IOWA DEPARTMENT OF COMMERCE DIVISION OF BANKING

2013
Annual Report
of the
Superintendent

STATE OF IOWA 2013

ANNUAL REPORT

of the

SUPERINTENDENT OF BANKING

of the

STATE OF IOWA

for the year ending

JUNE 30, 2013

To the Honorable Terry E. Branstad Governor



TERRY E. BRANSTAD GOVERNOR KIM REYNOLDS LT. GOVERNOR

JAMES M. SCHIPPER SUPERINTENDENT

December 10, 2013

TO THE HONORABLE TERRY E. BRANSTAD GOVERNOR OF IOWA

Dear Governor Branstad:

It is my pleasure to submit to you the 2013 State of Iowa Annual Report of the Superintendent of Banking for the fiscal year ending June 30, 2013.

Respectfully submitted,

James M. Schipper

Superintendent of Banking

STATE OF IOWA DEPARTMENT OF COMMERCE DIVISION OF BANKING Office of the Superintendent

Statement of Policy

In support of the humanitarian principles embodied within the Constitution of the United States of America, as well as state and federal legislation designed to eliminate discrimination in the work place, the Iowa Department of Commerce, Division of Banking, is firmly committed to the administration of policies and programs in a manner which assures equal opportunity to all of its employees, applicants, and program beneficiaries; to provide equal opportunity for training and advancement of employees; to provide programs and facilities which are accessible to persons with disability; and to administer its programs in a manner free of discrimination on the basis of race, color, creed, religion, gender, disability, national origin, or age.

To facilitate equity and maximize the use of available human resources, all policies, practices, and procedures of the Division of Banking are designed to ensure that recruitment, hiring selection, promotions, transfers, compensation, benefits, and training will be administered in a fair and nondiscriminatory manner.

This Division's ongoing commitment to employment equality shall be implemented and monitored by an EEO Officer designate who in turn shall report directly to the Superintendent of Banking regarding the degree of success in maintaining Affirmative Action goals. Not unlike other organizational goals, performance in Affirmative Action shall also be measured and included among performance reviews of this Division's staff.

Moreover, as a public agency, the Iowa Department of Commerce, Division of Banking recognizes its responsibility to serve as a model to the private sector in the formulation of its commitment against discriminatory employment practices and as matter of public record has addressed itself to the implementation of a program designed to achieve the utilization of human skills and resources based solely upon merit and fitness with no relevance attached to race, religion, color, sex, national origin, age, or disability.

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State Chartered Banks and Trust Companies	300
Bank Offices Operated by Iowa State-Chartered Banks*	1,111
Bank Offices Operated by State Banks Chartered Outside Iowa	143
National Banks	28
Bank Offices Operated by National Banks Chartered in Iowa*	106
Bank Offices Operated by National Banks Chartered Outside Iowa	210
National Thrifts	9
Bank Offices Operated by National Thrifts Chartered in Iowa*	37
Bank Offices Operated by National Thrifts Chartered Outside Iowa	3
Private Banks* *Includes main offices	0

STATE BANKING COUNCIL

James M. Schipper, Chairman

Name	Location	Term
Kevin J. Brooks	Slater	May 1, 2011, to April 30, 2015
Gina Lawler-Sitzmann	Sioux City	May 1, 2012, to April 30, 2016
Barbara L. Miller	Maquoketa	May 1, 2013, to April 30, 2017
Peggy Scott	Greenfield	May 1, 2013, to April 30, 2017
Surasee Rodari	Des Moines	May 1, 2012, to April 30, 2016
Mitchell L. Taylor	Burlington	May 28, 2010, to April 30, 2014

STATE BANKING OFFICIALS, EXAMINERS, AND EMPLOYEES

James M. Schipper, Superintendent

Vaughn M. Noring, Bank Bureau Chief

Rodney E. Reed, Finance / Professional Licensing Bureau Chief

David Huang, Chief Operating Officer

Shauna R. Shields, Regional Manager

Brandon C. Hart, Bank Analyst

David D. Lundahl, Bank Analyst

Janet L. O'Brien, Bank Analyst

Michael R. Stamper, Bank Analyst

Benjamin T. Hare, Systems Analyst

Mary T. Sandvig, Systems Analyst

Richard J. Vicker, Systems Analyst

Maureen L. Patterson, Office Manager

Christy A. Bills, Administrative Secretary

Kathleen R. Johnson, Administrative Assistant II

Jamie A. Moellers, Secretary II

BANK BUREAU

REGIONAL MANAGER

Barber, Kathleen R. Bergmann, Tracy L. Bruns, Paul A. Garrels, Gregory E. Teig, Sandra L.

SENIOR EXAMINER

Anderson, Mark P.
Bartenhagen, Stephen F.
Lattner, John W.
Luett, Cathi L.
Marshall, Gregory D.
McDermott, Todd H.
Morrissey, Daniel J.

Olson, Brian L. Simmens, Robert E. Toay, David W. Wichman, Timothy M. Wiederin, Julie A. Wonder, Ronald L.

BANK EXAMINER

Angus, Meladee A.
Angus, Peter T.
Bergman, Gary A.
Brady, Mark C.
Brandenburg, Daniel T.
Chamberlain, Gretchen L.
Crail, Tracy M.
Digmann, Adam M.
Erickson, William D.
Fette, Sue A.
Garman, Kara L.
Gross, Marci L.
Jensen, Jennifer H.
Kelly, Kristine M.

