The Subprime Mortgage Market

National and Twelfth District Developments

The Federal Reserve Bank of San Francisco is one of twelve regional Federal Reserve Banks across the United States that, together with the Board of Governors in Washington, D.C., serve as our nation's central bank.

The Twelfth Federal Reserve District includes the nine western states—Alaska, Arizona, California, Hawaii, Idaho, Nevada, Oregon, Utah, and Washington—and American Samoa, Guam, and the Northern Mariana Islands. Branches are located in Los Angeles, Portland, Salt Lake City, and Seattle, with a cash facility in Phoenix. The largest District, it covers 35 percent of the nation's landmass, ranks first in the size of its economy, and is home to approximately 20 percent of the nation's population.

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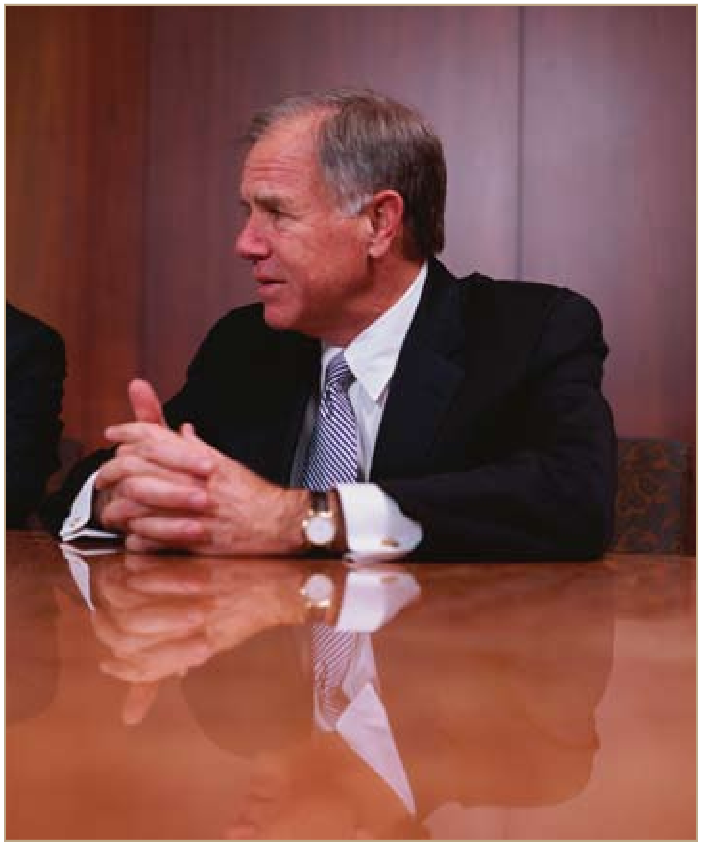
"The year 2007 will no

John F. Moore
First Vice President and
Chief Operating Officer

Janet L. Yellen
President and
Chief Executive Officer

doubt long be remembered . . .”

David K.Y. Tang
Chairman



T. Gary Rogers
Deputy Chairman

Letter from the President

The year 2007 will no doubt long be remembered as the year of the subprime mortgage crisis. Few have been untouched by it, including many in this Reserve District. During the first half of the year, the economy appeared to be on track for modest growth in spite of a serious downturn in the housing market. In mid-July, financial markets became highly volatile and increasingly averse to risk, triggered by concern about growing delinquencies in subprime mortgages. As the year drew to a close, economic prospects had dimmed considerably. The consequence is that credit conditions have tightened broadly throughout the economy and especially in the housing sector. Indeed, as I write this letter, we remain deeply concerned about the ongoing problems in the housing sector—rising delinquencies and foreclosures and falling house prices—and the distress it is causing for families and for communities. We are also concerned about the impact of these developments for the economic prospects of the national and Twelfth District economies. Federal Reserve policymakers are working hard on many fronts to understand the implications of the subprime crisis for households, financial markets, and the broader economy and to implement policies to mitigate the impacts and help prevent a recurrence of such events.

The personal toll of the subprime crisis for some homeowners and communities in our District is serious and deserves our close attention. Although our region continues to have some of the better performing housing markets, we also have some of the highest concentrations of delinquencies and foreclosures in the nation. Understanding and responding to these problems is a major strategic focus for our Bank.

This report features the work that staff in two areas of our Bank are doing to understand and address the subprime mortgage situation and its fallout. In the main essay, economists from our Research department examine the factors that led to the rise in subprime delinquencies and foreclosures and to the subsequent turmoil in the financial markets. The essay profiles national and Twelfth District developments and draws some significant conclusions about the importance of house-price appreciation as a contributing factor. The essay also provides insight into "lessons learned" about mortgage financing and capital markets that may contribute to financial market stability going forward.

The second essay spotlights a major initiative our Community Development department launched in 2007 to help homeowners in hard-hit communities avoid foreclosure. The initiative is an extension of the longstanding role Community Development has played through research, education, and collaborative outreach to support sustainable, affordable homeownership in our District.

The individuals involved in these efforts have provided me with regular briefings on developments in the housing and associated financial markets, and their work has provided important support for my participation in the Federal Open Market Committee's (FOMC) monetary policy deliberations. Starting in September, the FOMC began to lower the federal funds rate target to address growing concerns about tightening credit conditions and the risks posed to the broader economy. As of this writing in late March, the Committee had lowered the federal funds rate by 300 basis points.

Since last August, the Federal Reserve also has launched a number of initiatives to address liquidity concerns. The Board of Governors has cut the differential between the discount window lending rate and the federal funds rate for banks borrowing from the Fed from the customary 100 basis points to 25 basis points. At year-end, with liquidity strains still quite evident, the Board of Governors introduced the Term

Auction Facility as a new option for banks to tap into the Fed's lending function. In recent weeks, the Board and FOMC have also stepped in to provide liquidity to primary dealers through a new Term Securities Lending Facility and also through a new Primary Dealer Credit Facility that enables primary dealers to borrow directly at the discount window.

Other areas of the Bank also faced serious challenges in 2007. During the summer, as part of the Federal Reserve's ongoing check restructuring effort, our San Francisco Head Office's check operation merged into the Los Angeles Branch in one of the District's most ambitious consolidations to date. It is never easy to cut jobs, and it is certainly never easy for those employees who suffer the loss of their jobs. Nonetheless, morale and performance levels remained high as our team worked around the clock to meet the consolidation deadline.

I would like to take this opportunity to thank the team for their commitment and high standard of service to this Reserve Bank and to the public. I would also like to thank all the employees whose work I have not specifically mentioned in this letter. Throughout the Bank, many are dealing with significant transition issues as they strive to meet the Bank's objectives. I'm very pleased to say that their dedication and hard work have resulted in the achievement of our major goals, and we are featuring those accomplishments in the Bank Highlights of 2007 section of this report.

We are fortunate to be guided in our efforts by the diverse insights of our boards of directors and advisory council members, who represent a broad spectrum of industries and organizations within the Twelfth District. Their independent assessment of economic and financial conditions throughout our nine western states also plays an invaluable role in the formulation of monetary policy, and I thank them for their unflagging commitment to this critical public service.

In particular, I would like to acknowledge the many contributions of Richard W. Decker, Jr., chairman and cofounder, Belvedere Capital Partners LLC, San Francisco, California, and Jack McNally, principal, JKM Consulting, Sacramento, California, both of whom completed their terms of service on the Head Office Board at the end of 2007, after serving six and seven years, respectively.

In addition, I would like to express my sincere thanks and appreciation to the other directors and Federal Advisory Council and Economic Advisory Council members who concluded their terms of service during 2007:

- *on the Los Angeles Branch Board:* Anita Santiago, chief executive officer, Anita Santiago Advertising, Santa Monica, California;
- *on the Salt Lake City Branch Board:* Gary L. Crocker, chairman of the board, Merrimack Pharmaceuticals, Inc., Salt Lake City, Utah;
- *on the Seattle Branch Board:* Mic R. Dinsmore, president, Infrastructure Investment Division, Stark Investments, Seattle, Washington, who served as chairman of the Seattle Branch Board for the past five years;
- *as the Twelfth District member of the Federal Advisory Council:* Richard M. Kovacevich, chairman, Wells Fargo & Company, San Francisco, California; and
- *on the Twelfth District Economic Advisory Council:* John P. Connolly, national executive director, Actors' Equity Association, New York, New York.

Janet L. Yellen
President and Chief Executive Officer

The Subprime Mortgage Market

National and Twelfth District Developments

Introduction

In 2007, the term “subprime mortgage” became a household word. The subprime market in the U.S. had grown remarkably over the past decade, contributing to a rise in homeownership rates. However, it took the sharp increase in delinquencies and foreclosures in 2006 and 2007 for the subprime market to capture the public spotlight. Indeed, the sudden shift in fortunes in the subprime market appeared to catch borrowers and lenders off guard. In addition, the spillovers from the subprime meltdown reached deep into financial markets, causing substantial turmoil in the U.S. and abroad.

This report examines the developments in subprime financing to help understand the factors behind the sudden and substantial deterioration in the subprime market, as well as the reasons for the extensive impact on broader financial markets. The report highlights the experience in the Twelfth District, which has regions with some of the highest concentrations of subprime lending.

This report argues that much of the growth and success of the subprime market in the first part of the decade was built on the rise in house prices and the easing of underwriting standards, along with the use of innovations in financing. The reversal in housing market conditions quickly unmasked the vulnerability of the subprime market, as softening house prices in many markets greatly reduced the ability, as well as the willingness, of some borrowers to keep mortgage payments current. In addition, the turmoil that erupted in financial markets was due to the widespread distribution of exposure to subprime debt, as well as more general doubts that arose concerning the value of complex financial arrangements used to finance subprime mortgages and other credit.

What is “subprime”?

There is no one definition of a subprime mortgage. The classification “subprime” generally is a lender-given designation for loans extended to borrowers with some sort of credit impairment, say, due to missing installment payments on debt or the lack of a credit history.[1] The industry sometimes lumps subprime loans into the general class of nonprime loans, which also includes the so-called alt-A loans. Borrowers who receive alt-A loans generally have higher credit ratings than subprime borrowers, but the loans are viewed as nonprime because of some specific feature of the loan arrangement, such as limited or no documentation about income or assets, high loan-to-value ratios, high payment-to-income ratios, the purchase of a second home, or some combination of these characteristics (see Box 1).[2]

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[1] *See Souphala Chomsisengphet and Anthony Pennington-Cross, “The Evolution of the Subprime Mortgage Market,” Federal Reserve Bank of St. Louis Review (January 2006), for a discussion of the development of subprime mortgage lending in the U.S. www.research.stlouisfed.org/publications/review/06/01/ChomPennCross.pdf*

[2] *Fair Issac Company (FICO) credit scores are one metric of the overall risk of borrowers. FICO scores range from 300 to 850, with subprime generally assumed to be below the 620 to 660 range. Based on First American LoanPerformance (FALP) data for September 2007, FICO scores averaged 705 for alt-A borrowers and 617 for subprime borrowers for the U.S. The figures for the Twelfth District are 709 and 635, respectively.*

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Subprime mortgages can have fixed or adjustable interest rates. Interest rates on adjustable rate mortgages (ARMs) are pegged to a benchmark rate, such as the six-month Libor rate[3] or the one-year Treasury bill rate. As of September 2007, for a sample of outstanding subprime loans assembled by First American LoanPerformance (FALP), the spread over various benchmark rates averaged about 4 percentage points (see Box 2).

A feature of many subprime ARMs is a lower initial rate that is fixed for a period of time before resetting to the indexed rate. For example, the popular 2/28 ARMs reset to the fully indexed interest rate after the first two years. While initial rates on many subprime ARMs are lower than the reset rate, these initial rates are notably higher than prime mortgage rates. The typical subprime ARM in the FALP data set as of September 2007 had an initial rate of 8.0 percent, well above the conventional 30-year fixed rate of about 6.2 percent over the period in which the loans were originated.

Anecdotally, many subprime loans are not intended as long-term financing for houses. Instead, subprime loans are often viewed as a first step for certain borrowers who want to buy a house but do not have a sufficiently large down payment or a good enough credit history to qualify for prime (or even alt-A) financing. Indeed, subprime ARMs are often described as bridge loans to more permanent financing. With a bridge loan, the borrower has a chance to build a repayment history, build equity in the house, and eventually move (refinance) into a lower-priced mortgage. Historically, subprime borrowers who are not able to refinance into new loans tend to have relatively high loan default rates and often face foreclosures or are forced to find other ways to terminate their mortgage

Box 1: Alt-A versus subprime mortgages

Compared with subprime borrowers, alt-A borrowers tend to have higher credit ratings. At the same time, the alt-A classification tends to be associated with loans having more unconventional terms. These include interest only loans and option-ARMs. As of September 2007, an estimated 28 percent of all alt-A loans were interest-only, compared with 12 percent for subprime. Nearly 16 percent of all alt-A loans included a provision allowing a borrower to choose among several payment options each month, while it was extremely rare for a subprime loan to contain this feature. On balance, alt-A loans are viewed as having lower risk and, thus, carry lower interest rates than subprime loans. Based on the FALP data for September 2007, mortgage rates among the sample of alt-A borrowers averaged about 7 percent, compared with about 9 percent for subprime loans.

[3] *London interbank offered rate*

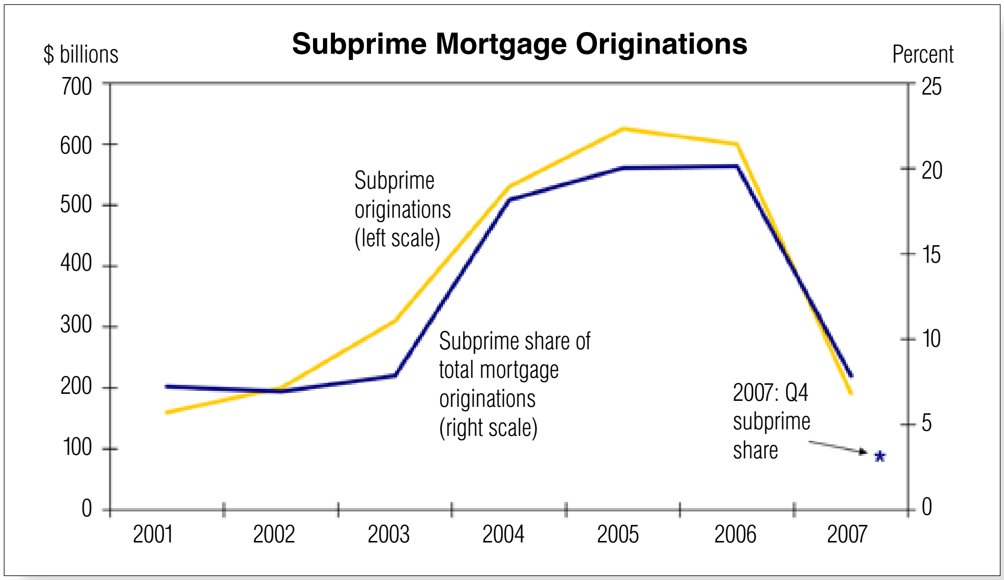


Figure 1

The surge in subprime mortgage lending peaked in 2005

Source:
Inside Mortgage Finance

contracts, such as by selling their houses.[4] Just like prime borrowers, many subprime borrowers have refinanced to tap equity in their homes.

Given the tendency for subprime borrowers to move out of their loans, at any point in time, outstanding subprime loans tend to be of relatively recent vintages. For example, as of September 2007, about 70 percent of the outstanding subprime loans had been originated in 2005, 2006, or 2007. This share for the Twelfth District is even higher, at about 80 percent.

