



Department of
Financial Institutions



2015 Annual Report

Tennessee Department of Financial Institutions | 41st Annual Report |





Dear Governor Haslam and Citizens of the State of Tennessee:

I am pleased to present the 41st Annual Report of the Department of Financial Institutions.

The Department regulates banks, credit unions, trust companies, business and industrial development corporations, industrial loan and thrift companies, insurance premium finance companies, mortgage lenders, brokers, servicers and originators, title pledge lenders, check cashers, deferred presentment services companies, money transmitters and flexible credit act lenders.

We play a vital role in regulating and supporting the financial services industry and ensuring that Tennessee financial institutions remain fiscally strong and comply with governing authority.

The Department's mission is to ensure a safe and sound system of state-chartered institutions for Tennessee citizens, while giving institutions the opportunity to contribute to economic progress. In short, we seek to find balanced regulation. The condition of the Tennessee banking system continues to improve from the economic downturn. Tennessee state-chartered depository institutions remain well positioned to continue serving their communities.

Although some consolidation within the banking industry is anticipated in 2016, total loans and assets continue to increase and the complexity and breadth of operations continue to grow. There have been no applications for a state bank charter filed since 2007, but there have been a significant number of conversions from a federal charter to a Tennessee state banking charter.

The Department recommends legislation in 2016. We recommend legislation that updates who may control and be served by a private family trust company. We also recommend legislation clarifying our authority to obtain FBI criminal background checks.

The Department continues to develop and implement its Regulatory Balance mission for depository institutions. Department examiners seek to right size regulation to the merits of each institution and avoid a one size fits all approach in order to support the Governor's economic goals for Tennessee. The Tennessee banking system is critical to the state's economic vitality and the Department's balanced regulatory approach supports economic progress.

With respect to non-deposit companies, the Department has established a new risk focused examination program that establishes a risk profile on licensed locations so that we can focus more resources on companies that are high risk. The goal is to improve the operations of non-deposit companies by sharing risk assessment information.

In an effort to support the efficient and effective regulation of financial institutions, the Department is implementing AWS to reduce the office space that the Department is assigned by nearly 75%, avoiding over \$450,000 in annual cost. Nearly 90% of Department staff will be either a mobile worker or working from home. The expectation is to better retain employees and create more experience to further help us find regulatory balance.

Our experience indicates that financial literacy is one of the keys to dealing with the economic issues facing us today. The Department has initiated a number of activities in recent years. Public service announcements, workshops, consumer alerts, panel discussions and an effort to reach Tennessee teachers and students were all a part of this effort. I serve on the board of the Tennessee Financial Literacy Commission. The mission of the Tennessee Financial Literacy Commission is to equip Tennesseans to make sound financial decisions when it comes to planning, saving and investing. A financially literate public is a key factor in establishing a safe and sound system of financial institutions.

Throughout this report you will find additional information related to the work of this agency, as well as the condition of the entities the Department regulates. As you read this report, you will notice that Tennessee remains a premier state for banking, trust and financial services companies. On behalf of the employees of the Department, this report is respectfully submitted.

Sincerely,

A handwritten signature in blue ink that reads "Greg George". The signature is written in a cursive style with a large, prominent "G" at the beginning.

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OUR MISSION:

The primary statutory mission of the Department of Financial Institutions is to provide the people of Tennessee with a safe and sound system of banks and other institutions by ensuring safety and soundness and compliance with governing law, while giving institutions the opportunity to contribute to the economic progress of Tennessee and the nation.

OUR VISION:

Our vision is the establishment of a regulatory program that provides for a sound state financial services system within which institutions have the opportunity to succeed and serve their communities by encouraging commerce while there is strong enforcement of laws and regulations to protect citizens.

Commissioner Greg Gonzales

Greg Gonzales is the 18th commissioner of the Tennessee Department of Financial Institutions, who began serving in this role in 2005, and was reappointed by Governor Bill Haslam. He has served in the department since 1986. In this position, Gonzales serves as Tennessee's chief regulatory officer of all state-chartered depository and licensed non-depository financial institutions. Additionally, he has served as assistant commissioner and general counsel for the department.

Gonzales is a past Chairman of the Conference of State Bank Supervisors (CSBS), which is the professional organization of state banking commissioners in the United States. Commissioner Gonzales, for a number of years, served as a member of the Board of Directors of the Money Transmitter Regulators Association (MTRA), an organization of a majority of the states that regulate funds transfer companies. He served on the U.S. Treasury's Bank Secrecy Act Advisory Group. Commissioner Gonzales currently serves on the Board of Directors of the Tennessee Financial Literacy Commission. Gonzales also currently serves on a national task force studying how new technologies are affecting the U.S. payment systems.

Commissioner Greg Gonzales- Continued

Commissioner Gonzales was born in Cookeville, Tennessee and graduated Cum Laude in Cursu Honorum with a bachelor's degree from Tennessee Technological University in 1980. Gonzales served as a research assistant in 1980 to Sir Patrick Cormack, a Conservative Party member of the British Parliament. He earned a law degree from the University of Tennessee in 1984.

Commissioner Gonzales is an avid baseball fan and has rooted for the Chicago Cubs since the 1960's, which has taught him great life lessons in perseverance.



DEPARTMENT OVERVIEW:

Total Number of State-Chartered Institutions Fiscal Year June 30, 2014 vs. Fiscal Year June 30, 2015

CHARTERS	June 30, 2014	June 30, 2015
Commercial Banks/Savings Banks	154	151
Trust Companies	8	9
Credit Unions	94	90
TOTAL NUMBER OF CHARTERS	256	250

Total Number of Licensed or Registered Non-Depository Financial Institutions and Individuals

Fiscal Year June 30, 2014 vs. Fiscal Year June 30, 2015

LICENSEES/REGISTRANTS	June 30, 2014	June 30, 2015
Industrial Loan and Thrift Companies	1,379	1,521
Insurance Premium Finance Companies	49	41
Mortgage Companies	549	568
Mortgage Branches	1,186	1,392
Mortgage Loan Originators	7,278	8,164
Money Transmitters	78	88
BIDCOs	1	1
Deferred Presentment	1,288	1,286
Check Cashers	645	609
Title Pledge Lenders	1,044	1,087
Flex Credit Lenders	N/A	345
TOTAL NUMBER OF LICENSEES/REGISTRANTS	13,497	15,102

Total Refunded to Consumers per Industry

Fiscal Year ending June 30, 2015

LICENSEES / REGISTRANTS	TOTAL
Industrial Loan and Thrift Companies	\$213,235.94
Mortgage Companies	\$38,458.51
Deferred Presentment	\$98,278.79
Title Pledge Lenders	\$191,148.81
Check Cashers	\$107,064.31
TOTAL REFUNDED	\$648,186.36

2015 FISCAL REVIEW

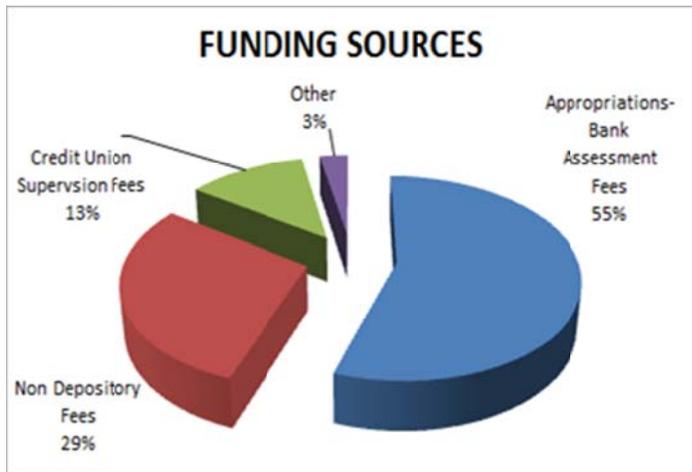
FUNDING SOURCES:

REVENUE SOURCE	AMOUNT (ROUNDED TO NEAREST HUNDRED DOLLARS)
Appropriations-Bank Assessment Fees	\$11,268,700
Non-Depository Fees	\$5,961,900
Credit Union Supervision Fees	\$2,542,300
Other	\$591,600
TOTAL REVENUES	\$20,364,500

FISCAL NUMBERS AT A GLANCE

The Department of Financial Institutions receives no federal or state taxpayer funds and is fully funded by the fees assessed to the financial institutions regulated and supervised by the department.

In late FY 2012, the Department received one time settlement funds totaling \$1,000,000 from a nationwide settlement. At June 30, 2015, the remaining balance of these funds totaled \$821,700 and was carried forward to FY 2015.



The Department’s regulatory oversight includes:

- State-Chartered Banks
- State-Chartered Credit Unions
- Business and Industrial Development Corporations (BIDCOS)
- Trust Companies
- Industrial Loan and Thrift Companies
- Check Cashing Companies
- Deferred Presentment Companies
- Money Transmitters
- Mortgage Companies and Mortgage Loan Originators
- Insurance Premium Finance Companies
- Title Pledge Lenders
- Flexible Credit Lenders Effective January 1, 2015

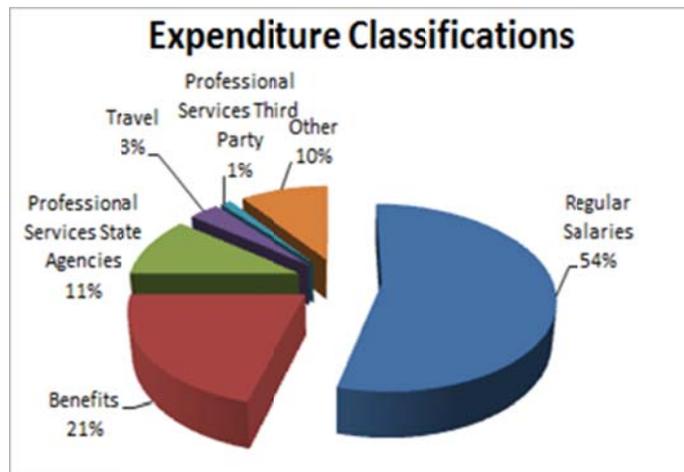
2015 FISCAL REVIEW

EXPENDITURES:

EXPENDITURE CATEGORY	AMOUNT (ROUNDED TO NEAREST HUNDRED DOLLARS)
Regular Salaries	\$9,579,100
Benefits	\$3,666,700
Professional Services State Agencies	\$1,873,800
Travel	\$587,600
Professional Services Third Party	\$212,400
Other	\$1,758,800
TOTAL EXPENDITURES	\$17,678,400

ALTERNATIVE WORKSPACE SOLUTIONS

The Department was the first agency in state Government to fully implement one of the Governor’s new initiatives titled “Alternative Workspace Solutions” or “AWS”. Pursuant to this initiative, the Department closed three of our field offices and reduced our Nashville office space since roughly 90% of our staff will be mobile workers working primarily in financial institutions or will be work at home employees at least three days per week. This initiative provides the Department with greater flexibility which will likely strengthen our regulatory efforts by allowing us to retain our most experienced staff and to recruit new talent from all over the state. In addition, the AWS initiative will allow us to save on rent each year. The AWS initiative has also encouraged us to accelerate our efforts to go paperless which is increasing our efficiency and reducing our costs for document storage.



2015 TECHNOLOGICAL ADVANCEMENTS

The IT staff was able to quickly develop a simple imaging solution to allow the Department to image records so that employees could work in a “paperless” environment. The imaging system provides for greater security of department records for those employees who are working from home as it reduced the need for employees to transport paper records. The IT staff continues to implement all layers of security available in the State and enforces employee compliance with our internal Data Security Policy by training employees and auditing their computers.

The Department was the first agency to successfully complete the Workstation Consolidation effort whereby desktop support for our staff is now handled by a state-wide agency that has IT staff located throughout the State. One of the stated purposes for the Workstation Consolidation effort

is to provide agency IT staff with more time to perform development work. Workstation Consolidation will also handle all inventory of computer equipment.

TDFI completed development on the Flex Credit Renewal Application process.





ADMINISTRATIVE DIVISION

The Administrative Division manages the Department’s budget and oversees fiscal services, human resources, training and development, legal, information systems, and consumer resources.

TDFI continues to work with both the Department of Human Resources and the Department of Finance and Administration to develop and improve examiner career path with salary progression.

Training is another integral part of developing and maintaining a qualified staff. To ensure value, the Department’s training needs are annually assessed and budgeted. The majority of the structured training curriculum is acquired through external training sources such as the Federal Deposit Insurance Corporation, National Credit Union Administration, Board of Governors of the Federal Reserve System, Educational Foundation of the Conference of State Bank Supervisors, National Association of State Credit Union Supervisors, Federal Financial Institutions Examination Council, National Association of Consumer Credit Administrators, Money Transmitter Regulators Association and others. The Department has also established an internal leadership academy to develop future leaders in the Department.

HEADQUARTERS

Greg Gonzales, Commissioner

COMMISSIONER’S OFFICE

Tom R. Hughes, Legislative Liaison/Public Information Officer
Herb Kraycirik, CPA, CGFM, Audit Director
Joyce Simmons, Chief Regulatory Accountant

ADMINISTRATIVE DIVISION

Tina G. Miller, Deputy Commissioner/General Counsel
Michelle Berry, Budget/Fiscal Director
Leslie Yanez, Human Resources Director
Teri Crow, HR Analyst
Kelley Cole, Administrative Services Assistant
Carmen McCreedy, Executive Secretary
Mary Jane Friedmann, Accountant
Barbara Jones, Administrative Services Assistant
Christy Adams, Cashiering Supervisor
Susan Blair, Administrative Services Assistant
Flora McCarty, Executive Administrative Assistant
Tracy White, Executive IT Director
Charles Ingram, Business Technical Support
Advanced

Jeremy Wilberger, Software Developer
Advanced
Kenneth Weems, Software Developer
Advanced
Ramesh Prajapati, Software Developer
Advanced
Bonnie Heithcock, Project Manager Senior
Marsha Anderson, Legal Services Director
Eric Rogers, Attorney
Mark Kilpatrick, Attorney
Denise Cole, Attorney
Brandi Snow, Attorney
Paula Cagle, Executive Administrative Assistant
Alan Smith, Consumer Resources Director
Alicia Gay, Administrative Services Assistant
Bettye Osborne, Administrative Services Assistant

LEGAL SECTION

The Legal Section provides legal advice and representation for the Department. It is comprised of a General Counsel, a Legal Services Director, six staff attorneys and one Legal Assistant.

The Department's Legal Section advises the Commissioner and departmental personnel in all legal matters affecting the Department. They work closely with regulated entities and the general public in addressing legal issues. They also work with the Governor's Office and the Tennessee General Assembly on legislative issues affecting financial institutions.

The Legal Section assists in the coordination of enforcement initiatives with other federal and state regulators as well as with various law enforcement agencies. The Legal Section represents the Department in all administrative enforcement actions initiated by the various divisions in the Department.

The Legal Section was heavily involved in the 2015 Legislative session by tracking bills, working closely with the Governor's Office, the General Assembly, and other groups sponsoring legislation which impacted the Department. It provided assistance to operating divisions on issues involving title pledge lenders, mortgage loan originator registration, predatory lending, bank and trust company operations including interstate transactions, bank and credit union applications, money transmission, Bank Secrecy Act compliance, check cashing, deferred presentment, mortgage companies, flexible credit lenders and credit union fields of membership, as well as other areas requiring legal expertise.



2015 LEGISLATION

Public Chapter 241- Amends T.C.A. Title 45, Chapter 4

Effective Date: April 24, 2015

Public Chapter 241 amends Title 45, Chapter 4, more specifically at § 45-4-1002, by changing the manner in which the Commissioner assesses the annual supervision fee to state-chartered credit unions. This Act creates a more stable funding model for the Department's Credit Union Division; it is based on actual budgetary needs; and, it addresses a concentration risk on revenue resources. This Act requires the Commissioner to determine the annual budget for the Credit Union Division, then divide the budget among the credit unions and assess each credit union a supervision fee in proportion to the credit union's share of total assets in the system. This Act authorizes the Commissioner to establish minimum assessment tiers in lieu of any pro rata assessment and, for credit unions with assets greater than one billion dollars, a maximum assessment not exceeding 80% of the amount allocated. The minimum assessment tier shall not exceed five thousand dollars (\$5,000.00).

This Act requires that the Department shall send each state credit union or its successor a notice to pay the full supervision fee for the fiscal year and that the supervision fee shall not be prorated for any reason. Payment of the supervision fee shall be due within thirty (30) days of the notice.

Public Chapter 438- Amends T.C.A. Title 45, Chapter 12

Effective Date: May 18, 2015

Public Chapter 438 amends Title 45, Chapter 12, the Flexible Credit Act. This Act adds language to § 45-12-109 authorizing the Commissioner to conduct criminal history records checks at license renewal on an individual who is a director, officer, or ten (10%) or more shareholder of the licensee or, who owns or controls the licensee, as well as from any other individual associated with the licensee as is reasonably necessary to meet the purposes of the Flexible Credit Act. This Act provides that the criminal history records check shall be conducted by the Tennessee Bureau of Investigation and the Federal Bureau of Investigation and that the licensee must pay all costs associated with the criminal history records checks. Moreover, this Act adds language to Tenn. Code Ann. § 45-12-125 prohibiting the Commissioner from using a multi-state automated licensing system for sharing FBI criminal history record information unless authorized to do so by the federal Secure and Fair Enforcement for Mortgage Licensing Act or other federal law.

RULEMAKING

No rules or amendments were filed in 2015.

CONSUMER RESOURCES SECTION

The Consumer Resources Section reviews and tracks consumer complaints, fosters community outreach and encourages financial literacy in Tennessee.