Lamb, Martin C.
Lamb, Stephen C.
Leigh, David M.
Livingston, Jessica M.
McKee, Stuart W.
Meyer, LeAnn M.
Meyer, Nicole E.
Pasbrig, Jill R.
Peters, Paula A.
Roland, Roger K.
Saunders, Scott R.
Sexton, Jamie L.
Thompson, Devin A.
Vonnahme, Brandon J.

FINANCE BUREAU

Christensen, Craig D. Gordon, Joseph T. Jacobi, Michelle R.

Johnson, Randy L. Siems, Daniel R.

PROFESSIONAL LICENSING BUREAU

Batts, Herman D.
Bright, Toni
Evans, Jeffrey M.
Goddard, Colleen
Lampe, Bob
Malek, Sandy K.

Morrison, Jennifer L. SchraderBachar, Lori Simbro, Jill S. Wilkerson, Dana Zaver, Mary Kay R.

INSTITUTIONS UNDER THE SUPERVISION OF THIS DIVISION

Iowa Chartered Banks	300
One-Bank Holding Companies	218
Multi-Bank Holding Companies	
Industrial Loan Licensees	48
Regulated Loan Licensees	171
Money Services Licensees	
Debt Management Licensees	
Delayed Deposit Service Licensees	
Mortgage Banker Licenses	265
Mortgage Broker Licenses	42
Mortgage Banker Company Registrants	
Mortgage Loan Originators	
Closing Agents	70
Trust Companies	

APPLICATIONS TO ORGANIZE A STATE BANK

		Application	Decision	Effective
Proposed Location	Bank	Received	and Date	Date

None

APPLICATIONS FOR VOLUNTARY DISSOLUTIONS, MERGERS, AND CONVERSIONS

VOLUNTARY DISSOLUTIONS

Location	Bank	Application Received	Decision and Date	Effective Date	
			Approved		
Estherville (1)	Emmet County State Bank (The)	09-18-12	10-26-12	12-07-12	
			Approved		
Ledyard (2)	State Bank of Ledyard	10-04-12	11-26-12	11-30-12	
Hubbard (3)	Security State Bank	06-24-13	Pending		
	MERGERS				
Location	Name	Application Received	Decision and Date	Effective Date	
			A mmmarra d		
Manchester (4)	First State Bank	05-02-12	Approved 06-19-12	07-02-12	
			Approved		
Walford (5)	Farmers Savings Bank	10-23-12	12-26-12	01-01-13	
Coralville (6)	Freedom Security Bank	03-29-13	Pending		
. ,	Ž		C		
Washington (6)	West Chester Savings Bank	03-29-13	Pending		
			Approved		
Creston (7)	First Federal Savings Bank of Creston	04-03-13	05-20-13	Pending	

CONVERSIONS FROM STATE CHARTER

		Application	Decision	Effective
Location	Bank	Received	and Date	Date

None

CONVERSIONS TO STATE CHARTER

Location	Bank	Application Received	Decision and Date	Effective Date
Davenport (8)	Northwest Bank & Trust Company	03-30-12	Approved 06-06-12	09-30-12
- up (e)	The First National Bank of West		Approved	0, 00 1
West Union (9)	Union	10-19-12	12-07-12	12-28-12
Hampton (10)	First National Bank of Hampton	03-11-13	Approved 06-04-13	06-25-13
Oskaloosa (11)	First National Bank Midwest	03-20-13	Approved 05-28-13	06-28-13

RELOCATION AND BANK OFFICE APPLICATIONS

RELOCATION OF PRINCIPAL PLACE OF BUSINESS FROM ONE MUNICIPAL CORPORATION TO ANOTHER

		Application	Decision	Effective
Bank and Location	Proposed Location	Received	and Date	Date

None

BANK OFFICES

Bank and Location	Proposed Location	Application Received	Decision and Date	Effective Date
American Trust & Savings Bank Dubuque	Dyersville	10-24-11	Approved 12-01-11	12-15-12
Luana Savings Bank Luana	Clive	02-20-12	Approved 03-28-12	01-07-13
Dubuque Bank and Trust Company Dubuque	Carson City, NV	03-19-12	Approved 04-11-12	06-15-12
Northwest Bank & Trust Company Davenport (8)	Bettendorf Davenport	03-30-12	Approved 06-06-12	09-30-12
GNB Bank Grundy Center (4)	Manchester	05-02-12	Approved 06-19-12	07-02-12
Northwest Bank Spencer	Algona Estherville Fort Dodge Spencer	03-05-12	Approved 06-22-12	09-21-12
MidWest <i>One</i> Bank Iowa City	Iowa City	05-09-12	Approved 06-06-12	11-05-12
Farmers State Bank Northwood	Clear Lake	05-11-12	Approved 06-15-12	09-10-12
Dubuque Bank and Trust Company Dubuque	Dubuque (2) East Dubuque	05-24-12	Approved 06-28-12	07-14-12
Treynor State Bank Treynor	Council Bluffs	06-04-12	Approved 06-21-12	03-01-13
Dubuque Bank and Trust Company Dubuque	Edina, MN	06-06-12	Approved 06-25-12	07-23-12
Dubuque Bank and Trust Company Dubuque	San Diego, CA	07-10-12	Approved 08-08-12	08-20-12
Dubuque Bank and Trust Company Dubuque	West Des Moines	08-03-12	Approved 12-05-12	Pending
GNB Bank Grundy Center	Marshalltown	08-07-12	Approved 09-07-12	12-06-12
NorthStar Bank Estherville (1)	Estherville (2) Ringsted	08-22-12	Approved 10-26-12	12-08-12