The rise in subprime lending

The subprime market began to bloom in the late 1990s, and then picked up steam after the 2001 recession (Figure 1). At the start of the current decade, subprime originations still only accounted for about 6 percent of total residential mortgage originations. By 2006, the subprime share of total mortgage originations had risen to about 25 percent. By one estimate, in late 2007, the number of outstanding subprime mortgage loans totaled about 7¾ million, or 14 percent of the overall mortgage market.[5]

While the growth in subprime mortgage debt has been a national development, the regional importance of subprime mortgages varies considerably. Regional concentrations of subprime lending are reflected in Figure 2. These data are shares of total originations that are defined as higher-priced mortgages in the data collected by the Federal Reserve under the Home

Box 2: Sources of data on subprime mortgages

Home Mortgage Disclosure Act
Identifies mortgage loan originations as "higher-priced" if the contract rate is greater than 3 percentage points over the yield on an appropriate Treasury security. These data are collected by the Federal Reserve and released by the Federal Financial Institutions Examination Council (FFIEC).

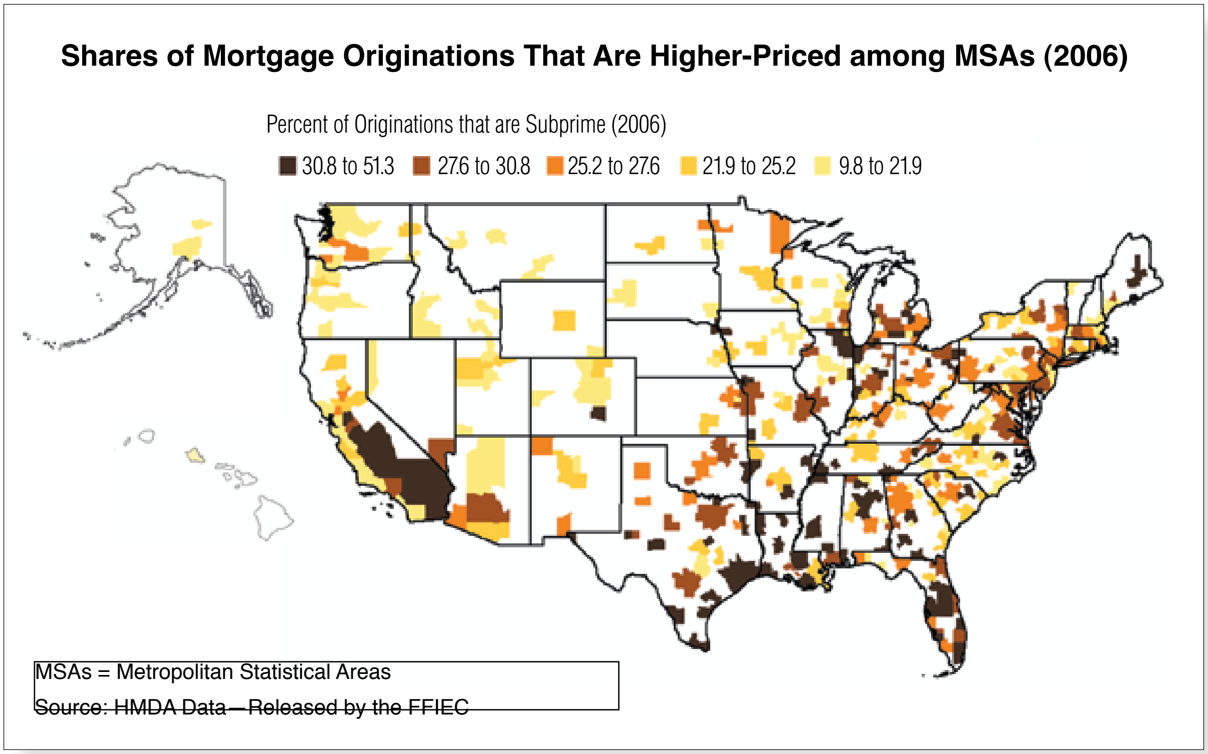
Mortgage Bankers Association
Reports loan performance based on a survey of its members. Loans are classified as subprime if the lender's business is predominantly in the subprime category.

Private sector data providers (First American LoanPerformance, McDash Analytics)
Collect data from mortgage servicers on mortgage characteristics and loan performance. The subprime classification is determined by the mortgage originator.

[4] *See Chomsisengphet and Pennington-Cross, "The Evolution of the Subprime Mortgage Market" (January 2006).*

[5] *See remarks by Federal Reserve Governor Randall S. Kroszner at the Consumer Bankers Association 2007 Fair Lending Conference, Washington, D.C., "The Challenges Facing Subprime Mortgage Borrowers" (November 5, 2007). www.federalreserve.gov/newsevents/speech/kroszner20071105a.htm#f2*

Figure 2 *Some of the highest concentrations of subprime mortgage lending are in the Twelfth District*



Mortgage Disclosure Act (HMDA) (see Box 2). These higher-priced loans likely include virtually all subprime loans and a share of alt-A loans. The Twelfth District figures prominently in this map: some of the largest concentrations of higher-priced loans in the country are in the inland parts of California and the Las Vegas area, where the shares of mortgage loans originated in 2006 that were higher-priced ranged from about 35 percent to 40 percent, compared to the national average of around 25 percent. It is also worth noting that some of the communities with the lowest exposures to subprime lending also are in the Twelfth District, with the San Francisco and Seattle areas having below-average higher-priced loan shares of about 14 percent and 22 percent, respectively, in 2006.

The rise in subprime lending occurred within the context of an overall boom in housing and was greatly facilitated by innovations in housing finance. The housing boom, which was underway in the second part of the 1990s and strengthened further after 2001, was marked by strong growth in housing starts and a striking increase in homeownership rates. Even more striking was the rise in house prices, with double-digit gains in 2004 and into 2005 (red line, Figure 3). Some of the markets posting the most rapid house-price appreciation at the height of the housing boom were in the Twelfth District (Figure 4).

Seeds of the crisis

In the heady environment of seemingly relentless house-price appreciation in many markets, the growth in housing demand was accompanied by an increase in the supply of mortgage credit. Access to mortgage credit was made easier as underwriting standards on mortgage debt eased. Looser standards included a general increase in loan-to-value ratios, less stringent debt-to-income requirements, and a willingness on the part of lenders to accept limited or no documentation of borrowers' income and assets.

The expansion of subprime credit, and perhaps even the loosening of credit standards, was facilitated by developments in asset-backed markets. Traditional "portfolio" lending involves a bank originating and holding the loan. For securitized credit, such as the issuance of residential mortgage-backed securities (RMBSs), loans are purchased from firms

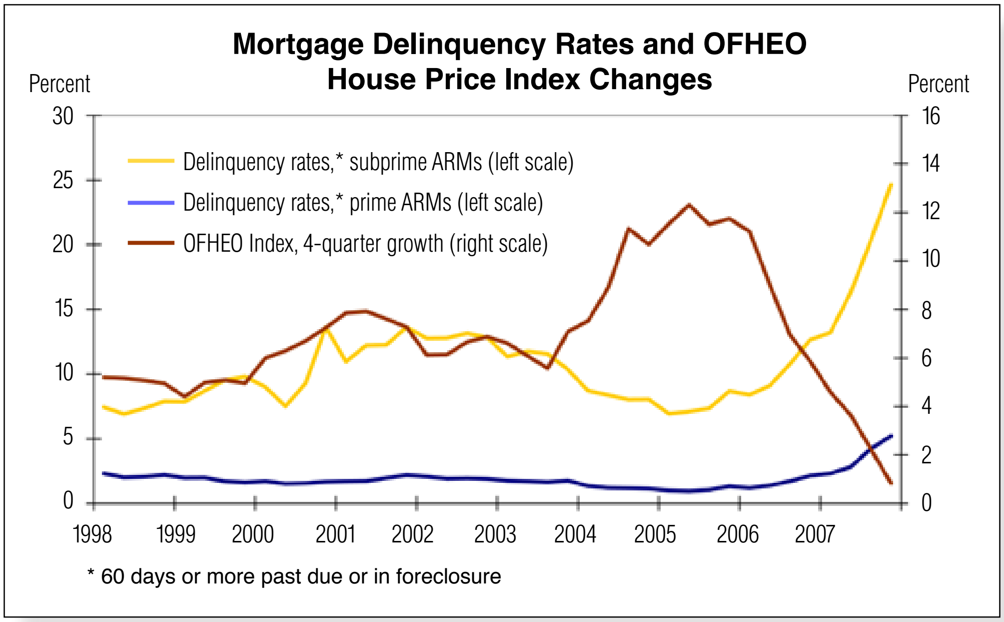


Figure 3

Mortgage delinquency rates rise with cooling house prices

Sources:
Office of Federal Housing Enterprise Oversight
Mortgage Bankers Association

originating loans (banks, mortgage companies, and others) and then assembled into pools. These RMBSs, representing claims on the principal and interest payments made by borrowers on the loans in a pool, are then sold to investors. For years, the securitization of residential mortgages was dominated by the government–sponsored enterprises (GSEs), Fannie Mae and Freddie Mac, which primarily securitized loans extended to higher quality borrowers who met legislative limits on loan size.

For the subprime market, sea change came with the growth in so-called private-label RMBSs issued by brokerage firms, banks, and even homebuilders, rather than by the GSEs.[6] Indeed, securitization, or the originate-to-distribute model, came to dominate subprime financing. As the volume of subprime mortgage originations grew over the past decade, the share of total subprime financing through private-label RMBSs increased even faster, with the share rising from about 46 percent in 2001 to 75 percent in 2006. These subprime RMBSs found their way into the portfolios of a wide range of investors, including a number of large and not-so-large financial institutions in the U.S. and abroad.

For many investors, exposures to subprime mortgages did not come from direct holdings of RMBSs, but rather through other types of asset-backed securities. For example, CDOs, or collateralized debt obligations, package multiple RMBSs (and other types of debt)—essentially securitizing several already securitized bundles of long-term debt instruments. Typically, they include tranches—literally, “slices”—of mortgage-backed securities with different exposures to risk based on a prioritization of the payments from the underlying mortgage securities, and are a type of “structured credit.”

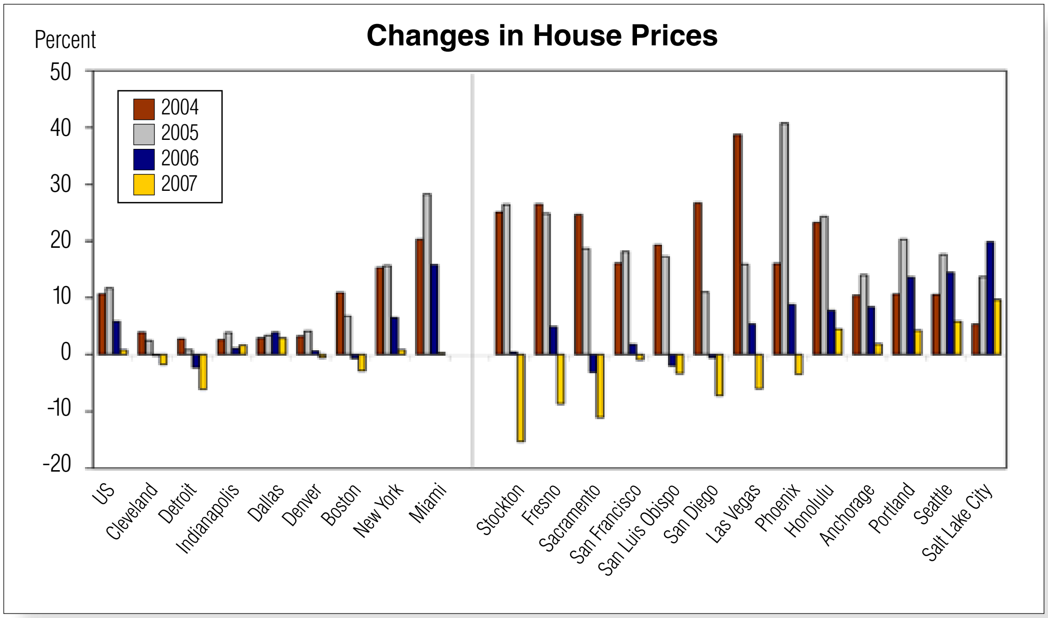
Another example is the structured investment vehicle (SIV). A SIV is an ongoing, open-ended vehicle in the sense that new assets can be added to the vehicle over time, and the liabilities can be refinanced. A SIV typically is sponsored by a large financial institution, such as a bank, but is in fact a separate legal entity. These SIVs invest in longer-term assets (including subprime-related debt) that are funded with combinations of short-term and medium-term debt.

In principle, the advantages of securitization are greater diversification and the spreading of risk, potentially broadening access to credit and lowering its cost. However, the extent and incidence of risk may not always be clear in a world of complex financial arrangements. For some large financial institutions,

[6] *In addition to subprime mortgages, alt-A and jumbo loans (mortgages that are too large to be securitized by GSEs) are securitized through private-label RMBSs. The three categories are sometimes referred to as nonconforming loans because they do not meet accepted requirements for securitization in RMBSs issued by GSEs.*

Figure 4

Several Twelfth District MSAs have shown pronounced swings in house-price appreciation



Source:
Office of Federal Housing Enterprise Oversight

for example, the link to the subprime market came not through direct investment in subprime-related assets, but through their ties to the funding of those assets; in particular, the funding of CDOs was typically backed up with full liquidity facilities provided by large financial institutions.[7] Sponsors of SIVs also provided liquidity back-ups to help enhance the credit rating of the SIVs. Additionally, both SIVs and CDOs obtained some funding through the issuance of commercial paper. Moreover, in the originate-to-distribute model for subprime financing, commercial paper often was used to finance warehoused loans (temporary financing for subprime mortgages between the time when mortgage loans are extended to borrowers and when they are packaged for sale in the secondary market). This asset-backed commercial paper, which grew dramatically from 2003 through mid-2007, was partially financed by money market mutual funds.

Another issue is the difficulty in valuing complex structured credits. To deal with the complexity of these instruments, many market participants, including financial institutions and other sophisticated investors, relied to a great extent on credit rating agencies for assessments of the risk. A very large share of the value of structured investments originally was in highly rated tranches (AAA or AA). These ratings led many investors to assume that the structured credits posed little risk.

Taken together, these developments created intricately entwined exposures to the subprime market within the fabric of broader financial markets. While this helped support growth in the subprime market, the lack of transparency created by the layers of complex financing made it difficult to assess the degree and incidence of risk among financial institutions and instruments. That lack of transparency was a key reason the meltdown in the subprime market eventually led to such serious turmoil in financial markets more generally (see Box 3).

The rise in mortgage delinquency rates

The originate-to-distribute model for financing subprime debt worked well through the first part of this decade. At the end of 2005, delinquency rates were elevated in Gulf Coast state markets hit hard by Hurricane Katrina and in Midwest markets that had experienced subpar economic performance. Elsewhere, despite the easing of credit standards discussed earlier, delinquency rates on subprime mortgages generally

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7 *In 2006, the creation of credit default swaps tied to pools of subprime RMBSs provided yet another avenue for spreading risk in subprime debt.*

improved from 2001 through 2005 (Figure 3). In fact, delinquency rates on risky subprime mortgages were remarkably low in a number of markets, including those in the Twelfth District (Figure 5).

In retrospect, cracks in the veneer of the subprime market were evident in late 2005, with serious problems becoming more obvious in the second half of 2006 (Figure 3). Overall, the deterioration in the performance of subprime loans was sudden, and it has been substantial. The changes in delinquency rates have been most pronounced in the markets in which subprime mortgage performance had been remarkably good. This is especially evident in the West. The Twelfth District has several of the metropolitan statistical areas (MSAs) where subprime mortgage delinquency rates have moved from some of the lowest to some of the highest rates in the country (Figure 5).[8]

Among MSAs in the U.S., the median subprime delinquency rate in the markets covered by the LoanPerformance data was 17.4 percent, with a range from about 7 to over 30 percent, as of September 2007.[9] Subprime delinquency rate hotspots include inland areas of California and parts of Nevada, Florida, and Ohio. In the Twelfth District, the highest subprime delinquency rates were in communities

[8] *An MSA is a county-based area forming a central urban area. MSAs are defined by the Office of Management and Budget.*

[9] *Source: FALP. "Delinquency" in this report is defined as being more 60 days or more past due or in foreclosure.*

Box 3: Financial market turmoil

The market's assessment of risk in the subprime market began to change in response to information on the rise in subprime mortgage delinquencies in the second half of 2006 and early 2007. Nevertheless, despite the rise in delinquencies, the market appeared to retain confidence in highly rated tranches of subprime RMBSs through the first half of 2007. Moreover, the originate-to-distribute financing of subprime and other nonconforming mortgages continued to function, though at a lower level.

