

**FEDERATED STATES OF MICRONESIA
DEVELOPMENT BANK**

**(A COMPONENT UNIT OF THE FSM NATIONAL
GOVERNMENT)**

**FINANCIAL STATEMENTS AND
INDEPENDENT AUDITORS' REPORT**

YEARS ENDED DECEMBER 31, 2019 AND 2018

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INDEPENDENT AUDITORS' REPORT

Board of Directors
Federated States of Micronesia Development Bank:

Report on the Financial Statements

We have audited the accompanying financial statements of the Federated States of Micronesia Development Bank (the Bank), which comprise the statements of net position as of December 31, 2019 and 2018, and the related statements of revenues, expenses and changes in net position and of cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

financial position of the Federated States of Micronesia Development Bank as of December 31, 2019 and 2018, and the changes in its net position and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matters

Financial Statement Presentation

As discussed in Note 1 to the financial statements, the Bank elected to present an unclassified statement of net position because current assets are not matched with current liabilities. Our opinion is not modified with respect to this matter.

Noncompliance with Loan Agreement Covenants

As discussed in Note 8 to the financial statements, the Bank is not in compliance with certain loan covenants. Our opinion is not modified with respect to this matter.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis on pages 4 to 6 as well as the Statement of Fiduciary Net Position and Statement of Changes in Fiduciary Net Position for Trust Funds administered by the Bank on pages 26 and 27 be presented to supplement the financial statements. Such information, although not a part of the financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the financial statements, and other knowledge we obtained during our audit of the financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Financial Information

Our audits were conducted for the purpose of forming an opinion on the Bank's financial statements. The Schedule of European Investment Bank August 2010 Finance Contract Ratios on page 25 is presented for purposes of additional analysis and is not a required part of the financial statements. The Schedule of European Investment Bank August 2010 Finance Contract Ratios is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. Such information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the Schedule of European Investment Bank August 2010 Finance Contract Ratios is fairly stated, in all material respects, in relation to the financial statements as a whole.

2020, on our consideration of the Bank's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Bank's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Bank's internal control over financial reporting and compliance.

Deloitte & Touche LLP
May 26, 2020

The following is a discussion and analysis of the Federated States of Micronesia Development Bank's (the Bank) financial performance for the fiscal year ended December 31, 2019.

In the year 2019, after 40 years in existence, FSMDB has once again proven its ability to transform challenges into opportunities, achieving growth under difficult economic conditions. FSMDB in 2019 approved \$22.9 million for 628 loans. Business loans represented 79% and consumer loans & residential loans at 21%. The loan portfolio at year end stood at \$42.6 million, with loans by sectors as follows: Service sector 30%, Tourism Sector 20%, Wholesale/Retail 13%, Agriculture/Fisheries 12%, Real Estate Development 1%, Transportation and Construction at 3% and 2% respectively, and the remaining sectors at 19%. No contributions or subsidies from the government were received in 2019 despite repeated requests to the government for an additional \$10MM capital infusion.

Summary Statements of Net Position

| | <u>2019</u> | <u>2018</u> | <u>2017</u> |
|------------------------------------|----------------------|----------------------|----------------------|
| Assets | \$ <u>64,191,496</u> | \$ <u>60,006,706</u> | \$ <u>59,559,529</u> |
| Liabilities | <u>2,007,974</u> | <u>1,494,755</u> | <u>1,884,033</u> |
| Net position: | | | |
| Net investment in capital assets | 1,411,271 | 1,455,943 | 1,510,124 |
| Unrestricted | <u>60,772,251</u> | <u>57,056,008</u> | <u>56,165,372</u> |
| Total net position | <u>62,183,522</u> | <u>58,511,951</u> | <u>57,675,496</u> |
| Total liabilities and net position | \$ <u>64,191,496</u> | \$ <u>60,006,706</u> | \$ <u>59,559,529</u> |

In 2019, the lone long-term liability the Bank has with European Investment Bank (EIB) was reduced to less than \$750K compared to \$900K in 2018. At December 31, 2019, borrowed funds represented only 1.1 % of total assets. Leverage has been very low providing ample room for the Bank to borrow funds for its lending activities should the need arises. In December 2018, a new loan of \$5 million from EIB to the Bank was signed, with disbursements expected to begin in March of 2020. For additional information concerning the Bank's debt, please refer to Note 8 in the financial statements.

From operations, the Bank earned \$336,178 which represents a 62% reduction comparing to last year's results of \$893,878. The Bank's return on equity remained positive however it increased to 6.0 % in 2019 compared to 1% in 2018, due to significant investment gains in 2019. Moreover, the ratio of capital/net position to total assets is at 97% as of December 31, 2019. The Bank was able to generate enough revenues to cover expenses. And in terms of investments, the Bank's investments in the financial markets performed well compared to last year's results.

The total ratio of non-performing loans to total loans at the end of the 2019 was 18% and a loan loss coverage of 69%. Despite these ratios, the Bank endeavors to improve its loan portfolio.

Refer to note 5 in the financial statements for capital asset activities.

Summary Statements of Revenues, Expenses and Changes in Net Position

| | <u>2019</u> | <u>2018</u> | <u>2017</u> |
|---|----------------------|----------------------|----------------------|
| Operating revenues | \$ 3,232,492 | \$ 3,120,480 | \$ 2,808,000 |
| (Provision for) reversal of loan losses | (1,014,698) | (300,000) | - |
| Operating expenses | <u>(1,881,616)</u> | <u>(1,926,602)</u> | <u>(1,897,640)</u> |
| Earnings from operations | 336,178 | 893,878 | 910,360 |
| Non-operating revenues (loss), net | <u>3,335,393</u> | <u>(57,423)</u> | <u>2,459,574</u> |
| Change in net position | 3,671,571 | 836,455 | 3,369,934 |
| Net position at beginning of year | <u>58,511,951</u> | <u>57,675,496</u> | <u>54,305,562</u> |
| Net position at end of year | \$ <u>62,183,522</u> | \$ <u>58,511,951</u> | \$ <u>57,675,496</u> |

The Bank manages two trust funds, namely, the Investment Development Fund (IDF) and Yap Development Loan Fund (YDLF). The total assets for each of these funds at the end of 2019 were \$2,040,639 and \$275,084, respectively. At the end of December 2019, all IDF-related loans had been paid off, meaning there are no outstanding loans under IDF. Moreover, there has been no loan approvals under YDLF for the past 5 years.