Bank and Location	Proposed Location	Application Received	Decision and Date	Effective Date
Dubuque Bank and Trust Company Dubuque	Carlsbad, CA	09-07-12	Approved 10-12-12	11-12-12
Lincoln Savings Bank Cedar Falls	Clive	09-19-12	Approved 10-11-12	01-04-13
Bank Plus Estherville (2)	Ledyard	10-02-12	Approved 11-26-12	12-01-12
The First National Bank of West Union West Union (9)	Saint Lucas West Union	10-19-12	Approved 12-07-12	12-28-12
Central State Bank Elkader (5)	Walford	10-23-12	Approved 12-26-12	01-01-13
Dubuque Bank and Trust Company Dubuque	Greenwood Village, CO	10-24-12	Approved 12-18-12	02-04-13
Lincoln Savings Bank Cedar Falls	Adel	11-13-12	Approved 12-11-12	01-21-13
Farmers State Bank Waterloo	Cedar Falls	11-21-12	Approved 01-10-13	03-25-13
Dubuque Bank and Trust Company Dubuque	San Diego, CA	12-03-12	Approved 12-27-12	01-14-13
Leighton State Bank Pella	Pella	12-07-12	Approved 12-24-12	01-01-13
Dubuque Bank and Trust Company Dubuque	Newport Beach, CA	12-07-12	Approved 12-27-12	01-14-13
DeWitt Bank & Trust Co. DeWitt	Wilton	12-21-12	Approved 01-18-13	03-01-13
Dubuque Bank and Trust Company Dubuque	Chino Hills, CA	01-15-13	Approved 02-20-13	02-25-13
West Iowa Bank West Bend	Laurens	02-06-13	Approved 03-11-13	04-26-13
Bankers Trust Company Des Moines	West Des Moines	02-28-13	Approved 03-21-13	06-17-13
First National Bank Midwest Oskaloosa	West Des Moines What Cheer	03-20-13	Approved 05-28-13	06-28-13
Central State Bank Muscatine	Coralville Kalona Washington	03-29-13	Pending	

Bank and Location	Proposed Location	Application Received	Decision and Date	Effective Date
				_
	Corning Creston			
Page County State Bank Clarinda	Lenox Mount Ayr	04-03-13	Approved 05-20-13	Pending
Security State Bank Algona	Algona	04-04-13	Approved 05-10-13	Pending
Pilot Grove Savings Bank Pilot Grove	Fairfield	05-08-13	Approved 06-24-13	Pending
West Bank West Des Moines	Rochester, MN	05-09-13	Approved 05-30-13	Pending
Security State Bank Radcliffe (3)	Hubbard Zearing	05-31-13	Pending	
Clear Lake Bank and Trust Company Clear Lake	Mason City	06-10-13	Pending	
Dubuque Bank and Trust Company Dubuque	Bellevue, WA	06-24-13	Pending	
Dubuque Bank and Trust Company Dubuque	Lake Oswego, OR	06-27-13	Pending	

COURIER SERVICE OR MOBILE OR CONVENIENCE OFFICES

Bank and Location	Proposed Location	Application Received	Decision and Date	Effective Date
Treynor State Bank Treynor	2501 West Broadway Council Bluffs	12-30-11	Approved 03-08-12	09-04-12

RELOCATION OF BANK OFFICE OR PRINCIPAL PLACE OF BUSINESS IN SAME CITY OR MUNICIPAL CORPORATION

Bank and Location	Current Location	Proposed Location	Application Received	Decision And Date	Effective Date
Peoples Bank Rock Valley	806 North Main Ave. Sioux Center	1701 South Main Ave. Sioux Center	10-10-11	Approved 10-21-11	09-04-12
First State Bank Sumner	106 West First Street Sumner	1150 West First Street Sumner	10-20-11	Approved 10-26-11	10-08-12
Union State Bank Winterset	615 E Hwy 92 Winterset	611 W Hwy 92 Winterset	9-11-12	Approved 09-14-12	Pending
Dubuque Bank & Trust Company Dubuque	7701 France Ave, #105 Edina, MN	7701 France Ave, #325 Edina, MN	10-11-12	Approved 11-05-12	02-04-13
Bankers Trust Company Des Moines	4742 N 24 th St, #165 Phoenix, AZ	2325 E Camelback, #100 Phoenix, AZ	10-17-12	Approved 11-05-12	12-03-12
Dubuque Bank & Trust Company Dubuque	20830 N Tatum, #350 Phoenix, AZ	16767 N Perimeter Dr Scottsdale, AZ	10-25-12	Approved 11-05-12	11-16-12
Titonka Savings Bank Titonka (12)	47 Second Ave, NW Titonka	173 Main Street North Titonka	11-29-12	Approved 12-10-12	Pending
Community Bank Dunlap	107 Main Street Persia`	106 Main Street Persia	12-17-12	Approved 12-19-12	Pending
South Story Bank & Trust Slater	626 N US Hwy 69 Huxley	905 N US Hwy 69 Huxley	03-21-13	Approved 03-28-13	Pending
Bankers Trust Company Des Moines	1510 Buckeye Avenue Ames	3725 Stange Road Ames	04-15-13	Approved 04-17-13	Pending
First State Bank Webster City	1301 6 th Avenue N, #3 Humbolt	605 13 th Street North Humboldt	04-16-13	Approved 05-06-13	Pending
Bank Midwest Spirit Lake	118 Downtown Plaza Fairmont, MN	301 South State Street Fairmont, MN	06-05-13	Approved 06-06-13	Pending
Dubuque Bank & Trust Company Dubuque	5000 Birch Street Newport Beach, CA	3920 Birch Street, #103 Newport Beach, CA	06-24-13	Pending	
Northwest Bank Spencer	101 West Fifth Street Spencer	705 Grand Avenue Spencer	06-27-13	Pending	

