs	2,874	2,794
FHLB stock	8,446	8,277
Total	$ 16,321	$ 16,072

Non-perpetual and Perpetual Contributed Capital Accounts

The Credit Union maintains non-perpetual contributed capital accounts and perpetual contributed capital accounts with a corporate federal credit union that are uninsured and contain significant withdrawal restrictions. These investments are recorded at cost.

These uninsured deposits are part of the corporate credit union's regulatory capital and are subject to impairment or loss in the event the corporate credit union is required to merge, is placed into conservatorship, incurs significant losses, or is liquidated.

Investments in CUSOs

The Credit Union has non-controlling equity ownership interest in other credit union service organizations (CUSOs) recorded at cost.

FHLB Stock

The Credit Union has an investment in Federal Home Loan Bank of Atlanta (FHLB) stock that allows the Credit Union access to other FHLB financial services. The stock qualifies as a restricted stock and as such is not subject to investment security accounting treatment and is therefore reported at cost, subject to impairment.

Other investments have no contractual maturity.

(IN THOUSANDS)

NOTE 3 LOANS, NET

Loans, net consisted of the following at December 31:

	2017	2016
Consumer:		
Vehicle	$ 1,083,198	$ 988,352
Credit card	152,009	142,448
Other unsecured	64,602	69,231
Student	7,266	5,132
Other secured	3,851	4,200
Total consumer	1,310,926	1,209,363
Residential real estate:		
Fixed rate	268,001	265,884
Variable rate	169,404	129,250
Home equity line of credit	116,443	96,606
Total residential real estate	553,848	491,740
Commercial:		
Real estate	86,942	64,546
Other	2,184	2,113
Total commercial	89,126	66,659
Total Loans	1,953,900	1,767,762
Deferred net loan origination costs	12,491	13,530
Allowance for loan losses	(18,303)	(18,132)
Loans, Net	$ 1,948,088	$ 1,763,160

The Credit Union has purchased loan participations originated by various other credit unions or CUSOs which are secured by commercial property and real estate. These loan participations were purchased without recourse and the originating credit unions and CUSOs perform all loan servicing functions on these loans. The total purchased loan participations included in the Commercial Loan segment above were $5,071 and $8,223 at December 31, 2017 and 2016, respectively.

The Credit Union offers non-traditional mortgage loans to its members. These loans include hybrid/balloon, high loan-to-value (LTV) and variable interest mortgages. Hybrid loans consist of loans that are fixed for an initial period of five or ten years. After this period, the mortgages are converted to variable rates using an indexed rate, which can result in significant payment adjustment to the borrower. The high LTV loans consist of first mortgages with LTVs over 80 percent.

(IN THOUSANDS)

NOTE 3 LOANS, NET (CONTINUED)

Non-traditional mortgage loans may have significantly different credit risk characteristics than traditional fixed and variable rate mortgages. However, the Credit Union believes it has established prudent underwriting standards as well as adequate risk management functions to monitor the additional risk. Non-traditional mortgage loans, which are included in the residential real estate loan caption above, totaled $200,183 and $182,290 at December 31, 2017 and 2016, respectively.

Specific changes in the allowance for loan losses and recorded investment in loans by segment are as follows:

	Consumer	Residential Real Estate	Commercial	Total
December 31, 2017				
Allowance for Loan Losses:				
Beginning Balance	$ 15,909	$ 211	$ 2,012	$ 18,132
Provision (Credit) for Loan Losses	17,151	228	(527)	16,852
Charge-offs	(18,958)	(224)	(467)	(19,649)
Recoveries	2,956	12	-	2,968
Ending Balance	$ 17,058	$ 227	$ 1,018	$ 18,303
Ending Balance: Individually Evaluated for Impairment	$ -	$ -	$ 976	$ 976
Ending Balance: Collectively Evaluated for Impairment	17,058	227	42	17,327
Ending Balance	$ 17,058	$ 227	$ 1,018	$ 18,303
Loans:				
Ending Balance: Individually Evaluated for Impairment	$ -	$ -	$ 2,689	$ 2,689
Ending Balance: Collectively Evaluated for Impairment	1,310,926	553,848	86,437	1,951,211
Ending Balance	$ 1,310,926	$ 553,848	$ 89,126	$ 1,953,900

