

ANNUAL REPORT

2013

Story Story Matters Here...



Story Story Matters Here...



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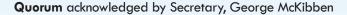


Call to Order	Marilyn Smith, Board Chairman				
Establishment of Quorum					
Introduction of Directors					
Reports to Membership - All reports are available in this Annual Report					
Chairman's Report	Marilyn Smith				
Minutes – 77th Annual Meeting	George McKibben, Secretary				
Treasurer's Report	Lora Hildreth, Treasurer				
Loan Committee Dana Baker,	Senior VP of Finance & Information				
Business Services GroupLorraine Tomlin, D	Pirector of Commercial Relationships				
Supervisory CommitteeJa	son Webber, Supervisory Chairman				
Motion to approve the above reports					
Unfinished Business					
None for this meeting	Marilyn Smith				
New Business					
Board of Directors Election Results	Marilyn Smith				
William H. Yohler Memorial Scholarship Award	Marilyn Smith				
President's Comments	Jeffrey E. Sikora, President/CEO				
Recognition of Staff	Jeffrey E. Sikora				
Questions and Answers	General Board				
Adjournment	Marilyn Smith				
Motion to adjourn this 78th Annual Meeting of PrimeTrust Financial					

77th Annual Meeting Minutes

The 77th Annual Meeting was held at the Cornerstone Center for the Arts in Muncie, Indiana, on April 24, 2013.

Call to Order: Chairman Marilyn Smith called the business meeting of PrimeTrust Financial Federal Credit Union to order at 7:03 p.m.



Board of Directors Roll Call: Roll call was taken by McKibben. Steven Rose, Lora Hildreth, George McKibben, Marilyn Smith, LaRue Cross, Jeff Carter, and Linda Mann in attendance. John James and Annette Balfour in attendance representing the Supervisory Committee

- Motion to accept roll call by McKibben
- Second by Rose
- Motion carried

Board Introduction: Smith introduced the Board of Directors

Annual Report: Smith identified the lists of reports included in the 2012 Annual Report brochure; Chairman's Report, Minutes of 76th Annual Meeting, Treasurer's Report, Loan Committee Report, Business Services Group Report, and Supervisory Committee Report

- Motion to accept the reports as printed made by McKibben
- Second by Hildreth
- Motion carried

Unfinished Business: Smith stated there is none

New Business: No new business from the floor

Election Report

- Smith reported that the Nominating Committee's slate of officers were Cross, Hildreth, Carter, and Mann
- There were no nominations by petition so the slate is approved by acclamation
 - Motion by McKibben to approve slate by acclamation



George McKibben, Secretary

- Second by Cross
- Motion carried
- Smith thanked the Directors for their dedicated volunteer service

William H. Yohler Memorial Scholarship Award:

- Sikora provided details of the Scholarship
- Sikora announced Alexandra Marie Durbin as the recipient of the 2013 William H. Yohler Memorial Scholarship
- Durbin was presented the Scholarship by Sikora

President's Comments:

- Sikora discussed the value and benefits of membership
- Sikora recapped the success of the Patronage Dividend
- Sikora stressed that member stories matter at PrimeTrust

Recognition of Staff

- Sikora recognized the staff in attendance
- Sikora also recognized the retirement of Susan Keesling after 30 years of dedicated service
- Sikora gave special recognition to Carol Bradshaw for her organization of the Annual Meeting

Questions from the Floor: Smith asked for questions from the floor; none were presented

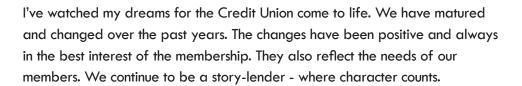
Adjournment: McKibben made motion to adjourn at 7:20 p.m.

- Second by Cross
- Motion carried



As Chairman of the Board of Directors for PrimeTrust Federal Credit Union, it is my responsibility to report on the health and well-being of your Credit Union for 2013. Within the Credit Union's organizational structure, Directors serve as the membership's representatives and are accountable to you, the members, for its progress. With that in mind, it is my pleasure to report that 2013 was another successful year for PrimeTrust! The Credit Union is safe and sound, it is growing, and it recorded positive net income for the year.

