

NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORP /DC/  
Form 10-Q  
October 14, 2015

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended August 31, 2015

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number: 1-7102

NATIONAL RURAL UTILITIES  
COOPERATIVE FINANCE CORPORATION  
(Exact name of registrant as specified in its charter)

District of Columbia  
(State or other jurisdiction of incorporation or organization)  
20701 Cooperative Way, Dulles, Virginia, 20166  
(Address of principal executive offices) (Zip Code)  
Registrant's telephone number, including area code: (703) 467-1800

52-0891669  
(I.R.S. employer identification no.)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer," and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer  Accelerated filer  Non-accelerated filer  Smaller reporting company   
(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No



## TABLE OF CONTENTS

	Page
<b>PART I — FINANCIAL INFORMATION</b>	<b>1</b>
<u>Item 1.</u> <u>Financial Statements</u>	<u>38</u>
<u>Condensed Consolidated Statements of Operations</u>	<u>39</u>
<u>Condensed Consolidated Statements of Comprehensive Income</u>	<u>40</u>
<u>Condensed Consolidated Balance Sheets</u>	<u>41</u>
<u>Condensed Consolidated Statements of Changes in Equity</u>	<u>42</u>
<u>Condensed Consolidated Statements of Cash Flows</u>	<u>43</u>
<u>Notes to Condensed Consolidated Financial Statements</u>	<u>45</u>
<u>Note 1 — Summary of Significant Accounting Policies</u>	<u>45</u>
<u>Note 2 — Investment Securities</u>	<u>48</u>
<u>Note 3 — Loans and Commitments</u>	<u>49</u>
<u>Note 4 — Foreclosed Assets</u>	<u>57</u>
<u>Note 5 — Short-term Debt and Credit Arrangements</u>	<u>57</u>
<u>Note 6 — Long-term Debt</u>	<u>59</u>
<u>Note 7 — Subordinated Deferrable Debt</u>	<u>60</u>
<u>Note 8 — Derivative Financial Instruments</u>	<u>60</u>
<u>Note 9 — Equity</u>	<u>64</u>
<u>Note 10 — Guarantees</u>	<u>64</u>
<u>Note 11 — Fair Value Measurements</u>	<u>65</u>
<u>Note 12 — Fair Value of Financial Instruments</u>	<u>67</u>
<u>Note 13 — Segment Information</u>	<u>69</u>
<u>Item 2.</u> <u>Management’s Discussion and Analysis of Financial Condition and Results of Operations</u>	<u>1</u>
<u>(“MD&amp;A”)</u>	
<u>Forward-Looking Statements</u>	<u>1</u>
<u>Introduction</u>	<u>1</u>
<u>Summary of Selected Financial Data</u>	<u>2</u>
<u>Executive Summary</u>	<u>4</u>
<u>Critical Accounting Policies and Estimates</u>	<u>6</u>
<u>Accounting Changes and Developments</u>	<u>6</u>
<u>Consolidated Results of Operations</u>	<u>7</u>
<u>Consolidated Balance Sheet Analysis</u>	<u>13</u>
<u>Off-Balance Sheet Arrangements</u>	<u>17</u>
<u>Risk Management</u>	<u>19</u>
<u>Credit Risk</u>	<u>20</u>
<u>Liquidity Risk</u>	<u>25</u>
<u>Market Risk</u>	<u>33</u>
<u>Non-GAAP Financial Measures</u>	<u>35</u>
<u>Item 3.</u> <u>Quantitative and Qualitative Disclosures about Market Risk</u>	<u>71</u>
<u>Item 4.</u> <u>Controls and Procedures</u>	<u>71</u>
<b>PART II—OTHER INFORMATION</b>	<b>71</b>
<u>Item 1.</u> <u>Legal Proceedings</u>	<u>71</u>
<u>Item 1A.</u> <u>Risk Factors</u>	<u>71</u>
<u>Item 2.</u> <u>Unregistered Sales of Equity Securities and Use of Proceeds</u>	<u>71</u>
<u>Item 3.</u> <u>Defaults Upon Senior Securities</u>	<u>71</u>



