

(A Component Unit of the Commonwealth of Virginia)

Management's Financial Statements and Supplementary Information

for the Fiscal Years ending June 30, 2019 and 2020  $\,$ 

(Unaudited)

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### **Management's Financial Statements**

### For the Fiscal Years ending June 30, 2019 and 2020

### (Unaudited)

### Management's Responsibility for the Financial Statements

The financial statements, management discussion and notes which follow herein have not been prepared or audited by a certified public accountant. The management of the Virginia Small Business Financing Authority ("VSBFA" or the "Authority") is responsible for the preparation and presentation of these financial statements, management discussion and notes which follow and for the implementation and maintenance of internal controls relating to the preparation and fair presentation of financial statements which are free from material misstatement, whether due to fraud or error.

In management's opinion, the financial statements, management discussion and notes presented herein present fairly, in all material respects, the financial position of the Virginia Small Business Financing Authority as of June 30, 2019 and June 30, 2020, and the changes in net position from the 2019 fiscal year-end to the 2020 fiscal year-end.

#### Non-GASB Compliant Financial Statements

These statements have been prepared with generally accepted accounting principles in mind; however, these statements do not meet all U.S. Governmental Accounting Standards Board (GASB) requirements and therefore cannot be considered to be fully compliant with GASB.

#### GASB 70 and Significant Reporting Methodology

- The Authority's SSBCI Cash Collateral Program and the State Cash Collateral Program (collectively referred to here as "CCP") utilize reserve accounts owned by the Authority and established at participating banks. VSBFA commits these reserve account funds for the support of specific loans for a specified period of time and up to a specified maximum amount. In the event of a loss on a defaulted CCP enrolled loan, the participating bank may after liquidation of its primary collateral and completion of its collection efforts file a claim with the Authority to request that the related CCP deposit be utilized to offset the bank's deficiency loss (or a portion thereof.)
- Funds held in *CCP* Reserve Accounts are recognized as Restricted Assets and in accordance with GASB 70, the Authority does not record a liability and related expense against these *CCP* Reserve Accounts (Restricted Assets) unless there is a greater than 50% chance that the Authority will be required to make a future payment related to support provided under the *Cash Collateral Program*. In accordance with GASB 70 and in anticipation of potential claims on two loans supported through the *SSBCI Cash Collateral Program*, the Authority has, as of June 30, 2020, recorded a Restricted Liability of \$363,254 against the SSBCI Cash Collateral Program reserve accounts, which are reflected as Restricted Assets on the Authority's balance sheet.
- The Virginia Department of Accounts and the Virginia Auditor of Public Accounts have determined that the *CCP* reserves provided under the *Cash Collateral Program* constitute a non-exchange financial guarantee under the Governmental Accounting Standards Board (GASB) Statement No. 70. As defined by GASB 70, a non-exchange financial guaranty is typically provided by a government for the obligations of a private entity, not-for-profit organization or an individual, and the government providing the guarantee or support has not directly received equal or approximately equal value in exchange for that guarantee or support.

### Management's Discussion and Analysis For the Fiscal Years ending June 30, 2019 and 2020

This section of the Virginia Small Business Financing Authority's (the "Authority") annual financial report presents management's discussion and analysis of the Authority's financial performance during the fiscal years that ended June 30, 2019 and June 30, 2020. Please read the information below in conjunction with the Authority's financial statements, which follow this section. The annual financial report consists of three parts, management's discussion and analysis, the basic financial statements and the notes to the financial statements.

#### FINANCIAL HIGHLIGHTS

The following information represents a comparative analysis of key financial aspects of the Authority's operations between the fiscal years ended June 30, 2019 and June 30, 2020.

- Usage of the Authority's programs was significantly impacted by the COVID-19 pandemic in Fiscal 2020. Community financial institutions and economic development authorities from which we originate *Cash Collateral, Loan Guaranty* and *Economic Development Loan Fund* referrals were preoccupied with the challenges that they and their clients were facing from COVID-19. Following the COVID-19 outbreak, the majority of direct loan requests under the *Microloan* and *Childcare Financing* programs were related to emergency loan assistance due to COVID-19, a purpose for which these programs were not designed. As a result, VSBFA's staff spent considerable time consulting with Virginia small businesses about their potential financing options and directed many requests relating to COVID-19 emergency assistance to the U.S. Small Business Administration's *Payroll Protection Program* and the *Emergency Injury Disaster Loan Programs*.
- To assist our existing direct loan borrowers, we offered deferments of principal and interest for six months and extended loan maturities for six months for all direct borrowers in our *Microloan, Childcare* and *Economic Development Loan Financing Programs*. We also consented to modifications in the terms our bank partners were offering their small business customers on loans for which we provide credit enhancements through our *Cash Collateral* or *Loan Guaranty Programs*. New borrowers in our *Childcare Financing* program were offered loans with zero percent interest and rates on our existing loans to childcare centers and family home providers were reduced to zero percent for the remainder of the loan term.
- Fiscal 2020 operating revenues for the Authority fell slightly, by 5%, from \$1,732,445 in Fiscal 2019 to \$1,647,158 in Fiscal 2020. The Authority's operating revenues are derived from interest income on direct loans, application and program fees, and from annual bond fees collected on outstanding bond issuances. Fees collected on the Authority's bond issuances fluctuate from year to year based on the activity within the Authority's various bond programs, conditions within the U.S. capital markets and Internal Revenue Service (IRS) regulations. Under a March 2012 Memorandum of Understanding, VSBFA shares 40% of its bond fee revenue from non-profit bond issuances with those localities where the non-profit bond project is located.
- Operating expenses for the Authority increased from \$1,129,674 in Fiscal 2019 to \$1,598,248 in Fiscal 2020. Fiscal 2020 operating expenses included \$644,219 in payroll and related expenses and rent expense of \$37,380 paid to the Virginia Department of Small Business and Supplier Diversity ("SBSD.") At this time, the Authority does not have a formal written agreement governing rent with SBSD. Annual rent paid is based upon the number of VSBFA employees in the Richmond office.
- Expenses relating to direct loan charge-offs improved during the year, falling 55% from \$34,548 in Fiscal 2019 in \$15,575 in Fiscal 2020. During Fiscal 2019 and Fiscal 2020, direct loan charge-offs were exclusively related to the *SWaM Microloan Program*. Inception-to-date losses in the *SWaM Microloan Program* continue to be approximately 3% an excellent track record for a direct loan program of its kind.
- Operating expenses for Fiscal 2020 include a \$363,254 expense for anticipated future claims under the *SSBCI Cash Collateral Program*. This amount reflects the aggregate *SSBCI Cash Collateral Program* support amount as of June 30, 2020 for two loans supported through the program where the Authority anticipates that there is a likelihood of greater than 50% that a future claim will be filed by the originating lender and paid by the Authority. This amount

has also been recorded as Restricted Liability against the SSBCI Cash Collateral Program Reserve Account balances, which are shown as Restricted Assets on the Authority's balance sheet.