After June 2007, however, risk indicators for subprime RMBSs and related credit derivatives shot up. The trigger for the sudden shift in sentiment was the set of substantial rating downgrades on a number of highly rated tranches of subprime RMBSs. The downgrades raised concerns reaching far beyond the directly affected securities. The market became worried about the quality of rating agencies' evaluation of risk in other structured credits, including those associated with nonconforming mortgages, along with the risk associated with asset-backed commercial paper. With uncertainty about risk exposures to subprime-related debt and more conservative liquidity management by banks, the interbank market for term loans was disrupted and experienced sharp increases in risk premiums. Market participants also appear to have reassessed financial risk more generally, as risk spreads increased on virtually all securities and credit, outside of the Treasury market.

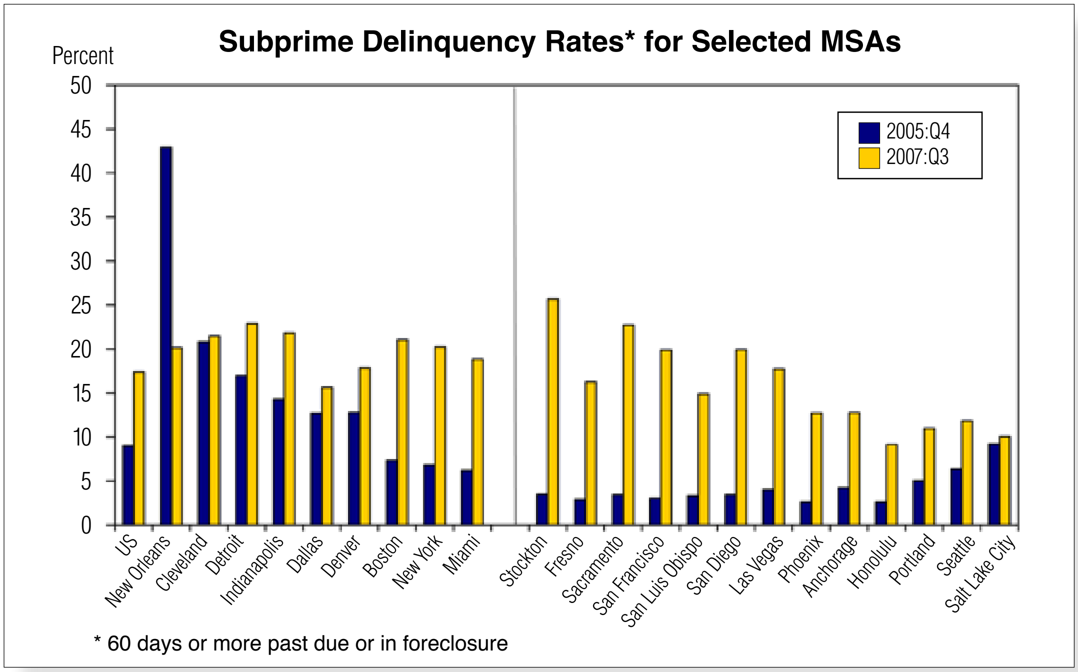
The result was a near seizing up of structured financing and a severe cutback in the securitization of nonconforming mortgages. In addition, the asset-backed commercial paper market contracted sharply, forcing managers of many SIVs and CDOs to turn to back-up lines for liquidity.

With the breakdown in funding, firms originating nonconforming mortgages were left holding loans and RMBSs that could not be sold into the market. In addition, some mortgage firms were forced to take back some loans that had defaulted soon after being securitized. The resulting funding squeeze put severe pressure on firms that were focused on residential real estate financing, several of which failed. In a matter of months, some mortgage originators, such as New Century, fell from apparent profitability into Chapter 11 bankruptcy.

Several financial institutions in the U.S. and abroad were hit with sizable losses owing to their exposures as sponsors of SIVs and underwriters of other structured credit, as well as their direct exposures to subprime-related debt. Even lesser-known financial firms, such as Northern Rock in the U.K., were crippled by exposure to U.S. subprime debt; that institution was eventually taken over by the government.

Figure 5

Subprime delinquency rates for many Twelfth District MSAs have risen sharply



Source:
First American LoanPerformance

The hits taken by monoline financial guarantors further spread the effects of the market turmoil. These companies guarantee the timely payment of principal and interest due on various types of securities, including structured credits. Losses at these firms affected their capital positions and brought into question their future ability to guarantee a wide range of securities, including those issued by state and local governments.

Among portfolio lenders, such as commercial banks, these developments led to the rapid growth in assets relative to capital. Though the banking system overall entered this difficult period in a strong position, with concerns about further pressures on capitalization and more general deterioration in loan quality, banks took steps to tighten credit terms and restrict availability on virtually all types of credit.

In response to the market turmoil, the Federal Reserve System initiated several policy actions to forestall the effects of the financial market turmoil. These included large injections of reserves starting in early August 2007, making discount window lending more accessible, and introducing the Term Auction Facility, which gives banks another route besides the discount window to tap into the Fed's lending function. The Federal Open Market Committee also took several actions to substantially ease the stance of monetary policy, including a 75-basis-point cut in the federal funds rate target at an unscheduled meeting on January 22, 2008.

The actions by the Federal Reserve, along with the global "flight to safety" in which many financial market participants sought the safety of securities issued by the U.S. government, contributed to a sharp decline in interest rates on U.S. Treasury securities. However, the extent of the net stimulatory effects was less than suggested by the drop in "risk-free" Treasury rates. For private sector borrowers, the decline in risk-free rates was mitigated, and, in some cases, even offset by the tightening credit standards and lower tolerance for risk in financial markets. Prior to the turmoil, risk premiums on virtually all kinds of private sector debt were unusually low, and, as noted in this report, some credit standards were lenient, to say the least. However, amidst the market turmoil, interest rates on virtually all privately issued securities rose relative to yields on comparable maturity Treasury securities. Higher quality firms did see a net decline in the cost of credit, even with a rise in the risk premiums, though lower-grade corporate bonds with greater credit risk faced notably higher interest rates. Among households, rates on low-risk conforming mortgages decreased on balance, while other mortgage rates rose, even for some borrowers with high credit ratings.

Economic Research

Group Vice President Fred Furlong (second from left) and economists (left to right) Yelena Takhtamanova, Elizabeth Laderman, and John Krainer, from the Economic Research department, conduct in-depth research and analysis of economic, banking, and financial developments in the U.S. and Twelfth District.

in California's Central Valley, with Stockton ranking eighth among MSAs. The delinquency rate for the Stockton area, for example, jumped from about 3.5 percent at the end of 2005 to over 25 percent in late 2007. Subprime delinquency rates were high in other Central Valley communities, especially the Modesto and Merced areas. In the Las Vegas and Phoenix areas, subprime delinquency rates reached 17.7 percent and 12.7 percent, respectively, in 2007, compared with 4 percent and 3.6 percent at the end of 2005. The Twelfth District also has some of the better performing markets, including parts of California, Arizona, and the Pacific Northwest. Delinquency rates on subprime loans moved up in Hawaii and Alaska, but were below the national average (Figure 6). The delinquency rate in the Salt Lake City, Utah, area, which changed little since 2005, also was below the national average.

Within the Twelfth District, the combination of concentrations of subprime loans and poor performance of mortgage loans in some areas has led to some of the highest overall rates of mortgage foreclosure filings in the nation (Figure 7). In 2007, MSAs in California's Central Valley were among the highest in the nation in terms of foreclosure filings relative to the number of households. Also high on the list were inland areas of Southern California and Las Vegas, Nevada. With these concentrations of foreclosures, Nevada ranked highest in the nation in terms of foreclosure filings compared to the number of households in 2007, and California ranked fourth. Outside of the Twelfth District, Florida and Michigan ranked second and third, respectively. Areas in the Twelfth District with more moderate foreclosure filing rates include MSAs in the Pacific Northwest, Alaska, and Hawaii.

Drivers of delinquency rates

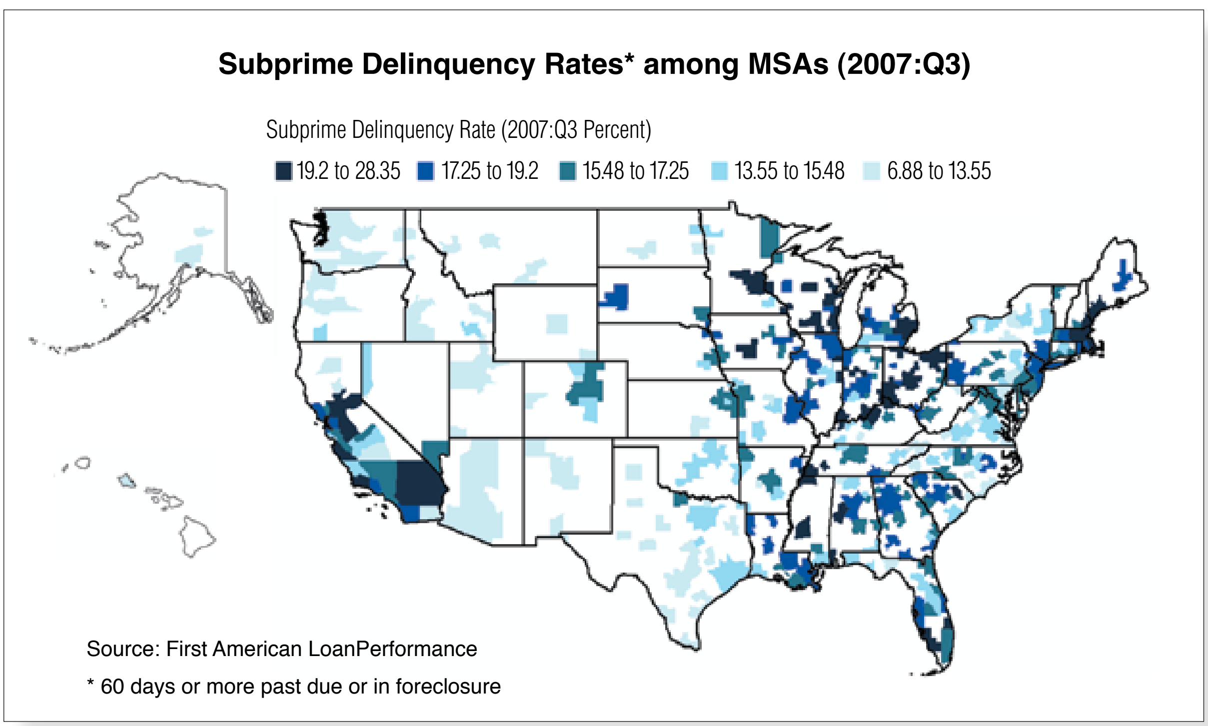
The most important factor by far in explaining the regional differences in subprime delinquency rates has been the change in house prices. As suggested by Figures 4 and 5, areas such as those in the Twelfth District with very rapid house-price appreciation in 2004 and 2005 had extremely low subprime delinquencies at the end of 2005. The strong link between house-price appreciation and the performance of subprime loans prior to the recent crisis is confirmed by more formal statistical analysis that controls for other factors such as economic conditions.[10]

Formal analysis also shows that, since the slump in housing in mid-2005, changes in house prices have been the most reliable indicator of subprime delinquency hotspots in the U.S. and the Twelfth District.[11] Figure 8 provides a graphical perspective on this link between delinquency rates and house-price appreciation. The figure covers the largest MSAs, highlighting those in the Twelfth District, and shows a strong negative relationship between the past two years of house-price appreciation and subprime delinquency rates in 2007.

As important as changes in house prices are in explaining the rise in delinquencies, they are not the only factors. Research finds that, in recent years, employment conditions and indicators of borrower risk, such as FICO scores, also help explain regional differences in mortgage delinquency rates.[12] For example, weakness in job markets helped account for the higher levels of delinquency rates for metro areas such as Cleveland and Detroit, or cities in the Gulf Coast states still recovering from Hurricane Katrina. Studies also find that measures of loan risk, such as loan-to-value ratios, are related to the probability a borrower will default on a mortgage loan.

Researchers have examined whether a sudden deterioration in underwriting standards might account for the abrupt deterioration in the performance of subprime mortgage loans in recent years. One study

Figure 6 *Parts of the Twelfth District exhibit exceptionally high rates of subprime delinquencies*

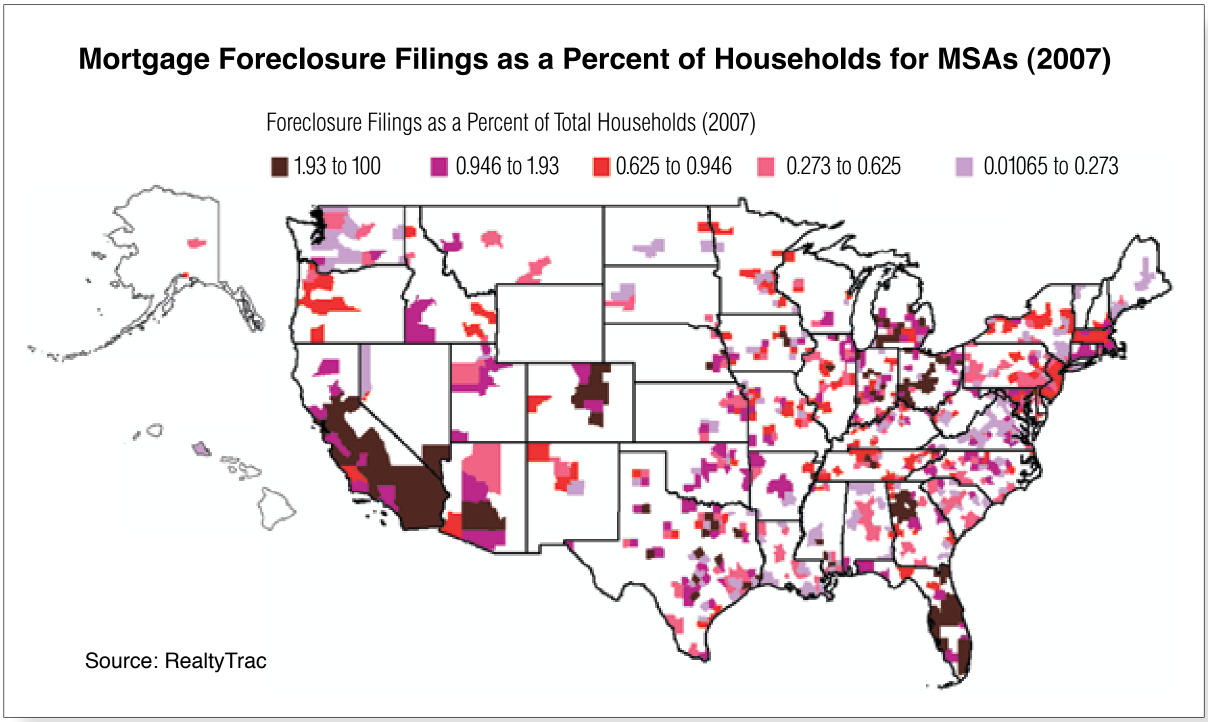


[10] *See Mark Doms, Frederick Furlong, and John Krainer, "Subprime Mortgage Delinquency Rates," Federal Reserve Bank of San Francisco, Working Paper 2007-33 (2007). www.frbsf.org/publications/economics/papers/2007/wp07-33bk.pdf*

[11] *The analysis also shows that the deceleration in house prices since 2005 is highly correlated with the change in subprime delinquency rates among MSAs.*

[12] *See, for example, Doms, Furlong, and Krainer, "Subprime Mortgage Delinquency Rates" (2007).*

Figure 7 *Forclosure rates in the Twelfth District are highest in areas of subprime concentration*



finds that, during the explosive growth of the subprime market from 2001 to 2006, the quality of loans deteriorated relatively steadily as underwriting criteria eased.[13] That work suggests that declining underwriting standards played a role by increasing the overall riskiness of the pool of subprime borrowers, but the effects were not evident until after house prices softened. One factor that does not appear to have had a significant direct role in triggering defaults on subprime mortgages in 2006 and 2007 are interest rate resets on subprime ARMs. As indicated earlier, originations of the vast majority of outstanding subprime loans took place since 2005, and only a fraction hit reset dates as of late 2007.