(IN THOUSANDS)

NOTE 3 LOANS, NET (CONTINUED)

	Consumer	Residential Real Estate	Commercial	Total
December 31, 2016				
Allowance for Loan Losses:				
Beginning Balance	$ 13,340	$ 228	$ 2,137	$ 15,705
Provision (Credit) for Loan Losses	19,253	185	(125)	19,313
Charge-offs	(19,720)	(207)	-	(19,927)
Recoveries	3,036	5	-	3,041
Ending Balance	$ 15,909	$ 211	$ 2,012	$ 18,132
Ending Balance: Individually Evaluated for Impairment	$ -	$ -	$ 1,982	$ 1,982
Ending Balance: Collectively Evaluated for Impairment	15,909	211	30	16,150
Ending Balance	$ 15,909	$ 211	$ 2,012	$ 18,132
Loans:				
Ending Balance: Individually Evaluated for Impairment	$ -	$ -	$ 5,829	$ 5,829
Ending Balance: Collectively Evaluated for Impairment	1,209,363	491,740	60,830	1,761,933
Ending Balance	$ 1,209,363	$ 491,740	$ 66,659	$ 1,767,762

Commercial Credit Quality Indicators: As part of the on-going monitoring of the credit quality of the Credit Union’s commercial loan portfolio, management tracks certain credit quality indicators including trends related to the risk ratings of commercial loans; the level of classified loans; net charge-offs; non-performing loans; and the general economic conditions in the market area.

(IN THOUSANDS)

NOTE 3 LOANS, NET (CONTINUED)

The following tables show the commercial loan portfolio segments allocated by management's internally assigned risk ratings:

	Real Estate	Other	Total
December 31, 2017			
Pass	$ 77,933	$ 676	$ 78,609
Watch List	4,513	746	5,259
Special Mention	1,946	606	2,552
Substandard	2,550	17	2,567
Substandard-Impaired	-	139	139
	$ 86,942	$ 2,184	$ 89,126
December 31, 2016			
Pass	$ 53,913	$ 592	$ 54,505
Watch List	4,816	649	5,465
Special Mention	190	670	860
Substandard	5,627	56	5,683
Substandard-Impaired	-	146	146
	$ 64,546	$ 2,113	$ 66,659

The following tables show the classes within the Residential Real Estate and Consumer portfolio segments allocated by payment activity. Management tracks loan performance. When a loan becomes 90 days past due, it is classified as a non-performing loan.

The residential real estate credit risk profile based on members' payment activity by class is as follows:

	Fixed Rate	Variable Rate	Home Equity Line of Credit	Total
December 31, 2017				
Performing	$ 267,745	$ 168,646	$ 116,204	$ 552,595
Non-performing	256	758	239	1,253
	$ 268,001	$ 169,404	$ 116,443	$ 553,848
December 31, 2016				
Performing	$ 265,712	$ 128,951	$ 96,374	$ 491,037
Non-performing	172	299	232	703
	$ 265,884	$ 129,250	$ 96,606	$ 491,740

(IN THOUSANDS)

NOTE 3 LOANS, NET (CONTINUED)

The consumer credit risk profile based on members' payment activity by class is as follows:

	Vehicle	Credit Card	Other Unsecured	Student	Other Secured	Total
December 31, 2017						
Performing	$ 1,076,245	$ 151,551	$ 63,247	$ 7,226	$ 3,831	$ 1,302,100
Non-performing	6,953	458	1,355	40	20	8,826
	$ 1,083,198	$ 152,009	$ 64,602	$ 7,266	$ 3,851	$ 1,310,926
December 31, 2016						
Performing	$ 981,164	$ 140,391	$ 68,100	$ 5,071	$ 4,126	$ 1,198,852
Non-performing	7,188	2,057	1,131	61	74	10,511
	$ 988,352	$ 142,448	$ 69,231	$ 5,132	$ 4,200	$ 1,209,363