In 2015, the Consumer Resources Section processed the 6,000th formally filed complaint received, since its creation in 2004.



The Consumer Resources Section has achieved over \$448,000 in refunds to complainants through the consumer complaint process over 12 years of operation. In calendar year 2015, refunds from the consumer complaint process totaled \$25,009.

CONSUMER PROTECTION

The Section's key responsibility is to receive and process consumer complaints. The Department of Financial Institutions is the primary state agency that has statutory jurisdiction to process consumer concerns and complaints involving financial institutions operating under the various laws the Department administers in the state of Tennessee. The Consumer Resources Section processes all complaints related to financial institutions that are chartered and/or licensed by the Department. If the Department receives information that does not fall within the Department's jurisdiction, those inquiries or complaints are forwarded to the appropriate agency and the consumer is advised accordingly.

The Section's routine practice is to submit the consumer's written complaint to the financial institution for response. Within its jurisdiction, the Section serves as an intermediary between the consumer and the institution against which the complaint is filed.

The Section processed a total of 392 formally filed consumer complaints throughout calendar year 2015. These were received from 66 of the state's 95 counties (69.47%). A total of 52 (13.27%) complaints were filed by out of state residents.

Shelby County residents had the highest number of complaints filed with 55 (14.03% of total). Of the total consumer complaints filed in 2015, 131 or 33.42% came from the state's four largest metropolitan county areas. The complete county listing of consumer complaints filed in 2015 appears later in this report.

CONSUMER EDUCATION

A key strategy in helping protect consumers is to develop and coordinate educational resources that can assist consumers in making informed financial decisions. Education is a powerful financial literacy tool. Consumers who understand their rights and responsibilities are better equipped to make sound financial decisions. The staff essentially provides one-on-one personal financial education on a daily basis through phone calls, letters and e-mail correspondence with consumers.

One of the goals of the Section is to ensure that all Tennesseans have access to financial literacy programs that will help them make better money management decisions. The Commissioner is a board member of the Tennessee Financial Literacy Commission, which is to act as a clearing house for financial literacy activity in Tennessee and is to give input to the effort to increase financial literacy in elementary schools. We were privileged to partner with a number of agencies to promote savings in conjunction with America Saves Week. Throughout calendar year 2015, the section continued its partnership with Tennessee Jumpstart, A Coalition for Personal Financial Literacy. We also continued to serve on the Advisory Council for Bank on Music City, which is an initiative to reach the un-banked and under-banked in Nashville-Davidson County and the surrounding counties.

This section continued issuing our quarterly newsletter titled "Spotlight on Finance" that is sent to more than 40,000 state employees. The newsletter is also posted on the Department's website.

CONSUMER COMPLAINTS BY INDUSTRY

INDUSTRY	TOTAL
Bank*	96
Check Casher	3
Credit Union*	35
Default**	39
Deferred Presentment	33
Flexible Credit****	17
Industrial Loan and Thrift (TILT)***	43
Money Transmitter	17
Mortgage	87
Mortgage Loan Originator	6
Premium Finance	0
Title Pledge	16
TOTAL COMPLAINTS	392

*Calendar year ending December 31, 2015

*Bank and credit union data includes federally-chartered, other state-chartered and Tennessee state-chartered institutions.

**DEFAULT category contains complaints against financial institutions and/or companies that were not subject to the Department's regulation and the complaint was referred to the correct agency holding jurisdiction or regulatory authority.

***Tennessee Industrial Loan and Thrift Companies

**** Flexible Credit Loans became effective January 1, 2015

CONSUMER RESOURCES SECTION- Continued

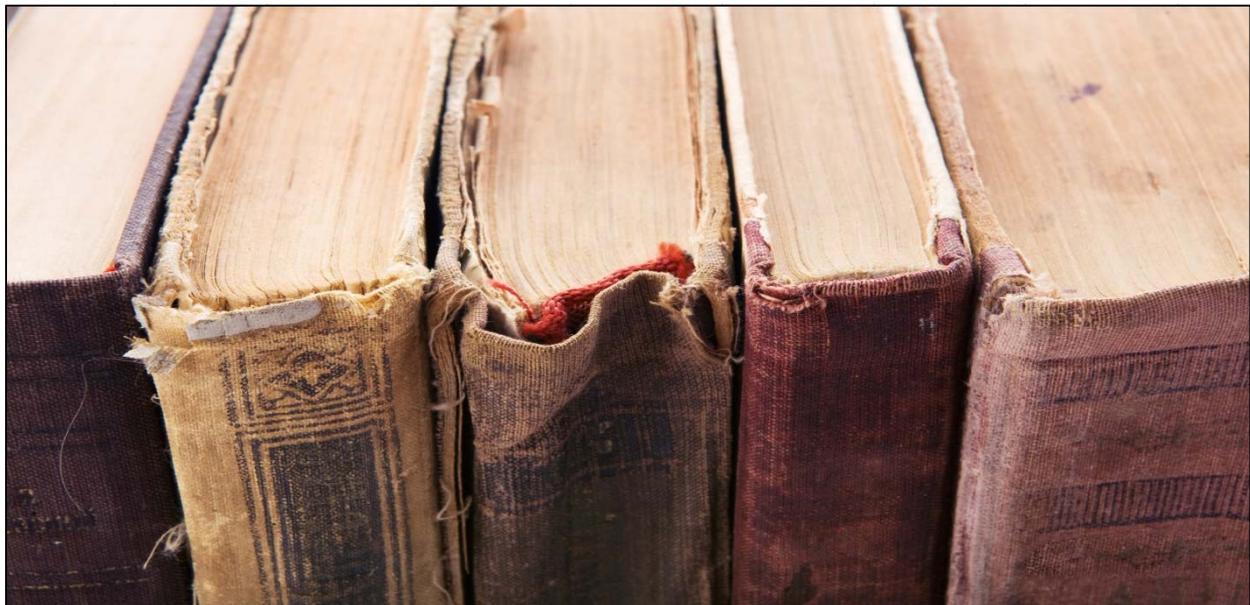
TOP TEN CONSUMER COMPLAINT ALLEGATIONS

RANK	ALLEGATION	#
1	Customer Service Issues	50
2	Payment Processing-Payment History Issues	38
3	Fair Debt Collections Act Violations	21
4	Foreclosure Issues	18
5	Modification or Deferral Fees	17
6	Misrepresentation	17
7	High Interest Rate	16
8	Unapproved Account Withdrawal	16
9	Scams	14
10	Credit Bureau Reporting Information	12

FINANCIAL EDUCATION OUTREACH

The following is a listing of the presentations made or brochures provided to various groups during 2015:

- Pellissippi State Community College
- Friends for Life-Memphis



CONSUMER RESOURCES SECTION- Continued

TOTAL COMPLAINTS BY COUNTY

County	Total Complaints	Percent %	County	Total Complaints	Percent %	County	Total Complaints	Percent %
Out of State	52	13.27%	Hamblen	1	0.26%	Moore	0	0.00%
Anderson	4	1.02%	Hamilton	11	2.81%	Morgan	1	0.26%
Bedford	2	0.51%	Hancock	0	0.00%	Obion	2	0.51%
Benton	2	0.51%	Hardeman	1	0.26%	Overton	0	0.00%
Bledsoe	0	0.00%	Hardin	1	0.26%	Perry	0	0.00%
Blount	7	0.00%	Hawkins	2	0.51%	Pickett	1	0.26%
Bradley	1	0.26%	Haywood	1	0.26%	Polk	0	0.00%
Campbell	1	0.26%	Henderson	3	0.77%	Putnam	1	0.26%
Cannon	0	0.00%	Henry	0	0.00%	Rhea	1	0.26%
Carroll	1	0.26%	Hickman	0	0.00%	Roane	2	0.51%
Carter	4	1.02%	Houston	0	0.00%	Robertson	3	0.77%
Cheatham	3	0.77%	Humphreys	0	0.00%	Rutherford	17	4.34%
Chester	1	0.26%	Jackson	0	0.00%	Scott	0	0.00%
Claiborne	1	0.26%	Jefferson	1	0.26%	Sequatchie	0	0.00%
Clay	0	0.00%	Johnson	2	0.51%	Sevier	8	2.04%
Cocke	1	0.26%	Knox	20	5.01%	Shelby	55	14.03%
Coffee	1	0.26%	Lake	0	0.00%	Smith	2	0.51%
Crockett	0	0.00%	Lauderdale	2	0.51%	Stewart	1	0.26%
Cumberland	2	0.51%	Lawrence	2	0.51%	Sullivan	8	2.04%
Davidson	45	11.45%	Lewis	1	0.26%	Sumner	11	2.81%
Decatur	2	0.51%	Lincoln	1	0.26%	Tipton	3	0.77%
Dekalb	2	0.51%	Loudon	0	0.00%	Trousdale	0	0.00%
Dickson	8	2.04%	McMinn	2	0.51%	Unicoi	2	0.51%
Dyer	1	0.26%	McNairy	1	0.26%	Union	0	0.00%
Fayette	0	0.00%	Macon	1	0.26%	Van Buren	0	0.00%
Fentress	0	0.00%	Madison	5	1.28%	Warren	3	0.77%
Franklin	1	0.26%	Marion	6	1.53%	Washington	7	1.79%
Gibson	0	0.00%	Marshall	2	0.51%	Wayne	0	0.00%
Giles	0	0.00%	Mauy	5	1.28%	Weakley	1	0.26%
Grainger	0	0.00%	Meigs	0	0.00%	White	1	0.26%
Greene	1	0.00%	Monroe	1	0.26%	Williamson	14	3.57%
Grundy	0	0.00%	Montgomery	9	2.30%	Wilson	7	1.79%
						Total	392	100.0%

BANK DIVISION

The Bank Division has legal responsibility for ensuring that the Tennessee state-chartered banking system runs on a safe and sound basis. The division's risk-focused approach seeks to achieve the Department's mission of balancing safety and soundness with affording institutions the opportunity to contribute to economic development. In its supervisory role, the Bank Division periodically examines the financial soundness of all state-chartered banks, savings banks and independent non-depository trust companies.

The Department met the statutory obligation of examining all institutions within a 12-month or an 18-month basis. This was accomplished through coordination with federal banking agencies.

Bank examiners perform evaluations of each institution's assets, liabilities, income and expenses; monitor compliance with governing laws and regulations; and rate the effectiveness of the institution's management. The adequacy of capital is assessed to ensure the protection of depositors. In addition, examiners review the Information Technology (IT) functions of state-chartered institutions for compliance with generally accepted IT practices and adherence to Departmental regulations.

Bank Division staff also examines Business and Industrial Development Companies (BIDCOs) for compliance with governing statutes and evaluates applications for new institutions, branches, expanded financial activities and corporate reorganizations. Additionally, the division has licensed and regulated Tennessee-licensed money transmitters since 2009.

The Bank Division is accredited by the Conference of State Bank Supervisors.



BANK DIVISION- Continued

ADMINISTRATION

Tod Trulove, CEM, Assistant Commissioner
Tony Matthews, Chief Administrator- Examinations
Debra Grissom, Chief Administrator - Applications
Wade McCullough, Program Administrator - Trust
Justin McClinton, Program Administrator - Money Transmitters
Clyde McClaran, Division Training Director

James Dewhirst, Consumer Compliance Liaison
Philip Ruffin, Safety and Soundness Administrator
Ekaette Udoumana, Safety and Soundness Administrator
William Cook, Safety and Soundness Administrator
Memory Barber, MT Applications Specialist
Gina Tarolli, Administrative Services Assistant

EXAMINATION PERSONNEL

WEST TENNESSEE DIVISION

Danny Nolen, Bank Division Manager
Phillip Stafford, Bank Regional Supervisor
Timothy Runions, Bank Regional Supervisor
Roxanne Taylor, CEIC, FI Special Examiner Trust
Vicki Ivey, CEIC, Bank Off-Site Monitoring Coordinator
Robert Prather, Bank Examiner
Toniece Johnson, COE, Bank Examiner
Grant Casselberry, IT Bank Examiner

Kenneth Oliver, Bank Examiner
Stephen Barry Koffman, Bank Examiner
Jeffrey Rial, Bank Examiner
Teresa Curtis, Bank Examiner
Holly Ragan, Bank Examiner
Brittany Williams, Bank Examiner
Cheena Keltner, Bank Examiner
Courtney Hopper, Bank Examiner
Blake Mascolo, Bank Examiner

MIDDLE TENNESSEE DIVISION

Todd Rice, Bank Division Manager
Mike Sisk, Bank Regional Supervisor
Storm Miller, CEM, Bank Regional Supervisor
Sherri Cassetty, CEIC, CFE, Off-Site Monitoring Coordinator
Edward Black, FI Special Examiner Trust
Gerald Proby, CFE, IT Bank Examiner
Kimberly Morrow, Bank Examiner
Alan Kirkwood, Bank Examiner
Mark Herren, Bank Examiner

Chrystine Dobbs, Bank Examiner
Darnell Tate, Bank Examiner
John Tubb, Bank Examiner
Dillon Scott, Bank Examiner
Jordan Brown, Bank Examiner
Matt Hogan, Bank Examiner
Cody Durham, Bank Examiner
William Borre, Bank Examiner
James Alley, Bank Examiner
Zach Tarwater, Bank Examiner

EAST TENNESSEE DIVISION

Louella McElroy, Bank Division Manager
Jessica Huff, Bank Regional Supervisor
James Matt Curtis, Bank Regional Supervisor
Jonathan Piper, Bank Off-Site Monitoring Coordinator
Chad Holbert, FI Special Examiner Trust
Josh Robertson, IT Bank Examiner
Kenneth Kelley, Bank Examiner
Anthony Valentino, Bank Examiner
Jamice Lane-Washburn, Bank Examiner

Joy Seaver, Bank Examiner
James Cody Jordan, Bank Examiner
Penny Peterson, Bank Examiner
Ashley Carter, Bank Examiner
Corey Wright, Bank Examiner
Michael Blair, Bank Examiner
Madison McMahan, Bank Examiner
Samuel England, Bank Examiner
Timothy Whitley, Bank Examiner

*Examination Personnel Designation:

CEM, Certified Examinations Manager; CEIC, Certified Examiner-in-Charge; CFE, Certified Fraud Examiner; COE, Certified Operations Examiner



BANK DIVISION- Continued

APPLICATION ACTIVITIES FY 14-15

NEW BANKS OPEN

- There were no new bank openings in fiscal year 2014-15

BANK MERGERS

- MidSouth Bank, Murfreesboro, TN, merged with and into Franklin Synergy Bank, Franklin, TN (July 2014)
- Community National Bank of the Lakeway Area, Morristown, TN, merged with and into TriSummit Bank, Kingsport, TN (July 2014)
- Reliant Bank, Brentwood, TN, merged with and into Commerce Union Bank, Springfield, TN (April 2015)
- Traders Bank, Tullahoma, TN, merged with and into Citizens Bank of Lafayette, Lafayette, TN (April 2015)

BANK CONVERSIONS

- There were no bank conversions in fiscal year 2014-15

BANK CLOSURES

- There were no bank closures in fiscal year 2014-15

BIDCO TRANSACTIONS

- There were no BIDCO application transactions in fiscal year 2014-15

NEW TRUST COMPANIES OPEN

- Advocacy Trust of Tennessee, LLC, Chattanooga, TN (February 2015)

MONEY TRANSMITTER TRANSACTIONS

NEW LICENSE ISSUED

- Intuit Payments, Inc., Mountain View, CA (July 2014)
- Remitly, Inc., Seattle, WA (July 2014)
- Shaka Express Corp, Jersey City, NJ (September 2014)
- TouchPay Holdings, LLC, Irving, TX (September 2014)
- World First USA, Inc., Arlington, VA (November 2014)
- U.S. Payments, LLC, Tulsa, OK (December 2014)
- GAMDIRECT, LLC, Lynnwood, WA (January 2015)
- Swanson Services Corporation, Denver, CO (January 2015)
- Chime, Inc., New York, NY (April 2015)
- PLACID NK CORPORATION, Westbury, NY (May 2015)
- WorldRemit Corp., Denver, CO (June 2015)
- Finxera, Inc., San Mateo, CA (June 2015)

BANK DIVISION- Continued

VOLUNTARY CORPORATE TRANSACTIONS

- Petro Express Properties, LLC, Nashville, TN (January 2015)
- nFinanSe Payments, Inc., Tampa, FL (April 2015)

INFORMATION AT A GLANCE (AS OF JUNE 30, 2015)

BANK REGULATED INSTITUTIONS:

151 Banks
1 BIDCO
9 Independent non-depository trust companies
88 Money Transmitters

BANK DATA CONSOLIDATED TOTAL ASSETS:

\$56.4 billion, representing a \$3.9 billion or 7.55 percent change since June 30, 2014

CONSOLIDATED CAPITAL:

\$6.3 billion, representing 11.19 percent of total assets

RETURN ON AVERAGE ASSETS (ROAA):

Median ROAA of 0.83 percent with a median Net Interest Margin of 4.00 percent (includes all banks)

ALLOWANCE FOR LOAN AND LEASE LOSSES (ALLL):

Median ALLL to total loans and leases ratio of 1.39

PAST DUE RATIO:

Median past due ratio of 1.10 percent

TRUST COMPANY DATA TOTAL CONSOLIDATED CORPORATE ASSETS:

\$99.2 million, representing a less than 1 percent change compared to the same period in 2014

AGGREGATED NET INCOME FOR TRUST COMPANIES:

\$4.2 million, representing a 14 percent decline compared to the same period in 2014

TRUST ASSETS UNDER MANAGEMENT AND/OR CUSTODY:

Reflects an increase of 10 percent from \$18.5 billion to \$20.3 billion, inclusive of assets invested in common/collective trust funds.

