

**TN**

Department of  
**Financial Institutions**



# 2019 Annual Report

Tennessee Department of Financial Institutions | 45th Annual Report |





Bill Lee

Governor of Tennessee





**Dear Governor Lee and Citizens of the State of Tennessee:**

I am pleased to present the 45th 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 be strong. Tennessee state-chartered depository institutions remain well positioned to continue serving their communities.

Although continued consolidation within the banking industry is anticipated in 2020, total loans and assets continue to increase, and the complexity and breadth of operations continue to grow. Growth in the state banking and trust industries has been unprecedented. The state banking system by asset size basically doubled from 2011 to June 30, 2019. The conversion of First Horizon in October 2019 to a Tennessee state bank will then nearly double the state bank industry again in 2020. In a matter of just a few years of growth, the combined Tennessee state bank and trust system by asset size in Tennessee is projected to exceed in 2020 well over \$300 billion in assets.

The Department recommends legislation in 2020 dealing with money transmitters, private trust company structure and disclosure of bank enforcement actions.

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. In particular, balanced regulation helps rural institutions support their local communities. With the unprecedented growth in the banking system, the Department continues to focus on creating more experience in the examiner ranks through focused training and retention strategies.

With respect to non-deposit companies, the Department has established a 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 risk profile and operations of non-deposit companies by sharing risk assessment information with each licensee.

In an effort to support the efficient and effective regulation of financial institutions, the Department implemented Alternative Workplace Solutions to reduce the office space that the Department is assigned by nearly 75%, avoiding over \$400,000 in annual cost. Essentially 100% of Department staff are mobile and can work at an institution, home or at various locations in state offices. 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. In recent years, working with a variety of partners to deal with elder financial exploitation has become an important initiative of the Department. 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, flowing style.

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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. Furthermore, with respect to non-deposit companies, our mission is to seek the greatest access to credit for consumers within the bounds of the law and prudent operations by licensed companies.

## **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 Lee. 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.

Commissioner Gonzales serves on Governor Lee's Economic Recovery Group, a public-private partnership that will prioritize connection, collaboration, and communication across industries, the medical community and state government to safely reboot Tennessee's economy. 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 serves as Chairman of the State Liaison Committee that incorporates the state supervisory perspective into the Federal Financial Institutions Examination Council (FFIEC). The FFIEC affects regulatory guidance on all depository financial institutions in the United States. 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 and the Tennessee Collateral Pool Board.

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.



# DEPARTMENT OVERVIEW

## TOTAL NUMBER OF STATE-CHARTERED INSTITUTIONS

Fiscal Year June 30, 2018 vs. Fiscal Year June 30, 2019

CHARTERS	June 30, 2018	June 30, 2019
Commercial Banks/Savings Banks	130	129
Trust Companies*	13	14
Credit Unions/Corporate Credit Unions	81	80
<b>TOTAL NUMBER OF CHARTERS</b>	<b>224</b>	<b>223</b>

\*Guardianship and Trusts Corporation is not included in the 2018 TDFI Annual Report

## TOTAL NUMBER OF LICENSED OR REGISTERED NON-DEPOSITORY FINANCIAL INSTITUTIONS AND INDIVIDUALS

Fiscal Year June 30, 2018 vs. Fiscal Year June 30, 2019

LICENSEES/REGISTRANTS	June 30, 2018	June 30, 2019
Business and Industrial Development Corporations	1	1
Check Cashing Companies	556	549
Deferred Presentment Services Providers	926	836
Flexible Credit Lenders	653	674
Insurance Premium Finance Companies	44	43
Industrial Loan and Thrift Companies	1,097	1,128
Money Transmitters	129	136
Mortgage Companies	653	700
Mortgage Loan Originators	13,277	12,390
Title Pledge Lenders	745	696
<b>TOTAL NUMBER OF LICENSEES/REGISTRANTS</b>	<b>18,081</b>	<b>17,153</b>

## TOTAL REFUNDED TO CONSUMERS PER INDUSTRY

Fiscal Year Ending June 30, 2019

LICENSEES / REGISTRANTS	TOTAL
Check Cashing Companies	\$6,097.33
Deferred Presentment Services Providers	\$23,329.90
Flexible Credit Lenders	\$19,619.93
Mortgage Companies	\$83,208.77
Industrial Loan and Thrift Companies	\$467,333.25
Insurance Premium Finance Companies	\$2,363.94
Title Pledge Lenders	\$293,080.69
Money Transmitters	\$26,360.33
<b>TOTAL REFUNDED</b>	<b>\$921,394.14</b>

# 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. Therefore, the Administrative Division provides support to the three regulatory divisions.

## COMMISSIONER'S OFFICE

Greg Gonzales, Commissioner  
Alica Owen, Executive Assistant/Public Information Officer  
Josh Robertson, Chief Administrator-Regulatory Cybersecurity

## FISCAL SECTION

Michelle Berry, CPA, Budget/Fiscal Director  
Tommie Pendergrass, CPA, Fiscal Operations & Administrative Support Analyst  
Kenneth Weems, Chief Administrator, Administrative Division/Fiscal  
James Stack, Budget Analyst

## ADMINISTRATIVE DIVISION

Tina G. Miller, Deputy Commissioner  
Joyce Simmons, Chief Regulatory Accountant  
Jack M. Williams, CIA, CRMA, Internal Audit Director  
Memory Little, Executive Assistant to the Deputy Commissioner

## CONSUMER RESOURCES SECTION

Alan Smith, Consumer Resources Director  
Alicia Gay, Administrative Services Assistant  
Bettye Osborne, Administrative Services Assistant

## HUMAN RESOURCES SECTION

Leslie Yanez, M.S., SPHR, SHRM-SCP, HR & Training Director  
Teri Crow, HR Analyst  
Carmen McCreedy, Administrative Services Assistant  
Kelley Murray, HR Assistant

## LEGAL SECTION

Marsha Anderson, General Counsel  
Sarah Branch, Assistant General Counsel  
Paula Cagle, Executive Administrative Assistant  
Denise Cole, Deputy General Counsel  
Daniel Espensen, Assistant General Counsel  
Rachel Gatlin, Assistant General Counsel  
Mark Kilpatrick, Assistant General Counsel  
Troy McPeak, Assistant General Counsel  
Eric Rogers, Chief Legal Counsel-Compliance Division  
Todd Staley, Legislative Liaison/Assistant General Counsel



*Personnel Designation: M.S., Master's Degree; SPHR, Senior Professional of Human Resources; SHRM-SCP, Society of Human Resource Management-Senior Certified Professional; CPA, Certified Public Accountant, CGFM; Certified Government Financial Manager*

# FISCAL REVIEW

## 2019 FUNDING SOURCES

REVENUE SOURCES	AMOUNT (ROUNDED TO NEAREST HUNDRED DOLLARS)	PERCENT OF TOTAL REVENUE COLLECTED
Bank Division Fees	\$13,706,800	61%
Compliance Division Fees	\$5,887,000	26%
Credit Union Division Fees	\$2,557,200	11%
Other	\$329,200	2%
<b>TOTAL REVENUES</b>	<b>\$22,480,200</b>	<b>100%</b>

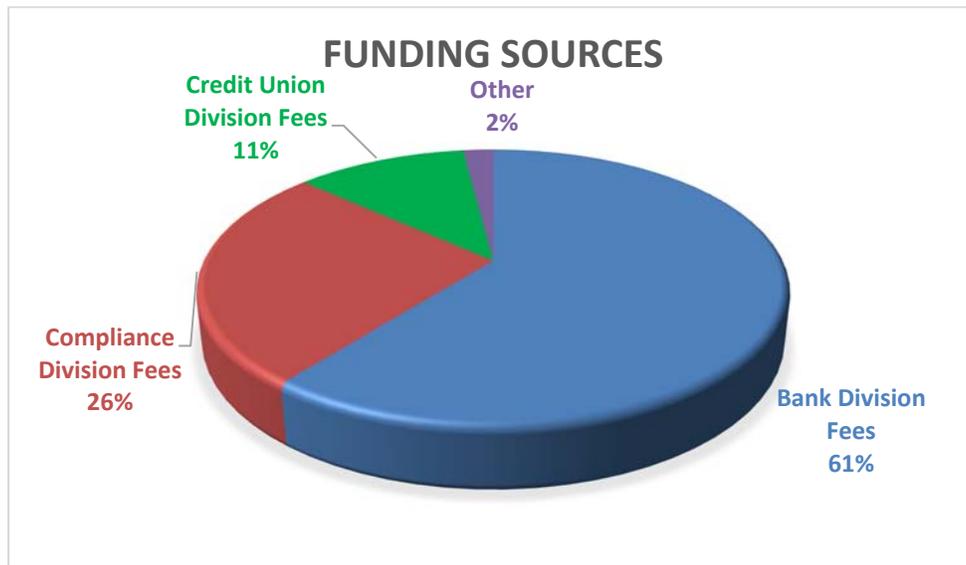
The Department of Financial Institutions receives no federal or state taxpayer funds and is fully funded by the fees assessed to the financial institutions regulated and supervised by the Department.

In addition to the 2019 revenue source chart, in late FY2012, the Department received one-time settlement funds totaling \$1,000,000 from a nationwide settlement. At June 30, 2019, the remaining balance of these funds totaled \$361,100 and was carried forward to FY2020. Also, \$1,512,800 of the unexpended FY2019 budget was carried forward to fund the Department’s Information Systems (IT) projects.

*\*Includes \$1,355,858 of bank assessments that was rebated to state banks.*

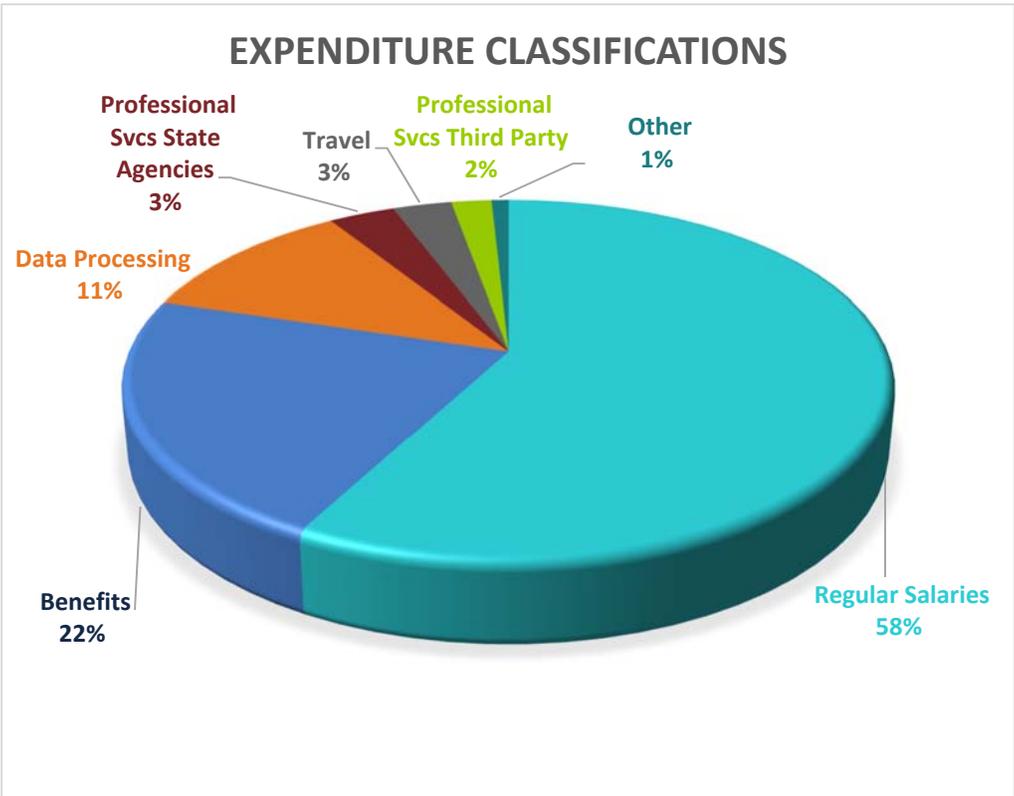
### The Department’s regulatory oversight includes:

- State-Chartered Banks
- State-Chartered Credit Unions
- Business and Industrial Development Corporations (BIDCOs)
- Trust Companies
- Check Cashing Companies
- Deferred Presentment Services Providers
- Flexible Credit Lenders
- Industrial Loan and Thrift Companies
- Insurance Premium Finance Companies
- Money Transmitters
- Residential Mortgage Lenders, Brokers and Servicers
- Mortgage Loan Originators
- Title Pledge Lenders



## 2019 EXPENDITURES

EXPENDITURE CATEGORY	AMOUNT (ROUNDED TO NEAREST HUNDRED DOLLARS)	PERCENT OF TOTAL EXPENDITURES
Regular Salaries	\$11,786,000	58%
Benefits	\$4,462,700	22%
Data Processing	\$2,292,600	11%
Professional Services State Agencies	\$665,900	3%
Travel	\$592,900	3%
Professional Services Third Party	\$248,500	2%
Other	\$178,000	1%
<b>TOTAL EXPENDITURES</b>	<b>\$20,266,600</b>	<b>100%</b>



# CYBERSECURITY PROGRAM

In 2019, the Department continued its focus on cybersecurity by promoting cyber awareness within the banking system through a variety of avenues. To increase awareness around key cyber-related issues, the Department started issuing memos to regulated financial institutions on a variety of topics. In the coming year, additional efforts will be focused on enhancing examiner training and risk focusing measures to help reduce regulatory burden and ensure our examination program keeps pace with the ever-evolving cyber landscape.

On October 15th and 16th 2019, the Department in conjunction with the Tennessee Department of Safety and Homeland Security, Tennessee College of Applied Technology, Middle Tennessee State University (MTSU), and others participated in the 2019 Cyber Conference. Various industries from across the state were represented including financial institutions, utility districts, healthcare entities, transportation companies, technology firms, local and state government agencies including educational institutions. Approximately 70 participants representing 50 financial institutions from both state and federal chartered banks, credit unions, trust companies, mortgage companies, and money transmitters located in Tennessee were in attendance. The conference included presentations addressing common intrusion techniques, incident handling and response, identifying vulnerabilities, understanding threats, and designing strategies for security. This exercise was an excellent opportunity for financial institutions and Department personnel to hear from actual hackers and participate in or observe a “Capture the Flag” competition.

In addition, the Department participated in the design, implementation, and participation in two cyber tabletop exercises in 2019. The first focused on promoting an increased understanding around the potential repercussions of an insider threat to the financial sector and was part of the Hamilton Series coordinated by the Department of the Treasury. The second was the first exercise of its kind and focused on state supervisory agencies cyber incident response policies and procedures to ensure agencies have the proper protocols and personnel in place for managing an incident at a regulated institution. Both exercises included participants from numerous state and federal supervisory agencies and regulated institutions.

Moving forward, the Department hopes to continue to be a resource for state-chartered institutions through the examination process, as well as cyber awareness events.



# HUMAN RESOURCES AND TRAINING SECTION



The Human Resources and Training Section in the Department's Administrative Division coordinates and provides customer service to employees on issues/matters related to benefits, time and labor processing, policy clarification, personnel file management, recruitment and hiring, performance management, employee relations, worker's compensation, Family Medical Leave, ADA/AA Accommodations and other matters related to an employee's welfare and/or job performance. The Section also provides Edison support by ensuring employee's personnel records and training records are updated in Edison. In addition to supporting

Department employees, the Human Resources and Training Section staff works collectively with Department management and leadership to provide reports and data related to turnover, demographics, staffing, leave accruals and other information related to personnel and staffing. The Section also works with management to establish appropriate position classifications to ensure the Department maintains a qualified, experienced staff able to carry out the Department's regulatory responsibilities.

Over the past few years, the State of Tennessee has worked to develop and improve a performance management system that directs employee performance through SMART work outcomes. Department management has worked diligently to ensure that Individual Performance Plans have work outcomes that meet the SMART format criteria. Following an audit conducted by the Department of Human Resources, the Department continues to demonstrate compliance with the SMART format with a 100% compliance rating. With the addition of competencies as part of the performance management process, management was able to provide appropriate feedback to staff to ensure we are continually striving to provide good customer service to internal and external customers. Department management has also participated in training on the State of Tennessee Talent Management process to further support Department efforts to develop a qualified workforce and assist us in our succession planning efforts.

During the past few years, greater emphasis has been placed on employee development. As a Certified Learning Facilitator, the Human Resources Director facilitates training for staff and management related to state and department policies as well as Department of Human Resources curricula. Having our own certified Learning Facilitator has afforded the Department greater flexibility to ensure staff and management are able to participate in required and requested training in a manner that can accommodate their regulatory and examination responsibilities.

The Department is dedicated to developing a competent leadership team and has embraced the mindset of continuous learning. In that effort, Department management has been working to complete the learning modules in the State of Tennessee Management and Leadership Learning Pyramid. As of June 30, 2019, 85% of the Department's management staff completed level one; 85% have completed level two; 74% have completed level three; and 56% have completed level four of the learning pyramid.

In addition to the examiner training that many of the Department's staff participates in each year, leadership development has become increasingly important to the Department. During this past year, one employee participated in and graduated from Tennessee Government Executive Institute; one employee participated in and graduated from Tennessee Government Management Institute; two employees participated in and graduated from LEAD Tennessee; one employee participated in and graduated from Accelerated Leadership Institute and fifteen (15) employees participated in and will graduate from our own Commissioner's Leadership Academy, developed in consultation with the Department of Human Resources. The Commissioner's philosophy that all employees have the opportunity to be a leader in their current position has resulted in staff from all position classifications in all divisions being afforded the chance to participate in the Commissioner's Leadership Academy.

The Department's efforts to participate in the state's Alternative Workplace Solutions (AWS) program continues to be successful and staff have worked to embrace available technology for meetings and some training that can be accomplished outside of a classroom setting. As of June 30, 2019, only fourteen (14) Department employees are permanently assigned work daily in the Nashville office. 90% of the Department's employees are classified as either mobile workers or work at home. Mobile workers generally report daily to a financial institution to participate in an examination. On days when they do not report to a financial institution, they work at home. Employees classified as work at home, generally work at home a minimum of three (3) days per week and work at the office on an average of two (2) days per week. Implementation of AWS has reduced office expenses, decreased employee travel and parking in the Nashville area as well as increased productivity and improved morale. The ability to work at home has resulted in lower utilization of sick leave as well as enabled staff to work at home in lieu of utilizing Administrative Leave with Pay when inclement weather has resulted in the closing of state offices.



