

For the year ended December 31, 2016



FEDERAL RESERVE BANK OF NEW YORK

ANNUAL REPORT
2016

Serving the Second District and the Nation

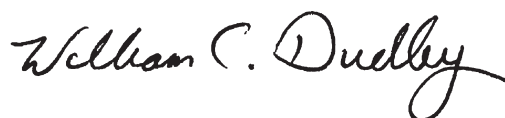
April 2017

To the Depository Institutions in
the Second Federal Reserve District:

It is my pleasure to send you the 102nd annual report of the Federal Reserve Bank of New York, covering the year 2016.

Following the “Letter from the President,” the *2016 Annual Report* presents detailed tables, with extensive notes, on the Bank’s financial condition.

I hope you will find the information we present interesting and useful.

A handwritten signature in black ink, reading "William C. Dudley". The signature is written in a cursive, flowing style with a large, prominent 'W' and 'D'.

William C. Dudley
President

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PRESIDENT'S
LETTER

Letter from the President

I am pleased to present the Federal Reserve Bank of New York's *2016 Annual Report*, which provides an overview of our accounting policies and detailed information on our audited consolidated financial statements.

The New York Fed's balance sheet continues to reflect measures taken by the Federal Reserve to support the nation's economic recovery following the 2008 financial crisis. While our balance sheet reflects Federal Open Market Committee (FOMC) policy directives and market conditions, it was largely stable over the course of 2016.

The share of assets in the System Open Market Account (SOMA) allocated to the New York Fed stood at \$2.51 trillion as of December 31, 2016, a decline of \$157.4 billion from year-end 2015. Treasury securities and agency mortgage-backed securities (MBS) continue to account for the vast majority of assets, at \$2.48 trillion, down from \$2.63 trillion at year-end 2015. The New York Fed's allocated share of the SOMA central bank liquidity swaps rose to \$1.8 billion, up from \$321 million a year earlier. Foreign-currency-denominated investments increased by \$107 million, to \$6.4 billion.

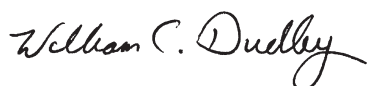
System SOMA holdings remained relatively steady throughout the year, at \$4.4 trillion, owing to the ongoing reinvestment of principal payments on agency debt and agency MBS, and the rollover of maturing Treasury securities.

In December 2016, the FOMC noted improvement in economic conditions and raised the target for the federal funds rate to a range of 50 to 75 basis points. Interest on reserves increased to 75 basis points, and reverse repurchase agreement program rates increased to 50 basis points.

The Fixing America's Surface Transportation Act (FAST Act), enacted in December 2015, amended the section of the Federal Reserve Act related to Reserve Bank capital surplus and the payment of dividends. Effective in 2015, the FAST Act limited the New York Fed's surplus to slightly more than \$3 billion, a reduction of \$6.4 billion. For 2016, the FAST Act changed the dividend rate for member banks with more than \$10 billion of consolidated assets from 6 percent to the lesser of 6 percent and the yield of the ten-year Treasury note.

Total earnings remittances to the U.S. Treasury declined 20 percent, or \$13.7 billion, to \$53.6 billion. The change largely reflected the absence of the initial FAST Act capital surplus payment of \$6.4 billion, which brought the New York Fed's capital surplus to its FAST Act defined limit. Other contributing factors were a \$4.4 billion decline in SOMA interest income and a \$3.7 billion increase in interest expense.

The New York Fed works in support of the Federal Reserve System's mission to promote financial stability, formulate and implement monetary policy, and provide safe and efficient financial services. This annual report attests to the strength of our controls and the capacity of our institution to continue to deliver on its commitments on behalf of the System.



William C. Dudley
April 13, 2017

MANAGEMENT'S
REPORT

Management's Report on Internal Control over Financial Reporting

March 8, 2017

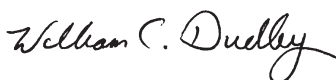
To the Board of Directors of the
Federal Reserve Bank of New York:

The management of the Federal Reserve Bank of New York (Bank) is responsible for the preparation and fair presentation of the Consolidated Statements of Condition as of December 31, 2016 and 2015, and the Consolidated Statements of Operations, and Consolidated Statements of Changes in Capital for the years then ended (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 as set forth in the *Financial Accounting Manual for Federal Reserve Banks (FAM)*, and, as such, include some amounts that 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 *FAM* and include all disclosures necessary for such fair presentation.