BANK DIVISION- Continued

MONEY TRANSMITTERS

The activities of Money Transmitter companies are governed by the "Tennessee Money Transmitter Act of 1994", codified at Tennessee Code Annotated Title 45, Chapter 7. There are exemptions that apply to certain government agencies, as well as business organizations. See Tennessee Code Annotated Section 45-7-204.

The Department continues to enhance its policies and procedures to ensure that they efficiently and effectively facilitate its statutory responsibility to ensure certain consumer protections as well as to help provide a good business environment for legitimate industry. The Department also continues to be an active participant in the Money Transmitter Regulatory Association and Conference of State Bank Supervisors to facilitate fulfillment of its responsibilities with respect to money transmission licensing and regulation.

Effective October 1, 2013 the Tennessee Department of Financial Institutions (TDFI) began using the National Mortgage Licensing System (NMLS) to manage money transmitter licenses. Through NMLS, entities are now able to apply for, amend, and renew their Tennessee money transmitter license authority conveniently and safely online.

NMLS is a secure, web-based system created by state regulators to provide efficiencies in the processing of state licenses and to improve supervision of state regulated industries. Through NMLS, companies maintain a single record which they use to apply for, maintain, renew, and surrender licenses in one or more states.

More information about NMLS can be found at:

<http://mortgage.nationwidelicencingsystem.org/Pages/default.aspx>

Licensing- Each applicant for a money transmitter license must demonstrate, and each licensee must maintain, a net worth of not less than \$100,000 computed according to generally accepted accounting principles. Persons transmitting, or proposing to transmit, money shall have an additional net worth of \$25,000 per additional location or agent located in Tennessee, as applicable, to a maximum of \$500,000. The applicant must demonstrate such experience, character, and general fitness as to command the confidence of the public and warrant the belief that the business will be operated lawfully and fairly. As of June 30, 2015, the division licensed 88 money transmitters.

BANK DIVISION- Continued

BUSINESS AND INDUSTRIAL DEVELOPMENT CORPORATION (BIDCOS)

Tennessee Code Annotated, Section 45-8-225 (Report of Accomplishments) requires a report to be published annually that summarizes the accomplishments of the various BIDCOs operating in Tennessee. The one BIDCO licensed for the calendar year 2015 provided no financing to small businesses, minority owned businesses, or businesses owned by female proprietors.

TENNESSEE STATE-CHARTERED BANKS CONSOLIDATED BALANCE SHEET (IN MILLIONS) As of June 30, 2015 and June 30, 2014

ASSETS	June 30, 2015	June 30, 2014	\$ CHANGE	% CHANGE
Cash and Due From Banks	2830	2539	291	11.46%
Securities	11048	11017	31	0.28%
Federal Funds Sold and Securities	434	379	55	14.51%
Agreement to Resell				
Loans and Leases Held for Sale	878	552	326	59.06%
Loans and Leases, Net of Unearned income	37845	34966	2879	8.23%
Allowance for Loan and Lease Losses	-512	-549	37	-6.74%
Assets held in Trading Accounts	10	4	6	150.00%
Premises and Fixed Assets	1115	1097	18	1.64%
Other Real Estate Owned	356	430	-74	-17.21%
Investments in Unconsolidated Subsidiaries	104	21	83	395.24%
Intangible Assets	632	448	184	41.07%
Other Assets	1686	1563	123	7.87%
TOTAL ASSETS	56,426	52,467	3,959	7.55%
LIABILITIES				
Non-Interest Bearing Deposits	8365	7343	1022	13.92%
Interest Bearing Deposits	38515	36702	1813	4.94%
TOTAL DEPOSITS	46,880	44,045	2,835	6.44%
Federal Funds Purchased and Securities	625	590	35	5.93%
Repurchase Agreement				
Trading Liabilities	3	4	-1	-25.00%
Other Borrowed Money	2176	1663	513	30.85%
Other Liabilities	422	371	51	13.75%
TOTAL LIABILITIES	50,106	46,673	3,433	7.36%
Minority Interests in Unconsolidated Subsidiaries	7	7	0	0.00%

BANK DIVISION- Continued

TENNESSEE STATE-CHARTERED BANKS
CONSOLIDATED BALANCE SHEET (IN MILLIONS)
As of June 30, 2015 and June 30, 2014

EQUITY CAPITAL				
Preferred Stock	68	98	-30	-30.61%
Common Stock	367	332	35	10.54%
Surplus	3172	2873	299	10.41%
Undivided Profits	2708	2488	220	8.84%
Accumulated other Comprehensive Income	3	1	2	200.00%
Other Equity Capital Components	-5	-5	0	0.00%
TOTAL EQUITY CAPITAL	6313	5787	526	9.09%
TOTAL LIABILITIES AND EQUITY CAPITAL	56,426	52,467	3,959	7.55%

TENNESSEE STATE CHARTERED BANKS
CONSOLIDATED INCOME STATEMENT (IN MILLIONS)
Six months ending June 30, 2015 and June 30, 2014

	JUNE 30, 2015	JUNE 30, 2014
Interest Income	1083	1043
Interest Expenses	113	118
NET INTEREST INCOME	970	925
Non-Interest Income	292	219
Non-Interest Expense	830	780
Provision for Loan and Lease Losses	26	31
Securities Gains/Losses	8	8
Pre-Tax Net Income	414	341
Applicable Income Taxes	108	89
NET OPERATING INCOME	306	252
Extraordinary Gains/Losses	0	0
NET INCOME	306	252
TOTAL CASH DIVIDENDS	132	108

**TENNESSEE STATE CHARTERED BANKS
SUMMARY OF INDIVIDUAL BANKS (IN THOUSANDS)**

		(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)	
City	Institution	Cash	Invest	Total Loans	Loan Loss Reserve	Other Assets	Total Assets	Deposits	Other Liabilities	MIUS	Capital	Net Income
ADAMSVILLE	Farmers & Merchants Bank	8825	8176	15951	434	1338	33856	28918	897	0	4041	49
ASHLAND CITY	Community Bank & Trust	3817	102707	84546	3084	13785	201771	173018	8863	0	19890	-164
ATWOOD	Citizens Bank & Trust Company	1828	14294	9522	46	543	26141	23778	89	0	2274	65
BARTLETT	Bank of Bartlett	11183	92782	182097	2577	51122	334607	302597	7256	0	24754	75
BELLS	Bank of Crockett	5271	83111	42075	584	10074	139947	120734	2443	0	16770	799
BOLIVAR	Merchants & Planters Bank	4623	25173	46929	677	7667	83715	70511	2123	0	11081	285
BRENTWOOD	Reliant Bank	23890	110116	615761	7425	58395	800737	602157	106790	0	91790	2606
BRIGHTON	Brighton Bank	2169	7329	39559	462	2979	51574	48578	210	0	2786	-81
BROWNSVILLE	INSOUTH Bank	14455	63580	189676	2459	22187	287439	256756	1551	0	29132	807
BYRDSTOWN	People's Bank and Trust Company of Pickett	5714	16988	85912	2099	6728	113243	100091	607	0	12545	474
CAMDEN	Apex Bank	19614	31021	295973	5503	37974	379079	295022	21880	0	62177	7850
CHATTANOOGA	First Volunteer Bank	115851	76650	656342	8617	62912	903138	802834	9779	0	90525	5240
CHATTANOOGA	Cornerstone Community Bank	33341	74504	309850	3579	20739	434855	331873	63193	0	39789	1244
CHATTANOOGA	CapitalMark Bank & Trust	19644	141680	855201	7601	39986	1048910	910127	38490	0	100293	5005
CLARKSVILLE	F&M Bank	23096	67218	713428	4975	62139	860906	693368	87054	7391	73093	2931
CLARKSVILLE	First Advantage Bank	8647	49673	387842	5387	29295	470070	346266	62653	0	61151	1310
CLARKSVILLE	Legends Bank	16338	93358	264617	3061	25268	396520	336208	23206	0	37106	1500
CLARKSVILLE	Cumberland Bank and Trust	11646	16974	131122	1887	9180	167035	143604	5388	0	18043	803
CLEVELAND	Bank of Cleveland	34952	0	177465	2915	14760	224262	186494	1119	0	36649	1599
CLEVELAND	Southern Heritage Bank	25407	93830	128793	216	21690	269504	231458	803	0	37243	1188
CLIFTON	Peoples Bank	4587	20347	110257	1594	15295	148892	128772	6878	0	13242	593
COLLIERVILLE	BankTennessee	11003	17259	214735	3816	29097	268278	233018	7388	0	27872	1223
COLLIERVILLE	Landmark Community Bank	14972	112840	601210	6415	30354	752961	607773	78286	0	66902	3260
COLUMBIA	First Farmers and Merchants Bank	26363	432874	685965	8593	72152	1208761	1056888	39495	95	112283	5449
COLUMBIA	Community First Bank & Trust	53095	101717	266347	4540	37061	453680	408200	2572	88	42820	2815
COLUMBIA	Heritage Bank & Trust	15789	13035	69868	1738	6317	103271	90810	3913	0	8548	494
COOKEVILLE	Bank of Putnam County	61732	142180	194429	1181	15538	412698	375300	4849	0	32549	1664
COOKEVILLE	Putnam 1st Mercantile Bank	3904	24737	84455	1330	4856	116622	103056	417	0	13149	357
CORDOVA	First Alliance Bank	7724	7998	96022	1620	10002	120126	103643	3604	0	12879	191
CROSSVILLE	Cumberland County Bank	58897	93334	121514	1424	12792	285113	257885	5257	0	21971	990
DECATURVILLE	Decatur County Bank	3689	27354	50865	780	7316	88444	74866	7070	0	6508	489
DECHERD	Franklin County United Bank	8532	11894	58373	1665	6396	83530	73436	240	0	9854	-79
DICKSON	Bank of Dickson	7888	77609	133077	1370	5945	223149	188154	6661	0	28334	792
DICKSON	TriStar Bank	6211	65497	144055	1309	18862	233316	202644	10236	0	20436	714

**TENNESSEE STATE CHARTERED BANKS
SUMMARY OF INDIVIDUAL BANKS (IN THOUSANDS)**

	(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)		
City	Institution	Cash	Invest	Total Loans	Loan Loss Reserve	Other Assets	Total Assets	Deposits	Other Liabilities	MIUS	Capital	Net Income
DUNLAP	Citizens Tri-County Bank	60475	239247	316785	4784	40927	652650	579926	5142	0	67582	5137
DYER	The Farmers & Merchants Bank	3522	50580	33123	252	9769	96742	80666	6626	0	9450	73
ELIZABETHTON	Citizens Bank	25976	203954	442287	3149	27319	696387	525168	78890	0	92329	5233
ELIZABETHTON	Security Federal Bank	2985	13827	37358	392	4288	58066	43296	1438	0	13332	339
ERIN	Traditions First Bank	2906	33639	74604	741	6111	116519	101801	1999	0	12719	468
FARRAGUT	SouthEast Bank	60817	9354	677054	3908	37207	780524	699093	10372	0	71059	5213
FAYETTEVILLE	Bank of Lincoln County	14507	14749	90881	1304	11282	130115	112046	506	0	17563	650
FRANKEWING	Bank of Frankewing	26420	32066	144195	3489	14661	213853	185519	4657	0	23677	910
FRANKLIN	Franklin Synergy Bank	43414	681999	979032	8016	70187	1766616	1504574	97391	0	164651	6692
GALLATIN	Sumner Bank & Trust	12439	48483	90531	1298	9676	159831	138346	7447	0	14038	709
GATES	Gates Banking and Trust Company	599	28704	13234	308	2292	44521	38913	491	0	5117	274
GERMANTOWN	First Capital Bank	11315	30778	198582	1231	9523	248967	202054	23667	0	23246	864
GLEASON	Bank of Gleason	6856	73775	35762	1049	3059	118403	93940	842	0	23621	764
GREENEVILLE	Andrew Johnson Bank	25119	27255	267713	4946	14682	329823	297629	1131	0	31063	1474
GREENEVILLE	American Patriot Bank	7124	3395	41530	942	15358	66465	64600	458	0	1407	-164
GREENEVILLE	Heritage Community Bank	5299	11762	67857	1438	9494	92974	86242	420	0	6312	97
GREENFIELD	Greenfield Banking Company	4197	5286	40863	444	1681	51583	42691	2636	0	6256	152
HALLS	Bank of Halls	1701	32893	30408	497	5677	70182	61483	710	0	7989	425
HALLS	The Lauderdale County Bank	5868	19696	23852	314	2285	51387	45794	740	0	4853	158
HARROGATE	Commercial Bank	42977	105896	596917	7704	72919	811005	668143	56981	0	85881	4148
HARTSVILLE	Citizens Bank	3938	30262	140129	2128	7875	180076	156607	6153	0	17316	1068
HENDERSON	Chester County Bank	15831	25756	26923	273	1463	69700	62639	247	0	6814	236
HUNTINGDON	Carroll Bank and Trust	12169	40560	192556	1148	26782	270919	231800	11121	0	27998	602
JACKSON	First South Bank	7393	150149	257019	2630	34977	446908	360296	31422	0	55190	3331
JACKSON	The Bank of Jackson	3365	89156	53581	1062	8310	153350	132657	4637	0	16056	502
JAMESTOWN	Union Bank	5627	68702	121372	2138	19926	213489	190049	1443	0	21997	533
JAMESTOWN	Progressive Savings Bank	22625	28299	170933	1412	35947	256392	230434	1896	0	24062	606
JASPER	Citizens State Bank	21254	22719	81012	588	14350	138747	127432	460	0	10855	313
JEFFERSON CITY	First Peoples Bank of Tennessee	7510	28049	90440	704	11660	136955	120200	4761	0	11994	44
JELICO	UBank	5744	21746	34660	495	4589	66244	56825	742	0	8677	343
KINGSPORT	Bank of Tennessee	16120	212887	645873	7359	65231	932752	781229	65777	0	85746	5262
KINGSPORT	TriSummit Bank	13456	68297	217233	2027	24122	321081	260405	28377	0	32299	774
KNOXVILLE	Mountain Commerce Bank	12557	39006	361356	5102	34649	442466	390208	11394	0	40864	1605
KNOXVILLE	Clayton Bank and Trust	41596	64154	594118	20024	32575	712419	539633	41703	0	131083	11771

**TENNESSEE STATE CHARTERED BANKS
SUMMARY OF INDIVIDUAL BANKS (IN THOUSANDS)**

		(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)	
City	Institution	Cash	Invest	Total Loans	Loan Loss Reserve	Other Assets	Total Assets	Deposits	Other Liabilities	MIUS	Capital	Net Income
KNOXVILLE	American Trust Bank of East Tennessee	3307	23560	103640	1178	4805	134134	113546	4015	0	16573	548
LA FOLLETTE	Peoples Bank of the South	10812	2509	120731	1673	7979	140358	118450	2130	0	19778	1029
LAFAYETTE	Citizens Bank of Lafayette	34941	329584	424936	6658	44397	827200	679978	64283	0	82939	3907
LAFAYETTE	Macon Bank and Trust Company	14898	192896	136803	2531	17306	359372	304951	9525	0	44896	1691
LAWRENCEBURG	Lawrenceburg Federal Bank	4526	0	48443	235	3308	56042	41712	1147	0	13183	208
LEBANON	Wilson Bank and Trust	40389	368492	1443537	22412	100399	1930405	1708850	12086	0	209469	11953
LEBANON	CedarStone Bank	4113	43382	110690	1322	13423	170286	136174	18013	0	16099	482
LEBANON	First Freedom Bank	45437	1963	252479	3504	22433	318808	266672	18617	0	33519	1925
LEWISBURG	First Commerce Bank	15311	57104	205019	3187	16064	290311	258101	2993	0	29217	1774
LEXINGTON	Community Bank	2077	19888	95078	1094	7527	123476	104335	7574	0	11567	842
LIVINGSTON	Union Bank & Trust Company	4558	18335	58219	1103	2910	82919	72546	320	0	10053	1042
LIVINGSTON	American Bank & Trust of the Cumberland	13909	11154	161856	1948	11953	196924	174817	6519	0	15588	1256
LOBELVILLE	Bank of Perry County	4459	13192	125595	1780	7984	149450	124465	10145	0	14840	1375
MADISONVILLE	Volunteer Federal Savings Bank	30656	3437	125372	598	13561	172428	134615	13364	0	24449	444
MADISONVILLE	Peoples Bank of East Tennessee	16966	35406	137186	1312	24986	213232	190530	1484	0	21218	220
MANCHESTER	Peoples Bank & Trust Company	7153	21097	50116	789	6749	84326	73374	1477	0	9475	334
MANCHESTER	Coffee County Bank	14143	13722	106988	2266	4946	137533	118540	1641	0	17352	1651
MARYVILLE	Citizens Bank of Blount County	38535	110420	165526	2489	10809	322801	265990	3715	0	53096	1220
MARYVILLE	Foothills Bank & Trust	13925	47150	136893	2618	6184	201534	172247	9626	0	19661	683
MC KENZIE	McKenzie Banking Company	43653	22738	52617	1262	7442	125188	106177	798	0	18213	1235
MC MINNVILLE	Security Federal Savings Bank of McMinnville	12001	39126	122284	1190	7859	180080	156985	5349	0	17746	535
MC MINNVILLE	Homeland Community Bank	11611	42883	74617	1957	13489	140643	125926	1279	0	13438	312
MEDINA	Medina Banking Co.	3572	24140	13785	219	3665	44943	37883	88	0	6972	55
MEMPHIS	Trust Company Bank	5889	514	14611	342	4299	24971	22321	2505	0	145	-937
MEMPHIS	Tri-State Bank of Memphis	23031	22284	76365	1778	5582	125484	112102	966	0	12416	81
MEMPHIS	Financial Federal Bank	19207	0	410872	7161	8966	431884	280566	89476	0	61842	4227
MEMPHIS	Independent Bank	29093	10862	786506	8815	116396	934042	767240	50646	0	116156	4707
MEMPHIS	Paragon Bank	7369	47883	232113	2783	12063	296645	238583	25503	0	32559	-241
MEMPHIS	Triumph Bank	8498	74024	401465	5261	13093	491819	425953	17415	0	48451	2403
MEMPHIS	Magna Bank	14050	63390	480383	4716	34777	587884	447654	69746	0	70484	2571
MILAN	The Bank of Milan	1944	24345	31340	304	3517	60842	54231	706	0	5905	560
MILLINGTON	Patriot Bank	3931	128277	125561	2796	19650	274623	235503	12859	0	26261	1391
MOUNT JULIET	SOUTHERN BANK OF TENNESSEE	21843	33085	140652	1133	8996	203443	176146	4124	0	23173	489
MOUNTAIN CITY	Farmers State Bank	8878	35230	79224	1198	11684	133818	111695	1405	0	20718	486