Economic Outlook

Within a short period between the end of 2019 and the first few months of 2020, a lot of turmoil in the global community following a health pandemic that has caused countless economic retributions that is felt globally, including in our country and more specifically FSMDB. Consequently, management anticipates the year 2020 to be a difficult year in terms of economic activities therefore expects significant changes in our lending activities and ultimately, our revenues that are generated from lending or what is considered our core operations. Since it is obvious that the tourism industry is hit the hardest, the Bank will continue to find ways to help that industry with mechanisms set up to assist in the most reasonable way possible. While there may a significant reduction in travel in 2020 due to global travel restrictions, the Bank sees this as an opportunity for hotelier, restauranters, and other businesses affected by the restrictions, to improve other things about their businesses, including facility construction or upgrades, addition of rooms, and the likes.

The Bank continues the process to become accredited under the Green Climate Fund (GCF). The GCF's objective is to provide projects to help climate change adaptation, resilience, and mitigation. FSMDB believes that it can assist the nation in its efforts to combat climate change, especially in building resilience for adaptation to climate change in all sectors within the FSM.

The Bank has been helping the construction sector by providing real estate development loans. The Bank continues to promote the Home Energy Loan Program (HELP) to help promote energy efficient homes and hopes that this program grows going forward. With the Bank's partnering with a local commercial bank, the hope is that our Home Loans portfolio grows going forward.

With the end of the financial provisions in the Compact facing the FSM in 2023, the Bank intends to work with all of its stakeholders, including the government, to confront any future challenges, whatever they may be. As a partner, the Bank anticipates to be more proactive in developing ideas into viable business proposals and providing entrepreneurial training to help improve the management of successful businesses in the FSM.

Contacting Financial Management

The Management's Discussion and Analysis report is intended to provide information concerning known facts and conditions affecting the Bank's operations. This financial report is designed to provide a general overview of the Bank's finances and to demonstrate the Bank's accountability for the funds it receives and expends.

Management's Discussion and Analysis for the year ended December 31, 2018 is set forth in the Bank's report on the audit of financial statements, which is dated March 21, 2019. That Discussion and Analysis explains the major factors impacting the 2018 financial statements and can be viewed at the Bank's website at www.fsmdb.fm or Office of the Public Auditor's website at www.fsmopa.fm.

For additional information about this report, please contact Ms. Anna Mendiola, President/Chief Executive Officer, P.O. Box M, Kolonia, Pohnpei 96941 or visit the website at www.fsmdb.fm.

| | 2019 | 2018 |
|--|----------------------|----------------------|
| <u>ASSETS</u> | | |
| Cash and cash equivalents | \$ 2,457,903 | \$ 2,634,528 |
| Time certificates of deposit | 3,105,219 | 3,063,148 |
| Investments | 13,597,134 | 13,923,366 |
| Interest and other receivables | 120,854 | 125,603 |
| Loans receivable, net of allowance for loan losses | 37,246,920 | 33,031,475 |
| Equity investment | 6,248,880 | 5,703,120 |
| Prepaid expenses | 3,315 | 69,523 |
| Depreciable capital assets, net | 1,411,271 | 1,455,943 |
| Total assets | <u>\$ 64,191,496</u> | <u>\$ 60,006,706</u> |
| <u>LIABILITIES AND NET POSITION</u> | | |
| Liabilities: | | |
| Accounts payable | \$ 58,991 | \$ 54,213 |
| Accrued interest payable | 15,060 | 28,053 |
| Long-term debt | 735,450 | 881,177 |
| Credit life payable | 13,077 | 13,282 |
| Payable to trust funds | 1,011,073 | 366,979 |
| Unearned grant revenues | 174,323 | 151,051 |
| Total liabilities | <u>2,007,974</u> | <u>1,494,755</u> |
| Commitments and contingencies | | |
| Net position: | | |
| Net investment in capital assets | 1,411,271 | 1,455,943 |
| Unrestricted | 60,772,251 | 57,056,008 |
| Total net position | <u>62,183,522</u> | <u>58,511,951</u> |
| Total liabilities and net position | <u>\$ 64,191,496</u> | <u>\$ 60,006,706</u> |

See accompanying notes to financial statements.

| | <u>2019</u> | <u>2018</u> |
|---|----------------------|----------------------|
| Operating revenues: | | |
| Interest income on loans | \$ 2,789,318 | \$ 2,670,444 |
| Loan fees | 295,908 | 285,277 |
| Rental | 27,744 | 28,800 |
| Interest income on time certificates of deposit | 2,855 | 6,644 |
| Miscellaneous | <u>116,667</u> | <u>129,315</u> |
| Total operating revenues | 3,232,492 | 3,120,480 |
| Provision for loan losses | <u>(1,014,698)</u> | <u>(300,000)</u> |
| Net operating revenues | <u>2,217,794</u> | <u>2,820,480</u> |
| Operating expenses: | | |
| Interest expense | <u>27,576</u> | <u>49,066</u> |
| General and administrative expenses: | | |
| Personnel services | 1,031,103 | 1,033,052 |
| Travel | 142,546 | 122,702 |
| Depreciation | 126,844 | 128,944 |
| Contractual services | 87,992 | 106,896 |
| Rent | 76,535 | 83,460 |
| Retirement plan contributions | 66,547 | 65,239 |
| Community development | 55,154 | 9,474 |
| Utilities | 48,069 | 49,308 |
| Communication | 38,202 | 38,261 |
| Branch automation | 31,654 | 41,461 |
| Training | 27,096 | 83,144 |
| Supplies | 21,991 | 18,289 |
| Staff relations | 13,933 | 12,919 |
| Equipment | 13,550 | 8,964 |
| Repair and maintenance | 12,346 | 4,259 |
| Fuel, oil and petroleum | 10,047 | 9,896 |
| Insurance | 7,105 | 6,716 |
| Printing | 4,099 | 3,234 |
| Miscellaneous | <u>39,227</u> | <u>51,318</u> |
| Total general and administrative expenses | <u>1,854,040</u> | <u>1,877,536</u> |
| Earnings from operations | <u>336,178</u> | <u>893,878</u> |
| Nonoperating (expenses) revenues, net: | | |
| Investment earnings (loss), net | 3,309,637 | (67,352) |
| Gain on sale of capital assets | <u>25,756</u> | <u>9,929</u> |
| Total nonoperating (expenses) revenues, net | <u>3,335,393</u> | <u>(57,423)</u> |
| Change in net position | 3,671,571 | 836,455 |
| Net position at beginning of year | <u>58,511,951</u> | <u>57,675,496</u> |
| Net position at end of year | <u>\$ 62,183,522</u> | <u>\$ 58,511,951</u> |

See accompanying notes to financial statements.

