

# MAINE STATE LEGISLATURE

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ANNUAL REPORT FROM THE  
SUPERINTENDENT  
OF  
THE BUREAU OF FINANCIAL INSTITUTIONS  
TO THE LEGISLATURE

PREPARED BY THE STAFF OF THE  
MAINE BUREAU OF FINANCIAL INSTITUTIONS

January 15, 2013

*Paul R. LePage*  
Governor

*Anne L. Head*  
Commissioner

*Lloyd P. LaFountain III*  
Superintendent

## INTRODUCTION

The Bureau of Financial Institutions (“Bureau”) is Maine’s primary regulator of state-chartered financial institutions. The statutory mission of the Bureau is to ensure the strength, stability and efficiency of the financial institutions it regulates, encourage the development and expansion of financial services, ensure reasonable and orderly competition, protect consumers against unfair practices by institutions that provide consumer credit, provide consumer education, and encourage the development of economically sound credit practices.

To ensure the safe and sound operation of regulated institutions, the Bureau is charged with enforcing the Maine Banking Code (Title 9-B) and the Maine Consumer Credit Code (Title 9-A). The Bureau’s code enforcement and supervisory efforts utilize a two-pronged approach. The Research and Administration Division interprets Title 9-B, Title 9-A and the Bureau’s regulations, issues regulatory guidance, promulgates regulations, and interacts with the Maine Legislature during legislative sessions. The Supervision and Enforcement Division conducts periodic on-site examinations of each state-chartered financial institution for safety and soundness and compliance with Maine laws. Bureau examiners also conduct specialty examinations of trust departments, holding companies and information technology. In special supervisory situations, examinations can lead to enforcement actions such as the development of Board resolutions, memoranda of understanding or cease and desist orders.

In 2012, the Bureau provided supervision to forty-four (44) state-chartered financial institutions which included twelve (12) credit unions, one (1) savings and loan association, five (5) commercial banks, fourteen (14) savings banks and twelve (12) limited purpose banks. However, by the end of calendar year 2012, this number was reduced by one as a result of the merger of Ram Trust Company into Spinnaker Trust. The Bureau anticipates a further reduction by one in early 2013 when the final steps are taken by Border Bancshares to voluntarily liquidate BTC Legacy Corp., previously known as Border Trust Company. (In August 2012, Bar Harbor Bank & Trust acquired substantially all of the assets of Border Trust Company.)

The Bureau was first accredited by the Conference of State Bank Supervisors in 1996 and was subsequently re-accredited in 2001, 2006 and, more recently, in 2011

when the Review Team from the Conference of State Bank Supervisors conducted a thorough review of the Bureau and notified the Bureau of its re-accreditation for an additional five (5) year period.

A significant portion of this Report focuses on the oversight activities of the Bureau and regulatory developments at both the state and federal level. Section 1 of this Report provides a summary of foreclosure-related activity. Since 2006, the Bureau has conducted a quarterly survey of state-chartered financial activity to assess the extent of the foreclosure problem in Maine.

Section II of this Report provides information relative to the Bureau's repeal and replacement of Regulation 18 (Funds Availability and Truth-in-Savings) and the repeal and replacement of Regulation 28 (Loans to One Borrower). Both rules were repealed and replaced in order for Maine to remain up-to-date with federal regulations and, in the case of Regulation 28, to permit Maine banks to engage in derivative transactions provided they use the methods for determining credit risk generally prescribed in federal law. These rulemakings have been part of the Bureau's ongoing efforts to align federal and state regulations. Regulatory alignment serves two important purposes. First, it incorporates recent federal consumer protections into state law thereby enhancing Maine consumer protections. Second, it eases the regulatory burdens faced by Maine's financial institutions by allowing them to use compliance systems that have been developed based on federal laws.

Section III of this Report focuses on the outreach efforts of the Bureau. During the fiscal year ending June 30, 2012, the Bureau responded to 567 consumer complaints and inquiries about a specific financial institution or a type of financial product. As a result of recent economic conditions, the Bureau received numerous inquiries from consumers expressing concerns relating to foreclosure-related issues, deposit insurance coverage and credit card-related issues.

Section IV of this Report reviews application activity in the Bureau in 2012. Although no new state-chartered financial institutions were chartered during the calendar year, application activity continued to be heavily concentrated in the area of branching.

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# **SECTION I**

## **RESIDENTIAL LENDING AND FORECLOSURES**

### **Foreclosure Survey**

The Bureau continues to survey (the “FC Survey”) all of Maine’s state-chartered banks and credit unions (“Maine FIs”) requesting various data related to residential mortgages. The FC Survey, initiated in late 2006 to gather information on the extent of the foreclosure problem in Maine, has been revised several times. These revisions have resulted in some inconsistencies in various data. Currently, the FC Survey collects data on the number and dollar amount of first lien residential mortgages (“First REMs”), mortgage loans in process of foreclosure (“IPF”), foreclosures completed (“FC”), delinquent mortgages, residential bank-owned real estate (“REO”), and First REMs originated. The FC Survey is conducted quarterly, and the Bureau now has collected data for 24 consecutive quarters. It is generally acknowledged that the housing downturn began in 2006 as home prices declined. Fortunately, the downturn in Maine has been less significant than nationally.

### **First Lien Residential Mortgages**

The number of First REMs held by Maine FIs increased gradually during the first three quarters of 2012, with a net increase of 2,100, or 3.8%. The Maine FIs held 57,600 First REMs, of which 12,200, 21%, are Home Equity Lines of Credit (“HELOCs”); as of 12/31/2011, HELOCs represented 20% of total First REMs. Based on data available from the U.S. Census Bureau, it is estimated that the Maine FIs hold approximately 20% of non-HELOC First REMs on Maine residential properties. Originations YTD 9/30/2012 total 9,300, an increase of 32% from the comparable period of 2011 with refinancings accounting for nearly one-half of all originations; purchase mortgages account for 36% and HELOCs, the remaining 16%. Originations in the third quarter increased 37% vs. the third quarter of 2011: refinancings were up 75%, purchases were up 10%, and HELOCs were up 30%. The impact of historically low mortgage interest rates is clearly reflected in the strong increase in refinancings.

These low rates have also influenced the Maine FIs' retention of originated non-HELOC First REMs, which has decreased from 63% to 59%.<sup>1</sup>

According to data from the Maine Real Estate Information System, Inc., year-over-year sales of single family housing in Maine have increased for 16 consecutive months and YTD 10/31/2012 sales are up 17% over the comparable ten-month period of 2011. Further evidence of a resurging housing market is the increase in median price, which was up 5% in the second quarter and 2% in the third quarter, after declining for the prior five quarters.

Table #1 summarizes various foreclosure-related data for First REMs; IPF is at period-end whereas FC and IPF Starts are year-to-date cumulative. As seen, the trend is generally for increased foreclosure activity, although as a percentage of outstanding First REMs the year-to-date FC and IPF Start data compare favorably to data for one year earlier, as of 9/30/2012. Although the IPF percentage decreased slightly, the number of IPF reached a record high, and was up by 32 during the quarter. The increase is attributable to a record high in IPF Starts, 104 for the quarter and 20 more than in the prior quarter, and the continued prolonged foreclosure timeline. The extended time period mortgages remain IPF is at least partially attributable to the combination of Maine having a judicial foreclosure process and a statutorily mandated mediation process. Also contributing to the high IPF was the lowest number of IPF loans that "dropped-out" of the foreclosure process for some reason other than a completed foreclosure (i.e., a short sale or the loan was brought current, restructured or refinanced); a high drop-out rate is considered a positive development. In the third quarter, 10% of loans "dropped-out" of the foreclosure process vs. an average of 15% over the prior five quarters. While the number of IPF and FC are still closely watched, because of the judicial process which can often have more influence over how long a mortgage stays in the foreclosure process than does action by the financial institution or

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<sup>1</sup> Because most HELOCs carry an adjustable interest rate, they have much less interest rate risk and institutions, therefore, tend to hold these loans rather than sell them; the revolving nature and short-term maturity also are factors in institutions retaining these loans. On the other hand, because of the very low interest rates, most non-HELOC First REMs carry a fixed rate which, combined with their long-term, substantially increase interest rate risk. Consequently, institutions are increasingly selling a higher percentage of these fixed-rate First REMs.