**TENNESSEE STATE CHARTERED BANKS
SUMMARY OF INDIVIDUAL BANKS (IN THOUSANDS)**

		(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)	
City	Institution	Cash	Invest	Total Loans	Loan Loss Reserve	Other Assets	Total Assets	Deposits	Other Liabilities	MIUS	Capital	Net Income
MOUNTAIN CITY	Johnson County Bank	14621	37206	61820	808	7448	120287	99539	4120	0	16628	423
NASHVILLE	Avenue Bank	18576	216898	799804	9312	49984	1075950	852018	114746	0	109186	3584
NASHVILLE	FirstBank	75275	578599	1742584	29030	163504	2530932	2040551	234636	0	255745	23319
NASHVILLE	Citizens Savings Bank and Trust Company	4571	12067	84335	1186	4308	104095	92799	3294	0	8002	155
NASHVILLE	InsBank	15489	16222	251482	3052	16905	297046	230953	38045	0	28048	1111
NASHVILLE	Pinnacle Bank	263917	840458	4861897	65572	596124	6496824	5031509	588164	100	877051	46697
NASHVILLE	CapStar Bank	40722	284580	776260	8939	56288	1148911	967735	75029	0	106147	3430
NASHVILLE	Truxton Trust Company	18762	83153	241116	2733	15221	355519	285157	33291	0	37071	2279
NASHVILLE	Civic Bank & Trust	7026	57761	71323	1328	8180	142962	111002	11235	0	20725	-44
NEW TAZEWELL	Citizens Bank	3760	15421	130519	1522	7552	155730	138763	3989	0	12978	343
NEWBERN	Security Bank	5402	98817	56527	1176	14968	174538	140045	14344	0	20149	818
NOLENSVILLE	Peoples State Bank of Commerce	23287	28790	90942	1728	8639	149930	141012	321	0	8597	743
OAK RIDGE	TNBANK	4502	41017	131076	1385	12142	187352	149423	20004	0	17925	224
OOLTEWAH	Community Trust & Banking Company	17207	23289	89646	2055	6908	134995	119664	505	0	14826	582
PARIS	Commercial Bank & Trust Co.	14038	185327	434531	7738	38333	664491	584528	5037	0	74926	5012
PARIS	Security Bank and Trust Company	3820	29900	129437	612	11385	173930	154210	1896	0	17824	1923
PARSONS	Farmers Bank	14916	2789	16252	267	1305	34995	30251	132	0	4612	87
PIGEON FORGE	Tennessee State Bank	51007	115536	392833	8821	62041	612596	519680	31669	0	61247	404
PIGEON FORGE	SmartBank	37006	90682	390774	3833	28915	543544	483200	4240	0	56104	807
PIKEVILLE	First Farmers & Commercial Bank	11402	37230	57183	838	5658	110635	98276	148	0	12211	457
PIPERTON	The Bank of Fayette County	8535	55016	288371	3973	21967	369916	306722	29874	0	33320	1720
PORTLAND	The Farmers Bank	28379	162300	341276	5499	30468	556924	475171	21928	0	59825	2959
PORTLAND	Volunteer State Bank	13224	25916	428163	3677	57272	520898	386052	85274	0	49572	6382
RIPLEY	Bank of Ripley	6029	103848	80458	2007	12883	201211	168806	2181	0	30224	445
ROGERSVILLE	Civis Bank	11351	8670	77894	1034	13970	110851	103023	2301	0	5527	63
ROGERSVILLE	First Community Bank of East Tennessee	13828	39539	112666	2143	20496	184386	148070	15931	0	20385	634
RUTLEDGE	Citizens Bank and Trust Company of Grainger	7488	115751	65392	1025	10326	197932	164449	636	0	32847	761
SARDIS	The Peoples Bank	1631	21649	43796	505	4508	71079	63749	705	0	6625	224
SAVANNAH	The Hardin County Bank	7750	41684	355326	3404	32678	434034	373475	22572	0	37987	2205
SAVANNAH	Central Bank	12756	20810	64817	2055	7759	104087	95312	1333	0	7442	305
SELMER	Home Banking Company	5354	41255	35733	371	6458	88429	78786	1057	0	8586	257
SEVIERVILLE	Sevier County Bank	49990	35672	182558	2495	49812	315537	294677	1773	0	19087	1541
SHELBYVILLE	First Community Bank of Bedford County	31798	62806	265740	2177	51400	409567	256399	102574	0	50594	4057
SHELBYVILLE	PEOPLES BANK OF MIDDLE TENNESSEE	3163	19130	75866	1126	7460	104493	90175	1185	0	13133	487

**TENNESSEE STATE CHARTERED BANKS
SUMMARY OF INDIVIDUAL BANKS (IN THOUSANDS)**

	(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)		
City	Institution	Cash	Invest	Total Loans	Loan Loss Reserve	Other Assets	Total Assets	Deposits	Other Liabilities	MIUS	Capital	Net Income
SPRING CITY	First Bank of Tennessee	22016	19257	221340	2981	11919	271551	220841	21551	0	29159	2354
TAZEWELL	First Century Bank	19254	44216	180817	3607	21901	262581	230511	2603	0	29467	245
TULLAHOMA	American City Bank of Tullahoma	5148	23721	219633	2213	17678	263967	206586	8307	0	49074	3163
TULLAHOMA	Southern Community Bank	5802	25150	126701	1260	13668	170061	145666	6727	0	17668	466
TULLAHOMA	First Vision Bank of Tennessee	7751	30147	131527	1787	9650	177288	153883	2765	0	20640	883
UNION CITY	Reelfoot Bank	8467	49612	81321	2113	9938	147225	130203	1695	0	15327	412
UNION CITY	First State Bank	40909	505281	1145600	1912	210205	1900083	1544858	58815	0	296410	8351
WARTBURG	Citizens First Bank	6506	20686	113659	1371	12702	152182	133598	5007	0	13577	554
WAYNESBORO	The Bank of Waynesboro	18547	21564	102925	2020	10089	151105	130540	801	0	19764	808
WAYNESBORO	Wayne County Bank	22634	30765	224721	5301	31520	304339	251166	15652	0	37521	1439
WINCHESTER	Citizens Community Bank	17439	39237	124983	3229	14679	193109	168184	2271	0	22654	1483
WOODLAND MILLS	The Farmers Bank, Woodland Mills,	4100	5199	2714	52	115	12076	10196	9	0	1871	-48
	Total	2,830,038	11,481,744	38,723,588	512,111	3,903,156	56,426,415	46,880,173	3,225,774	7,674	6,312,794	306,428

(A) Cash - Includes currency/coin, both interest-bearing and non-interest bearing balances due from depository institutions

(B) Investments - Investments owned: Includes securities, federal funds sold, and securities purchased under agreements to resell

(C) Total Loans - Includes all loans and lease financing receivables, net of unearned income

(D) Loan Loss Reserve - Allowance for Loan and Lease Losses

(E) Other Assets - Includes premises and fixed assets, trading assets, other real estate owned, investments in unconsolidated subsidiaries and associated companies, customer's liability to bank on acceptances outstanding, intangible assets, and assets not reportable elsewhere.

(F) Deposits - Includes all interest bearing and non-interest bearing customer deposits held.

(G) Other Liabilities - Includes federal funds purchased, securities sold under agreements to repurchase, demand notes issued to U.S. Treasury, mortgage indebtedness, obligations under capital leases, bank's liability on acceptances outstanding, and all other liabilities

(H) Minority Interest in Unconsolidated Subsidiaries

(I) Equity Capital - Includes preferred stock, common stock, surplus, undivided profits, and accumulated other comprehensive income

(J) Net Income - Income earned after all expenses, taxes, and extraordinary items

**TENNESSEE STATE-CHARTERED BANKS
KEY BANK RATIOS AS OF JUNE 30, 2015**

CITY	INSTITUTION	NET INCOME TO	NET LOANS	ALLOWANCE	CORE CAPITAL	NET LOANS	NET INCOME
		AVG TOTAL	TO ASSETS	FOR LOAN	(LEVERAGE)	TO DEPOSITS	TO AVG TOTAL
		ASSETS RATIO	RATIO	LOSSES RATIO	RATIO	RATIO	EQUITY RATIO
ADAMSVILLE	Farmers & Merchants Bank	0.28	45.83	2.72	11.53	53.66	2.41
ASHLAND CITY	Community Bank & Trust	-0.16	40.37	3.65	10.37	47.08	-1.60
ATWOOD	Citizens Bank & Trust Company	0.49	36.25	0.48	8.91	39.85	5.76
BARTLETT	Bank of Bartlett	0.04	53.65	1.42	6.07	59.33	0.60
BELLS	Bank of Crockett	1.17	29.65	1.39	11.38	34.37	9.59
BOLIVAR	Merchants & Planters Bank	0.66	55.25	1.44	12.35	65.6	5.13
BRENTWOOD	Reliant Bank	0.66	75.97	1.21	10.4	101.03	5.68
BRIGHTON	Brighton Bank	-0.3	75.81	1.17	5.18	80.48	-5.71
BROWNSVILLE	INSOUTH Bank	0.55	65.13	1.3	8.91	72.92	5.49

**TENNESSEE STATE-CHARTERED BANKS
KEY BANK RATIOS AS OF JUNE 30, 2015**

CITY	INSTITUTION	NET INCOME TO AVG TOTAL ASSETS RATIO	NET LOANS TO ASSETS RATIO	ALLOWANCE FOR LOAN LOSSES RATIO	CORE CAPITAL (LEVERAGE) RATIO	NET LOANS TO DEPOSITS RATIO	NET INCOME TO AVG TOTAL EQUITY RATIO
BYRDSTOWN	People's Bank and Trust Company of Pickett County	0.84	74.01	2.44	10.41	83.74	7.67
CAMDEN	Apex Bank	4.28	76.63	1.86	14.68	98.46	26.86
CARTHAGE	Citizens Bank	2.48	33.66	1.08	16.65	40.4	14.99
CHATTANOOGA	First Volunteer Bank	1.18	71.72	1.31	9.61	80.68	11.73
CHATTANOOGA	Cornerstone Community Bank	0.6	70.43	1.16	9.45	92.29	6.24
CHATTANOOGA	CapitalMark Bank & Trust	1.03	80.81	0.89	9.93	93.13	10.21
CLARKSVILLE	F&M Bank	0.69	82.29	0.7	9.24	102.18	8.09
CLARKSVILLE	First Advantage Bank	0.58	81.36	1.39	13.22	110.45	4.29
CLARKSVILLE	Legends Bank	0.75	65.96	1.16	9.51	77.8	7.92
CLARKSVILLE	Cumberland Bank and Trust	0.96	77.37	1.44	10.85	89.99	8.99
CLEVELAND	Bank of Cleveland	1.4	77.83	1.64	15.94	93.6	8.82
CLEVELAND	Southern Heritage Bank	0.94	47.71	0.17	11.43	55.55	6.33
CLIFTON	Peoples Bank	0.81	72.98	1.45	9.03	84.38	9.12
COLLIERVILLE	BankTennessee	0.91	78.62	1.78	9.28	90.52	8.81
COLLIERVILLE	Landmark Community Bank	0.93	78.99	1.07	9.12	97.86	9.94
COLUMBIA	First Farmers and Merchants Bank	0.92	56.04	1.25	8.9	64.09	9.63
COLUMBIA	Community First Bank & Trust	1.26	57.71	1.7	9.88	64.14	13.52
COLUMBIA	Heritage Bank & Trust	0.97	65.97	2.49	8.61	75.02	11.76
COOKEVILLE	Bank of Putnam County	0.83	46.83	0.61	7.83	51.49	10.34
COOKEVILLE	Putnam 1st Mercantile Bank	0.63	71.28	1.57	11.61	80.66	5.46
CORDOVA	First Alliance Bank	0.32	78.59	1.69	9.8	91.08	2.99
CROSSVILLE	Cumberland County Bank	0.69	42.12	1.17	7.78	46.57	9.08
DECATURVILLE	Decatur County Bank	1.12	56.63	1.53	8.19	66.9	14.66
DECHERD	Franklin County United Bank	-0.19	67.89	2.85	11.14	77.22	-1.60
DICKSON	Bank of Dickson	0.72	59.02	1.03	12.26	70	5.55
DICKSON	TriStar Bank	0.62	61.18	0.91	8.63	70.44	6.95
DUNLAP	Mountain Valley Bank	0.22	59.9	1.43	9.21	66.17	2.36
ELIZABETHTON	Citizens Bank	1.56	63.06	0.71	12.5	83.62	11.40
ELIZABETHTON	Security Federal Bank	1.17	63.66	1.05	22.83	85.38	5.10
ERIN	Traditions First Bank	0.79	63.39	0.99	10.54	72.56	7.39
FARRAGUT	SouthEast Bank	1.43	86.24	0.58	9.27	96.29	15.24
FAYETTEVILLE	Bank of Lincoln County	0.99	68.84	1.43	13.13	79.95	7.50
FRANKEWING	Bank of Frankewing	0.87	65.8	2.42	11.27	75.84	7.71
FRANKLIN	Franklin Synergy Bank	0.89	54.96	0.82	9.59	64.54	8.90
GALLATIN	Sumner Bank & Trust	0.9	55.83	1.43	8.91	64.5	10.01
GATES	Gates Banking and Trust Company	1.26	29.03	2.33	10.88	33.22	10.71
GERMANTOWN	First Capital Bank	0.74	79.27	0.62	9.86	97.67	7.56

**TENNESSEE STATE-CHARTERED BANKS
KEY BANK RATIOS AS OF JUNE 30, 2015**

CITY	INSTITUTION	NET INCOME TO	NET LOANS	ALLOWANCE	CORE CAPITAL	NET LOANS	NET INCOME
		AVG TOTAL	TO ASSETS	FOR LOAN	(LEVERAGE)	TO DEPOSITS	TO AVG TOTAL
		ASSETS RATIO	RATIO	LOSSES RATIO	RATIO	RATIO	EQUITY RATIO
GREENEVILLE	American Patriot Bank	-0.48	61.07	2.27	2.12	62.83	-22.96
GREENEVILLE	Heritage Community Bank	0.21	71.44	2.12	6.93	77.01	3.18
GREENFIELD	Greenfield Banking Company	0.59	78.36	1.09	12.17	94.68	4.91
HALLS	Bank of Halls	1.25	42.62	1.63	10.88	48.65	10.51
HALLS	The Lauderdale County Bank	0.61	45.81	1.32	9.22	51.4	6.54
HARROGATE	Commercial Bank	1.02	72.65	1.29	10.52	88.19	9.75
HARTSVILLE	Citizens Bank	1.2	76.63	1.52	9.82	88.12	12.66
HENDERSON	Chester County Bank	0.68	38.24	1.01	9.73	42.55	6.86
HUNTINGDON	Carroll Bank and Trust	0.45	70.65	0.6	10.15	82.57	4.29
JACKSON	First South Bank	1.49	56.92	1.02	10.18	70.61	11.99
JACKSON	The Bank of Jackson	0.66	34.25	1.98	10.18	39.59	6.22
JAMESTOWN	Union Bank	0.49	55.85	1.76	10.28	62.74	4.85
JAMESTOWN	Progressive Savings Bank	0.47	66.12	0.83	9.07	73.57	5.09
JASPER	Citizens State Bank	0.45	57.96	0.73	7.55	63.11	5.69
JEFFERSON CITY	First Peoples Bank of Tennessee	0.06	65.52	0.78	9	74.66	0.73
JELLICO	UBank	1.04	51.57	1.43	12.85	60.12	7.86
KINGSPORT	Bank of Tennessee	1.14	68.45	1.14	9.12	81.73	12.26
KINGSPORT	TriSummit Bank	0.49	67.03	0.93	9.41	82.64	4.77
KNOXVILLE	Mountain Commerce Bank	0.75	80.52	1.41	9.14	91.3	8.00
KNOXVILLE	Clayton Bank and Trust	3.32	80.58	3.37	18.04	106.39	18.76
KNOXVILLE	American Trust Bank of East Tennessee	0.81	76.39	1.14	12.21	90.24	6.59
LA FOLLETTE	Peoples Bank of the South	1.44	84.82	1.39	13.94	100.51	10.47
LAFAYETTE	Citizens Bank of Lafayette	1.01	50.57	1.57	8.73	61.51	10.72
LAFAYETTE	Macon Bank and Trust Company	0.94	37.36	1.85	12.26	44.03	7.51
LAWRENCEBURG	Lawrenceburg Federal Bank	0.73	86.02	0.49	23.12	115.57	3.18
LEBANON	First Freedom Bank	1.25	78.1	1.39	10.82	93.36	11.70
LEWISBURG	First Commerce Bank	1.22	69.52	1.55	9.86	78.2	12.20
LEXINGTON	Community Bank	1.38	76.12	1.15	8.99	90.08	14.87
LIVINGSTON	Union Bank & Trust Company	2.53	68.88	1.89	12.03	78.73	20.78
LIVINGSTON	American Bank & Trust of the Cumberland	1.3	81.2	1.2	8.06	91.47	16.27
LOBELVILLE	Bank of Perry County	1.85	82.85	1.42	9.87	99.48	18.61
MADISONVILLE	Volunteer Federal Savings Bank	0.52	72.36	0.48	14.26	92.69	3.67
MADISONVILLE	Peoples Bank of East Tennessee	0.21	63.72	0.96	9.95	71.31	2.07
MANCHESTER	Peoples Bank & Trust Company	0.78	58.5	1.57	11.1	67.23	7.14
MANCHESTER	Coffee County Bank	2.44	76.14	2.12	12.65	88.34	19.18
MARYVILLE	Citizens Bank of Blount County	0.77	50.51	1.5	16.48	61.29	4.64
MARYVILLE	Foothills Bank & Trust	0.7	66.63	1.91	9.86	77.95	6.97

