

# LIMITED PURPOSE BANK

Washington, DC 20219

### **PUBLIC DISCLOSURE**

March 24, 2014

# **COMMUNITY REINVESTMENT ACT** PERFORMANCE EVALUATION

John Deere Financial, f.s.b. Charter Number 715685

> 8402 Excelsior Drive Madison, WI 53717

Office of the Comptroller of the Currency

Midsize and Credit Card Bank Supervision 400 7th Street SW. Suite 3E-218 Washington, DC 20219

NOTE: This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operation of the institution. This evaluation is not, nor should it be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion, or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

## **General Information and Institution's CRA Rating**

The Community Reinvestment Act (CRA) requires each federal financial supervisory agency to use its authority, when examining financial institutions subject to its supervision, to assess the institution's record of meeting the credit needs of its entire community, including low- and moderate-income (LMI) neighborhoods, consistent with the safe and sound operation of the institution. Upon conclusion of such examination, the agency must prepare a written evaluation of the institution's record of meeting the credit needs of its community.

This document is an evaluation of the CRA performance of John Deere Financial f.s.b. (JDF or institution), issued by the OCC, the institution's supervisory agency, for the evaluation period starting February 28, 2011 through March 24, 2014. The agency rates the CRA performance of an institution consistent with the provisions set forth in Appendix A to 12 CFR Part 25.

#### This institution is rated Satisfactory.

The conclusions for the three rating criteria are:

- The institution demonstrates an adequate level of community development (CD) lending,
   CD services, and qualified investment activity.
- The institution demonstrates no use of innovative or complex qualified investments, CD loans, or CD services.
- The institution demonstrates adequate responsiveness to credit and CD needs in its assessment area (AA).

## Scope of the Evaluation

In evaluating the institution's performance under the Community Reinvestment Act (CRA), we reviewed CD activities from February 28, 2011 through March 24, 2014. We reviewed the level and nature of qualified investments, CD lending, and CD services. At the institution's request, we also considered qualified investments provided by its affiliates. At the prior evaluation dated February 28, 2011, the institution's prior regulator, the Office of Thrift Supervision (OTS), rated the institution Satisfactory. The institution was evaluated as a large retail institution during the prior evaluation period.

If an institution has adequately addressed its AA needs, the OCC considers CD activities the institution submits that benefit areas outside of its AA in the evaluation of its performance. The institution has adequately addressed the needs of its AA, and therefore, outside of AA qualified investments were considered in evaluating its performance.

The CRA evaluation period covered two census periods consisting of 2000 and 2010. Additionally, the Office of Management and Budget (OMB) recently revised Metropolitan Area (MA)<sup>1</sup> and census tract (i.e. geography) geographic definitions and boundaries that became

<sup>1</sup> The term Metropolitan Area includes Consolidated Statistical Areas, Metropolitan Statistical Areas, Metropolitan Division, and Micropolitan areas.

effective for CRA purposes on January 1, 2014. The above changes did not materially alter the percentage of geographies by income classification within the institution's AA, Madison, WI Metropolitan Statistical Area (MSA) #31540. However, Green County was added to the Madison, WI MSA #31540 with the 2014 definitions and boundaries changes. See the Description of Assessment Area section below for full details.

## **Description of Institution**

John Deere Financial, f.s.b. (JDF) is a \$1.9 billion financial institution located in Madison, WI. It has no branches. On March 2, 2014, JDF received its designation as a limited purpose institution for CRA evaluation purposes from the OCC. The institution received this designation based on its business strategy, primary focus, and product offerings.

JDF offers three credit products consisting of John Deere Financial Multi-use, John Deere Financial Revolving Plan, and Power Plan. Both John Deere and independent dealers to consumer, agricultural, commercial, and government customers use Multi-use, the largest product line by dollar, to finance the sale of goods and services. The Revolving Plan is a revolving line of credit, primarily used to finance turf and utility equipment. This product may only be used at John Deere dealers. Power Plan is used exclusively by construction, forestry, and governmental entities at eligible United States John Deere Construction and Forestry dealers for the purchase of parts and services.