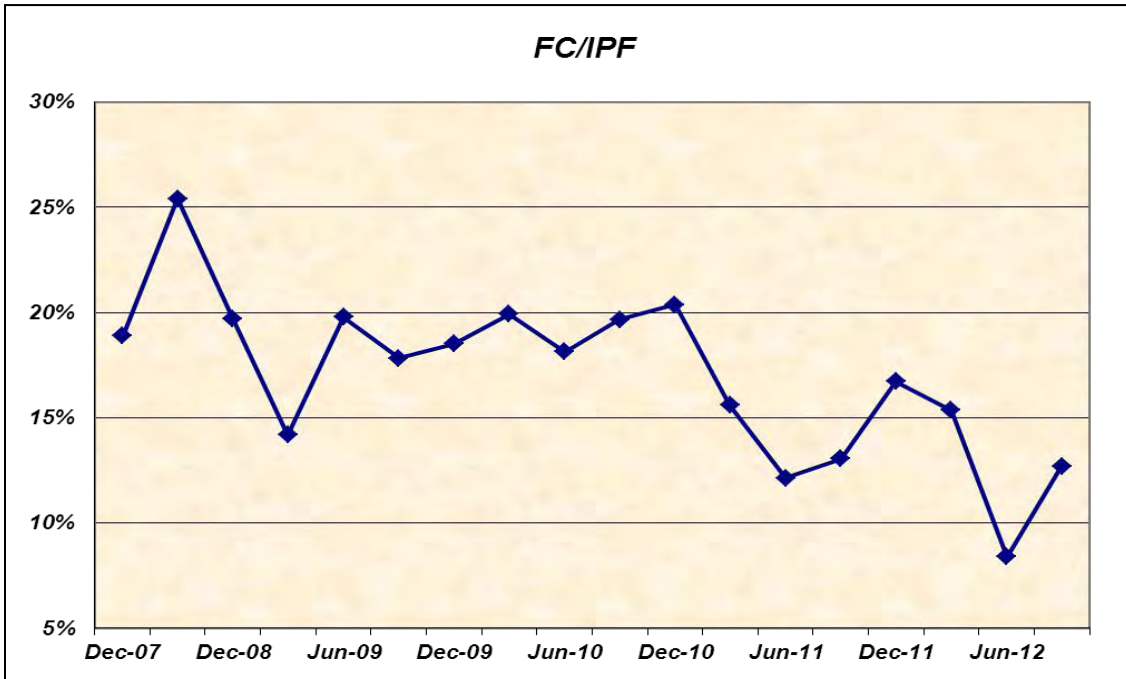
the borrower, the number of IPF Starts is as closely watched, if not more so, for indications of changes.

**Table #1**

<b>1<sup>st</sup> REM</b>	<b>12/06</b>	<b>12/07</b>	<b>12/08</b>	<b>12/09</b>	<b>12/10</b>	<b>12/11</b>	<b>9/11</b>	<b>9/12</b>
<b>IPF</b>	62	120	148	226	250	306	323	347
<b>FC</b>	N/A	52	119	126	176	172	118	113
<b>IPF Start</b>	N/A	N/A	201	305	303	375	285	274
<b>IPF</b>	0.15%	0.26%	0.31%	0.48%	0.52%	0.55%	0.63%	0.60%
<b>FC</b>	N/A	0.12%	0.25%	0.27%	0.37%	0.34%	0.32%	0.27%
<b>IPF Start</b>	N/A	N/A	0.42%	0.64%	0.64%	0.73%	0.77%	0.64%

Foreclosures (FC) and In Process of Foreclosure (IPF) starts are compared to average loans for the year.

As seen in the Chart below, the ratio of FC to IPF continued its downward trend in 2012, notwithstanding the greater than normal increase in the third quarter. In 2009 and 2010, on average, there was one FC for every five IPF; in 2011, the rate of FC slowed to one for six IPF; and year-to-date 2012 the rate has further slowed to one FC for every eight IPF. Again, this slowness in completing the foreclosure process can be attributed in part to Maine’s judicial foreclosure process and the statutorily mandated mediation process. The willingness of Maine FIs to work with their borrowers is also considered a strong factor in the build-up of IPF. Financial institutions do not benefit from foreclosures and acquiring property and, generally, prefer to avoid acquiring property by foreclosure. The apparent turnaround in home values and the job market, albeit modest, also may be contributing to extended time in IPF as the Maine FIs become more willing to work with borrowers in efforts to avoid acquiring properties. By extending the time that mortgages remain IPF, the foreclosure process is delayed and the number of IPF also increases. Further evidence of the extended IPF timeframe is the increased percentage of mortgages that are past due three or more months (“PD≥3”) that are IPF, although most of the increase occurred in 2011. In 2010, 43% of PD≥3 were IPF; in 2011, the ratio jumped to 55% and further rose to 56% YTD 2012.



FC means Foreclosure; IPF means In Process of Foreclosure

The inventory of foreclosed properties, REO, has trended upward, consistent with FC, and peaked at 108 properties at 3/31/2012; it has since fallen to 89 at 9/30/2012. The annual REO turnover ratio has steadily declined with the increase in FC, dropping from 2.6 times in 2009 to 1.3 times year-to-date 9/30/2012. The declining turnover ratio suggests that, on average, it is now taking twice as long for institutions to sell the foreclosed properties.

Also closely watched are delinquency trends. Since the Bureau began collecting past due data in 2009, “early stage” delinquencies (i.e., past due one to two months – “PD<3”) have followed two patterns. First, the highest percentage for each calendar year has consistently occurred in December and, second, the lowest percentage has generally occurred in September. The peak has been very consistent, ranging from 1.61% to 1.66% for the three years ending 2009, 2010 and 2011. The low for the same three years has fluctuated a little more, from 1.14% to 1.25%. At 9/30/2012, the ratio had dropped to 1.00%, the lowest in the nearly four years the data have been collected. The pattern for PD≥3 was a steady quarterly increase from 3/31/09 through 12/31/10, a downward trend in 2011 and steady for the first three quarters of 2012. The PD≥3 is

somewhat inflated by the prolonged foreclosure process, which keeps delinquent mortgages on the institutions' books longer.

**Table #2**

1 <sup>st</sup> REM	3/09	12/09	9/10	12/10	9/11	12/11	3/12	6/12	9/12
PD<3	1.34	1.61	1.25	1.66	1.14	1.64	1.29	1.02	1.00
PD≥3	0.76	1.07	1.18	1.24	1.14	1.04	1.02	1.02	1.02

The percentage of FC to First REMs PD≥3 (based on the prior quarter-end PD≥3) has consistently remained below 10% over the last ten quarters, with a lower percentage indicating fewer foreclosures, proportionately. In 2010, on average, one of every 12 seriously delinquent mortgages was foreclosed; in 2011, the ratio improved to one of every 14 seriously delinquent mortgages; and year-to-date 2012, the ratio further improved to one in every 16 mortgages.

**Table #3**

1 <sup>st</sup> REM	9/10	12/10	3/11	6/11	9/11	12/11	3/12	6/12	9/12
FC	46	44	39	37	42	54	47	26	40
PD≥3	519	564	592	580	541	588	578	577	582
FC/PD≥3	8.9%	7.8%	6.6%	6.4%	7.8%	9.2%	8.1%	4.5%	6.9%

The percentage of IPF Starts to PD≥3 has been very steady over the past three years, averaging annually between 14.5% and 16.3%; the average for the first three quarters of 2012 was 15.8%. However, the rate for the third quarter, 17.9%, was the highest since 21.5% in the fourth quarter of 2009, meaning that foreclosure proceedings were initiated on one of every five and one-half First REMs PD≥3.

### **Serviced First REMs**

After increasing during 2009 and 2010 and the first three quarters of 2011, the serviced portfolio has declined from the peak of 13,900 to 13,600, a drop of 2.5%.<sup>2</sup> Serviced mortgages have fallen from 32% of outstanding non-HELOC First REMs at

<sup>2</sup> Serviced mortgages (all are First REMs) refers to mortgages owned by a third-party for which a bank processes payments, etc. Under most servicing contracts, the servicer is responsible for collecting delinquent payments as well as initiating foreclosure proceedings. It is presumed that most of the loans serviced by a Maine FI were originated by the Maine FI. However, all loans originated and sold by a Maine FI are not serviced by the Maine FI. Year-to-date September 2012, servicing has been retained on 61% of the First REMs sold and servicing has been released on 39%, in line with percentages for 2010 and 2011.

9/30/2011 to 30% at 9/30/2012. As seen in Table #4, the trends are similar for the serviced portfolio as for the Maine FI portfolio. In general, the serviced portfolio has performed marginally better, but the gap has narrowed in 2012; in fact, the FC rate for the serviced portfolio actually exceeded that for the Maine FIs for the first nine months of 2012.

**Table #4**

Serviced	12/07	12/08	12/09	12/10	12/11		9/11	9/12
IPF	13	21	46	59	74		77	74
FC	9	21	26	26	38		25	35
IPF Start	N/A	23	56	55	67		53	52
IPF	0.11%	0.18%	0.36%	0.44%	0.53%		0.55%	0.54%
FC	0.08%	0.18%	0.21%	0.19%	0.27%		0.24%	0.34%
IPF Start	N/A	0.20%	0.44%	0.41%	0.48%		0.51%	0.51%

Foreclosure (FC) and In Process of Foreclosure (IPF) Starts are compared to average loans for the year.