Credit unions are different from banks because they are member-owned financial cooperatives. A cooperative is an association of persons who voluntarily cooperate for their mutual social, economic, and cultural benefit. We help with that economic benefit by listening to your story. Does your story include children, a new house, a job layoff, a vacation dream? Whatever your story, it matters at PrimeTrust! We want to help you achieve your dreams.



The teamwork of the PTF staff members is outstanding. Both are memberfocused and service oriented. Their common goal is to provide products and services in a way that meet your needs. They are dedicated to helping members achieve a financial benefit, however they define it.

In closing, I'd like to thank the other Directors, members of the Official Family, and our PTF staff members for their tireless efforts this past year. In addition, I'd like to thank you, our members, for doing business with PrimeTrust. We appreciate your support, and look forward to serving you in the future.

Marilyn Smith, Chairman



Marilyn Smith, Chairman



We recognize that every one of our members is unique and has their own story. At PTF, you're more than just a number: You're a member-owner, and your story matters here! We're a story-lender where character still counts!

We're all familiar with the story of Delaware County. Over the past several years, it's been hit hard by the economy. But it's resilient, and our members are bouncing back too! For over 75 years, PTF has been a mainstay in our community, helping members by offering the products and services that provide economic advantage. It's our intent to be around for another 75 years, helping members grow.



Jeffrey Sikora, President/CEO

As unique as our individual members' stories are, PTF has its own unique story. We're a financial cooperative, which means the more business that's done with the Credit Union, the greater the advantage to the membership. Individual members then recognize personal benefit based on the proportion of their participation in the cooperative. In other words, the more you use your Credit Union and the better it does, the more it can return to you.

One example of your cooperative returning to you is the PTF Patronage Dividend. For the second straight year, PTF awarded members over \$100,000 for their participation in various product relationships. Did you get your check? If not, ask us how you may qualify for next year's. If you did receive a check, check out the ways that you might qualify for additional rewards.

Now is a great time to explore the value offered by your Credit Union. We appreciate your support and are dedicated to earning your business every day! Thank you for trusting your financial well-being to PTF, where patronage pays...literally!

Jeffrey Sikora, President/CEO



As Treasurer of the Board, it is my pleasure to report on PrimeTrust Credit Union's financial performance for 2013. Our story was a successful one with gains in assets, total deposits, and net loans outstanding.

Here are more details related to our 2013 financial performance:

- After allocating \$120,000 to payment of the PTF patronage dividend, Net Income was \$277,618.
- PTF's Capital Ratio remained strong at 10.95%. (NCUA, our Federal Regulator, defines well-capitalized at 7.0%)
- Loan production for all types of loans exceeded \$40,400,000. Included in this total was \$30,250,000 in personal loans, over \$6,090,000 in real estate loans, and \$2,360,000 in commercial loans.
- Dividends paid to members exceeded \$536,000 before payment of the PTF patronage dividend.
- Year-end assets were \$144,272,446.
- Deposits grew 3.3% to \$126,216,343.
- Total loans outstanding, after allowance for loan losses, grew 8.06% to \$95,418,670.

As we move into 2014, PTF wants to continue listening to our member's story so we may provide them with the best product and service for their needs. We want to continue to encourage our members to use their Credit Union's services by refinancing their homes and autos from other institutions. Come tell us your story and we will save you time or money, or both!

In closing, PrimeTrust FCU continues to be a strong, well-capitalized memberowned cooperative. PTF's mission is to provide financial benefit to our members by offering a complete line of personal and commercial services.



Lora Hildreth, Treasurer



Your Story Matters Here! And in 2013, PTF listened to what their members asked for.

PrimeTrust continues to offer a full line of competitive consumer, mortgage, and commercial products to fit the needs of all borrowers. Especially popular was the Home Equity Line of Credit that is accessible with a $VISA^{\otimes}$ card.

At PrimeTrust, you are not just a number; we listen to your story.

Need a loan? Think of your credit union first!