- Non-operating revenues for the Authority are derived from interest income on cash balances. During Fiscal 2020, non-operating interest income fell from \$759,239 in Fiscal 2019 to \$546,083 in Fiscal 2020. This reduction was due to lower cash balances in the federal funded *Economic Development Loan Fund* program which resulted from an increase in cash disbursements related to those direct loans.
- Reserve Accounts for the SSBCI Cash Collateral Program, State Cash Collateral Program, SSBCI Capital Access Program, Virginia Capital Access Program and Tobacco Capital Access Program are classified as Restricted Assets on the Authority's balance sheet. Total Restricted Assets as of June 30, 2020 were \$7,815,189 compared with \$10,719,172 as of June 30, 2019.
- Turnover and vacancies in the Authority's lending staff were a contributing factor to a decline in the overall usage in the SSBCI Cash Collateral Program during Fiscal 2020. Usage of the Authority's CCP program was also impacted in the fourth quarter of the fiscal year by the general economic uncertainties related to COVID-19 which resulted in a reluctance of commercial banks. During the fourth quarter, the majority of the Authority's partner banks refocused their lending efforts to the U.S. Small Business Administration's (SBA) Paycheck Protection Program (PPP), which was created in late March 2020 by the U.S. Coronavirus Aid, Relief, and Economic Security Act (CARES). The program provided a 100% SBA guaranty on bank loans to qualified small businesses which experienced economic hardship as a result of the COVID-19 pandemic. Assuming that the small business met SBA employee retention criteria, a portion of the SBA-guaranteed loan was eligible to be forgiven.
- Distributions of support under the Authority's SSBCI Cash Collateral Program (SSBCI CCP) continued to decline for the fourth consecutive year. New SSBCI CCP distributions of support were \$250,000 in Fiscal 2020. Total Reserve Accounts, which are considered Restricted Assets and which are held in conjunction with the SSBCI Cash Collateral Program, aggregated \$6,349,975 as of June 30, 2020 compared with \$9,153,797 as of June 30, 2019, and \$11,623,830 as of June 30, 2018. This represented a net decrease of \$2,803,822, or 31%, from Fiscal 2019 to Fiscal 2020 and 45% reduction from Fiscal 2018 to Fiscal 2020. From year to year, the aggregate amount of SSBCI CCP Reserve Accounts are impacted by "clawbacks," or withdrawals from the reserve accounts which are made at least annually to adjust VSBFA's cash collateral support to the reduced principal balance of the SSBCI CCP supported loans.
- There were no *SSBCI Cash Collateral Program* claims paid in Fiscal 2020; however, as noted previously, the Authority did record an expense of \$363,254 for two *SSBCI CCP* supported loans where VSBFA anticipates future claims are likely to be paid.
- Reserve accounts associated with the Authority's *State Cash Collateral Program (State CCP)* were \$764,330 as of June 30, 2020 and were essentially unchanged from the previous fiscal year end. Program support for one of the two remaining *State CCP* loans has subsequently expired and been returned to the Authority's operating account. Support for the remaining *State CCP* loan will continue until late Fiscal 2021 when that support will be withdrawn from the remaining *State CCP* Reserve account. At that time, the Authority will permanently close the *State Cash Collateral Program*.
- Reserve Accounts for the *SSBCI Capital Access Program* declined 15% from \$363,649 as of June 30, 2019 to \$307,551 as of June 30, 2020, as a result of two claims paid from the reserve accounts (see also below) and an overall decline in the usage of the program. During Fiscal 2020, the Authority distributed \$1,725 in matching reserve account contributions to participating *SSBCI Capital Access Program* banks to provide credit support for new enrolled loans. This compared with distributions of \$4,005 during Fiscal 2019.
- During Fiscal 2020, the SSBCI Capital Access Program paid two SSBCI CAP claims of \$59,395 compared with one SSBCI CAP claim paid during Fiscal 2019 for \$48,807. SSBCI CAP claim payments are paid from amounts held in SSBCI CAP Reserve Accounts. Because the Authority's contributions to these SSBCI CAP Reserve Accounts have been previously expensed during the year the participating lender enrolled the loan, no additional expense for these claims is recorded.
- Although the Authority's Tobacco Capital Access Program ("TCAP") and the Virginia Capital Access Program ("VCAP") were both discontinued in 2016 and are no longer accepting new loan enrollments, both programs continue to support outstanding loans previously enrolled by banks formerly participating in the programs. Total TCAP Reserve Accounts aggregated \$258,986 as of June 30, 2020 and total VCAP Reserve Accounts aggregated \$134,347 at the same date. Based on the existing maturities of loans enrolled under these discontinued programs, the Authority estimates

its *VCAP* and *TCAP* Reserve Account obligations may extend for as much as an additional seven years, unless the existing reserves under these programs are exhausted prior to that time through the payment of claims.

- Outstanding direct loans for the Authority, before Allowance for Doubtful Accounts, increased 75% from \$7,211,122 as of June 30, 2019, to \$12,650,312 as of June 30, 2020. The increase was primarily attributable to disbursements under loan commitments extended during Fiscal 2019 under the Authority's federally funded *Economic Development Loan Fund Program*. Outstanding direct loan commitments of \$2,611,564 across all VSBFA direct loan programs as of June 30, 2020 fell by 57% compared with outstanding direct loan commitments of \$6,057,632 as of June 30, 2019.
- During Fiscal 2020, the Authority collected the final amount due under the last outstanding loan originated in the *Environmental Compliance Assistance Fund (ECAF) Program.* The remaining cash of \$44,287 in the program, related to collections of principal and interest on the final loan was transferred back to the Virginia Department of Environmental Quality (DEQ) in May 2020. As of June 30, 2020, there was \$46 in interest paid on cash after the close of the fourth quarter which remained to be transferred back to DEQ.
- In July 2019, the Authority's Executive Director left the Authority after a one-year tenure. The position was vacant until October 2019 when the Authority's current Executive Director assumed the position.

### Management's Discussion and Analysis For the Fiscal Years ending June 30, 2019 and 2018

This section of the Virginia Small Business Financing Authority's (the "Authority") annual financial report presents management's discussion and analysis of the Authority's financial performance during the fiscal years that ended June 30, 2018 and June 30, 2019. Please read the information below in conjunction with the Authority's financial statements, which follow this section. The annual financial report consists of three parts, management's discussion and analysis, the basic financial statements and the notes to the financial statements.

#### FINANCIAL HIGHLIGHTS

The following information represents a comparative analysis of key financial aspects of the Authority's operations between the fiscal years ended June 30, 2018 and June 30, 2019.

- Usage of the Authority's programs in Fiscal 2019 was impacted by a continuing vacancy in one of the Authority's three lending positions, by the consolidations occurring within the Virginia banking community and by the general strength of the Virginia economy. Demand for the Authority's various bank participation programs is countercyclical and is generally less robust when the economy is strong.
- Operating revenues for the Authority increased 34% from \$1,291,838 in Fiscal 2018 to \$1,732,445 in Fiscal 2019. The Authority's operating revenues are derived from interest income on direct loans, program and application fees, and bond fees collected on outstanding bond issuances. Revenues related to the Authority's bond issuances fluctuate from year to year based on the activity within the Authority's various bond programs and based on conditions within the U.S. capital markets and Internal Revenue Service (IRS) bond regulations. Under a March 2012 Memorandum of Understanding, VSBFA shares 40% of its bond fee revenue from non-profit bond issuances with those localities where the non-profit bond project is located.
- Total operating expenses decreased slightly, by 5%, from \$1,197,773 in Fiscal 2018 to \$1,129,674 in Fiscal 2019. Fiscal 2019 operating expenses included rent of \$34,272 paid to the Virginia Department of Small Business and Supplier Diversity ("SBSD.") This compares to \$27,788 of rent paid to SBSD in Fiscal 2018. At this time, the Authority does not have a formal written agreement governing rent with SBSD; however, the amount of annual rent paid is based upon the number of Authority employees in the Richmond office.
- Expenses relating to direct loan charge-offs improved during the year, falling from \$114,228 in Fiscal 2018 to \$34,548 in Fiscal 2019. Net direct loan charge-offs were further reduced in Fiscal 2019 by \$40,079 in direct loan recoveries. During Fiscal 2019, direct loan charge-offs were exclusively related to the *SWaM Microloan Program*. Inception-to-date losses in the *SWaM Microloan Program* are approximately 3% an excellent track record for a program of its kind.

- The Authority's non-operating revenues from interest income increased from \$385,618 in Fiscal 2018 to \$759,239 in Fiscal 2019. This increase was due in part to the Authority's efforts to maintain lower cash balances in its operating accounts while maximizing amounts maintained in its investment accounts. Increased interest income during Fiscal 2019 was also the result of the elimination of the Authority's requirement to sequester excess federal funds associated with its *Economic Development Loan Fund Program*.
- Reserve Accounts for the SSBCI Cash Collateral Program, State Cash Collateral Program, SSBCI Capital Access Program, Virginia Capital Access Program and Tobacco Capital Access Program are classified as Restricted Assets on the Authority's balance sheet. Total Restricted Assets as of June 30, 2019 were \$10,719,172 compared with \$13,588,530 as of June 30, 2018.
- During Fiscal 2019, new distributions of support under the Authority's SSBCI Cash Collateral Program (SSBCI CCP) declined for the third consecutive year and were 50% less than distributions in Fiscal 2018. Total Reserve Accounts held in conjunction with the SSBCI Cash Collateral Program aggregated \$9,153,797 as of June 30, 2019, compared with SSBCI CCP Reserves of \$11,623,830 as of June 30, 2018. This represented a net decrease of \$2,470,033, or 21%, from Fiscal 2018 to Fiscal 2019. This net reduction in the SSBCI Cash Collateral Program Reserve Accounts was primarily due to "clawbacks," or withdrawals, from the reserve accounts which are made at least annually to adjust the cash collateral support to the principal balance of the SSBCI CCP supported loans. During Fiscal 2019, the Authority paid one SSBCI Cash Collateral Program claim of \$81,147 to a participating lender in the program.
- Bank participation in the SSBCI *Cash Collateral Program* continued to decline during Fiscal 2019, in part due to the continuing consolidation within Virginia community and regional banks. As of June 30, 2019, there were 18 banks with active enrollments in the *Cash Collateral Program*, compared with 29 banks as of the 2018 fiscal year-end.
- Reserve accounts associated with the Authority's *State Cash Collateral Program (State CCP)* declined in Fiscal 2019 from \$969,900 as of June 30, 2018 to \$763,976 as June 30, 2019. The Authority does not intend to pursue future enrollments for this program and consequently, the reduction in these *State CCP* reserve accounts will continue as the remaining enrolled loans are repaid in full or reach the maximum support term.
- Outstanding direct loans for the Authority declined slightly from \$7,740,850 as of June 30, 2018 to \$7,211,122 as of June 30, 2019, a decrease of 6%. Outstanding direct loan commitments as of June 30, 2019 were \$6,057,632 compared with outstanding direct loan commitments of \$6,305,000 as of June 30, 2018.
- Reserve Accounts for the SSBCI Capital Access Program declined from \$389,841 as of June 30, 2018 to \$363,649 as of June 30, 2019. During Fiscal 2019, the Authority distributed \$4,005 in matching reserve account contributions to participating SSBCI Capital Access Program banks to provide credit support for new enrolled loans. This compared with distributions of \$10,514 during Fiscal 2018. During Fiscal 2019, the SSBCI Capital Access Program paid one SSBCI CAP claim of \$48,807, compared with three SSBCI CAP claims totaling \$180,630 paid in Fiscal 2018. SSBCI CAP claim payments are paid from existing SSBCI CAP Reserve Accounts (where the Authority's contributions have previously been expensed) and consequently, no additional expense for these claims is shown on the Fiscal 2018 or Fiscal 2019 financial statements.
- Although the *Tobacco Capital Access Program* ("TCAP") and the *Virginia Capital Access Program* ("VCAP") were discontinued in 2016 and are no longer accepting new loan enrollments, both programs continues to support outstanding loans previously enrolled by participating banks. Based on the existing maturities of loans enrolled under these two discontinued programs, the Authority estimates its *VCAP* and *TCAP* Reserve Account obligations may extend for as much as an additional eight years, unless the existing reserves under these programs are exhausted prior to that time through the payment of claims.
- In July 2019, the Authority's Executive Director left the Authority after a one-year tenure.