Information concerning impaired loans as of December 31, 2017 and 2016 is as follows:

	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Recorded Investment
December 31, 2017				
With No Specific Reserve Recorded:				
Commercial				
Other	$ 15	$ 14	$ -	$ 17
With Specific Reserve Recorded:				
Commercial				
Real Estate	2,554	2,550	931	2,600
Other	140	125	45	145
Total by Segment				
Commercial	$ 2,709	$ 2,689	$ 976	$ 2,762
December 31, 2016				
With No Specific Reserve Recorded:				
Commercial				
Real Estate	$ 206	$ 203	$ -	$ 213
With Specific Reserve Recorded:				
Commercial				
Real Estate	5,638	5,626	1,982	5,665
Total by Segment				
Commercial	$ 5,844	$ 5,829	$ 1,982	$ 5,878

Interest income recognized on impaired loans was not significant during the years ended December 31, 2017 and 2016.

(IN THOUSANDS)

NOTE 3 LOANS, NET (CONTINUED)

The following tables show an aging analysis of the loan portfolio by time past due:

December 31, 2017	Accruing Interest Current	Accruing Interest 30-59 Days	Accruing Interest 60-89 Days	Accruing Interest Greater Than 90 Days	Non-Accrual Greater Than 90 Days	Total Loans
Consumer:						
Vehicle	$ 1,049,711	$ 21,651	$ 4,883	$ -	$ 6,953	$ 1,083,198
Credit Card	146,521	2,431	2,599	458	-	152,009
Other Unsecured	61,164	1,659	424	-	1,355	64,602
Student	7,180	46	-	40	-	7,266
Other Secured	3,829	1	1	-	20	3,851
Residential Real Estate:						
Fixed Rate	264,767	2,672	306	-	256	268,001
Variable Rate	164,205	4,247	194	-	758	169,404
Home Equity Line of Credit	114,367	1,825	12	-	239	116,443
Commercial:						
Real Estate	86,252	-	-	-	690	86,942
Other	1,625	123	297	-	139	2,184
	$ 1,899,621	$ 34,655	$ 8,716	$ 498	$ 10,410	$ 1,953,900

December 31, 2016	Accruing Interest Current	Accruing Interest 30-59 Days	Accruing Interest 60-89 Days	Accruing Interest Greater Than 90 Days	Non-Accrual Greater Than 90 Days	Total Loans
Consumer:						
Vehicle	$ 956,672	$ 20,158	$ 4,334	$ -	$ 7,188	$ 988,352
Credit Card	137,769	1,799	823	2,057	-	142,448
Other Unsecured	65,893	1,616	591	-	1,131	69,231
Student	5,031	40	-	-	61	5,132
Other Secured	4,112	14	-	-	74	4,200
Residential Real Estate:						
Fixed Rate	263,126	2,315	271	-	172	265,884
Variable Rate	125,900	2,563	488	-	299	129,250
Home Equity Line of Credit	95,306	915	153	-	232	96,606
Commercial:						
Real Estate	61,604	2,942	-	-	-	64,546
Other	1,527	440	-	-	146	2,113
	$ 1,716,940	$ 32,802	$ 6,660	$ 2,057	$ 9,303	$ 1,767,762

(IN THOUSANDS)

NOTE 3 LOANS, NET (CONTINUED)

A summary of TDRs granted during the years ended December 31 by class is as follows. Post-modification balances approximate pre-modification balances.