TEMPORARY OFFICE RELOCATION

		Proposed Temporary	Application	Decision	Effective
Bank and Location	Permanent Location	Location	Received	And Date	Date

BANK NAME CHANGES

Bank Location	Previous Name	New Name
Muscatine Con	mmunity Bank	Community Bank and Trust Company
Ames Am	nes Community Bank	VisionBank of Iowa
Sigourney Kee	okuk County State Bank	County Bank
Mason City No.	rthwoods State Bank	NSB Bank

BANK CHARTERS RENEWED

Location	Name of Bank
Fostoria	Farmers Savings Bank
Perry	Raccoon Valley Bank
Spencer	Farmers Trust and Savings Bank

BANK CHARTERS TERMINATED

Location	Bank	Type of Action	Date Terminated
Manchester (4)	First State Bank	Merger	07-02-12
Ledyard (2)	State Bank of Ledyard	Vol Disso	11-30-12
Estherville (1)	Emmet County State Bank (The)	Vol Disso	12-07-12
Walford (5)	Farmers Savings Bank	Merger	01-01-13

FOOTNOTES

- (1) Application for approval of plan of Emmet County State Bank, Estherville, to voluntarily cease to carry on the business of banking. Application for NorthStar Bank, Estherville, to acquire certain assets and liabilities of Emmet County State Bank, Estherville, and to establish bank offices at 101 North Sixth Street and 501 First Avenue, Estherville and 114 Maple Street, Ringsted.
- (2) Application for approval of plan of State Bank of Ledyard, Ledyard, to voluntarily cease to carry on the business of banking. Application for Bank Plus, Estherville, to acquire certain assets and liabilities of State Bank of Ledyard, Ledyard, and to establish a bank office at 210 Edmunds Street, Ledyard.
- (3) Application for approval of plan of Security State Bank, Hubbard, to voluntarily cease to carry on the business of banking. Application for Security State Bank, Radcliffe, to acquire certain assets and liabilities of Security State Bank, Hubbard, and to establish bank offices at 211 East Maple, Hubbard, and 103 East Main, Zearing.
- (4) Application to merge First State Bank, Manchester, with and into GNB Bank, Grundy Center, as the resulting state-chartered bank. Application by GNB Bank, Grundy Center, to establish a bank office at 300 East Main Street, Manchester.
- (5) Application to merge Farmers Savings Bank, Walford, with and into Central State Bank, Elkader, as the resulting state-chartered bank. Application by Central State Bank, Elkader, to establish a bank office at 345 Highway 151, Walford.
- (6) Application to merge Freedom Security Bank, Coralville, and West Chester Savings Bank, Washington, with and into Central State Bank, Muscatine, as the resulting state-chartered bank. Application by Central State Bank, Muscatine, to establish bank offices at 140 Holiday Road, Coralville; 402 B Avenue, Kalona; and 1060 West Monroe Street, Washington.
- (7) Application to merge First Federal Savings Bank of Creston, Creston, with and into Page County State Bank, Clarinda, as the resulting state-chartered bank. Application by Page County State Bank, Clarinda, to establish bank offices at 609 Davis Avenue, Corning; 501 West Taylor Street, Creston; 210 North Main Street, Lenox; and 110 West Madison Street, Mount Ayr. Name of resulting bank will be changed to PCSB Bank.
- (8) Application to convert Northwest Bank & Trust Company, Davenport, a federal savings association, to a state-chartered bank to be known as Northwest Bank & Trust Company. Application by Northwest Bank & Trust Company, Davenport, to establish bank offices at 14564 West Locust Street and 2550 Middle Road, Bettendorf.
- (9) Application to convert The First National Bank of West Union, West Union, to a state-chartered bank to be known as Bank 1st. Application by The First National Bank of West Union, West Union, to establish bank offices at 101 East Main, Saint Lucas, and 302 West Bradford Street, West Union.
- (10) Application to convert First National Bank of Hampton, Hampton, to a state-chartered bank to be known as First Bank Hampton.
- (11) Application to convert First National Bank Midwest, Oskaloosa, to a state-chartered bank to be known as TruBank. Application by First National Bank Midwest, Oskaloosa, to establish bank offices at 6205 Mills Civic Parkway, West Des Moines, and 108 South Barnes, What Cheer.
- (12) Application by Titonka Savings Bank, Titonka, to temporarily relocate bank office in Titonka from 173 Main Street North to 47 Second Avenue, NW (application received 04-25-2012). Application to relocate back to permanent location at 173 Main Street North (application received 11-29-2012).