**TENNESSEE STATE-CHARTERED BANKS
KEY BANK RATIOS AS OF JUNE 30, 2015**

CITY	INSTITUTION	NET INCOME TO AVG TOTAL ASSETS RATIO	NET LOANS TO ASSETS RATIO	ALLOWANCE FOR LOAN LOSSES RATIO	CORE CAPITAL (LEVERAGE) RATIO	NET LOANS TO DEPOSITS RATIO	NET INCOME TO AVG TOTAL EQUITY RATIO
MC KENZIE	McKenzie Banking Company	1.98	41.02	2.4	14.43	48.37	13.96
MC MINNVILLE	Security Federal Savings Bank of McMinnville	0.59	67.24	0.97	9.7	77.14	6.02
MC MINNVILLE	Homeland Community Bank	0.45	51.66	2.62	9.72	57.7	4.64
MEMPHIS	Tri-State Bank of Memphis	-0.33	58.87	2.14	8.46	66	-3.26
MEMPHIS	Financial Federal Bank	2.18	93.48	1.74	15.62	143.89	13.95
MEMPHIS	Independent Bank	1.05	83.26	1.12	11.35	101.36	8.22
MEMPHIS	Paragon Bank	-0.17	77.31	1.2	10.78	96.12	-1.47
MEMPHIS	Triumph Bank	0.96	80.56	1.31	9.4	93.02	10.12
MEMPHIS	Magna Bank	0.89	80.91	0.98	12.03	106.26	7.37
MILAN	The Bank of Milan	1.78	51.01	0.97	9.7	57.23	18.37
MILLINGTON	Patriot Bank	1	44.7	2.23	8.9	52.13	10.57
MOUNT JULIET	SOUTHERN BANK OF TENNESSEE	0.49	68.58	0.81	10.66	79.21	4.24
MOUNTAIN CITY	Farmers State Bank	0.72	58.31	1.51	14.98	69.86	4.69
MOUNTAIN CITY	Johnson County Bank	0.69	50.72	1.31	13.66	61.29	5.13
NASHVILLE	Avenue Bank	0.69	73.47	1.16	10.41	92.78	6.94
NASHVILLE	FirstBank	1.9	67.7	1.67	8.31	83.98	18.58
NASHVILLE	Citizens Savings Bank and Trust Company	0.3	79.88	1.41	8.17	89.6	3.84
NASHVILLE	InsBank	0.82	83.63	1.21	9.9	107.57	8.34
NASHVILLE	Pinnacle Bank	1.51	73.83	1.35	9.77	95.33	10.87
NASHVILLE	Truxton Trust Company	1.3	67.05	1.13	10.47	83.6	12.49
NASHVILLE	Civic Bank & Trust	-0.06	48.96	1.86	13.86	63.06	-0.42
NEWBERN	Security Bank	0.96	31.71	2.08	11.12	39.52	7.99
NOLENSVILLE	Peoples State Bank of Commerce	0.98	59.5	1.9	5.91	63.27	18.03
OAK RIDGE	TNBANK	0.24	69.22	1.06	8.66	86.79	2.46
OOLTEWAH	Community Trust & Banking Company	0.92	64.88	2.29	11.61	73.2	7.78
PARIS	Commercial Bank & Trust Co.	1.51	64.23	1.78	10.67	73.02	13.43
PARIS	Security Bank and Trust Company	2.19	74.07	0.47	10.09	83.54	21.46
PIGEON FORGE	SmartBank	0.31	71.19	0.98	10.92	80.08	2.88
PIKEVILLE	First Farmers & Commercial Bank	0.83	50.93	1.47	11.01	57.33	7.59
PIPERTON	The Bank of Fayette County	1	76.88	1.38	9.61	92.72	10.47
PORTLAND	The Farmers Bank	1.06	60.29	1.61	10.43	70.66	9.97
PORTLAND	Volunteer State Bank	2.63	81.49	0.86	8.79	109.96	26.43
RIPLEY	Bank of Ripley	0.43	38.99	2.49	14.18	46.47	2.89
ROGERSVILLE	Civis Bank	0.11	69.34	1.33	4.93	74.6	2.30
ROGERSVILLE	First Community Bank of East Tennessee	0.68	59.94	1.9	11.12	74.64	6.29
RUTLEDGE	Citizens Bank and Trust Company of Grainger County	0.77	32.52	1.57	16.38	39.14	4.56
SARDIS	The Peoples Bank	0.62	60.91	1.15	8.58	67.91	6.67
SAVANNAH	The Hardin County Bank	1.02	81.08	0.96	8.94	94.23	11.83
SAVANNAH	Central Bank	0.57	60.3	3.17	6.9	65.85	8.43

**TENNESSEE STATE-CHARTERED BANKS
KEY BANK RATIOS AS OF JUNE 30, 2015**

CITY	INSTITUTION	NET INCOME TO AVG TOTAL ASSETS RATIO	NET LOANS TO ASSETS RATIO	ALLOWANCE FOR LOAN LOSSES RATIO	CORE CAPITAL (LEVERAGE) RATIO	NET LOANS TO DEPOSITS RATIO	NET INCOME TO AVG TOTAL EQUITY RATIO
SELMER	Home Banking Company	0.56	39.99	1.04	9.3	44.88	5.92
SEVIERVILLE	Sevier County Bank	1.03	57.07	1.37	6.31	61.11	22.74
SHELBYVILLE	First Community Bank of Bedford County	2.18	64.35	0.82	11.81	102.79	16.64
SHELBYVILLE	PEOPLES BANK OF MIDDLE TENNESSEE	0.95	71.53	1.48	12.52	82.88	7.45
SPRING CITY	First Bank of Tennessee	1.79	80.41	1.35	10.87	98.88	16.29
TREZEVANT	Farmer's & Merchants Bank	1.03	87.18	1.53	8.92	102.45	11.38
TULLAHOMA	American City Bank of Tullahoma	2.44	82.37	1.01	15.9	105.24	13.30
TULLAHOMA	Southern Community Bank	0.57	73.76	0.99	9.62	86.12	5.33
TULLAHOMA	First Vision Bank of Tennessee	1.02	73.18	1.36	11.62	84.31	8.60
UNION CITY	Reelfoot Bank	0.55	53.8	2.6	10.61	60.83	5.31
UNION CITY	First State Bank	0.87	60.19	0.17	10.1	74.03	6.30
WARTBURG	Citizens First Bank	0.74	73.79	1.21	8.49	84.05	7.88
WAYNESBORO	The Bank of Waynesboro	1.09	66.78	1.96	13.17	77.3	8.18
WAYNESBORO	Wayne County Bank	0.94	72.1	2.36	12.24	87.36	7.78
WINCHESTER	Citizens Community Bank	1.54	63.05	2.58	11.72	72.39	13.16
WOODLAND MILLS	The Farmers Bank, Woodland Mills, Tennessee	-0.77	22.04	1.92	14.98	26.11	-5.06
	Median including All Institutions	0.83	66.12	1.39	10.15	77.22	7.59

**TENNESSEE STATE-CHARTERED TRUST COMPANIES
CONSOLIDATED BALANCE SHEET (IN THOUSANDS)**

	June 30, 2015	June 30, 2014	\$ Change	% Change
ASSETS				
Cash and Due from Banks	43,478	42,558	920	2.16%
Securities and Investments	1,325	1,825	-500	-27.40%
Premises and Fixed Assets	1,785	1,720	65	3.78%
Intangible Assets	37,416	39,442	-2,026	-5.13%
Other Assets	15,206	14,116	1,090	7.72%
TOTAL ASSETS	99,210	99,661	-451	-0.45%
LIABILITIES				
Other Liabilities	20,628	19,202	1,426	7.43%
TOTAL LIABILITIES	20,628	19,202	1,426	7.43%
NET ASSETS				
Unrestricted Assets	0	0	0	0.00%
Temporarily Restricted Assets	0	0	0	0.00%
Permanently Restricted Assets	0	0	0	0.00%

**TENNESSEE STATE-CHARTERED TRUST COMPANIES
CONSOLIDATED BALANCE SHEET (IN THOUSANDS)**

EQUITY CAPITAL				
Common Stock	6,052	4,865	1,187	24.40%
Less: Treasury Stock	1,301	1,326	25	-1.88%
Surplus	4,318	5,326	-1,008	-18.93%
Additional Paid-in Capital	63,262	63,237	25	0.04%
Undivided Profits	6,251	8,360	-2,109	-27.91%
Unrealized Gains and (Losses)	0	-3	3	100.00%
TOTAL EQUITY CAPITAL	78,582	80,459	-1,877	-4.40%
TOTAL LIABILITIES AND EQUITY CAPITAL	99,210	99,661	-451	-0.32%

Note: Guardianship and Trust Company is not included in the figures above.

**TENNESSEE STATE-CHARTERED TRUST COMPANIES
CONSOLIDATED INCOME STATEMENT (IN THOUSANDS)**

	June 30, 2015	June 30, 2014	\$ Change	% Change
Fee Income	62,988	60,547	2,441	4.03%
NET FEE INCOME	62,988	60,547	2,441	4.03%
Other Income	33	58	-25	-43.10%
TOTAL INCOME	63,021	60,605	2,416	3.98%
Operating Expenses	40,846	35,673	5,173	14.50%
Advisor/Consulting Fees	11,265	13,206	-1,941	-14.70%
Inter-Company Expense (Credit)	998	1,051	-53	-5.04%
Securities (Gains) and Losses	13	0	13	0.00%
TOTAL OPERATING EXPENSES	53,122	49,930	3,192	6.39%
Pre-Tax Net Operating	9,899	10,675	-776	-7.27%
Less:				
Applicable Income Taxes	1,213	1,581	-368	-23.28%
Non-Operating Expenses	4,413	4,110	303	7.37%
NET OPERATING INCOME	4,273	4,984	-711	-14.27%
Extraordinary Gains/Losses	0	0	0	0.00%
NET INCOME	4,273	4,984	-711	-14.27%

Note: Guardianship and Trust Company is not included in the figures above.

**TENNESSEE STATE-CHARTERED TRUST COMPANIES
STATEMENT OF CONDITION (IN THOUSANDS)**

	(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)
Institution	Cash	Invest	Other Assets	Total Assets	Other Liabilities	Equity Capital	Net Income	TAUM	Common/Collective Funds	No. of Funds
Advocacy Trust of Tennessee, LLC	974	0	133	1,107	44	1,063	-87	44,272	0	0
First Mercantile Trust Company	33,428	0	35,782	69,210	7,736	61,474	1,672	4,292,414	3,495,549	156
Meridian Trust and Investment Company	268	300	1,071	1,639	144	1,495	807	618,537	0	0
The Trust Company of Knoxville	2,701	0	926	3,627	719	2,908	758	2,626,423	43,952	1
Argent Trust and Investment Company	132	0	7,336	7,468	3,976	3,492	245	2,623,879	0	0
Diversified Trust Company	3,159	0	5,728	8,887	5,907	2,980	-269	5,795,213	1,724,372	13
Cumberland Trust and Investment Company	146	0	3,333	3,479	344	3,135	535	2,204,748	0	0
Equitable Trust Company	2,670	1,025	98	3,793	1,758	2,035	612	2,156,788	0	0
Totals	43,478	1,325	54,407	99,210	20,628	78,582	4,273	20,362,274	5,263,873	170

Cash - Includes currency and coin, and both interest bearing and non-interest bearing balances due from depository institutions

Investments - Investments Owned

Other Assets - Includes premises and fixed assets, investments in unconsolidated subsidiaries, intangible assets, and all other assets

Total Assets - The sum of (A) through (C)

Other Liabilities - Includes all liabilities

Equity Capital - Includes preferred stock, common stock, treasury stock, debt capital, surplus, undivided profits, and all other capital reserves net of any unrealized holding gains (losses) on available for sale securities

Net Income - Income earned after all expenses, taxes, and extraordinary items

Total Assets Under Management - Total Discretionary and Non-Discretionary Assets Under Management and/or Custody inclusive of funds held in Common/Collective Funds

Common/Collective Funds - Assets held in Common and/or Collective Investment Funds trustee by company at market value

Number of Funds - Number of Common/Collective Funds

Note: Guardianship and Trust Company is not included.

COMPLIANCE DIVISION

The Department's Compliance Division is responsible for the licensing and examination of certain non-depository financial institutions and individuals doing business in Tennessee that are subject by law to regulatory oversight by the Department:

- Check Cashers
- Deferred Presentment Service Providers
- Flexible Credit Lenders
- Home Equity Conversion (Reverse) Mortgage Lenders
- Industrial Loan and Thrift Companies
- Insurance Premium Finance Companies
- Residential Mortgage Lenders, Brokers and Servicers
- Residential Mortgage Loan Originators
- Title Pledge Lenders



ADMINISTRATION

Mike Igney, Assistant Commissioner
Melody Johnson, Financial Analyst

Melanie Harper, Administrative Services Assistant
Steffany Daniel, Administrative Services Assistant

LICENSING

David Axford, JD, Chief Administrator
Carl Scott, CFSA, Director of Licensing
Stephen Henley, CPA, Director of Licensing

David Gaines, Financial Analyst
Harvie Franklin, III, Financial Analyst
Mandy Heady, Financial Analyst

EXAMINATION

Nicole Chamblee, CFE, Chief Administrator
Jack Lay, Regulatory Compliance Director
Elizabeth Harrell, Regulatory Compliance Manager
David Kelly, Compliance Examination Supervisor

Patrick Somers, Compliance Examination Supervisor
Cathy Wilkerson, Compliance Examination Supervisor

EXAMINERS

Robert Campbell, Loan Examiner
Steve Cranor, Loan Examiner
Robert Doyle, Loan Examiner
Stephanie Dunn, Loan Examiner
Grant Gouveia, CFE, Loan Examiner
Chad Haney, Loan Examiner
Kevin Hicks, Loan Examiner
Robert Hornbeak, Loan Examiner

Kerry Rial, Loan Examiner
Luke Schroer, Loan Examiner
Keith Sharp, Loan Examiner
James Simmons, Loan Examiner
Calvin Stout, Loan Examiner
Robert Walker, Loan Examiner
Mike Wiggins, Loan Examiner
Jim Worley, Loan Examiner

COMPLIANCE DIVISION- Continued

REGULATORY OVERSIGHT

In order to lawfully engage in business in Tennessee, each institution or individual must first obtain a license, certificate of registration or authorization from the Department. All such applications are processed by the Compliance Division, which ensures that each applicant meets the minimum qualifications required by law in order to engage in such business.

Through a comprehensive examination program, licensed and registered entities are subject to periodic examination by the Compliance Division's examiners. Examinations are designed to test and enforce compliance with Tennessee laws, as well as certain Federal laws and regulations such as the Real Estate Settlement Procedures Act and the Truth in Lending Act. These laws and regulations were promulgated in order to protect consumers by, among other things, limiting the amount of interest, loan charges and insurance charges that may be imposed, as well as providing for specific disclosures to the consumer regarding loan provisions. The Compliance Division's examiners also investigate consumer complaints and allegations of consumer fraud and usury.

Through 3,256 examinations and other methods of regulatory oversight of non-depository institutions, the Department returned refunds in the amount of \$673,313.78 to consumers for the calendar year ending December 31, 2015. In addition, administrative enforcement actions initiated by the Department resulted in civil monetary penalties of \$201,902.19.

FISCAL YEAR HIGHLIGHTS

- **RISK-FOCUSED EXAMINATION PROGRAM**

The Compliance Division has established a risk focused regulatory program for non-depository financial institutions that bases regulatory scrutiny on compliance benchmarks. The primary focus was to develop a method of identifying characteristics within a licensed entity that would allow for an allocation of exam resources based on the potential risk of harm to the consumer. Companies showing a need for greater regulatory scrutiny would be identified and examined with a greater frequency. Likewise, companies showing a low risk to consumers would need less regulatory scrutiny.