| | <u>2019</u> | <u>2018</u> |
|--|---------------------|---------------------|
| Cash flows from operating activities: | | |
| Cash received from customers | \$ 3,234,386 | \$ 3,104,573 |
| Cash received from grantor | 24,970 | - |
| Cash paid to suppliers for goods and services | (627,010) | (778,594) |
| Cash paid to employees for services | <u>(1,031,103)</u> | <u>(1,033,052)</u> |
| Net cash provided by operating activities | <u>1,601,243</u> | <u>1,292,927</u> |
| Cash flows from noncapital financing activities: | | |
| Principal repayment of long-term debt | (145,727) | (139,727) |
| Net transfers in from (out to) trust funds | 644,094 | (210,206) |
| Interest paid | <u>(40,569)</u> | <u>(34,338)</u> |
| Net cash provided by (used in) noncapital financing activities | <u>457,798</u> | <u>(384,271)</u> |
| Cash flows from capital and related financing activities: | | |
| Proceeds from sale of capital assets | 28,183 | 10,135 |
| Acquisition of capital assets | <u>(84,599)</u> | <u>(74,969)</u> |
| Net cash used in capital and related financing activities | <u>(56,416)</u> | <u>(64,834)</u> |
| Cash flows from investing activities: | | |
| Loan origination and principal disbursements, net | (5,230,143) | (3,724,691) |
| (Increase) decrease in time certificates of deposit | (39,216) | 1,063,235 |
| Proceeds from sale of investments, net | 2,781,868 | 386,167 |
| Dividends received | <u>308,241</u> | <u>254,250</u> |
| Net cash used in investing activities | <u>(2,179,250)</u> | <u>(2,021,039)</u> |
| Net change in cash and cash equivalents | (176,625) | (1,177,217) |
| Cash and cash equivalents at beginning of year | <u>2,634,528</u> | <u>3,811,745</u> |
| Cash and cash equivalents at end of year | <u>\$ 2,457,903</u> | <u>\$ 2,634,528</u> |

See accompanying notes to financial statements.

| | <u>2019</u> | <u>2018</u> |
|---|---------------------|---------------------|
| Reconciliation of earnings from operations to net cash provided by operating activities: | | |
| Earnings from operations | \$ 336,178 | \$ 893,878 |
| Adjustments to reconcile earnings from operations to net cash provided by operating activities: | | |
| Provision for loan losses | 1,014,698 | 300,000 |
| Depreciation | 126,844 | 128,944 |
| Others | 24,721 | 42,422 |
| (Increase) decrease) in assets: | | |
| Interest and other receivables | 4,749 | (9,263) |
| Prepaid expenses | 66,208 | (8,981) |
| Increase (decrease) in liabilities: | | |
| Accounts payable | 4,778 | (30,417) |
| Credit life payable | (205) | 6,344 |
| Unearned grant revenues | 23,272 | (30,000) |
| Net cash provided by operating activities | <u>\$ 1,601,243</u> | <u>\$ 1,292,927</u> |

See accompanying notes to financial statements.

(1) Summary of Significant Accounting Policies

Reporting Entities

The Federated States of Micronesia (FSM) Development Bank (the Bank or FSMDB) was created in 1979 by Public Law 1-37 of the First Congress of the Federated States of Micronesia. The Bank began its operations on October 1, 1980. The Bank was reorganized in January 1994 by Public Law 8-47 of the Eighth Congress of the FSM. The purpose of the Bank is to provide loans for economic development of the FSM. Such loans may otherwise be too risky for commercial banks to underwrite. Additionally, the Bank's repayment terms tend to be longer than those offered by commercial banks. As of December 31, 2019, the Bank has issued 3,236,883 shares to the FSM National Government (98.80%), Chuuk State (0.92%) and Kosrae State (0.28%). These shares do not convey ownership and have been made in accordance with the aforementioned law but these shares have no financial impact on the accompanying financial statements.

The Investment Development Fund (IDF) was established by Public Law 5-122 in January 1989. The purpose of the IDF is to finance projects which will (1) have their operations primarily located within the FSM; (2) improve the balance of payments position of the FSM; (3) increase the value of visible and invisible exports or result in import substitutions; (4) demonstrate positive economic returns; and (5) contribute to the furtherance of close economic relations with the United States.

The Yap Development Loan Fund (YDLF) is administered by the Bank in a Trust capacity. All loan decisions are made by executives of the respective state governments.

The Bank is a component unit (a discretely presented proprietary fund type) of the FSM National Government. The financial statements in this report do not represent the financial position, results of operations or cash flows of the FSM National Government as a whole. The financial statements of the Bank are not obligations of the FSM National Government unless specifically authorized by the FSM National Government. To date, no such authorizations have been made.

Fund Structure and Basis of Accounting

The accounts of the Bank are organized as a discretely presented component unit - proprietary fund of the FSM National Government. Proprietary funds are used by governmental units to account for operations that are financed and operated in a manner similar to a private business. This accounting is appropriate when costs of providing goods or services to the general public are to be financed primarily through user charges or where the periodic determination of net income is appropriate for accountability purposes.

The Bank follows the pronouncements of the Governmental Accounting Standards Board (GASB), which is the nationally accepted standard setting body for establishing generally accepted accounting principles (GAAP) for governmental entities.

GASB Statement No. 34, *Basic Financial Statements and Management's Discussion and Analysis for State and Local Governments*, requires assets and liabilities of enterprise funds be presented in a classified format to distinguish between current and long-term assets and liabilities. FSMDB is a government-owned bank. Banks do not present a classified statement of net position because current assets are not matched with current liabilities. The statements of net position of the Bank present assets and liabilities in order of their relative liquidity, rather than in a classified format.

Fund Structure and Basis of Accounting, Continued

The accounts of the IDF and YDLF are accounted for as fiduciary fund types as the amounts are to be reported on the respective entities' financial statements (the FSM National Government and Yap State, respectively).

The Bank utilizes the flow of economic resources measurement focus.

The statement of net position presents all of the Bank's non-fiduciary assets, deferred outflows of resources, liabilities and deferred inflows of resources, with the difference reported as net position. Net position is classified for accounting and reporting purposes into the following three net position categories:

- Net investment in capital assets - capital assets, net of accumulated depreciation and outstanding principal balances of debt attributable to the acquisition, construction or improvement of those assets as well as deferred outflows of resources and deferred inflows of resources that are attributable to those assets or related debt.
- Restricted - restricted assets reduced by liabilities and deferred inflows of resources related to those assets that are subject to externally imposed stipulations.
- Unrestricted - the net amount of the assets, deferred outflows of resources, liabilities, and deferred inflows of resources that are not included in the determination of net investment in capital assets or the restricted component of net position.

Proprietary funds distinguish operating revenues and expenses from nonoperating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. All other revenues are reported as nonoperating. Operating expenses include the cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

Cash and Cash Equivalents

For the purposes of the statements of net position and the statements of cash flows, cash and cash equivalents are defined as cash in bank checking and savings accounts, money market funds, and commercial paper with original maturities of three months or less from the date of acquisition.

Time certificates of deposit with original maturities of greater than three months are separately classified.