#### For the Fiscal Years Ending June 30, 2018 through June 30, 2020

#### FINANCIAL ANALYSIS OF THE AUTHORITY

The following table summarizes select financial information regarding the Authority's operations as of the dates and for the periods indicated:

				% change	% change
	6/30/2020	6/30/2019	6/30/2018	2019 vs	2018 vs
	0,00,2020	0,00,201	0,00,2010	2020	2019
Cash (Restricted and Unrestricted)	\$19,693,939	\$20,929,874	\$21,098,809	(6%)	(1%)
Investments (Restricted and Unrestricted)	\$17,774,789	\$18,354,008	\$13,477,729	(3%)	36%
Loans receivable (net of Doubtful Accounts)	\$12,391,017	\$7,059,229	\$7,576,223	76%	(7%)
Restricted Assets (SSCBI and State CCP Reserve Accts, SSBCI CAP, VCAP and TCAP Reserve accounts)	\$7,815,189	\$10,719,172	\$13,588,530	(27%)	(21%)
Other assets	\$60,035	\$12,372	\$19,028	385%	(35%)
Total assets	\$57,734,969	\$57,074,655	\$55,760,319	1%	2%
Obligations under Securities Lending Program	\$895,244	\$1,236,439	\$1,045,769	(28%)	19%
Restricted Liabilities (Support Obligations under CAP & Other)	\$1,064,138	\$801,399	\$994,800	33%	(19%)
Other Liabilities	\$88,121	\$95,352	\$105,041	33%	(9%)
Total liabilities	\$2,047,503	\$2,133,190	\$2,144,205	(8%)	(.5%)
Net Assets	\$55,687,466	\$54,941,465	\$53,616,114	1%	2%

Net Assets	2020	2019	2018	% Change from 2019 to 2020	% Change from 2018 to 2019
Restricted Unrestricted	\$45,279,333 <u>\$10,408,133</u>	\$45,180,822 \$9,760,643	\$45,138,013 \$8,478,101	(.2%) <u>9%</u>	0.1% <u>15%</u>
Total Net Assets	\$55,687,466	\$54,941,465	\$53,616,114	1%	2%

<u>Description of Net Assets</u> – The Authority's Net Assets are reported on the Statement of Net Assets. The Authority has Restricted Assets and Unrestricted Assets as described below:

1. Restricted These net assets represent funds that have been received by the Authority for specific financing programs from various funding sources, including: the federal government, the state government for use in conjunction with certain federal grants, funds which are administered by the Authority on behalf of other state agencies, funds which are restricted by federal grants or by state legislation, and funds that are restricted due to commitments, deficiency guaranties and loan portfolio insurance agreements that represent legal obligations of the Authority to the respective participating banks.

Federally restricted net assets managed by the Authority are the *Child Care Financing Program*, the *State Small Business Credit Initiative* - U.S. Treasury, and the Federal *Economic Development Loan Fund*, U.S. Economic Development Administration. As of June 30, 2020, the Net Assets under these federally funded programs were \$3,894,154, \$14,268,753 and \$20,386,665, respectively, totaling \$38,549,572.

State net assets are "restricted" funds administered by the Authority on behalf of other state agencies, or are state funds restricted as the result of deficiency guaranties, guaranty commitments, loan commitments, outstanding checks issued by the Authority and accrued payroll. State restricted net assets at June 30, 2020 totaled \$6,729,761,which included \$6,641,594 in outstanding *Loan Guaranty Program* guaranties, \$1,278 in outstanding checks, and \$86,843 in accrued payroll and other accounts payable, and \$46 to be transferred to the Virginia Department of Environmental Quality.

2. <u>Unrestricted</u> - As of June 30, 2020, unrestricted net assets totaled \$10,408,133, which include VSBFA Operating (\$6,103,111), State *Economic Development Loan Fund* program & State *Cash Collateral Program* (\$3,012,617) and the *SWaM Microloan* Program (\$1,292,405).

Statements of Revenues, Expenses and Changes in Net Assets

### For the Fiscal Years Ending June 30, 2019 and June 30, 2020

		2020	2019	% change 2019 to 2020
Operating r	evenues:			F.C0/
	Interest on loans receivable	\$396,330	\$254,059	56%
	Charges for sales and service	\$1,250,828	\$1,435,197	(13%)
	Other (including recoveries)	\$2,436	\$43,189	(94%)
	Total operating revenues	\$1,649,594	\$1,732,445	(5%)
Operating e	xpenses:			
	Personal services	\$644,219	\$533,109	21%
	Contractual Services, including rent and supplies	\$192,713	\$290,994	(34%)
	Distributions (Capital Access Program fee matching distributions)	\$1,725	\$4,005	(57%)
	Other (including charge-offs, bond fee sharing, additional CCP reserve and miscellaneous)	\$500,296	\$134,328	272%
	Allowance for Doubtful Accounts	<u>\$259,295</u>	<u>\$167,238</u>	<u>55%</u>
	Total Operating Expenses	\$1,598,248	\$1,129,674	41%
Net Operati	ng Income	\$51,346	\$602,771	(91%)
Non-operat	ing revenues:			
	Interest income	\$546,083	\$759,214	(28%)
	Other non-operating revenues (expenses)	(\$1,048)	( <u>\$30,692)</u>	(96%)
Net Income	before transfers	\$596,381	\$1,331,293	(55%)
Transfers	Net Operating transfers (including intrafund transfers)	\$18,764	\$226,285	(92%)
	Transfers Out to VA Dept. of Environmental Quality	(\$44,287)	-	100%
	Transfers Out to VA Tobacco Commission	-	<u>(\$277,724</u>	<u>277%</u>
	Total Net Transfers	(\$25,523)	(\$51,439)	(50%)
Change in 1	net assets	\$570,858	\$1,279,879	\$709,021

# VIRGINIA SMALL BUSINESS FINANCING AUTHORITY Notes to Financial Statements June 30, 2019 and 2020

#### (1) Organization and Summary of Significant Accounting Policies

#### (a) Organization

The Virginia Small Business Financing Authority was created by the Virginia General Assembly in 1984 as a public body corporate and a political subdivision of the Commonwealth of Virginia. The Authority is governed by an eleven-member board, appointed by the Governor of the Commonwealth of Virginia on rolling terms. The Authority's major activities are to provide financial assistance to businesses in the Commonwealth through bond issuances, direct loans, loan guaranties, portfolio loan loss reserves, and other assistance.

For financial reporting purposes, the Authority is a component unit of the Commonwealth of Virginia. The accounts of the Authority and other Authority-administered state and federal funds, are combined to form the Component Unit - Proprietary Funds of the Commonwealth of Virginia. The financial statements of the Authority include the activities of the SSBCI Cash Collateral Program and the SSBCI Capital Access Program (federally funded through the U.S. Treasury), the Child Care Financing Program direct loan program, the U.S. Department of Commerce - Economic Development Administration funded Economic Development Loan Fund direct loan program, a VSBFA funded Economic Development Loan Program direct loan program, a VSBFA funded Cash Collateral Program, the Small Business Environmental Compliance Assistance Fund direct loan program, the Small Business Micro Loan Program direct loan program, the Small Business Growth Fund (also known as the Virginia Capital Access Program), the Southside Tobacco Region Capital Access Program, the Industrial Development Bond Program, and the Loan Guaranty Program, which are described in more detail below.