Overall, then, the key finding of most research on the issue of the performance of subprime loans in recent years is that house prices matter.[14] This can be the case even though it is assumed that the common triggers for mortgage delinquencies and defaults are life events such as job loss, illness, or divorce—which disrupt the borrower's ability to repay a mortgage. Changes in house prices can be expected to affect the sensitivity of borrowers to such life events by influencing the ability and willingness of homeowners to keep current on their mortgage payments. In a market in which house prices have been stagnant or even declining, a borrower with a recent mortgage secured with little or no down payment would not have the flexibility to tap equity in the house to weather a life event. Likewise, if a borrower was counting on house-price appreciation in order to refinance into a more affordable loan, low or no appreciation would foil these plans. This could leave the borrower with a mortgage that is unaffordable on a permanent basis. Alternatively, this hypothetical borrower might even be able to afford the loan but still be unwilling to make the payments if the borrower thought house-price appreciation would remain low or even be negative going forward. This latter scenario would view borrowers—even those borrowers for whom

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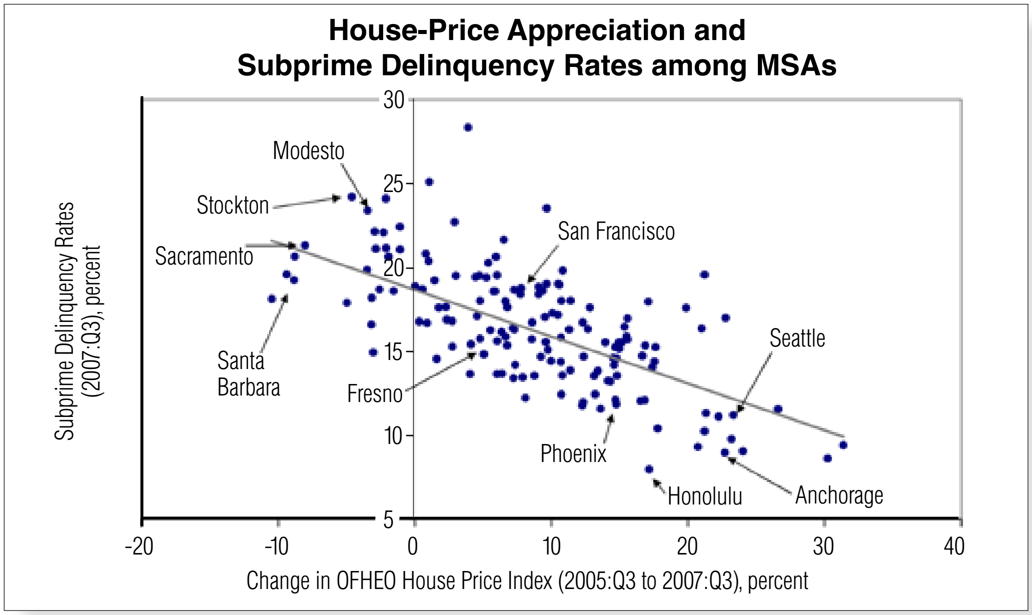
[13] *See Yuliya Demyanyk and Otto van Hemert, "Understanding the Subprime Mortgage Crisis," Federal Reserve Bank of St. Louis, manuscript (February 4, 2008). http://papers.ssrn.com/sol3/papers.cfm?abstract_id=1020396*

[14] *A particularly important study is: Kristopher Gerardi, Adam Hale Shapiro, and Paul S. Willen, "Subprime Outcomes: Risky Mortgages, Homeownership Experiences, and Foreclosures," Federal Reserve Bank of Boston, Working Paper 07-15 (2007). They conclude that house prices have been the main drivers of the rise in foreclosures. This paper provides an assessment of the homeownership experiences in Massachusetts from 1989 to 2007. www.bos.frb.org/economic/wp/wp2007/wp0715.htm*

Figure 8

House-price appreciation is a strong predictor of subprime delinquency rates



Sources:
First American LoanPerformance
Office of Federal Housing Enterprise Oversight

the loan is for their primary residences—as real estate speculators, in part. If house prices are not expected to rise as before, some borrowers may conclude that they own too much house, and demand will fall.

To the extent that the subprime meltdown is tied to the overall slump in housing, other borrowers also should be affected. Indeed, many of the same conclusions just cited apply to prime and alt-A mortgage delinquencies as well. While default rates for alt-A and prime loans are lower than for subprime loans, delinquency and foreclosure rates among all categories across regions of the country are highly correlated. More formal statistical analysis confirms that differences in house-price appreciation account for most of the regional differences in delinquency and foreclosure rates, whether for prime or nonprime borrowers.

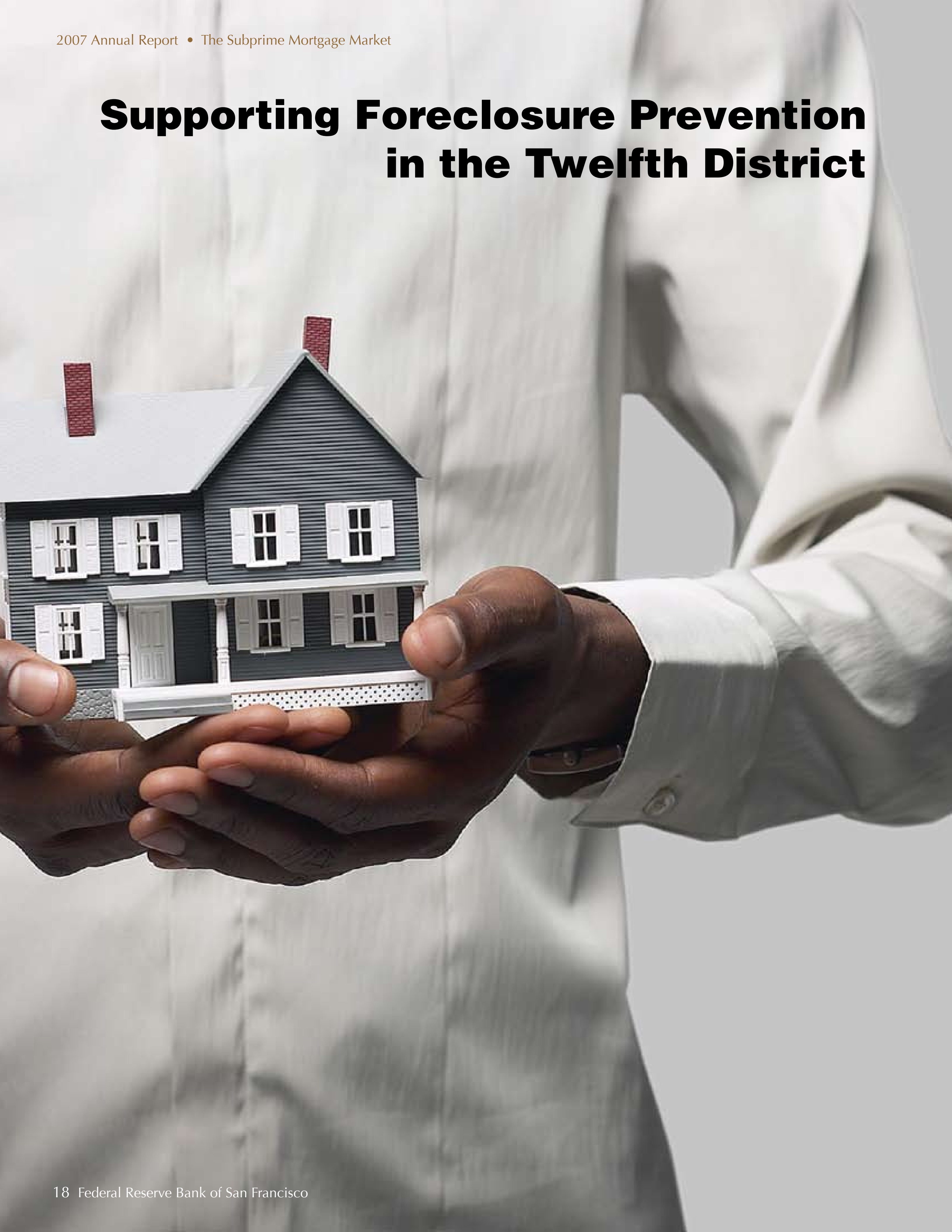
Conclusion

The meltdown in the subprime mortgage market in large part reflects the more general housing downturn and decline in the demand for housing. With the cover of rapidly rising house prices removed, the vulnerability and underlying riskiness of subprime lending has been revealed. That vulnerability is especially notable, given the way that delinquency rates have shot up, even though a very large share of subprime borrowers have yet to face interest rate resets. Going forward, the potential effects of interest rate resets will depend, in part, on movement in the various indexes used to set mortgage rates on subprime ARMs. At the same time, to the extent that the decline in house prices continues to be the main predictor of mortgage defaults, and housing continues to slump, default rates could very well continue to rise.

As far as capital markets are concerned, the meltdown in the subprime market is likely to have longer-term effects on the financing of mortgages and other credit. The problems in the subprime market not only affect securitization of subprime mortgages, but also securitization of jumbo loans and alt-A mortgages.[15] For securitization of nonconforming loans to rebound, the implementation of the originate-to-distribute model will have to be changed. Investors also will need to develop better tools for evaluating and pricing the risk of structured credits. Even with such changes, the cost of credit is likely to be higher going forward, and credit financing will perhaps be characterized by a different balance between securitization and traditional portfolio-based lending than observed at the height of the subprime boom.

[15] *The economic stimulus package passed by Congress in February 2008 raises the limit on the maximum size of conforming loans for six months (July through December 2008), which would be expected to boost temporarily the securitization of more jumbo mortgage loans.*

Supporting Foreclosure Prevention in the Twelfth District



"The wealth building that follows homeownership is great, but if low- and moderate-income households get foreclosed on their loans, these households typically lose all the equity they have accumulated."

– Former Federal Reserve Governor Edward Gramlich[1]

Because some of the nation's highest delinquency and foreclosure rates are concentrated in the Twelfth District, minimizing the impact of foreclosures on low- and moderate-income families and communities has become an important priority for the Federal Reserve Bank of San Francisco's Community Development department. As former Governor Gramlich notes in his book, *Subprime Mortgages: America's Latest Boom and Bust*, expanded access to credit has provided many low-income and minority families with opportunities to become first-time homeowners and build assets. The recent rise in foreclosures threatens to undermine these gains, with significant social and economic costs to both borrowers and communities. Assisting distressed borrowers and preventing unnecessary foreclosures, therefore, is an important component of promoting asset building among low-income households.

In 2007, Community Development launched a comprehensive foreclosure prevention initiative, "Preserving Homeownership: Preserving Communities." The initiative marshals the research, educational, and convening powers of the Federal Reserve to prevent foreclosures and help mitigate the local impact of foreclosures on neighborhoods.

Identifying vulnerabilities

Conducting region-specific research is a critical component of the initiative. As a first step, researchers in the Community Development department analyzed local data to identify which areas of the Twelfth District have been the most affected by rising delinquencies and foreclosures. Examining data on county foreclosure filings, changes in house values, and census data on neighborhood socioeconomic characteristics revealed vulnerabilities in the neighborhoods of California's Central Valley, Riverside/San Bernardino, and the metro areas of Nevada and Arizona. This research allowed the department to strategically target its resources and outreach activities in these areas.

Educating stakeholders

Building on this research, the second part of the initiative focuses on educating stakeholders about local foreclosure trends and disseminating best practices in foreclosure prevention. In the summer of 2007, in partnership with the other three bank regulatory agencies, the department hosted six foreclosure prevention summits in San Francisco, Fresno, Los Angeles, San Diego, Phoenix, and Las Vegas. The summits brought together over 700 participants, including local, state, and federal government officials, bank and nonbank lenders, loan servicers, mortgage brokers, housing counselors, leaders of community organizations, and academics. These meetings helped inform nonprofit organizations and government agencies about the nature, causes, and extent of foreclosures in their areas, and galvanized local efforts to target interventions and resources to the most affected areas. Since then, additional meetings have been held in Modesto, California's Inland Empire, and Utah.

Strengthening local task forces

The third part of the initiative helps create or strengthen local task forces to address challenges to foreclosure prevention in the Twelfth District's

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[1] Edward M. Gramlich, *Subprime Mortgages: America's Latest Boom and Bust* (Washington, D.C.: The Urban Institute, 2007) p. 33.

communities. Each task force—comprising a broad coalition of government agencies, nonprofits, financial institutions, and servicers—is designed to respond to local needs and to take various actions to prevent and mitigate foreclosures.

In Arizona, for example, the Arizona Foreclosure Prevention Workgroup Coalition has been instrumental in raising distressed borrowers' awareness of the national HOPE Hotline (888-995-HOPE). Established by NeighborWorks America, in partnership with the Homeownership Preservation Foundation, the hotline offers delinquent borrowers counseling over the phone 24 hours a day, seven days a week. The hotline also refers delinquent borrowers to local U.S. Housing and Urban Development-approved counseling agencies for assistance with loan modifications.

The San Bernardino-Riverside Foreclosure Prevention Task Force and Fresno's No Homeowner Left Behind Coalition also have made public awareness and improving outreach to distressed borrowers part of their agendas. Research shows that as many as one-third of borrowers in distress never contact their loan servicers to discuss a possible forbearance plan or loan modification. To overcome this challenge, both groups held large-scale consumer mortgage checkup events, where borrowers were invited to meet with servicers and housing counselors to review their mortgages and discuss possibilities for modification. In San Bernardino, the workshop helped over 500 homeowners gain an understanding of their mortgage terms and connect with the appropriate foreclosure prevention resources.

In addition to outreach targeting borrowers, local task forces are trying to improve the institutional capacity of stakeholders who provide loan modification and forbearance assistance. Community Development has sponsored several training workshops for housing counselors, lenders, and servicers. The Loan Servicer Forum in Los Angeles in December 2007, for example, helped identify the major barriers to effective loan resolutions, which resulted in improved communication channels between housing counselors and servicers. The Arizona Coalition has leveraged private, state, and federal funding sources to increase the capacity of local housing counselors to respond to the growing number of calls from distressed borrowers.

Addressing challenges

Despite these efforts, numerous challenges to mitigating the impact of foreclosures remain. Already, the high volume of defaults in some neighborhoods is outstripping the capacity of community groups to help all distressed borrowers. In addition, within many areas of the Twelfth District, the high cost of housing precludes the adoption of strategies that are being implemented in other regions of the country. For example, the high cost of land and housing makes it more difficult for nonprofits to buy foreclosed properties and return them to the market as affordable housing. Community Development is working to identify programs and policies that are effective in high-cost areas and will share these ideas through meetings and publications. As developments in the

Community Development

Community Development conducts research and outreach on a wide range of community and economic development issues affecting low- and moderate-income communities in the Twelfth District.

Standing (Left to Right): Melody Winter Nava, Lauren Mercado-Briosos, Ian Galloway, Scott Turner, Carolina Reid, Jan Bontrager, Craig Nolte, Naomi Cytron. Seated (Left to Right): John Olson, Lena Robinson, Vivian Pacheco, David Erickson. Not Pictured: Joy Hoffmann.

subprime market continue to unfold, the department also is working to identify emerging hotspots in other areas of the Twelfth District.

Still, many questions need to be answered before the effects of current trends in the mortgage market on low-income borrowers and neighborhoods can be fully understood. Who has been most affected by the rise in defaults and delinquencies in the subprime market? What happens to low-income families after they lose their homes? What is the relationship between savings, consumer debt, and financial decisionmaking? The answers to these questions can help shape policies and strategies to support sustainable homeownership, now and in the future.