Investments

Investments and related investment earnings are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability (i.e., the exit price) in an orderly transaction between market participants at the date as of which the fair value of an asset or liability is determined.

An equity investment in the common stock of Bank of the FSM (investee) is stated at the net asset value (NAV). The NAV is used as a practical expedient to estimate fair value. The NAV is determined based on the total shareholders' equities reported by the investee.

(1) Summary of Significant Accounting Policies, Continued

Loans and Allowance for Loan Losses

Loans receivable are stated at unpaid principal balance less the allowance for loan losses.

Management maintains the allowance for loan losses at a level adequate to absorb probable losses. Management determines the adequacy of the allowance based upon reviews of individual loans, recent loss experience, current economic conditions, the risk characteristics of the various categories of loans and other pertinent factors. Loans deemed uncollectible are charged to the allowance. Provisions for losses and recoveries on loans previously charged off are added to the allowance.

Interest on loans is accrued and credited to income based on the principal amount outstanding. The accrual of interest on loans is discontinued when, in the opinion of management, there is an indication that the borrower may be unable to meet payments as they become due. Upon such discontinuance, all unpaid accrued interest is reversed.

Capital Assets

Capital assets are stated at cost, less accumulated depreciation. Depreciation is based on the straight-line method over the estimated useful lives of the respective assets. All assets have estimated useful lives of three to five years.

The Bank's policy on capital assets requires that assets with a purchase value of \$5,000 and over are capitalized and depreciated based on their useful lives. Assets with a purchase value less than \$5,000 are expensed fully in the year of purchase.

Unearned Grant Revenues

Unearned grant revenues represent amounts received from grant and contract sponsors that have not yet been earned.

Compensated Absences

Earned but unused annual leave is paid to employees upon termination of their employment. Accordingly, vested or accumulated vacation leave is recorded as an expense and liability as the benefits accrue to employees. It is the policy of the Bank to record the cost of sick leave when leave is actually taken and an expense is actually incurred. Accordingly, no liability is recorded for non-vesting accumulating rights to receive sick pay benefits, which approximated \$191,000 and \$189,000 at December 31, 2019 and 2018, respectively.

Off-Balance Sheet Financial Instruments

In the ordinary course of business, the Bank enters into off-balance sheet financial instruments consisting of commitments to extend credit and loan guarantees. Such financial instruments are recorded in the financial statements when they become payable.

Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. A material estimate that is particularly susceptible to significant change in the near term relates to the determination of the allowance for loan losses.

New Accounting Standards

During the year ended December 31, 2019, the Bank implemented the following pronouncements:

- GASB Statement No. 83, *Certain Asset Retirement Obligations*, which addresses accounting and financial reporting for certain asset retirement obligations (AROs) associated with the retirement of a tangible capital asset.
- GASB Statement No. 84, *Fiduciary Activities*, which establishes criteria for identifying fiduciary activities of all state and local governments. As a result of the implementation, the Company re-evaluated the financial statement presentation of IDF and YDLF (the "Funds"), resulting in a fiduciary fund presentation with the funds' statements of net position and statement of changes in net position reported as required supplementary information.
- GASB Statement No. 88, *Certain Disclosures Related to Debt, including Direct Borrowings and Direct Placements*, which improves the information that is disclosed in notes to government financial statements related to debt, including direct borrowings and direct placements. The implementation of this statement did not have a material effect on the accompanying financial statements but resulted in additional disclosures (see note 8).
- GASB Statement No. 90, *Majority Equity Interests - an Amendment of GASB Statements No. 14 and No. 61*, which improves the consistency and comparability of reporting a government's majority equity interest in a legally separate organization and the relevance of financial statement information for certain component units.

The implementation of these statements did not have a material effect on the accompanying financial statements, except for GASB Statement No. 84, which resulted in a change in presentation of IDF and YDLF fiduciary trust fund financial statements as supplementary information; and GASB Statement No. 88, which resulted in additional disclosures (see Note 8).

In June 2017, GASB issued Statement No. 87, *Leases*, which establishes a single model for lease accounting based on the foundational principle that leases are financings of the right to use an underlying asset. The provisions in Statement No. 87 are effective for fiscal years beginning after December 15, 2019. Management has yet to determine whether the implementation of this statement will have a material effect on the financial statements.

(1) Summary of Significant Accounting Policies, Continued

New Accounting Standards, Continued

In June 2018, GASB issued Statement No. 89, *Accounting for Interest Cost Incurred before the End of a Construction Period*, which requires that interest cost incurred before the end of a construction period be recognized as an expense in the period in which the cost is incurred for financial statements prepared using the economic resources measurement focus. The provisions in Statement No. 89 are effective for fiscal years beginning after December 15, 2019. Management does not believe that the implementation of this statement will have a material effect on the financial statements.

In May 2019, GASB issued Statement No. 91, *Conduit Debt Obligations*, which clarifies the existing definition of a conduit debt obligation; establishing that a conduit debt obligation is not a liability of the issuer; establishing standards for accounting and financial reporting of additional commitments and voluntary commitments extended by issuers and arrangements associated with conduit debt obligations; and improving required note disclosures. The provisions in Statement No. 91 are effective for fiscal years beginning after December 15, 2020. Management does not believe that the implementation of this statement will have a material effect on the financial statements.

In May 2020, GASB issued Statement No. 95, *Postponement of the Effective Dates of Certain Authoritative Guidance*, which postpones the effective dates of GASB Statement No. 84, 89, 90 and 91 by one year and GASB Statement No. 87 by 18 months; however, earlier application of the provisions addressed in GASB Statement No. 95 is encouraged and is permitted to the extent specified in each pronouncement as originally issued. Management has yet to ascertain whether implementation of Statement No.s 87, 89 and 91 will be postponed as provided in GASB Statement No. 95.

Reclassifications

Certain items in the 2018 statement of cash flows have been reclassified to correspond with the 2019 presentation.

(2) Deposits and Investments

The deposit and investment policies of the Bank are governed by its enabling legislation. The Board is required to engage one or more fund custodians to assume responsibility for the physical possession of the Bank's investments. Legally authorized investments are as follows:

- (i) Government obligations - Obligations issued or guaranteed as to principal and interest by the National Government and/or State governments of the Federated States of Micronesia or by the Government of the United States, provided that the principal and interest on each obligation are payable in the currency of the United States.
- (ii) Corporate obligations and mortgage-backed securities - Obligations of any public or private entity or corporation created or existing under the laws of the Federated States of Micronesia or of the United States or any state, territory or commonwealth thereof, or obligations of any other government or economic community which are payable in United States dollars, or other mortgage-backed securities provided that the obligation is an agency of the United States Government, the National Government of the Federated States of Micronesia, or is rated in one of the three highest categories by two nationally recognized rating agencies. No investment under this heading shall exceed ten percent of the market value of the investment fund or ten percent of the outstanding value of the issue at the time of purchase.