	Number of Contracts	Post-Modification Outstanding Balance
2017		
Consumer:		
Vehicle	78	$ 1,096
Other Unsecured	1	5
Commercial		
Real Estate	1	900
Total	80	$ 2,001
2016		
Consumer:		
Vehicle	227	$ 3,006
Credit Card	17	154
Other Unsecured	2	-
Commercial		
Real Estate	2	58
Total	248	$ 3,218

A summary of TDRs that were granted during the years ended December 31 and subsequently defaulted by 90 days or more are as follows:

	2017		2016	
TDRs that Subsequently Defaulted:	Number of Contracts	Total Loans	Number of Contracts	Total Loans
Consumer:				
Vehicle	31	$ 423	38	$ 544

(IN THOUSANDS)

NOTE 4 LOAN SERVICING

The Credit Union services mortgage loans for others that are not included in the accompanying Consolidated Statements of Financial Condition. The unpaid principal balances of these loans were $146,161 and $139,233 at December 31, 2017 and 2016, respectively.

Custodial escrow balances maintained in connection with the loan servicing, and included in members' shares, were approximately $1,134 and $1,049 at December 31, 2017 and 2016, respectively. The fair value of servicing rights was determined using discount rates of 9.50 percent for FNMA loans and 12.00 percent for GNMA loans and prepayment speed of 10.37 percent, depending upon the stratification of the specific right, and a 6.10 weighted average life in years.

A summary of the changes in the balance of mortgage servicing rights included in other assets in the Consolidated Statements of Financial Condition in 2017 and 2016 are as follows:

	2017	2016
Balance, Beginning of Year	$ 881	$ 854
Servicing Assets Recognized during the Year	213	197
Amortization of Servicing Assets	(141)	(170)
Balance, End of Year	$ 953	$ 881
Fair Value of Mortgage Servicing Rights	$ 1,356	$ 1,345

There was no valuation allowance on mortgage servicing rights during the years ended December 31, 2017 and 2016.

(IN THOUSANDS)

NOTE 5 PROPERTY AND EQUIPMENT, NET

Property and equipment, net at December 31 is summarized as follows:

	2017	2016
Land	$ 14,269	$ 13,691
Buildings	43,568	50,736
Leasehold improvements	6,044	5,430
Construction in progress	3,171	1,483
Furniture and equipment	22,703	31,437
	89,755	102,777
Accumulated depreciation and amortization	(37,167)	(53,241)
	$ 52,588	$ 49,536

During 2017 and 2016, the Credit Union entered into commitments totaling $595 and $2,328, respectively, for building and land purchases, improvements, and furniture and equipment. The remaining commitments on these construction and equipment contracts at December 31, 2017 and 2016 were $580 and $1,225, respectively.

The Credit Union has entered into non-cancelable operating leases for office space and sites for automatic teller machines. The non-cancelable operating leases contain renewal options and provisions requiring the Credit Union to pay property taxes and operating expenses over base period amounts.

Minimum lease payments under non-cancelable operating leases with initial or remaining terms of one year or more at December 31 are as follows:

2018	$ 670
2019	570
2020	236
2021	233
2022	239
Subsequent years	540
	$ 2,488

The Credit Union receives services and use of facilities from its sponsoring agency at two of its branch office locations free of cost. Utilization of these services and facilities is not recognized as revenue or expense. The Credit Union views this relationship with the sponsor organization as a reciprocal transfer; that is, in return for the use of services and facilities, the sponsoring employer receives the benefit of on-site financial services for its employees who elect to join the Credit Union.

Rental expense for the years ended December 31, 2017 and 2016, for all facilities leased under operating leases totaled $765 and $782, respectively.