By leveraging the Federal Reserve's research and its ability to bring together groups and resources, Community Development hopes to identify and share emerging answers to these questions, and work with its partners to build a foundation for sustainable homeownership among low- and moderate-income families.

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& Regulation

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Senior Vice President
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JOHN F. MOORE
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Cash Product Office Director

MARK L. MULLINIX
Executive Vice President
Accounting, Credit & Risk Management,
and Enterprise Risk Management
Cash Product Office Manager
Los Angeles Branch Manager

(Standing from Left)

SUSAN A. SUTHERLAND
Senior Vice President
District Business Continuity, Legal,
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Human Resources, and Statistics

JOHN P. JUDD
Executive Vice President
Economic Research

MARK A. GOULD
Senior Vice President
and Chief Information Officer
Information & Technology Services
and Cash Product Office
Seattle Branch Manager

Branch Managers

Portland	Seattle	Salt Lake City	Los Angeles
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Vice President	Senior Vice President	Group Vice President	Executive Vice President

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As of January 1, 2008

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Boards of directors of the Reserve Banks and Branches provide the Federal Reserve System with a wealth of information on economic conditions in every corner of the nation. This information, along with other sources, is used by the Federal Open Market Committee and the Board of Governors when reaching decisions about monetary policy.

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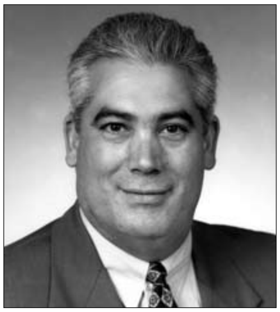
Chairman and
Chief Executive Officer
City National Bank
Beverly Hills, California

Los Angeles Branch Board of Directors

As of January 1, 2008

Chairman of the Board



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Ernst & Young LLP
Los Angeles, California

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President and Chief Executive Officer
Evans Hotels
San Diego, California

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Johnson Development Corporation
Beverly Hills, California

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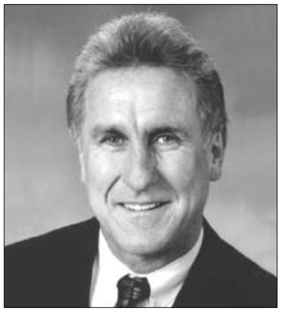
Los Angeles, California

ANN E. SEWILL
President,
California Foundation Land Trust
California Community Foundation
Los Angeles, California



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Portland, Oregon

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Salt Lake City Branch Board of Directors

As of January 1, 2008

Chairman of the Board

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Salt Lake City, Utah

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Executive Officer
Zions Bank
Salt Lake City, Utah

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Chief Executive Officer
United Way of Salt Lake
Salt Lake City, Utah

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Chief Executive Officer
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Salt Lake City, Utah

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Chief Executive Officer
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SCOTT L. HYMAS
Chief Executive Officer
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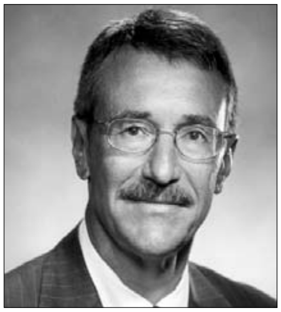

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President, Idaho Region
Bank of the Cascades
Boise, Idaho

Seattle Branch Board of Directors

As of January 1, 2008

Chairman of the Board

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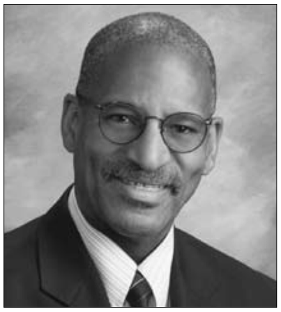
President
NANA Development Corporation
Anchorage, Alaska

WILLIAM S. AYER
Chairman, President, and
Chief Executive Officer
Alaska Air Group
Seattle, Washington

RICHARD A. GALANTI
Executive Vice President and
Chief Financial Officer
Costco Wholesale Corporation
Issaquah, Washington



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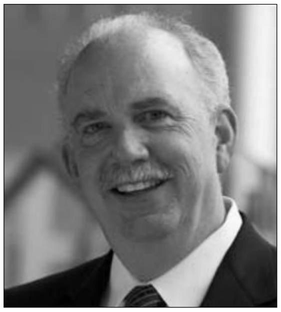
President
Pacific Northwest Title Holding Co.
Seattle, Washington



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U.S. Bank
Seattle, Washington

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President and
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Cascade Financial Corporation
Everett, Washington

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ECONOMIC ADVISORY COUNCIL

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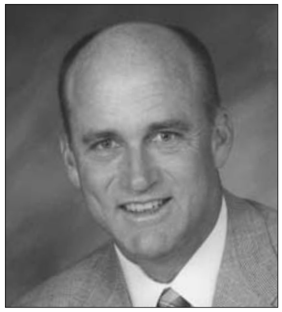
President
Page Land & Cattle Co.
Phoenix, Arizona

Vice Chairman



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Klamath Falls, Oregon

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Scottsdale, Arizona

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Chevron Corporation
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Phoenix Processing Center

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Seattle Branch

Mark A. Gould
Senior Vice President

Darlene R. Wilczynski
Director

Lynn M. Jorgensen
Director

Highlights of 2007

First Quarter

- Public Information conducts three trainings for California teachers as preparation for the International Economic Summit program. Twenty-five hundred high school students participate in the curriculum, which includes a cross-border Summit event through partnerships with San Diego State University and CETYS University in Baja California, Mexico.

- Economic Research holds annual "Monetary Policy, Transparency, and Credibility" macro conference.

Second Quarter

- Banking Supervision & Regulation hosts "Trends in Asian Financial Sectors," a major conference attracting over 150 participants. The conference is part of a year-long series on "The Asian Financial Crisis Revisited: Challenges over the Next Decade."

- The Center for Pacific Studies cosponsors the annual World Bank Institute Global Seminar for Senior Policymakers on "Capital Flows, Financial Integration, and Stability."

- The Federal Reserve Bank of Dallas's Check Adjustments site consolidates successfully into the Portland Branch's Regional Check Adjustments site.

- The Conference of Presidents announces that the Reserve Banks' future Check Processing infrastructure will include regional processing sites providing a full range of check processing services, interim capture and print sites, and sites that will print only substitute checks.

- Community Development hosts Foreclosure Prevention Summits in the heavily affected metropolitan areas of California, Nevada, and Arizona.

Third Quarter

- The San Francisco Head Office's Check Services function consolidates successfully into the Los Angeles Branch.

- The Cash Product Office successfully implements the cross-shipping fee and the Currency Quality Monitoring program, thereby completing implementation of the Federal Reserve's Recirculation Policy.

- Credit & Risk Management, in conjunction with the Legal Division, negotiates an inter-creditor agreement with the Federal Home Loan Bank of San Francisco. The agreement establishes the relative lien and collateral positions of both organizations with respect to loans pledged by a large complex banking organization to both organizations to secure credit arrangements.

Fourth Quarter

- The Center for the Study of Innovation and Productivity holds a conference on "Recent Trends in Economic Volatility: Sources and Implications."

- The Board of Governors recognizes Community Development for its role in formulating and overseeing the Concentrated Poverty Initiative that compares and contrasts neighborhoods of high poverty in each District.

- Information & Technology Services achieves a Fed System first—the only Reserve Bank to attain the Capability Maturity Model Level 3 industry rating. The rating is awarded to information technology organizations that meet rigorous requirements for project management and technology development practices.

Summary of Operations

	(volume in thousands)	
	2007	**2006**
Cash Services		
Currency notes paid into circulation	6,320,967	6,386,119
Unfit currency destroyed (bundles)	1,053	1,065
Coin bags paid into circulation	1,865	1,836
Check Services		
Paper Checks		
Commercial checks processed	665,818	1,137,009
Return checks processed	11,573	20,034
Check 21		
Commercial checks processed	1,156,676	269,204
Return checks processed	30,205	16,636
Discounts and Advances		
Total discounts and transactions*	283	337
Number of financial institutions accommodated*	90	77

** Whole numbers (not in thousands)*

Financial Reports
2007

Auditor Independence

The firm engaged by the Board of Governors for the audits of the individual and combined financial statements of the Reserve Banks for 2007 was Deloitte & Touche LLP (D&T). Fees for these services totaled $4.7 million. To ensure auditor independence, the Board of Governors requires that D&T be independent in all matters relating to the audit. Specifically, D&T may not perform services for the Reserve Banks or others that would place it in a position of auditing its own work, making management decisions on behalf of the Reserve Banks, or in any other way impairing its audit independence. In 2007, the Bank did not engage D&T for any material advisory services.

FEDERAL RESERVE BANK OF SAN FRANCISCO
101 MARKET STREET, SAN FRANCISCO, CALIFORNIA 94105

March 20, 2008

To the Board of Directors:

The management of the Federal Reserve Bank of San Francisco ("FRBSF") is responsible for the preparation and fair presentation of the Statement of Financial Condition, Statements of Income and Comprehensive Income, and Statement of Changes in Capital as of December 31, 2007 (the "Financial Statements"). The Financial Statements have been prepared in conformity with the accounting principles, policies, and practices established by the Board of Governors of the Federal Reserve System and as set forth in the Financial Accounting Manual for the Federal Reserve Banks ("Manual"), and as such, include amounts, some of which are based on management judgments and estimates. To our knowledge, the Financial Statements are, in all material respects, fairly presented in conformity with the accounting principles, policies and practices documented in the Manual and include all disclosures necessary for such fair presentation.

The management of the FRBSF is responsible for establishing and maintaining effective internal control over financial reporting as it relates to the Financial Statements. Such internal control is designed to provide reasonable assurance to management and to the Board of Directors regarding the preparation of the Financial Statements in accordance with the Manual. Internal control contains self-monitoring mechanisms, including, but not limited to, divisions of responsibility and a code of conduct. Once identified, any material deficiencies in internal control are reported to management and appropriate corrective measures are implemented.

Even effective internal control, no matter how well designed, has inherent limitations, including the possibility of human error, and therefore can provide only reasonable assurance with respect to the preparation of reliable financial statements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

The management of the FRBSF assessed its internal control over financial reporting reflected in the Financial Statements, based upon the criteria established in the "Internal Control -- Integrated Framework" issued by the Committee of Sponsoring Organizations of the Treadway Commission. Based on this assessment, we believe that the FRBSF maintained effective internal control over financial reporting as it relates to the Financial Statements.

Federal Reserve Bank of San Francisco

Janet L. Yellen
By Janet L. Yellen
President

John F. Moore
By John F. Moore
First Vice President

Donald R. Lieb
By Donald R. Lieb
Chief Financial Officer

Deloitte.

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Report of Independent Auditors

To the Board of Governors of the Federal Reserve System
and the Board of Directors of the Federal Reserve Bank of San Francisco:

We have audited the accompanying statement of condition of the Federal Reserve Bank of San Francisco (FRB SF) as of December 31, 2007 and the related statements of income and comprehensive income and changes in capital for the year then ended, which have been prepared in conformity with accounting principles established by the Board of Governors of the Federal Reserve System. We also have audited the internal control over financial reporting of FRB SF as of December 31, 2007, based on criteria established in *Internal Control–Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission. FRB SF's management is responsible for these financial statements, for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying FRB SF's management assertion letter. Our responsibility is to express an opinion on these financial statements and an opinion on FRB SF's internal control over financial reporting based on our audit. The financial statements of FRB SF for the year ended December 31, 2006 were audited by other auditors whose report, dated March 12, 2007, expressed an unqualified opinion on those statements.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement and whether effective internal control over financial reporting was maintained in all material respects. Our audit of the financial statements included examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audit also included performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinions.

FRB SF's internal control over financial reporting is a process designed by, or under the supervision of, FRB SF's principal executive and principal financial officers, or persons performing similar functions, and effected by FRB SF's board of directors, management, and other personnel to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the accounting principles established by the Board of Governors of the Federal Reserve System. FRB SF's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable

(continued on next page)

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detail, accurately and fairly reflect the transactions and dispositions of the assets of FRB SF; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with the accounting principles established by the Board of Governors of the Federal Reserve System, and that receipts and expenditures of FRB SF are being made only in accordance with authorizations of management and directors of FRB SF; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of FRB SF's assets that could have a material effect on the financial statements.

Because of the inherent limitations of internal control over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may not be prevented or detected on a timely basis. Also, projections of any evaluation of the effectiveness of the internal control over financial reporting to future periods are subject to the risk that the controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

As described in Note 3 to the financial statements, FRB SF has prepared these financial statements in conformity with accounting principles established by the Board of Governors of the Federal Reserve System, as set forth in the *Financial Accounting Manual for Federal Reserve Banks*, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America. The effects on such financial statements of the differences between the accounting principles established by the Board of Governors of the Federal Reserve System and accounting principles generally accepted in the United States of America are also described in Note 3.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of FRB SF as of December 31, 2007, and the results of its operations for the year then ended, on the basis of accounting described in Note 3. Also, in our opinion, FRB SF maintained, in all material respects, effective internal control over financial reporting as of December 31, 2007, based on the criteria established in *Internal Control–Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission.

Deloitte & Touche LLP

March 20, 2008

PricewaterhouseCoopers LLP
333 Market Street
San Francisco CA 94105-2119
Telephone (415) 498 5000
Facsimile (415) 498 7100

Report of Independent Auditors

To the Board of Governors of the Federal Reserve System
and the Board of Directors of the Federal Reserve Bank of San Francisco

We have audited the accompanying statement of condition of the Federal Reserve Bank of San Francisco (the "Bank") as of December 31, 2006, and the related statements of income and changes in capital for the year then ended, which have been prepared in conformity with the accounting principles, policies, and practices established by the Board of Governors of the Federal Reserve System. These financial statements are the responsibility of the Bank's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with generally accepted auditing standards as established by the Auditing Standards Board (United States) and in accordance with the auditing standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As described in Note 3, these financial statements were prepared in conformity with the accounting principles, policies, and practices established by the Board of Governors of the Federal Reserve System. These principles, policies, and practices, which were designed to meet the specialized accounting and reporting needs of the Federal Reserve System, are set forth in the Financial Accounting Manual for Federal Reserve Banks which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Bank as of December 31, 2006, and the results of its operations for the year then ended, on the basis of accounting described in Note 3.

PricewaterhouseCoopers LLP

March 12, 2007

Statements of Condition

As of December 31, 2007 and December 31, 2006 (in millions)

	2007	2006
Assets		
Gold certificates	$ 1,286	$ 1,242
Special drawing rights certificates	234	234
Coin	165	116
Items in process of collection	522	884
Loans to depository institutions	2,031	1
Securities purchased under agreements to resell	5,355	–
U.S. government securities, net	85,871	86,739
Investments denominated in foreign currencies	3,848	2,089
Accrued interest receivable	734	744
Interdistrict settlement account	–	7,414
Bank premises and equipment, net	258	227
Other assets	26	27
Total assets	$ 100,330	$ 99,717
Liabilities and Capital		
Liabilities:		
Federal Reserve notes outstanding, net	$ 86,459	$ 91,138
Securities sold under agreements to repurchase	5,066	3,278
Deposits:		
Depository institutions	1,823	1,741
Other deposits	3	5
Deferred credit items	353	749
Interest on Federal Reserve notes due to U.S. Treasury	161	200
Interdistrict settlement account	3,651	–
Accrued benefit costs	90	93
Other liabilities	24	19
Total liabilities	97,630	97,223
Capital:		
Capital paid-in	1,350	1,247
Surplus (including accumulated other comprehensive loss of $13 million and loss of $21 million at December 31, 2007 and 2006, respectively)	1,350	1,247
Total capital	2,700	2,494
Total liabilities and capital	$ 100,330	$ 99,717

The accompanying notes are an integral part of these financial statements.