## LEGAL SECTION

The Legal Section provides legal advice and representation for the Department. It is comprised of a general counsel, eight (8) staff attorneys and one (1) legal assistant.

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

The Legal Section was heavily involved in the 2019 legislative session by analyzing and tracking bills, working closely with the Governor's Office, the General Assembly, and other groups sponsoring legislation which impacted the Department. The Legal Section provided assistance to divisions on a myriad of legal issues, ranging from issues pertaining to bank, trust company and credit union applications and operations, consumer lenders, including industrial loan and thrift companies, title pledge lenders, deferred presentment services providers, and flexible credit lenders, to issues involving mortgage companies, mortgage loan originator registration, money transmitter licensing, and check cashers, as well as other areas requiring legal expertise.

## 2019 LEGISLATION

### **Public Chapter 340 – Amends T.C.A. Title 31, Title 34, Title 35 and Title 45 Effective Date: May 10, 2019**

Public Chapter 340 of the Public Acts of 2019 adds a new section (T.C.A. § 35-15-1301) to the Tennessee Uniform Trust Code, setting forth requirements and characteristics of a new specially designated type of entity acting as trust advisor or trust protector, referred to as a "special purpose entity." This section provides that a special purpose entity is not subject to the provisions of the Tennessee Banking Act regulating fiduciary activities if (in addition to other requirements):

- The entity is established for the exclusive purpose of acting as a trust protector or trust advisor as defined by T.C.A. § 35-15-1201;
- The entity is acting in such capacity solely under the terms of trusts in which the grantor or beneficiary is a family member and under which a corporate trustee is serving as trustee;
- The entity is not engaged in trust company business as a private trust company under title 45, chapter 2, part 20, or with the general public as a public trust company and does not hold itself out as being in the business of acting as a fiduciary for hire as either a public or private trust company;
- The entity provides certain fees, notifications and certifications to the Department, both initially and on an annual basis; and

- The entity agrees to be subject to examination by the Department solely for the purpose of determining whether the entity satisfies all of the requirements for qualification under this Section and the entity agrees to pay the Department the actual expenses of the examination.

In addition, Public Chapter 340 adds the Tennessee Disclaimer of Property Interests Act as a new chapter in Title 31 and further amends various other provisions in Titles 34 and 35 relating to trusts and fiduciaries. Finally, Public Chapter 340 changes a reference in the Financial Records Privacy Act at T.C.A. § 45-10-103(8)(C) (regarding the ability to furnish information or records in response to a subpoena from the Department of Human Services) from T.C.A. § 45-10-115 to T.C.A. § 45-10-119 (which sets forth processes and requirements for responses to an administrative subpoena issued by the Department of Human Services).

## RULEMAKING

### **New Chapter 0180-34-Rules Pertaining to Public Records Requests**

**Effective Date: December 29, 2019**

Public Chapter 712 of the Public Acts of 2018 amended the Tennessee Public Records Act (TPRA), specifically at T.C.A. § 10-7-503(g), requiring state governmental entities to promulgate rules setting forth processes, procedures and fees for public records requests. The Department's rules, promulgated in compliance with Public Chapter 712, provide in pertinent part as follows:

- State that the purpose of the rules is to establish procedures, in accordance with T.C.A. § 10-7-503(g), to accommodate requests from the public to inspect or obtain copies of public records maintained by the Department while at the same time preserving the confidentiality of confidential records or information as provided in state and federal law.
- Provide that public records requests shall be made to the Department's Public Records Request Coordinator (PRRC), designated as the General Counsel, or employee under supervision of the PRRC.
- Require that requested public records be provided promptly or that the Department otherwise respond to requests for public records within seven (7) business days.
- Require proof of Tennessee citizenship in order to inspect or receive copies of public records.
- Require requests for copies to be made in writing, but that requests for inspection may be made orally or in writing.
- State that there is no charge for inspection of records only and that a requestor is not allowed to make copies of records with personal equipment but may use a cell phone or handheld camera.
- Impose no fee for copies up to ten (10) pages and otherwise require that the Department provide the requestor an itemized estimate of fees, to the extent possible; also, authorize the Department to impose labor charges, exceeding an hour, and to assess costs for an outside copying vendor, if used.

# CONSUMER RESOURCES SECTION

The Consumer Resources Section reviews and tracks consumer complaints, fosters community outreach and encourages financial education in Tennessee. The Department highly values the consumer complaint process, since they help to provide insight into the operations of the financial institutions that we regulate.

Since the development of the Consumer Resources Section in 2004, the Section has processed more than 7500 total complaint files and it has also exceeded over \$748,000 in total refunds and/or waived fees through the consumer complaint process, over the 16 years of its existence.



## 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 our department administers in Tennessee. The Consumer Resources Section processes all complaints related to financial institutions that are chartered/licensed by the department. If the department receives information that does not fall within our jurisdiction, those inquiries or complaints are forwarded to the appropriate agency and the consumer is advised accordingly.

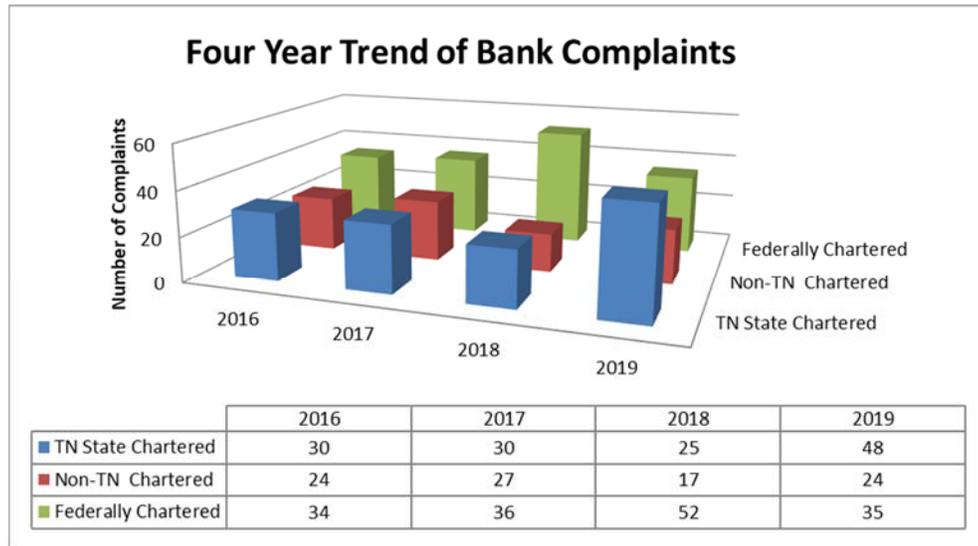
Within its jurisdiction, the Section serves as an intermediary between the consumer and the institution against which the complaint is filed. The Section's routine practice is to submit the consumer's written complaint to the financial institution for response. Additionally, the standard is to allow a regulated institution 15 business days to reply to a consumer complaint against them, which makes the entire consumer complaint review process run approximately 32 calendar days. In 2019, the average processing time of all complaint files reviewed was 13.06 calendar days, which was a slight increase over 12.07 calendar days in 2018. However, 90.1% of all complaints received and reviewed were finalized in 32 calendar days or less.

The Section processed a total of 341 formally filed consumer complaints throughout calendar year 2019. These were received from residents of 60 of the state's 95 counties (63.16%). A total of 67 (19.65%) complaints were filed by out of state residents. Additionally, of the total number of complaints that were filed, 186 or 54.55% were submitted using the department's online consumer complaint form.

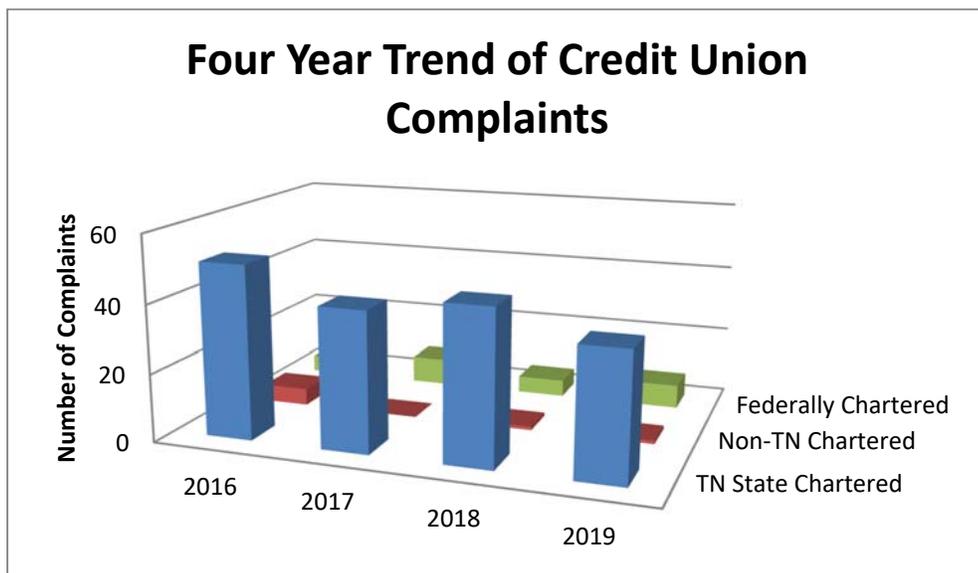
Shelby County residents had the highest number of complaints filed with 61 (22.26% of the total Tennessee resident filed complaints). Complainants from the four largest counties in the state-Davidson, Shelby, Knox and Hamilton, comprised 50.36% of all the complaints filed by Tennessee citizens with 138. The complete county listing of consumer complaints filed in 2019 appears later in this report.

## CONSUMER COMPLAINTS INFORMATION SECTION

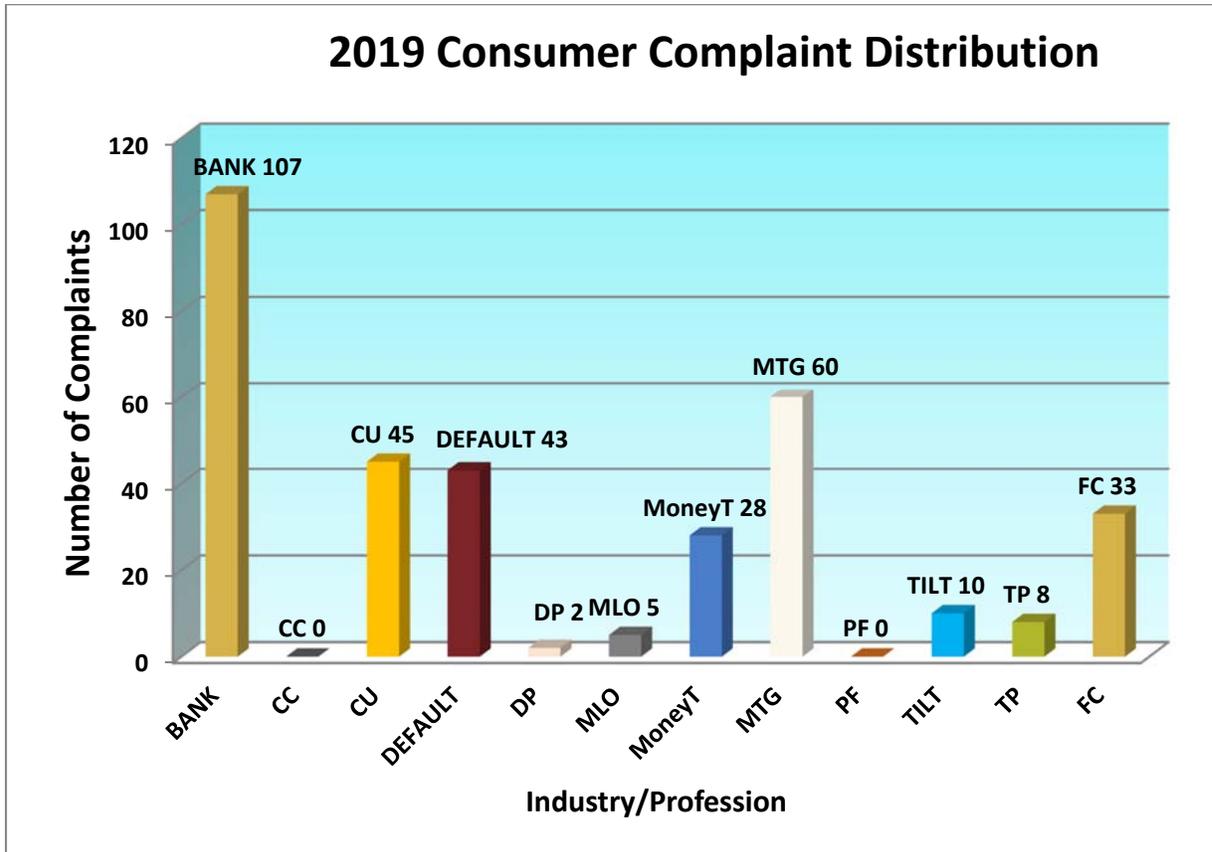
The following graphic shows the four-year (4-Year-(2016-2019)) trend for bank complaints the Section has received based on the specific charter type of the institution named in the complaint. Complaints against federally-chartered banks decreased in 2019 versus 2018. Non-Tennessee state bank complaints increased 41.18% between 2018 and 2019; while Tennessee chartered banks complaints increased 92% in 2019, versus 2018, with an increase of 23 complaints.



The next graphic shows the four-year (4-Year) trend for the various credit union complaints the Section has received. This is also based on whether the credit union is federally-chartered, non-Tennessee state-chartered or a Tennessee chartered credit union. All three charter types have fluctuated over the past four years.



The following graphic shows a listing of the complaints received against the various types of financial institutions regulated by the TDFI.



\*Calendar year ending December 31, 2019

\*Bank and credit union data includes federally-chartered, out-of-state and Tennessee 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



While some of the complaints received may have more than one allegation mentioned by the consumer, the following listing contains the Top Ten most frequently alleged situations:

### TOP TEN CONSUMER COMPLAINT ALLEGATIONS

RANK	ALLEGATION	#
1	Payment Processing-Payment History Dispute	35
2	Customer Service issues	29
3	Unapproved Account Withdrawal	29
4	Foreclosure Issues	20
5	Account Balance Discrepancy	18
6	Credit Bureau Reporting Information	15
7	Scams	15
8	Misrepresentation	11
9	Repossession Issues	11
10	Attorney/Legal Issues	10

From the complaints reviewed and processed in 2019, consumers received \$50,730.72 in the form of direct credits, refunds to their accounts, physical checks made payable to the complainant or waived fees on their account. There were also several accounts that resulted in some form of a workout payment arrangement in an effort to assist the complainant in making their payments on their loans, which may have been in dispute when they submitted their complaint. The complete refunds by industry type are shown below:

REFUND/WAIVED FEE AMOUNT	PROFESSION CODE	INDUSTRY
	1	Default
\$1333.15	100	TILT
\$10,485.13	150	Flexible Credit
\$17,400.71	200	Mortgage
	220	MLO
\$300.00	300	Deferred Presentment
\$1,105.98	350	Title Pledge
	400	Premium Finance
	500	Check Casher
\$4,406.65	600	Money Transmitter
\$11,973.93	700	Credit Union
3,725.17	800	Bank
<b>\$50,730.72</b>	<b>Total Refunds</b>	<b>2019</b>

## TOTAL COMPLAINTS BY COUNTY

County	Total	Percen	County	Total	Percent	County	Total	Percent
Out of State	67	19.65%	Hamblen	1	0.29%	Moore	0	0.00%
Anderson	4	1.17%	Hamilton	15	4.40%	Morgan	0	0.00%
Bedford	1	0.29%	Hancock	0	0.00%	Obion	0	0.00%
Benton	1	0.29%	Hardeman	0	0.00%	Overton	0	0.00%
Bledsoe	1	0.29%	Hardin	0	0.00%	Perry	1	0.29%
Blount	1	0.29%	Hawkins	1	0.29%	Pickett	0	0.00%
Bradley	0	0.00%	Haywood	1	0.29%	Polk	0	0.00%
Campbell	1	0.29%	Henderson	0	0.00%	Putnam	0	0.00%
Cannon	1	0.29%	Henry	0	0.00%	Rhea	0	0.00%
Carroll	2	0.59%	Hickman	2	0.59%	Roane	5	0.88%
Carter	1	0.29%	Houston	0	0.00%	Robertson	3	0.30%
Cheatham	1	0.29%	Humphreys	1	0.29%	Rutherford	14	4.11%
Chester	0	0.00%	Jackson	1	0.29%	Scott	1	0.29%
Claiborne	1	0.29%	Jefferson	0	0.00%	Sequatchie	0	0.00%
Clay	1	0.29%	Johnson	1	0.29%	Sevier	2	0.59%
Cocke	1	0.29%	Knox	24	7.04%	Shelby	61	17.89%
Coffee	1	0.29%	Lake	0	0.00%	Smith	0	0.00%
Crockett	0	0.00%	Lauderdale	1	0.29%	Stewart	1	0.29%
Cumberland	5	1.47%	Lawrence	1	0.29%	Sullivan	6	1.76%
Davidson	38	11.14%	Lewis	1	0.29%	Sumner	15	4.40%
Decatur	0	0.00%	Lincoln	1	0.29%	Tipton	0	0.00%
Dekalb	1	0.29%	Loudon	0	0.00%	Trousdale	0	0.00%
Dickson	1	0.29%	McMinn	1	0.29%	Unicoi	0	0.00%
Dyer	2	0.59%	McNairy	2	0.59%	Union	2	0.59%
Fayette	4	1.17%	Macon	0	0.00%	Van Buren	0	0.00%
Fentress	0	0.00%	Madison	4	1.17%	Warren	1	0.29%
Franklin	3	0.88%	Marion	1	0.29%	Washington	3	0.88%
Gibson	1	0.29%	Marshall	0	0.00%	Wayne	0	0.00%
Giles	5	1.47%	Maury	2	0.59%	Weakley	0	0.00%
Grainger	0	0.00%	Meigs	0	0.00%	White	1	0.29%
Greene	1	0.29%	Monroe	1	0.29%	Williamson	9	2.64%
Grundy	0	0.00%	Montgomery	5	1.47%	Wilson	3	0.88%
						<b>Total</b>	<b>341</b>	<b>100.00%</b>

## 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 daily 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 several agencies to promote savings in conjunction with America Saves Week. Throughout calendar

year 2019, the Section continued its partnership with Tennessee Jumpstart, A Coalition for Personal Financial Literacy.