The management of the Bank is responsible for establishing and maintaining effective internal control over financial reporting as it relates to the financial statements. The Bank's internal control over financial reporting is designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external reporting purposes in accordance with the *FAM*. The Bank's internal control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of the Bank's assets; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with *FAM*, and that the Bank's receipts and expenditures are being made only in accordance with authorizations of its management and directors; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Bank's assets that could have a material effect on its financial statements.

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 Bank assessed its internal control over financial reporting based upon the criteria established in the *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission. Based on this assessment, we believe that the Bank maintained effective internal control over financial reporting.



William C. Dudley
President
Officer



Michael Strine
First Vice President



Helen E. Mucciolo
Principal Financial

AUDITOR
INDEPENDENCE

External Auditor Independence

The Federal Reserve Board engaged KPMG to audit the 2016 combined and individual financial statements of the Reserve Banks.¹

In 2016, KPMG also conducted audits of internal controls over financial reporting for each of the Reserve Banks. Fees for KPMG services totaled \$6.7 million. To ensure auditor independence, the Board requires that KPMG be independent in all matters relating to the audits. Specifically, KPMG 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 2016, the Bank did not engage KPMG for any non-audit services.

¹In addition, KPMG audited the Office of Employee Benefits of the Federal Reserve System (OEB), the Retirement Plan for Employees of the Federal Reserve System (System Plan), and the Thrift Plan for Employees of the Federal Reserve System (Thrift Plan). The System Plan and the Thrift Plan provide retirement benefits to employees of the Board, the Federal Reserve Banks, the OEB, and the Consumer Financial Protection Bureau.

FINANCIAL
STATEMENTS

Independent Auditors' Report

To the Board of Governors of the Federal Reserve System
and the Board of Directors of the Federal Reserve Bank of New York:

We have audited the accompanying consolidated statements of condition of the Federal Reserve Bank of New York and subsidiaries as of December 31, 2016 and 2015, and the related consolidated statements of operations and changes in capital for the years then ended. We also have audited the Federal Reserve Bank of New York's internal control over financial reporting as of December 31, 2016, based on criteria established in *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission. The Federal Reserve Bank of New York's management is responsible for these consolidated 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 Management's Report on Internal Control over Financial Reporting. Our responsibility is to express an opinion on these consolidated financial statements and an opinion on the Federal Reserve Bank of New York's internal control over financial reporting based on our audits.

We conducted our audits in accordance with the auditing standards of the Public Company Accounting Oversight Board (United States) and in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits 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 audits of the consolidated 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 audits also included performing such other procedures as we considered necessary in the circumstances. We believe that our audits provide a reasonable basis for our opinions.

The Federal Reserve Bank of New York's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with the accounting principles established by the Board of Governors of the Federal Reserve System (the "Board") as described in Note 3 of the consolidated financial statements and as set forth in the *Financial Accounting Manual for Federal Reserve Banks* ("FAM"). The Federal Reserve Bank of New York's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Federal Reserve Bank of New York; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with the FAM, and that receipts and expenditures of the Federal Reserve Bank of New York are being made only in accordance with authorizations of management and directors of the Federal Reserve Bank of New York; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Federal Reserve Bank of New York's assets that could have a material effect on the consolidated financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. 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.

As described in Note 3 to the consolidated financial statements, the Federal Reserve Bank of New York has prepared these consolidated financial statements in conformity with the accounting principles established by the Board, as set forth in the FAM, which is a basis of accounting other than U.S. generally accepted accounting principles.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Federal Reserve Bank of New York and subsidiaries as of December 31, 2016 and 2015, and the results of their operations for the years then ended, on the basis of accounting described in Note 3. Also, in our opinion, the Federal Reserve Bank of New York maintained, in all material respects, effective internal control over financial reporting as of December 31, 2016, based on criteria established in *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission.

The logo for KPMG LLP, featuring the letters 'KPMG' in a large, bold, stylized font, followed by 'LLP' in a smaller, simpler font.

New York, New York

March 8, 2017

KPMG LLP is a Delaware limited liability partnership, the U.S. member firm of KPMG International Cooperative (“KPMG International”), a Swiss entity.