Statements of Income and Comprehensive Income

For the years ended December 31, 2007 and December 31, 2006 (in millions)

	2007	2006
Interest income:		
Interest on U.S. government securities	$ 4,407	$ 3,811
Interest on securities purchased under agreements to resell	162	–
Interest on investments denominated in foreign currencies	48	38
Interest on loans to depository institutions	2	–
Total interest income	4,619	3,849
Interest expense:		
Interest expense on securities sold under agreements to repurchase	192	146
Net interest income	$ 4,427	$ 3,703
Other operating income:		
Compensation received for services provided	$ 69	$ 59
Reimbursable services to government agencies	13	14
Foreign currency gains, net	147	121
Other income	14	18
Total other operating income	$ 243	$ 212
Operating expenses:		
Salaries and other benefits	$ 197	$ 181
Occupancy expense	19	18
Equipment expense	17	18
Assessments by the Board of Governors	112	103
Other expenses	74	75
Total operating expenses	419	395
Net income prior to distribution	4,251	3,520
Change in funded status of benefit plans	8	–
Comprehensive income prior to distribution	$ 4,259	$ 3,520
Distribution of comprehensive income:		
Dividends paid to member banks	$ 77	$ 80
Transferred to (from) surplus and change in accumulated other comprehensive loss	103	(81)
Payments to U.S. Treasury as interest on Federal Reserve notes	4,079	3,521
Total distribution	$ 4,259	$ 3,520

The accompanying notes are an integral part of these financial statements.

Statements of Changes in Capital

For the years ended December 31, 2007 and December 31, 2006 (in millions)

		Surplus			
	Capital Paid-In	Net Income Retained	Accumulated Other Comprehensive Loss	Total Surplus	Total Capital
Balance at January 1, 2006 (27 million shares)	$ 1,349	$ 1,349	$ –	$ 1,349	$ 2,698
Net change in capital stock redeemed (2 million shares)	(102)	–	–	–	(102)
Transferred from surplus	–	(81)	–	(81)	(81)
Adjustment to initially apply SFAS No. 158	–	–	(21)	(21)	(21)
Balance at December 31, 2006 (25 million shares)	$ 1,247	$ 1,268	$ (21)	$ 1,247	$ 2,494
Net change in capital stock issued (2 million shares)	103	–	–	–	103
Transferred to surplus and change in accumulated other comprehensive loss	–	95	8	103	103
Balance at December 31, 2007 (27 million shares)	$ 1,350	$ 1,363	$ (13)	$ 1,350	$ 2,700

The accompanying notes are an integral part of these financial statements.

Notes to Financial Statements

1. Structure

The Federal Reserve Bank of San Francisco ("Bank") is part of the Federal Reserve System ("System") and one of the twelve Reserve Banks ("Reserve Banks") created by Congress under the Federal Reserve Act of 1913 ("Federal Reserve Act"), which established the central bank of the United States. The Reserve Banks are chartered by the federal government and possess a unique set of governmental, corporate, and central bank characteristics. The Bank and its branches in Los Angeles, California, Portland, Oregon, Salt Lake City, Utah and Seattle, Washington serve the Twelfth Federal Reserve District, which includes Alaska, Arizona, California, Hawaii, Idaho, Nevada, Oregon, Utah, Washington and the commonwealths or territories of American Samoa, Guam and the Northern Mariana Islands.

In accordance with the Federal Reserve Act, supervision and control of the Bank is exercised by a board of directors. The Federal Reserve Act specifies the composition of the board of directors for each of the Reserve Banks. Each board is composed of nine members serving three-year terms: three directors, including those designated as chairman and deputy chairman, are appointed by the Board of Governors of the Federal Reserve System ("Board of Governors") to represent the public, and six directors are elected by member banks. Banks that are members of the System include all national banks and any state-chartered banks that apply and are approved for membership in the System. Member banks are divided into three classes according to size. Member banks in each class elect one director representing member banks and one representing the public. In any election of directors, each member bank receives one vote, regardless of the number of shares of Reserve Bank stock it holds.

The System also consists, in part, of the Board of Governors and the Federal Open Market Committee ("FOMC"). The Board of Governors, an independent federal agency, is charged by the Federal Reserve Act with a number of specific duties, including general supervision over the Reserve Banks. The FOMC is composed of members of the Board of Governors, the president of the Federal Reserve Bank of New York ("FRBNY"), and on a rotating basis four other Reserve Bank presidents.

2. Operations and Services

The Reserve Banks perform a variety of services and operations. Functions include participation in formulating and conducting monetary policy; participation in the payments system, including large-dollar transfers of funds, automated clearinghouse ("ACH") operations, and check collection; distribution of coin and currency; performance of fiscal agency functions for the U.S. Treasury, certain federal agencies, and other entities; serving as the federal government's bank; provision of short-term loans to depository institutions; service to the consumer and the community by providing educational materials and information regarding consumer laws; and supervision of bank holding companies, state member banks, and U.S. offices of foreign banking organizations. Certain services are provided to foreign and international monetary authorities, primarily by the FRBNY.

The FOMC, in the conduct of monetary policy, establishes policy regarding domestic open market operations, oversees these operations, and annually issues authorizations and directives to the FRBNY for its execution of transactions. The FRBNY is authorized and directed by the FOMC to conduct operations in domestic markets, including the direct purchase and sale of U.S. government securities, the purchase of securities under agreements to resell, the sale of securities under agreements to repurchase, and the lending of U.S. government securities. The FRBNY executes these open market transactions at the direction of the FOMC and holds the resulting securities and agreements in the portfolio known as the System Open Market Account ("SOMA").

In addition to authorizing and directing operations in the domestic securities market, the FOMC authorizes and directs the FRBNY to execute operations in foreign markets for major currencies in order to counter disorderly conditions in exchange markets or to meet other needs specified by the FOMC in carrying out the System's central bank responsibilities. The FRBNY is authorized by the FOMC to hold balances of, and to execute spot and forward foreign exchange ("FX") and securities contracts for, nine foreign currencies and to invest such foreign currency

Notes to Financial Statements

holdings ensuring adequate liquidity is maintained. The FRBNY is authorized and directed by the FOMC to maintain reciprocal currency arrangements ("FX swaps") with four central banks and "warehouse" foreign currencies for the U.S. Treasury and Exchange Stabilization Fund ("ESF") through the Reserve Banks. In connection with its foreign currency activities, the FRBNY may enter into transactions that contain varying degrees of off-balance-sheet market risk that results from their future settlement and counter-party credit risk. The FRBNY controls credit risk by obtaining credit approvals, establishing transaction limits, and performing daily monitoring procedures.

Although the Reserve Banks are separate legal entities, in the interests of greater efficiency and effectiveness they collaborate in the delivery of certain operations and services. The collaboration takes the form of centralized operations and product or function offices that have responsibility for the delivery of certain services on behalf of the Reserve Banks. Various operational and management models are used and are supported by service agreements between the Reserve Bank providing the service and the other eleven Reserve Banks. In some cases, costs incurred by a Reserve Bank for services provided to other Reserve Banks are not shared; in other cases, the Reserve Banks are billed for services provided to them by another Reserve Bank.

Major services provided on behalf of the System by the Bank, for which the costs were not redistributed to the other Reserve Banks, include: Statistics and Reserves, National Incident Response Team, Standard Cash Automation and CBAF, Cash Product office, Long Term Cash Initiatives, Shared IT Software Support, Internet Technologies-Cash, Supervision and Regulation National Information Center – Central Operations, and Offsite Storage Locations-Cash.

3. Significant Accounting Policies

Accounting principles for entities with the unique powers and responsibilities of the nation's central bank have not been formulated by accounting standard-setting bodies. The Board of Governors has developed specialized accounting principles and practices that it considers to be appropriate for the nature and function of a central bank, which differ significantly from those of the private sector. These accounting principles and practices are documented in the *Financial Accounting Manual for Federal Reserve Banks* ("Financial Accounting Manual"), which is issued by the Board of Governors. All of the Reserve Banks are required to adopt and apply accounting policies and practices that are consistent with the Financial Accounting Manual and the financial statements have been prepared in accordance with the Financial Accounting Manual.

Differences exist between the accounting principles and practices in the Financial Accounting Manual and generally accepted accounting principles in the United States ("GAAP"), primarily due to the unique nature of the Bank's powers and responsibilities as part of the nation's central bank. The primary difference is the presentation of all securities holdings at amortized cost, rather than using the fair value presentation required by GAAP. U.S. government securities and investments denominated in foreign currencies comprising the SOMA are recorded at cost, on a settlement-date basis, and adjusted for amortization of premiums or accretion of discounts on a straight-line basis. Amortized cost more appropriately reflects the Bank's securities holdings given the system's unique responsibility to conduct monetary policy. While the application of current market prices to the securities holdings may result in values substantially above or below their carrying values, these unrealized changes in value would have no direct effect on the quantity of reserves available to the banking system or on the prospects for future Bank earnings or capital. Both the domestic and foreign components of the SOMA portfolio may involve transactions that result in gains or losses when holdings are sold prior to maturity. Decisions regarding securities and foreign currency transactions, including their purchase and sale, are motivated by monetary policy objectives rather than profit. Accordingly, market values, earnings, and any gains or losses resulting from the sale of such securities and currencies are incidental to the open market operations and do not motivate decisions related to policy or open market activities.

Notes to Financial Statements

In addition, the Bank has elected not to present a Statement of Cash Flows because the liquidity and cash position of the Bank are not a primary concern given the Reserve Banks' unique powers and responsibilities. A Statement of Cash Flows, therefore, would not provide any additional meaningful information. Other information regarding the Bank's activities is provided in, or may be derived from, the Statements of Condition, Income and Comprehensive Income, and Changes in Capital. There are no other significant differences between the policies outlined in the Financial Accounting Manual and GAAP.

The preparation of the financial statements in conformity with the Financial Accounting Manual requires management to make certain estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates. Unique accounts and significant accounting policies are explained below.

a. Gold and Special Drawing Rights Certificates

The Secretary of the U.S. Treasury is authorized to issue gold and special drawing rights ("SDR") certificates to the Reserve Banks.

Payment for the gold certificates by the Reserve Banks is made by crediting equivalent amounts in dollars into the account established for the U.S. Treasury. The gold certificates held by the Reserve Banks are required to be backed by the gold of the U.S. Treasury. The U.S. Treasury may reacquire the gold certificates at any time and the Reserve Banks must deliver them to the U.S. Treasury. At such time, the U.S. Treasury's account is charged, and the Reserve Banks' gold certificate accounts are reduced. The value of gold for purposes of backing the gold certificates is set by law at $42 2/9 a fine troy ounce. The Board of Governors allocates the gold certificates among Reserve Banks once a year based on the average Federal Reserve notes outstanding in each Reserve Bank.

SDR certificates are issued by the International Monetary Fund ("Fund") to its members in proportion to each member's quota in the Fund at the time of issuance. SDR certificates serve as a supplement to international monetary reserves and may be transferred from one national monetary authority to another. Under the law providing for United States participation in the SDR system, the Secretary of the U.S. Treasury is authorized to issue SDR certificates somewhat like gold certificates to the Reserve Banks. When SDR certificates are issued to the Reserve Banks, equivalent amounts in dollars are credited to the account established for the U.S. Treasury, and the Reserve Banks' SDR certificate accounts are increased. The Reserve Banks are required to purchase SDR certificates, at the direction of the U.S. Treasury, for the purpose of financing SDR acquisitions or for financing exchange stabilization operations. At the time SDR transactions occur, the Board of Governors allocates SDR certificate transactions among Reserve Banks based upon each Reserve Bank's Federal Reserve notes outstanding at the end of the preceding year. There were no SDR transactions in 2007 or 2006.

b. Loans to Depository Institutions

Depository institutions that maintain reservable transaction accounts or nonpersonal time deposits, as defined in regulations issued by the Board of Governors, have borrowing privileges at the discretion of the Reserve Bank. Borrowers execute certain lending agreements and deposit sufficient collateral before credit is extended. The Bank offers three discount window programs to depository institutions: primary credit, secondary credit, and seasonal credit, each with its own interest rate. Interest is accrued using the applicable discount rate established at least every fourteen days by the board of directors of the Reserve Bank, subject to review and determination by the Board of Governors.

In addition, depository institutions that are eligible to borrow under the Reserve Bank's primary credit program are also eligible to participate in the temporary Term Auction Facility ("TAF") program. Under the TAF program,

Notes to Financial Statements

the Reserve Banks conduct auctions for a fixed amount of funds, with the interest rate determined by the auction process, subject to a minimum bid rate. All advances under the TAF must be fully collateralized.

Outstanding loans are evaluated for collectibility, and currently all are considered collectible and fully collateralized. If loans were ever deemed to be uncollectible, an appropriate reserve would be established.

c. U.S. Government Securities and Investments Denominated in Foreign Currencies

Interest income on U.S. government securities and investments denominated in foreign currencies comprising the SOMA is accrued on a straight-line basis. Gains and losses resulting from sales of securities are determined by specific issues based on average cost. Foreign-currency-denominated assets are revalued daily at current foreign currency market exchange rates in order to report these assets in U.S. dollars. Realized and unrealized gains and losses on investments denominated in foreign currencies are reported as "Foreign currency gains, net" in the Statements of Income and Comprehensive Income.

Activity related to U.S. government securities, including the premiums, discounts, and realized and unrealized gains and losses, is allocated to each Reserve Bank on a percentage basis derived from an annual settlement of the interdistrict settlement account that occurs in April of each year. The settlement also equalizes Reserve Bank gold certificate holdings to Federal Reserve notes outstanding in each District. Activity related to investments denominated in foreign currencies is allocated to each Reserve Bank based on the ratio of each Reserve Bank's capital and surplus to aggregate capital and surplus at the preceding December 31.

d. Securities Purchased Under Agreements to Resell, Securities Sold Under Agreements to Repurchase, and Securities Lending

The FRBNY may engage in tri-party purchases of securities under agreements to resell ("tri-party agreements"). Tri-party agreements are conducted with two commercial custodial banks that manage the clearing and settlement of collateral. Collateral is held in excess of the contract amount. Acceptable collateral under tri-party agreements primarily includes U.S. government securities, pass-through mortgage securities of the Government National Mortgage Association, Federal Home Loan Mortgage Corporation, and Federal National Mortgage Association, STRIP securities of the U.S. Government, and "stripped" securities of other government agencies. The tri-party agreements are accounted for as financing transactions, with the associated interest income accrued over the life of the agreement.

Securities sold under agreements to repurchase are accounted for as financing transactions and the associated interest expense is recognized over the life of the transaction. These transactions are reported in the Statements of Condition at their contractual amounts and the related accrued interest payable is reported as a component of "Other liabilities."

U.S. government securities held in the SOMA are lent to U.S. government securities dealers in order to facilitate the effective functioning of the domestic securities market. Securities-lending transactions are fully collateralized by other U.S. government securities and the collateral taken is in excess of the market value of the securities loaned. The FRBNY charges the dealer a fee for borrowing securities and the fees are reported as a component of "Other income."

Activity related to securities sold under agreements to repurchase and securities lending is allocated to each of the Reserve Banks on a percentage basis derived from an annual settlement of the interdistrict settlement account. On February 15, 2007 the FRBNY began allocating to the other Reserve Banks the activity related to securities purchased under agreements to resell.

Notes to Financial Statements

e. FX Swap Arrangements and Warehousing Agreements

FX swap arrangements are contractual agreements between two parties, the FRBNY and an authorized foreign central bank, whereby the parties agree to exchange their currencies up to a prearranged maximum amount and for an agreed-upon period of time (up to twelve months), at an agreed-upon interest rate. These arrangements give the FOMC temporary access to the foreign currencies it may need to support its international operations and give the authorized foreign central bank temporary access to dollars. Drawings under the FX swap arrangements can be initiated by either party and must be agreed to by the other party. The FX swap arrangements are structured so that the party initiating the transaction bears the exchange rate risk upon maturity. Foreign currencies received pursuant to these agreements are reported as a component of "Investments denominated in foreign currencies" in the Statements of Condition.