(IN THOUSANDS)

NOTE 6 MEMBERS' SHARE AND SAVINGS ACCOUNTS

Members' share and savings accounts at December 31 are summarized as follows:

	Rates at December 31, 2017	2017	2016
Savings	0.09%	$ 375,648	$ 359,997
Checking	0.07%	330,850	304,684
Money market	0.61%	648,025	591,096
Individual retirement	1.28%	35,002	34,193
		1,389,525	1,289,970
Share and IRA certificates	0.00% to 1.00%	151,818	134,747
	1.01% to 2.00%	431,573	442,507
	2.01% to 3.00%	88,382	856
		671,773	578,110
Total		$ 2,061,298	$ 1,868,080

Share and IRA certificates by maturity are summarized as follows:

	2017	2016
0 - 1 Year	$ 282,367	$ 277,437
1 - 2 Years	187,677	158,173
2 - 3 Years	59,227	52,710
3 - 4 Years	39,830	51,209
4 - 5 Years	102,672	38,581
	$ 671,773	$ 578,110

The NCUSIF insures members' accounts and individual retirement accounts up to $250.

The aggregate amount of certificates of deposit in denominations of $250 or more was $54,387 and $39,199 at December 31, 2017 and 2016, respectively.

NOTE 7 BORROWED FUNDS

At December 31, 2017 and 2016, the Credit Union has available a demand loan agreement with a corporate credit union. The terms of the agreement call for pledging of all assets as security for any and all obligations taken by the Credit Union under this agreement. The agreement provides for a credit limit of $80,000 with interest charged at a rate determined by the lender on a periodic basis. At December 31, 2017 and 2016, there were no borrowings under the agreement. The agreement is reviewed for continuation by the lender and the Credit Union periodically.

(IN THOUSANDS)

NOTE 7 BORROWED FUNDS (CONTINUED)

The Credit Union has an agreement to apply for advances from the Federal Reserve Discount Window. Specific investment securities of the Credit Union with advance equivalents of approximately $111,000 and $118,000 at December 31, 2017 and 2016, respectively, are pledged to the Federal Reserve Bank as collateral in the event that the Credit Union requests any advances on the line. The interest rates for such advances are based on the Federal Reserve Discount Rate at the time of an advance. There were no advances outstanding as of December 31, 2017 and 2016.

The Credit Union has Credit Availability with the FHLB at 25 percent of the Credit Union's total assets. The total Credit Availability limit for years ended December 31, 2017 and 2016 approximates $614,000 and $566,000, respectively. All advances and other credit products requested under Credit Availability must be fully secured with eligible collateral. As of December 31, 2017 and 2016, $100,705 and $40,000 of securities were pledged as collateral against advances. Credit Availability is not an agreement or commitment on the part of the FHLB to grant advances or otherwise extend credit to the Credit Union. Further, Credit Availability may be amended, restated, supplemented, or withdrawn at any time.

Borrowed funds consisted of the following FHLB Term Notes at December 31:

	2017	2016
Interest Rate 0.9700%, Maturing January 19, 2018	$ 50,000	$ 50,000
Interest Rate 0.9660%, Maturing July 20, 2018	50,000	50,000
Interest Rate 1.0175%, Maturing October 3, 2018	50,000	50,000
Total	$ 150,000	$ 150,000

NOTE 8 COMMITMENTS AND CONTINGENT LIABILITIES

Off-Consolidated Statement of Financial Condition Activities

The Credit Union is party to conditional commitments to lend funds in the normal course of business to meet the financing needs of its members. These commitments represent financial instruments to extend credit, which include lines of credit, credit cards and home equity lines that involve, to varying degrees, elements of credit and interest rate risk in excess of amounts recognized in the consolidated financial statements.

The Credit Union's exposure to credit loss is represented by the contractual amount of these commitments. The Credit Union follows the same credit policies in making commitments as it does for those loans recorded in the consolidated financial statements.

(IN THOUSANDS)

NOTE 8 COMMITMENTS AND CONTINGENT LIABILITIES (CONTINUED)

Off-Consolidated Statement of Financial Condition Activities (Continued)

Commitments to extend credit are agreements to lend to a member as long as there is no violation of any condition established in the contract. Commitments generally have fixed expiration dates or other termination clauses and may require payment of a fee. Because many of the commitments are expected to expire without being drawn upon, the total commitment amounts do not necessarily represent future cash requirements. The Credit Union evaluates each member's creditworthiness on a case-by-case basis. The amount of collateral obtained to secure borrowing on the lines of credit is based on management's credit evaluation of the member. Collateral held varies but may include consumer assets, residential real estate, and member share balances.