(2) Deposits and Investments, Continued

- (iii) Preferred and common stocks - Shares of preferred or common stocks of any corporation created or existing under the laws of the Federated States of Micronesia or under the laws of the United States or any state, territory or commonwealth thereof provided that the purchase of such shares shall be considered reasonable and prudent by the Bank's investment advisor at the time of purchase, that not more than five percent of the market value of its investments shall be invested in the stock of any one corporation, and that not more than ten percent of the market value of its investments shall be invested in any one industry group.
- (iv) Insurance company obligations - Contracts and agreements supplemental thereto providing for participation in one or more accounts of a life insurance company authorized to do business in the Federated States of Micronesia or in any state, territory or commonwealth of the United States provided that the total market value of these investments at no time shall exceed ten percent of all investments.

A. Deposits

Custodial credit risk is the risk that in the event of a bank failure, the Bank's deposits may not be returned to it. Such deposits are not covered by depository insurance and are either uncollateralized, or collateralized with securities held by the pledging financial institution or held by the pledging financial institution but not in the depositor-government's name. The Bank does not have a deposit policy for custodial credit risk.

As of December 31, 2019 and 2018, the carrying amount of the Bank's total cash and cash equivalents and time certificates of deposit was \$5,563,122 and \$5,697,676, respectively, and the corresponding bank balances were \$6,010,081 and \$5,695,120, respectively, which were all maintained in financial institutions subject to Federal Deposit Insurance Corporation (FDIC) insurance. As of December 31, 2019 and 2018, bank deposits in the amounts of \$3,871,064 and \$3,085,938, respectively, were FDIC insured. The Bank does not require collateralization of its cash deposits; therefore, deposit levels in excess of FDIC insurance coverage are uncollateralized. Accordingly, these deposits are exposed to custodial credit risk. Management's confidence in the financial strength of their banking institutions was the basis of the decision to not require collateralization. No losses as a result of this practice were incurred for the years ended December 31, 2019 and 2018.

B. Investments

As of December 31, 2019 and 2018, investments at fair value are as follows:

| | <u>2019</u> | <u>2018</u> |
|---|----------------------|----------------------|
| Fixed income securities: | | |
| Domestic fixed income | \$ 4,522,373 | \$ 4,962,709 |
| Equity securities: | | |
| Domestic equities | 7,853,640 | 7,768,164 |
| Shares in a mutual fund (Templeton Global BD FD ADV TGBAX) | <u>1,221,121</u> | <u>1,192,493</u> |
| | \$ <u>13,597,134</u> | \$ <u>13,923,366</u> |

(2) Deposits and Investments, Continued

B. Investments, Continued

As of December 31, 2019, Investments in domestic fixed income securities are as follows:

| | Moody's Credit Rating | Investment maturities (In Years) | | | | Fair Value |
|--|-----------------------------|----------------------------------|---------------------|---------------------|--------------------|---------------------|
| | | Less Than 1 | 1 to 5 | 6 to 10 | Greater Than 10 | |
| U.S. Government securities: | | | | | | |
| U.S. Treasury Notes | Aaa | \$ - | \$ - | \$ 1,013,504 | \$ - | \$ 1,013,504 |
| U.S. Government agencies: | | | | | | |
| Federal Home Loan Bank Federal National Mortgage Association | Aaa | 229,986 | 344,823 | - | - | 574,809 |
| Federal Home Loan Mortgage Corp. | Not rated | - | - | - | 142,683 | 142,683 |
| Corporate bonds | Not rated | - | - | - | 77,359 | 77,359 |
| Corporate bonds | A1 | - | 302,926 | - | - | 302,926 |
| Corporate bonds | A2 | 150,849 | 674,010 | 315,068 | 170,026 | 1,309,953 |
| Corporate bonds | A3 | - | 591,850 | 232,503 | - | 824,353 |
| Corporate bonds | Aa1 | - | 60,495 | - | - | 60,495 |
| Corporate bonds | Not rated | - | 216,291 | - | - | 216,291 |
| | | <u>\$ 380,835</u> | <u>\$ 2,190,395</u> | <u>\$ 1,561,075</u> | <u>\$ 390,068</u> | <u>\$ 4,522,373</u> |

As of December 31, 2018, investments in domestic fixed income securities are as follows:

| | Moody's Credit Rating | Investment maturities (In Years) | | | | Fair Value |
|--|-----------------------------|----------------------------------|---------------------|---------------------|--------------------|---------------------|
| | | Less Than 1 | 1 to 5 | 6 to 10 | Greater Than 10 | |
| U.S. Government securities: | | | | | | |
| U.S. Treasury Notes | Aaa | \$ - | \$ - | \$ 1,514,984 | \$ - | \$ 1,514,984 |
| U.S. Government agencies: | | | | | | |
| Federal Home Loan Bank Federal National Mortgage Association | Aaa | 715,082 | 474,753 | - | - | 1,189,835 |
| Federal Home Loan Mortgage Corp. | Not rated | - | - | - | 245,667 | 245,667 |
| Corporate bonds | Not rated | 210,002 | - | - | 89,937 | 299,939 |
| Corporate bonds | A1 | - | 499,631 | 78,775 | - | 578,406 |
| Corporate bonds | A2 | - | 529,005 | 81,607 | - | 610,612 |
| Corporate bonds | A3 | - | 523,266 | - | - | 523,266 |
| | | <u>\$ 925,084</u> | <u>\$ 2,026,655</u> | <u>\$ 1,675,366</u> | <u>\$ 335,604</u> | <u>\$ 4,962,709</u> |

(2) Deposits and Investments, Continued

B. Investments, Continued

The Bank categorizes its fair value measurements within the fair value hierarchy established by GASB Statement No. 72. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs. The Bank has the following recurring fair value measurements as of December 31, 2019 and 2018:

| | December 31, 2019 | <u>Fair Value Measurements Using</u> | | |
|---------------------------------|----------------------|--------------------------------------|---------------------|----------------|
| | | <u>Level 1</u> | <u>Level 2</u> | <u>Level 3</u> |
| Fixed income: | | | | |
| U.S. Treasury obligations | \$ 1,013,504 | \$ - | \$ 1,013,504 | \$ - |
| U.S. Government agencies | 794,851 | - | 794,851 | - |
| Corporate notes | <u>2,714,018</u> | <u>-</u> | <u>2,714,018</u> | <u>-</u> |
| Total fixed income | <u>4,522,373</u> | <u>-</u> | <u>4,522,373</u> | <u>-</u> |
| Equity securities: | | | | |
| U.S. equities | 7,853,640 | 7,853,640 | - | - |
| Mutual fund shares | <u>1,221,121</u> | <u>1,221,121</u> | <u>-</u> | <u>-</u> |
| Total investments at fair value | \$ <u>13,597,134</u> | \$ <u>9,074,761</u> | \$ <u>4,533,373</u> | \$ <u>-</u> |