#### (b) Basis of Accounting

The Authority utilizes the accrual basis of accounting in preparing its financial statements where revenues are recognized when earned and expenses when incurred. The accounts are organized on the basis of funds, which are set up in accordance with the authorizing act, the various grants, and agreements between the Authority and the other state agencies.

#### (c) Conduit Debt Obligations

From time to time, the Authority has issued Industrial Revenue Bonds to provide financial assistance to private sector entities for the acquisition and construction of industrial and commercial facilities deemed to be in the public interest. The bonds are secured by the property financed and are payable solely from payments received on the underlying mortgage loans. Upon repayment of the bonds, ownership of the acquired facilities transfers to the private sector entity served by the bond issuance. Neither the Authority, the State, nor any political subdivision thereof is obligated in any manner for repayment of the bonds. Accordingly, the Authority's outstanding bonds are not reported as liabilities in the accompanying financial statements.

#### (d) Loans Receivable

Loans receivable are stated at their unpaid principal balance, less an allowance for loan losses. The interest method is computed on a loan-by-loan basis, but is typically on the basis of actual days/365.

#### (e) Allowance for Loan Losses

There will be a discussion of loan losses, if any, under each direct loan program discussion. If actual charges-offs exceed this amount, the Authority will increase the allowance. For direct loan programs, receivables are typically charged-off when a 120-day delinquency is reached and when there has been a determination that repayment is deemed highly unlikely. For non-bankruptcy cases, the Authority's collections are sent to the OAG for collection and debts are reported as required under the Debt Set-Off Program.

Based upon the nominal losses incurred from the Loan Guaranty Program over the Authority's thirtythree year history, the Authority has determined that a loss reserve of 2% of our notes receivable is appropriate given that our loan portfolios have continued to perform better than one might expect for a government lending program. If a loan guaranteed by the program is deemed at risk, the Authority will deduct the full amount of the principal balance from the guaranty capacity calculation in order to account for any potential loss from that specific transaction.

Funds distributed to banks through the Authority's Cash Collateral and Capital Access programs (currently the SSBCI CAP, and formerly the VCAP, and TCAP programs) fund loan loss Reserve accounts owned by the Authority at the participating program banks. By virtue of the nature of these programs, the Authority's liability is limited to funds distributed and maintained in these Reserve accounts; consequently, no additional allowance for loan losses is required for these programs.

#### (f) Compensation

Compensation for all employees of the Authority is based upon the Commonwealth's compensation plan for state employees. The Executive Director is an employee of the Commonwealth and is non-restricted. The remaining staff members are employees of the Authority and are "restricted" in that their employment and compensation are tied to the various funds administered by the Authority. A portion of total compensation expense is charged to the Authority's programs from time to time, to the extent that funding for the program allows for payment of administrative costs.

#### (g) Retirement Plans

Employees of the Authority participate in a defined benefit pension plan administered by the Virginia Retirement System (VRS). The VRS also administers life insurance and health related plans for employees. Information relating to these plans is available at the statewide level only in the Commonwealth of Virginia's Comprehensive Annual Financial Report (CAFR). The Commonwealth, not the Authority, has overall responsibility for contributions to these plans.

#### (h) Compensated Absences

Authority employees are granted vacation and sick pay in varying amounts as services are provided. Employees may accumulate, subject to certain limitations, unused vacation and sick pay earned and, upon retirement, termination or death, may be compensated for certain amounts at their then current rates of pay. The amount of vacation and sick pay recognized as expense is the amount earned each year.

#### **(2) Description of Account and Fund Groups**

#### (a) Bond Programs

The Authority is a conduit issuer of tax-exempt and taxable Industrial Development Revenue Bonds to provide creditworthy businesses with access to long-term, fixed asset financing for new and expanding manufacturing facilities and exempt projects, such as solid waste disposal facilities. During fiscal 2003, the Authority was given the legislative authority to issue bonds for qualified 501c3s for projects such as hospital expansions and college and university foundations.

The repayment of the Authority issued bonds is the responsibility of the respective for-profit or 501 (c)(3) not-for-profit entity and the financing of such bonds is provided by the private sector and not provided by the Authority or the Commonwealth. Neither the Authority nor the Commonwealth guarantee payment and, as described in Section 9-221 of the Code of Virginia, no bonds issued by the Authority constitute a debt, liability, or general obligation of the Commonwealth.

The Authority charges an annual administrative fee based upon the outstanding principal amount of the bonds it has issued, payable on each anniversary date of the closing of the bond issue. Such fees may vary upon the amount and type of issuance, but typically the issuance fee for a for-profit entity is oneeighth of one percent annually on the then outstanding principal balance of the loan supporting the bond. For bonds issued on behalf of 501c3 non-profit organizations the annual fee is one-tenth of one percent annually on the then outstanding principal balance of the loan supporting the bond, with a cap of \$250,000.

Per a Memorandum of Understanding with certain localities of the Commonwealth, the Authority shares 40% of its bond fee revenue generated from 501(c)(3)'s with all localities in Virginia. The Authority collects the full amount of the fee due from the 501 (c)(3) and then calculates the appropriate amount due to the localities on a pro-rata basis based on the amount of the issuance per locality. The Authority then pays the amount due to the locality per the agreement. The remaining monies collected are retained in the Authority's operating account and used to support small business loan programs for the Authority and administrative costs, including staff salaries.

In 2009, the Authority's legislation was amended to expand the definition of "Business Enterprise to include any "entity acquiring, constructing, improving, maintaining, or operating a qualified transportation facility under the Public-Private Transportation Act of 1995 (§ 56-556 et seq)." In the 2013-2014 budget and again in the 2015-2016 budget there was language that references an agreed upon fee structure for a road project financed by a bond that was approved by the VSBFA this year. It states: "For the I-95 HOV/HOT Lanes project as evidenced by the Comprehensive Agreement approved pursuant to the Public-Private Transportation Act of 1995, the maximum fee and/or premium charged by the Virginia Small Business Financing Authority pursuant to §§ 2.2-2291 and 2.2-2285, Code of Virginia, for acting as the conduit issuer for any bond financing is not to exceed \$25,000 per annum." The Authority expects this budget language to continue for future budgets.

During the 2019 Virginia General Assembly session, the Authority's legislation was amended to allow the Authority to issue bonds for the purpose of modernizing public school buildings or facilities.

See attached Trial Balance Bond Report for a listing of outstanding bonds issued by the Authority.

#### (b) VSBFA Operating Fund/Loan Guaranty Program/Microloan Program/State EDLF and State Cash Collateral Program

Net Assets totaling \$17,137,848 are divided into three separate loan funds, in addition to the operating funds of the VSBFA.

The *Loan Guaranty Program* provides guaranties up to the lesser of \$750,000 or 75% of lines of credit (for a maximum duration of 5 years) and term loans (for a maximum duration of 7 years.) The *Loan Guaranty Program* was originally funded by \$900,000 of the initial \$1,000,000 appropriation received by the Authority in 1984. In 2002 and again in 2004, \$500,000 and \$600,000 respectively were transferred from the *State Economic Development Loan Fund* to provide for continued funding of the program. In Fiscal 2007, Fiscal 2011 and Fiscal 2012 the Virginia General Assembly provided additional funding of \$1,250,000, \$1,000,000 and \$5,000,000 respectively. There were no claim payments under the *Loan Guaranty Program* during Fiscal 2019 or Fiscal 2020. Program funds for the Authority's *Loan Guaranty Program* are considered part of the Authority's primary Operating Account.

The *SWaM Microloan Program* had net outstanding loans of \$610,013 as of June 30, 2020 and no outstanding loan commitments. Allowance for Doubtful Accounts for the *Microloan Program* at the 2020 Fiscal year-end were \$18,866. The program had charge-offs of \$15,515 during the 2020 Fiscal year, and \$34,548 of charge-offs during Fiscal 2019, bringing the total loans charged off since the program's inception to \$134,664, which is 3.4% of all loans originated under the program. In light of the additional charged off loans in Fiscal 2019 and Fiscal 2020, the Allowance for Doubtful Accounts for this direct loan program has been adjusted to 3%.

The *State Economic Development Fund* had \$2,066,397 of net outstanding loans and no outstanding commitments at the 2020 Fiscal year-end. Allowance for Doubtful Accounts for the program at the 2020 Fiscal year-end were \$42,171. There were no charge-offs in this program during the 2020 Fiscal year.