### **Summary**

The FC Survey continues to show mixed results, with the good news being that the situation appears to have stabilized. Positive signs are the steady increase in home sales, rising median prices, and declining delinquencies, especially in the early stage category. IPF, IPF Start, and FC data for the third quarter were a reversal of positive movements in the first and second quarter of the year and will be watched closely over the next couple of quarters to see if it was a one-time aberration to the positive momentum, a harbinger of further downturn, or a forerunner to an extended period of see-saw results with a protracted recovery. Based on the number of FC and those mortgages IPF, the indications are that the Maine FIs continue to work with their borrowers and delay finalizing the foreclosure process.

## **SECTION II**

### **BUREAU OVERSIGHT ACTIVITIES AND REGULATORY DEVELOPMENTS**

#### **Regulation 18**

Earlier in 2012, the Bureau repealed and replaced Regulation 18, its Funds Availability and Truth-in-Savings rule. The rule sets forth when financial institutions are required to make funds deposited by consumers available to them and what financial institutions are required to disclose to consumers in relation to their deposit accounts. Financial institutions are generally required to make funds deposited into consumers' accounts available to them within specific timeframes, depending upon the type and amount of deposit the consumer makes. Funds availability requirements balance the interests of consumers, requiring ready access to funds they have deposited, with those of financial institutions, requiring time to ensure that funds have cleared through the check processing system. Allowing financial institutions enough time to ensure that consumers' deposits have cleared also protects consumers from spending money they do not have. Financial institutions are also generally required to uniformly disclose the terms and conditions regarding interest and fees when giving out information on or opening a new deposit account, thereby allowing customers to make a meaningful comparison between these accounts.

The new Regulation 18 conforms Maine law to federal regulations, specifically, Regulation CC, the federal funds availability rule, Regulation DD, the federal truth-in-savings rule, and the National Credit Union Administration Board's truth-in-savings rule found at 12 CFR Part 707. As part of the Bureau's efforts to conform Regulation 18 to these federal regulations, the Bureau's 2012 rulemaking repealed the funds availability requirements for non-transaction accounts. This requirement in Maine law had become frustrating to some financial institutions because it impeded their ability to prevent check scams. In repealing this requirement, the Bureau recognized that financial institutions and consumers are now more vulnerable to liabilities arising from bad check deposits due to their increased incidence. Because of the Bureau's rulemaking, financial

institutions are also now better able to protect their customers from becoming liable themselves for bad checks they wish to deposit by placing these checks in the customer's non-transaction account, in consultation with the customer. Furthermore, the Bureau repealed the account disclosure requirements for non-consumer accounts. These requirements likewise did not exist in federal law for these types of accounts.

The Bureau also repealed and replaced Regulation 18 in order to incorporate amendments made to Regulations CC, DD and 12 CFR Part 707 since it had last promulgated Regulation 18. These amendments include disclosure practices related to overdraft services, the additional funds availability provisions relating to substitute checks, that is, digital reproductions of checks, and the restructuring of check-processing operations within the Federal Reserve System into a single check-processing region, thereby increasing the geographical area for "local" checks. Generally, funds are made available the second business day after a "local" check has been deposited.

### **Regulation 28**

During the latter part of 2012, the Bureau proposed repealing and replacing Regulation 28, Maine's regulation relating to lending limits to one borrower. Regulation 28 protects the safety and soundness of financial institutions by preventing excessive loans to one borrower while promoting diversification of loans and equitable access to financial institution services. Effective January 21, 2013, a provision of the Dodd-Frank Wall Street Reform and Consumer Protection Act (the Dodd-Frank Act) will prohibit state-chartered financial institutions from engaging in derivative transactions unless state lending limit laws take into consideration credit exposure arising from derivative transactions. The Bureau's 2012 Regulation 28 rulemaking accommodates this Dodd-Frank Act requirement. Generally, community banks use derivatives, such as interest rate swaps, as a hedge to manage risk.

The Bureau's recent promulgation of Regulation 28 provides specific methods for determining credit exposure to derivative transactions made by Maine's financial institutions. The rule accomplishes this by providing technical models for use in evaluating credit risk from derivative transactions within the context of lending limits to

one borrower, and places limits on these types of risks. Regulating derivative activity in this manner is an effort to further enhance the safety and soundness of Maine financial institutions. Because of this rulemaking, Maine banks will be able to engage in derivative transactions without running afoul of the Dodd-Frank Act, provided that, when calculating their credit exposure, they do so in accordance with the new rule.

The Bureau replaced Regulation 28 using language taken from a rule that was issued by the Office of the Comptroller of the Currency in the summer of 2012, also in response to the Dodd-Frank Act. The Bureau's rule was adopted in December 2012 and will become effective January 21, 2013, except for the requirement to use the technical models for calculating derivative transactions found in section 8 of the rule, which will become effective April 1, 2013. This rulemaking pertains only to Maine banks, not credit unions, which have their own separate lending limit requirements.

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## SECTION III

### CONSUMER OUTREACH

#### Consumer Outreach

The Bureau's Consumer Outreach Program provides help for consumers who have questions or concerns related to a financial institution or its products and services. Consumers may contact the Bureau's Consumer Outreach Specialist by phone, mail, encrypted email or in person. The Outreach Specialist works with consumers and financial institutions to help resolve account and loan-related complaints including elder financial abuse. The Outreach Specialist also provides financial education and referral services. Working with consumers in this manner helps the Bureau identify consumer-related issues and problems that may require further evaluation during on-site examinations. The Bureau has a website that includes a variety of information for the public, including financial education materials, foreclosure resources, and tools for teachers.

During the fiscal year ending June 30, 2012, the Bureau responded to 567 consumer complaints and inquiries. The Outreach Specialist is most effective when intervening in disputes involving Maine-chartered financial institutions. When a federally-chartered financial institution is involved, the Bureau, when possible, educates consumers about the issues at hand and then assists them in pursuing their complaint using a federal regulator that has enforcement authority over the federally-chartered financial institution. Table #5 lists the Bureau's consumer contacts by account type in fiscal years 2011 and 2012.

**Table #5**

Type of Account	Number of Contacts		% of Total	
	FY11	FY 12	FY11	FY12
Credit Cards	209	<b>116</b>	27%	<b>20%</b>
Mortgage Loans	235	<b>167</b>	30%	<b>30%</b>
Checking Accounts	130	<b>110</b>	17%	<b>20%</b>
Installment Loans	52	<b>58</b>	7%	<b>10%</b>
Other <sup>1</sup>	149	<b>116</b>	19%	<b>20%</b>
Total	775	<b>567</b>	100%	<b>100%</b>

## **National Mortgage Settlement**

In February 2012, 49 state attorneys general, state regulators, including the Bureau, and the federal government announced an historic state-federal settlement with the country's five largest mortgage servicers: Ally/GMAC; Bank of America; Citigroup; JPMorgan Chase; and Wells Fargo. The settlement provides as much as \$25 billion in relief to distressed borrowers nationwide and direct payments to various states and to the federal government. The settlement has origins in Maine. A Maine Attorney, advocating on behalf of a consumer in a foreclosure case, discovered the unlawful practice of "robo-signing," a practice whereby large bank servicers were routinely signing foreclosure-related documents outside the presence of a notary public and without knowing whether the facts contained in the documents were accurate.

The settlement provides benefits to consumers who have loans that are owned or serviced by the five banks. Benefits include new servicing standards and various homeowner relief options. Relief options include first-lien modifications and principal forgiveness, short sales with forgiveness of deficiencies, and second-lien modifications and extinguishments. The State also received funds for its foreclosure prevention program administered by the Bureau of Consumer Credit Protection, legal assistance for homeowners, and the state general fund. Through September 2012, the five lenders involved in the settlement have reported more than \$25 million in relief to over 544 Maine borrowers. The terms of the National Mortgage Settlement require that the designated Monitor take steps to verify the relief reported.

## SECTION IV APPLICATIONS

### Application Activity

As in recent reporting periods, application activity by Maine state-chartered financial institutions continued to be very heavily concentrated on branches, accounting for 12 of the 15 applications processed during the twelve-month period between November 1, 2011 and October 31, 2012. During the same period in 2010 – 2011, branch-related filings represented 10 of the 12 total filings, and for the 2009 – 2010 period, 19 of the 22 total filings. Included in the seven new branch establishments were a second branch in New Hampshire by Kennebunk Savings Bank (their first branch was opened in 2011) and the initial foray into New Hampshire by Sanford Institution for Savings. Three of the new branches were opened in central and eastern Maine (Skowhegan, Brewer and Bangor) while the remaining two new branches were in the greater Portland area.

The three non-branch related applications were filed by (1) Northeast Bank to establish two wholly-owned subsidiaries to acquire, hold, manage and liquidate real estate acquired by the bank in satisfaction of loans secured by real estate, (2) Spinnaker Trust to merge with Ram Trust Company, and (3) Bar Harbor Bank & Trust to acquire substantially all the assets and liabilities of Border Trust Company.