Unfunded commitments under revolving credit lines and overdraft protection agreements are commitments for possible future extensions of credit to existing customers. These lines of credit are uncollateralized, usually do not contain a specified maturity date and ultimately may not be drawn upon to the total extent to which the Credit Union is committed.

Unfunded loan commitments at December 31 are summarized as follows:

	2017	2016
Credit card	$ 328,559	$ 396,504
Commercial	8,471	9,439
Home equity	80,339	63,463
Overdraft protection	88,288	81,832
Other consumer	37,257	35,937
Total	$ 542,914	$ 587,175

Legal Contingencies

The Credit Union is a party to various legal actions normally associated with collections of loans and other business activities of financial institutions, the aggregate effect of which, in management's opinion, would not have a material adverse effect on the financial condition or results of operations of the Credit Union.

Other

The Credit Union has entered into an agreement with SWBC Mortgage Corporation for the sale of mortgage loans. The Credit Union is contingently liable to repurchase loans sold under the agreement where a loan is originated in violation of the agreement and where prepayment or default occurs within specified periods. The Credit Union was not required to repurchase any loans during 2017 and 2016. The Credit Union was contingently liable on $6,962 and $12,443 of these loans at December 31, 2017 and 2016, respectively. It is management’s belief that any repurchase obligation would not be significant to the Credit Union’s consolidated financial statements.

(IN THOUSANDS)

NOTE 9 REGULATORY NET WORTH REQUIREMENTS

The Credit Union is subject to various regulatory capital requirements administered by the NCUA. Failure to meet minimum capital requirements can initiate certain mandatory - and possibly additional discretionary - actions by regulators that, if undertaken, could have a direct material effect on the Credit Union's consolidated financial statements. Under capital adequacy guidelines and the regulatory framework for prompt corrective action, the Credit Union must meet specific capital guidelines that involve quantitative measures of the Credit Union's assets, liabilities, and certain off-balance sheet items as calculated under GAAP. The Credit Union's capital amounts and classification are also subject to qualitative judgments by the regulators about components, risk weightings, and other factors.

Quantitative measures established by regulation to ensure capital adequacy require the Credit Union to maintain minimum ratios (set forth in the table below) of net worth to total assets (as defined by the regulation). Credit unions are also required to calculate a Risk-Based Net Worth Requirement (RBNWR) which establishes whether or not the Credit Union will be considered “complex” under the regulatory framework. The Credit Union’s RBNWR ratio as of December 31, 2017, the most recent quarterly regulatory filing date, was 5.19%. The minimum ratio to be considered complex under the regulatory framework is 6.00%. Management believes, as of December 31, 2017, that the Credit Union meets all capital adequacy requirements to which it is subject.

As of December 31, 2017 and 2016, the NCUA categorized the Credit Union as "well-capitalized" under the regulatory framework for prompt corrective action. To be categorized as "well-capitalized," the Credit Union must maintain a minimum net worth ratio of 7.00% of assets. There are no conditions or events since that notification that management believes have changed the institution's category.

Key aspects of the Credit Union's minimum capital amounts and ratios are summarized as follows:

	December 31, 2017		December 31, 2016	
Asset Category	Amount	Ratio/ Requirement	Amount	Ratio/ Requirement
Amount Needed to be Classified as "Adequately Capitalized"	$ 151,149	6.00%	$ 138,098	6.00%
Amount Needed to be Classified as "Well-Capitalized"	176,341	7.00%	161,114	7.00%
Actual Net Worth	278,892	11.07%	261,474	11.36%

Because the RBNW requirement is less than the net worth ratio, the Credit Union retains its original category. Further, in performing its calculation of total assets, the Credit Union used the quarter-end balance option, as permitted by regulation.