FINANCIAL DATA

IOWA DIVISION OF BANKING FINANCIAL INFORMATION FISCAL YEAR ENDED JUNE 30, 2013

	BANK AND FINANCE BUREAUS DEPT 213			DFESSIONAL ICENSING BUREAU DEPT 217	IDOB GRAND TOTAL		
Total Budgeted Resources Total Budgeted Expenditures	\$	9,302,052.12 9,302,052.12	\$	3,902,856.78 3,902,856.78	\$	13,204,908.90 13,204,908.90	
	\$	0.00	\$	0.00	\$	0.00	
Total Actual Resources Total Actual Expenditures	\$	10,297,306.12 9,239,202.84	\$	2,239,950.56 1,845,199.62	\$	12,537,256.68 11,084,402.46	
Unobligated	\$	1,058,103.28 1)	\$	394,750.94 2)	\$	1,452,854.12	

1) \$1,058,103.28

<u>-1,055,875.73</u> Carry forward balances of special funds

 $$2,227.5\overline{5}$ Reverted for SFY 2013

2) \$2,096,033.89

<u>-2,095,793.25</u> Carry forward balances of special funds

\$240.64 Reverted for SFY 2013 – \$120.32; Rolled to 2014 for Training & Technology – \$120.32

Tier 1 Leverage Ratio

ABSTRACT #262

STATE OF IOWA – DIVISION OF BANKING

Abstracts of Reports of Condition of 300 Iowa Chartered Banks as of June 30, 2013, as Compared with 300 Iowa Chartered Banks as of June 30, 2012 (000s)

ASSETS	June 30,	2013 Percent	June 30, 2	2012 Percent	June 30, 2013 compared with Percent of June 30, 2012 Change
Cash & Due from Banks	\$ 3,356,356	5.70%	\$ 3,768,199	6.66%	\$ (411,843) -10.93%
Federal Funds Sold	475,789	0.81%	610,182	1.08%	(134,393) -22.03%
Held-to-Maturity Securities	824,198	1.40%	607,070	1.07%	217,128 35.77%
Available-for-Sale Securities	14,251,464	24.19%	13,676,615	24.18%	574,849 4.20%
Loans & Direct Lease Financing	37,730,394	64.04%	35,635,178	63.02%	2,095,216 5.88%
Less: Loan Loss Valuation	(581,262)	-0.99%	(561,431)	-0.99%	(19,831) 3.53%
Fixed Assets	826,493	1.40%	785,266	1.39%	41,227 5.25%
Other Real Estate	194,911`	0.33%	235,523	0.42%	(40,612) -17.24%
Intangible Assets	315,956	0.54%	293,736	0.52%	22,220 7.56%
Other Assets	1,523,682	2.58%	1,498,709	2.65%	<u>24,973</u> 1.67%
Total Assets	\$ 58,917,981	100.00%	\$ 56,549,047	100.00%	<u>\$ 2,368,934</u> 4.19%
LIABILITIES					
Transaction Deposits	\$ 13,022,355	22.11%	\$ 11,864,744	20.98%	\$ 1,157,611 9.76%
Non-transaction Deposits	35,234,503	59.80%	33,961,601	60.06%	1,272,902 3.75%
Total Deposits	\$ 48,256,858	81.91%	\$ 45,826,345	81.04%	\$ 2,430,513 5.30%
Federal Funds Purchased	1,736,265	2.95%	1,703,605	3.01%	32,660 1.92%
Mortgages Payable & Other Borrowings	2,516,600	4.27%	2,593,460	4.59%	(76,860) -2.96%
Subordinated Notes & Debentures	947	0.00%	0	0.00%	947 100%
All Other Liabilities	389,685	0.66%	440,193	0.78%	(50,508) -11.47%
Total Liabilities	\$ 52,900,355	89.79%	\$ 50,563,603	89.42%	2,336,752 4.62%
Minority Int. in Consolidated Subs	0	0.00%	2,271	0.00%	(2,271) -100.00%
•	•				
Total Equity Capital	6,017,626		5,983,173`	10.58%	34,453 0.58%
Total Liabilities & Equity Capital	\$ 58,917,981	100.00%	5 56,549,047	100.00%	<u>\$ 2,368,934</u> 4.19%

9.80%

9.67%

ABSTRACT #262

STATE OF IOWA – DIVISION OF BANKING

Abstracts of Reports of Condition of 300 Iowa Chartered Banks as of June 30, 2013 as Compared with 299 Iowa Chartered Banks as of December 31, 2012 (000s)