The **State Cash Collateral Program** ("State CCP") is a collateral support program, supporting eligible loans at participating banks that have a deficiency in collateral. At the 2020 Fiscal year-end, the Authority had **State Cash Collateral Program** Reserve account balances of \$764,330 which supported two remaining loans under this now inactive program. These cash collateral deposits are **Restricted** Assets on deposit at participating lenders in accounts owned by the VSBFA and are considered public funds.

As of June 30, 2020, the Authority's Operating Fund had \$1,278 in outstanding checks and \$79,630 in accrued payroll and benefits and \$7,213 in other accounts payable.

#### (c) State Small Business Credit Initiative

On August 15, 2011, the Authority entered into an agreement with the U.S. Treasury to accept Virginia's allocation of the money available under the State Small Business Credit Initiative ("SSBCI"). The Authority received \$18,034,394 in four funding tranches, the last of which was received in December 2016. Under the SSBCI program, the Authority currently offers the SSBCI Cash Collateral Program (CCP) and the SSBCI Capital Access Program (SSBCI CAP). SSBCI Cash Collateral Program Reserve Accounts aggregated \$6,349,975 as of June 30, 2020 while SSBCI Capital Access Program Reserve Accounts totaled \$307,551 as of that date. During Fiscal 2019 paid SSBCI CAP claims of \$48,807 and in Fiscal 2020 paid SSBCI CAP claims of \$59,395. Given that claim payments are made from existing SSBCI CAP Reserve Accounts (where the Authority's contributions had previously been expensed) no additional expense for these claims is shown on the Fiscal 2019 or 2020 financial statements. There were no claims paid in the SSBCI CCP program in either Fiscal 2019 or Fiscal 2020.

#### (d) Child Care Financing Program

The *Child Care Financing Program* is funded by a federal Child Care and Development Block Grant received by the Virginia Department of Social Services ("VDSS"). The Authority administers the *Child Care Financing Program* in accordance with a Memorandum of Agreement with VDSS. The *Child Care Financing Program* offers regulated childcare providers low-interest direct loans to fund quality enhancement projects or projects to meet or maintain state or local childcare requirements, including health, safety and fire codes. The net assets of this fund are Restricted due to the restraints imposed by the federal grant (GASBS #34) and the MOA mentioned above. At June 30, 2020, there were net loans receivable of \$236,609 and the Authority had no outstanding loan commitments. Allowance for Doubtful Accounts as of the 2020 Fiscal year-end was \$4,829 and there were no charge-offs during the 2020 Fiscal year.

#### (e) Federal Economic Development Loan Fund

The federal *Economic Development Loan Fund* provides direct loans in typical amounts from \$1,000,000 to \$3,000,000 to bridge the gap between private debt financing and private equity for projects that will result in job creation or retention. The Authority considers loan limits at the higher end of that range depending upon the economic development benefits of the project, the strength of the borrower and the distress level of the locality in which the project is located. Loans can be made to Virginia businesses and to industrial or economic development authorities.

The EDLF was originally capitalized by three U.S. Economic Development Administration (EDA) grants and the required state matching funds, which are Restricted to this fund in compliance with the original terms and conditions of the EDA grants. Net loans receivable totaled \$9,477,998 at June 30, 2020 and there were \$2,565,922 in outstanding loan commitments at that date. Allowance for Doubtful Accounts was \$193,429 at June 30, 2020 and there were no charge-offs during Fiscal 2020.

#### (f) Small Business Environmental Compliance Assistance Fund

Originally funded by the Department of Environmental Quality (DEQ), the Authority administers the one remaining *Environmental Compliance Assistance Fund* loan pursuant to a tri-party cooperative agreement executed between the Authority; the former Department of Business Assistance, and DEQ. The program was discontinued as of December 2015. The last remaining loan in this program has been repaid in full and all cash collections has been transferred back to DEQ with the exception of \$46 in interest paid on cash, which is still to be transferred. The amount remaining in this fund as of June 30, 2020 is considered state Restricted Funds.

#### (g) Small Business Growth Fund aka Virginia Capital Access Program

The Virginia Small Business Growth Fund, also known as the Authority's *Virginia Capital Access Program* ("VCAP"), provided a form of loan portfolio insurance for participating banks through special loan loss reserve accounts which are funded by loan enrollment premiums paid by the bank/borrower and matched by the Authority from the Fund. The funds in VCAP loan loss reserve accounts are available to cover losses on loans enrolled by the participating bank. The aggregate balance of the VCAP loan loss

Reserve accounts at participating banks at Fiscal 2020 year-end was \$134,347. The balances in the VCAP reserve accounts are <u>Restricted</u> by the enabling legislation and the terms and conditions of the participating agreements executed by the Authority and the participating banks. New enrollments for this program are no longer being accepted but the reserve account balances continue to support the loans which remain enrolled in the program.

#### (h) Tobacco Southside Region Capital Access Program

The *Tobacco Capital Access Program* ("TCAP") was discontinued effective November 16, 2015 but the remaining reserve accounts continue to support loans enrolled in the program. As of June 30, 2020, there was a total of \$258,986 in the remaining TCAP Reserve accounts. These funds are <u>Restricted</u> by the constraints placed upon the fund by the Tobacco Commission, the terms and conditions outlined in the Tri-party MOA which created the program, and the terms and conditions of the participating agreements executed by the Authority and the participating banks.

#### (3) Loans Receivable

Substantially all loans receivable are secured by liens on business assets of the borrower or personal assets of the guarantor(s), and by the personal guaranties of all majority business owners. Rates and terms vary depending upon the program and the market rates at the time of loan closing.

#### (4) Cash and Investments

Cash includes cash on hand amounts in checking accounts not held by the state Treasurer are insured by the Federal Depository Insurance Corporation or are collateralized under provisions of the Virginia Security for Public Deposits Act, Section 2.2-4400 et.seq. of the Code of Virginia (a multiple financial institution collateral pool). Under the Act, banks holding public deposits in excess of the amounts insured by FDIC must pledge collateral in the amount of 50% of excess deposits to a collateral pool in the name of the State Treasury Board. Deposits covered by the Act are considered insured since the Treasury Board is authorized to make additional assessments. Generally, the immediate operating cash in the VSBFA fund (Bond, loan program and LGP) and the *Child Day Care Financing Program* are on deposit at Wells Fargo in an amount sufficient to cover service charges and expected loan disbursements. Funds not immediately needed for operating purposes are held in three separate LGIP accounts.

#### **Securities Lending Transactions**

As June 30, 2020, the Authority had Cash Equivalents of \$895,244 in the Virginia Treasury's Securities Lending Program, which were offset on the Authority's Balance Sheet by a corresponding liability of the same amount.

### (5) Relationships with the Department of Small Business and Supplier Diversity

The Authority is a division of the Virginia Department of Small Business and Supplier Diversity ("SBSD.") Staff salaries and administrative expenses are paid from the Authority's operating and program funds, and during Fiscal 2020 the Authority paid rent of \$34,380 to SBSD in addition to costs for computer equipment and information technology services.

The Executive Director of the Authority is appointed by the Director of the Department of Small Business and Supplier Diversity in accordance with Section 9-204 of the <u>Code of Virginia</u>. The Director of the Department of Small Business and Supplier Diversity is a voting ex-officio member of the Authority's Board.

#### (6) Surety Bond

The Executive Director of the Authority is covered by a Faithful Performance Duty Bond administered by the Commonwealth of Virginia's Department of General Services, Division of Risk Management with liability limits of \$500,000 for each occurrence.