Dana Baker, Senior VP of Finance and Information

The loan production for 2013 consisted of:

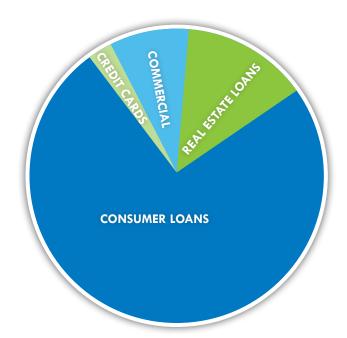
- \$6,091,525 Real Estate Loans
- \$30,256,046 Consumer Loans
- \$1,694,750 Credit Cards
- \$2,369,145 Commercial

for total loan production of \$40,411,466

Overall Loan portfolio composition

- \$38,259,630 Real Estate Loans
- \$38,796,815 Consumer Loans
- \$11,167,042 Credit Cards
- \$8,384,874 Commercial

for a total loan portfolio of \$96,608,361





2013 Financial Statement

Assets
Assets
Home Equity Loans
Real Estate Loans
Member Business Loans
Share Secured Loans
All Other Loans
VISA® Gold

VISA® Classic VISA® Platinum

Total Loans

Allowance for Loan Losses

Net Loans Outstanding

Cash

Corporate Investments Bank CDs NCUSIF

All Other Investments
Total Investments

Land & Buildings
Furniture & Fixtures
All Other Assets

TOTAL ASSETS

LiabilitiesAccounts Payable

Dividends Payable Unapplied DP Exceptions
All Other Liabilities
Share Certificates
Share Draft Accounts
Regular Shares
Money Market Shares
IRA Accounts

Total Shares
Regular Reserves
Undivided Earnings

Total Equity

TOTAL LIABILITIES & EQUITY

\$ 6,8	68,688.47
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\$ 31,390,941.14 \$ 8,384,873.77

\$ 670,641.74

\$ 38,126,173.24

\$ 4,040,373.27

\$ 1,406,925.51

\$ 5,719,743.81

\$ 96,608,360.95 \$ (1,189,691.10)

\$ 95,418,669.85

\$ 4,381,866.40

\$ 9,755,863.40

\$ 25,661,005.00

\$ 1,241,038.34 \$ 3,586,804.91

\$ 40,244,711.65

\$ 2,619,168.45

\$ 921,762.56

\$ 686,266.64

\$ 144,272,445.55

\$ 209,592.87

\$ 27,162.58

\$ 1,447,735.47

\$ 568,951.86

\$ 26,811,079.10

\$ 20,739,713.72

\$ 43,227,029.49 \$ 21,970,666.80

\$ 13,467,853.94

\$ 126,216,343.05

\$ 3,147,530.33

\$ 12,655,129.39

\$ 15,802,659.72

\$ 144,272,445.55



		2013	2012
Income			
Interest Income on Loans	\$	5,860,350.18	\$ 5,918,374.07
Investment Income	\$	377,805.91	\$ 452,590.10
Other Operating Income	\$	2,786,411.57	\$ 2,583,607.08
Total Income	\$	9,024,567.66	\$ 8,954,571.25
On and the self-			
Operating Expenses			
Employee Compensation	\$	2,631,836.47	\$ 2,570,332.23
Employee Benefits	\$	802,866.66	\$ 862,342.34
Travel & Conference	\$	13,533.05	\$ 12,114.15
Association Dues	\$	18,963.20	\$ 18,600.30
Office Occupancy	\$	442,756.34	\$ 408,397.22
Office Operations	\$	2,267,156.03	\$ 2,353,520.51
Loan Servicing	\$	469,421.52	\$ 422,445.71
Professional & Outside Services	\$	114,921.34	\$ 82,404.16
Member Insurance	\$	32,870.56	\$ 37,710.05
Supervisory Fees	\$	31,573.76	\$ 31,219.89
Miscellaneous Expenses	\$	732,409.95	\$ 808,869.68
Total Operating Expenses	\$	7,558,308.88	\$ 7,607,956.24
Income from Operations	\$	1,466,258.78	\$ 1,346,615.01
Dividend Expenses	\$	536,320.45	\$ 708,860.35
Provision for Loan Losses	\$	698,371.95	\$ 630,504.97
Gain/Loss on Investments	\$	42,839.80	\$ 56,675.11
Gain/Loss on Fixed Assets	-	-	
Other Non-Operating Income	\$	3,211.82	\$ 1,790.98
NET INCOME/(LOSS)	\$	277,618.00	\$ 65,715.78



In 2013, the Commercial Services Group (CSG) recognized that we were not being immediately recognized as an institution that does commercial loans. We rebranded in early 2013 to become the Commercial Service Group. By remaining dedicated to its primary goal to service small to medium-sized commercial businesses, the CSG was able to add high quality and mutually beneficial relationships to its portfolio.