Alan Smith, Chief Administrator for the Consumer Resources Section, was selected as President-Elect of Tennessee Jumpstart at the 4<sup>th</sup> quarter Board of Directors Meeting in December.

## FINANCIAL EDUCATION OUTREACH

The following is a listing of the presentations made or brochures provided to various groups during 2019:

- Woodbine Community Organization-Nashville
- University of Tennessee Extension Services-webinar
- Tennessee Department of Human Services -APS Management meeting-Nashville
- 10th Annual Matthew Walker Health Center Senior Expo-exhibitor-Nashville
- Martin Luther King, Jr. Magnet High School-Randall Norton Personal Finance Classes-Nashville



# 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.

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

## ADMINISTRATION

Tod Trulove, Assistant Commissioner, CEM  
Todd Rice, Chief Administrator – Examinations  
Debra Grissom, Chief Administrator – Applications  
Wade McCullough, Chief Administrator – Trust, CEIC  
Chad Holbert, Program Administrator - Trust  
Clyde McClaran, Division Training Director  
James Dewhirst, Consumer Compliance Liaison  
William Cook, Application Analyst  
Justin McClinton, Safety & Soundness Administrator

Philip Ruffin, Chief Administrator – Large Banks  
Ekaette Udoumana, Safety & Soundness Administrator  
Grant Casselberry, Program Administrator – Large Banks  
Jo Ann Schumann, Safety & Soundness Administrator, CCBCO  
Gina Tarolli, Executive Administrative Assistant  
Jehmie Barrick, Administrative Services Assistant 2



## EXAMINATION PERSONNEL

### WEST TENNESSEE DIVISION

Danny Nolen, Bank Division Manager, CEM  
Timothy Runions, Bank Regional Supervisor, CEIC  
Phillip Stafford, Bank Regional Supervisor, CEIC  
Roxanne Taylor, FI Special Examiner Trust, CEIC  
Vicki Ivey, Bank Off-Site Monitoring Coordinator,  
CEIC  
Toniece Johnson, IT Bank Examiner 4, COE  
Kenneth Oliver, Bank Examiner 4, CPA  
Stephen Koffman, Bank Examiner 4  
Holly Ragan, Bank Examiner 4

Jeffrey Rial, Bank Examiner 4  
Brittany Williams, Bank Examiner 4  
Courtney Hopper, Bank Examiner 3  
Cheena Keltner, Bank Examiner 3  
Blake Mascolo, Bank Examiner 2  
Angelyn Williams, Bank Examiner 2  
Drew Jordan, Bank Examiner 2  
Kelly Dobbs, Bank Examiner 1  
Naman Patel, Bank Examiner 1

### MIDDLE TENNESSEE DIVISION

Mike Sisk, Bank Division Manager, CEIC  
Edward Black, Bank Regional Supervisor  
John Tubb, Bank Regional Supervisor  
Sherri Cassetty, Bank Off-Site Monitoring  
Coordinator, CEIC, CFE  
Mark Herren, Bank Examiner 4  
Jordan Brown, IT Bank Examiner 4  
Michael Glaser, FI Special Examiner Trust  
Allise Fowler, Bank Examiner 4  
Alan Kirkwood, Bank Examiner 3

Darnell Tate, Bank Examiner 2  
Zach Tarwater, Bank Examiner 2  
James Alley, Bank Examiner 2  
Cody Durham, Bank Examiner 2  
Anne Mauldin, Bank Examiner 2  
Kyle Wright, Bank Examiner 2  
Jameel Lane, Bank Examiner 1  
Jessica Banda, Bank Examiner 1  
Humphrey Uti, Bank Examiner 1  
Dylan Wood, Bank Examiner 1

### EAST TENNESSEE DIVISION

Jessica Huff, Bank Division Manager  
Jonathan Piper, Bank Off-Site Monitoring  
Coordinator, CEIC  
Jamice Lane-Washburn, Bank Regional  
Supervisor  
Anthony Valentino, Bank Regional Supervisor  
James Cody Jordan, IT Bank Examiner  
Corey Wright, FI Special Examiner Trust  
Joy Seaver, Bank Examiner 4  
Michael Blair, Bank Examiner 4

Madison Tarwater, Bank Examiner 4  
Ashley McClellan, Bank Examiner 4  
Teresa Curtis, Bank Examiner 3  
Samuel England, Bank Examiner 2  
Timothy Whitley, Bank Examiner 2  
Errol Griebel, Bank Examiner 1  
Adam Hyde, Bank Examiner 1  
Christina Hollaway, Bank Examiner 1  
Nicholas Watson, Bank Examiner 1

*Personnel Designation: ACISE, Associate Certified Information Systems Examiner; CEIC, Certified Examiner-in-Charge; CEM, Certified Examinations Manager; CFE, Certified Fraud Examiner; COE, Certified Operations Examiner; CPA, Certified Public Accountant; CCBCO, Certified Community Bank Compliance Officer*

## **BANK APPLICATION ACTIVITIES FY 2018-2019**

### **NEW BANKS OPEN**

There have been no new bank openings during fiscal year 2018-19.

### **BANK MERGERS**

Athens Federal Community Bank, N.A., Athens, TN, merged with and into CapStar Bank, Nashville, TN, under the charter and title of CapStar Bank (October 2018)

Foothills Bank & Trust, Maryville TN, merged with and into SmartBank, Pigeon Forge, TN, under the charter and title SmartBank (November 2018)

### **BANK CONVERSIONS**

There have been no bank conversions during fiscal year 2018-19\*

### **BANK CLOSURES**

There have been no bank closures during fiscal year 2018-19

### **BIDCO TRANSACTIONS**

There have been no BIDCO transactions during fiscal year 2018-19

### **NEW TRUST COMPANIES OPEN**

There have been no new trust company openings during fiscal year 2018-19

### **TRUST COMPANY MERGERS**

There have been no trust mergers during fiscal year 2018-19

### **TRUST COMPANY CONVERSIONS**

Counsel Trust Company, Nashville, TN (Conversion to a Tennessee Public Trust Company, September 2018)

\*The Department received the application by First Tennessee Bank, National Association, Memphis, Tennessee to convert from a national bank to a state-chartered bank to be called First Horizon Bank in July of 2019.

## INFORMATION AT A GLANCE (AS OF JUNE 30, 2019)

### **BANK REGULATED INSTITUTIONS:**

129 Banks  
14 Independent non-depository public trust companies  
1 BIDCO

### **BANK DATA CONSOLIDATED TOTAL ASSETS:**

\$88.4 billion, representing a \$7.4 billion or 9.16 percent increase since June 30, 2018

### **CONSOLIDATED CAPITAL:**

\$11.4 billion, representing 12.85 percent of total assets

### **RETURN ON AVERAGE ASSETS (ROAA):**

Median ROAA of 0.98 percent with a median Net Interest Margin of 3.93 percent (includes all banks)

### **ALLOWANCE FOR LOAN AND LEASE LOSSES (ALLL):**

Median ALLL to total loans and leases ratio of 1.12 percent

### **PAST DUE RATIO:**

Median past due ratio of 1.25 percent

### **TRUST COMPANY DATA TOTAL CONSOLIDATED CORPORATE ASSETS:**

\$106.6 million, representing a decrease of approximately 6 percent from June 30, 2018

### **AGGREGATED NET INCOME FOR TRUST COMPANIES:**

\$6.1 million, representing an approximate decrease of 5 percent compared to the same period in 2018

### **TRUST ASSETS UNDER MANAGEMENT AND/OR CUSTODY:**

Reflects an increase of 33 percent from \$35.4 billion to \$47 billion, inclusive of assets invested in common/collective trust funds.

## **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 BIDCOs operating in Tennessee. The one BIDCO licensed for the calendar year 2019 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, 2018 and June 30, 2019**

<b>ASSETS</b>	<b>June 30, 2019</b>	<b>June 30, 2018</b>	<b>\$ CHANGE</b>	<b>% CHANGE</b>
Cash and Due From Banks	3,986	3,409	577	16.93%
Securities	12,483	12,552	-69	-0.55%
Federal Funds Sold and Securities	521	319	202	63.32%
Securities not held for trading	33	28	5	17.86%
Loans and Leases Held for Sale	881	1,022	-141	-13.80%
Loans and Leases, Net of Unearned	63,522	57,399	6,123	10.67%
Allowance for Loan and Lease Losses	-534	-498	-36	7.23%
Assets Held in Trading Accounts	10	7	3	42.86%
Premises and Fixed Assets	1,636	1,354	282	20.83%
Other Real Estate Owned	155	193	-38	-19.69%
Investments in Unconsolidated	209	187	22	11.76%
Intangible Assets	2,499	2,415	84	3.48%
Other Assets	3,020	2,611	409	15.66%
<b>TOTAL ASSETS</b>	<b>88,421</b>	<b>80,998</b>	<b>7,423</b>	<b>9.16%</b>
<b>LIABILITIES</b>				
Non-Interest-Bearing Deposits	13,618	12,949	669	5.17%
Interest Bearing Deposits	58,002	52,973	5,029	9.49%
<b>TOTAL DEPOSITS</b>	<b>71,620</b>	<b>65,922</b>	<b>5,698</b>	<b>8.64%</b>
Federal Funds Purchased & Securities Sold Under Agreement to Repurchase	414	436	-22	-5.05%
Trading Liabilities	5	2	3	150.00%
Other Borrowed Money	4,129	3,833	296	7.72%
Other Liabilities	893	660	233	35.30%
<b>TOTAL LIABILITIES</b>	<b>77,061</b>	<b>70,853</b>	<b>6,208</b>	<b>8.76%</b>
<b>Minority Interests in Unconsolidated Subsidiaries</b>	<b>1</b>	<b>1</b>		

**TENNESSEE STATE-CHARTERED BANKS**  
**CONSOLIDATED BALANCE SHEET (IN MILLIONS)**  
**As of June 30, 2018 and June 30, 2019**

<b>EQUITY CAPITAL</b>	<b>June 30, 2019</b>	<b>June 30, 2018</b>	<b>\$ Change</b>	<b>% Change</b>
Preferred Stock	21	23	-2	-8.70%
Common Stock	351	348	3	0.86%
Surplus	6,425	6,153	272	4.42%
Undivided Profits	4,497	3,808	689	18.09%
Accumulated Other Comprehensive Income	70	-183	253	138.25%
Other Equity Capital Components	-5	-5	0	0.00%
<b>TOTAL EQUITY CAPITAL</b>	<b>11,359</b>	<b>10,145</b>	<b>1,214</b>	<b>11.97%</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>88,421</b>	<b>80,998</b>	<b>7,423</b>	<b>9.16%</b>

**TENNESSEE STATE-CHARTERED BANKS**  
**CONSOLIDATED INCOME STATEMENT (IN MILLIONS)**  
**Six months ending June 30, 2018 and June 30, 2019**

	<b>JUNE 30, 2019</b>	<b>JUNE 30, 2018</b>
Interest Income	1,947	1,661
Interest Expenses	460	265
<b>NET INTEREST INCOME</b>	<b>1,487</b>	<b>1,396</b>
Non-Interest Income	405	375
Non-Interest Expense	1,141	1,059
Provision for Loan and Lease Losses	52	44
Securities Gains/Losses	1	0
Pre-Tax Net Income	698	668
Applicable Income Taxes	153	134
<b>NET OPERATING INCOME</b>	<b>545</b>	<b>534</b>
<b>NET INCOME</b>	<b>545</b>	<b>534</b>
<b>TOTAL CASH DIVIDENDS</b>	<b>198</b>	<b>202</b>

**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	5,071	15,133	20,889	444	1,055	41,704	36,336	102	0	5,266	168
ASHLAND CITY	Community Bank & Trust	8,656	61,562	169,274	2,061	13,568	250,999	207,978	16,754	0	26,267	1,106
ATWOOD	Citizens Bank & Trust Company	1,107	13,803	9,645	74	608	25,089	22,352	91	0	2,646	97
BARTLETT	Bank of Bartlett	10,607	73,575	233,613	2,212	38,754	354,337	307,822	16,039	0	30,476	1,438
BELLS	Bank of Crockett	5,199	94,401	68,652	919	9,453	176,786	155,542	1,222	0	20,022	1,204
BRENTWOOD	Reliant Bank	35,917	290,450	1,324,256	11,666	155,940	1,794,897	1,552,245	20,890	0	221,762	9,053
BRIGHTON	Brighton Bank	3,417	5,600	27,695	448	2,162	38,426	32,671	3,158	0	2,597	-69
BROWNSVILLE	INSOUTH Bank	8,233	41,222	260,357	2,592	22,669	329,889	276,899	19,789	0	33,201	2,225
BYRDSTOWN	People's Bank and Trust Company of Pickett County	10,759	15,012	90,316	1,217	6,385	121,255	104,287	528	0	16,440	634
CAMDEN	Apex Bank	54,268	44,412	441,935	6,174	48,958	583,399	476,550	25,691	0	81,158	12,622
CARTHAGE	Citizens Bank	26,352	325,944	254,405	1,943	8,178	612,936	497,098	4,322	0	111,516	6,610
CHATTANOOGA	First Volunteer Bank	144,887	24,953	791,367	9,714	53,157	1,004,650	873,477	8,281	0	122,892	10,383
CLARKSVILLE	F&M Bank	73,300	102,517	870,739	3,301	106,993	1,150,248	945,006	80,172	0	125,070	3,009
CLARKSVILLE	First Advantage Bank	12,796	43,674	600,300	5,354	41,275	692,691	568,717	49,072	0	74,902	3,361
CLARKSVILLE	Legends Bank	12,854	83,845	383,015	4,136	22,840	498,418	430,420	19,464	0	48,534	2,534
CLEVELAND	Bank of Cleveland	41,680	4,135	220,813	3,040	16,686	280,274	236,411	2,185	0	41,677	2,119
CLIFTON	Peoples Bank	7,697	24,449	158,311	1,803	22,096	210,750	182,456	9,058	0	19,236	1,229
COLLIERVILLE	BankTennessee	13,366	24,126	248,225	3,365	27,130	309,482	269,905	6,182	0	33,395	2,202
COLLIERVILLE	Landmark Community Bank	11,656	125,003	808,031	6,481	36,991	975,200	780,729	105,641	0	88,830	4,244
COLUMBIA	First Farmers and Merchants Bank	55,323	342,050	890,556	9,227	90,608	1,369,310	1,141,066	85,907	95	142,337	8,905
COLUMBIA	Heritage Bank & Trust	10,416	25,616	130,494	2,493	9,711	173,744	156,082	2,549	0	15,114	713
COOKEVILLE	Bank of Putnam County	71,280	236,015	511,920	4,224	45,455	860,446	782,750	12,004	0	65,692	4,698
COOKEVILLE	Putnam 1st Mercantile Bank	3,343	19,601	97,644	1,098	3,695	123,185	108,104	702	0	14,378	871
CORDOVA	First Alliance Bank	8,573	8,974	115,513	1,097	9,043	141,006	122,516	3,905	0	14,584	420
DECATURVILLE	Decatur County Bank	6,208	18,987	95,711	732	7,470	127,644	113,298	5,417	0	8,929	284
DICKSON	Bank of Dickson	8,252	73,043	141,718	1,520	5,663	227,156	193,410	3,155	0	30,591	1,004
DICKSON	First Federal Bank	93,248	196,273	390,696	5,445	43,922	718,694	617,503	13,124	0	88,068	5,165
DICKSON	TriStar Bank	8,598	48,413	227,342	2,549	21,165	302,969	262,716	15,104	0	25,149	1,135
DUNLAP	Citizens Tri-County Bank	97,245	199,664	570,925	8,659	44,633	903,808	803,887	7,758	0	92,164	8,781
DUNLAP	Mountain Valley Bank	6,321	18,053	75,129	671	5,125	103,957	94,284	215	0	9,458	219
DYER	The Farmers & Merchants Bank	4,290	53,353	34,132	187	9,321	100,909	86,778	4,615	0	9,516	211
ELIZABETHTON	Citizens Bank	15,746	235,793	635,429	6,067	34,634	915,535	707,620	92,799	916	115,116	8,963
ELIZABETHTON	Security Federal Bank	3,199	12,891	46,742	450	4,057	66,439	51,422	5,090	0	9,927	145