The risk program ensures compliance with governing law, but also considers various risk factors that have been determined are most relative to the potential for consumer harm such as prior exam results, repeat violations leading to refunds, management experience, employee training, and whether appropriate risk management systems are in place.

COMPLIANCE DIVISION- Continued

This rating system will allow the Department to focus on licensees that appear to have the greatest risk. The goal of the Compliance Division is to assist management in reducing risk to consumers and helping licensees to be more successful.

- **SUPERVISION FEE**

Public Chapter 736 of the Tennessee Public Acts of 2014 amended parts of Title 45 of the Tennessee Code relative to non-depository financial institutions regulated by the Compliance Division. Public Chapter 736 changed the way that licensees and registrants regulated by the Compliance Division are assessed licensing, registration and examination fees, combining those fees into an annual supervision fee. The licensing year for some institutions was also changed. Each person regulated by the Compliance Division, except mortgage loan originators, is assessed an annual supervision fee, which is determined by the Commissioner on an annual basis based on the Department's budget as approved by the Administration and the General Assembly. The supervision fee includes the annual licensing or registration fee and the costs for a routine examination or investigation. Licensees and registrants continue to pay the actual expenses for out-of-state examinations and inspections. The supervision fee is paid with the filing of an application, whether a new or renewal application, and payment of the fee is a condition of obtaining the issuance or renewal of the license or registration. Mortgage loan originators are not assessed a supervision fee, but continue to pay the same licensing and renewal fees as previously required. The supervision fee was phased in at different times during 2015 and has now been fully implemented. The new fee structure will assist the Department in implementing its risk-focused examination program for non-depository institutions, furthering the Department's overarching goal of establishing an appropriate level of regulatory oversight to fulfill the Department's obligations to consumers, but doing so in a manner so as to permit financial institutions to contribute to economic progress and to serve the needs of consumers.

INDUSTRIAL LOAN AND THRIFT COMPANIES (TILT)

The Tennessee Industrial Loan and Thrift ("TILT") Companies Act, Tenn. Code Ann. §§ 45-5-101, et seq., was adopted for the stated purpose of allowing the citizens of Tennessee to have available the facilities and resources of regulated lending institutions to meet their needs for loans at rates and charges reasonably commensurate with economic realities. TILT companies are authorized to charge rates of interest higher than the rates currently authorized under Tennessee's general usury statutes. The requirements for registration under the TILT Act include having a minimum net worth of \$25,000 for each location from which business is conducted, and filing with the Department a surety bond in the amount of \$200,000 if the business proposes to make residential mortgage loans, or \$50,000 otherwise. Registrations under the TILT Act expire on March 31 of each year and may be renewed by filing a renewal application on or before March 1. As of December 31, 2015 there were 1,548 TILT locations registered with the Department. For the calendar year 2015, the Department conducted 860 examinations of TILT companies resulting in refunds totaling \$195,303.56.

**Industrial Loan and Thrift Companies
Composite Annual Report
(Year Ending December 31, 2014)**

Number of Companies Included in this Report	200
Number of Offices included in this report	1,491
Number of Employees included in this report	6,151
RATE OF RETURN	
Average Monthly Gross Receivable (Industry)	\$2,158,422,703.00
Average Monthly Gross Receivable (Location)	\$1,447,634.00
Net Income (Industry)	\$103,203,382.00
Net Income (Location)	\$69,217.56
Rate of Return on Outstanding Receivables (Location)	5.00%
ANALYSIS OF ACCOUNTS OUTSTANDING (MONTHLY AVERAGE)	
Average Number of Accounts Outstanding (Industry)	750,787
Average Number of Accounts Outstanding (Company)	3,754
Average Number of Accounts Outstanding (Location)	504
OTHER INFORMATION	
Number of Loans Outstanding at Beginning of Year	773,219
Dollar Amount of Loans Outstanding at Beginning of Year	\$2,047,412,799
Average Amount per Loan Outstanding at Beginning of Year	\$2,648
Number of Loans Made During the Year	2,523,461
Dollar Amount of Loans Made During the Year	\$3,643,796,432
Average Amount per Loan Made	\$1,444
Number of Loans Charged Off During the Year	188,561
Dollar Amount of Loans Charged Off During the Year	\$154,894,809
Average Account Balance Charged Off	\$821
Number of Loans Outstanding at Year End	819,857
Dollar Amount of Loans Outstanding at Year End	\$2,154,698,497
Average Account Balance per Loan Outstanding at Year End	\$2,628

**Compliance Division
Industrial Loan and Thrift Companies
Composite Annual Report (Year Ending December 31, 2014)
ANALYSIS OF LOANS RECEIVABLE**

Gross Loan Receivables Outstanding – January	\$2,064,694,652
Gross Loan Receivables Outstanding – February	\$2,190,798,618
Gross Loan Receivables Outstanding – March	\$2,171,510,235
Gross Loan Receivables Outstanding – April	\$2,137,384,032
Gross Loan Receivables Outstanding – May	\$2,150,439,741
Gross Loan Receivables Outstanding – June	\$2,165,515,863
Gross Loan Receivables Outstanding – July	\$2,123,990,757
Gross Loan Receivables Outstanding – August	\$2,144,859,546
Gross Loan Receivables Outstanding – September	\$2,163,883,479
Gross Loan Receivables Outstanding – October	\$2,163,940,222
Gross Loan Receivables Outstanding – November	\$2,181,231,395
Gross Loan Receivables Outstanding – December	\$2,242,823,895

FLEXIBLE CREDIT LENDERS

Businesses licensed under the Flexible Credit Act, Tenn. Code Ann. §§ 45-12-101, et seq., may offer flex loans, which are open-end credit plans contemplating repeated noncommercial consumer loans that may be unsecured or secured by personal property, and may be without fixed maturities or limitations as to the length of term. Flexible credit lenders may charge a periodic interest rate not to exceed 24% per annum, and a customary fee not to exceed a daily rate of .7% of the average daily principal balance in any billing cycle. No flex loan plan may have an outstanding principal balance in excess of \$4,000 at any time.

The requirements for licensure under the Flexible Credit Act include having a minimum net worth of \$50,000 for each location, and filing with the Department a surety bond in the amount of \$25,000 for each location up to a maximum of \$200,000 for any one licensee. Licenses under the Flexible Credit Act expire on December 31 of each year and may be renewed by filing a renewal application, through the Nationwide Multistate Licensing System (“NMLS”), between November 1 and December 31. As of December 31, 2015, there were 401 flexible credit locations licensed with the Department. The Flexible Credit Act first became effective January 1, 2015. The first loans were made in the spring of 2015. Exams are scheduled to begin in early 2016.

- **ANNUAL REPORT INFORMATION FOR CALENDAR YEAR ENDING DECEMBER 31, 2015**

Under T.C.A. § 45-12-122, the Commissioner shall prepare and submit to the governor and general assembly, annually, an analysis and recapitulation of the reports for the preceding calendar year for the purpose of reflecting the general results of operations under this chapter.

COMPLIANCE DIVISION- Continued

- **STATEMENT OF ASSETS, LIABILITIES, AND EQUITY**

The following tabulation represents aggregate information from the audited financial statements of 11 reporting entities.

Total Assets	\$202,960,494
Total Liabilities	\$45,424,837
Net Worth	\$157,535,657

As of December 31, 2015, five (5) companies owned 89% of the industry's assets. This accounts for \$180,402,242 of the total reported assets of \$202,960,494. Nine (9) companies reported assets greater than \$500,000; whereas 2 companies had less than \$500,000 in assets.

- **STATEMENT OF INCOME AND EXPENSES**

Since the Flexible Credit Act did not become effective until January 2015, licensees did not have information to report for the preceding calendar year 2014. Therefore, the following tabulation represents aggregate information for the period ending September 30, 2015:

Total Operating Income	\$33,245,148
Salary Expense	\$8,073,310
Bad Debt Expense	\$10,254,805
Owners' Compensation	\$547,708
Net Income*	\$1,365,479

(*Excluding Owner's Compensation)

Of the 11 reporting companies, 4 reported operating losses. The average company made a profit of \$124,134.

Salaries are a major company expense, amounting to about 24% of total operating income. The average salary expense for a reporting company was \$733,937. Losses on receivables constitute another major industry expense. Bad debt expense represented approximately 31% of total operating income.

COMPLIANCE DIVISION- Continued

- **TRANSACTIONAL DATA**

Number of New Agreements Entered Into for 2015	139,842
Dollar Amount of New Agreements During 2015	\$94,302,163

Distribution of 2015 New Agreements by Dollar Amount: (Maximum agreement amount= \$4,000)

\$1000 or less	117,777
\$1001-\$3000	18,621
\$3001-\$4000	3,444

RESIDENTIAL MORTGAGE LENDERS, BROKERS AND SERVICERS

Residential mortgage lenders, brokers and servicers doing business in Tennessee must be licensed under the Tennessee Residential Lending, Brokerage and Servicing Act, Tenn. Code Ann. §§ 45-13-101, et seq. The requirements for licensure include having a minimum net worth of \$25,000, and filing with the Department a surety bond in an initial amount of between \$90,000 and \$200,000 depending on the nature of the business to be conducted, and the bond is adjustable annually based on the dollar amount of Tennessee residential mortgage loans originated in the preceding calendar year. Licenses expire on December 31 of each year and may be renewed by the filing of a renewal application, through the Nationwide Multistate Licensing System (“NMLS”), between November 1 and December 31. As of December 31, 2015, there were 585 mortgage businesses licensed with the Department. For the calendar year 2015, the Department conducted 120 examinations of mortgage companies, resulting in refunds totaling \$144,211.17.

RESIDENTIAL MORTGAGE LOAN ORIGINATORS

Residential mortgage loan originators must also be licensed under the Tennessee Residential Lending, Brokerage and Servicing Act, Tenn. Code Ann. §§ 45-13-101, et seq. The requirements for licensure include the following: 20 hours of pre-licensure education, 2 hours of which must be in Tennessee law; passing score on a national test with uniform state content; authorization for a fingerprint based criminal background check through the FBI; authorization for a credit report from a national credit reporting agency. A mortgage loan originator license is not active unless the individual is also sponsored by a licensed mortgage lender or mortgage loan broker, and a mortgage loan originator is prohibited by law from providing origination services with an inactive license. Licenses expire on December 31 of each year and may be renewed by the filing of a renewal application, through the Nationwide Multistate Licensing System (“NMLS”), between November 1 and December 31. As of December 31, 2015, there were 9,263 mortgage loan originators licensed

COMPLIANCE DIVISION- Continued

with the Department. The Department examines the work product of individual mortgage loan originators when it examines the sponsoring broker or lender.

TITLE PLEDGE LENDERS

The Tennessee Title Pledge Act, Tenn. Code Ann. §§ 45-15-101, et seq., governs the activities of title pledge lenders in Tennessee. A title pledge loan is a 30 day loan, which may be renewed, secured by the borrower's motor vehicle. Title pledge lenders may charge interest at a rate not to exceed 2% per month, and a customary fee of no more than 1/5 of the original principal amount of the loan or the unpaid balance due at the inception of any renewal. If a borrower fails to repay a loan, the lender may repossess and sell the vehicle, but the borrower is not personally liable for any deficiency balance.

The requirements for licensure under the Tennessee Title Pledge Act include having a minimum net worth of \$75,000 for each location, and filing with the Department a surety bond in the amount of \$25,000 for each location up to a maximum of \$200,000 for any one licensee. Licenses under the Tennessee Title Pledge Act expire on December 31 of each year and may be renewed by filing a renewal application on or before December 1. As of December 31, 2015, there were 965 title pledge locations licensed with the Department. For the calendar year 2015, the Department conducted 830 examinations of title pledge businesses resulting in refunds totaling \$123,525.12.

- **ANNUAL REPORT INFORMATION FOR CALENDAR YEAR ENDING DECEMBER 31, 2014**

The following tabulation represents aggregate information from reports filed by 148 licensed companies with 951 locations. The Department did not require an annual report from companies that opened after December, 2014.

Total Assets	\$507,869,721
Total Liabilities	\$80,238,909
Net Worth	\$427,630,812

As of December 31, 2014, five (5) companies owned 65% of the industry's assets. This accounts for \$332,404,837 of the total reported assets of \$507,869,721. 63 companies reported assets greater than \$500,000; 81 companies had assets of between \$100,000 and \$500,000; and the remaining 4 reflected total assets of less than \$100,000.

- **STATEMENT OF INCOME AND EXPENSES**

The following information was compiled from the statements of income and expenses for the period of January 1, 2014 to December 31, 2014.

COMPLIANCE DIVISION- Continued

Total Operating Income	\$188,561,806
Salary Expense	\$37,383,922
Bad Debt Expense	\$43,099,679
Owners' Compensation	\$5,617,403
Net Income*	\$43,998,957

(*Excluding Owner's Compensation)

Of the 148 reporting companies, 44 reported operating losses and 14 reported net income of over \$100,000 for the period ending December 31, 2014. The average company made a profit of \$297,290.

Salaries are a major company expense, amounting to about 20% of total operating income. The average salary expense for a reporting company was \$252,594. Losses on receivables constitute another major industry expense. Bad debt expense represented approximately 23% of total operating income.

- **TRANSACTIONAL DATA**

The following transactional data were reported for the reporting period ending December 31, 2014:

Number of New Agreements Entered Into for 2014	250,257
Dollar Amount of New Agreements During 2014	\$230,651,534
Number of Defaults	49,941
Number of Repossessions	24,408
Total Surplus Amount Returned to Customers after Sale of Repossessed Vehicles	\$710,595

Distribution of 2014 New Agreements by Dollar Amount: (Maximum agreement amt. = \$2,500)

\$1000 or less	184,255
\$1001 - \$2,000	49,005
\$2001 - \$2,500	16,997

Number of Customers Holding Agreements Outstanding as of December 31, 2014	179,088
Number of Customers who Deferred a Principal Payment Reduction in 2014	21,218

COMPLIANCE DIVISION- Continued

DEFERRED PRESENTMENT SERVICE PROVIDERS

Licensees under the Deferred Presentment Services Act, Tenn. Code Ann. §§ 45-17-101, et seq., may engage in the business of deferred presentment services. A deferred presentment service is a transaction involving, in exchange for a fee, the acceptance and payment by the licensee of a check and the holding of the check for a period of time prior to presentment for payment. Licensees may charge a fee of not more than 15% of the face amount of the check, and may not have outstanding more than 2 checks from any 1 customer at the same time, with the aggregate face value of all outstanding checks from any one customer not to exceed \$500.

The requirements for licensure include having a minimum net worth of \$25,000 for each location. Licenses under the Deferred Presentment Services Act expire on December 31 of each year and may be renewed by the filing of a renewal application, through the Nationwide Multistate Licensing System (“NMLS”), between November 1 and December 31. As of December 31, 2015, there were 1,211 deferred presentment service locations licensed with the Department. For calendar year 2015, the Department conducted 986 examinations of deferred presentment service businesses, resulting in refunds totaling \$107,139.76.

- **ANNUAL REPORT INFORMATION**
By December 31st of each year, licensees are required by T.C.A. § 45-17-119 to file with the Commissioner of Financial Institutions an Annual Report covering the licensee’s business activities as of the close of business on December 31st of the prior year. These reports include a balance sheet, statement of income and expense, as well as other statistical data. Following is a recapitulation of the 2014 annual reports, submitted by licensees with renewal applications, for the purpose of reflecting the general results of operations for the calendar year ending December 31, 2014. Note: In accordance with the requirements set forth in Public Chapter 679, effective April 12, 2012, the licensing year was changed to January 1st through December 31st of each year.
- **ANNUAL REPORT INFORMATION FOR CALENDAR YEAR ENDING DECEMBER 31, 2014**
The following tabulation represents aggregate information from reports filed by 250 licensed companies. The Department did not require an annual report from companies that opened after December, 2014.
- **STATEMENT OF ASSETS, LIABILITIES, AND EQUITY**

Total Assets	\$1,123,008,494
Total Liabilities	\$591,956,284
Net Worth	\$531,052,210

COMPLIANCE DIVISION- Continued

As of December 31, 2014, five (5) companies owned 82% of the industry's assets. This accounts for \$916,553,793 of the total reported assets of \$1,123,008,494. 68 companies reported assets greater than \$500,000; 133 companies had assets of between \$100,000 and \$500,000; and the remaining 49 showed total assets of less than \$100,000.

- **STATEMENT OF INCOME AND EXPENSES**

The following information was compiled from the statements of income and expenses for the period of January 1, 2014 to December 31, 2014.

Total Operating Income	\$233,347,429
Salary Expense	\$54,120,661
Bad Debt Expense	\$49,674,921
Owners' Compensation	\$15,615,251
Net Income*	\$34,562,744

*Excluding Owner's Compensation

Of the 250 reporting companies, 62 reported operating losses and 36 reported net income of over \$100,000 for the period ending December 31, 2014. The average company made a profit of \$138,251. Salaries are a major company expense, amounting to about 23% of total operating income. The average salary expense for a reporting company was \$216,483. Losses on receivables constitute another major industry expense. Bad debt expense represented approximately 21% of total operating income.

- **TRANSACTIONAL DATA**

The following transactional data were reported for the reporting period ending December 31, 2014:

Number of Transactions	4,067,979
Dollar Amount of Transactions During the Year	\$1,174,995,820
Average Size of Receivable Transactions	\$289

Number of transactions by size of check:

\$1 - \$150	627,201
\$151 - \$250	1,494,212
\$251 - \$500	1,946,566

COMPLIANCE DIVISION- Continued

CHECK CASHERS

Check cashers, for a fee, provide currency in exchange for a payment instrument, such as a check. They are licensed under the Check Cashing Act of 1997, Tenn. Code Ann. §§ 45-18-101, et seq. Licensed check cashers may charge fees as follows: in general, no more than 5% of the face amount of the payment instrument or \$5, whichever is greater; for payment instruments for state public assistance or federal social security benefits, no more than 3% of the face amount or \$2, whichever is greater; and for personal checks or money orders, no more than 10% of the face amount or \$5, whichever is greater.