Warehousing is an arrangement under which the FOMC agrees to exchange, at the request of the U.S. Treasury, U.S. dollars for foreign currencies held by the U.S. Treasury or ESF over a limited period of time. The purpose of the warehousing facility is to supplement the U.S. dollar resources of the U.S. Treasury and ESF for financing purchases of foreign currencies and related international operations.

FX swap arrangements and warehousing agreements are revalued daily at current market exchange rates. Activity related to these agreements, with the exception of the unrealized gains and losses resulting from the daily revaluation, is allocated to each Reserve Bank based on the ratio of each Reserve Bank's capital and surplus to aggregate capital and surplus at the preceding December 31. Unrealized gains and losses resulting from the daily revaluation are recorded by FRBNY and not allocated to the other Reserve Banks.

f. Bank Premises, Equipment, and Software

Bank premises and equipment are stated at cost less accumulated depreciation. Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets, which range from two to fifty years. Major alterations, renovations, and improvements are capitalized at cost as additions to the asset accounts and are depreciated over the remaining useful life of the asset or, if appropriate, over the unique useful life of the alteration, renovation, or improvement. Maintenance, repairs, and minor replacements are charged to operating expense in the year incurred.

Costs incurred for software during the application development stage, either developed internally or acquired for internal use, are capitalized based on the cost of direct services and materials associated with designing, coding, installing, or testing software. Capitalized software costs are amortized on a straight-line basis over the estimated useful lives of the software applications, which range from two to five years. Maintenance costs related to software are charged to expense in the year incurred.

Capitalized assets including software, buildings, leasehold improvements, furniture, and equipment are impaired when events or changes in circumstances indicate that the carrying amount of assets or asset groups is not recoverable and significantly exceeds their fair value.

g. Interdistrict Settlement Account

At the close of business each day, each Reserve Bank assembles the payments due to or from other Reserve Banks. These payments result from transactions between Reserve Banks and transactions that involve depository institution accounts held by other Reserve Banks, such as Fedwire funds and securities transfers, and check and ACH transactions. The cumulative net amount due to or from the other Reserve Banks is reflected in the "Interdistrict settlement account" in the Statements of Condition.

Notes to Financial Statements

h. Federal Reserve Notes

Federal Reserve notes are the circulating currency of the United States. These notes are issued through the various Federal Reserve agents (the chairman of the board of directors of each Reserve Bank and their designees) to the Reserve Banks upon deposit with such agents of specified classes of collateral security, typically U.S. government securities. These notes are identified as issued to a specific Reserve Bank. The Federal Reserve Act provides that the collateral security tendered by the Reserve Bank to the Federal Reserve agent must be at least equal to the sum of the notes applied for by such Reserve Bank

Assets eligible to be pledged as collateral security include all of the Bank's assets. The collateral value is equal to the book value of the collateral tendered, with the exception of securities, for which the collateral value is equal to the par value of the securities tendered. The par value of securities pledged for securities sold under agreements to repurchase is deducted.

The Board of Governors may, at any time, call upon a Reserve Bank for additional security to adequately collateralize the Federal Reserve notes. To satisfy the obligation to provide sufficient collateral for outstanding Federal Reserve notes, the Reserve Banks have entered into an agreement that provides for certain assets of the Reserve Banks to be jointly pledged as collateral for the Federal Reserve notes issued to all Reserve Banks. In the event that this collateral is insufficient, the Federal Reserve Act provides that Federal Reserve notes become a first and paramount lien on all the assets of the Reserve Banks. Finally, Federal Reserve notes are obligations of the United States government. At December 31, 2007, all Federal Reserve notes issued to the Reserve Banks were fully collateralized.

"Federal Reserve notes outstanding, net" in the Statements of Condition represents the Bank's Federal Reserve notes outstanding, reduced by the Bank's currency holdings of $25,719 million and $23,787 million at December 31, 2007 and 2006, respectively.

i. Items in Process of Collection and Deferred Credit Items

Items in process of collection in the Statements of Condition primarily represents amounts attributable to checks that have been deposited for collection and that, as of the balance sheet date, have not yet been presented to the paying bank. Deferred credit items are the counterpart liability to items in process of collection, and the amounts in this account arise from deferring credit for deposited items until the amounts are collected. The balances in both accounts can vary significantly.

j. Capital Paid-in

The Federal Reserve Act requires that each member bank subscribe to the capital stock of the Reserve Bank in an amount equal to 6 percent of the capital and surplus of the member bank. These shares are nonvoting with a par value of $100 and may not be transferred or hypothecated. As a member bank's capital and surplus changes, its holdings of Reserve Bank stock must be adjusted. Currently, only one-half of the subscription is paid-in and the remainder is subject to call. A member bank is liable for Reserve Bank liabilities up to twice the par value of stock subscribed by it.

By law, each Reserve Bank is required to pay each member bank an annual dividend of 6 percent on the paid-in capital stock. This cumulative dividend is paid semiannually. To reflect the Federal Reserve Act requirement that annual dividends are deducted from net earnings, dividends are presented as a distribution of comprehensive income in the Statements of Income and Comprehensive Income.

Notes to Financial Statements

k. Surplus

The Board of Governors requires the Reserve Banks to maintain a surplus equal to the amount of capital paid-in as of December 31 of each year. This amount is intended to provide additional capital and reduce the possibility that the Reserve Banks would be required to call on member banks for additional capital.

Accumulated other comprehensive income is reported as a component of surplus in the Statements of Condition and the Statements of Changes in Capital. The balance of accumulated other comprehensive income is comprised of expenses, gains, and losses related to defined benefit pension plans and other postretirement benefit plans that, under accounting standards, are included in other comprehensive income but excluded from net income. Additional information regarding the classifications of accumulated other comprehensive income is provided in Notes 9 and 10.

The Bank initially applied the provisions of SFAS No. 158, Employers' Accounting for Defined Benefit Pension and Other Postretirement Plans, at December 31, 2006. This accounting standard requires recognition of the overfunded or underfunded status of a defined benefit postretirement plan in the Statements of Condition, and recognition of changes in the funded status in the years in which the changes occur through comprehensive income. The transition rules for implementing the standard required applying the provisions as of the end of the year of initial implementation, and the effect as of December 31, 2006 is recorded as "Adjustment to initially apply SFAS No. 158" in the Statements of Changes in Capital.

l. Interest on Federal Reserve Notes

The Board of Governors requires the Reserve Banks to transfer excess earnings to the U.S. Treasury as interest on Federal Reserve notes, after providing for the costs of operations, payment of dividends, and reservation of an amount necessary to equate surplus with capital paid-in. This amount is reported as "Payments to U.S. Treasury as interest on Federal Reserve notes" in the Statements of Income and Comprehensive Income and is reported as a liability, or as an asset if overpaid during the year, in the Statements of Condition. Weekly payments to the U.S. Treasury may vary significantly.

In the event of losses or an increase in capital paid-in at a Reserve Bank, payments to the U.S. Treasury are suspended and earnings are retained until the surplus is equal to the capital paid-in.

In the event of a decrease in capital paid-in, the excess surplus, after equating capital paid-in and surplus at December 31, is distributed to the U.S. Treasury in the following year.

m. Income and Costs Related to U.S. Treasury Services

The Bank is required by the Federal Reserve Act to serve as fiscal agent and depository of the United States. By statute, the Department of the Treasury is permitted, but not required, to pay for these services. During the years ended December 31, 2006 and 2007, the Bank was reimbursed for all services provided to the Department of Treasury.

n. Compensation Received for Services Provided

The Federal Reserve Bank of Atlanta ("FRBA") has overall responsibility for managing the Reserve Banks' provision of check and ACH services to depository institutions, and, as a result, recognizes total System revenue for these services on its Statements of Income and Comprehensive Income. Similarly, the FRBNY manages the Reserve Banks' provision of Fedwire funds and securities transfer services, and recognizes total System revenue for these services on its Statements of Income and Comprehensive Income. The FRBA and FRBNY compensate the other Reserve Banks for the costs incurred to provide these services. The Bank reports this compensation as "Compensation received for services provided" in the Statements of Income and Comprehensive Income.

Notes to Financial Statements

o. Assessments by the Board of Governors

The Board of Governors assesses the Reserve Banks to fund its operations based on each Reserve Bank's capital and surplus balances as of December 31 of the prior year. The Board of Governors also assesses each Reserve Bank for the expenses incurred for the U.S. Treasury to prepare and retire Federal Reserve notes based on each Reserve Bank's share of the number of notes comprising the System's net liability for Federal Reserve notes on December 31 of the prior year.

p. Taxes

The Reserve Banks are exempt from federal, state, and local taxes, except for taxes on real property. The Bank's real property taxes were $3 million for each of the years ended December 31, 2007 and 2006, and are reported as a component of "Occupancy expense."

q. Restructuring Charges

The Reserve Banks recognize restructuring charges for exit or disposal costs incurred as part of the closure of business activities in a particular location, the relocation of business activities from one location to another, or a fundamental reorganization that affects the nature of operations. Restructuring charges may include costs associated with employee separations, contract terminations, and asset impairments. Expenses are recognized in the period in which the Bank commits to a formalized restructuring plan or executes the specific actions contemplated in the plan and all criteria for financial statement recognition have been met.

Note 11 describes the Bank's restructuring initiatives and provides information about the costs and liabilities associated with employee separations and contract terminations. The costs associated with the impairment of certain of the Bank's assets are discussed in Note 6. Costs and liabilities associated with enhanced pension benefits in connection with the restructuring activities for all of the Reserve Banks are recorded on the books of the FRBNY.

r. Recently Issued Accounting Standards

In September, 2006, the FASB issued SFAS No. 157, Fair Value Measurements ("SFAS No. 157"). SFAS No. 157 establishes a single authoritative definition of fair value, sets out a framework for measuring fair value, and expands on required disclosures about fair value measurement. SFAS No. 157 is generally effective for the Bank on January 1, 2008, though the effective date of some provisions is January 1, 2009. The provisions of SFAS No. 157 will be applied prospectively and are not expected to have a material effect on the Bank's financial statements.

Notes to Financial Statements

4. U.S. Government Securities, Securities Purchased Under Agreements to Resell, Securities Sold Under Agreements to Repurchase, and Securities Lending

The FRBNY, on behalf of the Reserve Banks, holds securities bought outright in the SOMA. The Bank's allocated share of SOMA balances was approximately 11.517 percent and 11.069 percent at December 31, 2007 and 2006, respectively.

The Bank's allocated share of U.S. Government securities, net, held in the SOMA at December 31, was as follows (in millions):

	2007	2006
Par value:		
U.S. government:		
Bills	$ 26,239	$ 30,663
Notes	46,271	44,538
Bonds	12,783	11,017
Total par value	85,293	86,218
Unamortized premiums	920	964
Unaccreted discounts	(342)	(443)
Total allocated to the Bank	$ 85,871	$ 86,739

At December 31, 2007 and 2006, the fair value of the U.S. government securities allocated to the Bank, excluding accrued interest, was $89,500 million and $88,098 million, respectively, as determined by reference to quoted prices for identical securities.

The total of the U.S. government securities, net, held in the SOMA was $745,629 million and $783,619 million at December 31, 2007 and 2006, respectively. At December 31, 2007 and 2006, the fair value of the U.S. government securities held in the SOMA, excluding accrued interest, was $777,141 million and $795,900 million, respectively, as determined by reference to quoted prices for identical securities.

Although the fair value of security holdings can be substantially greater or less than the recorded value at any point in time, these unrealized gains or losses have no effect on the ability of the Reserve Banks, as central bank, to meet their financial obligations and responsibilities, and should not be misunderstood as representing a risk to the Reserve Banks, their shareholders, or the public. The fair value is presented solely for informational purposes.

Notes to Financial Statements

Financial information related to securities purchased under agreements to resell and securities sold under agreements to repurchase for the year ended December 31, 2007 was as follows (in millions):

	Securities purchased under agreements to resell	Securities sold under agreements to repurchase
Allocated to the Bank:		
Contract amount outstanding, end of year	$ 5,355	$ 5,066
Weighted average amount outstanding, during the year	4,039	4,013
Maximum month-end balance outstanding, during the year	5,931	5,066
Securities pledged, end of year	–	5,073
System total:		
Contract amount outstanding, end of year	$ 46,500	$ 43,985
Weighted average amount outstanding, during the year	35,073	34,846
Maximum month-end balance outstanding, during the year	51,500	43,985
Securities pledged, end of year	–	44,048

At December 31, 2006, the total contract amount of securities sold under agreements to repurchase was $29,615 million, of which $3,278 million was allocated to the Bank. The total par value of SOMA securities that were pledged for securities sold under agreements to repurchase at December 31, 2006 was $29,676 million, of which $3,285 million was allocated to the Bank.

The contract amounts for securities purchased under agreements to resell and securities sold under agreements to repurchase approximate fair value.

The maturity distribution of U.S. government securities bought outright, securities purchased under agreements to resell, and securities sold under agreements to repurchase that were allocated to the Bank at December 31, 2007, was as follows (in millions):

	U.S. Government Securities (Par Value)	Securities Purchased Under Agreements to Resell (Contract amount)	Securities Sold Under Agreements to Repurchase (Contract amount)
Within 15 days	$ 3,143	$ 5,355	$ 5,066
16 days to 90 days	17,243		
91 days to 1 year	17,536		
Over 1 year to 5 years	27,705		
Over 5 years to 10 years	9,438		
Over 10 years	10,228		
Total allocated to the Bank	$ 85,293	$ 5,355	$ 5,066

At December 31, 2007 and 2006, U.S. government securities with par values of $16,649 million and $6,855 million, respectively, were loaned from the SOMA, of which $1,917 million and $759 million, respectively, were allocated to the Bank.

Notes to Financial Statements

5. Investments Denominated in Foreign Currencies

The FRBNY, on behalf of the Reserve Banks, holds foreign currency deposits with foreign central banks and with the Bank for International Settlements and invests in foreign government debt instruments. Foreign government debt instruments held include both securities bought outright and securities purchased under agreements to resell. These investments are guaranteed as to principal and interest by the issuing foreign governments.

The Bank's allocated share of investments denominated in foreign currencies was approximately 8.136 percent and 10.200 percent at December 31, 2007 and 2006, respectively.

The Bank's allocated share of investments denominated in foreign currencies, including accrued interest, valued at foreign currency market exchange rates at December 31, was as follows (in millions):

	2007	2006
European Union Euro:		
Foreign currency deposits	$ 2,236	$ 637
Securities purchased under agreements to resell	207	226
Government debt instruments	380	415
Japanese Yen:		
Foreign currency deposits	229	265
Government debt instruments	465	546
Swiss Franc:		
Foreign currency deposits	331	–
Total allocated to the Bank	$ 3,848	$ 2,089

At December 31, 2007, the total amount of foreign currency deposits held under FX contracts was $24,381 million, of which $1,984 million was allocated to the Bank. At December 31, 2006, there were no material open foreign exchange contracts.

At December 31, 2007 and 2006, the fair value of investments denominated in foreign currencies, including accrued interest, allocated to the Bank was $3,846 million and $2,084 million, respectively. The fair value of government debt instruments was determined by reference to quoted prices for identical securities. The cost basis of foreign currency deposits and securities purchased under agreements to resell, adjusted for accrued interest, approximates fair value. Similar to the U.S. government securities discussed in Note 4, unrealized gains or losses have no effect on the ability of a Reserve Bank, as central bank, to meet its financial obligations and responsibilities.

Total System investments denominated in foreign currencies were $47,295 million and $20,482 million at December 31, 2007 and 2006, respectively. At December 31, 2007 and 2006, the fair value of the total System investments denominated in foreign currencies, including accrued interest, was $47,274 million and $20,434 million, respectively.

Notes to Financial Statements

The maturity distribution of investments denominated in foreign currencies that were allocated to the Bank at December 31, 2007, was as follows (in millions):

	European Euro	Japanese Yen	Swiss Franc	Total
Within 15 days	$ 407	$ 243	$ –	$ 650
16 days to 90 days	1,879	33	331	2,243
91 days to 1 year	224	164	–	388
Over 1 year to 5 years	313	254	–	567
Total allocated to the Bank	$ 2,823	$ 694	$ 331	$ 3,848

At December 31, 2007 and 2006, the authorized warehousing facility was $5,000 million, with no balance outstanding.