JDF is a wholly owned subsidiary of John Deere Capital Corporation, which is wholly owned by John Deere Financial Services, Inc., a wholly owned subsidiary of Deere and Company. John Deere Financial Services is one of the largest providers of financial services to agricultural and construction customers in the United States with approximately 1.7 million accounts worldwide. It has over 2,200 employees and offers retail finance programs in more than 40 countries. Deere and Company, headquartered in Moline, Illinois, reported net income of \$3.5 billion on \$37.8 billion in sales as of fiscal year-end October 31, 2013. John Deere Foundation, a philanthropic arm of Deere and Company, provided qualified investment for our office to consider in evaluating the institution's CRA performance. JDF sells its accounts receivables (i.e. loans) to FPC Receivables, Inc., a wholly owned subsidiary of the institution. JDF services the receivables with the exception of accounts that are delinquent. There were no mergers or acquisitions during the evaluation period. There are no known legal, financial, or other factors impeding the institution's ability to help meet the credit and CD needs of its AA.

Table 1 provides consolidated financial information relating to JDF's and FPC Receivables, Inc. financial capacity to help meet the needs of its AA. JDF's consolidated assets are centered in agricultural loans, followed by consumer loans, and commercial loans. JDF primarily derives its income from the merchant fee assessed on each sales transaction.

**Table 1: Financial Information (000s)** 

	Year-end 2011	Year-end 2012	Year-end 2013	Average for Evaluation Period
Tier 1 Capital	409,082	506,112	543,935	486,376
Total Income	269,252	263,900	251,908	261,687
Net Operating Income	154,289	152,200	136,399	147,629
Total Assets	1,863,815	1,885,355	1,892,506	1,880,559
Pass-Through Receivables	1,861,695	1,886,147	1,892,233	1,880,025

Source: Consolidated Report of Condition and Income and institution reported data.

## **Description of Assessment Area**

JDF's AA based upon 2000 and 2010 census data, consists of the entire Madison, WI MSA #31540. The MSA consisted of Columbia, Dane, and Iowa County until January 1, 2014, at which point OMB revised MA and census tract geographic definitions and boundaries that added Green County to the MSA. The Madison, WI MSA #31540 is the second largest MSA within the state and consists of urban, suburban, and rural areas. The AA does not arbitrarily exclude low- or moderate-income geographies. According to 2010 census information, updated to reflect recent OMB changes, eight (6.0 percent) of the geographies in JDF's AA are low-income, 22 (17.0 percent) are moderate-income, 73 (55.0 percent) are middle-income, 27 (20.0 percent) are upper-income, and three (2.0 percent) have not been assigned an income classification. See Tables 2a, 2b, and 2c for additional demographic data related to the institution's AA.

Madison's recovery is on a stronger footing due to a surge in hiring in the professional services and information technology fields in the second half of 2013. Together with the new info-tech positions, its wage growth is ahead of state and national averages. Moreover, employment at eating and drinking establishments increased in 2013, implying that local households are spending more as their paychecks get bigger. Real estate is also beginning to catch up as residents buy foreclosed properties. The drop in the foreclosure inventory is lifting home values, and construction on new units has trended higher, a positive for construction employment. Major industries consist of government, followed by professional and business services, and education and health services. Major employers include University of Wisconsin Hospital and Clinics Authority, American Family Insurance Company, WellPath Select Health Insurance, and Meriter Health Services, Inc.<sup>2</sup>

In the Madison, WI MSA #31540, non-agricultural wage and salaried employment increased 3.2 percent from 324,052 in February 2011 to 334,599 in January 2014. During this same period, the unemployment rate decreased from 6.1 percent to 4.6 percent. The state of Wisconsin's unemployment rate was 6.1 percent as of January 2014. This is up from 2.82 percent unemployment rate as reported in the 2000 census information. Five percent of families live below the poverty level in the AA, based on 2010 census data updated to reflect the 2014 OMB geographic definitions and boundaries changes. This is below the 2000 census numbers, as eight percent of the population lived below poverty, during that census data period. It is especially difficult for this segment of the population to afford and maintain a home. As of the same period, the AA had 146,251 families. Eighteen percent of families were

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<sup>&</sup>lt;sup>2</sup> Moody's Analytics, February 2014

low-income, 18.0 percent were moderate-income, 25.0 percent were middle-income, and 39.0 percent were upper-income. The 2014 Federal Financial Institutions Examination Council (FFIEC) estimated median family income (MFI) for the MSA was \$76,735. This was below the 2010 Housing and Urban Development (HUD) updated MFI, which was \$80,900.