Customer ID Facility ID Loan ID	Officer Branch Customer Name	GL Code Loan Type	Active Maturity Revir Cd	Day Code Perf Status Rate Code	Fixed Base Spread Rate	Principal Bal Interest Late Fee	Accruing Bal Interest MTD Daily Accrual	Commitment Available Original Commit
FSD540506319 002 30600400	Mark BONDS Mary Baldwin Univ	501C3 Interest Only versity		Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$1,970,000.00 \$0.00 \$0.00	\$1,970,000.00 \$0.00 \$0.00	\$1,970,000.00 \$0.00 \$11,345,000.00
FSD409207 001 30700425	Anna BONDS Community Reside	501C3 Interest Only nce Inc and Comn	9/1/2036	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$4,900,743.91 \$0.00 \$0.00	\$4,900,743.91 \$0.00 \$0.00	\$4,900,743.91 \$0.00 \$12,000,000.00
FSD165007 001 30700435	Mark BONDS Virginia State Univ	501C3 Interest Only ersity Real Estate	12/1/2006 7/1/2031 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$13,125,000.00 \$0.00 \$0.00	\$13,125,000.00 \$0.00 \$0.00	\$13,125,000.00 \$0.00 \$22,000,000.00
FSD077108 001 30900475	Linda BONDS Carilion Clinic	501C3 Interest Only	7/16/2008 7/1/2042 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$50,000,000.00 \$0.00 \$0.00	\$50,000,000.00 \$0.00 \$0.00	\$160,000,000.00 \$0.00 \$175,000,000.00
FSD077108 001 30900480	Linda BONDS Carilion Clinic	501C3 Interest Only	7/16/2008 7/1/2042 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$110,000,000.00 \$0.00 \$0.00	\$110,000,000.00 \$0.00 \$0.00	\$160,000,000.00 \$0.00 \$175,000,000.00
FSD190110 001 31000515	Anna BONDS Sentara Healthcare	501C3 Interest Only	1/28/2010 11/1/2040 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$209,930,000.00 \$0.00 \$0.00	\$209,930,000.00 \$0.00 \$0.00	\$209,930,000.00 \$0.00 \$300,000,000.00
FSD632810 001 31000530	Mark BONDS Richmond SPCA	501C3 Interest Only	9/30/2009 12/5/2031 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$4,000,468.00 \$0.00 \$0.00	\$4,000,468.00 \$0.00 \$0.00	\$4,000,468.00 \$0.00 \$6,500,000.00
FSD588610 002 31000555	Mark BONDS Church Schools in t	501C3 Interest Only the Diocese of Vir	12/1/2009 12/1/2031 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$4,404,558.13 \$0.00 \$0.00	\$4,404,558.13 \$0.00 \$0.00	\$4,258,429.00 (\$146,129.13) \$28,829,906.00
FSD188610 001 31000570	Mark BONDS Trinity Episcopal S	501C3 Interest Only chool Inc	2/18/2010 2/1/2035 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$5,123,000.00 \$0.00 \$0.00	\$5,123,000.00 \$0.00 \$0.00	\$5,123,000.00 \$0.00 \$10,000,000.00
FSD790010 001 31000580	Mark BONDS The Virginia Home	501C3 Interest Only	1/14/2010 7/1/2022 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$2,185,000.00 \$0.00 \$0.00	\$2,185,000.00 \$0.00 \$0.00	\$2,185,000.00 \$0.00 \$8,125,000.00

Customer ID Facility ID Loan ID	GL Code Loan Type	Active Maturity Revlr Cd	Day Code Perf Status Rate Code	Fixed Base Spread Rate	Principal Bal Interest Late Fee	Accruing Bal Interest MTD Daily Accrual	Commitment Available Original Commit
FSD539511 001 31100615	501C3 Interest Only of Central Virgin	2/3/2011 2/1/2024 C	Actual/365 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$8,634,374.35 \$0.00 \$0.00	\$8,634,374.35 \$0.00 \$0.00	\$8,634,374.35 \$0.00 \$15,200,000.00
FSD217611 001 31100625	501C3 Interest Only a Foundation		Actual/365 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$6,918,416.85 \$0.00 \$0.00	\$6,918,416.85 \$0.00 \$0.00	\$6,918,416.85 \$0.00 \$15,000,000.00
FSD108811 001 31100630	501C3 Interest Only System Inc/Oblig	11/1/2042	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$40,740,000.00 \$0.00 \$0.00	\$40,740,000.00 \$0.00 \$0.00	\$40,740,000.00 \$0.00 \$325,000,000.00
FSD307607 004 31100685	501C3 Interest Only Funding I, LLC	12/23/2010 6/1/2037 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$12,097,235.42 \$0.00 \$0.00	\$12,097,235.42 \$0.00 \$0.00	\$12,097,235.42 \$0.00 \$15,000,000.00
FSD531710 002 31200690	501C3 Interest Only f the VA Diocesa	5/1/2032	Actual/365 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$2,881,031.00 \$0.00 \$0.00	\$2,881,031.00 \$0.00 \$0.00	\$2,881,031.00 \$0.00 \$4,025,000.00
FSD540506319 004 31200715	501C3 Interest Only ersity		Actual/365 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$1,245,104.00 \$0.00 \$0.00	\$1,245,104.00 \$0.00 \$0.00	\$1,245,104.00 \$0.00 \$3,386,000.00
FSD540506321 002 31300730	501C3 Interest Only of Kings Daughte	1/1/2023	Actual/365 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$56,858,991.33 \$0.00 \$0.00	\$56,858,991.33 \$0.00 \$0.00	\$56,858,991.33 \$0.00 \$76,400,000.00
FSD540419452 004 31400765	501C3 Interest Only ociety	6/27/2013 6/1/2020 C	Actual/365 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$240,873.82 \$0.00 \$0.00	\$240,873.82 \$0.00 \$0.00	\$240,873.82 \$0.00 \$4,914,000.00
FSD599008 002 31500785	501C3 Interest Only	1/29/2015 10/1/2029 C	Actual/365 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$99,710,000.00 \$0.00 \$0.00	\$99,710,000.00 \$0.00 \$0.00	\$99,710,000.00 \$0.00 \$115,090,000.00
FSD510205333 003 31500800	501C3 Interest Only Fine Arts Founda	6/26/2014 8/1/2038 C	Actual/365 Performing 001	0.000000000 0.000000000 0.0000000000	\$10,031,988.27 \$0.00 \$0.00	\$10,031,988.27 \$0.00 \$0.00	\$40,130,988.27 \$0.00 \$40,200,000.00

Customer ID Facility ID Loan ID	Officer Branch Customer Name	GL Code Loan Type	Active Maturity Revlr Cd	Day Code Perf Status Rate Code	Fixed Base Spread Rate	Principal Bal Interest Late Fee	Accruing Bal Interest MTD Daily Accrual	Commitment Available Original Commit
FSD510205333 003 31500805	Mark BONDS Virginia Museum o	501C3 Interest Only of Fine Arts Founda	8/1/2038	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$30,099,000.00 \$0.00 \$0.00	\$30,099,000.00 \$0.00 \$0.00	\$40,130,988.27 \$0.00 \$40,200,000.00
FSD588610 005 31901105	Mark BONDS Church Schools in	501C3 Maturity the Diocese of Vir	1/31/2019 12/1/2025 C		0.000000000 0.0000000000 0.0000000000	\$7,382,000.00 \$0.00 \$0.00	\$7,382,000.00 \$0.00 \$0.00	\$21,382,000.00 \$0.00 \$23,000,000.00
FSD588610 005 31901110	Mark BONDS Church Schools in	501C3 Maturity the Diocese of Vir	1/31/2019 12/1/2028 C		0.000000000 0.0000000000 0.0000000000	\$9,000,000.00 \$0.00 \$0.00	\$9,000,000.00 \$0.00 \$0.00	\$21,382,000.00 \$0.00 \$23,000,000.00
FSD588610 005 31901115	Mark BONDS Church Schools in	501C3 Interest Only the Diocese of Vir	1/31/2019 12/1/2028 C		0.000000000 0.0000000000 0.0000000000	\$5,000,000.00 \$0.00 \$0.00	\$5,000,000.00 \$0.00 \$0.00	\$21,382,000.00 \$0.00 \$23,000,000.00
FSD210119 001 31901120	Mark BONDS Provident Group	501C3 Interest Only	2/8/2019 7/1/2034 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$14,735,000.00 \$0.00 \$0.00	\$14,735,000.00 \$0.00 \$0.00	\$125,000,000.00 \$4,250,553.40 \$120,749,446.60
FSD210119 001 31901125	Mark BONDS Provident Group	501C3 Interest Only	2/8/2019 7/1/2044 C	Actual/365 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$29,315,000.00 \$0.00 \$0.00	\$29,315,000.00 \$0.00 \$0.00	\$125,000,000.00 \$4,250,553.40 \$120,749,446.60
FSD210119 001 31901130	Mark BONDS Provident Group	501C3 Interest Only	2/8/2019 7/1/2049 C	Actual/365 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$19,805,000.00 \$0.00 \$0.00	\$19,805,000.00 \$0.00 \$0.00	\$125,000,000.00 \$4,250,553.40 \$120,749,446.60
FSD210119 001 31901135	Mark BONDS Provident Group	501C3 Interest Only	2/8/2019 7/1/2054 C	Actual/365 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$26,855,000.00 \$0.00 \$0.00	\$26,855,000.00 \$0.00 \$0.00	\$125,000,000.00 \$4,250,553.40 \$120,749,446.60
FSD210119 001 31901140	Mark BONDS Provident Group	501C3 Interest Only	2/8/2019 7/1/2052 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$25,430,000.00 \$0.00 \$0.00	\$25,430,000.00 \$0.00 \$0.00	\$125,000,000.00 \$4,250,553.40 \$120,749,446.60
FSD210119 001 31901145	Mark BONDS Provident Group	501C3 Interest Only	2/8/2019 7/1/2061 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$4,609,446.60 \$0.00 \$0.00	\$4,609,446.60 \$0.00 \$0.00	\$125,000,000.00 \$4,250,553.40 \$120,749,446.60