**TABLE #6**

	11/09 – 10/10	11/10 – 10/11	11/11 – 10/12
<b>Charters – Nondepository Inst.</b>	1	1	0
<b>Mergers, Acquisitions</b>	1	0	2
<b>New Activities</b>	0	1	1
<b>Branch Establishment</b>	13	6	7
<b>Branch Relocation</b>	2	4	3
<b>Branch Closing</b>	4	0	2
<b>Other</b>	1	0	0

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# EXHIBITS

**SUMMARY OF FINANCIAL INSTITUTIONS  
AUTHORIZED TO DO BUSINESS IN MAINE**  
June 30, 2012

	<u>ASSETS</u>			<u>DEPOSITS/SHARES</u>		<u>LOANS</u>	
	<u>No.</u>	<u>Dollars (000's)</u>	<u>% of Total</u>	<u>Dollars (000's)</u>	<u>% of Total</u>	<u>Dollars (000's)</u>	<u>% of Total</u>
State Commercial Banks	5	2,674,840	10.72%	1,868,251	6.46%	1,763,004	7.33%
National Banks	5	3,755,158	<sup>1</sup> 15.04%	11,744,796	40.63%	8,215,423	34.16%
State Limited Purpose Banks	11	192,646	0.77%	N/A	N/A	0	0.00%
Federal Limited Purpose Banks	1	11,713	0.05%	N/A	N/A	N/A	N/A
State Savings Banks	14	11,187,339	44.81%	8,381,134	29.00%	8,377,516	34.84%
Federal Savings Banks	4	931,921	<sup>1</sup> 3.73%	1,579,088	5.46%	1,616,031	6.72%
State Savings and Loans	1	75,958	0.30%	68,882	0.24%	49,926	0.21%
Federal Savings and Loans	3	288,705	1.16%	235,297	0.82%	243,567	1.01%
State Credit Unions	12	1,593,284	6.38%	1,378,949	4.77%	979,825	4.07%
Credit Unions Chartered by Other States	1	N/A	<sup>1</sup> N/A	11,652	0.04%	7,514	0.03%
Federal Credit Unions	51	4,253,771	<sup>1</sup> 17.04%	3,637,244	12.58%	2,795,633	11.63%
<b>TOTAL</b>	<b>108</b>	<b>24,965,335</b>	<b>100.00%</b>	<b>28,905,293</b>	<b>100.00%</b>	<b>24,048,439</b>	<b>100.00%</b>
Commercial Banks	10	6,429,998	<sup>1</sup> 25.76%	13,613,047	47.10%	9,978,427	41.49%
Limited Purpose Banks	12	204,359	0.82%	N/A	N/A	0	0.00%
Savings Banks	18	12,119,260	<sup>1</sup> 48.54%	9,960,222	34.46%	9,993,547	41.56%
Savings and Loans	4	364,663	1.46%	304,179	1.05%	293,493	1.22%
Credit Unions	64	5,847,055	<sup>1</sup> 23.42%	5,027,845	17.39%	3,782,972	15.73%
<b>TOTAL</b>	<b>108</b>	<b>24,965,335</b>	<b>100.00%</b>	<b>28,905,293</b>	<b>100.00%</b>	<b>24,048,439</b>	<b>100.00%</b>
Chartered by the State of Maine	43	15,724,067	62.98%	11,697,216	40.47%	11,170,271	46.45%
Chartered by Other States	1	N/A	<sup>1</sup> N/A	11,652	0.04%	7,514	0.03%
Federally Chartered	64	9,241,268	<sup>1</sup> 37.02%	17,196,425	59.49%	12,870,654	53.52%
<b>TOTAL</b>	<b>108</b>	<b>24,965,335</b>	<b>100.00%</b>	<b>28,905,293</b>	<b>100.00%</b>	<b>24,048,439</b>	<b>100.00%</b>
In-State Ownership	102	24,965,335	100.00%	18,965,499	65.61%	17,328,131	72.06%
Out-of-State Ownership	6	N/A	<sup>1,2</sup> N/A	9,939,794	34.39%	6,720,308	27.94%
<b>TOTAL</b>	<b>108</b>	<b>24,965,335</b>	<b>100.00%</b>	<b>28,905,293</b>	<b>100.00%</b>	<b>24,048,439</b>	<b>100.00%</b>

<sup>1</sup> **Maine assets are unavailable for the following multi-state banks and credit unions:**

Bank of America, N.A.	People's United Bank
KeyBank, National Association	TD Bank, N.A.
Northeast Credit Union	United Methodist Federal Credit Union

<sup>2</sup> **Out of State Ownership:**

	<b>Deposits/ Shares</b>	<b>Loans</b>
Bank of America, N.A.	1,629,804	1,105,941
KeyBank, National Association	2,548,509	1,053,151
Northeast Credit Union	11,652	7,514
People's United Bank	802,084	915,512
TD Bank, N.A.	4,947,396	3,638,053
United Methodist Federal Credit Union	349	137
<b>TOTAL:</b>	<b>9,939,794</b>	<b>6,720,308</b>

*Tricorp FCU and TD Bank USA, financial institutions that are not open to the public, are excluded from this schedule.*

**ASSETS, DEPOSITS/SHARES, AND LOANS BY FACILITY TYPE  
(IN THOUSANDS)**

	06/30/08	06/30/09	06/30/10	06/30/11	06/30/12
<b>Commercial Banks Chartered by the State of Maine</b>					
Number of Institutions	6	5	5	5	5
Number of Offices	54	50	49	49	51
Assets	2,324,363	2,384,581	2,446,478	2,478,552	2,674,840
Deposits	1,597,101	1,578,709	1,647,610	1,736,435	1,868,251
Loans	1,640,416	1,606,171	1,647,479	1,624,382	1,763,004
<b>National Banks</b>					
Number of Institutions	5	5	5	5	5
Number of Offices	214	213	205	205	201
Assets	3,548,077	3,622,696	3,565,679	3,691,168	3,755,158
Deposits	9,102,622	9,682,144	10,303,635	9,666,742	11,744,796
Loans	7,918,395	8,031,088	10,864,364	9,326,995	8,215,423
<b>State Chartered Savings Banks</b>					
Number of Institutions	14	14	14	14	14
Number of Offices	176	180	181	186	188
Assets	9,815,406	10,211,778	10,499,563	10,833,931	11,187,339
Deposits	6,910,877	7,234,136	7,658,761	7,966,131	8,381,134
Loans	7,769,211	7,969,836	8,129,575	8,172,390	8,377,516
<b>Federal Savings Banks</b>					
Number of Institutions	5	4	4	4	4
Number of Offices	63	69	67	68	66
Assets	1,985,635	1,124,243	1,041,109	953,068	931,921
Deposits	1,538,290	1,605,618	1,589,457	1,522,885	1,579,088
Loans	1,607,701	1,804,023	1,617,678	1,623,332	1,616,031
<b>State Chartered Savings &amp; Loan Associations</b>					
Number of Institutions	2	1	1	1	1
Number of Offices	3	1	1	1	1
Assets	101,162	44,412	56,575	69,156	75,958
Deposits	77,745	39,530	51,513	63,092	68,882
Loans	91,686	34,201	40,380	45,552	49,926
<b>Federal Savings &amp; Loan Associations</b>					
Number of Institutions	3	3	3	3	3
Number of Offices	8	8	8	9	9
Assets	278,106	278,120	288,371	279,931	288,705
Deposits	211,789	218,052	230,787	255,030	235,297
Loans	242,248	240,745	247,299	236,396	243,567

**ASSETS, DEPOSITS/SHARES, AND LOANS BY FACILITY TYPE  
(IN THOUSANDS)**

	06/30/08	06/30/09	06/30/10	06/30/11	06/30/12
<b>State Chartered Credit Unions</b>					
Number of Institutions	12	12	12	12	12
Number of Offices	48	49	49	53	54
Assets	1,292,834	1,385,798	1,444,068	1,515,650	1,593,284
Shares/Deposits	1,080,994	1,160,980	1,241,340	1,297,266	1,378,949
Loans	901,632	922,513	932,162	935,977	979,825
<b>Credit Unions Chartered by Other States</b>					
Number of Institutions	1	1	1	1	1
Number of Offices	1	1	1	1	1
Assets	N/A	N/A	N/A	N/A	N/A
Shares/Deposits	9,930	10,116	10,783	11,729	11,652
Loans	8,622	8,859	7,558	7,290	7,514
<b>Federal Credit Unions</b>					
Number of Institutions	57	56	56	54	51
Number of Offices	138	139	140	142	140
Assets	3,399,344	3,668,192	3,899,997	4,044,638	4,253,771
Shares/Deposits	2,906,505	3,140,880	3,345,859	3,483,156	3,637,244
Loans	2,480,451	2,588,020	2,647,702	2,704,182	2,795,633
<b>State Chartered Merchant Banks</b>					
Number of Institutions	1	1	1	1	1
Assets	45,093	46,505	52,166	56,388	59,495
Deposits	N/A	N/A	N/A	N/A	N/A
Loans	663	0	0	0	0
<b>State Chartered Nondepository Trust Companies</b>					
Number of Institutions	8	9	9	10	10
Assets	76,604	123,526	108,125	126,210	133,151
Deposits	N/A	N/A	N/A	N/A	N/A
Loans	N/A	N/A	N/A	N/A	N/A
<b>Federal Nondepository Trust Companies</b>					
Number of Institutions	1	1	1	1	1
Assets	13,578	12,910	13,252	11,899	11,713
Deposits	N/A	N/A	N/A	N/A	N/A
Loans	N/A	N/A	N/A	N/A	N/A
<b>State Totals</b>					
Number of Institutions	115	112	112	111	108
Number of Offices	705	710	701	714	711
Assets	22,880,202	22,902,761	23,415,383	24,060,591	24,965,335
Shares & Deposits	23,435,853	24,670,165	26,079,745	26,002,466	28,905,293
Loans	22,661,025	23,205,456	26,134,197	24,676,496	24,048,439