The requirements for licensure include a minimum net worth of \$25,000 for each location. Licenses under the Check Cashing Act expire on March 31 of each year and may be renewed by the filing of a renewal application on or before March 1. As of December 31, 2015, there were 584 check cashing locations licensed with the Department. For calendar year 2015, the Department conducted 453 examinations of check cashing businesses, resulting in refunds totaling \$103,134.17.

HOME EQUITY CONVERSION MORTGAGE LENDERS

Home equity conversion mortgages, also known as reverse mortgages, are governed in Tennessee by the Home Equity Conversion Mortgage Act, Tenn. Code Ann. §§ 47-30-101, et seq. A business that makes home equity conversion mortgages must be licensed under the Tennessee Residential Lending, Brokerage and Servicing Act, Tenn. Code Ann. §§ 45-13-101, et seq. and must also be an authorized lender under the Home Equity Conversion Mortgage Act. All reverse mortgages issued in Tennessee must comply with all requirements for participation in the federal Department of Housing and Urban Development's ("HUD") Home Equity Conversion Mortgage Program (or other similar federal reverse mortgage loan program) and must be insured by the Federal Housing Agency or other similar federal agency.

The requirements for authorization include licensure under the Tennessee Residential Lending, Brokerage and Servicing Act, and proof of approval as a lender by the Department of Housing and Urban Development. Authorized lenders are examined for compliance with Home Equity Conversion Mortgage Act at the same time that they are examined for compliance under the Tennessee Residential Lending, Brokerage and Servicing Act.

INSURANCE PREMIUM FINANCE COMPANIES

Persons engaged in the business of premium finance companies in Tennessee must be licensed under the Premium Finance Company Act of 1980, Tenn. Code Ann. §§ 56-37-101, et seq. Premium finance companies enter into agreements by which an insured or prospective insured promises to pay to the premium finance company the amount advanced or to be advanced under the agreement to an insurer or insurance agent or producing agent in payment of premiums of an insurance contract, together with interest and a service charge. A premium finance company may

COMPLIANCE DIVISION- Continued

charge interest not to exceed a maximum effective rate of 24% per annum, and may charge on pre-computed loans a service charge in an amount equal to 4% of the total amount of the loan.

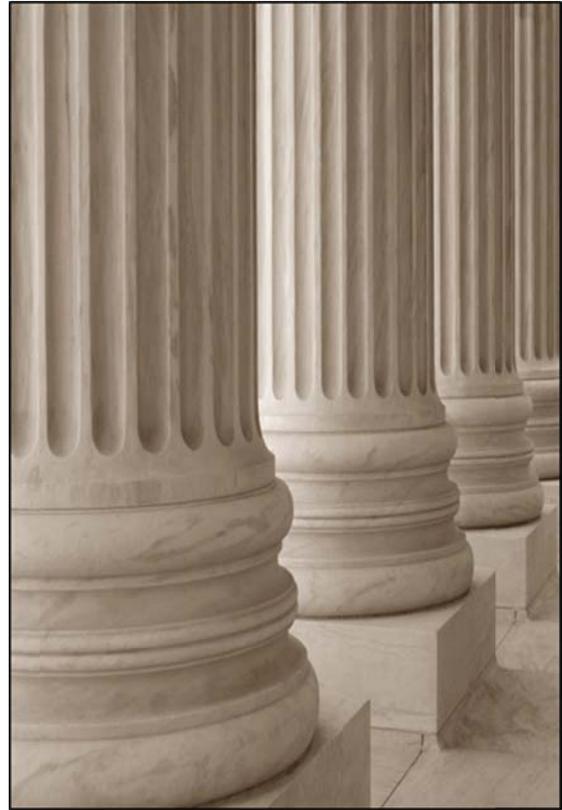
The requirements for licensure under the Premium Finance Company Act include the experience, training or education so as to be qualified in the business for which the license is required. As of December 31, 2015, there were 52 insurance premium finance companies licensed with the Department. For calendar year 2015, the Department conducted 7 examinations of insurance premium finance companies.



CREDIT UNION DIVISION

The Credit Union Division is responsible for the supervision and examination of state-chartered natural-person and corporate credit unions. Credit union examiners perform safety and soundness examinations for each state-chartered credit union and Volunteer Corporate Credit Union to determine compliance with governing laws and regulations. Evaluations of each credit union's assets, liabilities, income and expenses are performed to assess the solvency of the institution. They also perform investigations as a result of complaints filed with the Department's Consumer Resources Section.

Collectively, the 89 natural-person credit unions and 1 corporate credit union regulated by the Credit Union Division have assets of approximately \$10.9 billion. The return on average assets was 0.90%. Individually, the institutions present a vast array of asset sizes, fields of membership and services.



Volunteer Corporate Credit Union, located in Nashville, TN, continues to meet the financial service needs of natural-person credit unions, whether state or federally-chartered. VolCorp is a \$1.3 billion corporate credit union that serves more than 361 member credit unions in Tennessee and other states. Primary offerings include traditional correspondent services such as investments, item processing, security safekeeping, consulting services and Web design.

The Credit Union Division remains accredited by the National Association of State Credit Union Supervisors (NASCUS). The NASCUS accreditation was re-certified in June 2015 for another five-year period. Additionally, eligible division examiners and supervisors have met comprehensive criteria for NASCUS examination certifications. This certification program provides recognition to superior state credit union examiners and encourages continued professional development through the certification's required continuing education hours.

The primary responsibility of the Credit Union Division is to provide the people of Tennessee with a safe and sound system of credit unions by ensuring compliance with governing law, while giving institutions the opportunity to contribute to the economic progress of Tennessee.

CREDIT UNION DIVISION-Continued

ADMINISTRATION

Tina G. Miller, Deputy Commissioner
Anthony Rogers, FI Safety and Soundness Manager

Alica Owen, Financial Analyst

EXAMINATION PERSONNEL

West Tennessee District

Randall Means, CSCUES, Credit Union Examiner
Dana R. Owen, CFE, CEIC, CISE, Credit Union Examiner

Josh Evans, Credit Union Examiner

Middle Tennessee District

Steve Eddings, CFE, CSCUE, CEIC, Credit Union Examiner
Jim Eller, Credit Union Examiner

Matthew Adkison, Credit Union Examiner
Robert Heisse, Credit Union Examiner
Ryan Cole, Credit Union Examiner

East Tennessee District

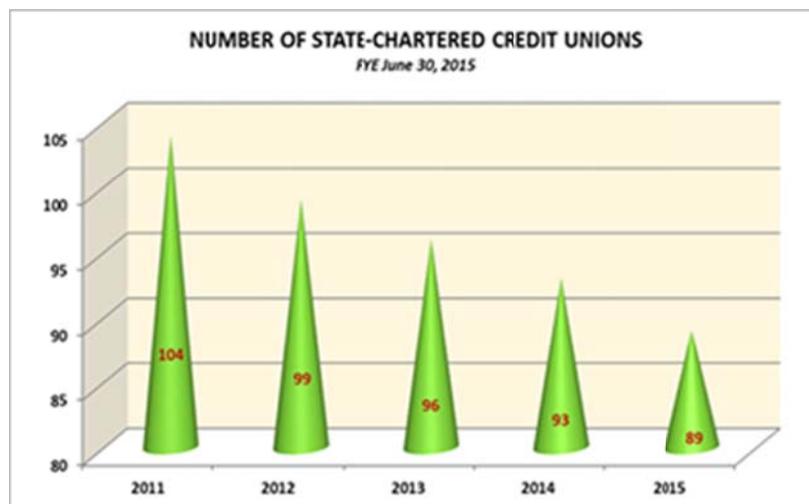
Brian Williams, FI Safety and Soundness Manager
Shane Hardin, CFE, CSCUE, Credit Union Examiner
Dwight Ward, Credit Union Examiner

William Justice, Credit Union Examiner
George Goodwin, Credit Union Examiner

*Examination Personnel Designation:

CEIC, Certified Examiner-in-Charge; CFE, Certified Fraud Examiner; CISE, Certified Information Systems Examiner; CSCUE, Certified State Credit Union Examiner; CSCUES, Certified State Credit Union Examiner Supervisor

Number of State-Chartered Natural-Person Credit Unions in Tennessee (Fiscal Year Ending 2015)



CREDIT UNION DIVISION-Continued

CREDIT UNION CHANGES AND REORGANIZATIONS July 01, 2014 – June 30, 2015

Mergers/Liquidations

- 08/09/2014 Rohm and Haas Employees Credit Union (Knoxville) completed a voluntary liquidation.
- 10/10/2014 Members First Credit Union (Cleveland) merged into Bowater Employees Credit Union (Calhoun)
- 10/30/2014 AGC Credit Union (Kingsport) merged into First Kingsport Credit Union (Kingsport)

Charter Changes/Conversions/Field of Membership Additions

- 08/05/2014 DuPont Memphis Plant Employees Credit Union (Memphis) converted from a multi-occupational/associational field of membership to a community-based field of membership to serve Shelby County, TN.
- 10/10/2014 The West Tennessee Credit Union (Memphis) added Tipton County, TN to its field of membership.

Name Changes

- 08/14/2014 DuPont Memphis Plant Employees Credit Union (Memphis) changed its name to The West Tennessee Credit Union.
- 04/01/2015 DuPont Community Credit Union (Hixson) changed its name to Scenic Community Credit Union.

Branches

The following credit unions have opened, plan to open or relocated a branch office to the location listed:

CREDIT UNION	LOCATION
Employee Resources (Lawrenceburg)	New Corporate Office: 2135 N. Locust Avenue, Lawrenceburg, TN

CREDIT UNION KEY RATIOS

CAPITAL ADEQUACY	FYE 6/30/2015	FYE 6/30/2014
Net Worth/Total Assets	12.83%	12.70%
Net Worth/Total Assets--Including Optional Total Assets Election (if used)	12.84%	12.70%
Total Delinquent Loans / Net Worth	2.32%	2.32%
Solvency Evaluation (Estimated)	114.81%	114.70%
Classified Assets (Estimated) / Net Worth	4.76%	5.13%
ASSET QUALITY		
Delinquent Loans / Total Loans	0.43%	0.44%
*Net Charge-Offs / Average Loans	0.39%	0.37%
Fair (Market) HTM Invest Value/Book Value HTM Invest.	98.63%	99.57%
Accum Unreal G/L On AFS/Cost Of AFS	-0.45%	-0.70%
Delinquent Loans / Assets	0.30%	0.29%
EARNINGS		
*Return On Average Assets	0.90%	0.89%
*Gross Income/Average Assets	4.67%	4.72%
*Yield on Average Loans	4.57%	4.78%
*Yield on Average Investments	0.79%	0.73%
* Fee & Other Op.Income / Avg. Assets	1.30%	1.30%
*Cost of Funds / Avg. Assets	0.45%	0.48%
*Net Margin / Avg. Assets	4.22%	4.24%
*Operating Exp./ Avg. Assets	3.12%	3.17%
*Provision For Loan & Lease Losses / Average Assets	0.21%	0.20%
*Net Interest Margin/Avg. Assets	2.92%	2.94%
Operating Exp./Gross Income	66.81%	67.08%
Fixed Assets & Foreclosed & Repossessed Assets / Total Assets \1	2.67%	2.88%
*Net Operating Exp. /Avg. Assets	2.40%	2.40%
ASSET / LIABILITY MANAGEMENT		
Net Long-Term Assets / Total Assets	33.99%	36.11%
Reg. Shares / Total Shares. & Borrowings	31.99%	30.53%
Total Loans / Total Shares	81.72%	79.07%
Total Loans / Total Assets	69.56%	67.28%
Cash + Short-Term Investments / Assets	15.96%	17.05%
Total Shares, Dep. & Borrs / Earning Assets	91.05%	91.25%
Reg Shares + Share Drafts / Total Shares & Borrs	46.79%	44.29%
Borrowings / Total Shares & Net Worth	1.44%	1.62%
Supervisory Interest Rate Risk Threshold/Net Worth	252.78%	257.65%
PRODUCTIVITY		
Members / Potential Members	7.10%	7.08%
Borrowers / Members	54.27%	53.22%
Members / Full-Time Employees	355.90%	356.66%
Avg. Shares Per Member	\$8,872	\$8,689
Avg. Loan Balance	\$13,359	\$12,908
* Salary And Benefits / Full-Time Empl.	\$60,932	\$60,813
OTHER RATIOS		

CREDIT UNION KEY RATIOS

* Net Worth Growth	7.15%	6.78%
* Market (Share) Growth	6.26%	6.66%
* Loan Growth	7.52%	6.67%
* Asset Growth	5.80%	6.41%
* Investment Growth	2.32%	6.35%
* Membership Growth	3.76%	1.09%

* Annualized ratios

CREDIT UNION DIVISION CONSOLIDATED BALANCE SHEET

ASSETS	As of 6/30/2015	As of 6/30/2014	% Change
CASH:			
Cash on Hand	96,640,853	90,829,973	6.40%
Cash on Deposit	852,458,960	872,318,532	-2.28%
Cash Equivalents	43,817,030	53,214,168	-17.66%
Total Cash	\$992,916,843	\$1,016,362,673	-2.31%
INVESTMENTS:			
Trading Securities	0	0	
Available for Sale Securities	386,719,706	399,679,089	-3.24%
Held-to-Maturity Securities	346,799,688	403,630,529	-14.08%
Deposits in Commercial Banks, S & Ls, Savings Banks	658,642,922	629,401,986	4.65%
Loans to, Deposits in, & Investments in Natural Person CUs	57,486,268	40,208,030	42.97%
Total MCSD and PIC in Corporate	27,860,396	28,280,177	-1.48%
All Other Investments in Corporate Credit Unions	25,045,475	38,083,687	-34.24%
All Other Investments	60,393,019	80,323,228	-24.81%
Total Investments	\$1,562,947,474	\$1,619,606,726	-3.50%
LOANS HELD FOR SALE	\$1,730,338	\$1,930,638	-10.37%
Loans and Leases:			
Unsecured Credit Card Loans	228,313,772	220,653,482	3.47%
All Other Unsecured loans	268,055,256	256,945,532	4.32%
Non-Federally Guaranteed Student Loans	61,771,230	61,876,055	-0.17%
New Auto Loans	1,003,233,908	819,117,463	22.48%
Used Auto Loans	1,354,006,478	1,235,873,678	9.56%
First Mortgage Real Estate Loans	3,035,877,129	2,842,899,039	6.79%
Other Real Estate Loans	318,843,440	328,138,654	-2.83%
Leases Receivable	0	0	
All Other Loans/Lines of Credit	443,625,276	413,831,897	7.20%
Total Loans	\$6,713,726,489	\$6,179,335,800	8.65%
ALLOWANCE FOR LOAN & LEASE LOSSES	(58,995,660)	(59,881,593)	-1.48%
Total Foreclosed and Repossessed Assets	13,768,494	17,214,991	-20.02%
Land and Building (Net of Depreciation)	208,051,301	210,135,350	-0.99%
Other Fixed Assets	31,846,760	32,542,657	-2.14%
NCUA Share Insurance Capitalization Deposit	75,791,530	71,854,924	5.48%
Total Intangible Assets	683,752	474,411	44.13%
Total Other Assets	109,458,424	95,527,106	14.58%
Total Assets	\$9,651,925,745	\$9,185,103,683	5.08%

**CREDIT UNION
CONSOLIDATED BALANCE SHEET**

LIABILITIES, SHARES AND EQUITY	As of 6/30/2015	As of 6/30/2014	% Change
TOTAL CREDIT UNIONS	89	93	-4.30%
Liabilities:			
Other Notes, Promissory Notes, Interest Payable & Draws Against LOC	136,049,667	145,648,174	-6.59%
Borrowing Repurchase Transactions	0	0	
Subordinated Debt	30,000	35,000	-14.29%
Subordinated Debt Included in Net Worth (Uninsured Secondary)	120,000	80,000	50.00%
Accrued Dividends and Interest Payable	1,243,937	1,389,679	-10.49%
Accounts Payable and Liabilities	81,959,899	73,626,860	11.32%
Total Liabilities	\$219,403,503	\$220,779,713	-0.62%
SHARES and DEPOSITS:			
Share Drafts	1,236,128,055	1,095,411,517	12.85%
Regular Shares	2,671,471,804	2,430,884,640	9.90%
All Other Shares and Deposits	4,307,957,762	4,289,055,150	0.44%
Total Shares/Deposits	\$8,215,557,621	\$7,815,351,307	5.12%
EQUITY:			
Undivided Earnings	822,596,563	781,678,303	5.23%
Regular Reserves	360,705,865	330,349,660	9.19%
Appropriations for Non-Conforming Investments	0	0	N/A
Other Reserves	24,500,051	25,600,445	-4.30%
Adjusted Retained Earnings Obtained through Business Combinations	19,604,465	17,772,658	10.31%
Miscellaneous Equity	15,800	812	1845.81%
Accumulated Unrealized Gains/Losses on AFS Securities	(1,755,325)	(2,821,510)	37.79%
Unrealized Losses for OTTI (due to other factors) on HTM Debt	0	0	N/A
Accumulated Unrealized Gains/Losses on Cash Flow Hedges	0	0	N/A
Other Comprehensive Income	(20,344,273)	(15,066,770)	-35.03%
Net Income**	11,641,475	11,459,065	1.59%
Equity Total	\$1,216,964,621	\$1,148,972,663	5.92%
TOTAL SAVINGS/EQUITY	\$9,432,522,242	\$8,964,323,970	5.22%
TOTAL LIABILITIES/SAVINGS/EQUITY	\$9,651,925,745	\$9,185,103,683	5.08%
NATIONAL CREDIT UNION ADMINISTRATION INSURED SAVINGS:			
Uninsured Shares	388,439,165	391,012,540	-0.66%
Uninsured Non-Member Deposits	4,827,607	5,376,021	-10.20%
Total Uninsured Shares and Deposits	393,266,772	396,388,561	-0.79%
Insured Shares and Deposits	7,822,290,849	7,418,962,746	5.44%
TOTAL NET WORTH	\$ 1,239,008,217	\$ 1,166,779,929	6.19%

Note: The Net Income shown in the Equity section of the Consolidated Balance Sheet will not reconcile to the Net Income shown on the Consolidated Income Statement. This is due to the fact that credit unions are not required to close out their accounting records on a quarterly basis, only at year-end.