		(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
ERIN	Traditions First Bank	20,333	36,825	89,286	682	7,303	153,065	136,868	1,679	0	14,518	609
FARRAGUT	SouthEast Bank	95,103	0	1,564,002	6,331	95,019	1,747,793	1,579,887	21,930	0	145,976	7,790
FAYETTEVILLE	Bank of Lincoln County	14,549	13,426	113,935	1,517	7,670	148,063	127,661	852	0	19,550	943
FRANKEWING	Bank of Frankewing	40,697	14,419	229,081	4,019	14,011	294,189	257,219	3,720	0	33,250	1,814
FRANKLIN	Franklin Synergy Bank	150,968	834,095	2,907,525	27,443	202,566	4,067,711	3,147,698	468,540	93	451,473	12,742
GALLATIN	Sumner Bank & Trust	31,472	23,389	124,023	1,130	9,849	187,603	169,640	1,187	0	16,776	823
GATES	Gates Banking and Trust Company	907	28,174	18,385	306	2,713	49,873	43,959	391	0	5,523	185
GERMANTOWN	First Capital Bank	11,913	24,193	288,082	2,198	10,714	332,704	272,365	24,726	0	35,614	1,408
GLEASON	Bank of Gleason	9,808	61,231	37,687	623	2,514	110,617	83,660	518	0	26,439	587
GREENEVILLE	Andrew Johnson Bank	31,187	30,449	307,387	5,011	14,715	378,727	336,062	2,083	0	40,582	2,196
GREENEVILLE	Heritage Community Bank	11,429	3,493	91,795	1,147	7,718	113,288	97,677	4,528	0	11,083	376
GREENFIELD	Greenfield Banking Company	5,155	4,884	50,693	679	2,829	62,882	55,224	1,610	0	6,047	292
HALLS	Bank of Halls	3,317	31,379	42,568	626	6,153	82,791	72,257	1,338	0	9,196	501
HALLS	The Lauderdale County Bank	4,528	17,353	24,416	231	2,346	48,412	42,083	731	0	5,598	116
HARROGATE	Commercial Bank	77,004	99,063	1,031,020	9,041	96,732	1,294,778	1,066,682	102,740	0	125,356	8,134
HARTSVILLE	Citizens Bank	6,345	41,539	173,662	2,855	11,898	230,589	198,925	5,856	0	25,808	1,497
HENDERSON	Chester County Bank	15,316	29,201	25,541	406	1,333	70,985	62,384	145	0	8,456	282
HUNTINGDON	Carroll Bank and Trust	24,780	19,049	221,401	2,127	25,907	289,010	257,923	1,268	0	29,819	1,085
JACKSON	The Bank of Jackson	3,860	117,952	58,595	1,101	7,050	186,356	155,283	10,662	0	20,411	779
JAMESTOWN	Progressive Savings Bank	37,964	31,433	200,381	2,641	29,619	296,756	264,327	2,229	0	30,200	936
JAMESTOWN	Union Bank	6,242	73,773	102,105	1,376	17,761	198,505	172,722	1,278	0	24,505	321
JASPER	Tower Community Bank	18,519	19,683	155,447	831	19,527	212,345	189,207	2,702	153	20,436	681
JEFFERSON CITY	First Peoples Bank of Tennessee	11,537	24,441	105,627	1,139	10,305	150,771	132,160	4,744	0	13,867	648
JELLICO	UBank	4,780	10,404	47,212	610	4,599	66,385	56,225	867	0	9,293	296
KINGSPORT	Bank of Tennessee	22,993	187,610	1,121,184	7,845	98,461	1,422,403	1,095,067	201,406	0	125,930	9,549
KNOXVILLE	Mountain Commerce Bank	48,417	63,346	740,612	5,643	34,835	881,567	778,445	6,244	0	96,877	6,177
LA FOLLETTE	Peoples Bank of the South	17,259	208	129,452	1,451	5,068	150,536	128,889	850	0	20,797	1,239
LAFAYETTE	Citizens Bank of Lafayette	46,096	240,798	601,118	8,058	51,643	931,597	742,650	76,882	0	112,065	5,681
LAFAYETTE	Macon Bank and Trust Company	17,032	200,807	174,244	2,625	22,222	411,680	349,356	9,815	0	52,509	1,371
LAWRENCEBURG	Lawrenceburg Federal Bank	2,244	0	61,642	218	3,834	67,502	51,033	1,355	0	15,114	212

		(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
LEBANON	CedarStone Bank	5,379	37,032	152,652	1,278	12,449	206,234	161,492	23,561	0	21,181	881
LEBANON	First Freedom Bank	25,904	0	404,478	4,357	41,811	467,836	415,013	3,056	0	49,767	2,832
LEBANON	Wilson Bank and Trust	108,740	443,792	2,031,340	28,270	138,485	2,694,087	2,332,337	45,937	0	315,813	18,148
LEWISBURG	First Commerce Bank	44,162	65,071	302,511	3,692	20,046	428,098	382,217	8,303	0	37,578	2,898
LEXINGTON	Community Bank	3,540	26,716	120,696	1,527	8,278	157,703	134,326	8,000	0	15,377	676
LIVINGSTON	American Bank & Trust of the Cumberlands	26,498	10,844	199,967	2,440	11,801	246,670	222,541	2,238	0	21,891	1,448
LIVINGSTON	Union Bank & Trust Company	5,382	13,663	59,835	1,067	3,292	81,105	69,534	290	0	11,281	914
LOBELVILLE	Bank of Perry County	6,007	12,216	145,996	1,550	10,586	173,255	144,155	13,027	0	16,073	1,431
MADISONVILLE	Peoples Bank of East Tennessee	9,421	34,040	162,098	1,504	15,724	219,779	192,425	1,868	0	25,486	1,320
MADISONVILLE	Volunteer Federal Savings Bank	49,475	22,624	129,504	626	13,047	214,024	175,428	9,958	0	28,638	899
MANCHESTER	Coffee County Bank	18,813	12,432	162,427	2,457	4,399	195,614	168,486	4,192	0	22,936	2,290
MANCHESTER	Peoples Bank & Trust Company	8,235	14,089	76,574	964	5,695	103,629	87,415	4,029	0	12,185	585
MARYVILLE	CBBC Bank	27,875	125,405	198,555	3,309	10,679	359,205	298,792	4,203	0	56,210	1,701
MC KENZIE	McKenzie Banking Company	35,568	14,723	73,863	1,710	8,698	131,142	111,265	910	0	18,967	1,459
MCMINNVILLE	Homeland Community Bank	13,890	27,384	104,732	1,308	8,712	153,410	137,947	1,740	0	13,723	635
MCMINNVILLE	Security Federal Savings Bank of McMinnville	10,386	35,100	159,061	1,594	8,530	211,483	176,672	11,650	0	23,161	1,271
MEMPHIS	Bank3	12,596	30,104	168,412	2,109	6,960	215,963	191,319	1,541	0	23,103	657
MEMPHIS	Financial Federal Bank	18,244	2,500	595,014	6,923	8,280	617,115	467,013	71,313	0	78,789	4,666
MEMPHIS	Independent Bank	25,204	7,561	859,211	8,488	154,182	1,037,670	872,743	34,090	0	130,837	6,798
MEMPHIS	Paragon Bank	8,718	51,072	334,566	4,428	14,996	404,924	350,740	9,942	0	44,242	1,323
MEMPHIS	Tri-State Bank of Memphis	4,391	34,812	49,342	1,300	6,038	93,283	81,902	299	0	11,082	118
MEMPHIS	Triumph Bank	9,525	141,968	631,542	7,102	16,514	792,447	664,655	52,858	0	74,934	1,871
MILAN	The Bank of Milan	6,674	20,176	38,902	213	3,309	68,848	60,303	1,639	0	6,906	324
MILLINGTON	Patriot Bank	4,707	153,544	169,710	2,361	18,943	344,543	289,437	21,015	0	34,091	1,982
MOUNT JULIET	Southern Bank of Tennessee	20,397	31,727	214,108	1,853	19,822	284,201	243,969	1,749	0	38,483	1,704
MOUNTAIN CITY	Farmers State Bank	6,298	37,654	90,721	978	10,893	144,588	118,286	3,724	0	22,578	520
MOUNTAIN CITY	Johnson County Bank	1,303	49,344	66,197	476	5,772	122,140	99,664	2,969	0	19,507	527
NASHVILLE	CapStar Bank	155,471	198,678	1,530,246	12,903	146,048	2,017,540	1,736,722	33,225	0	247,593	11,005
NASHVILLE	Citizens Savings Bank and Trust Company	6,574	10,426	80,847	1,342	2,622	99,127	88,360	4,258	0	6,509	122
NASHVILLE	FirstBank	154,555	688,238	4,584,215	30,138	532,883	5,929,753	4,845,367	351,080	0	733,306	39,585
NASHVILLE	InsBank	48,485	20,639	438,003	5,102	33,162	535,187	426,455	50,006	0	58,726	2,328
NASHVILLE	Pinnacle Bank	607,235	3,489,658	18,905,617	90,253	3,499,771	26,412,028	19,550,207	2,574,046	123	4,287,775	197,424
NASHVILLE	Studio Bank	23,246	21,299	114,548	1,014	4,893	162,972	123,104	353	0	39,515	-3,075

		(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
NASHVILLE	Tennessee Bank & Trust	11,661	40,953	212,909	2,291	11,650	274,882	247,935	2,964	0	23,983	686
NASHVILLE	Truxton Trust Company	26,425	102,557	336,119	3,411	19,838	481,528	401,360	24,027	0	56,141	4,294
NEWBERN	Security Bank	8,751	112,753	62,388	1,150	15,837	198,579	165,882	9,787	0	22,910	823
OAK RIDGE	TNBANK	10,023	35,364	178,953	1,668	15,043	237,715	205,555	11,415	0	20,744	567
OOLTEWAH	Millennium Bank	33,026	12,639	133,517	1,694	6,925	184,413	162,815	1,030	0	20,568	864
PARIS	Commercial Bank & Trust Co.	29,976	202,149	507,044	6,822	39,337	771,684	676,257	5,676	0	89,751	6,813
PARIS	Security Bank and Trust Company	9,369	62,566	356,509	1,203	31,729	458,970	394,562	20,984	0	43,424	3,113
PARSONS	Farmers Bank	11,276	4,446	19,014	354	1,518	35,900	30,708	196	0	4,996	131
PIGEON FORGE	SmartBank	120,091	253,777	1,836,899	9,097	189,734	2,391,404	2,030,719	38,409	0	322,276	11,385
PIGEON FORGE	Tennessee State Bank	43,922	114,599	451,868	3,785	45,223	651,827	567,932	7,594	0	76,301	3,979
PIKEVILLE	First Farmers & Commercial Bank	5,723	29,728	76,447	755	6,910	118,053	103,230	633	0	14,190	475
PIPERTON	The Bank of Fayette County	31,544	44,505	550,275	5,941	30,237	650,620	576,363	16,791	0	57,466	3,636
PORTLAND	The Farmers Bank	25,675	176,783	444,605	5,372	39,734	681,425	572,979	26,998	0	81,448	4,563
PORTLAND	Volunteer State Bank	82,753	4,604	612,764	1,938	129,207	827,390	604,716	94,551	0	128,124	2,222
RIPLEY	Bank of Ripley	6,477	122,440	83,428	1,071	11,145	222,419	185,137	2,387	0	34,895	854
ROGERSVILLE	Civis Bank	17,547	9,654	56,366	470	8,917	92,014	88,573	988	0	2,453	1
ROGERSVILLE	First Community Bank of East Tennessee	25,584	22,192	117,666	1,776	16,729	180,395	147,729	11,418	0	21,249	646
RUTLEDGE	Citizens Bank and Trust Company of Grainger County	5,856	129,597	63,065	716	10,690	208,492	171,090	875	0	36,527	1,246
SARDIS	The Peoples Bank	2,984	13,765	66,546	627	3,239	85,907	76,532	970	0	8,405	352
SAVANNAH	Central Bank	10,356	16,893	64,482	1,354	6,399	96,776	83,867	549	0	12,360	369
SAVANNAH	The Hardin County Bank	10,438	52,943	415,189	4,558	35,847	509,859	442,844	19,297	0	47,718	2,896
SELMER	Home Banking Company	7,474	41,569	34,319	369	6,253	89,246	78,059	1,089	0	10,098	161
SEVIERVILLE	Sevier County Bank	34,236	30,025	225,145	2,468	18,731	305,669	287,513	1,673	0	16,483	-2,485
SHELBYVILLE	First Community Bank of Tennessee	17,002	71,278	390,660	2,703	61,033	537,270	371,444	102,705	0	63,121	2,433
SHELBYVILLE	Peoples Bank Of Middle Tennessee	5,191	30,587	114,433	1,908	7,361	155,664	135,574	1,913	0	18,178	797
SPRING CITY	Simply Bank	36,464	27,103	288,190	3,436	17,037	365,358	313,420	17,860	0	34,078	1,780
TAZEWELL	First Century Bank	18,448	23,969	351,960	4,394	20,105	410,088	362,645	6,600	0	40,843	2,913
TREZEVANT	Centennial Bank	35,595	24,745	386,713	5,852	33,157	474,358	398,553	21,547	0	54,258	2,669
TULLAHOMA	First Vision Bank of Tennessee	12,387	32,230	213,492	2,289	13,796	269,616	227,909	15,228	0	26,479	1,404
WARTBURG	Citizens First Bank	24,127	26,204	107,865	75	22,814	180,935	155,194	1,529	0	24,212	588
WAYNESBORO	The Bank of Waynesboro	21,396	24,786	121,458	2,142	8,380	173,878	150,625	657	0	22,596	1,442
WAYNESBORO	Wayne County Bank	29,060	33,082	229,737	4,113	28,315	316,081	261,000	8,865	0	46,216	1,538
WINCHESTER	Citizens Community Bank	30,992	36,304	153,354	2,546	13,458	231,562	198,858	2,778	0	29,926	1,932

	(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
	<b>TOTAL</b>	3,986,345	13,036,479	64,402,766	534,257	7,529,962	88,421,295	71,619,745	5,440,913	1,380	11,360,638	547,307

(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

## TENNESSEE STATE-CHARTERED BANKS KEY BANK RATIOS As of June 30, 2019

CITY	INSTITUTION LEGAL NAME	NET INCOME TO AVG TOTAL ASSETS RATIO	LOANS TO ASSETS RATIO	ALLOWANCE FOR LOAN LOSSES RATIO	TIER 1 CAPITAL (LEVERAGE) RATIO	NET LOANS TO DEPOSITS RATIO	NET INCOME TO AVG TOTAL EQUITY RATIO
<b>ADAMSVILLE</b>	Farmers & Merchants Bank	0.82	49.02	2.13	12.50	56.27	6.61
<b>ASHLAND CITY</b>	Community Bank & Trust	0.91	66.62	1.22	10.67	80.40	8.74
<b>ATWOOD</b>	Citizens Bank & Trust Company	0.73	38.15	0.77	10.07	42.82	7.69
<b>BARTLETT</b>	Bank of Bartlett	0.82	65.31	0.95	8.20	75.17	9.53
<b>BELLS</b>	Bank of Crockett	1.42	38.31	1.34	10.44	43.55	13.16
<b>BRENTWOOD</b>	Reliant Bank	1.04	73.13	0.88	9.58	84.56	8.22
<b>BRIGHTON</b>	Brighton Bank	-0.34	70.91	1.62	6.44	83.40	-5.29
<b>BROWNSVILLE</b>	INSOUTH Bank	1.37	78.14	1.00	10.11	93.09	13.76
<b>BYRDSTOWN</b>	People's Bank and Trust Company of Pickett County	1.06	73.48	1.35	13.54	85.44	7.89
<b>CAMDEN</b>	Apex Bank	4.40	74.69	1.40	12.50	91.44	33.21
<b>CARTHAGE</b>	Citizens Bank	2.22	41.19	0.76	17.80	50.79	12.29
<b>CHATTANOOGA</b>	First Volunteer Bank	2.09	77.80	1.23	12.15	89.49	17.39
<b>CLARKSVILLE</b>	F&M Bank	0.53	75.41	0.38	8.55	91.79	4.86
<b>CLARKSVILLE</b>	First Advantage Bank	0.99	85.89	0.89	10.89	104.61	9.15
<b>CLARKSVILLE</b>	Legends Bank	1.02	76.02	1.08	9.72	88.03	10.69

CITY	INSTITUTION LEGAL NAME	NET INCOME TO AVG TOTAL ASSETS RATIO	LOANS TO ASSETS RATIO	ALLOWANCE FOR LOAN LOSSES RATIO	TIER 1 CAPITAL (LEVERAGE) RATIO	NET LOANS TO DEPOSITS RATIO	NET INCOME TO AVG TOTAL EQUITY RATIO
<b>CLEVELAND</b>	Bank of Cleveland	1.55	77.70	1.38	15.07	92.12	10.32
<b>CLIFTON</b>	Peoples Bank	1.15	74.26	1.14	8.97	85.78	13.23
<b>COLLIERVILLE</b>	BankTennessee	1.46	79.12	1.36	10.03	90.72	13.44
<b>COLLIERVILLE</b>	Landmark Community Bank	0.87	82.19	0.80	9.09	102.67	9.65
<b>COLUMBIA</b>	First Farmers and Merchants Bank	1.32	64.36	1.04	9.89	77.24	12.99
<b>COLUMBIA</b>	Heritage Bank & Trust	0.86	73.67	1.91	8.77	82.01	9.97
<b>COOKEVILLE</b>	Bank of Putnam County	1.11	59.00	0.83	7.66	64.86	14.75
<b>COOKEVILLE</b>	Putnam 1st Mercantile Bank	1.43	78.37	1.12	11.77	89.31	12.49
<b>CORDOVA</b>	First Alliance Bank	0.61	81.14	0.95	10.15	93.39	5.79
<b>DECATURVILLE</b>	Decatur County Bank	0.47	74.41	0.76	7.85	83.83	6.99
<b>DICKSON</b>	Bank of Dickson	0.89	61.72	1.07	13.22	72.49	6.74
<b>DICKSON</b>	First Federal Bank	1.48	53.60	1.39	11.03	62.39	12.07
<b>DICKSON</b>	TriStar Bank	0.75	74.20	1.12	8.19	85.57	9.24
<b>DUNLAP</b>	Citizens Tri- County Bank	2.00	62.21	1.52	9.49	69.94	19.21
<b>DUNLAP</b>	Mountain Valley Bank	0.42	71.62	0.89	9.14	78.97	4.72
<b>DYER</b>	The Farmers & Merchants Bank	0.42	33.64	0.55	9.29	39.12	4.82
<b>ELIZABETHTON</b>	Citizens Bank	2.05	68.74	0.95	12.08	88.94	16.19
<b>ELIZABETHTON</b>	Security Federal Bank	0.43	69.68	0.96	14.60	90.02	2.92
<b>ERIN</b>	Traditions First Bank	0.79	57.89	0.76	8.71	64.74	8.81
<b>FARRAGUT</b>	SouthEast Bank	1.01	89.12	0.40	8.48	98.59	11.24
<b>FAYETTEVILLE</b>	Bank of Lincoln County	1.31	75.93	1.33	13.33	88.06	9.92
<b>FRANKEWING</b>	Bank of Frankewing	1.26	76.50	1.75	11.36	87.50	11.25
<b>FRANKLIN</b>	Franklin Synergy Bank	0.61	70.80	0.94	10.61	91.50	5.80
<b>GALLATIN</b>	Sumner Bank & Trust	0.92	65.51	0.91	9.09	72.44	10.23
<b>GATES</b>	Gates Banking and Trust Company	0.75	36.25	1.66	10.41	41.13	7.11
<b>GERMANTOWN</b>	First Capital Bank	0.89	85.93	0.76	11.00	104.96	8.03