Table 2a: Assessment Area Description – 2010 Census Data with 2014 OMB Changes

	Number	Low	Moderate	Middle	Upper
Tracts*	133*	6%	17%	55%	20%
Families	146,251	18%**	18%**	25%**	39%**
Businesses	52,213****	4%***	15%***	58%***	22%***

Source: Demographic Data – 2010 U.S. Census, Dun & Bradstreet Data. \*2% of geographies have not been assigned an income classification. \*\*Represents families by income level. \*\*\*Represents businesses by income level of census tract. \*\*\*\*1% of businesses are located in geographies that have not been assigned an income classification.

Table 2b: Assessment Area Description – 2010 Census Data without OMB Changes

	Number	Low	Moderate	Middle	Upper
Tracts	125*	7%	16%	55%	20%
Families	136,215	19%**	18%**	25%**	38%**
Businesses	49,768****	4%***	16%***	57%***	22%***

Source: Demographic Data – 2010 U.S. Census, Dun & Bradstreet Data. \*2% of geographies have not been assigned an income classification. \*\*Represents families by income level. \*\*\*Represents businesses by income level of census tract. \*\*\*\*1% of businesses are located in geographies that have not been assigned an income classification.

Table 2c: Assessment Area Description – 2000 Census Data

	Number	Low	Moderate	Middle	Upper
Tracts	111*	5%	17%	60%	16%
Families	122,011	16%**	19%**	29%**	36%**
Businesses	54,969****	4%***	14%***	62%***	20%***

Source: Demographic Data – 2000 U.S. Census, Dun & Bradstreet Data. \*2% of geographies have not been assigned an income classification. \*\*Represents families by income level. \*\*\*Represents businesses by income level of census tract.

We determined the credit and CD needs by contacting representatives from four housing organizations and an economic development organization. We also reviewed the Department of Housing and Urban Development (HUD) Consolidated Housing and CD Plans for the City of Madison and Dane County, WI HUD Consolidated Housing and CD Plans are comprehensive planning documents that identify community needs.

We identified the following credit and non-credit related needs for this AA:

#### Affordable Housing Needs

- Affordable housing for extremely low-income individuals. This includes HUD Section 8 rent subsidized housing and public housing units.
- Affordable rental housing for low- and moderate-income individuals. One of the contributing factors affecting the supply of affordable rental housing is the college student population. Their relatively greater purchasing power in the older neighborhoods near the campus and their competition for housing reduces the supply of housing for non-students.
- Increased home ownership opportunities for first time homebuyers by offering mortgage reduction forgivable loans and down payment assistance.
- Rehabilitation of owner-occupied and non-owner-occupied single family homes for low- and moderate-income families.
- Housing for the homeless (i.e. emergency, transitional, and permanent).

#### Community Service Needs

 Support services for low- and moderate-income individuals to include financial assistance for housing, childcare, medical, and dental care, employment training services, transportation services, emergency food assistance, and educational services.

• Emergency housing, transitional housing, and supportive services for the homeless and victims of domestic violence.

#### **Economic Development Needs**

- Gap financing for businesses and real estate development projects that revitalize and stabilize downtown Madison and commercial districts.
- Venture capital loans for small start-up businesses.

Opportunities for CD loans, qualified investments, and CD services within the AA are abundant. The AA has numerous housing and social service agencies that provide community services to low- and moderate-income individuals and there are numerous agencies involved in economic and business development. Although opportunities for complex and innovative qualified investments are limited, due to the intense competition from full-service institutions, numerous opportunities exists other than donations. These consist of low-income housing tax credits, mortgage-backed securities secured by mortgages to low- and moderate-income individuals, qualified investment funds (QIF)<sup>3</sup>, and investments in CD financial institutions (CDFI).