6. Bank Premises, Equipment, and Software

Bank premises and equipment at December 31 was as follows (in millions):

	2007	2006
Bank premises and equipment:		
Land	$ 36	$ 36
Buildings	185	183
Building machinery and equipment	43	42
Construction in progress	63	28
Furniture and equipment	115	113
Subtotal	442	402
Accumulated depreciation	(184)	(175)
Bank premises and equipment, net	$ 258	$ 227
Depreciation expense, for the year ended December 31	$ 14	$ 15

Capitalized leases that are included in the Bank Premises and Equipment at December 31 were not material.

Notes to Financial Statements

The Bank leases space to outside tenants with remaining lease terms ranging from 2 to 10 years. Rental income from such leases were $2 million for each of the years ended December 31, 2007 and 2006, and is reported as a component of "Other income." Future minimum lease payments that the Bank will receive under non-cancelable lease agreements in existence at December 31, 2007, are as follows (in millions):

2008	$ 2.5
2009	2.1
2010	1.9
2011	1.9
2012	1.9
Thereafter	8.3
Total	$ 18.6

The Bank has capitalized software assets, net of amortization, of $8 million and $7 million at December 31, 2007 and 2006, respectively. Amortization expense was $2 million and $4 million for the years ended December 31, 2007 and 2006, respectively. Capitalized software assets are reported as a component of "Other assets" and the related amortization is reported as a component of "Other expenses."

Assets impaired as a result of the Bank's restructuring plan, as discussed in Note 11, include processing equipment. Asset impairment losses of $3 million and $1 million for the periods ending December 31, 2007 and 2006, respectively, were determined using fair values based on quoted market values or other valuation techniques and are reported as a component of "Other expenses."

7. Commitments and Contingencies

At December 31, 2007, the Bank was obligated under noncancelable leases for premises and equipment with remaining terms ranging from 1 to approximately 7 years. These leases provide for increased rental payments based upon increases in real estate taxes, operating costs, or selected price indices.

Rental expense under operating leases for certain operating facilities, warehouses, and data processing and office equipment (including taxes, insurance and maintenance when included in rent), net of sublease rentals, were $1 million for each of the years ended December 31, 2007 and 2006. Certain of the Bank's leases have options to renew.

Notes to Financial Statements

Future minimum rental payments under noncancelable operating leases, net of sublease rentals, with remaining terms of one year or more, at December 31, 2007 are as follows (in millions):

	Operating
2008	$ 0.8
2009	0.8
2010	0.6
2011	0.4
2012	0.4
Thereafter	0.4
Future minimum rental payments	$ 3.4

At December 31, 2007, the Bank, acting on behalf of the Reserve Banks, had unrecorded unconditional purchase commitments extending through the year 2017 with a remaining fixed commitment of $268 million. Purchases of $24 million and $26 million were made against these commitments during 2007 and 2006, respectively. These commitments represent maintenance of currency processing machines and have variable and/or fixed components. The variable portion of the commitment is for machine shifts added or removed during the year. The fixed payments for the next five years under these commitments are as follows (in millions):

	Fixed Commitment
2008	$ –
2009	26
2010	28
2011	29
2012	29

Under the Insurance Agreement of the Federal Reserve Banks, each of the Reserve Banks has agreed to bear, on a per incident basis, a pro rata share of losses in excess of one percent of the capital paid-in of the claiming Reserve Bank, up to 50 percent of the total capital paid-in of all Reserve Banks. Losses are borne in the ratio of a Reserve Bank's capital paid-in to the total capital paid-in of all Reserve Banks at the beginning of the calendar year in which the loss is shared. No claims were outstanding under the agreement at December 31, 2007 or 2006.

The Bank is involved in certain legal actions and claims arising in the ordinary course of business. Although it is difficult to predict the ultimate outcome of these actions, in management's opinion, based on discussions with counsel, the aforementioned litigation and claims will be resolved without material adverse effect on the financial position or results of operations of the Bank.

8. Retirement and Thrift Plans

Retirement Plans

The Bank currently offers three defined benefit retirement plans to its employees, based on length of service and level of compensation. Substantially all of the Bank's employees participate in the Retirement Plan for Employees of the Federal Reserve System ("System Plan"). Employees at certain compensation levels participate in the Benefit Equalization Retirement Plan ("BEP") and certain Reserve Bank officers participate in the Supplemental Employee Retirement Plan ("SERP").

Notes to Financial Statements

The System Plan provides retirement benefits to employees of the Federal Reserve Banks, the Board of Governors, and the Office of Employee Benefits of the Federal Reserve Employee Benefits System. The FRBNY on behalf of the system, recognizes the net asset and costs associated with the System Plan in its financial statements. Costs associated with the System Plan are not redistributed to other participating employers.

The Bank's projected benefit obligation, funded status, and net pension expenses for the BEP and the SERP at December 31, 2007 and 2006, and for the years then ended, were not material.

Thrift Plan

Employees of the Bank may also participate in the defined contribution Thrift Plan for Employees of the Federal Reserve System ("Thrift Plan"). The Bank's Thrift Plan contributions totaled $7 million for each of the years ended December 31, 2007 and 2006, and are reported as a component of "Salaries and other benefits" in the Statements of Income and Comprehensive Income. The Bank matches employee contributions based on a specified formula. For the years ended December 31, 2007 and 2006, the Bank matched 80 percent on the first 6 percent of employee contributions for employees with less than five years of service and 100 percent on the first 6 percent of employee contributions for employees with five or more years of service.

9. Postretirement Benefits Other Than Pensions and Postemployment Benefits

Postretirement Benefits other than Pensions

In addition to the Bank's retirement plans, employees who have met certain age and length-of-service requirements are eligible for both medical benefits and life insurance coverage during retirement.

The Bank funds benefits payable under the medical and life insurance plans as due and, accordingly, has no plan assets.

Following is a reconciliation of the beginning and ending balances of the benefit obligation (in millions):

	2007	**2006**
Accumulated postretirement benefit obligation at January 1	$ 75.2	$ 59.5
Service cost-benefits earned during the period	3.1	2.0
Interest cost on accumulated benefit obligation	4.5	3.6
Net actuarial (gain) loss	(5.2)	8.1
Curtailment gain	(1.1)	–
Contributions by plan participants	1.3	1.1
Benefits paid	(5.7)	(5.5)
Medicare part D subsidies	0.2	0.2
Plan amendments	–	6.2
Accumulated postretirement benefit obligation at December 31	$ 72.3	$ 75.2

At December 31, 2007 and 2006, weighted-average discount rate assumptions used in developing the postretirement benefit obligation were 6.25 percent and 5.75 percent, respectively.

Discount rates reflect yields available on high-quality corporate bonds that would generate the cash flows

Notes to Financial Statements

necessary to pay the plan's benefits when due.

Following is a reconciliation of the beginning and ending balance of the plan assets, the unfunded postretirement benefit obligation, and the accrued postretirement benefit costs (in millions):

	2007	2006
Fair value of plan assets at January 1	$ –	$ –
Contributions by the employer	4.2	4.2
Contributions by plan participants	1.3	1.1
Benefits paid, net of Medicare Part D subsidies	(5.5)	(5.3)
Fair value of plan assets at December 31	$ –	$ –
Unfunded obligation and accrued postretirement benefit cost	$ 72.3	$ 75.2
Amounts included in accumulated other comprehensive loss are shown below:		
Prior service cost	$ (0.4)	$ –
Net actuarial loss	(12.6)	(20.8)
Total accumulated other comprehensive loss	$ (13.0)	$ (20.8)

Accrued postretirement benefit costs are reported as a component of "Accrued benefit costs" in the Statements of Condition.

For measurement purposes, the assumed health care cost trend rates at December 31 are as follows:

	2007	2006
Health care cost trend rate assumed for next year	8.00%	9.00%
Rate to which the cost trend rate is assumed to decline (the ultimate trend rate)	5.00%	5.00%
Year that the rate reaches the ultimate trend rate	2013	2012

Assumed health care cost trend rates have a significant effect on the amounts reported for health care plans. A one percentage point change in assumed health care cost trend rates would have the following effects for the year ended December 31, 2007 (in millions):

	One Percentage Point Increase	One Percentage Point Decrease
Effect on aggregate of service and interest cost components of net periodic postretirement benefit costs	$ 0.2	$ (0.2)
Effect on accumulated postretirement benefit obligation	0.9	(1.0)

Notes to Financial Statements

The following is a summary of the components of net periodic postretirement benefit expense for the years ended December 31 (in millions):

	2007	2006
Service cost-benefits earned during the period	$ 3.1	$ 2.0
Interest cost on accumulated benefit obligation	4.5	3.6
Amortization of prior service cost	(0.5)	(0.5)
Amortization of net actuarial loss	2.0	0.7
Net periodic postretirement benefit expense (credit)	$ 9.1	$ 5.8

Estimated amounts that will be amortized from accumulated other comprehensive loss into net periodic postretirement benefit expense (credit) in 2008 are shown below:	
Prior service cost	$ (0.2)
Net actuarial loss	0.8
Total	$ 0.6

Net postretirement benefit costs are actuarially determined using a January 1 measurement date. At January 1, 2007 and 2006, the weighted-average discount rate assumptions used to determine net periodic postretirement benefit costs were 5.75 percent and 5.50 percent, respectively.

Net periodic postretirement benefit expense is reported as a component of "Salaries and other benefits" in the Statements of Income and Comprehensive Income.

The Medicare Prescription Drug, Improvement and Modernization Act of 2003 established a prescription drug benefit under Medicare ("Medicare Part D") and a federal subsidy to sponsors of retiree health care benefit plans that provide benefits that are at least actuarially equivalent to Medicare Part D. The benefits provided under the Bank's plan to certain participants are at least actuarially equivalent to the Medicare Part D prescription drug benefit. The estimated effects of the subsidy, retroactive to January 1, 2004, are reflected in actuarial loss in the accumulated postretirement benefit obligation and net periodic postretirement benefit expense.

There were no receipts of federal Medicare Part D subsidies in the year ended December 31, 2006. Receipts in the year ending December 31, 2007, related to benefits paid was $.2 million in each of the years ended December 31, 2006 and 2007. Expected receipts in 2008, related to benefits paid in the year ended December 31, 2007 is not material.

Notes to Financial Statements

Following is a summary of expected postretirement benefit payments (in millions):

	Without Subsidy	With Subsidy
2008	$ 5.1	$ 4.8
2009	5.5	5.2
2010	5.8	5.5
2011	6.2	5.8
2012	6.5	6.0
2013 – 2017	35.5	32.7
Total	$ 64.6	$ 60.0

Postemployment Benefits

The Bank offers benefits to former or inactive employees. Postemployment benefit costs are actuarially determined using a December 31 measurement date and include the cost of medical and dental insurance, survivor income, and disability benefits. The accrued postemployment benefit costs recognized by the Bank at December 31, 2007 and 2006 were $14 million and $16 million, respectively. This cost is included as a component of "Accrued benefit costs" in the Statements of Condition. Net periodic postemployment benefit expense included in 2007 and 2006 operating expenses were $1 million and $2 million, respectively, and are recorded as a component of "Salaries and other benefits" in the Statements of Income and Comprehensive Income.

10. Accumulated Other Comprehensive Income And Other Comprehensive Income

Following is a reconciliation of beginning and ending balances of accumulated other comprehensive loss (in millions):

	Amount Related to Postretirement Benefits other than Pensions
Balance at January 1, 2006	
Adjustment to initially apply SFAS No. 158	(21)
Balance at December 31, 2006	(21)
Change in funded status of benefit plans:	
Net actuarial gain arising during the year	7
Amortization of prior service cost	(1)
Amortization of net actuarial loss	2
Change in funded status of benefit plans – other comprehensive income	8
Balance at December 31, 2007	(13)

Additional detail regarding the classification of accumulated other comprehensive loss is included in Note 9.

Notes to Financial Statements

11. Business Restructuring Charges

2007 Restructuring Plans

In 2007, the Reserve Banks announced a restructuring initiative to align the check processing infrastructure and operations with declining check processing volumes. The new infrastructure will involve consolidation of operations into four regional Reserve Bank processing sites in Philadelphia, Cleveland, Atlanta, and Dallas. Additional announcements in 2007 included restructuring plans associated with the consolidation of Seattle and Los Angeles check operations to Dallas.

2006 Restructuring Plans

In 2006, the Bank announced restructuring plans related to San Francisco check consolidation to Los Angeles.

2005 and Prior Restructuring Costs

The Bank incurred various restructuring charges prior to 2006 related to the restructuring of checks and other restructuring programs.

Following is a summary of financial information related to the restructuring plans (in millions):

	2005 and Prior Restructuring Plans	2006 Restructuring Plans	2007 Restructuring Plans	Total
Information related to restructuring plans as of December 31, 2007:				
Total expected costs related to restructuring activity	$ 4.3	$ 2.3	$ 5.8	$ 12.4
Estimated future costs related to restructuring activity	–	–	1.6	1.6
Expected completion date	2006	2007	2010	
Reconciliation of liability balances:				
Balance at January 1, 2006	$ 0.6	$ –	$ –	$ 0.6
Employee separation costs	–	1.7	–	1.7
Payments	(0.6)	–	–	(0.6)
Balance at December 31, 2006	$ –	$ 1.7	$ –	$ 1.7
Employee separation costs	–	0.3	4.2	4.5
Adjustments	–	(0.7)	–	(0.7)
Payments	–	(1.2)	–	(1.2)
Balance at December 31, 2007	$ –	$ 0.1	$ 4.2	$ 4.3

Employee separation costs are primarily severance costs for identified staff reductions associated with the announced restructuring plans. Separation costs that are provided under terms of ongoing benefit arrangements are recorded based on the accumulated benefit earned by the employee. Separation costs that are provided

Notes to Financial Statements

under the terms of one-time benefit arrangements are generally measured based on the expected benefit as of the termination date and recorded ratably over the period to termination. Restructuring costs related to employee separations are reported as a component of "Salaries and other benefits" in the Statements of Income and Comprehensive Income.

Adjustments to the accrued liability are primarily due to changes in the estimated restructuring costs and are shown as a component of the appropriate expense category in the Statements of Income and Comprehensive Income.

Restructuring costs associated with the impairment of certain Bank assets, including software, buildings, leasehold improvements, furniture, and equipment, are discussed in Note 6. Costs associated with enhanced pension benefits for all Reserve Banks are recorded on the books of the FRBNY as discussed in Note 8.

12. Subsequent Events

In March 2008, the Board of Governors announced several initiatives to address liquidity pressures in funding markets and promote financial stability, including increasing the Term Auction Facility (see Note 3b) to $100 billion and initiating a series of term repurchase transactions (see Notes 3d and 4) that may cumulate to $100 billion. In addition, the Reserve Banks' securities lending program (see Notes 3d and 4) was expanded to lend up to $200 billion of Treasury securities to primary dealers for a term of 28 days, secured by federal agency debt, federal agency residential mortgage-backed securities, agency collateralized mortgage obligations, non-agency AAA/Aaa-rated private-label residential mortgage-backed securities, and AAA/Aaa-rated commercial mortgage-backed securities. The FOMC also authorized increases in its existing temporary reciprocal currency arrangements (see Notes 3e and 5) with specific foreign central banks. These initiatives will affect 2008 activity related to loans to depository institutions, securities purchased under agreements to resell, U.S. government securities, net, and investments denominated in foreign currencies, as well as income and expenses. The effects of the initiatives do not require adjustment to the amounts recorded as of December 31, 2007.

In February 2008, the Seattle branch office was relocated to a new facility in the Seattle area. The former facility was vacated and the property, including related furnishings, will be available for sale in 2008.

Learn More

Find foreclosure prevention resources for consumers and in-depth research and emerging information about Twelfth District housing developments on frbsf.org.

Acknowledgments

The Subprime Mortgage Market
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The Subprime Mortgage Market
National and Twelfth District Developments

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