CITY	INSTITUTION LEGAL NAME	NET INCOME TO AVG TOTAL ASSETS RATIO	LOANS TO ASSETS RATIO	ALLOWANCE FOR LOAN LOSSES RATIO	TIER 1 CAPITAL (LEVERAGE) RATIO	NET LOANS TO DEPOSITS RATIO	NET INCOME TO AVG TOTAL EQUITY RATIO
<b>GLEASON</b>	Bank of Gleason	1.06	33.51	1.65	23.37	44.30	4.56
<b>GREENEVILLE</b>	Andrew Johnson Bank	1.17	79.84	1.63	10.61	89.98	11.08
<b>GREENEVILLE</b>	Heritage Community Bank	0.69	80.02	1.25	9.90	92.80	6.91
<b>GREENFIELD</b>	Greenfield Banking Company	0.95	79.54	1.34	9.69	90.56	9.93
<b>HALLS</b>	Bank of Halls	1.21	50.66	1.47	10.57	58.05	11.60
<b>HALLS</b>	The Lauderdale County Bank	0.47	49.96	0.95	11.30	57.47	4.26
<b>HARROGATE</b>	Commercial Bank	1.29	78.93	0.88	9.67	95.81	13.39
<b>HARTSVILLE</b>	Citizens Bank	1.32	74.07	1.64	11.19	85.87	12.05
<b>HENDERSON</b>	Chester County Bank	0.80	35.41	1.59	11.65	40.29	7.03
<b>HUNTINGDON</b>	Carroll Bank and Trust	0.76	75.87	0.96	10.23	85.02	7.42
<b>JACKSON</b>	The Bank of Jackson	0.85	30.85	1.88	9.91	37.03	8.36
<b>JAMESTOWN</b>	Progressive Savings Bank	0.63	66.63	1.32	9.97	74.81	6.19
<b>JAMESTOWN</b>	Union Bank	0.32	50.74	1.35	12.42	58.32	2.67
<b>JASPER</b>	Tower Community Bank	0.68	72.81	0.53	9.38	81.72	6.93
<b>JEFFERSON CITY</b>	First Peoples Bank of Tennessee	0.87	69.30	1.08	9.28	79.06	9.62
<b>JELICO</b>	UBank	0.90	70.20	1.29	13.97	82.88	6.45
<b>KINGSPORT</b>	Bank of Tennessee	1.36	78.27	0.70	8.77	101.67	15.71
<b>KNOXVILLE</b>	Mountain Commerce Bank	1.45	83.37	0.76	11.25	94.42	13.29
<b>LA FOLLETTE</b>	Peoples Bank of the South	1.67	85.03	1.12	13.95	99.31	11.90
<b>LAFAYETTE</b>	Citizens Bank of Lafayette	1.24	63.66	1.34	11.38	79.86	10.51
<b>LAFAYETTE</b>	Macon Bank and Trust Company	0.68	41.69	1.51	12.75	49.12	5.45
<b>LAWRENCEBURG</b>	Lawrenceburg Federal Bank	0.64	91.00	0.35	22.66	120.36	2.83
<b>LEBANON</b>	CedarStone Bank	0.86	73.40	0.84	10.37	93.73	8.52
<b>LEBANON</b>	First Freedom Bank	1.20	85.53	1.08	10.20	96.41	11.57
<b>LEBANON</b>	Wilson Bank and Trust	1.38	74.35	1.39	11.62	85.88	11.92

CITY	INSTITUTION LEGAL NAME	NET INCOME TO AVG TOTAL ASSETS RATIO	LOANS TO ASSETS RATIO	ALLOWANCE FOR LOAN LOSSES RATIO	TIER 1 CAPITAL (LEVERAGE) RATIO	NET LOANS TO DEPOSITS RATIO	NET INCOME TO AVG TOTAL EQUITY RATIO
LEWISBURG	First Commerce Bank	1.36	69.80	1.22	8.64	78.18	15.87
LEXINGTON	Community Bank	0.85	75.57	1.27	9.47	88.72	9.07
LIVINGSTON	American Bank & Trust of the Cumberlands	1.20	80.08	1.22	8.94	88.76	13.39
LIVINGSTON	Union Bank & Trust Company	2.24	72.46	1.78	13.78	84.52	17.32
LOBELVILLE	Bank of Perry County	1.70	83.37	1.06	9.40	100.20	17.94
MADISONVILLE	Peoples Bank of East Tennessee	1.21	73.07	0.93	11.35	83.46	10.74
MADISONVILLE	Volunteer Federal Savings Bank	0.87	60.22	0.48	13.66	73.46	6.41
MANCHESTER	Coffee County Bank	2.38	81.78	1.51	11.76	94.95	20.38
MANCHESTER	Peoples Bank & Trust Company	1.13	72.96	1.26	11.69	86.50	9.94
MARYVILLE	CBBC Bank	0.96	54.36	1.67	15.58	65.35	6.27
MC KENZIE	McKenzie Banking Company	2.26	55.02	2.32	14.66	64.85	16.05
MCMINNVILLE	Homeland Community Bank	0.85	67.42	1.25	9.12	74.97	9.75
MCMINNVILLE	Security Federal Savings Bank of McMinnville	1.19	74.46	1.00	10.87	89.13	11.25
MEMPHIS	Bank3	0.65	77.01	1.25	10.94	86.92	5.90
MEMPHIS	Financial Federal Bank	1.54	95.30	1.16	12.83	125.93	12.05
MEMPHIS	Independent Bank	1.32	81.98	0.99	11.48	97.48	10.57
MEMPHIS	Paragon Bank	0.65	81.53	1.32	10.68	94.13	6.17
MEMPHIS	Tri-State Bank of Memphis	0.26	51.50	2.63	9.35	58.66	1.94
MEMPHIS	Triumph Bank	0.48	78.80	1.12	9.15	93.95	5.24
MILAN	The Bank of Milan	0.97	56.19	0.55	10.09	64.16	10.01
MILLINGTON	Patriot Bank	1.16	48.57	1.39	9.18	57.82	12.47
MOUNT JULIET	Southern Bank of Tennessee	1.20	74.68	0.87	12.80	87.00	9.00
MOUNTAIN CITY	Farmers State Bank	0.72	62.07	1.08	15.97	75.87	4.71
MOUNTAIN CITY	Johnson County Bank	0.88	53.81	0.72	15.62	65.94	5.54

CITY	INSTITUTION LEGAL NAME	NET INCOME TO AVG TOTAL ASSETS RATIO	LOANS TO ASSETS RATIO	ALLOWANCE FOR LOAN LOSSES RATIO	TIER 1 CAPITAL (LEVERAGE) RATIO	NET LOANS TO DEPOSITS RATIO	NET INCOME TO AVG TOTAL EQUITY RATIO
NASHVILLE	CapStar Bank	1.10	75.21	0.84	10.24	87.37	9.13
NASHVILLE	Citizens Savings Bank and Trust Company	0.24	80.21	1.66	6.43	89.98	3.83
NASHVILLE	FirstBank	1.45	76.80	0.66	9.72	93.99	11.22
NASHVILLE	InsBank	0.91	80.89	1.16	11.54	101.51	8.11
NASHVILLE	Pinnacle Bank	1.55	71.24	0.48	9.81	96.24	9.42
NASHVILLE	Studio Bank	-4.65	69.66	0.89	28.07	92.23	-15.12
NASHVILLE	Tennessee Bank & Trust	0.51	76.62	1.08	8.70	84.95	5.94
NASHVILLE	Truxton Trust Company	1.77	69.09	1.01	11.44	82.90	16.00
NEWBERN	Security Bank	0.84	30.84	1.84	10.69	36.92	7.78
OAK RIDGE	TNBANK	0.49	74.58	0.93	8.62	86.25	5.73
OOLTEWAH	MILLENNIUM BANK	0.95	71.48	1.27	11.29	80.96	8.37
PARIS	Commercial Bank & Trust Co.	1.81	64.82	1.35	10.86	73.97	16.10
PARIS	Security Bank and Trust Company	1.42	77.41	0.34	9.25	90.05	14.73
PARSONS	Farmers Bank	0.72	51.98	1.86	13.37	60.77	5.34
PIGEON FORGE	SmartBank	0.98	76.43	0.50	10.92	90.01	7.21
PIGEON FORGE	Tennessee State Bank	1.25	68.74	0.84	11.72	78.90	10.94
PIKEVILLE	First Farmers & Commercial Bank	0.81	64.12	0.99	12.03	73.32	6.76
PIPERTON	The Bank of Fayette County	1.15	83.66	1.08	8.95	94.44	13.08
PORTLAND	The Farmers Bank	1.35	64.46	1.21	11.81	76.66	11.64
PORTLAND	Volunteer State Bank	0.57	73.83	0.32	8.44	101.01	4.19
RIPLEY	Bank of Ripley	0.76	37.03	1.28	14.88	44.48	5.16
ROGERSVILLE	Civis Bank	0.00	60.75	0.83	2.76	63.11	0.09
ROGERSVILLE	First Community Bank of East Tennessee	0.72	64.24	1.51	11.14	78.45	6.22
RUTLEDGE	Citizens Bank and Trust Company of Grainger County	1.19	29.90	1.14	16.77	36.44	7.07
SARDIS	The Peoples Bank	0.82	76.73	0.94	9.69	86.13	8.71
SAVANNAH	Central Bank	0.78	65.23	2.10	12.01	75.27	6.10
SAVANNAH	The Hardin County Bank	1.14	80.54	1.10	9.41	92.73	12.87

CITY	INSTITUTION LEGAL NAME	NET INCOME TO AVG TOTAL ASSETS RATIO	LOANS TO ASSETS RATIO	ALLOWANCE FOR LOAN LOSSES RATIO	TIER 1 CAPITAL (LEVERAGE) RATIO	NET LOANS TO DEPOSITS RATIO	NET INCOME TO AVG TOTAL EQUITY RATIO
<b>SELMER</b>	Home Banking Company	0.35	38.04	1.08	10.70	43.49	3.34
<b>SEVIERVILLE</b>	Sevier County Bank	-1.64	72.85	1.10	5.48	77.45	-29.67
<b>SHELBYVILLE</b>	First Community Bank of Tennessee	1.00	72.21	0.69	12.14	104.45	8.00
<b>SHELBYVILLE</b>	PEOPLES BANK OF MIDDLE TENNESSEE	1.06	72.29	1.67	11.85	83.00	8.98
<b>SPRING CITY</b>	Simply Bank	1.02	77.94	1.19	9.55	90.85	10.62
<b>TAZEWELL</b>	First Century Bank	1.47	84.75	1.25	10.19	95.84	14.71
<b>TREZEVANT</b>	Centennial Bank	1.16	80.29	1.51	10.89	95.56	10.02
<b>TULLAHOMA</b>	First Vision Bank of Tennessee	1.06	78.33	1.07	9.76	92.67	10.79
<b>WARTBURG</b>	Citizens First Bank	0.68	59.57	0.07	10.50	69.46	5.50
<b>WAYNESBORO</b>	The Bank of Waynesboro	1.69	68.62	1.76	12.96	79.21	12.94
<b>WAYNESBORO</b>	Wayne County Bank	0.98	71.38	1.79	14.55	86.45	6.79
<b>WINCHESTER</b>	Citizens Community Bank	1.69	65.13	1.66	12.95	75.84	13.37
	<b>Median Including All Institutions</b>	<b>0.98</b>	<b>72.81</b>	<b>1.12</b>	<b>10.67</b>	<b>85.02</b>	<b>9.15</b>



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

	June 30, 2019	June 30, 2018	\$ Change	% Change
<b>ASSETS</b>				
Cash and Due from	32,077	29,279	2,798	9.56%
Securities and	8,741	43,005	(34,264)	(79.67)%
Premises and Fixed	3,955	3,353	602	17.95%
Intangible Assets	33,235	13,497	19,738	146.24%
Other Assets	28,630	24,041	4,589	19.09%
<b>TOTAL ASSETS</b>	<b>106,638</b>	<b>113,175</b>	<b>(6,537)</b>	<b>(5.78)%</b>
<b>LIABILITIES</b>				
Other Liabilities	30,671	19,190	11,481	59.83%
<b>TOTAL LIABILITIES</b>	<b>30,671</b>	<b>19,190</b>	<b>11,481</b>	<b>59.83%</b>
<b>EQUITY CAPITAL</b>				
Common Stock	16,261	19,217	(2,956)	(15.38)%
Less: Treasury Stock	1,283	1,263	20	1.58%
Surplus	11,357	5,350	6,007	112.28%
Additional Paid-in	51,163	85,880	(34,717)	(40.43)%
Undivided Profits	(1,568)	(15,126)	13,558	89.63%
Unrealized Gains and	37	(73)	110	150.68%
<b>TOTAL EQUITY</b>	<b>75,967</b>	<b>93,985</b>	<b>(18,018)</b>	<b>(19.19)%</b>
<b>TOTAL LIABILITIES</b>	<b>106,638</b>	<b>113,175</b>	<b>(6,537)</b>	<b>(5.78)%</b>
<b>EQUITY CAPITAL</b>				
Fee Income	85,312	79,742	5,570	6.98%
<b>NET FEE INCOME</b>	<b>85,312</b>	<b>79,742</b>	<b>5,570</b>	<b>6.98%</b>
Other Income	228	112	116	103.57%
<b>TOTAL INCOME</b>	<b>85,540</b>	<b>79,854</b>	<b>5,686</b>	<b>7.12%</b>
Operating Expenses	75,216	63,335	11,881	18.76%
Advisor/Consulting		5,806	(5,806)	(100)%
Inter-Company Expense (Credit)	990	990		0.00%
Securities (Gains) and	(15)	18	(33)	183.33%
<b>TOTAL OPERATING</b>	<b>76,191</b>	<b>70,149</b>	<b>6,042</b>	<b>8.61%</b>
Pre-Tax Net	9,349	9,705	(356)	(3.67)%

	June 30, 2019	June 30, 2018	\$ Change	% Change
<b>Less:</b>				
<b>Applicable Income</b>	527	567	(40)	(7.05)%
<b>Non-Operating</b>	2,720	2,736	(16)	(0.58)%
<b>NET OPERATING</b>	<b>6,102</b>	<b>6,402</b>	(300)	(4.69)%
<b>Extraordinary</b>				
<b>NET INCOME</b>	<b>6,102</b>	<b>6,402</b>	(300)	(4.69)%

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

	(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)	
<b>Institution</b>	<b>City</b>	<b>Cash</b>	<b>Invest</b>	<b>Other Assets</b>	<b>Total Assets</b>	<b>Other Liabilities</b>	<b>Equity Capital</b>	<b>Net Income</b>	<b>TAUM</b>	<b>Common/Collective Funds</b>	<b>No. of Funds</b>
Advocacy Trust of Tennessee, LLC	Chattanooga	1,954	0	540	2,494	467	2,027	281	540,696	0	0
First Mercantile Trust Company	Cordova	7,578	0	22,817	30,395	4,186	26,209	13	3,518,828	2,355,034	144
Meridian Trust and Investment	Knoxville	81	1,268	886	2,235	140	2,095	1,135	798,232	0	0
The Trust Company of Knoxville	Knoxville	2,895	0	786	3,681	799	2,882	1,910	3,528,246	0	0
Argent Trust and Investment	Nashville	2,629	0	25,591	28,220	11,630	16,590	100	16,591,272	32,330	3
Diversified Trust Company	Memphis	5,260	0	5,846	11,106	7,015	4,091	0	7,571,236	2,164,530	11
Cumberland Trust and Investment	Nashville	3,321	0	4,176	7,497	3,663	3,834	935	3,513,449	0	0
Equitable Trust Company	Nashville	2,151	1,052	280	3,483	1,250	2,233	821	3,063,407	0	0

		(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)
Institution	City	Cash	Invest	Other Assets	Total Assets	Other Liabilities	Equity Capital	Net Income	TAUM	Common/Coll ective Funds	No. of Funds
Pendleton Square Trust Co., LLC	Nashville	1,746	0	347	2,093	68	2,025	-316	707,552	0	0
TCV Trust & Wealth Company	Knoxville	922	4,210	2,126	7,258	1,078	6,180	780	1,539,111	0	0
Southeastern Trust Company	Chattanooga	1,818	0	1,923	3,741	66	3,675	261	344,956	0	0
The Entrust Trust Company	Nashville	1,552	0	101	1,653	9	1,644	166	3,558,780	0	0
Counsel Trust Company	Nashville	170	2,211	401	2,782	300	2,482	85	1,765,238	27,752	11
<b>Totals</b>		<b>32,077</b>	<b>8,741</b>	<b>65,820</b>	<b>106,638</b>	<b>30,671</b>	<b>75,967</b>	<b>6,102</b>	<b>47,041,003</b>	<b>4,579,646</b>	<b>169</b>

*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*



# 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 Cashing Companies
- Deferred Presentment Services Providers
- Flexible Credit Lenders
- Home Equity Conversion (Reverse) Mortgage Lenders
- Industrial Loan and Thrift Companies
- Insurance Premium Finance Companies
- Money Transmitters
- Residential Mortgage Lenders, Brokers and Servicers
- Residential Mortgage Loan Originators
- Title Pledge Lenders

## ADMINISTRATION

Nicole Chamblee, Assistant Commissioner, CFE  
Melanie Harper, Administrative Services Assistant  
Melody Johnson, Financial Analyst

## LICENSING

David Axford, Chief Administrator, JD  
Carl Scott, Director of Licensing, CFSA  
Stephen Henley, Director of Licensing, CPA  
Luke Schroer, Financial Analyst

Mandy Heady, Financial Analyst  
Steffany Daniel, Administrative Services Assistant

## EXAMINATION

Jack Lay, Chief Administrator  
Christy Adams, FI Program Administrator  
Cathy Henry, Compliance Examination Supervisor

Patrick Somers, Compliance Examination Supervisor

## EXAMINERS

Robert Campbell, Loan Examiner 4  
Steve Cranor, Loan Examiner 4  
Robert Doyle, Loan Examiner 4  
Grant Gouveia, Loan Examiner 4, CFE  
Marisa Graham, Loan Examiner 2  
Chad Haney, Loan Examiner 4  
Elizabeth Harrell, Loan Examiner 4  
Kerry Rial, Loan Examiner 4  
Keith Sharp, Loan Examiner 3  
James Simmons, Loan Examiner 4  
Calvin Stout, Loan Examiner 3

Kevin Hicks, Loan Examiner 4  
Robert Walker, Loan Examiner 4  
Luke Ward, Loan Examiner 2  
Mike Wiggins, Loan Examiner 4  
Heather Winfree, Loan Examiner 1



*Examination Team*



*Nashville Central Office Staff*

## **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 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 investigate consumer complaints and allegations of consumer fraud and usury.