Overall loan production for 2013 ended at \$3,448,472, with \$2,148,282 in member business loans, \$62,500 in business credit cards, \$1,082,250 in consumer mortgage referrals and \$154,440 in consumer loan referrals. Net loans outstanding in the member business loan portfolio finished the year at \$8,385,000, a 9% increase over 2012. Business deposit balances remained strong in 2013.

For 2014, the CSG will continue to focus on growing the commercial business portfolio by providing quality products and exceptional customer service to the business community of Muncie-Delaware County.

Lorraine Tomlin, Director of Commercial Relationships



Lorraine Tomlin,
Director of Commercial Relationships



The Supervisory Committee's role within the Credit Union is to ensure that the financial records of the Credit Union are in order and to comply with Federal Regulations.

In addition to the Supervisory Committee's operational oversight, it also employs the accounting firm of Whitinger & Company LLC to perform the Annual Audit and Quarterly Reviews as required by the National Credit Union Administration (NCUA).

In 2013, this audit and quarterly reviews were performed by Whitinger & Company LLC. They determined that all of PrimeTrust Financial Federal Credit Union's accounts and records were in order and certified that the financial statements accurately reflected the Credit Union's financial position.

The Supervisory Committee also oversees the results of NCUA's Annual Examination. This examination ensures the Credit Union is operating in a safe and sound manner and qualifies for Federal Deposit Insurance. The results of the 2013 NCUA Exam determined PrimeTrust Federal Credit Union was operating in a manner that complies with NCUA regulations and expectations, and that it did qualify for Federal Deposit Insurance.

Jason Webber, Supervisory Committee Member



Jason Webber, Supervisory Committee Member



Annette Balfour

Annette Balfour has been on the PrimeTrust Federal Credit Union Board of Directors for approximately eight months. Before joining the Board, Annette served on the Supervisory Committee for PTF.

Annette believes that she can provide valuable input to help the members and to make sure PrimeTrust has a prosperous future.

Annette moved to Muncie when she was five-years-old. She has been activity in her community, including being the secretary at Ambassadors of Christ.

"I've always been a people person and I like to help others when I can, so when the opportunity came up to be on the board I didn't give it a second thought, because the credit union has been there for me for over 30 years and they have helped a lot," said Annette.



Annette Balfour

Marilyn Smith

Marilyn Smith has served on the Boards of Directors for PrimeTrust Federal Credit Union for over nine years. She is the current Chairman of the Board.

Marilyn has been a member of PrimeTrust for 54 years. She believes in the Credit Union and wants to help make it an even better place. She is dedicated to the members and to the growth of the Credit Union.

Muncie has been Marilyn's home her entire life. She has been a proud member of the Muncie Southside Redevelopment Committee for over 10 years. Marilyn says, "I appreciate the member's dedication to PrimeTrust. I am dedicated to PrimeTrust and to the Muncie Southside Redevelopment. Together, we can make our community to best in Indiana."



Marilyn Smith

2014 Yohler Scholarship

PrimeTrust Federal Credit Union has awarded the 2014
William H. Yohler Memorial Scholarship to Robert (Rob) Glenn Fox.

Rob, a senior at Delta High School, is the son of Trent and Suzanne Fox. Rob plans to attend Taylor University in Upland, Indiana, to pursue a degree in Accounting.

Rob's career goal is to find a position where he can use his degree in Accounting to make a difference in the community.

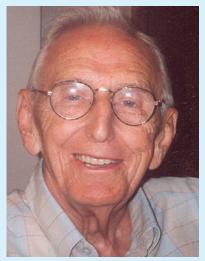
He has participated in baseball, basketball, and football for four years. He has been a member of National Honor Society and Fellowship of Christian Athletes for the past three years.