	June 30,	2013	December 3	1 2012	June 30, 2013 compared with Percent of Dec. 31, 2012 Change
ASSETS	vane 30,	Percent	2 cccinic cr	Percent	200.01, 2012 Change
Cash & Due from Banks	\$ 3,356,356	5.70%	\$ 4,568,986	7.66%	\$ (1,212,630) -26.54%
Federal Funds Sold	475,789	0.81%	557,435	0.93%	(81,646) -14.65%
Held-to-Maturity Securities	824,198	1.40%	762,122	1.28%	62,076 8.15%
Available-for-Sale Securities	14,251,464	24.19%	14,019,074	23.49%	232,390 1.66%
Loans & Direct Lease Financing	37,730,394	64.04%	37,484,512	62.80%	245,882 0.66%
Less: Loan Loss Valuation	(581,262)	-0.99%	(565,331)	-0.95%	(15,931) 2.82%
Fixed Assets	826,493	1.40%	809,824	1.36%	16,669 2.06%
Other Real Estate	194,911`	0.33%	213,944	0.36%	(19,033) -8.90%
Intangible Assets	315,956	0.54%	311,522	0.52%	4,434 1.42%
Other Assets	1,523,682	2.58c%	1,521,943	2.55%	1,739 0.11%
Total Assets	\$ 58,917,981	100.00%	\$ 59,684,031	100.00%	<u>\$ (766,050)</u> -1.28%
LIABILITIES					
Transaction Deposits	\$ 13,022,355	22.11%	\$ 13,845,483	23.20%	\$ (823,128) -5.95%
Non-transaction Deposits	35,234,503	59.80%	34,894,107	58.46%	340,396 0.98%
Total Deposits	\$ 48,256,858	81.91%	\$ 48,739,590	81.66%	\$ (482,732) -0.99%
Federal Funds Purchased	1,736,265	2.95%	1,786,156	2.99%	(49,891) -2.79%
Mortgages Payable & Other Borrowings	2,516,600	4.27%	2,518,305	4.22%	(1,705) -0.07%
Subordinated Notes & Debentures	947	0.00%	947	0.00%	0 0.00%
All Other Liabilities	389,685	0.66%	451,678	0.76%	(61,993) -13.73%
Total Liabilities	\$ 52,900,355	89.79%	\$ 53,496,676	89.63%	\$ (596,321) -1.11%
Minority Int. in Consolidated Subs	0	0.00%	0	0.00%	0 0.00%
Total Equity Capital	6,017,626	10.21%	6,187,355	10.37%	(169,729) -2.74%
Total Liabilities & Equity Capital	\$ 58,917,981	100.00%	\$ 59,684,031	100.00%	<u>\$ (766,050)</u> -1.28%

EARNINGS, EXPENSES AND DIVIDENDS OF IOWA CHARTERED BANKS FOR CALENDAR YEARS 2010 – 2012

(Amounts Expressed in Thousands of Dollars)

Item Description	2012	2011		2010		
INTEREST INCOME						
Interest on Loans and Leases	\$ 1,913,210	\$	1,975,252	\$	2,005,258	
Interest on Securities	359,568		379,909		367,112	
Other Interest Income	 23,562		23,476		32,448	
Total Interest Income	\$ 2,296,340	\$	2,378,637	\$	2,404,818	
INTEREST EXPENSE						
Interest on Deposits	348,480		445,499		528,705	
Expense of Fed Funds	12,083		14,205		17,006	
Interest on Borrowed Money	86,216		102,283		125,977	
Interest on Notes & Debentures	 15		99		635	
Total Interest Expense	\$ 446,794	\$	562,086	\$	672,323	
Net Interest Income	1,849,546		1,816,551		1,732,495	
Provision for Loan Losses	90,086		168,497		248,459	
Non-interest Income	465,410		391,271		351,132	
Securities Gains or (Losses)	36,304		31,378		14,041	
NON-INTEREST EXPENSE						
Salaries & Related	827,064		757,364		697,239	
Net Occupancy Expense	171,482		166,177		161,556	
Other Non-interest Expense	 436,450		431,301		451,690	
Total Non-interest Expense	\$ 1,434,996	\$	1,354,842	\$	1,310,485	
Income Before Taxes and Extra Items	826,178		715,861		538,724	
Income Taxes	129,634		116,110		94,706	
Income Before Extraordinary Items	696,544		599,751		444,018	
Extraordinary Items	(1,405)		(3)		(56)	
Applicable Income Tax-Extra Items	0		0		0	
Net Income (Loss)	\$ 697,949	\$	599,754	\$	444,074	
Dividends	\$ 356,594	\$	390,650	\$	277,466	
Year-end Equity Capital Funds	\$ 6,187,355	\$	5,757,680	\$	5,152,640	

ANNUAL REPORT

OF THE SUPERINTENDENT OF BANKING DEPARTMENT OF COMMERCE DIVISION OF BANKING

Annual Report of the Loan Licensees

Consolidated report for the year ending December 31, 2012, by entities authorized to make consumer loans at interest rates exceeding that permitted to be charged by depository institutions. Those entities include 161 licensees engaged in the business of making consumer loans pursuant to Iowa Code Chapter 536; 44 licensees engaged in the business of making consumer loans pursuant to Iowa Code Chapter 536A; and 209 delayed deposit services businesses licensed pursuant to Iowa Code Chapter 533D.

During calendar year 2012, the Superintendent of Banking issued 41 regulated loan licenses, 3 industrial loan licenses, and 23 delayed deposit services licenses. Compared to calendar year-end 2011, the number of regulated loan licenses increased 26, industrial loan licenses decreased 2, and delayed deposit services licenses decreased 9.