**Note:** Maine deposits, shares, and loans for the following banks and credit unions operating in a multi-state environment are included in this exhibit; however, Maine assets are not available for:

Bank of America, National Association, Charlotte, North Carolina	Northeast Credit Union, Portsmouth, New Hampshire
KeyBank National Association, Cleveland, Ohio	TD Bank, N.A., Wilmington, Delaware
People's United Bank, Bridgeport, Connecticut	United Methodist Federal Credit Union, Montclair, California

Tricorp FCU and TD Bank USA, financial institutions that are not open to the public, are excluded from this schedule.



**STATE CHARTERED  
COMMERCIAL BANKS  
AUTHORIZED TO DO BUSINESS IN MAINE**

	<u>Assets</u>	06/30/12 \$ in (000's) <u>Deposits</u>	<u>Loans</u>
Joseph Murphy, President <b>BAR HARBOR BANK &amp; TRUST</b> 82 Main St. Bar Harbor, ME 04609	1,241,473	738,168	776,931
Earle Harvey, President <b>BORDER TRUST COMPANY<sup>3</sup></b> 227 Water St. Augusta, ME 04330	45,262	39,434	36,643
Scott Conant, President <b>DAMARISCOTTA BANK &amp; TRUST</b> 25 Main St. Damariscotta, ME 04543	158,766	140,396	113,659
Jon Prescott, President <b>KATAHDIN TRUST COMPANY</b> 11 Main St. Patten, ME 04765	568,868	473,840	477,444
Richard Wayne, President <b>NORTHEAST BANK</b> 500 Canal Street Lewiston, ME 04240-6594	660,471	476,413	358,327
<b>TOTAL: 5</b>	<b>2,674,840</b>	<b>1,868,251</b>	<b>1,763,004</b>

**STATE CHARTERED  
LIMITED PURPOSE BANKS  
AUTHORIZED TO DO BUSINESS IN MAINE**

	<u>Assets</u>	06/30/12 \$ in (000's) <u>Deposits</u>	<u>Loans</u>
Daniel Hurley, III, President <b>BAR HARBOR TRUST SERVICES</b> 135 High St., PO Box 1100 Ellsworth, ME 04605	2,328	N/A	N/A

<sup>3</sup> Most of the assets of Border Trust Company were acquired by Bar Harbor Bank & Trust, effective August 10, 2012. Subsequently, Border Trust Company changed its name to BTC Legacy Corp.

**STATE CHARTERED  
LIMITED PURPOSE BANKS  
AUTHORIZED TO DO BUSINESS IN MAINE**

	<u>Assets</u>	06/30/12 \$ in (000's) <u>Deposits</u>	<u>Loans</u>
David McCabe, President <b>EATON VANCE TRUST COMPANY</b> Two International Place Boston, MA 02110	13,150	N/A	N/A
John Keffer, President <b>FORUM TRUST, LLC</b> Three Canal Plaza, Suite 600, PO Box 446 Portland, ME 04112	6,044	N/A	N/A
Thomas Forese, Jr., President <b>GLOBAL TRUST COMPANY</b> 4A Gill St. Woburn, MA 01801-1721	4,061	N/A	N/A
Michael Currie, President <b>H. M. PAYSON AND COMPANY</b> 1 Portland Sq., PO Box 31 Portland, ME 04101	3,686	N/A	N/A
Joseph Yohlin, President <b>MAINE MERCHANT BANK</b> 477 Congress St., Suite 1100 Portland, ME 04101	59,495	N/A	0
Robert Albanese, President <b>PENTEGRA TRUST COMPANY</b> 108 Corporate Drive Park White Plains, NY 10604	4,132	N/A	N/A
George Oliveira, President <b>PLIMOTH TRUST COMPANY</b> 38 Resnik Road Plymouth, MA 02360	6,479	N/A	N/A
Richard Curran, Jr., President <b>SPINNAKER TRUST<sup>4</sup></b> 123 Free St., PO Box 7160 Portland, ME 04112-7160	2,151	N/A	N/A
Albert Schweiss, President <b>TD AMERITRADE TRUST COMPANY</b> 4211 S. 102 <sup>nd</sup> Street Omaha, NE 58127	90,567	N/A	N/A
Charles Gaziano, CEO <b>WATCH POINT TRUST COMPANY, LLC</b> 100 Summer Street Boston, MA 02110	553	N/A	N/A
<b>TOTAL: 11</b>	<b>192,646</b>		<b>0</b>

<sup>4</sup> Ram Trust Company merged into Spinnaker Trust on May 31, 2012.

**S T A T E C H A R T E R E D  
S A V I N G S B A N K S  
A U T H O R I Z E D T O D O B U S I N E S S I N M A I N E**

		06/30/12 \$ in (000's)	
	<u>Assets</u>	<u>Deposits</u>	<u>Loans</u>
Paul Andersen, President <b>ANDROSCOGGIN SAVINGS BANK</b> 30 Lisbon St., PO Box 1407 Lewiston, ME 04240	717,671	522,928	575,326
James Conlon, President <b>BANGOR SAVINGS BANK</b> 99 Franklin St., PO Box 930 Bangor, ME 04402-0930	2,650,893	2,019,820	1,778,598
Glenn Hutchinson, President <b>BATH SAVINGS INSTITUTION</b> 105 Front St., PO Box 548 Bath, ME 04530-0548	659,943	509,008	408,672
Charles Petersen, President <b>BIDDEFORD SAVINGS BANK</b> 254 Main St., PO Box 525 Biddeford, ME 04005-0525	346,985	248,496	256,877
Peter Judkins, President <b>FRANKLIN SAVINGS BANK</b> 197 Main St., PO Box 825 Farmington, ME 04938-0825	328,418	242,018	264,578
Christopher Emmons, President <b>GORHAM SAVINGS BANK</b> 10 Wentworth Dr., PO Box 39 Gorham, ME 04038	924,393	658,394	616,844
Mark Johnston, President <b>KENNEBEC SAVINGS BANK</b> 150 State St., PO Box 50 Augusta, ME 04330	797,233	529,865	631,407
Bradford Paige, President <b>KENNEBUNK SAVINGS BANK</b> 104 Main St., P.O. Box 28 Kennebunk, ME 04043-0028	836,538	678,555	698,723
Lawrence Barker, President <b>MACHIAS SAVINGS BANK</b> 4 Center St., PO Box 318 Machias, ME 04654-0318	957,459	812,367	845,310
Richard Vail, President <b>MECHANICS' SAVINGS BANK</b> 100 Minot Ave., PO Box 400 Auburn, ME 04210	337,270	251,705	285,492
Patricia Weigel, President <b>NORWAY SAVINGS BANK</b> 261 Main St., PO Box 347 Norway, ME 04268	964,944	727,967	763,319

**STATE CHARTERED  
SAVINGS BANKS  
AUTHORIZED TO DO BUSINESS IN MAINE**

	<u>Assets</u>	06/30/12 \$ in (000's) <u>Deposits</u>	<u>Loans</u>
Kevin Savage, President <b>SACO AND BIDDEFORD SAVINGS INSTITUTION</b> 252 Main St., PO Box 557 Saco, ME 04073	768,011	539,780	594,982
Mark Mickeriz, President <b>SANFORD INSTITUTION FOR SAVINGS</b> 900 Main St., PO Box 472 Sanford, ME 04073	435,685	328,692	345,031
John Witherspoon, President <b>SKOWHEGAN SAVINGS BANK</b> 13 Elm St., PO Box 250 Skowhegan, ME 04976	461,896	311,539	312,357
<b>TOTAL: 14</b>	<u>11,187,339</u>	<u>8,381,134</u>	<u>8,377,516</u>