Robert (Rob) Glenn Fox

Rob has been a part of several All-Conference Teams, and has been on the All-A Honor Roll for seven semesters.

Congratulations, Rob Fox!



William (Bill) H. Yohler

The growth and success of PrimeTrust can be attributed to the many dedicated volunteers who have served over the years. PrimeTrust's longest serving volunteer was William (Bill) H. Yohler. Bill became a volunteer in 1944 and served for 57 years. In addition to Bill's dedication to the Credit Union, he was also active in the community as a civic and social volunteer.

After Bill's death in September 2001, PrimeTrust established a scholarship in his name. The goal of the scholarship is to recognize a student who shows Bill's dedication and concern for others through their own volunteer efforts.

In 2008, the scholarship was increased to \$4,000 payable in \$1,000 increments over four years. The funds are used for tuition and may be used at any university or college. Last year's scholarship winner was to Alexandra Marie Durbin from Wes-Del High School.





PrimeTrust is proud to be part of the Muncie-Delaware community. Here's a list of some of the organizations PrimeTrust supported in 2013.

100 Men Who Cook Alliance for Strategic Growth - JAG Alpha Phi

Altrusa American Advertising Federation An Evening in the Vineyards - IPR

Back To School Teachers Store **Ball State Athletics** Big Brothers Big Sisters

Boys & Girls Club Cardinal Greenway **Chamber After Hours**

Chamber Champions

Chamber Christmas Party

Chamber Cup

Cowan Elementary

Cowan Little League

Daleville Little League

Delaware County Fair

Delta Little League

Economic Development Alliance

Forest Park Senior Center

Hillcroft

Huffer Little 500

Indiana Premier Baseball

LifeStream

Longhorns Baseball

Masterworks Chorale

Minnetrista

MLK Dream Team

Muncie Children's Museum Kids' Lab

Muncie Civic Theater

Muncie Clean & Beautiful

Muncie Community Christmas Sing

Muncie Symphony Orchestra

Policeman's Ball

Relay for Life

Second Harvest Food Bank

Selma Little Leaaue

Wes Del Relay for Life

WIBU Catalyst

WIPB Telesale

YWCA Spring Break Camp

Your Story Matters Here

I've love working at the Credit Union. We thoroughly enjoy each other's company. We're family, and I think that flows over to our membership. It's easy for us to make them feel like they're part of our family – that they're special. And in today's world that makes a big difference."

-Pam Qualkinbush, Broadway Branch Manager



Pam Qualkinbush

A lot of financial organizations are looking more at numbers, not individuals. At PrimeTrust, I can take your story to my board of directors – Delaware County residents who've heard of you. Here, your story makes a big difference. And that's something that's been lost with a lot of other financial institutions."

-Lorraine Tomlin, Director of Commercial Relationships



Lorraine Tomlin

I like that we're here to serve people. That's our first and foremost goal. When a member comes to us, we look at their entire story – if they've had a job interruption or are trying to get back on their feet. We're there for the people of this community and they can always count on us."

-Maria Hoyt, Member Service Representative



Maria Hoyt

Every time I go into PrimeTrust I'm greeted like they know me, like I'm family. It's nice to know that no matter how long you've been away or what you have going on, it always just seems like you're in the right place."

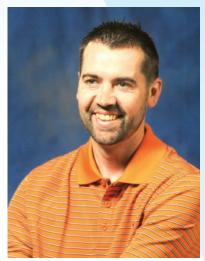
-Trint White, Member Since 1994



Trint White

They like their job and you can tell that when you walk in. I know they have the best rates around. But they're also going to take care of my customers and explain everything to them. It's just a better deal at PrimeTrust."

-Jordan Richards, Member Since 2011



Jordan Richards

I go to the Bethel Branch a couple times a week and it feels like family to me. They actually care. More than just doing a transaction and getting you out the door, there's a chance to connect with someone on a personal level. And that really means something to me."