Through 2,695 examinations and other methods of regulatory oversight of non-depository institutions, the Department returned refunds in the amount of \$921,394.14 to consumers for the fiscal year ending June 30, 2019. In addition, administrative enforcement actions initiated by the Department resulted in civil monetary penalties of \$340,750.87.

## DIVISION HIGHLIGHTS

- **RISK-FOCUSED EXAMINATION PROGRAM**

The Department implemented the Risk-Focused Examination Program (“the program”) July 1, 2013, for Title Pledge, Check Cashing, and Deferred Presentment Services licensees. The program was expanded July 1, 2014, to include Industrial Loan and Thrift Company registrants, Residential Lending, Brokerage, and Servicing licensees, and Insurance Premium Finance licensees. Flexible Credit licensees were brought into the program on July 1, 2017.

The program utilizes questions that were derived from a study of the historical examination reports and other related regulatory information for each license type. This provided a logical and statistically sound basis for developing risk questions.

Each licensee’s examination data is used to build a database of information for each license type and provides a way for the Department to compile, combine, and analyze the raw data to develop a risk rating. The database is used to develop an industry average by license type. Each licensee’s score is then compared to the industry average by license type. The risk rating is then determined by whether the licensee’s score is below or above the industry average. This rating system allows the Department to focus on licensees that appear to have the greatest risk. The program is intended and designed to identify potential risks to consumers. Through scheduling, we focus examiner resources on institutions that present a greater level of risk while lessening the burden on institutions presenting the least level of risk by extending the period between exams.

The examination scheduling is based upon the risk rating. For Check Cashing, Deferred Presentment, Flexible Credit, Industrial Loan and Thrift, Insurance Premium Finance, and Title Pledge licensees, a “Low” rating would result in a scheduled examination in 15 to 18 months, a “Moderate” rating would result in a scheduled examination in 12 to 15 months, and a “High” rating would result in a scheduled examination within nine (9) to 12 months of the date of last examination. For Residential Lending, Brokerage, and Servicing licensees, a “Low” risk rating would result in a scheduled examination in 48 to 54 months, a “Moderate” rating would result in a scheduled examination in 30 to 36 months, and a “High” risk rating would result in a scheduled examination within nine (9) to 12 months of the date of last examination. The existing rating is updated at the beginning of each fiscal year, July 1 to June 30.

The program has provided some positive impacts to the regulated industries and to the Compliance Division as well.

- **EXAMINATION TIME REMAINED CONSTANT**

Prior to the implementation of the program, the Division showed an average examination time for non-mortgage to be one (1) day, and four (4) days for mortgage. The program goal was to keep the examination time the same or decrease it. The examinations were expanded, but we achieved the goal of keeping the examination time constant through examination efficiency improvements.

- **ESTIMATED EXAMINATION TIMES GIVEN TO COMPANIES**

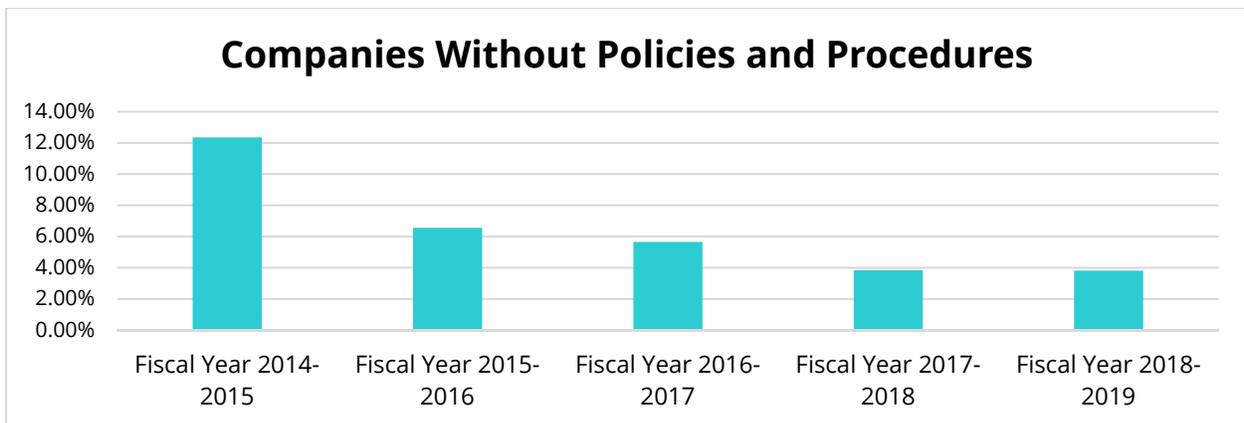
Through the yearly scheduling report that is sent to companies in early October, a listing of each location and its scheduled rating and estimated exam frequency is given to companies. This provides companies with multiple locations the ability to determine an estimate of examination needs for the coming year.

- **DEPARTMENT EFFICIENCY**

By deploying the Risk-Focused Examination Program, the Department can be more efficient and effective in not only protecting the public but in also partnering with the industry to reduce risk to consumers. Our goal is to assist licensees to better understand their risk to consumers and to find ways to reduce that risk. The focus by some companies to establish or improve risk management systems is an important step toward risk reduction. The program empowers the department to understand each company based on its risk profile rather than deploying a one-size-fits-all exam approach. This risk approach also permits the Department to better manage the exam workforce rather than having to hire and lay off staff based on industry volatility.

- **INDUSTRY IMPROVEMENT**

For the program as a whole, we have seen year-over-year improvement in availability of policies and procedures as seen in the graphics below. The data reflected a continued improvement in documented policies and procedures with locations without documented policies and procedures decreasing to 3.81%.



- **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. Each person regulated by the Compliance Division, except money transmitters and mortgage loan originators, is assessed an annual supervision fee, which is determined by the Commissioner annually, 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. Money transmission licensees and mortgage loan originators are not assessed the supervision fee but continue to pay fees which are required by statute. The supervision fee was phased in at different times during 2015 and is in full effect. The fee structure will assist the department in implementing its risk-focused examination program for non-depository institutions, furthering the 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.



*With this Annual Report, the Department's Compliance Division has returned to reporting certain statistical data on a fiscal year basis rather than a calendar year basis. The Compliance Division has determined that it is preferable to report data such as number of licensees, number of examinations, and dollar amount of refunds on the same basis as the Department's budget year.*

## CHECK CASHING COMPANIES

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 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 June 30, 2019, there were 549 check cashing locations licensed with the Department. For fiscal year 2019, the Department conducted 366 examinations of check cashing businesses, resulting in refunds totaling \$6,097.33.

## DEFERRED PRESENTMENT SERVICES 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 two (2) checks from any one (1) customer at the same time, with the aggregate face value of all outstanding checks from any one (1) 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 June 30, 2019, there were 836 deferred presentment service locations licensed with the Department. For fiscal year 2019, the department conducted 609 examinations of deferred presentment service businesses, resulting in refunds totaling \$23,329.90.

## ANNUAL REPORT INFORMATION

Licensees are required by Tenn. Code Ann. § 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 31 of the prior year. These reports include a balance sheet, statement of income and expense, as well as other statistical data. The following is a recapitulation of the 2018 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, 2018.

## ANNUAL REPORT INFORMATION FOR CALENDAR YEAR ENDING DECEMBER 31, 2018

The following tabulation represents aggregate information from reports filed by 154 licensed companies. The Department did not require an annual report from companies that opened after December 2018.

### STATEMENT OF ASSETS, LIABILITIES, AND EQUITY

Total Assets	\$849,770,966
Total Liabilities	\$491,142,553
Net Worth	\$358,628,413

As of December 31, 2018, five (5) companies owned 83% of the industry's assets. This accounts for \$707,339,995 of the total reported assets of \$849,770,966. Fifty-six (56) companies reported assets greater than \$500,000; 75 companies had assets of between \$100,000 and \$500,000; and the remaining 23 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, 2018 to December 31, 2018.

Total Operating Income	\$141,696,123
Salary Expense	\$41,159,456
Bad Debt Expense	\$32,048,380
Owners' Compensation	\$3,330,967
Net Income*	\$7,833,346

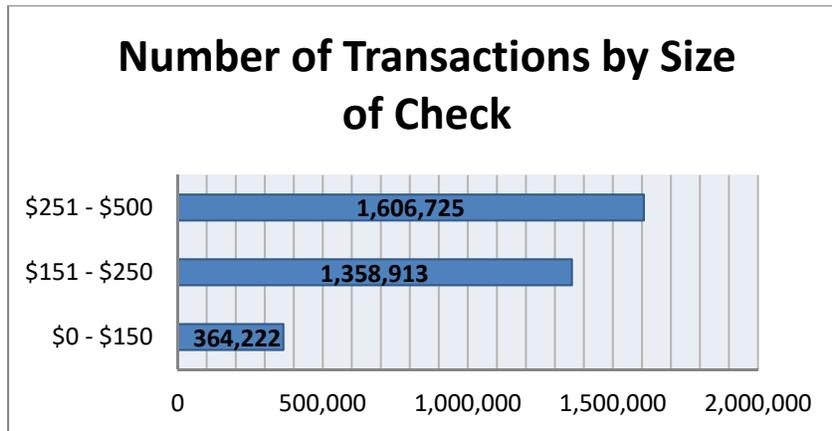
*\*Excluding Owners' Compensation*

Of the 154 reporting companies, 36 reported operating losses and 23 reported net income of over \$100,000 for the period ending December 31, 2018. The average company made a profit of \$50,866. Salaries are a major company expense, amounting to about 29% of total operating income. The average salary expense for a reporting company was \$267,269. Losses on receivables constitute another major industry expense. Bad debt expense represented approximately 23% of total operating income.

## TRANSACTIONAL DATA

The following transactional data was reported for the reporting period ending December 31, 2018:

Number of Transactions	3,329,860
Dollar Amount of Transactions During the Year	\$665,805,801
Average Size of Receivable Transactions	\$200



## FLEXIBLE CREDIT LENDERS

Businesses licensed under the Flexible Credit Act, Tenn. Code Ann. §§ 45-12-101, et seq., may offer “flex loans” pursuant to flex loan plans. A flex loan plan is defined to mean a written agreement between a licensee and a customer establishing an open-end credit plan under which the licensee contemplates repeated noncommercial loans for personal, family or household purposes.

Flex loan plans 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 0.7% 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 (1) 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 June 30, 2019, there were 674 flexible credit locations licensed with the Department. For fiscal year 2019, the Department conducted 455 examinations of flexible credit lenders, resulting in refunds totaling \$19,619.93.

## **ANNUAL REPORT INFORMATION FOR CALENDAR YEAR ENDING DECEMBER 31, 2018**

Under Tenn. Code Ann. § 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.

### **o STATEMENT OF ASSETS, LIABILITIES, AND EQUITY**

The following tabulation represents aggregate information from the audited financial statements of 25 reporting entities.

Total Assets	\$519,183,248
Total Liabilities	\$265,812,472
Net Worth	\$253,370,776

As of December 31, 2018, five (5) companies owned 76% of the industry's assets. This accounts for \$393,651,724 of the total reported assets of \$519,183,248. Fourteen (14) companies reported assets greater than \$500,000; whereas seven (7) companies had less than \$500,000 in assets.

### **o STATEMENT OF INCOME AND EXPENSES**

The following tabulation represents aggregate information for the period ending December 31, 2018:

Total Operating Income	\$543,055,959
Salary Expense	\$89,814,339
Bad Debt Expense	\$219,978,822
Owners' Compensation	\$4,726,068
Net Income*	\$33,849,368

*\*Excluding Owners' Compensation*

Of the 25 reporting companies, eight (8) entities reported operating losses. The average company made a profit of \$1,353,975.

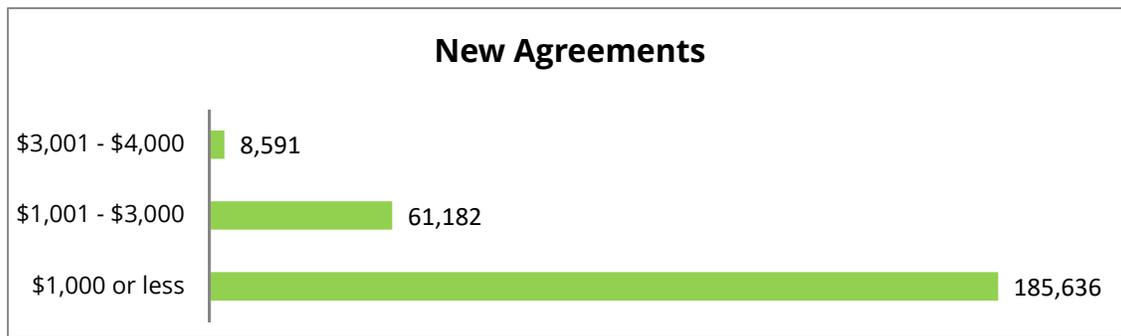
Salaries are a major company expense, amounting to about 17% of total operating income. The average salary expense for a reporting company was \$3,592,574. Losses on receivables

constitute another major industry expense. Bad debt expense represented approximately 41% of total operating income.

o **TRANSACTIONAL DATA**

Number of New Agreements Entered Into for 2018	255,409
Dollar Amount of New Agreements During 2018	\$235,317,218

Distribution of 2018 New Agreements by Dollar Amount: (Maximum agreement amount= \$4,000)



## 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 programs) 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 the Home Equity Conversion Mortgage Act at the same time that they are examined for compliance under the Tennessee Residential Lending, Brokerage and Servicing Act. As of June 30, 2019, 57 lenders were authorized to make reverse mortgage loans.

## 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 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 June 30, 2019, there were 1,128 TILT locations registered with the Department. For the fiscal year 2019, the Department conducted 642 examinations of TILT companies resulting in refunds totaling \$467,333.25.

### INDUSTRIAL LOAN AND THRIFT COMPANIES COMPOSITE ANNUAL REPORT

(Year Ending December 31, 2018)

Number of Companies Included in This Report	244
Number of Offices Included in This Report	1,277
Number of Employees Included in This Report	7,153
<b>RATE OF RETURN</b>	
Average Monthly Gross Receivable (Industry)	\$2,211,698,491.80
Average Monthly Gross Receivable (Location)	\$1,731,948.70
Net Income (Industry)	\$26,903,929.00
Net Income (Location)	\$21,068.07
Rate of Return on Outstanding Receivables (Location)	0.4%
<b>ANALYSIS OF ACCOUNTS OUTSTANDING (MONTHLY AVERAGE)</b>	
Average Number of Accounts Outstanding (Industry)	660,152
Average Number of Accounts Outstanding (Company)	2,706
Average Number of Accounts Outstanding (Location)	517
<b>OTHER INFORMATION</b>	
Number of Loans Outstanding at Beginning of Year	685,883
Dollar Amount of Loans Outstanding at Beginning of Year	\$2,031,025,851.23
Average Amount per Loan Outstanding at Beginning of Year	\$2,961.18
Number of Loans Made During the Year	1,178,898
Dollar Amount of Loans Made During the Year	\$4,170,584,644.37
Average Amount per Loan Made	\$3,537.70
Number of Loans Charged Off During the Year	162,082

Dollar Amount of Loans Charged Off During the Year	\$303,979,920.61
Average Account Balance Charged Off	\$1,875.47
Number of Loans Outstanding at Year End	663,003
Dollar Amount of Loans Outstanding at Year End	\$2,107,277,694.26
Average Account Balance per Loan Outstanding at Year End	\$3,178.38

**INDUSTRIAL LOAN AND THRIFT COMPANIES COMPOSITE ANNUAL REPORT  
ANALYSIS OF LOANS RECEIVABLE  
(Year Ending December 31, 2018)**

Gross Loan Receivables Outstanding - January	\$2,150,508,528.09
Gross Loan Receivables Outstanding - February	\$2,269,259,946.38
Gross Loan Receivables Outstanding - March	\$1,956,331,862.03
Gross Loan Receivables Outstanding - April	\$2,467,249,005.97
Gross Loan Receivables Outstanding - May	\$1,823,204,254.13
Gross Loan Receivables Outstanding - June	\$2,181,076,246.65
Gross Loan Receivables Outstanding - July	\$2,232,554,919.00
Gross Loan Receivables Outstanding - August	\$2,239,127,052.75
Gross Loan Receivables Outstanding - September	\$2,255,233,402.99
Gross Loan Receivables Outstanding - October	\$2,278,740,304.89
Gross Loan Receivables Outstanding - November	\$2,321,480,393.53
Gross Loan Receivables Outstanding - December	\$2,365,615,985.23

## **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 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. Licenses under the Premium Finance Company 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 June 30, 2019, there were 43 insurance premium finance companies licensed with the Department. For fiscal year 2019, the Department conducted 26 examinations of insurance premium finance companies resulting in refunds totaling \$2,363.94.

## **MONEY TRANSMITTERS**

The activities of money transmitter companies are governed by the Tennessee Money Transmitter Act of 1994, Tenn. Code Ann. §§ 45-7-101, et seq. There are exemptions that apply to certain government agencies, as well as business organizations. See Tenn. Code Ann. § 45-7-204.

The Department continues to enhance its policies and procedures to ensure that we efficiently and effectively facilitate our 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.

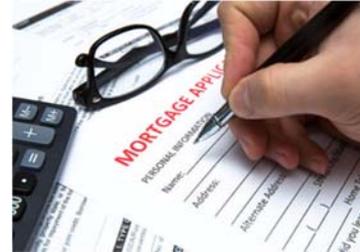
Each applicant for a money transmitter license must demonstrate, and each licensee must maintain, a net worth of not less than \$100,000 computed according to generally accepted accounting principles. Persons transmitting, or proposing to transmit, money shall have an additional net worth of \$25,000 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, 2019, the division licensed 136 money transmitters. For fiscal year 2019, the Department conducted six (6) money transmitter examinations and 18 examinations of money transmitters were conducted by the Multistate Money Transmitter Exam Team (MMET), of which the Department is a member, or the examinations were conducted by other states and accepted by the Department. The Tennessee Money Transmitter Act authorizes the Department to accept examinations of an agency of another state. Consumer refunds were made in the amount of \$26,360.33.