Customer ID Facility ID Loan ID	Officer Branch Customer Name	GL Code Loan Type	Active Maturity Revlr Cd	Day Code Perf Status Rate Code	Fixed Base Spread Rate	Principal Bal Interest Late Fee	Accruing Bal Interest MTD Daily Accrual	Commitment Available Original Commit
FSD240119 001 319001150	Mark BONDS Grafton School Inc	501C3 Interest Only	7/12/2019 7/1/2031 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$3,814,522.13 \$0.00 \$0.00	\$3,814,522.13 \$0.00 \$0.00	\$8,000,000.00 \$4,185,477.87 \$8,000,000.00
FSD539511	Mark	501C3	5/1/2033	Actual/365	0.0000000000	\$5,235,299.45	\$5,235,299.45	\$5,235,299.45
002	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31300755S	Goodwill Industries	of Central Virgin		001	0.0000000000	\$0.00	\$0.00	\$8,000,000.00
FSD520510	Anna	501C3	5/31/2012		0.0000000000	\$1,677,811.00	\$1,677,811.00	\$1,677,811.00
002	BONDS	Interest Only	5/31/2022		0.0000000000	\$0.00	\$0.00	\$0.00
3130750S	YMCA of South Ha	Impton Roads	C		0.0000000000	\$0.00	\$0.00	\$11,100,000.00
FSD540419452	Mark	501C3	6/27/2013	Actual/365	0.000000000	\$1,072,199.74	\$1,072,199.74	\$1,072,199.74
003	BONDS	Interest Only	6/1/2033	Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31400760S	Virginia Historical (	Society	C	001	0.0000000000	\$0.00	\$0.00	\$15,000,000.00
FSD460312	Mark	501C3	6/7/2012	Actual/365	0.0000000000	\$2,669,558.63	\$2,669,558.63	\$2,669,558.63
001	BONDS	Interest Only	9/1/2028	Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31400770S	Diocese of Richmon	and Housing Corp	C	001	0.0000000000	\$0.00	\$0.00	\$5,500,000.00
FSD874415	Anna	501C3		Actual/365	0.0000000000	\$2,355,610.00	\$2,355,610.00	\$9,596,188.00
001	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31500775S	Rappahannock Goo	dwill Industries		001	0.0000000000	\$0.00	\$0.00	\$14,500,000.00
FSD874415	Anna	501C3		Actual/365	0.000000000	\$7,240,578.00	\$7,240,578.00	\$9,596,188.00
001	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31500780S	Rappahannock Goo	dwill Industries		001	0.0000000000	\$0.00	\$0.00	\$14,500,000.00
FSD794807 003 31500790S	Linda BONDS Friendship Foundat	501C3 Interest Only	7/1/2014 6/1/2039 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$14,641,417.00 \$0.00 \$0.00	\$14,641,417.00 \$0.00 \$0.00	\$14,641,417.00 \$0.00 \$16,850,478.00
FSD794807 004 31500795S	Linda BONDS Friendship Foundat	501C3 Interest Only	7/1/2014 6/1/2039 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$17,919,103.00 \$0.00 \$0.00	\$17,919,103.00 \$0.00 \$0.00	\$17,919,103.00 \$0.00 \$19,649,522.00
FSD540506321	Anna	501C3	12/1/2015	Actual/365	0.0000000000	\$97,185,000.00	\$97,185,000.00	\$98,745,000.00
003	BONDS	Interest Only	3/1/2045	Performing	0.0000000000	\$0.00	\$0.00	\$1,560,000.00
31500825S	Children's Hospital	of Kings Daughte	C	001	0.0000000000	\$0.00	\$0.00	\$100,000,000.00

Customer ID Facility ID Loan ID	Officer Branch Customer Name	GL Code Loan Type	Active Maturity Revlr Cd	Day Code Perf Status Rate Code	Fixed Base Spread Rate	Principal Bal Interest Late Fee	Accruing Bal Interest MTD Daily Accrual	Commitment Available Original Commit
FSD046216	Anna	501C3	8/1/2022	Actual/365	0.0000000000	\$1,180,287.44	\$1,180,287.44	\$1,180,287.44
001	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31600810S	Share A Homes of t	the Virginia Penins		001	0.0000000000	\$0.00	\$0.00	\$1,366,000.00
FSD675116	Anna	501C3	7/23/2015	Actual/365	0.0000000000	\$886,185.74	\$886,185.74	\$12,908,074.24
001	BONDS	Interest Only	8/1/2022	Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31600815S	Hampton Newport	News Community	C	001	0.0000000000	\$0.00	\$0.00	\$15,030,000.00
FSD675116	Anna	501C3	8/1/2022	Actual/365	0.000000000	\$12,021,888.50	\$12,021,888.50	\$12,908,074.24
001	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31600820S	Hampton Newport	News Community		001	0.0000000000	\$0.00	\$0.00	\$15,030,000.00
FSD060317	Mark	501C3	6/1/2052	Actual/365	0.000000000	\$54,710,000.00	\$54,710,000.00	\$54,710,000.00
002	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31801020S	Virginia United Me	thodist Homes Inc		001	0.0000000000	\$0.00	\$0.00	\$65,000,000.00
FSD588610	Mark	501C3	10/1/2042	Actual/365	0.0000000000	\$2,646,974.19	\$2,646,974.19	\$26,770,540.83
004	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31801025S	Church Schools in	the Diocese of Vir <sub>ξ</sub>		001	0.0000000000	\$0.00	\$0.00	\$35,000,000.00
FSD588610	Mark	501C3	10/1/2035	Actual/365	0.0000000000	\$12,517,283.00	\$12,517,283.00	\$26,770,540.83
004	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31801030S	Church Schools in	the Diocese of Vir		001	0.0000000000	\$0.00	\$0.00	\$35,000,000.00
FSD588610	Mark	501C3	10/1/2042	Actual/365	0.0000000000	\$2,954,642.64	\$2,954,642.64	\$26,770,540.83
004	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31801035S	Church Schools in	the Diocese of Vir		001	0.0000000000	\$0.00	\$0.00	\$35,000,000.00
FSD588610	Mark	501C3	10/1/2042	Actual/365	0.0000000000	\$451,269.00	\$451,269.00	\$26,770,540.83
004	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31801040S	Church Schools in	the Diocese of Vir		001	0.0000000000	\$0.00	\$0.00	\$35,000,000.00
FSD588610	Mark	501C3	10/1/2042	Actual/365	0.0000000000	\$950,042.00	\$950,042.00	\$26,770,540.83
004	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31801045S	Church Schools in	the Diocese of Vir		001	0.0000000000	\$0.00	\$0.00	\$35,000,000.00
FSD588610	Mark	501C3	1/1/2030	Actual/365	0.0000000000	\$5,852,778.00	\$5,852,778.00	\$26,770,540.83
004	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31801050S	Church Schools in	the Diocese of Vir		001	0.0000000000	\$0.00	\$0.00	\$35,000,000.00

Customer ID Facility ID Loan ID	Officer Branch Customer Name	GL Code Loan Type	Active Maturity Revlr Cd	Day Code Perf Status Rate Code	Fixed Base Spread Rate	Interest	Interest MTD	Available
FSD588610 004 31801055S	Mark BONDS Church Schools in	501C3 Interest Only the Diocese of Vir	10/1/2042	Actual/365 Performing 001	0.000000000 0.000000000 0.0000000000	\$0.00	\$1,397,552.00 \$0.00 \$0.00	\$26,770,540.83 \$0.00 \$35,000,000.00
Subtotals for: 501C3 Number of Loans: 51						\$1,066,607,233.14 \$0.00 \$0.00	\$1,066,607,233.14 \$0.00 \$0.00	\$1,076,457,135.28 \$9,849,902.14 \$1,646,760,352.60
FSD540701185 001 30100400	Mark BONDS Eastern Sleep Prod	IDB Interest Only ucts Co	6/26/2001 6/21/2021 C	360/360 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$0.00	\$380,219.75 \$0.00 \$0.00	\$613,751.85 \$233,532.10 \$2,115,000.00
FSD540808788 002 30500005	Anna BONDS BSL, LLC	IDB Interest Only	7/1/2004 10/20/2020 C	Actual/365 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$0.00	\$700,000.00 \$0.00 \$0.00	\$700,000.00 \$0.00 \$3,000,000.00
FSD124510 001 31000505	Anna BONDS Airport Property Pa	IDB Interest Only artners, LLC	1/1/2010 1/1/2040 C	Actual/365 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$0.00	\$25,000.00 \$0.00 \$0.00	\$25,000.00 \$0.00 \$7,000,000.00
FSD128011 001 31100610	Anna BONDS International Parkw	IDB Interest Only yay Associates, LL	11/1/2025	Actual/365 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$0.00	\$569,389.36 \$0.00 \$0.00	\$569,389.36 \$0.00 \$1,385,000.00
FSD365611 001 31200695	Anna BONDS Elizabeth River Cro	IDB Interest Only ossings, LLC	4/1/2012 7/1/2027 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000		\$42,365,000.00 \$0.00 \$0.00	\$454,565,000.00 \$0.00 \$1,250,000,000.00
FSD365611 001 31200700	Anna BONDS Elizabeth River Cro	IDB Interest Only ossings, LLC	4/1/2012 1/1/2032 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000	\$0.00	\$91,795,000.00 \$0.00 \$0.00	\$454,565,000.00 \$0.00 \$1,250,000,000.00
FSD365611 001 31200710	Anna BONDS Elizabeth River Cro	IDB Interest Only ossings, LLC	4/1/2012 1/1/2042 C	Actual/365 Performing 001	0.000000000 0.0000000000 0.0000000000		\$320,405,000.00 \$0.00 \$0.00	\$454,565,000.00 \$0.00 \$1,250,000,000.00
FSD668813 001 31300720	Anna BONDS 95 Express LLC	IDB Interest Only	7/31/2012 1/1/2040 C	Actual/365 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$0.00	\$71,690,000.00 \$0.00 \$0.00	\$241,950,000.00 \$0.00 \$241,950,000.00