#### **Conclusions about Performance**

### **Summary**

JDF's level of CD lending, CD services, and qualified investments, including those from its
affiliates, is adequate given available opportunities, competition from full-service
institutions, its financial condition, and the unique nature of its institutioning operations.
JDF and its affiliates made \$16.6 million and \$2.4 million in qualified investments and CD
loans that directly benefited its AA (including a larger statewide or regional area that
includes its AA) and outside of its AA, respectively. Additionally, 33 JDF employees
provided CD services to four organizations residing within the institution's AA.

- JDF did not use innovative or complex CD loans, CD services, or qualified investments to meet community needs.
- JDF exhibits adequate responsiveness to CD needs in its AA. JDF's CD lending, CD services, and qualified investments promoted economic development and provided affordable housing and social services programs targeted to low- and moderate-income individuals.

<sup>3</sup> A QIF makes investments in qualified securities throughout the nation and can target its purchases to fund projects in each shareholder's (institution's) AA. These investments include individual mortgages to low- and moderate-income individuals, municipal housing bonds, and other mortgage backed securities that assist low- and moderate-income individuals with housing needs.

#### **Qualified Investments**

JDF and its affiliates provided \$8.6 million and \$2.4 million in qualified investments that benefited inside and outside of its AA, respectively. These qualified investments are listed below. The majority of the investments made inside the AA were for an equity investment to a CDFI, which provided loans to 16 businesses within the institution's AA. This promoted economic development by creating and maintaining jobs. The remainder of the investments inside the AA were to organizations, which provided services targeted to LMI families. As it was determined the institution was meeting the needs of its AA, we considered investments and donations made outside of the AA. Of these, approximately 2 million were to organizations, which provided services targeted to LMI families or disaster relief to revitalize affected communities. The remainder of the investment/donations were to organizations that promoted affordable housing. There were no investments/donations that were considered innovative or complex. Table 3 provides the aggregate dollar amount of qualified investments. Table 4 provides the volume of qualified investments as a percentage of Average Tier 1 Capital, Average Total Income, and Average Pass-Through Receivables.

**Table 3: Qualified Investment Activity (000s)** 

	Benefits AA	Outside AA	Totals
Originated Investments	\$2,500	\$0	\$2,500
Originated Grants	71	2,420	2,491
Prior-Period Investments	6,000	0	6,000
that Remain Outstanding			
<b>Total Qualified Investments</b>	\$8,571	\$2,420	\$10,991
Unfunded Commitments*	\$500	\$0	\$500

<sup>\* &</sup>quot;Unfunded Commitments" means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

**Table 4: Qualified Investment Percentages** 

	Benefits AA (%)	Outside AA (%)	Total (%)
Total Investments/Average Tier 1 Capital	1.76	.50	2.26
Total Investments/Average Total Income	3.28	.92	4.20
Total Investments/Average Pass- Through Receivables	.46	.13	.59

Described below are some of the most significant qualified investments and grants:

• JDF made an \$8.5 million equity investment in a nationwide CDFI that operates a revolving loan fund. The initial \$6 million investment was a prior period investment in December 2007. JDF invested an additional \$2.5 million and made a legally binding commitment for an additional \$500 thousand investment during the current evaluation period. The CDFI used the proceeds to originate loans to 16 businesses within the institution's AA. The businesses met the size eligibility standards of the Small Business Administration's Development Company. Loans to small businesses and startup businesses was an identified need of the AA. The loan proceeds created or retained approximately 200 jobs

for individuals who are low- or moderate-income.

 John Deere Foundation donated \$1.7 million to nine food institutions located in Illinois, lowa, Kansas, North Carolina, Tennessee, and Wisconsin that distribute food to low- and moderate-income individuals. Services targeted to LMI families was an identified need of the institution's AA.