## **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 June 30, 2019, there were 700 mortgage businesses licensed with the Department. For the fiscal year 2019, the Department conducted 119 examinations of mortgage companies, resulting in refunds totaling \$83,208.77.

## 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, two (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 June 30, 2019, there were 12,390 mortgage loan originators licensed 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 of 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 (1) licensee. Licenses under the Tennessee Title Pledge 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 June 30, 2019, there were 696 title pledge locations licensed with the Department. For the fiscal year 2019, the Department conducted 472 examinations of title pledge businesses resulting in refunds totaling \$293,080.69.



## ANNUAL REPORT INFORMATION FOR CALENDAR YEAR ENDING DECEMBER 31, 2018

The following tabulation represents aggregate information from reports filed by 94 licensed companies. The Department did not require an annual report from companies that opened after December 2018.

Total Assets	\$479,645,154
Total Liabilities	\$85,294,106
Net Worth	\$394,351,049

As of December 31, 2018, five (5) companies owned 78% of the industry's assets. This accounts for \$373,293,758 of the total reported assets of \$479,645,154. Thirty-nine (39) companies reported assets greater than \$500,000; 53 companies had assets of between \$100,000 and \$500,000; and the remaining two (2) companies 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, 2018 to December 31, 2018.

Total Operating Income	\$121,936,800
Salary Expense	\$26,279,914
Bad Debt Expense	\$35,131,220
Owners' Compensation	\$2,424,637
Net Income Before Tax*	\$16,922,897

*\*Excluding Owners' Compensation*

Of the 94 reporting companies, 30 reported operating losses and 12 reported net income of over \$100,000 for the period ending December 31, 2018. The average company made a profit of \$180,031.

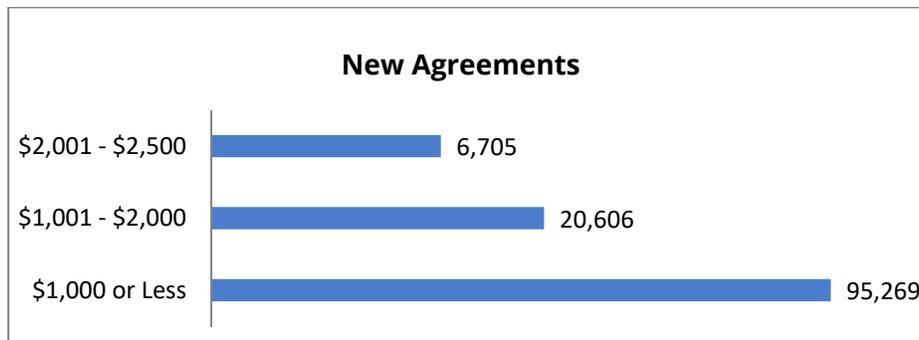
Salaries are a major company expense, amounting to about 22% of total operating income. The average salary expense for a reporting company was \$279,574. Losses on receivables constitute another major industry expense. Bad debt expense represented approximately 29% of total operating income.

- **TRANSACTIONAL DATA**

The following transactional data was reported for the reporting period ending December 31, 2018:

Number of New Agreements Entered Into for 2018	122,580
Dollar Amount of New Agreements During 2018	\$106,248,639
Number of Defaults	56,627
Number of Repossessions	12,802
Total Surplus Amount Returned to Customers after Sale of Repossessed Vehicles	\$641,310

Distribution of 2018 New Agreements by Dollar Amount: (Maximum agreement amount. = \$2,500)



Number of Customers Holding Agreements Outstanding as of December 31, 2018	103,508
Number of Customers who Deferred a Principal Payment Reduction in 2018	8,859

## 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 79 natural-person credit unions regulated by the Credit Union Division have assets of approximately \$13 billion. The return on average assets was 1.24%. Individually, the institutions present a vast array of asset sizes, fields of membership and services.

Volunteer Corporate Credit Union (VolCorp), located in Nashville, Tennessee, continues to meet the financial service needs of natural-person credit unions, whether state or federally-chartered. VolCorp is a \$1.4 billion corporate credit union that serves more than 333 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).

The primary mission of the Credit Union Division is to provide the people of Tennessee with a safe and sound system of credit unions but not at the expense of credit unions' ability to support local economies. The most fundamental approach to achieve that is to regulate credit unions on an institution by institution basis by supervising credit unions based on their risk profile rather than a one size fits all regulatory approach.

The Credit Union Division recently established a new pre-exam risk scoping policy that provides more ability for our examiners to risk focus our credit union exams to better focus on any emerging risk but to also be more efficient on examinations by understanding what areas may hold little risk and should not receive as much attention.

Regulatory Balance is the act of striking the right balance between regulatory oversight (ensuring safety and soundness and compliance with law) while allowing for economic growth and profitability. Examples include customizing examinations instead of using a one-size fits all philosophy, utilizing regulatory authority to bring common sense and justice to bear, and influencing federal agencies toward a more balanced approach.

Through collaboration, examiners discuss best practices with credit union officials, but they do not attempt to micromanage institutions. Examiners inform officials that regardless of the information presented, the Board of Directors is ultimately responsible for making decisions. Examiners share information with management to include emerging risks, current issues, and hot topics. The Credit Union Division is an advocate for the success of credit unions serving citizens.

## ADMINISTRATION

Tina G. Miller, Deputy Commissioner  
Anthony Rogers, Safety and Soundness Chief  
Administrator

Jennifer Meade, Administrative Services  
Assistant 3  
Memory Little, Applications Analyst

## EXAMINATION PERSONNEL

### West Tennessee District

Jim Eller, FI Safety and Soundness Manager  
Randall Means, CSCUES, Credit Union  
Examiner 5

Dana R. Owen, CFE, CEIC, CISE, Credit Union  
Examiner 4  
Josh Evans, Credit Union Examiner 4

### Middle Tennessee District

Jim Eller, FI Safety and Soundness Manager  
Steve Eddings, CFE, CSCUE, CEIC, Credit Union  
Examiner 5  
Robert Heisse, Credit Union Examiner 4

Matthew Adkison, Credit Union Examiner 4  
Derek Quarles, Credit Union Examiner 2

### East Tennessee District

Brian Williams, FI Safety and Soundness Manager  
Shane Hardin, CFE, CSCUE, Credit Union Examiner 5  
Dwight Ward, Credit Union Examiner 4  
William Justice, Credit Union Examiner 4  
George Goodwin, Credit Union Examiner 4

\*\*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



Credit Union Examiners with Commissioner Gonzales (far right) and Deputy Commissioner Miller (center)

## **CREDIT UNION TRANSACTIONS**

### **July 1, 2018 – June 30, 2019**

#### **MERGERS/LIQUIDATIONS**

U.S.T.C. Credit Union merged with and into Outreach Community Federal Credit Union (07/11/2018)

Mountain Lakes Community Federal Credit Union merged with and into Knoxville TVA Credit Union (7/1/2018)

iTrust Federal Credit Union merged with and into Memphis City Employees Credit Union (02/01/2019)

There were no credit union liquidations during the fiscal year

#### **NAME CHANGES**

Mountain States Credit Union changed its name to Ballad Credit Union (10/17/2018)

#### **PRINCIPAL ADDRESS CHANGE**

Health Systems Credit Union changed its principal office location to 7565 Dannaher Drive, Powell, Tennessee, 37849 (03/11/2019)

#### **NEW BRANCHES/BRANCH RELOCATIONS**

Eastman Credit Union – Approval to establish a branch at 5928 Highway 11E, Piney Flats, TN (05/13/2019)

Eastman Credit Union – Approval to establish a limited service mortgage and commercial lending office at 190 Community Drive, Pigeon Forge, TN (03/19/2019)

Eastman Credit Union – Approval to establish a branch at 4325 West Stone Drive, Kingsport, TN (03/08/2019)

The Tennessee Credit Union – Approval to relocate a branch from 107 White Bridge Road, Nashville, TN to 7525 Highway 70 South, Nashville, TN (10/18/2018)

Knoxville TVA Employees Credit Union – Approval to establish a branch at 2325 Market Place, Maryville, TN (08/27/2018)

#### **APPROVAL TO CLOSE/SELL BRANCHES**

There were no credit unions who sold or closed a branch during the fiscal year

## FIELD OF MEMBERSHIP APPLICATION APPROVALS

Horizon Credit Union – Approval to add members of the Appalachian Cultural Music Association (08/22/2018)

Ballad Credit Union – Approval to add employees of Crowder RV Center, Inc. (12/19/2018)

Ballad Credit Union – Approval to add employees of Champion Chevrolet-Cadillac, LLC (09/04/2018)

Leaders Credit Union – Approval to add employees of Central Distributors, Inc. (10/31/2019)

## TENNESSEE STATE-CHARTERED CREDIT UNIONS KEY RATIOS

	June 2018	June 2019
<b>CAPITAL ADEQUACY</b>		
Net Worth/Total Assets	12.72	12.86
Net Worth/Total Assets--Including Optional Total Assets Election (if used)	12.73	12.87
Total Delinquent Loans / Net Worth	1.95	2.06
Solvency Evaluation (Estimated)	114.73	114.85
Classified Assets (Estimated) / Net Worth	4.19	4.23
<b>ASSET QUALITY</b>		
Delinquent Loans / Total Loans	0.32	0.34
* Net Charge-Offs / Average Loans	0.32	0.35
Fair (Market) HTM Invest Value/Book Value HTM Invest.	99.41	99.76
Accum Unreal G/L On AFS/Cost Of AFS	-2.44	-0.21
Delinquent Loans / Assets	0.25	0.27
<b>EARNINGS</b>		
* Return On Average Assets	1.22	1.24
* Return On Average Assets Excluding Stabilization Income/Expense & NCUSIF Premium	1.22	N/A
* Gross Income/Average Assets	5.16	5.48
* Yield on Average Loans	4.39	4.69
* Yield on Average Investments	1.50	2.08
* Fee & Other Op.Income / Avg. Assets	1.51	1.45
* Cost of Funds / Avg. Assets	0.57	0.82
* Net Margin / Avg. Assets	4.59	4.66
* Operating Exp./ Avg. Assets	3.13	3.19
* Provision For Loan & Lease Losses / Average Assets	0.25	0.3
* Net Interest Margin/Avg. Assets	3.08	3.2
Operating Exp./Gross Income	60.75	58.2
Fixed Assets & Foreclosed & Repossessed Assets / Total Assets	2.26	2.5
* Net Operating Exp. /Avg. Assets	2.37	2.46
<b>ASSET / LIABILITY MANAGEMENT</b>		
Net Long-Term Assets / Total Assets	33.43	34.11
Reg. Shares / Total Shares & Borrowings	32.81	31.96
Total Loans / Total Shares	91.40	92.05
Total Loans / Total Assets	77.16	78.22

	June 2018	June 2019
Cash + Short-Term Investments / Assets	13.48	13.84
Total Shares, Dep. & Borrs / Earning Assets	90.85	90.97
Reg Shares + Share Drafts / Total Shares & Borrs	49.71	48.76
Borrowings / Total Shares & Net Worth	2.14	1.46
<b>PRODUCTIVITY</b>		
Members / Potential Members	7.41	7.76
Borrowers / Members	57.64	59.14
Members / Full-Time Employees	349.60	354.86
Avg. Shares Per Member	\$9,882	\$10,189
Avg. Loan Balance	\$15,671	\$15,859
* Salary And Benefits / Full-Time Empl.	\$67,307	\$70,467
<b>OTHER RATIOS</b>		
* Net Worth Growth	9.66	9.94
* Market (Share) Growth	10.89	12.32
* Loan Growth	12.39	8.39
* Asset Growth	11.40	11.07
* Investment Growth	8.66	23.82
* Membership Growth	5.03	5.96
* Annualized Ratios		

## TENNESSEE STATE-CHARTERED CREDIT UNIONS CONSOLIDATED BALANCE SHEET

	June 2018	June 2019	% Chg
<b>ASSETS</b>			
<b>CASH:</b>			
Cash On Hand	105,526,925	115,718,435	9.66%
Cash On Deposit	911,911,695	1,004,809,762	10.19%
Cash Equivalents	48,570,190	67,809,930	39.61%
<b>TOTAL CASH &amp; EQUIVALENTS</b>	<b>1,066,008,810</b>	<b>1,188,338,127</b>	<b>11.48%</b>
<b>INVESTMENTS:</b>			
Trading Securities	0	0	
Available for Sale Securities	281,671,620	157,529,830	-44.07%
Held-to-Maturity Securities	263,644,712	244,006,552	-7.45%
Deposits in Commercial Banks, S&Ls, Savings Banks	505,248,285	434,144,616	-14.07%
Loans to, Deposits in, and Investments in Natural Person Credit Unions	64,212,157	67,960,372	5.84%
Total MCSD/Nonperpetual Contributed Capital and PIC/Perpetual Contributed Capital	27,059,878	27,326,675	0.99%
All Other Investments in Corporate Cus	15,521,582	18,894,122	21.73%
All Other Investments	51,874,784	45,711,315	-11.88%
<b>TOTAL INVESTMENTS</b>	<b>1,209,233,018</b>	<b>995,573,482</b>	<b>-17.67%</b>
<b>LOANS HELD FOR SALE</b>	<b>6,232,003</b>	<b>3,981,462</b>	<b>-36.11%</b>

	June 2018	June 2019	% Chg
<b>LOANS AND LEASES:</b>			
Unsecured Credit Card Loans	277,655,023	300,623,168	8.27%
All Other Unsecured Loans/Lines of Credit	303,945,081	328,818,235	8.18%
Payday Alternative Loans (PAL Loans) (FCUs only)	0	0	
Non-Federally Guaranteed Student Loans	62,569,956	71,368,602	14.06%
New Vehicle Loans	1,910,979,007	2,191,961,928	14.70%
Used Vehicle Loans	1,842,526,104	1,961,507,949	6.46%
Leases Receivable	0	273,240	
All Other Secured Non-Real Estate Loans/Lines of Credit	535,456,296	558,586,531	4.32%
Total Loans/Lines of Credit Secured by 1st Lien 1-4 Family Residential Properties	3,476,779,852	3,729,016,240	7.25%
Total Loans/Lines of Credit Secured by Junior Lien 1-4 Family Residential Properties	290,529,297	319,437,236	9.95%
All Other Real Estate Loans/Lines of Credit	21,424,551	15,330,060	-28.45%
Commercial Loans/Lines of Credit Real Estate Secured	532,832,072	653,220,256	22.59%
Commercial Loans/Lines of Credit Not Real Estate Secured	19,750,604	18,188,155	-7.91%
<b>TOTAL LOANS &amp; LEASES</b>	<b>9,274,447,843</b>	<b>10,148,331,600</b>	9.42%
<b>(ALLOWANCE FOR LOAN &amp; LEASE LOSSES)</b>	<b>(64,034,804)</b>	<b>(70,582,194)</b>	10.22%
Foreclosed Real Estate	2,581,925	3,190,742	23.58%
Repossessed Autos	2,766,565	2,949,759	6.62%
Foreclosed and Repossessed Other Assets	224,642	355,630	58.31%
<b>TOTAL FORECLOSED and REPOSSESSED ASSETS</b>	<b>5,573,132</b>	<b>6,496,131</b>	16.56%
Land and Building	228,772,845	267,755,882	17.04%
Other Fixed Assets	32,683,866	45,071,238	37.90%
NCUA Share Insurance Capitalization Deposit	90,862,408	97,975,330	7.83%
Identifiable Intangible Assets	-3,951	232,129	-5975.20%
Goodwill	368,126	364,395	-1.01%
<b>TOTAL INTANGIBLE ASSETS</b>	<b>364,175</b>	<b>596,524</b>	63.80%
Accrued Interest on Loans	22,495,250	27,460,438	22.07%
Accrued Interest on Investments	2,979,460	3,318,372	11.37%
Non-Trading Derivative Assets, net	231,323	1,071,380	363.15%
All Other Assets	144,407,220	153,659,991	6.41%
<b>TOTAL OTHER ASSETS</b>	<b>170,113,253</b>	<b>185,510,181</b>	9.05%
<b>TOTAL ASSETS</b>	<b>12,020,256,549</b>	<b>12,974,680,140</b>	7.94%
<b>TOTAL CU's</b>	<b>80</b>	<b>79</b>	

	June 2018	June 2019	%Chg
<b>LIABILITIES, SHARES AND EQUITY</b>			
<b>LIABILITIES:</b>			
Other Borrowings	N/A	N/A	N/A
Other Notes, Promissory Notes, Interest Payable, & Draws Against Lines of Credit	249,798,341	185,024,899	-25.93%
Borrowing Repurchase Transactions	0	0	
Subordinated Debt	0	0	
Uninsured Secondary Capital and Subordinated Debt Included in Net Worth	0	0	
Non-Trading Derivative Liabilities, net	0	0	
Accrued Dividends and Interest Payable	1,300,657	2,321,684	78.50%
Accounts Payable & Other Liabilities	126,483,792	125,564,945	-0.73%
<b>TOTAL LIABILITIES</b>	<b>377,582,790</b>	<b>312,911,528</b>	<b>-17.13%</b>
<b>SHARES AND DEPOSITS</b>			
Share Drafts	1,757,400,236	1,883,883,591	7.20%
Regular Shares	3,411,039,033	3,582,483,085	5.03%
Money Market Shares	1,316,748,848	1,177,194,449	-10.60%
Share Certificates	2,644,323,536	3,296,716,958	24.67%
IRA/KEOGH Accounts	753,111,462	778,886,235	3.42%
All Other Shares	111,159,063	104,501,018	-5.99%
Non-Member Deposits	153,736,122	200,991,659	30.74%
<b>TOTAL SHARES AND DEPOSITS</b>	<b>10,147,518,300</b>	<b>11,024,656,995</b>	<b>8.64%</b>
<b>EQUITY:</b>			
Undivided Earnings	77,261,166	1,072,479,299	9.74%
Regular Reserves	489,836,216	528,517,603	7.90%
Appropriation For Non-Conforming Investments (SCU Only)	0	0	
Other Reserves	19,606,326	19,705,244	0.50%
Equity Acquired in Merger	25,211,208	26,429,641	4.83%
Miscellaneous Equity	24,555	31,062	26.50%
Accumulated Unrealized Gains (Losses) on Available for Sale Debt Securities	-7,046,406	-535,877	-92.40%
Accumulated Unrealized Losses for OTTI (due to other factors) on HTM Debt Securities	0	0	
Accumulated Unrealized G/L on Cash Flow Hedges	0	-210,026	
Other Comprehensive Income	-27,170,725	-31,978,079	17.69%

	June 2018	June 2019	% Chg
<b>Net Income *</b>	17,433,119	22,672,750	30.06%
<b>EQUITY TOTAL</b>	<b>1,495,155,459</b>	<b>1,637,111,617</b>	9.49%
<b>TOTAL SHARES &amp; EQUITY</b>	<b>11,642,673,759</b>	<b>12,661,768,612</b>	8.75%
<b>TOTAL LIABILITIES, SHARES, &amp; EQUITY</b>	<b>12,020,256,549</b>	<b>12,974,680,140</b>	7.94%
<b>NCUA INSURED SAVINGS</b>			
<b>Uninsured Shares</b>	561,672,347	663,810,740	18.18%
<b>Uninsured Non-Member Deposits</b>	9,024,102	3,974,274	-55.96%
<b>Total Uninsured Shares &amp; Deposits</b>	570,696,449	667,785,014	17.01%
<b>Insured Shares &amp; Deposits</b>	9,576,821,851	10,356,871,981	8.15%
<b>TOTAL NET WORTH</b>	<b>1,529,050,158</b>	<b>1,669,505,520</b>	9.19%

\*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 on a year-end basis.