**CREDIT UNION DIVISION
CONSOLIDATED INCOME STATEMENT**

	FYE 6/30/2015	FYE 6/30/2014	% Change
Interest Income			
Interest on Loans	150,483,677	145,249,324	3.60%
Less Interest Refund	(7)	(0)	
Income from Investments	9,620,099	9,190,096	4.68%
Income from Trading	0	0	N/A
Total Interest Income	\$160,103,769	\$154,439,420	3.67%
Interest Expense			
Dividends	8,203,933	8,362,360	-1.89%
Interest on Deposits	11,958,597	12,066,356	-0.89%
Interest on Borrowed Money	1,134,223	1,237,619	-8.35%
Total Interest Expense	\$21,296,753	\$21,666,335	-1.71%
Provision for Loan and Lease Losses (PLLL)	9,769,536	8,939,618	9.28%
Net Interest Income after PLLL	\$129,037,480	\$123,833,467	4.20%
Non-Interest Income			
Fee Income	33,913,527	34,411,889	-1.45%
Other Operating Income	27,976,393	24,491,080	14.23%
Gain(Loss) on Investments	79,070	177,063	-55.34%
Gain(Loss) on Non-Trading Derivatives	0	0	
Gain(Loss) on Disposition of Assets	(140,740)	14,873	1046.28%
Gain from Bargain Purchase (Merger)	0	0	N/A
Other Non-Operating Income/(Expense)	206,763	180,103	14.80%
NCUSIF Stabilization Income	0	0	
Total Non-Interest Income	\$62,035,013	\$59,275,008	4.66%
Non-Interest Expense			
Employee Compensation and Benefits	79,271,976	76,685,343	3.37%
Travel/Conference Expense	1,379,022	1,434,503	-3.87%
Office Occupancy	9,504,836	9,458,168	0.49%
Office Operation Expense	31,575,596	30,230,876	4.45%
Education and Promotion	4,596,257	4,639,716	-0.94%
Loan Servicing Expense	6,820,789	6,437,173	5.96%
Professional/Outside Service	11,041,787	10,257,456	7.65%
Member Insurance	N/A	N/A	
Member Insurance - NCUSIF Premium	0	14,441	-100.00%
Member Insurance - Temporary Corporate CU	182,479	193,718	-5.80%
Member Insurance - Other	56,360	125,812	-55.20%
Operating Fees	1,427,761	1,299,583	9.86%
Miscellaneous Operating Expense	2,460,633	2,326,313	5.77%
Total Non-Interest Expense	\$148,317,496	\$143,103,102	3.64%

**CREDIT UNION DIVISION
CONSOLIDATED INCOME STATEMENT- Continued**

Net Income Excluding Stabilization Expense &	\$42,937,476	\$40,213,532	6.77%
Net Income (Loss)	\$42,754,997	\$40,005,373	6.87%
Transfer to Regular Reserve	\$9,754,570	\$7,216,745	35.17%

**TENNESSEE STATE-CHARTERED CREDIT UNION ASSETS
(As of June 30, 2015)**

	Credit Union	Year Est.	Address	City	County	Zip	Assets
1	A.U.B. EMPLOYEES'	1965	100 NEW ENGLEWOOD ROAD	ATHENS	McMINN	37303	\$1.6M
2	AGILITY FINANCIAL	1964	495 UNION AVENUE	MEMPHIS	SHELBY	38103	\$9.5M
3	APPLIANCE	1972	640 KING EDWARD AVENUE SE	CLEVELAND	BRADLEY	37311	\$10.7M
4	BCBST EMPLOYEES	1971	1 CAMERON HILL CIRCLE	CHATTANOOGA	HAMILTON	37402	\$10.4M
5	BOWATER EMPLOYEES	1954	454 HIGHWAY 163	CALHOUN	McMINN	37309	\$146.0M
6	BRADLEY INITIATIVE	2003	1075 BLYTHE AVENUE SE	CLEVELAND	BRADLEY	37311	\$2.4M
7	CEMC EMPLOYEES	1959	1940 MADISON STREET	CLARKSVILLE	MONTGOMERY	37043	\$2.6M
8	CHATTANOOGA FEDERAL EMPLOYEES	1925	2011 STEIN DRIVE	CHATTANOOGA	HAMILTON	37421	\$47.3M
9	CITY EMPLOYEES	1932	1720 WESTERN AVENUE	KNOXVILLE	KNOX	37921	\$70.7M
10	CN/IC EMPLOYEES	1928	2005 NONCONNAH BLVD. SUITE 7	MEMPHIS	SHELBY	38132	\$8.0M
11	COLLEGEDALE	1952	5046 UNIVERSITY DRIVE	COLLEGEDALE	HAMILTON	37315	\$38.7M
12	CONSUMER	1953	3634 E ANDREW JOHNSON HIGHWAY	GREENEVILLE	GREENE	37745	\$363.0M
13	CORNERSTONE FINANCIAL	1962	1701 21st AVENUE S	NASHVILLE	DAVIDSON	37212	\$284.6M
14	CREDIT UNION FOR ROBERTSON COUNTY	1968	2416 MEMORIAL BLVD	SPRINGFIELD	ROBERTSON	37172	\$43.4M
15	DIXIE LINE	1932	567 VERITAS STREET	NASHVILLE	DAVIDSON	37211	\$8.1M
16	EASTMAN	1934	2021 MEADOWVIEW LANE	KINGSPORT	SULLIVAN	37662	\$3.16B
17	ELECTRIC SERVICE	1951	2340 JACKSON DOWNS BOULEVARD	NASHVILLE	DAVIDSON	37214	\$60.5M
18	EMPLOYEE RESOURCES	1964	1604 REMKE AVENUE	LAWRENCEBURG	LAWRENCE	38464	\$74.8M
19	EMPLOYEES CREDIT UNION	1934	1415 MURFREESBORO PIKE SUITE 148	NASHVILLE	DAVIDSON	37217	\$31.1M
20	EMPLOYMENT SECURITY	1955	220 FRENCH LANDING DR	NASHVILLE	DAVIDSON	37243	\$13.0M
21	EPB EMPLOYEES	1954	1500 McCALLIE AVE	CHATTANOOGA	HAMILTON	37404	\$28.7M
22	FIRST CHOICE COMMUNITY	1934	100 N. 17TH STREET	KNOXVILLE	KNOX	37921	\$36.6M
23	FIRST KINGSPORT	1932	408 CLAY STREET	KINGSPORT	SULLIVAN	37660	\$45.6M
24	FIRST SOUTH FINANCIAL	1957	6471 STAGE ROAD, SUITE 200	BARTLETT	SHELBY	38134	\$494.7M
25	GALLATIN STEAM PLANT	1956	1499 STEAM PLANT ROAD	GALLATIN	SUMNER	37066	\$5.3M
26	GATEWAY	1959	100 OTIS SMITH DRIVE	CLARKSVILLE	MONTGOMERY	37043	\$11.4M
27	GREATER EASTERN	1952	2110 MOUNTCASTLE DRIVE	JOHNSON CITY	WASHINGTON	37604	\$51.0M
28	GREENEVILLE CITY EMPLOYEES'	1965	310 SOUTH MAIN STREET, SUITE 3	GREENEVILLE	GREENE	37743	\$9.4M
29	GREENEVILLE WORKS EMPLS. SAVINGS ASSOCIATION	1976	2745 SNAPPS FERRY ROAD	GREENEVILLE	GREENE	37745	\$2.1M
30	HAPPY VALLEY	1933	210 EAST C STREET	ELIZABETHTON	CARTER	37643	\$30.8M
31	HARDIN COUNTY HOSPITAL EMPLOYEES	1964	935 WAYNE ROAD	SAVANNAH	HARDIN	38372	\$1.3M

TENNESSEE STATE-CHARTERED CREDIT UNION ASSETS
(As of June 30, 2015)

Credit Union	Year Est.	Address	City	County	Zip	Assets
32 HEALTH SYSTEMS	1953	4005 N. BROADWAY STREET	KNOXVILLE	KNOX	37917	\$6.3M
33 HEALTHCARE SERVICES	1952	946 EAST THIRD STREET	CHATTANOOGA	HAMILTON	37403	\$17.6M
34 HERITAGE SOUTH COMMUNITY	1957	763 NORTH MAIN STREET	SHELBYVILLE	BEDFORD	37160	\$165.8M
35 HOLLEY	1952	1107 MINERAL WELLS AVENUE	PARIS	HENRY	38242	\$47.3M
36 HURD EMPLOYEES	1968	200 W CHURCH STREET	GREENEVILLE	GREENE	37745	\$2.9M
37 JACK DANIEL EMPLOYEES	1987	488 MAJORS BOULEVARD	LYNCHBURG	MOORE	37352	\$26.8M
38 JOHNSONVILLE TVA EMPLOYEES	1952	209 HIGHWAY 641 NORTH	CAMDEN	BENTON	38320	\$87.8M
39 KIMBERLY CLARK	1971	1520 N SECOND ST	MEMPHIS	SHELBY	38107	\$107.2M
40 KINGSPORT PRESS CU	1930	528 W. CENTER STREET	KINGSPORT	SULLIVAN	37660	\$65.7M
41 KINGSTON TVA EMPLOYEES	1954	714 SWAN POND RD	HARRIMAN	ROANE	37748	\$2.1M
42 KNOX CO. EMPLOYEES	1974	400 MAIN STREET, ROOM 355	KNOXVILLE	KNOX	37902	\$9.0M
43 KNOXVILLE NEWS-SENTINEL EMPLOYEES	1935	2332 NEWS SENTINEL DRIVE	KNOXVILLE	KNOX	37912	\$7.7M
44 KNOXVILLE TVA EMPLOYEES	1934	301 WALL AVENUE	KNOXVILLE	KNOX	37902	\$1.44B
45 LAKESIDE EMPLS.	1965	1008 BROADWAY AVENUE	NEW JOHNSONVILLE	HUMPHREYS	37134	\$36.2M
46 LANGSTON BAG CO. EMPLS. SAV. ASSN.	1964	1760 SOUTH 3RD STREET	MEMPHIS	SHELBY	38109	\$48.3K
47 LEADERS CREDIT UNION	1957	87 MURRAY GUARD DR	JACKSON	MADISON	38305	\$255.4M
48 LIFE	1958	2010 CHURCH STREET, SUITE 204	NASHVILLE	DAVIDSON	37203	\$30.7M
49 LIFEWAY	1954	ONE LIFEWAY PLAZA	NASHVILLE	DAVIDSON	37234	\$49.0M
50 LOWLAND	1953	622 WEST 1ST NORTH STREET	MORRISTOWN	HAMBLEN	37814	\$86.5M
51 M.P.D. COMMUNITY	1966	2711 OLD LEBANON ROAD	NASHVILLE	DAVIDSON	37214	\$25.4M
52 MARYVILLE MUNICIPAL	1971	321 W BROADWAY AVENUE	MARYVILLE	BLOUNT	37801	\$15.2M
53 MCNAIRY COUNTY EMPLOYEES	1980	105 N OAK STREET	ADAMSVILLE	McNAIRY	38310	\$1.3M
54 MEMORIAL	1959	6800 LONGVIEW ROAD	CHATTANOOGA	HAMILTON	37421	\$7.7M
55 MEMPHIS CITY EMPLOYEES	1959	2678 MT MORIAH TERRACE	MEMPHIS	SHELBY	38115	\$246.6M
56 METROPOLITAN TEACHERS	1957	1605 JEFFERSON STREET	NASHVILLE	DAVIDSON	37208	\$3.2M
57 MID-EAST TENNESSEE COMMUNITY	2009	17640 STATE HIGHWAY 58N	DECATUR	MEIGS	37322	\$7.5M
58 MOUNTAIN STATES	1953	408 N. STATE OF FRANKLIN ROAD	JOHNSON CITY	WASHINGTON	37604	\$15.9M
59 N M H CREDIT UNION	1966	3443 DICKERSON PK # G-10	NASHVILLE	DAVIDSON	37207	\$15.8M
60 N.G.H.	1959	1818 ALBION STREET	NASHVILLE	DAVIDSON	37208	\$7.2M
61 NASHVILLE FIREMEN'S	1932	908 WOODLAND STREET	NASHVILLE	DAVIDSON	37206	\$21.7M
62 NASHVILLE POST OFFICE	1925	10 RACHEL DRIVE	NASHVILLE	DAVIDSON	37214	\$72.0M
64 NEWSPAPER AND PRINTERS	1932	1100 BROADWAY	NASHVILLE	DAVIDSON	37203	\$1.6M
65 NORTHEAST COMMUNITY	1952	980 JASON WITTEN WAY	ELIZABETHTON	CARTER	37643	\$105.4M
66 O.M.C. EMPLOYEES'	1969	1186 LOWER RIVER ROAD NW	CHARLESTON	BRADLEY	37310	\$27.8M
67 OLD HICKORY	1934	1000 INDUSTRIAL DRIVE	OLD HICKORY	DAVIDSON	37138	\$224.6M
68 OLIVET BAPTIST	1978	3084 SOUTHERN AVENUE	MEMPHIS	SHELBY	38111	\$416K

TENNESSEE STATE-CHARTERED CREDIT UNION ASSETS
(As of June 30, 2015)

	Credit Union	Year Est.	Address	City	County	Zip	Assets
69	P.I.A.S.	1961	305 PLUS PARK BLVD	NASHVILLE	DAVIDSON	37217	\$5.5M
70	PARKRIDGE	1972	2337 McCALLIE AVENUE, STE 408	CHATTANOOGA	HAMILTON	37257	\$3.4M
71	PATHWAY	1967	2751 RALPH BUCKNER BLVD NE	CLEVELAND	BRADLEY	37311	\$5.2M
72	PATRIOT EQUITY	1929	1450 UNION UNIVERSITY DRIVE	JACKSON	MADISON	38305	\$23.3M
73	SCENIC COMMUNITY	1967	4503 HIXSON PIKE	HIXSON	HAMILTON	37343	\$115.1M
74	SMITH & NEPHEW EMPLOYEES	1968	1450 E BROOKS ROAD	MEMPHIS	SHELBY	38116	\$7.8M
75	SOUTHEAST FINANCIAL	2010	220 S ROYAL OAKS BLVD	FRANKLIN	WILLIAMSON	37064	\$440.9M
76	SOUTHERN	1933	508 NATIONAL AVENUE	CHATTANOOGA	HAMILTON	37404	\$21.1M
77	ST. THOMAS	1959	4230 HARDING PIKE, STE. 103	NASHVILLE	DAVIDSON	37205	\$24.4M
78	TENNESSEE DEPARTMENT OF SAFETY	1971	1150 FOSTER AVENUE	NASHVILLE	DAVIDSON	37243	\$9.2M
79	TENNESSEE EMPLOYEES	1969	400 DEADERICK STREET	NASHVILLE	DAVIDSON	37243	\$16.3M
80	THE TENNESSEE	1950	1400 8TH AVENUE S	NASHVILLE	DAVIDSON	37203	\$284.0M
81	THE WEST TENNESSEE	1967	2521 FITE ROAD	MEMPHIS	SHELBY	38127	\$16.4M
82	TIMES FREE PRESS	1966	400 EAST 11TH ST	CHATTANOOGA	HAMILTON	37403	\$2.2M
83	TNCONNECT	1924	P O BOX 52990	KNOXVILLE	KNOX	37950	\$47.7M
84	U. S. COMMUNITY	1968	2622 OLD LEBANON ROAD, STE 100	NASHVILLE	DAVIDSON	37214	\$159.9M
85	U. S. T. C. EMPLOYEES	1973	800 HARRISON STREET	NASHVILLE	DAVIDSON	37203	\$2.0M
86	UPS EMPLOYEES	1980	1814 E. BROOKS ROAD	MEMPHIS	SHELBY	38116	\$17.6M
87	VANDERBILT UNIVERSITY EMPLOYEES	1959	1313 21st AVENUE S, 107 OXFORD HOUSE	NASHVILLE	DAVIDSON	37232	\$35.2M
88	VOLUNTEER CORPORATE	1981	2460 ATRIUM WAY	NASHVILLE	DAVIDSON	37214	\$1.3B
89	WCG EMPLOYEES	1962	11181 HIGHWAY 22	MARTIN	WEAKLEY	38237	\$1.0M
90	WILLIS CREDIT UNION	1967	26 CENTURY BOULEVARD, SUITE 101	NASHVILLE	DAVIDSON	37214	\$17.3M