- John Deere Foundation donated money to revitalize or stabilize Federal Emergency
  Management Agency (FEMA) designated disaster areas outside the institution's AA related
  to the Tennessee storms in April 2011 (\$274 thousand), Oklahoma tornadoes in May 2013
  (\$142 thousand), and Hurricane Sandy in October 2012 (\$50 thousand). These donations
  reflected responsiveness to areas outside of the institution's AA with an identified need for
  assistance due to natural disasters.
- John Deere Foundation donated \$155 thousand to the Greater Habitat for Humanity of Des Moines, Iowa (Habitat), a nonprofit housing organization that rehabilitates, constructs, and provides single-family housing to low- and moderate-income families who are presently living in substandard housing. This organization also provides interest free financing and training (i.e., budgeting, financial literacy, home ownership, and maintenance) for families accepted in their program. Habitat has provided 194 homes to qualified individuals since its inception in 1987. Affordable housing to extremely LMI families was an identified need of the AA. This donation reflects responsiveness by the institution to its community needs.
- JDF donated \$10 thousand to the Wisconsin Housing and Economic Development Authority (WHEDA). WHEDA works closely with lenders, developers, government agencies, and nonprofit agencies to provide affordable housing to low- and moderate-income individuals residing within a larger statewide area that includes the institution's AA. WHEDA's annual report indicated for fiscal year-end June 30, 2013, it financed 22 multifamily housing complexes totaling 1,232 units, originated 933 single-family housing loans, and donated \$500 thousand to 26 Wisconsin organizations providing emergency, transitional, and permanent housing. Again, this donation reflects responsiveness on the institution's part to identified needs in the AA for extremely LMI families by providing affordable housing.

## **Community Development Lending**

In January 2001, JDF made an \$4 million loan to WHEDA with proceeds used to provide affordable housing to low- and moderate-income individuals residing within Dane, Dodge, Columbia, Green, Iowa, Jefferson, Rock, and Sauk Counties, a larger statewide area that includes the institution's AA. JDF renewed this loan two times during the evaluation period. This loan illustrates the institution's responsiveness to the identified need for affordable housing in the AA. See the Qualified Investment section for further information on WHEDA's operations. Table 5 details the level of CD lending (\$ 8 million) as a percentage of Average Tier 1 Capital, Average Total Income, and Average Pass-Through Receivables.

**Table 5: Community Development Lending Percentages** 

	Benefits AA (%)
Total CD Lending/Average Tier 1 Capital	1.64
Total CD Lending/Average Total Income	3.06
Total CD Lending/ Average Pass-Through Receivables	.43

### **Community Development Services**

JDF provided an adequate level of CD services to four organizations that provide community services and affordable housing to low- and moderate-income individuals residing within the institution's AA. Below are the CD services.

- A JDF representative is a Board member, treasurer, and Loan Committee member of Realtors Association of South Central Wisconsin Housing Foundation (RASCWHF). The JDF representative uses his financial expertise in reviewing financial information and loan applications for down payment assistance program.
- In 2011, 2012, and 2013, 18 JDF employees used their financial expertise by assisting
  Asset Builders of America (ABA) in conducting workshops related to first time home buying,
  credit, budgeting, and identity theft. The employees spent 125 hours providing the
  workshops to 335 primarily low- and moderate-income individuals residing in Dane County.
- In 2013, 11 JDF employees used their financial expertise by assisting Operation First Start
  in providing credit related workshops primarily to low- and moderate-income individuals
  residing in Dane County. The employees spent 100 hours providing the workshops to 14
  participants.
- In 2011, 2012, and 2013, three JDF employees used their financial expertise by assisting Progress Through Business prepare tax returns primarily for low- and moderate-income individuals residing in Dane County. The employees prepared 63 tax returns.

# Fair Lending or Other Illegal Credit Practices Review

Pursuant to 12 C.F.R. 25.28(c), or 12 C.F.R. 195.28(c), in determining a national bank's (bank) or Federal savings association's (FSA) CRA rating, respectively, the OCC considers evidence of discriminatory or other illegal credit practices in any geography by the bank or FSA or in any assessment area by an affiliate whose loans have been considered as part of the bank's or FSA's lending performance.

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

#### **Definitions and Common Abbreviations**

The following terms and abbreviations are used throughout this performance evaluation. 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 both companies are directly or indirectly controlled by the same company. An institution subsidiary is controlled by the institution and is, therefore, an affiliate.

**Assessment Area (AA)**: A geographic area that consists generally of one or more MSAs (using the MSA boundaries that were in effect as of January 1 of the calendar year in which the delineation is made) or one or more contiguous political subdivisions, such as counties, cities, or towns, in which the institution has its main office, branches, and deposit-taking ATMs.