## TENNESSEE STATE-CHARTERED CREDIT UNIONS CONSOLIDATED INCOME STATEMENT

	June 2018	June 2019	% Chg
<b>INCOME AND EXPENSE</b>			
<b>INTEREST INCOME:</b>			
<b>Interest on Loans</b>	197,636,490	233,030,398	17.91%
<b>Less Interest Refund</b>	-(20,110)	(0)	
<b>Income from Investments</b>	15,885,595	21,416,649	34.82%
<b>Income from Trading</b>	N/A	N/A	
<b>Interest income on Securities held in a Trading account</b>	N/A	25,457	
<b>TOTAL INTEREST INCOME</b>	<b>213,501,975</b>	<b>254,472,504</b>	19.19%
<b>INTEREST EXPENSE:</b>			
<b>Dividends</b>	10,570,936	15,744,129	48.94%
<b>Interest on Deposits</b>	20,537,974	34,233,553	66.68%
<b>Interest on Borrowed Money</b>	2,016,403	2,135,076	5.89%
<b>TOTAL INTEREST EXPENSE</b>	<b>33,125,313</b>	<b>52,112,758</b>	57.32%
<b>PROVISION FOR LOAN &amp; LEASE LOSSES</b>	14,739,642	18,779,364	27.41%
<b>NET INTEREST INCOME AFTER PLL</b>	<b>165,637,020</b>	<b>183,580,382</b>	10.83%

**TENNESSEE STATE-CHARTERED CREDIT UNIONS  
GROUPED BY ASSET SIZE  
(ROUNDED TO NEAREST HUNDRED THOUSANDTHS)**

CREDIT UNION ASSET SIZE RANGE	# OF CREDIT UNIONS - CURRENT YEAR	CURRENT YEAR - TOTAL ASSETS	PERCENTAGE OF CREDIT UNIONS IN GROUP
\$250,000 OR LESS	1	\$58,000	1.25
\$250,001 TO \$500,000	1	\$485,000	1.25
\$500,001 TO \$1,000,000	0	\$0	0.00
\$1,000,001 TO \$5,000,000	11	\$26,157,000	13.75
\$5,000,001 TO \$10,000,000	7	\$49,614,000	8.75
\$10,000,001 TO \$50,000,000	31	\$817,502,000	38.75
\$50,000,001 TO \$100,000,000	10	\$662,233,000	12.50
\$100,000,001 TO \$200,000,000	6	\$729,509,000	7.50
\$200,000,001 TO \$500,000,000	9	\$2,997,683,000	11.25
\$500,000,001 AND OVER	4	\$9,084,245,000	5.00
<b>TOTAL</b>	<b>80</b>	<b>\$14,367,486,000</b>	<b>100.00</b>
	<b>79 Without Corporate Credit Union</b>	<b>\$12,020,300,000</b>	

**TENNESSEE STATE-CHARTERED CREDIT UNIONS ASSETS  
(As of June 30, 2019)**

CREDIT UNION	ADDRESS	CITY	ZIP	ASSETS
A.U.B. EMPLOYEES'	P.O. BOX 874	ATHENS	37371-0874	\$ 1,405,913
APPLIANCE	P.O. BOX 1057	CLEVELAND	37364	\$ 11,248,739
BALLAD	400 N STATE OF FRANKLIN ROAD	JOHNSON CITY	37604	\$ 23,404,016
BCBST EMPLOYEES	1 CAMERON HILL CIR	CHATTANOOGA	37402	\$ 11,142,483
BOWATER EMPLOYEES	P.O. BOX 359	CALHOUN	37309-0359	\$ 173,855,316
CEMC EMPLOYEES	P.O. BOX 3300	CLARKSVILLE	37043	\$ 2,460,423
CHATTANOOGA FEDERAL EMPLOYEES	P.O. BOX 22205	CHATTANOOGA	37422-2205	\$ 47,638,508
CITY EMPLOYEES	1720 WESTERN AVE	KNOXVILLE	37921	\$ 82,059,150
CN/IC EMPLOYEES	2005 NONCONNAH BLVD SUITE 7	MEMPHIS	38132	\$ 7,925,458
COLLEGEDALE	P.O. BOX 2098	COLLEGEDALE	37315	\$ 42,496,033
CONSUMER	3634 E ANDREW JOHNSON HIGHWAY	GREENEVILLE	37745	\$ 474,478,605
CORNERSTONE FINANCIAL	P.O. BOX 120729	NASHVILLE	37212-0729	\$ 400,553,697
CREDIT UNION FOR ROBERTSON COUNTY	2416 MEMORIAL BLVD	SPRINGFIELD	37172	\$ 58,339,442
DIXIE LINE	567 VERITAS ST	NASHVILLE	37211	\$ 11,865,190
EASTMAN	P.O. BOX 1989	KINGSPORT	37662	\$ 4,817,445,555

<b>CREDIT UNION</b>	<b>ADDRESS</b>	<b>CITY</b>	<b>ZIP</b>	<b>ASSETS</b>
<b>EMPLOYEE RESOURCES</b>	P.O. BOX 987	LAWRENCEBURG	38464-4455	\$ 88,595,922
<b>ENBRIGHT</b>	2340 JACKSON DOWNS BLVD	NASHVILLE	37214	\$ 66,238,729
<b>EPB EMPLOYEES</b>	1500 MCCALLIE AVE	CHATTANOOGA	37404-2937	\$ 26,872,984
<b>FIRST CHOICE COMMUNITY</b>	100 N 17th St	KNOXVILLE	37921-6750	\$ 37,256,790
<b>FIRST SOUTH FINANCIAL</b>	6471 STAGE RD STE 200	BARTLETT	38134	\$ 596,631,921
<b>GALLATIN STEAM PLANT</b>	1499 STEAM PLANT RD.	GALLATIN	37066	\$ 5,040,754
<b>GATEWAY</b>	100 OTIS SMITH DR	CLARKSVILLE	37043-8939	\$ 11,258,351
<b>GREATER EASTERN</b>	P.O. BOX 5130	JOHNSON CITY	37602	\$ 49,722,822
<b>GREENEVILLE CITY EMPLOYEES'</b>	310 S MAIN ST STE 3	GREENEVILLE	37743-6176	\$ 10,957,086
<b>GREENEVILLE WORKS EMPLS. SAV. ASSN.</b>	P.O. BOX 1790	GREENEVILLE	37744	\$ 2,084,716
<b>HAPPY VALLEY</b>	P.O. BOX 1838	ELIZABETHTON	37644	\$ 32,607,013
<b>HARDIN COUNTY HOSPITAL EMPLOYEES</b>	935 WAYNE RD	SAVANNAH	38372	\$ 1,146,072
<b>HEALTH SYSTEMS</b>	7565 DANNAHER DRIVE	POWELL	37849	\$ 4,820,777
<b>HEALTHCARE SERVICES</b>	946 E 3RD ST	CHATTANOOGA	37403-2101	\$ 20,441,303
<b>HERITAGE SOUTH COMMUNITY</b>	P.O. BOX 1219	SHELBYVILLE	37162	\$ 229,864,345
<b>HOLLEY</b>	P.O. BOX 398	PARIS	38242	\$ 60,913,460
<b>HORIZON</b>	1201 N EASTMAN ROAD	KINGSPORT	37664-3163	\$ 58,462,921
<b>HURD EMPLOYEES</b>	200 W CHURCH STREET	GREENEVILLE	37745-3806	\$ 3,352,820
<b>JACK DANIEL EMPLOYEES</b>	P.O. BOX 199	LYNCHBURG	37352	\$ 32,079,502
<b>JOHNSONVILLE TVA EMPLOYEES</b>	209 HIGHWAY 641 N	CAMDEN	38320	\$ 101,892,587
<b>KIMBERLY CLARK</b>	1520 N 2ND ST	MEMPHIS	38107-1004	\$ 113,473,451
<b>KINGSPORT PRESS</b>	528 W CENTER STREET	KINGSPORT	37660	\$ 69,098,373
<b>KINGSTON TVA EMPLOYEES</b>	714 SWAN POND ROAD	HARRIMAN	37748	\$ 2,091,453
<b>KNOX CO. EMPLOYEES</b>	400 W MAIN ST RM 355	KNOXVILLE	37902	\$ 9,389,670
<b>KNOXVILLE TVA EMPLOYEES</b>	P.O. BOX 15994	KNOXVILLE	37901	\$ 2,277,361,183
<b>LAKESIDE EMPLS.</b>	1008 BROADWAY	NEW JOHNSONVILLE	37134	\$ 36,085,320
<b>LANGSTON BAG CO. EMPLS. SAV. ASSN.</b>	1760 S 3RD ST	MEMPHIS	38109-7712	\$ 57,634
<b>LEADERS</b>	87 MURRAY GUARD ROAD	JACKSON	38305	\$ 409,603,273
<b>LIFE</b>	2010 CHURCH ST STE 204	NASHVILLE	37203-2078	\$ 34,182,333
<b>LIFEWAY</b>	1 LIFEWAY PLAZA SUITE 20	NASHVILLE	37234	\$ 42,840,222
<b>LOWLAND</b>	622 W 1ST NORTH STREET	MORRISTOWN	37814	\$ 101,589,272
<b>M.P.D. COMMUNITY</b>	2711 OLD LEBANON RD	NASHVILLE	37214	\$ 27,813,590
<b>MARYVILLE MUNICIPAL</b>	321 W BROADWAY AVE	MARYVILLE	37801	\$ 16,360,234
<b>MCNAIRY COUNTY EMPLOYEES</b>	P.O. BOX 867	ADAMSVILLE	38310-1931	\$ 1,564,727
<b>MEMORIAL</b>	6800 LONGVIEW RD	CHATTANOOGA	37421	\$ 7,395,498
<b>MEMPHIS CITY EMPLOYEES</b>	2608 AVERY AVE	MEMPHIS	38112-4821	\$ 333,771,436
<b>METROPOLITAN TEACHERS</b>	1605 JEFFERSON STREET	NASHVILLE	37208	\$ 2,596,477
<b>MID EAST TENNESSEE COMMUNITY</b>	17640 STATE HIGHWAY 58 N	DECATUR	37322	\$ 11,709,311
<b>NASHVILLE FIREMEN'S</b>	908 WOODLAND ST	NASHVILLE	37206	\$ 25,040,517
<b>NASHVILLE POST OFFICE</b>	P.O. BOX 291233	NASHVILLE	37229	\$ 65,182,778
<b>NEW SOUTH</b>	3261 N MALL ROAD	KNOXVILLE	37924	\$ 58,185,373
<b>NORTHEAST COMMUNITY</b>	980 JASON WITTEN WAY	ELIZABETHTON	37643	\$ 118,749,595

<b>CREDIT UNION</b>	<b>ADDRESS</b>	<b>CITY</b>	<b>ZIP</b>	<b>ASSETS</b>
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<b>EPB EMPLOYEES</b>	1500 MCCALLIE AVE	CHATTANOOGA	37404-2937	\$ 26,872,984
<b>FIRST CHOICE COMMUNITY</b>	100 N 17th St	KNOXVILLE	37921-6750	\$ 37,256,790
<b>FIRST SOUTH FINANCIAL</b>	6471 STAGE RD STE 200	BARTLETT	38134	\$ 596,631,921
<b>GALLATIN STEAM PLANT</b>	1499 STEAM PLANT RD.	GALLATIN	37066	\$ 5,040,754
<b>GATEWAY</b>	100 OTIS SMITH DR	CLARKSVILLE	37043-8939	\$ 11,258,351
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<b>HAPPY VALLEY</b>	P.O. BOX 1838	ELIZABETHTON	37644	\$ 32,607,013
<b>HARDIN COUNTY HOSPITAL EMPLOYEES</b>	935 WAYNE RD	SAVANNAH	38372	\$ 1,146,072
<b>HEALTH SYSTEMS</b>	7565 DANNAHER DRIVE	POWELL	37849	\$ 4,820,777
<b>HEALTHCARE SERVICES</b>	946 E 3RD ST	CHATTANOOGA	37403-2101	\$ 20,441,303
<b>HERITAGE SOUTH COMMUNITY</b>	P.O. BOX 1219	SHELBYVILLE	37162	\$ 229,864,345
<b>HOLLEY</b>	P.O. BOX 398	PARIS	38242	\$ 60,913,460
<b>HORIZON</b>	1201 N EASTMAN ROAD	KINGSPORT	37664-3163	\$ 58,462,921
<b>HURD EMPLOYEES</b>	200 W CHURCH STREET	GREENEVILLE	37745-3806	\$ 3,352,820
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<b>LIFEWAY</b>	1 LIFEWAY PLAZA SUITE 20	NASHVILLE	37234	\$ 42,840,222
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<b>MEMPHIS CITY EMPLOYEES</b>	2608 AVERY AVE	MEMPHIS	38112-4821	\$ 333,771,436
<b>METROPOLITAN TEACHERS</b>	1605 JEFFERSON STREET	NASHVILLE	37208	\$ 2,596,477
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<b>NEW SOUTH</b>	3261 N MALL ROAD	KNOXVILLE	37924	\$ 58,185,373
<b>NORTHEAST COMMUNITY</b>	980 JASON WITTEN WAY	ELIZABETHTON	37643	\$ 118,749,595

<b>CREDIT UNION</b>	<b>ADDRESS</b>	<b>CITY</b>	<b>ZIP</b>	<b>ASSETS</b>
<b>NORTHEAST COMMUNITY</b>	980 JASON WITTEN WAY	ELIZABETHTON	37643	\$ 118,749,595
<b>O.M.C. EMPLOYEES'</b>	P.O. BOX 828	CHARLESTON	37310	\$ 28,893,948
<b>OLD HICKORY</b>	P.O. BOX 140478	NASHVILLE	37214	\$ 237,835,572
<b>OLIVET BAPTIST</b>	10000 WOODLAND HILLS DRIVE	CORDOVA	38018	\$ 485,468
<b>P.I.A.S.</b>	305 PLUS PARK BLVD	NASHVILLE	37217	\$ 5,192,269
<b>PATHWAY</b>	P.O. BOX 2035	CLEVELAND	37320	\$ 5,232,821
<b>PATRIOT EQUITY</b>	1450 UNION UNIVERSITY DR	JACKSON	38305	\$ 28,618,349
<b>SCENIC COMMUNITY</b>	4503 HIXSON PIKE	HIXSON	37343	\$ 119,949,154
<b>SKYLINE</b>	3443 DICKERSON PIKE #G10	NASHVILLE	37207-2528	\$ 16,728,669
<b>SMART CHOICE</b>	1075 BLYTHE AVE SE	CLEVELAND	37311-2948	\$ 3,599,264
<b>SOUTHEAST FINANCIAL</b>	220 SOUTH ROYAL OAKS	FRANKLIN	37064	\$ 381,997,161
<b>SOUTHERN</b>	P.O. BOX 3490	CHATTANOOGA	37404	\$ 20,869,346
<b>ST. THOMAS</b>	4230 HARDING PIKE STE 103	NASHVILLE	37205	\$ 27,308,460
<b>TENNESSEE DEPARTMENT OF SAFETY</b>	1150 FOSTER AVENUE	NASHVILLE	37243-4400	\$ 9,437,401
<b>TENNESSEE EMPLOYEES</b>	P.O. BOX 198617	NASHVILLE	37219-8617	\$ 26,971,798
<b>THE TENNESSEE</b>	1400 8TH AVENUE SOUTH	NASHVILLE	37203	\$ 316,280,091
<b>THE WEST TENNESSEE</b>	2521 FITE RD	MEMPHIS	38127	\$ 17,151,700
<b>TNCONNECT</b>	P.O. BOX 52990	KNOXVILLE	37950	\$ 55,156,581
<b>UPS EMPLOYEES</b>	1814 E BROOKS RD	MEMPHIS	38116	\$ 26,009,517
<b>US COMMUNITY</b>	P.O. BOX 140570	NASHVILLE	37214	\$ 213,298,602
<b>VANDERBILT UNIVERSITY EMPLOYEES CREDIT UNION</b>	P.O. BOX 128426	NASHVILLE	37212	\$ 44,685,744
<b>VOLUNTEER CORPORATE</b>	2460 ATRIUM WAY	NASHVILLE	37214	\$ 1,392,805,975
<b>WCG EMPLOYEES</b>	P.O. BOX 284	MARTIN	38237	\$ 1,034,486
<b>YOUR BEST</b>	26 CENTURY BLVD, STE 3	NASHVILLE	37214-3683	\$ 17,242,616