BALANCE SHEET

ASSETS				LIABILITIES				
Cash:				Borrowings:				
a) In banks		\$	27,109,150	a) Short term		\$	230,340,527	
b) Compensating balance			4,414,375	b) Long term			847,100,184	
Short term investments			1,327,246	Reserves:				
Loans receivable:				a) Dealer reserve	188,758			
a) Gross receivable	1,368,933,477			b) License & taxes	830			
b) Less unearned	(10,211,785)			c) Other reserves	1,764,263		1,953,851	
c) Net receivable	1,358,721,692			Dividends payable			(265,715)	
d) Less reserve for bad debt	(132,909,831)			Other liabilities			38,412,732	
e) Adjusted net receivable			1,225,811,861	Total liabilities		\$	1,117,541,580	
Total liquid and earning assets		\$	1,258,662,632					
				Net worth			311,068,365	
Inter-company loans			9,143,129					
Investments in affiliates			11,400,646	Capital stock:				
Other investments			134,255,034	a) Preferred	17,819,432			
Furniture, fixtures, equipment				b) Common	1,302,936			
and vehicles (less depreciation)			15,453,831	c) Less treasury stock	0		19,122,368	
Building and land (less depreciation)			1,161,223	Paid-in surplus			123,569,665	
Repossessed property			458,664	Retained earnings			(1,518,271)	
Prepaid expenses & deferred charges			16,209,988	Stockholders' equity		\$	141,932,689	
Other assets			123,038,559					
				Total liabilities, net worth, and				
Total assets		\$	1,569,783,706	Stockholders' equity		\$	1,569,783,706	

DETAIL OF LICENSABLE LOANS RECEIVABLE

	IN	DUSTRIAL	R	EGULATED	-	REDIT SALE	_	DELAYED DEPOSIT	TOTAL
Gross receivable Less unearned	\$	130,421,952 (9,248,189)	\$	1,221,832,452 (2,287,411)	\$	429,244 (23,153)	\$	17,575,050 N/A	\$ 1,370,258,698 (11,558,753)
Net receivable Less reserve for bad debt	\$	121,173,763 (14,041,879)	\$	1,219,545,041 (170,854,524)	\$	406,091 (10,786)	\$	17,575,050 (695,172)	\$ 1,358,699,945 (185,602,361)
Net receivable	\$	107,131,884	\$	1,048,690,517	\$	395,305	\$	16,879,878	\$ 1,173,097,583

INCOME

	INDUSTRIAL LOAN		REGULATED LOAN		CREDIT SALE		DELAYED DEPOSIT		TOTAL	
Charges collected and/or earned	\$	16,981,131	\$	52,616,079	\$	136,936	\$	36,975,305	\$	106,709,450
Late & deferment charges		782,895		381,285		8,424		20,015		1,192,619
Other loan fees		556,996		3,262,229		(271)		N/A		3,818,954
Credit insurance income		276,990		355,683		0		N/A		632,673
Other income		22,864,264		8,335,056		62		0		31,199,382
Total operating income	\$	41,462,275	\$	64,950,332	\$	145,151	\$	37,029,632	\$	143,587,389
			E	XPENSES						
Advertising	\$	410,472	\$	391,108	\$	1,113	\$	898,254	\$	1,700,947
Auditing		103,138		63,770		0		113,420		280,328
Bad debt:										
a) Charge off		1,218,593		476,292		45,916		4,470,408		6,211,208
b) Deduct collections on charge off		162,350		572,338		2,242		(2,428,838)		(1,691,908)
c) Additions to reserve for bad debt		3,325,630		30,376,172		22,772		2,471,618		36,196,192
Depreciation and amortization		363,183		851,228		477		497,212		1,712,100
Insurance and fidelity bonds		166,108		263,793		4,488		216,445		650,834
Legal fees and disbursements		997,566		291,523		1,812		491,186		1,782,088
Postage, printing, stationery & supplies		450,768		1,463,279		3,126		573,261		2,490,433
Rent, janitorial services & utilities		659,775		1,521,518		8,588		2,919,849		5,109,729
Salaries of officers, owners & partners		1,949,705		2,999,775		532		747,982		5,697,994
Salaries of all other employees		2,443,883		5,709,689		30,448		10,957,327		19,141,346
Taxes (other than income)		261,081		125,695		3,645		277,483		667,904
License fees		58,288		33,989		77		53,081		145,435
Telephone & telegraph		100,695		338,080		1,218		372,131		812,124
Travel, auto expense & allowance		161,606		149,078		1,207		337,852		649,743
Supervision & administration		574,221		289,144		42,754		4,447,820		5,353,939
Other expenses		14,180,195		13,212,263		12,686		4,376,355		31,781,499
Interest paid on borrowed funds		4,073,761		17,412,459		98,573		186,246		21,771,040
Total expenses before income taxes		31,336,318		75,396,518		277,190		31,979,091		138,989,117
Income before income taxes	\$	10,125,958	\$	(10,446,186)	\$	(132,039)	\$	5,016,228	\$	4,563,961
State income taxes		(815,455)		(4,494,973)		(22,643)		3,238		(5,329,833)
Federal income taxes		3,634,886		(114,455)		(38,325)		18,620		3,500,726
Total expenses	\$	34,155,749	\$	70,787,089	\$	216,222	\$	32,000,949	\$	137,160,009
NET EARNINGS	\$	7,306,527	\$	(5,836,758)	\$	(71,071)	\$	4,994,370	\$	6,393,068