<u>Item 4.</u>	<u>Mine Safety Disclosures</u>	<u>71</u>
<u>Item 5.</u>	<u>Other Information</u>	<u>71</u>
<u>Item 6.</u>	<u>Exhibits</u>	<u>72</u>
<u>SIGNATURES</u>		<u>73</u>

## INDEX OF MD&amp;A TABLES

Table	Description	Page
—	MD&A Tables:	
1	Summary of Selected Financial Data	3
2	Average Balances, Interest Income/Interest Expense and Average Yield/Cost	8
3	Rate/Volume Analysis of Changes in Interest Income/Interest Expense	9
4	Derivative Gains (Losses)	11
5	Derivative Average Notional Balances and Average Interest Rates	12
6	Loans Outstanding by Type and Member Class	14
7	Historical Retention Rate and Repricing Selection	14
8	Total Debt Outstanding	15
9	Guarantees Outstanding	17
10	Maturities of Guarantee Obligations	18
11	Unadvanced Loan Commitments	18
12	Notional Maturities of Unconditional Committed Lines of Credit	19
13	Notional Maturities of Unadvanced Loan Commitments	19
14	Loan Portfolio Security Profile	20
15	Credit Exposure to 20 Largest Borrowers	21
16	Impaired Loans	23
17	Allowance for Loan Losses	24
18	Rating Triggers for Derivatives	25
19	Projected Sources and Uses of Liquidity	27
20	Revolving Credit Agreements	29
21	Member Investments	29
22	Financial Ratios under Revolving Credit Agreements	30
23	Financial Ratios under Indentures	31
24	Unencumbered Loans	31
25	Collateral Pledged or on Deposit	31
26	Principal Maturity of Long-term Debt	33
27	Interest Rate Gap Analysis	34
28	Adjusted Financial Measures — Income Statement	35
29	TIER and Adjusted TIER	36
30	Adjusted Financial Measures — Balance Sheet	36
31	Leverage and Debt-to-Equity Ratios	37

## PART I—FINANCIAL INFORMATION

### Item 2. Management’s Discussion and Analysis of Financial Condition and Results of Operations

#### FORWARD-LOOKING STATEMENTS

This Quarterly Report on Form 10-Q contains certain statements that are considered “forward-looking statements” within the Securities Act of 1933, as amended, and the Exchange Act of 1934, as amended. Forward-looking statements, which are based on certain assumptions and describe our future plans, strategies and expectations, are generally identified by our use of words such as “intend,” “plan,” “may,” “should,” “will,” “project,” “estimate,” “anticipate,” “expect,” “continue,” “potential,” “opportunity” and similar expressions, whether in the negative or affirmative. All statements about future expectations or projections, including statements about loan volume, the appropriateness of the allowance for loan losses, operating income and expenses, leverage and debt-to-equity ratios, borrower financial performance, impaired loans, and sources and uses of liquidity, are forward-looking statements. Although we believe that the expectations reflected in our forward-looking statements are based on reasonable assumptions, actual results and performance may differ materially from our forward-looking statements due to several factors. Factors that could cause future results to vary from our forward-looking statements include, but are not limited to, general economic conditions, legislative changes including those that could affect our tax status, governmental monetary and fiscal policies, demand for our loan products, lending competition, changes in the quality or composition of our loan portfolio, changes in our ability to access external financing, changes in the credit ratings on our debt, valuation of collateral supporting impaired loans, charges associated with our operation or disposition of foreclosed assets, regulatory and economic conditions in the rural electric industry, non-performance of counterparties to our derivative agreements, the costs and effects of legal or governmental proceedings involving National Rural Utilities Cooperative Finance Corporation (“CFC”) or its members and the factors listed and described under “Item 1A. Risk Factors” of our Annual Report on Form 10-K for the fiscal year ended May 31, 2015 (“2015 Form 10-K”). Except as required by law, we undertake no obligation to update or publicly release any revisions to forward-looking statements to reflect events, circumstances or changes in expectations after the date on which the statement is made.