**Benefit to Assessment Area:** A qualified Community Development activity benefits the assessment area if (i) the activity benefits areas within the assessment area, or (ii) the activity has the potential to benefit the assessment area and is located in the broader statewide or regional area that includes the institution's assessment area. If an institution has adequately addressed the needs of its assessment area, then the OCC also considers activities submitted by the institution that benefit areas outside of its assessment area.

**Census Tract (CT) – 2000 Census:** Small, locally defined statistical areas within metropolitan statistical areas. These areas are determined by the United States Census Bureau in an attempt to group homogenous populations. A CT has defined boundaries per 10-year census and an average population of 4,000.

Census Tract (CT) – 2010 Census: Small, relatively permanent statistical subdivisions of a county delineated by local participants as part of the U.S. Census Bureau's Participant Statistical Areas Program. The primary purpose of CTs is to provide a stable set of geographic units for the presentation of decennial census data. CTs generally have between 1,500 and 8,000 people, with an optimum size of 4,000 people.

**Community Development (CD):** Affordable 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 the size eligibility standards of the Small Business Administration's Development Company or Small Business Investment Company programs (13 CFR 121.301)) or have gross annual revenues of \$1 million or less; or activities that revitalize or stabilize low- or moderate-income geographies.

Effective September 1, 2005, the Board of Governors of the Federal Reserve System, Office of the Comptroller of the Currency, and the Federal Deposit Insurance Corporation adopted the following additional language as part of the revitalize or stabilize definition of community development. Activities that revitalize or stabilize-

- (i) Low-or moderate-income geographies;
- (ii) Designated disaster areas; or

(iii) Distressed or underserved nonmetropolitan middle-income geographies designated by the Board, Federal Deposit Insurance Corporation, and Office of the Comptroller of the Currency, based on-

- a. Rates of poverty, unemployment, and population loss; or
- b. Population size, density, and dispersion. Activities that revitalize and stabilize geographies designated based on population size, density, and dispersion if they help to meet essential community needs, including needs of low- and moderate-income individuals.

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

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

**Limited Purpose Institution:** An institution that offers only a narrow product line (such as credit cards or automobile loans) to a regional or broader market and for which a designation as limited purpose institution is in effect.

**Median Family Income (MFI) – 2000 Census:** The median income determined by the United States Census Bureau every 10 years and used to determine the income level category of geographies. Also, it is the median income determined by the Department of Housing and Urban Development annually that is used to determine the income level category of families. For any given geography, the median is the point at which half of the families have income above it and half below it. (See the four categories of median income below.)

- Low-Income An income level that is less than 50% of the MFI.
- Moderate-Income An income level that is at least 50% and less than 80% of the MFI.
- Middle-Income An income level that is at least 80% and less than 120% of the MFI.
- **Upper-Income** An income level that is 120% or more of the MFI.

**Median Family Income (MFI) – 2010 Census:** The median income derived from the United States Census Bureau's American Community Survey data every 5 years and used to determine the income level category of geographies. Also, it is the median income determined by the Federal Financial Institutions Examination Council (FFIEC) annually that is used to determine the income level of individuals within a geography. For any given geography, the median is the point at which half of the families have income above it and half below it.

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

**Metropolitan Statistical Area:** An area, defined by the Office of Management and Budget, as having at least one urbanized area that has a population of at least 50,000. The Metropolitan Statistical Area comprises the central county or counties, plus adjacent outlying counties

having a high degree of social and economic integration with the central county as measured through commuting.

**Net Operating Income:** As listed in the Consolidated Report of Condition and Income: Income before income taxes and extraordinary items and other adjustments.

**Pass-Through Receivables:** Outstanding receivables tied to all accounts issued or owned by the institution. Pass-through receivables include receivables attributable and receivables retained on balance sheet as those terms are used in 12 CFR 8.

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

**Total Assets:** Total institution assets as listed in the Consolidated Report of Condition and Income.

**Total Income:** From the Consolidated Report of Condition and Income – Total Interest income plus Total Noninterest income.