**STATE CHARTERED  
SAVINGS AND LOAN ASSOCIATIONS  
AUTHORIZED TO DO BUSINESS IN MAINE**

	<u>Assets</u>	06/30/12 \$ in (000's) <u>Deposits</u>	<u>Loans</u>
William Weir, President <b>BAR HARBOR SAVINGS AND LOAN ASSOCIATION</b> 103 Main St. Bar Harbor, ME 04609	75,958	68,882	49,926
<b>TOTAL: 1</b>	<u>75,958</u>	<u>68,882</u>	<u>49,926</u>

**STATE CHARTERED  
CREDIT UNIONS  
AUTHORIZED TO DO BUSINESS IN MAINE**

	<u>Assets</u>	06/30/12 \$ in (000's) <u>Deposits</u>	<u>Loans</u>
Matthew Griffiths, CEO <b>COAST LINE CREDIT UNION</b> 333 Cottage Rd. South Portland, ME 04106	45,946	34,170	29,850
Kerry Wood, CEO <b>COMMUNITY CREDIT UNION</b> 144 Pine St., PO Box 7810 Lewiston, ME 04240	44,415	39,379	29,266
Eugene Ardito, CEO <b>cPORT CREDIT UNION</b> 50 Riverside Industrial Pkwy., PO Box 777 Portland, ME 04101-0777	141,850	127,360	86,893
David Tozier, CEO <b>DOWN EAST CU</b> 23 Third Ave., PO Box 130 Baileyville, ME 04694	92,540	76,697	74,699
H. Tucker Cole, CEO <b>EVERGREEN CREDIT UNION</b> 225 Riverside St. Portland, ME 04103	215,837	198,292	126,401
Richard Dupuis, CEO <b>FIVE COUNTY CREDIT UNION</b> 765 Washington St., PO Box 598 Bath, ME 04530-0598	204,186	177,574	136,806
Richard Lachance, CEO <b>MAINE EDUCATION CREDIT UNION</b> 23 University Dr., PO Box 1096 Augusta, ME 04330-1096	31,684	28,140	18,573
Normand Dubreuil, CEO <b>MAINE STATE CREDIT UNION</b> 200 Capital St., PO Box 5659 Augusta, ME 04332-5659	340,426	296,697	138,261
Luke Labbe, CEO <b>PEOPLESCHOICE CREDIT UNION</b> 35 Bradbury St., PO Box 463 Biddeford, ME 04005	139,653	120,309	88,544
Shelly Page, CEO <b>SABATTUS REGIONAL CREDIT UNION</b> 2 Middle Rd., PO Box 250 Sabattus, ME 04280	34,837	31,021	17,391

**STATE CHARTERED  
CREDIT UNIONS  
AUTHORIZED TO DO BUSINESS IN MAINE**

	<u>Assets</u>	06/30/12 \$ in (000's) <u>Shares &amp; Deposits</u>	<u>Loans</u>
Carrie Shaw, CEO <b>SACO VALLEY CREDIT UNION</b> 312 Main St., PO Box 740 Saco, ME 04072-0740	91,808	83,796	69,676
Matthew Walsh, CEO <b>UNIVERSITY CREDIT UNION</b> Rangeley Rd. University of ME Orono, ME 04469-5779	210,102	165,514	163,465
<b>TOTAL: 12</b>	<b>1,593,284</b>	<b>1,378,949</b>	<b>979,825</b>

**STATE CHARTERED  
CREDIT UNIONS  
CHARTERED BY OTHER STATES**

	<u>Assets</u>	06/30/12 \$ in (000's) <u>Shares &amp; Deposits</u>	<u>Loans</u>
Peter Kavalauskas, CEO <b>NORTHEAST CREDIT UNION</b> 100 Borthwick Ave. Portsmouth, NH 03801 1 Maine branch: Kittery	N/A	11,652	7,514
<b>TOTAL: 1</b>	<b>N/A</b>	<b>11,652</b>	<b>7,514</b>

*Note: Maine shares and loans for Northeast Credit Union, which operates in a multi-state environment, are included in this exhibit; however, Maine assets are not available.*

**FEDERALLY CHARTERED  
NATIONAL BANKS  
AUTHORIZED TO DO BUSINESS IN MAINE**

		06/30/12 \$ in (000's)	
	<u>Assets</u>	<u>Deposits</u>	<u>Loans</u>
Bill Williamson, Maine State President <b>BANK OF AMERICA, N.A.</b> One City Center Portland, ME 04101	N/A	1,629,804	1,105,941
Gregory Dufour, President <b>CAMDEN NATIONAL BANK</b> 2 Elm St., PO Box 310 Camden, ME 04843	2,365,727	1,612,769	1,536,464
Sterling Kozlowski, District President <b>KEYBANK, NATIONAL ASSOCIATION</b> One Monument Sq., PO Box 678 Portland, ME 04112	N/A	2,548,509	1,053,151
Lawrence Wold, Maine President <b>TD BANK, N.A.</b> One Portland Sq., PO Box 9540 Portland, ME 04112	N/A	4,947,396	3,638,053
Daniel Daigneault, President <b>THE FIRST, N.A.</b> 223 Main St., PO Box 940 Damariscotta, ME 04543	1,389,431	1,006,318	881,814
<b>TOTAL: 5</b>	<b>3,755,158</b>	<b>11,744,796</b>	<b>8,215,423</b>

*Note: Maine deposits and loans for the following banks authorized to do business in a multi-state environment are included in this exhibit; however, Maine assets are not available:*

*Bank of America, N.A.*

*KeyBank, National Association*

*TD Bank, N.A.*

**FEDERALLY CHARTERED  
NONDEPOSITORY TRUST COMPANIES  
AUTHORIZED TO DO BUSINESS IN MAINE**

		06/30/12 \$ in (000's)	
	<u>Assets</u>	<u>Deposits</u>	<u>Loans</u>
Stephen Tall, President <b>ACADIA TRUST, NATIONAL ASSOCIATION</b> 5 Milk St. Portland, ME 04101	11,713	N/A	N/A
<b>TOTAL: 1</b>	<b>11,713</b>	<b>N/A</b>	<b>N/A</b>

**FEDERALLY CHARTERED  
SAVINGS BANKS  
AUTHORIZED TO DO BUSINESS IN MAINE**

	<u>Assets</u>	06/30/12 \$ in (000's) <u>Deposits</u>	<u>Loans</u>
Allen Sterling, President <b>AUBURN SAVINGS BANK, FSB</b> 256 Court St., PO Box 3157 Auburn, ME 04210	74,631	54,464	62,150
John Everets, CEO <b>BANK OF MAINE</b> 2 Canal Plaza Portland, ME 04101	775,402	654,193	566,651
<b>PEOPLE'S UNITED BANK</b> Samuel Ladd III, President, Maine Southern Division 467 Congress St. Portland, ME 04101 William Lucy, President, Maine Northern Division 201 Main St. Bangor, ME 04401	N/A	802,084	915,512
Harry Mank, Jr., President <b>ROCKLAND SAVINGS BANK, FSB</b> 582 Main St. Rockland, ME 04841	81,888	68,347	71,718
<b>TOTAL: 4</b>	<u>931,921</u>	<u>1,579,088</u>	<u>1,616,031</u>

**FEDERALLY CHARTERED  
LIMITED PURPOSE FINANCIAL INSTITUTIONS  
AUTHORIZED TO DO BUSINESS IN MAINE**

Suzanne Clermont, President  
**TD BANK USA, NATIONAL ASSOCIATION**  
One Portland Square  
Portland, ME 04101

Stephen Roy, President  
**TRICORP FEDERAL CREDIT UNION**  
2 Ledgeview Drive  
Westbrook, ME 04092

*Note: Maine deposits and loans for People's United Bank, which operates in a multi-state environment, are included in this exhibit; however, Maine assets are not available.*



**FEDERALLY CHARTERED  
SAVINGS AND LOAN ASSOCIATIONS  
AUTHORIZED TO DO BUSINESS IN MAINE**

	<u>Assets</u>	06/30/12 \$ in (000's) <u>Deposits</u>	<u>Loans</u>
John Swanberg, President <b>AROOSTOOK COUNTY FEDERAL SAVINGS AND LOAN ASSOCIATION</b> 43 High St., PO Box 808 Caribou, ME 04736-0808	98,271	87,673	76,962
Andrew Perry, President <b>FIRST FEDERAL SAVINGS AND LOAN ASSOCIATION OF BATH</b> 125 Front St., PO Box 488 Bath, ME 04530	114,377	94,914	102,296
Allan Rancourt, President <b>KENNEBEC FEDERAL SAVINGS AND LOAN ASSOCIATION</b> 70 Main St., PO Box 497 Waterville, ME 04903-0497	76,057	52,710	64,309
<b>TOTAL: 3</b>	<u>288,705</u>	<u>235,297</u>	<u>243,567</u>