Customer ID Facility ID Loan ID	Officer Branch Customer Name	GL Code Loan Type	Active Maturity Revlr Cd	Day Code Perf Status Rate Code	Fixed Base Spread Rate	Principal Bal Interest Late Fee	Accruing Bal Interest MTD Daily Accrual	Available
FSD668813 001 31300725	Anna BONDS 95 Express LLC	IDB Interest Only	7/31/2012 1/1/2040 C	Actual/365 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$170,260,000.00 \$0.00 \$0.00	\$170,260,000.00 \$0.00 \$0.00	\$241,950,000.00 \$0.00 \$241,950,000.00
FSD521238037 002 31300735	Anna BONDS Miltco LC	IDB Interest Only	8/21/2012 8/30/2038 C	Actual/365 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$4,969,857.77 \$0.00 \$0.00	\$4,969,857.77 \$0.00 \$0.00	\$4,969,857.77 \$0.00 \$6,000,000.00
FSD668813 002 31801065	Anna BONDS 95 Express LLC	IDB Interest Only	7/25/2017 1/1/2040 C	Actual/365 Performing 001	0.0000000000 0.0000000000 0.0000000000	\$232,995,000.00 \$0.00 \$0.00	\$232,995,000.00 \$0.00 \$0.00	\$232,995,000.00 \$0.00 \$300,000,000.00
FSD919218	Anna	IDB		Actual/365	0.0000000000	\$737,000,000.00	\$737,000,000.00	\$737,000,000.00
001	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31801070	I 66 Express Mobil	ity Partners LLC		001	0.0000000000	\$0.00	\$0.00	\$737,000,000.00
FSD125718	Anna	IDB	6/7/2018	Actual/365	0.0000000000	\$30,000,000.00	\$30,000,000.00	\$50,000,000.00
001	BONDS	Interest Only	1/1/2048	Performing	0.0000000000	\$0.00	\$0.00	\$20,000,000.00
31901080	Covanta Holding C	orporation	C	001	0.0000000000	\$0.00	\$0.00	\$50,000,000.00
Subtotals for: IDB Number of Loans: 13						\$1,703,154,466.88 \$0.00 \$0.00	\$1,703,154,466.88 \$0.00 \$0.00	\$1,723,387,998.98 \$20,233,532.10 \$2,598,450,000.00
FSD588616	Mark	QECB	1/1/2031	Actual/365	0.0000000000	\$1,970,812.58	\$1,970,812.58	\$1,970,812.58
001	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31600830	Virginia SAVES G1	reen Community P		001	0.0000000000	\$0.00	\$0.00	\$2,500,000.00
FSD588616	Mark	QECB	11/1/2037	Actual/365	0.0000000000	\$3,601,327.98	\$3,601,327.98	\$3,601,327.98
005	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31700835	Virginia SAVES Gr	reen Community P		001	0.0000000000	\$0.00	\$0.00	\$4,000,000.00
FSD588616	Mark	QECB	10/1/2031	Actual/365	0.0000000000	\$1,914,752.00	\$1,914,752.00	\$1,914,752.00
003	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31700840	Virginia SAVES Gr	reen Community P		001	0.0000000000	\$0.00	\$0.00	\$2,200,000.00
FSD588616	Mark	QECB	12/20/2031	Actual/365	0.000000000	\$2,309,549.98	\$2,309,549.98	\$2,309,549.98
002	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31700845	Virginia SAVES Gr	reen Community P		001	0.0000000000	\$0.00	\$0.00	\$2,750,000.00

Customer ID Facility ID Loan ID	Officer Branch Customer Name	GL Code Loan Type	Active Maturity Revir Cd	Day Code Perf Status Rate Code	Fixed Base Spread Rate	Principal Bal Interest Late Fee	Accruing Bal Interest MTD Daily Accrual	Commitment Available Original Commit
FSD588616	Mark	QECB	5/12/2031	Actual/365	0.000000000	\$1,644,211.00	\$1,644,211.00	\$1,644,211.00
006	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31801000	Virginia SAVES Gr	een Community P		001	0.0000000000	\$0.00	\$0.00	\$1,665,320.00
FSD588616	Mark	QECB	8/15/2029	Actual/365	0.000000000	\$7,581,717.08	\$7,581,717.08	\$7,581,717.08
008	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31801010	Virginia SAVES Gr	een Community P		001	0.0000000000	\$0.00	\$0.00	\$7,900,000.00
FSD588616	Mark	QECB	7/15/2037	Actual/365	0.000000000	\$1,780,141.47	\$1,780,141.47	\$1,780,141.47
007	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31801015	Virginia SAVES Gr	een Community P		001	0.0000000000	\$0.00	\$0.00	\$1,850,000.00
FSD588616	Mark	QECB	7/1/2050	Actual/365	0.0000000000	\$40,000,000.00	\$40,000,000.00	\$40,000,000.00
009	BONDS	Interest Only		Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31801060	Virginia SAVES Gr	een Community P		001	0.0000000000	\$0.00	\$0.00	\$40,000,000.00
Subtotals for: QECB Number of Loans: 8						\$60,802,512.09 \$0.00 \$0.00	\$60,802,512.09 \$0.00 \$0.00	\$60,802,512.09 \$0.00 \$62,865,320.00
FSD35118	Anna	TDRB	8/1/2018	Actual/365	0.000000000	\$12,120,000.00	\$12,120,000.00	\$25,040,000.00
001	BONDS	Maturity	4/4/2028	Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31901085	Downtown Norfolk	& Virginia Beach	C	001	0.0000000000	\$0.00	\$0.00	\$25,285,248.00
FSD35118	Anna	TDRB	8/1/2018	Actual/365	0.0000000000	\$4,305,000.00	\$4,305,000.00	\$25,040,000.00
001	BONDS	Interest Only	4/1/2041	Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31901090	Downtown Norfolk	& Virginia Beach	C	001	0.0000000000	\$0.00	\$0.00	\$25,285,248.00
FSD35118	Anna	TDRB	8/1/2018	Actual/365	0.0000000000	\$6,135,000.00	\$6,135,000.00	\$25,040,000.00
001	BONDS	Interest Only	4/1/2048	Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31901095	Downtown Norfolk	& Virginia Beach	C	001	0.0000000000	\$0.00	\$0.00	\$25,285,248.00
FSD35118	Anna	TDRB	8/1/2018	Actual/365	0.0000000000	\$2,480,000.00	\$2,480,000.00	\$25,040,000.00
001	BONDS	Interest Only	4/1/2048	Performing	0.0000000000	\$0.00	\$0.00	\$0.00
31901100	Downtown Norfolk	& Virginia Beach	C	001	0.0000000000	\$0.00	\$0.00	\$25,285,248.00
Subtotals for: TDRB Number of Loans: 4						\$25,040,000.00 \$0.00 \$0.00	\$25,040,000.00 \$0.00 \$0.00	\$25,040,000.00 \$0.00 \$25,285,248.00

Customer ID Facility ID Loan ID	Officer Branch Customer Name	GL Code Loan Type	Active Maturity RevIr Cd	Day Code Perf Status Rate Code	Fixed Base Spread Rate	Principal Bal Interest Late Fee	Interest MTD	Available
Grand Totals: Number of Loans: 76						\$2,855,604,212.11 \$0.00	\$2,855,604,212.11 \$0.00	\$2,885,687,646.35 \$30,083,434.24
						\$0.00	\$0.00	\$4,333,360,920.60