| | December 31, 2018 | <u>Fair Value Measurements Using</u> | | |
|---------------------------------|----------------------|--------------------------------------|---------------------|----------------|
| | | <u>Level 1</u> | <u>Level 2</u> | <u>Level 3</u> |
| Fixed income: | | | | |
| U.S. Treasury obligations | \$ 1,514,984 | \$ - | \$ 1,514,984 | \$ - |
| U.S. Government agencies | 1,735,441 | - | 1,735,441 | - |
| Corporate notes | <u>1,712,284</u> | <u>-</u> | <u>1,712,284</u> | <u>-</u> |
| Total fixed income | <u>4,962,709</u> | <u>-</u> | <u>4,962,709</u> | <u>-</u> |
| Equity securities: | | | | |
| U.S. equities | 7,768,164 | 7,768,164 | - | - |
| Mutual fund shares | <u>1,192,493</u> | <u>1,192,493</u> | <u>-</u> | <u>-</u> |
| Total investments at fair value | \$ <u>13,923,366</u> | \$ <u>8,960,657</u> | \$ <u>4,962,709</u> | \$ <u>-</u> |

Credit risk for investments is the risk that an issuer or other counterparty to an investment will not fulfill its obligations.

Custodial credit risk for investments is the risk that in the event of the failure of the counterparty to the transaction, the Bank will not be able to recover the value of investment or collateral securities that are in the possession of an outside party. The Bank's investments are held and administered by trustees. Accordingly, these investments are exposed to custodial credit risk. Based on negotiated trust and custody contracts, all of these investments were held in the Bank's name by the Bank's custodial financial institution at December 31, 2019 and 2018.

(2) Deposits and Investments, Continued

B. Investments, Continued

Concentration of credit risk for investments is the risk of loss attributed to the magnitude of an entity's investment in a single issuer. GASB Statement No. 40 requires disclosure by issuer and amount of investments in any one issuer that represents five percent (5%) or more of total investments for the Bank. As of December 31, 2019, the Bank's investment in U.S. Treasury securities constituted 7% of its total investments. As of December 31, 2018, the Bank's investment in U.S. Treasury securities and agency obligations of the Federal Home Loan Bank constituted 11% and 9%, respectively, of its total investments.

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of debt instruments. The Bank has a formal investment policy that limits investment maturities as a means of managing its exposure to fair value losses arising from increasing interest rates.

(3) Equity Investment

At December 31, 2019 and 2018, the equity investment in Bank of the FSM represents 225,001 and 225,000 common shares, respectively, and approximately 24% ownership interest. Total shareholders' equity reported by Bank of the FSM approximated \$26,037,000 and \$23,763,000 at December 31, 2019 and 2018, respectively.

(4) Loans Receivable

A summary of loans receivable at December 31, 2019 and 2018 follows:

| | <u>2019</u> | <u>2018</u> |
|---------------------------|----------------------|----------------------|
| Unpaid principal balance | \$ 42,646,939 | \$ 37,396,815 |
| Allowance for loan losses | <u>(5,400,019)</u> | <u>(4,365,340)</u> |
| | \$ <u>37,246,920</u> | \$ <u>33,031,475</u> |

At December 31, 2019, estimated total principal collections and loan maturities in 2020 approximated \$15,635,000.

Movements in the allowance for loan losses during the years ended December 31, 2019 and 2018, are as follows:

| | <u>2019</u> | <u>2018</u> |
|---|---------------------|---------------------|
| Balance at beginning of year | \$ 4,365,340 | \$ 4,609,249 |
| Provision for loan losses | 1,014,698 | 300,000 |
| Loans charged off | (767,658) | (1,107,566) |
| Loan recoveries from previously charged off loans | <u>787,639</u> | <u>563,657</u> |
| Balance at end of year | \$ <u>5,400,019</u> | \$ <u>4,365,340</u> |

At December 31, 2019, \$2.66 million of the \$5.4 million allowance is related to a Yap loan, which was fully provided due to management's assessment of remote collectibility.

(5) Capital Assets

A summary of capital assets as of December 31, 2019 and 2018, is as follows:

| | Beginning January 1, 2019 | Additions/ Transfers | Deletions/ Transfers | Ending December 31, 2019 |
|--|---------------------------------|-------------------------|-------------------------|--------------------------------|
| Building | \$ 1,674,348 | \$ - | \$ - | \$ 1,674,348 |
| Computers and software | 567,828 | 12,515 | (8,888) | 571,455 |
| Vehicles | 201,442 | 72,084 | (112,048) | 161,478 |
| Office furniture, fixtures and equipment | <u>23,157</u> | <u>-</u> | <u>-</u> | <u>23,157</u> |
| | 2,466,775 | 84,599 | (120,936) | 2,430,438 |
| Less accumulated depreciation | <u>(1,010,832)</u> | <u>(126,844)</u> | <u>118,509</u> | <u>(1,019,167)</u> |
| Capital assets, net | \$ <u>1,455,943</u> | \$ <u>(42,245)</u> | \$ <u>(2,427)</u> | \$ <u>1,411,271</u> |

| | Beginning January 1, 2018 | Additions/ Transfers | Deletions/ Transfers | Ending December 31, 2018 |
|--|---------------------------------|-------------------------|-------------------------|--------------------------------|
| Building | \$ 1,674,348 | \$ - | \$ - | \$ 1,674,348 |
| Computers and software | 558,712 | 13,010 | (3,894) | 567,828 |
| Vehicles | 172,006 | 61,959 | (32,523) | 201,442 |
| Office furniture, fixtures and equipment | <u>23,157</u> | <u>-</u> | <u>-</u> | <u>23,157</u> |
| | 2,428,223 | 74,969 | (36,417) | 2,466,775 |
| Less accumulated depreciation | <u>(918,099)</u> | <u>(128,944)</u> | <u>36,211</u> | <u>(1,010,832)</u> |
| Capital assets, net | \$ <u>1,510,124</u> | \$ <u>(53,975)</u> | \$ <u>(206)</u> | \$ <u>1,455,943</u> |

(6) Related Party Transactions

As of December 31, 2019 and 2018, the Bank has direct loans with outstanding balances of \$163,812 and \$367,300, respectively, to employees of the Bank and project loans extended to businesses owned by or affiliated with employees and component units of FSM governments of \$4,108,459 and \$4,253,398, respectively. These loans were made under similar terms and conditions as exist with other borrowers. Officers and Board members are not eligible to borrow from the Bank.