**FEDERALLY CHARTERED  
CREDIT UNIONS  
AUTHORIZED TO DO BUSINESS IN MAINE**

	<u>Assets</u>	06/30/12 \$ in (000's) <u>Shares &amp; Deposits</u>	<u>Loans</u>
David Desjardins, CEO <b>ACADIA FEDERAL CU</b> 9 East Main St. Fort Kent, ME 04743-1398	115,160	97,041	84,878
Roger Sirois, CEO <b>ATLANTIC REGIONAL FEDERAL CU</b> 55 Cushing St., PO Box 188 Brunswick, ME 04011-0188	253,692	216,687	157,705
Stephen Clark, CEO <b>BANGOR FEDERAL CU</b> 339 Hogan Rd., PO Box 1161 Bangor, ME 04401-1161	122,023	111,734	88,828

**FEDERALLY CHARTERED  
CREDIT UNIONS  
AUTHORIZED TO DO BUSINESS IN MAINE**

	<u>Assets</u>	06/30/12 \$ in (000's) <u>Deposits</u>	<u>Loans</u>
Susan Thurlow, CEO <b>BLUE CROSS AND BLUE SHIELD OF ME FEDERAL CU</b> 2 Gannett Dr. South Portland, ME 04106-6911	6,568	5,296	3,941
Richard Kaul, CEO <b>BREWER FEDERAL CU</b> 77 N. Main St., PO Box 189 Brewer, ME 04412-0189	47,383	42,940	34,919
Diana Winkley, CEO <b>CAPITAL AREA FEDERAL CU</b> 10 North Belfast Ave., PO Box 2626 Augusta, ME 04438	24,176	21,495	19,482
James Stone, CEO <b>CASCO FEDERAL CU</b> 375 Main St., PO Box 87 Gorham, ME 04038-0087	40,006	34,580	27,049
Vicki Stuart, CEO <b>CENTRAL MAINE FEDERAL CU</b> 1000 Lisbon St., PO Box 1746 Lewiston, ME 04241-1746	85,667	74,605	32,448
Darla King, CEO <b>CHANGING SEASONS FEDERAL CU</b> 193 Broad St. STE 3 Bangor, ME 04401-6323	21,761	19,627	15,153
Scott Harriman, CEO <b>CUMBERLAND COUNTY FEDERAL CU</b> 101 Gray Rd. Falmouth, ME 04105-2514	157,449	140,264	90,659
Ralph Ferland, CEO <b>EASTERN MAINE MEDICAL CENTER FEDERAL CU</b> 489 State St. Bangor, ME 04401-6616	45,508	40,909	22,069
Daniel Byron, CEO <b>EASTMILL FEDERAL CU</b> 60 Main St. East Millinocket, ME 04430-1128	58,933	48,067	15,799
Karen Greenleaf, CEO <b>FRANKLIN SOMERSET FEDERAL CU</b> 485 Wilton Rd., PO Box 5061 Farmington, ME 04938-9600	71,972	64,695	42,794

**FEDERALLY CHARTERED  
CREDIT UNIONS  
AUTHORIZED TO DO BUSINESS IN MAINE**

	<u>Assets</u>	06/30/12 \$ in (000's) <u>Deposits</u>	<u>Loans</u>
Philip Bergeron, CEO <b>GARDINER FEDERAL CU</b> 8 Brunswick Rd. RR 5 Box 105 Gardiner, ME 04345-9006	35,078	31,269	24,557
Nancy Bard, CEO <b>GREAT FALLS REGIONAL FCU</b> 34 Bates St. Lewiston, ME 04240	25,468	20,793	9,491
Lynda Quirion, CEO <b>HEALTHFIRST FEDERAL CU</b> 9 Quarry Rd. Waterville, ME 04901	16,948	15,507	14,775
Joan Sage, CEO <b>HOWLAND ENFIELD FEDERAL CU</b> 4 Coffin St., PO Box 405 Howland, ME 04448-0405	7,243	6,695	4,219
Kenneth Williams, CEO <b>INFINITY FEDERAL CU</b> 202 Larrabee Rd., PO Box 9742 Westbrook, ME 04104-5060	274,077	170,616	163,069
Christine Devine, CEO <b>KV FEDERAL CU</b> 316 Northern Ave., PO Box 2108 Augusta, ME 04338	56,114	50,216	29,433
Donald Casco, CEO <b>KATAHDIN FEDERAL CU</b> 1000 Central St. Millinocket, ME 04462-2193	69,564	60,541	40,556
Deseree Gilman, CEO <b>KSW FEDERAL CU</b> 222 College Ave. Waterville, ME 04901	45,527	40,998	33,890
Amanda Piper, CEO <b>LEWISTON MUNICIPAL FEDERAL CU</b> 291 Pine St., PO Box 60 Lewiston, ME 04243-0060	18,353	16,357	9,402
Cris Kinney, CEO <b>LINCOLN MAINE FEDERAL CU</b> 171 W Broadway, PO Box 220 Lincoln, ME 04457-0220	45,032	40,406	32,405

**FEDERALLY CHARTERED  
CREDIT UNIONS  
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	<u>Assets</u>	06/30/12 \$ in (000's) <u>Deposits</u>	<u>Loans</u>
George Roy, CEO <b>LISBON COMMUNITY FEDERAL CU</b> 325 Lisbon Rd., O Box 878 Lisbon, ME 04240-0878	77,033	67,454	52,142
Rachel Caron, CEO <b>MAINE FAMILY FEDERAL CU</b> 555 Sabattus St. Lewiston, ME 04240-4195	116,698	105,511	68,072
Rhonda Taylor, CEO <b>MAINE HIGHLANDS FEDERAL CU</b> 73 Main St., PO Box 233 Dexter, ME 04930-0233	85,905	78,415	58,133
Jennifer Hartel, CEO <b>MAINE MEDIA FEDERAL CU</b> 390 Congress St., PO Box 7702 Portland, ME 04112-7702	4,501	3,503	2,610
John Reed, CEO <b>MAINE SAVINGS FEDERAL CU</b> 1101 Western Ave., PO Box 347 Hampden, ME 04444-0347	247,368	226,256	177,396
Gail Richardson, CEO <b>MIDCOAST FEDERAL CU</b> 831 Middle St., PO Box 780 Bath, ME 04530-0780	123,602	109,959	67,380
Marguerite Gagne, CEO <b>MONMOUTH FEDERAL CU</b> 1176 Main St., PO Box 150 Monmouth, ME 04259-0150	15,369	14,032	9,416
Ryan Poulin, CEO <b>NEW DIMENSIONS FEDERAL CU</b> 61 Grove St. Waterville, ME 04901-5826	60,981	50,893	47,534
David Rossignol, CEO <b>NORSTATE FEDERAL CU</b> 78 Fox St. Madawaska, ME 04756	153,992	130,883	124,485
Judy Morin, CEO <b>OCEAN COMMUNITIES FEDERAL CU</b> 1 Pool St., PO Box 1961 Biddeford, ME 04005-1961	146,082	126,431	118,314

**FEDERALLY CHARTERED  
CREDIT UNIONS  
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	<u>Assets</u>	06/30/12 \$ in (000's) <u>Deposits</u>	<u>Loans</u>
Roland Poirier, CEO <b>OTIS FEDERAL CU</b> 170 Main St., PO Box 27 Jay, ME 04329-0027	125,727	104,134	69,380
Matthew Kaubris, CEO <b>OXFORD FEDERAL CU</b> 225 River Rd., PO Box 252 Mexico, ME 04257-0252	134,313	115,468	97,454
Steve Baillargeon, CEO <b>PENOBSCOT COUNTY FEDERAL CU</b> 191 Main St., PO Box 434 Old Town, ME 04468-0434	47,297	42,790	37,872
Hosea Carpenter, CEO <b>PORTLAND MAINE POLICE DEPARTMENT FEDERAL CU</b> 109 Middle St. Portland, ME 04101	7,149	6,510	6,002
Philippe Moreau, CEO <b>RAINBOW FEDERAL CU</b> 391 Main St., PO Box 741 Lewiston, ME 04243-0741	167,409	132,309	94,037
Kyle Casburn, CEO <b>SEABOARD FEDERAL CU</b> 177 Main St., PO Box G Bucksport, ME 04416-1207	105,775	96,549	80,856
James Lemieux, CEO <b>SEBASTICOOK VALLEY FEDERAL CU</b> 14 Seabasticook St., PO Box 10 Pittsfield, ME 04967-0010	77,082	65,456	59,417
Diana Garcia, CEO <b>SEMICONDUCTOR OF ME FEDERAL CU</b> 333 Western Ave. South Portland, ME 04106-0022	15,289	13,500	9,249
Debra Hegarty, CEO <b>SHAW'S EMPLOYEES FEDERAL CU</b> 205 Spencer Dr. Wells, ME 04090-5553	7,321	5,315	2,074
Karen Denis, CEO <b>TACONNET FEDERAL CU</b> 60 Benton Ave. Winslow, ME 04901-6798	53,070	49,646	31,827