Abbreviations

ACH	Automated clearinghouse
ASC	Accounting Standards Codification
ASU	Accounting Standards Update
BEP	Benefit Equalization Retirement Plan
Bureau	Bureau of Consumer Financial Protection
CDS	Credit default swaps
CFE	Collateralized financing entity
CIP	Committee on Investment Performance (related to System Retirement Plan)
CMBS	Commercial mortgage-backed securities
DFMU	Designated financial market utility
FAM	<i>Financial Accounting Manual for Federal Reserve Banks</i>
FASB	Financial Accounting Standards Board
FAST Act	Fixing America's Surface Transportation Act
FOMC	Federal Open Market Committee
GAAP	Accounting principles generally accepted in the United States of America
GSE	Government-sponsored enterprise
IMF	International Monetary Fund
JPMC	JPMorgan Chase & Co.
LLC	Limited liability company
MAPD	Medicare Advantage and Prescription Drug
MBS	Mortgage-backed securities
ML	Maiden Lane LLC
MTM	Mark-to-market
RMBS	Residential mortgage-backed securities
OEB	Office of Employee Benefits of the Federal Reserve System
SDR	Special drawing rights
SERP	Supplemental Retirement Plan for Select Officers of the Federal Reserve Banks
SOMA	System Open Market Account
STRIPS	Separate Trading of Registered Interest and Principal of Securities
TBA	To be announced
TDF	Term Deposit Facility
TRS	Total return swap
VIE	Variable interest entity

Consolidated Statements of Condition

As of December 31, 2016 and December 31, 2015

(in millions)

	2016	2015
ASSETS		
Gold certificates	\$ 3,588	\$ 3,709
Special drawing rights certificates	1,818	1,818
Coin	65	72
System Open Market Account:		
Treasury securities, net (of which \$14,338 and \$11,382 is lent as of December 31, 2016 and 2015, respectively)	Note 5 1,461,035	1,549,211
Government-sponsored enterprise debt securities, net (of which \$25 and \$88 is lent as of December 31, 2016 and 2015, respectively)	9,474	20,260
Federal agency and government-sponsored enterprise mortgage-backed securities, net	1,021,477	1,080,831
Foreign currency denominated investments, net	6,413	6,306
Central bank liquidity swaps	1,835	321
Accrued interest receivable	14,547	15,241
Other assets	5	9
Investments held by consolidated variable interest entity (of which \$1,742 and \$1,778 is measured at fair value as of December 31, 2016 and 2015, respectively)	Note 6 1,742	1,778
Bank premises and equipment, net	Note 7 483	479
Other assets	373	263
Total assets	<u>\$ 2,522,855</u>	<u>\$ 2,680,298</u>
LIABILITIES AND CAPITAL		
Federal Reserve notes outstanding, net	\$ 483,845	\$ 434,194
System Open Market Account:		
Securities sold under agreements to repurchase	Note 5 412,693	427,663
Other liabilities	576	305
Liabilities of consolidated variable interest entity (of which \$32 and \$21 is measured at fair value as of December 31, 2016 and 2015, respectively)	Note 6 33	57
Deposits:		
Depository institutions	1,032,881	1,175,023
Treasury, general account	399,190	333,447
Other deposits	42,386	28,942
Interest payable to depository institutions and others	251	162
Accrued benefit costs	Notes 9 and 10 1,497	1,320
Deferred credit items	-	2
Accrued remittances to the Treasury	832	1,023
Interdistrict settlement account	135,654	265,063
Other liabilities	67	64
Total liabilities	<u>2,509,905</u>	<u>2,667,265</u>
Capital paid-in	9,748	9,734
Surplus (including accumulated other comprehensive loss of \$3,885 and \$3,674 at December 31, 2016 and 2015, respectively)	3,202	3,299
Total capital	<u>12,950</u>	<u>13,033</u>
Total liabilities and capital	<u>\$ 2,522,855</u>	<u>\$ 2,680,298</u>

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

Consolidated Statements of Operations

For the years ended December 31, 2016 and December 31, 2015
(in millions)