(IN THOUSANDS)

NOTE 10 RELATED-PARTY TRANSACTIONS

In the normal course of business, the Credit Union extends credit to directors, supervisory committee members and executive officers. The aggregate loans to related parties at December 31, 2017 and 2016 are $4,343 and $3,668, respectively. The aggregate principal advances and principal repayments are not significant. Deposits from related parties at December 31, 2017 and 2016 amounted to $1,388 and $1,349, respectively. The rates charged on related-party loans and earned on related party deposits are the same rates available to members of the Credit Union.

NOTE 11 FAIR VALUE OF FINANCIAL INSTRUMENTS

Recurring Basis

The Credit Union uses fair value measurements to record fair value adjustments to certain assets and liabilities and to determine fair value disclosures. For additional information on how the Credit Union measures fair value refer to Note 1 – Summary of Significant Accounting Policies. The following tables present the balances of the assets and liabilities measured at fair value on a recurring basis:

	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
December 31, 2017				
Investments Available-for-Sale	$ 213,140	$ 25,291	$ 187,849	$ -
December 31, 2016				
Investments Available-for-Sale	$ 229,045	$ 20,803	$ 208,242	$ -

Investment Securities

When available, the Credit Union uses quoted market prices to determine the fair value of securities; such items are classified in Level 1 of the fair value hierarchy. For the Credit Union’s securities where quoted prices are not available for identical securities in an active market, the Credit Union determines fair value utilizing vendors who apply matrix pricing for similar bonds where no price is observable or may compile prices from various sources. These models are primarily industry-standard models that consider various assumptions, including time value, yield curve, volatility factors, prepayment speeds, default rates, loss severity, current market and contractual prices for the underlying financial instruments, as well as other relevant economic measures. Substantially all of these assumptions are observable in the marketplace, can be derived from observable data or are supported by observable levels at which transactions are executed in the marketplace. Fair values from these models are verified, where possible, against quoted market prices for recent trading activity of assets with similar characteristics to the security being valued. Such methods are generally classified as Level 2. However, when prices from independent sources vary, cannot be obtained or cannot be corroborated, a security is generally classified as Level 3.

(IN THOUSANDS)

NOTE 11 FAIR VALUE OF FINANCIAL INSTRUMENTS (CONTINUED)

Non-Recurring Basis

Certain assets are measured at fair value on a non-recurring basis. These assets are not measured at fair value on an ongoing basis; however, they are subject to fair value adjustments in certain circumstances, such as evidence of impairment or a change in the amount of previously recognized impairment.

Net impairment losses related to non-recurring fair value measurements of certain assets for the years ended December 31, 2017 and 2016 consisted of the following:

	Carrying Value				
	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Impairment Loss
December 31, 2017					
Impaired Loans	$ 1,699	$ -	$ -	$ 1,699	$ 976
December 31, 2016					
Impaired Loans	$ 3,644	$ -	$ -	$ 3,644	$ 1,982

The Level 3 fair values were determined by estimating the value of the underlying collateral, less selling expenses.

Impaired Loans

In accordance with the provisions of the loan impairment guidance, impairment was measured for which it is probable that payment of interest and principal will not be made in accordance with the contractual terms of the loan agreement. The fair value of impaired loans is estimated using one of several methods, including collateral value, market value of similar debt, or discounted cash flows. Those impaired loans not requiring an allowance represent loans for which the fair value of the expected repayments or collateral exceed the recorded investments in such loans. Impaired loans where an allowance is established based on the fair value of collateral require classification in the fair value hierarchy. Collateral values are estimated using Level 3 inputs based on customized discounting criteria.

Impairment amounts on impaired loans represent specific valuation allowance and write-downs during the period presented on impaired loans that were individually evaluated for impairment based on the estimated fair value of the collateral less estimated selling costs, excluding impaired loans fully charged-off.