-Jamie Lemna, Member Since 1996



Jamie Lemna



Bethel Back Office Staff:

Back Row - Barb Pearson, Char Everett, Celia Breeding, Amanda Hankins, Maria Hoyt, Sherry Miller, Jen Scroggins, Trina Bowling, Jackie Kennedy
Sitting – Mary Denney, Denise Ross, Kara Dowd, Deanna Helms, Nicole Terrell
Not Pictured: Chris Clevenger, Mary Nixon, Tony Sorrell



Broadway Staff:

Back Row – Joyce Pierce, Rhonda Jordan, Joyce Snider, Pam Qualkinbush Sitting – Angie Baker, Paula Terrell, Lauryn Stewart Not Pictured: Beth McCreery, Jackie Clevenger

Commercial Services Staff:

Lorraine Tomlin, Vickie Copley, Lori Alexander, Rhonda Ogle



Bethel Tellers and MSRs:

Back Row – Julie Dobbs, Sharon Baker, Leigh Ann Kesler, Michelle Bass, Kristie Collins, Sheila Kerr, Haley Fullhart Sitting – Rita Tharp, Melissa Allen, Amanda Vollmar, Chrissy Rigney, Niccole Mansker Not Pictured: Sarah Mosier, Ashley Bandy, Rachel Hoyt



Madison Branch Staff:

Back Row — Liz Donovan, Carolyn Reagan-Munday, Cindi Harrold, Leslie Timmons, Vicky Hughes, Jodie Hatcher Sitting — Cathy Creek, Dana Ruddick, Shellee Elliott, Jayden Wade

Mortgage Staff:

Michelle Turner, Tami Powell, Lisa Ambrosetti, Jackie Kennedy

Board of Directors







George McKibben, Secretary



Lora Hildreth, Treasurer



nnette Balfour, Director



Jeff Carter, Director



LaRue Cross, Director



Linda Mann, Director

Leadership Team



Jeffrey Sikora, President/



Dana Baker, Senior VP of Finance and Information



Kim Rattray, VP of Retail Operations



Lori Alexander, Credit Analyst



Jeremy Allison, Consumer Relationship Manager



Carol Bradshaw, Director of Marketing



Vickie Copley, Commercial Relationship Manager



of Training & Quality



Matt Kear, IS and Facilities Manager



Jackie Kennedy, Electronic Services Manager



Niccole Mansker, Bethel Branch Manager



Rhonda Ogle, Commercial Relationship Manager



Barb Pearson, Collections Manager



Nicole Terrell, Accounting Manager



Leslie Timmons, Madison Branch Manager



Lorraine Tomlin, Director of Commercial Relationships



Pam Qualkinbush, Broadway Branch Manager

Seven Co-Operative Principles for Credit Unions

1. Voluntary and Open Membership

Co-operatives are voluntary organizations, open to all persons able to use their services and willing to accept the responsibilities of membership, without gender, social, racial, political or religious discrimination.

2. Democratic Member Control

Co-operatives are democratic organizations controlled by their members, who actively participate in setting their policies and making decisions. Men and women serving as elected representatives are accountable to the membership. In primary co-operatives' members have equal voting rights (one member, one vote) and co-operatives at other levels are also organized in a democratic manner.

3. Member Economic Participation

Members contribute equitably to, and democratically control, the capital of their cooperative. At least part of that capital is usually the common property of the co-operative.
Members usually receive limited compensation, if any, on capital subscribed as a condition
of membership. Members allocate surpluses for any or all of the following purposes:
developing their co-operative, possibly by setting up reserves, part of which at least
would be indivisible; benefiting members in proportion to their transactions with the cooperative; and supporting other activities approved by the membership.

4. Autonomy and Independence

Co-operatives are autonomous, self-help organizations controlled by their members. If they enter into agreements with other organizations, including governments, or raise capital from external sources, they do so on terms that ensure democratic control by their members and maintain their co-operative autonomy.

5. Education, Training and Information

Co-operatives provide education and training for their members, elected representatives, managers, and employees so they can contribute effectively to the development of their co-operatives. They inform the general public - particularly young people and opinion leaders - about the nature and benefits of co-operation.

6. Co-Operation among Co-Operatives

Co-operatives serve their members most effectively and strengthen the co-operative movement by working together through local, national, regional, and international structures.

7. Concern for Community

Co-operatives work for the sustainable development of their communities through policies approved by their members.



Story Story Matters Here...