(7) Staff Loan Revolving Fund

In July 2007, the Bank's Board of Directors approved the establishment of a Staff Loan Revolving Fund. In September 2007, a savings account was established for this purpose. As of December 31, 2019 and 2018, the account has a balance of \$16,342 and \$79,573, respectively.

(8) Long-Term Debt

Direct Borrowings:

Long-term debt consists of the following at December 31, 2019 and 2018:

| | <u>2019</u> | <u>2018</u> |
|---|-------------------|-------------------|
| Unsecured loans payable to European Investment Bank (EIB) under an August 2010 master finance contract of EUR 4 million, undrawn balances were cancelled as of 2015: | | |
| Drawn on August 20, 2014; original amount of \$275,000 (equivalent EUR 205,500), bearing interest fixed at 3.705%, and payable through semi-annual principal and interest installments of \$24,778 on January 15, 2015 and equal installments of \$25,772 beginning on July 15, 2015 through maturity on July 15, 2020. | \$ 50,140 | \$ 98,473 |
| Drawn on August 20, 2014; original amount of \$334,550 (equivalent EUR 250,000), bearing interest fixed at 4.520%, and payable through semi-annual principal and interest installments of \$17,997 on January 15, 2015 and equal installments of \$19,467 beginning on July 15, 2015 through maturity on July 15, 2025. | 202,621 | 231,416 |
| Drawn on August 20, 2014; original amount of \$796,976 (equivalent EUR 595,558), bearing interest fixed at 4.520%, and payable through semi-annual principal and interest installments of \$42,873 on January 15, 2015 and equal installments of \$46,375 beginning on July 15, 2015 through maturity on July 15, 2025. | <u>482,689</u> | <u>551,288</u> |
| | \$ <u>735,450</u> | \$ <u>881,177</u> |

On December 13, 2018, the Bank entered into another unsecured loan agreement with EIB to borrow up to US\$5,000,000. The available credit shall be drawn in tranches upon written request by the Bank. Loan proceeds may be used for purposes of financing 50% of the total cost of projects which comply with the Bank's eligibility criteria by private sector companies. As of December 31, 2019 and 2018, the Bank has not drawn down any tranches and has not pledged assets as collateral. \$3.19 million was drawn upon subsequent to December 31, 2019.

EIB Loans contain (1) a provision that in an event of default, the timing of repayment of outstanding amounts may become immediately due if: the capital to total assets ratio is not above 20%; nonperforming loans to total loans ratio exceeds 15%; provision for loan losses to nonperforming loans ratio is less than 100%, and (2) a provision that the Bank shall repay the loan or any part thereof, together with accrued interest and other accrued sums immediately, forthwith upon demand by the Lender if:

(8) Long-Term Debt, Continued

Direct Borrowings, Continued:

- a. the Bank fails on due date to repay any part of the loan, to pay interest thereon or to make any other payment to the Lender;
- b. if any information or document given to the Lender by the Bank or on its behalf is or proves to be incorrect, incomplete or misleading in any material respect;
- c. the Bank is unable to pay its debts, or makes or seeks to make a composition with its creditors;
- d. an order is made or an effective resolution is passed for the winding up of the Bank, or the Bank takes steps towards a substantial reduction in its capital, is declared insolvent or ceases or resolves to cease to carry on the whole or any substantial part of its business or activities;
- e. an incumbrancer takes possession of, or a receiver, liquidator, administrator, administrative receiver or similar officer is appointed, whether by a court of competent jurisdiction or by any competent administrative authority or by any person, any part of the business or assets; if any distress, execution, sequestration, or other process is levied or enforced upon the property of the Bank and is not discharged or stayed within 14 days; or if any event occurs which is likely to jeopardize the servicing of the loan or adversely affect any security therefore;
- f. if any other financial indebtedness is either not paid when due, or following any default in relation thereto, is capable of being declared due and payable prior to its scheduled maturity;
- g. If the Bank is liable, by reason of any default, to be required to effect immediate prepayment of any loan granted to it by the lender from the resources of the bank or of the European Community;
- h. If a material adverse change occurs, as compared to the Bank's condition at the time of the loan agreement;
- i. If it is or becomes unlawful for the Bank to perform any of its obligation under the loan agreement.

At December 31, 2019, the Bank is not in compliance with the ratios of nonperforming loans to total loans and provision for loan losses to nonperforming loans requirements. Management is working on obtaining a waiver from the lender.

Annual debt service requirements to maturity for principal and interest are as follows:

| <u>Year Ending December 31,</u> | <u>Principal</u> | <u>Interest</u> | <u>Total</u> |
|---------------------------------|-------------------|-------------------|-------------------|
| 2020 | \$ 151,968 | \$ 31,259 | \$ 183,227 |
| 2021 | 106,476 | 25,207 | 131,683 |
| 2022 | 111,343 | 20,340 | 131,683 |
| 2023 | 116,432 | 15,251 | 131,683 |
| 2024 | 121,755 | 9,928 | 131,683 |
| 2025 | <u>127,476</u> | <u>4,363</u> | <u>131,838</u> |
| | \$ <u>735,450</u> | \$ <u>106,348</u> | \$ <u>841,798</u> |

Long-term debt changes during the years ended December 31, 2019 and 2018 are as follows:

| | <u>Balance</u> <u>January 1,</u> | <u>Additions</u> | <u>Reductions</u> | <u>Balance</u> <u>December 31,</u> | <u>Due Within</u> <u>One Year</u> |
|---------------|-------------------------------------|------------------|---------------------|---------------------------------------|--------------------------------------|
| 2019: | | | | | |
| Loans payable | \$ <u>881,177</u> | \$ <u>-</u> | \$ <u>(145,727)</u> | \$ <u>735,450</u> | \$ <u>151,968</u> |
| 2018: | | | | | |
| Loans payable | \$ <u>1,020,904</u> | \$ <u>-</u> | \$ <u>(139,727)</u> | \$ <u>881,177</u> | \$ <u>145,709</u> |

(9) Unearned Grant Revenues

During the year ended December 31, 2015, the Bank was awarded a \$250,000 Home Energy Loan Program grant from the International Union for Conservation of Nature Resources (IUCN). \$232,000 of the grant is to be awarded to the qualified borrowers for new loans to construct homes that demonstrate features and measures designed to conserve energy, reduce consumption of fossil fuels and enhance energy efficiency as principle reduction of loans, while the remaining \$18,000 will be used by the Bank for renovations to improve energy efficiency. As of December 31, 2019 and 2018, unearned grant revenue was \$174,343 and \$151,051, respectively. A grant extension was received during the year ended December 31, 2018.