**FEDERALLY CHARTERED  
CREDIT UNIONS  
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	<u>Assets</u>	06/30/12 \$ in (000's) <u>Deposits</u>	<u>Loans</u>
Kenneth Hensler, CEO <b>THE COUNTY FEDERAL CU</b> 82 Bennett Dr., PO Box 939 Caribou, ME 04736-1944	176,429	157,475	104,413
David Libby, CEO <b>TOWN &amp; COUNTRY FEDERAL CU</b> 557 Main St., PO Box 9420 South Portland, ME 04106-9420	221,717	196,824	177,827
J. Hunter King, CEO <b>TRADEMARK FEDERAL CU</b> 44 Edison Dr., PO Box 1056 Augusta, ME 04332-1056	75,136	65,381	43,333
Kenneth Acker, CEO <b>TRUCHOICE FEDERAL CU</b> 272 Park Ave., PO Box 10659 Portland, ME 04104-6059	83,788	73,626	61,763
Ramon Noperi, CEO <b>UNITED METHODIST FEDERAL CU<sup>5</sup></b> 9040 Benson Ave. Montclair, CA 91763 1 Maine branch: Westbrook	N/A	349	137
Cathy Bond, CEO <b>WINSLOW COMMUNITY FEDERAL CU</b> 12 Monument St., PO Box 8117 Winslow, ME 04901	28,144	25,599	14,747
Jeffrey Seguin, CEO <b>WINTHROP AREA FEDERAL CU</b> 22 Highland Ave., PO Box 55 Winthrop, ME 04364	57,557	51,920	32,141
James Nelson, CEO <b>YORK COUNTY FEDERAL CU</b> 1516 Main St. Sanford, ME 04073-3530	195,335	149,718	150,101
<b>TOTAL: 51</b>	<b>4,253,771</b>	<b>3,637,244</b>	<b>2,795,633</b>

<sup>5</sup> Note: Maine shares and loans for United Methodist Federal Credit Union, which operates in a multi-state environment, are included in this exhibit; however, Maine assets are not available.

**BANK AND CREDIT UNION LOCATIONS****Androscoggin Savings Bank**

**30 Lisbon Street  
Lewiston, ME 04240**

Locations in Auburn, Brunswick, Gray, Jay, Lewiston, Lisbon Falls, Livermore Falls, Portland, South Paris and Turner

**Bangor Savings Bank**

**3 State Street  
Bangor, ME 04401**

**Locations in** Augusta, Bangor, Belfast, Biddeford, Brewer, Bucksport, Calais, Castine, Dexter, East Millinocket, Dover Foxcroft, Dixfield, Cornish, Eastport, Ellsworth, Falmouth, Farmington, Greenville, Hampden, Hartland, Hollis Center, Houlton, Howland, Jonesport, Lewiston, Lincoln, Machias, Madison, Millinocket, Monmouth, Old Town, Orono, Pittsfield, Portland, Rockland, Rockport, Rumford, Saco, Scarborough, Searsport, Skowhegan, South Portland, Unity, Waterville, Winslow, and York

**Bar Harbor Bank & Trust**

**82 Main Street  
Bar Harbor ME 04609**

**Locations in** Augusta, Blue Hill, Deer Isle, Ellsworth, Lubec, Machias, Milbridge, Mount Desert, Rockland, Northeast Harbor, Somesville, South China, Topsham, Southwest Harbor and Winter Harbor

**Bar Harbor Savings and Loan Association**

**103 Main Street  
Bar Harbor, ME 04609**

**Bar Harbor Trust Services**

**135 High St  
Ellsworth, ME 04605**

**Bath Savings Institution**

**105 Front Street  
Bath, ME 04530**

**Locations in** Boothbay Harbor, Brunswick, Damariscotta, Falmouth, Freeport, Portland, South Portland, Topsham and Yarmouth

**Biddeford Savings Bank**

**254 Main Street  
Biddeford, ME 04005**

**Locations in** Biddeford, Kennebunk, Scarborough and Waterboro

**Coast Line Credit Union**

**333 Cottage Road  
South Portland, ME 04106**

**Community Credit Union**

**144 Pine Street  
Lewiston, ME 04240**

**Locations in** Auburn

**cPort Credit Union**

**50 Riverside Industrial Parkway  
Portland, ME 04101**

**Locations in** Augusta and Scarborough

## Bank & Credit Union Locations

### Damariscotta Bank & Trust

25 Main Street

Damariscotta ME 04543

Locations in Belfast, Damariscotta, New Harbor, Union and Warren

### Down East Credit Union

23 Third Avenue

Baileysville, ME 04694

Locations in Bangor, Belfast, Calais, Machias, Richmond, Topsham and Unity

### Eaton Vance Trust Company

255 State St

Boston, MA 02109

### Evergreen Credit Union

225 Riverside Street

Portland, ME 04101

Locations in Naples, South Portland, Windham

### Five County Credit Union

765 Washington Street

Bath, ME 04530

Locations in Auburn, Augusta, Brunswick, Falmouth, Lewiston, Lisbon, Portland, Rockland, Scarborough, Skowhegan, Topsham, Waterville and Windham

### Forum Trust, LLC

Two Portland Square

Portland, ME 04101

### Franklin Savings Bank

197 Main Street

Farmington, ME 04938

Locations in Farmington, Jay, Mexico, Rangeley, Rumford, Skowhegan and Wilton

### Global Trust Company

4A Gill ST

Woburn, MA 01801

### Gorham Savings Bank

64 Main Street

Gorham, ME 04038

Locations in East Waterboro, Falmouth, Portland, Scarborough, South Portland, Standish, Windham and Gorham

### H.M. Payson and Company

1 Portland Square

Portland, ME 04101

### Katahdin Trust Company

11 Main Street

Patten, ME 04765

Locations in Ashland, Bangor, Caribou, Eagle Lake, Easton, Fort Fairfield, Hampden, Houlton, Island Falls, Limestone, Mars Hill, Oakfield, Presque Isle, Scarborough, Van Buren and Washburn



**BANK AND CREDIT UNION LOCATIONS****Kennebec Savings Bank**

150 State Street

Augusta, ME 04332

Locations in Farmingdale, Hallowell, Waterville and Winthrop

**Kennebunk Savings Bank**

104 Main Street

Kennebunk, ME 04043

Locations in Berwick, Biddeford, Eliot, Kennebunk, Kittery, North Berwick, Ogunquit, Sanford, Wells, Springvale, York, Dover, NH and Portsmouth, NH

**Machias Savings Bank**

4 Center Street

Machias, ME 04654

Locations in Baileyville, Bangor, Bar Harbor, Brewer, Calais, Columbia Falls, Danforth, Ellsworth, Houlton, Lincoln, Princeton and Rockland

**Maine Education Credit Union**

15 University Drive

Augusta, ME 04330

Locations in Augusta

**Maine Merchant Bank**

977 Congress St

Portland, ME 04101

**Maine State Credit Union**

200 Capitol Street

Augusta, ME 04330

Locations in Augusta and Waterville

**Mechanic' Savings Bank**

100 Minot Avenue

Auburn, ME 04210

Locations in Windham and Lewiston

**Northeast Bank**

500 Canal Street

Lewiston, ME 04240

Locations in Auburn, Augusta, Bethel, Brunswick, Buckfield, Harrison, Lewiston, Poland, Portland and South Paris

**Norway Savings Bank**

261 Main Street

Norway, ME 04268

Locations in Bethel, Bridgton, Brunswick, Falmouth, Freeport, Fryeburg, Gorham, Naples, Portland, Topsham, Saco, Scarborough, South Paris, South Portland, Standish, Windham and Yarmouth

**Pentegra Trust Company**

108 Corporate Park Drive

White Plains, NY 10604

**Bank & Credit Union Locations****PeoplesChoice Credit Union**

23 Industrial Park Road  
Saco, ME 04072

Locations in Biddeford, Sanford and Wells

**Ram Trust Company**

45 Exchange St  
Portland, ME 04101

**Sabattus Regional Credit Union**

2 Middle Road  
Sabattus, ME 04280

**Saco and Biddeford Savings Institutions**

252 Main Street  
Saco, ME 04280

Locations in Biddeford, Old Orchard Beach, Scarborough, South Portland and Westbrook

**Saco Valley Credit Union**

312 Main Street  
Saco, ME 04072

Locations in Saco and Waterboro

**Sanford Institution for Savings**

900 Main Street  
Sanford, ME 04093

Locations in Buxton, East Waterboro, Limerick, South Sanford, Springvale, Wells, York and Portsmouth, NH

**Skowhegan Savings Bank**

13 Elm Street  
Skowhegan, ME 04976

Locations in Belgrade, Bingham, Dexter, Fairfield, Jackman, Madison, Norridgewock, Pittsfield and Skowhegan

**Spinnaker Trust**

123 Free Street, Suite 300  
Portland, ME 04112-7160

**TD Ameritrade**

6940 Columbia Gateway Dr  
Columbia, MD 21046

**University Credit Union**

139 Rangeley Road  
Orono, ME 04473

Locations in Bangor, Farmington, Orono, Portland and Presque Isle