		2016	2015
INTEREST INCOME			
System Open Market Account:	Note 5		
Treasury securities, net		\$ 36,880	\$ 38,235
Government-sponsored enterprise debt securities, net		556	804
Federal agency and government-sponsored enterprise mortgage-backed securities, net		26,815	29,571
Foreign currency denominated investments, net		(2)	10
Central bank liquidity swaps		3	-
Investments held by consolidated variable interest entity	Note 6	9	4
Total interest income		64,261	68,624
INTEREST EXPENSE			
System Open Market Account:	Note 5		
Securities sold under agreements to repurchase		647	149
Other		2	1
Deposits:			
Depository institutions and other deposits		7,829	4,609
Term Deposit Facility		10	49
Total interest expense		8,488	4,808
Net interest income		55,773	63,816
NON-INTEREST INCOME (LOSS)			
System Open Market Account:	Note 5		
Treasury securities losses, net		(9)	-
Federal agency and government-sponsored enterprise mortgage-backed securities gains, net		11	26
Foreign currency translation losses, net		(43)	(445)
Other		20	10
Investments held by consolidated variable interest entity (losses) gains, net	Note 6	(19)	35
Income from services		109	104
Compensation received for service costs provided		2	2
Reimbursable services to government agencies		167	169
Other		10	9
Total non-interest income (loss)		248	(90)
OPERATING EXPENSES			
Salaries and benefits		672	648
Occupancy		71	70
Equipment		18	18
Net periodic pension expense	Note 9	529	542
Compensation paid for service costs incurred		43	41
Other		199	193
Assessments:			
Board of Governors operating expenses and currency costs		370	357
Bureau of Consumer Financial Protection		196	160
Total operating expenses		2,098	2,029
Net income before providing for remittances to the Treasury		53,923	61,697
Earnings remittances to the Treasury:	Note 13		
Interest on Federal Reserve notes		-	56,985
Required by the Federal Reserve Act	Note 3p	53,595	10,316
Total earnings remittances to the Treasury		53,595	67,301
Net income (loss) after providing for remittances to the Treasury		328	(5,604)
Change in prior service costs related to benefit plans	Notes 9 and 10	150	93
Change in actuarial (losses) gains related to benefit plans	Notes 9 and 10	(361)	171
Total other comprehensive (loss) income		(211)	264
Comprehensive income (loss)		\$ 117	\$ (5,340)

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

Consolidated Statements of Changes in Capital

For the years ended December 31, 2016 and December 31, 2015
(in millions, except share data)

			Surplus		
			Accumulated		
			other		
	Capital paid-in	Net income retained	comprehensive loss	Total surplus	Total capital
Balance at December 31, 2014 (184,152,394 shares)	\$ 9,208	\$ 13,146	\$ (3,938)	\$ 9,208	\$ 18,416
Net change in capital stock issued (10,531,859 shares)	526	-	-	-	526
Comprehensive income:					
Net loss	-	(5,604)	-	(5,604)	(5,604)
Other comprehensive income	-	-	264	264	264
Dividends on capital stock	-	(569)	-	(569)	(569)
Net change in capital	526	(6,173)	264	(5,909)	(5,383)
Balance at December 31, 2015 (194,684,253 shares)	\$ 9,734	\$ 6,973	\$ (3,674)	\$ 3,299	\$ 13,033
Net change in capital stock issued (270,405 shares)	14	-	-	-	14
Comprehensive income:					
Net income	-	328	-	328	328
Other comprehensive loss	-	-	(211)	(211)	(211)
Dividends on capital stock	-	(214)	-	(214)	(214)
Net change in capital	14	114	(211)	(97)	(83)
Balance at December 31, 2016 (194,954,658 shares)	\$ 9,748	\$ 7,087	\$ (3,885)	\$ 3,202	\$ 12,950

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

(1) STRUCTURE

The Federal Reserve Bank of New York (Bank) is part of the Federal Reserve System (System) and is one of the 12 Federal 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 serves the Second Federal Reserve District, which includes the State of New York, the 12 northern counties of New Jersey, Fairfield County, Connecticut, the Commonwealth of Puerto Rico, and the U.S. Virgin 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 nationally-chartered banks and any state-chartered banks that apply and are approved for membership. Member banks are divided into three classes according to size. Member banks in each class elect one director representing member banks and one director 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.

In addition to the 12 Reserve Banks, 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 Bank, and, on a rotating basis, four other Reserve Bank presidents.