LOAN BUSINESS PROFIT PERCENTAGES

	IN	DUSTRIAL	RE	GULATED	_	REDIT SALE	_	ELAYED DEPOSIT
Rate of Return:		_				_		_
Average net receivable outstanding	\$	129,153,062	\$1	,186,273,321	\$	701,321	\$	16,245,310
Net income	\$	7,306,527	\$	(5,836,758)	\$	(71,071)	\$	4,994,370
Rate of return		5.66%		(0.49%)		(10.13%)		30.74%
Analysis of charges on loans:								
Charges collected and/or earned	\$	16,981,131	\$	52,616,079	\$	136,936	\$	36,975,305
Average monthly rate collected		1.10%		0.37%		1.63%		18.97%
Analysis of expense per account:								
Average number of accounts outstanding		18,868		208,551		368		56,421
Total expenses	\$	31,336,318	\$	75,396,518	\$	277,190	\$	31,979,091
Average monthly expense per account		\$138.40		\$30.13		\$62.77		\$47.23
Delinquency Summary:								
60 – 90 days past due	\$	583,643	\$	253,680	\$	779	\$	173,004
90 – 119 days past due	\$	317,790	\$	145,894	\$	1,061	\$	1,153,813
120 days or more past due	\$	29,400,661	\$	548,109	\$	11,375		
Total contractual past due accounts	\$	30,302,095	\$	947,682	\$	13,215	\$	1,649,127
Delinquency as a percent of gross outstanding		23.23%		0.08%		3.08%		9.38%

ANALYSIS OF BUSINESS ACTIVITY

	INDU	STRIAL	REG	ULATED	CRED	OIT SALE	DELAYED DEPOSIT		
	NUMBER	AMOUNT	NUMBER	AMOUNT	NUMBE	AMOUNT	NUMBER	AMOUNT	
Loans outstanding at beginning of year	18.192	\$ 131,965,012	212.936	\$1,277,468,412	408	\$ 721.710	56.416	\$ 17.096.171	
Loans made during year	12,933	65,388,255	13,681	58,452,582	N/A	N/A	956,565	302,977,267	
Loan balances purchased during year	2,531	10,358,849	2,178	6,813,037	14	27,842	0	0	
Total	33,656	\$ 207,712,116	228,795	\$1,342,734,032	422	\$ 749,552	1,012,981	\$ 320,073,438	
Loan balances charged off during year	297	\$ 1,818,071	1,399	\$ 4,132,316	34	\$ 45,916	21,840	\$ 6,417,615	
Loan balances sold during year	3	15,935	171	758,946	0	0	1,321	469,969	
Loans outstanding at year end	18,360	121,173,763	207,533	1,219,545,041	211	406,091	57,742	17,575,050	
Total	18,660	\$ 123,007,769	209,103	\$1,224,436,302	245	\$ 452,007	80,903	\$ 24,462,633	
Collection of principal during the year	14,996	\$ 84,704,347	19,692	\$ 118,297,730	177	\$ 297,545	932,078	\$ 295,610,805	

LOAN BUSINESS — LEGAL ACTION

	INDUS	IAL	REGULATED			CREDIT SALE			DELAYED DEPOSIT			
	NUMBER	A	AMOUNT	NUMBER	A	MOUNT	NUMBER	Al	MOUNT	NUMBER	Al	MOUNT
Suits for recovery:												
a) Suits instituted during period	163	\$	494,110	411	\$	1,299,406	3	\$	11,843	1,639	\$	494,736
b) Suits settled before jdgmnt during period	2	\$	4,100	23			0	\$	0	116	\$	4,532
c) Real estate foreclosure	73	\$	5,384,446	0	\$		N/A		N/A	N/A		N/A
Possession of chattels obtained by licensee:												
a) Household goods	0	\$	0	0	\$	0	0	\$	0	N/A		N/A
b) Automobiles	136	\$	852,195	168	\$	543,816	0	\$	0	N/A		N/A
c) Other chattels and property	1	\$	2,108	14	\$	60,359	N/A		N/A	N/A		N/A
d) Real estate	40	\$	3,216,264	0	\$	0	N/A		N/A	N/A		N/A
Sales of chattels by licensee:												
a) Number			101			71			0		N/	'A
b) Amount due	\$	588	,233	\$	279,	089	\$		0		N/	'A
c) Amount collected	\$	282	,003	\$	127,	347	\$		0		N/	'A
Sales of real estate by licensee:												
a) Number			46			0		N	J/A		N/	'A
b) Amount due	\$ 3	,171	,347	\$		0		N	V/A		N	'A
c) Amount collected	\$ 2	,264	,753	\$		0		N	J/A		N	'A

SUPPLEMENT INSURANCE REPORT

INDUSTRIAL LOAN

1. 1	Loans	made	during	the	year:
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a) Number 12,933 b) Amount (Gross loan amount) \$ 70,754,781

	CREDIT LIFE INSURANCE		CREDIT H ACCIE		OTHER INSURANCE			
2. Insured loans made during the year:								
a) Number		869		702		629		
b) Amount (Gross loan amount)	\$	9,229,458	\$	7,380,319	\$	5,967,892		
3. Premiums	\$	94,654	\$	153,558	\$	86,724		
4. Claims paid	\$	155,289	\$	306,177	\$	61,313		
5. Net income from all credit insurance	\$	276,990						

REGULATED LOAN

1. Loans made during the year:

a) Number 13,681 b) Amount (Gross loan amount) \$ 60,441,479

	CREDIT LIFE INSURANCE		CREDIT H ACCII		OTHER INSURANCE				
2. Insured loans made during the year:									
a) Number		6,971		6,233		6,696			
b) Amount (Gross loan amount)	\$	40,585,382	\$	38,690,910	\$	37,850,417			
3. Premiums	\$	727,069	\$	1,296,696	\$	1,599,924			
4. Claims paid	\$	207,151	\$	513,860	\$	355,439			
5. Net income from all credit insurance	\$	355,683							