(10) Retirement Plan

The Bank's retirement plan (the Plan) is a self-administered program established to pay retirement, disability and survivor income to employees and their survivors to supplement similar benefits that employees receive from the FSM Social Security Administration. The Plan is a contributory plan in which the Bank matches 100% of the participants' contributions up to a maximum of 10 percent of the participant's annual salary, if the participant contributes 3 or more percent of his or her annual salary. Employee participation is optional. The Bank's Chief Financial Officer is the designated Plan Administrator. Matching contributions to the Plan during the years ended December 31, 2019 and 2018 were \$66,547 and \$65,239, respectively. Total Plan assets as of December 31, 2019 and 2018 were \$1,353,674 and \$1,140,152, respectively. Management is of the opinion that the Plan does not represent an asset or a liability of the Bank.

(11) Commitments and Contingencies

Guaranty

The Bank, from time-to-time, is contingently liable on loan guarantees ranging from 50% to 90% of the outstanding loan balances for commercial projects within the FSM. There were no outstanding guaranteed loan balances as of December 31, 2019 and 2018.

Loan Commitments

Undrawn balances on lines of credit and loan commitments for loans approved but undisbursed approximated \$10,216,000 at December 31, 2019, of which \$6,462,000 represent undisbursed funds on six loans.

Litigation

The Bank is a party to various legal proceedings, the ultimate impact of which is not currently predictable. Therefore, no liability has been recorded in the accompanying financial statements due to management's inability to predict the ultimate outcome of these proceedings.

Insurance

The Bank carries insurance to cover its potential risks from vehicle usage. The Bank is substantially self-insured for all other risks. Management is of the opinion that no material losses have been sustained as a result of this practice during the past three years.

(11) Commitments and Contingencies, Continued

Lease Commitments

The Bank has three operating leases for its State operating locations. These leases expire at varying dates through January 2023. Several of these leases provide options to renew upon expiration, based on renegotiated rates. Future minimum annual lease payments payable under the noncancellable leases are as follows:

| <u>Year ending December 31,</u> | |
|---------------------------------|-------------------|
| 2020 | \$ 42,000 |
| 2021 | 42,000 |
| 2022 | 25,350 |
| 2023 | <u>1,250</u> |
| | \$ <u>110,600</u> |

The Bank leases portions of its headquarters building under three separate agreements expiring from September 2020 to September 2025. Future minimum annual lease income under the noncancellable leases are as follows:

| <u>Year ending December 31,</u> | |
|---------------------------------|------------------|
| 2020 | \$ 24,100 |
| 2021 | 11,700 |
| 2022 | 11,700 |
| 2023 | 11,700 |
| 2024 | 11,700 |
| Thereafter | <u>8,800</u> |
| | \$ <u>79,700</u> |

Additionally, the Bank provides housing benefits for certain contract employees with payment included as part of rent expense. The leases are between the respective landlords and the employees.

Total recorded lease expense and income under the aforementioned agreements amounted to \$76,535 and \$27,744, respectively, for the year ended December 31, 2019 and \$83,460 and \$28,800, respectively, for the year ended December 31, 2018.

(12) Subsequent Events

Management has evaluated subsequent events through May 26, 2020, which is the date that the financial statements are available to be issued. There were no material subsequent events that would require recognition or disclosure in the financial statements for the year ended December 31, 2019 except the subsequent borrowing discussed in note 8 and the following:

The Allowance at December 31, 2019 was estimated based on a range of economic conditions as of that date. Since early January 2020, the coronavirus outbreak has spread across the world, causing disruption to business and economic activity in varying degree in the FSM and Saipan. The impact on qualitative indicators of the economic environment and an evaluation of individual borrowers' repayment ability will be considered in 2020 when determining the Allowance.

- 1.) Ratio of Capital (paid in capital plus reserves) to total assets should be above 20%:

| | | |
|--------------------|----|------------|
| Total net position | \$ | 62,183,522 |
| Total assets | \$ | 64,191,496 |
| | | <u>97%</u> |

- 2.) Ratio of non-performing loans (defined as aggregate principal and interest due over 90 days and above) to total loans should not exceed 15%:

| | | |
|----------------------------|----|------------|
| Total non-performing loans | \$ | 7,832,242 |
| Total loans | \$ | 42,646,939 |
| | | <u>18%</u> |

- 3.) Ratio of allowance for loan losses to non performing loans shall not be less than 100%:

| | | |
|----------------------------|----|------------|
| Allowance for loan losses | \$ | 5,400,019 |
| Total non-performing loans | \$ | 7,832,242 |
| | | <u>69%</u> |

See accompanying independent auditors' report.

| | <u>IDF</u> | <u>YDLF</u> | <u>Total</u> |
|--------------------------------|---------------------|-------------------|---------------------|
| <u>ASSETS</u> | | | |
| Cash and cash equivalents | \$ - | \$ 123,988 | \$ 123,988 |
| Time certificates of deposit | 1,000,000 | 150,441 | 1,150,441 |
| Receivable from FSMDB | 1,035,401 | - | 1,035,401 |
| Interest and other receivables | 5,238 | 655 | 5,893 |
| | <u>\$ 2,040,639</u> | <u>\$ 275,084</u> | <u>\$ 2,315,723</u> |

LIABILITIES AND NET POSITION

| | | | |
|------------------------------------|---------------------|-------------------|---------------------|
| Liabilities: | | | |
| Payable to FSMDB | <u>\$ 6,112</u> | <u>\$ 18,216</u> | <u>\$ 24,328</u> |
| Unrestricted net position | <u>2,034,527</u> | <u>256,868</u> | <u>2,291,395</u> |
| Total liabilities and net position | <u>\$ 2,040,639</u> | <u>\$ 275,084</u> | <u>\$ 2,315,723</u> |

See accompanying independent auditors' report.

| | <u>IDF</u> | <u>YDLF</u> | <u>Total</u> |
|-----------------------------------|---------------------|-------------------|---------------------|
| Additions: | | | |
| Loan interest | \$ 1,578 | \$ - | \$ 1,578 |
| Investment interest | 5,707 | 1,144 | 6,851 |
| Recovery of bad debts | <u>125,876</u> | <u>-</u> | <u>125,876</u> |
| | | | |
| Change in net position | 133,161 | 1,144 | 134,305 |
| Net position at beginning of year | <u>1,901,366</u> | <u>255,724</u> | <u>2,157,090</u> |
| | | | |
| Net position at end of year | <u>\$ 2,034,527</u> | <u>\$ 256,868</u> | <u>\$ 2,291,395</u> |

See accompanying independent auditors' report.

INDEPENDENT AUDITORS' REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

The Board of Directors
Federated States of Micronesia Development Bank:

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the Federated States of Micronesia Development Bank (the Bank), which comprise the statement of net position as of December 31, 2019, and the related statements of revenues, expenses and changes in net position and of cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated May 26, 2020.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Bank's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Bank's internal control. Accordingly, we do not express an opinion on the effectiveness of the Bank's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Deloitte & Touche LLP

May 26, 2020