(2) OPERATIONS AND SERVICES

The Reserve Banks perform a variety of services and operations. These functions include participating in formulating and conducting monetary policy; participating in the payment system, including transfers of funds, automated clearinghouse (ACH) operations, and check collection; distributing coin and currency; performing fiscal agency functions for the U.S. Department of the Treasury (Treasury), certain federal agencies, and other entities; serving as the federal government's bank; providing short-term loans to depository institutions; providing loans to participants in programs or facilities with broad-based eligibility in unusual and exigent circumstances; serving consumers and communities by providing educational materials and information regarding financial consumer protection rights and laws and information on community development programs and activities; and supervising bank holding companies, state member banks, savings and loan holding companies, U.S. offices of foreign banking organizations, edge and agreement corporations, and certain financial market utilities that have been designated as systemically important. Certain services are provided to foreign official and international account holders, primarily by the Bank.

The FOMC, in conducting monetary policy, establishes policy regarding domestic open market operations, and oversees these operations. The FOMC has selected the Bank to execute open market transactions for the System Open Market Account (SOMA) as provided in its annual authorization. The FOMC authorizes and directs the Bank to conduct operations in domestic markets, including the direct purchase and sale of Treasury securities, government-sponsored enterprise (GSE) debt securities, and federal agency and GSE mortgage-backed securities (MBS); the purchase of these securities under agreements to resell; and the sale of these securities under agreements to repurchase. The Bank holds the resulting securities and agreements in a portfolio known as the SOMA. The Bank is authorized and directed to lend the Treasury securities and GSE debt securities that are held in the SOMA.

To be prepared to meet the needs specified by the FOMC to carry out the System's central bank responsibilities, the FOMC has authorized and directed the Bank to execute standalone spot and forward foreign exchange transactions in the resultant foreign currencies, to hold balances in those currencies, and to invest such foreign currency holdings, while maintaining adequate liquidity. The Bank holds these securities and agreements in the SOMA. The FOMC has also authorized and directed the Bank to maintain reciprocal currency arrangements with the Bank of Canada and the Bank of Mexico in the maximum amounts of \$2 billion and \$3 billion, respectively, and to warehouse foreign currencies for the Treasury and the Exchange Stabilization Fund in the maximum amount of \$5 billion.

Because of the global character of bank funding markets, the System has, at times, coordinated with other central banks to provide liquidity. The FOMC authorized and directed the Bank to maintain standing U.S. dollar liquidity swap arrangements and standing foreign currency liquidity swap arrangements with the Bank of Canada, the Bank of England, the Bank of Japan, the European Central Bank, and the Swiss National Bank. The Bank holds amounts outstanding under these swap lines in the SOMA. These swap lines, which were originally established as temporary arrangements, were converted to standing arrangements on October 31, 2013, and will remain in place until further notice.

The FOMC has authorized and directed the Bank to conduct small-value exercises periodically for the purpose of testing operational readiness.

Although the Reserve Banks are separate legal entities, they collaborate on the delivery of certain services to achieve greater efficiency and effectiveness. This 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 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 reimbursed for costs incurred in providing services to other Reserve Banks. Major services provided by the Bank on behalf of the System for which the costs were not reimbursed by the other Reserve Banks include the management of SOMA, the Wholesale Product Office, the System Credit Risk Technology Support function, the Valuation Support team, centralized business administration functions for wholesale payments services, and three national information technology operations dealing with incident responses, remote access, and enterprise search.

(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. These accounting principles and practices are documented in the *Financial Accounting Manual for Federal Reserve Banks* (FAM), which is issued by the Board of Governors. The Reserve Banks are required to adopt and apply accounting policies and practices that are consistent with the FAM. The consolidated financial statements and associated disclosures have been prepared in accordance with the FAM.

Due to the unique nature of the Bank's powers and responsibilities as part of the nation's central bank and given the System's unique responsibility to conduct monetary policy, the Board has adopted accounting principles and practices in the FAM that differ from accounting principles generally accepted in the United States of America (GAAP). The more significant differences are the presentation of all SOMA securities holdings at amortized cost, adjusted for credit impairment, if any, the recording of all SOMA securities on a settlement-date basis, and the use of straight-line amortization of premiums and discounts for Treasury securities, GSE debt securities, and foreign currency denominated investments. Amortized cost, rather than the fair value presentation, more appropriately

reflects the financial position associated with the Bank's securities holdings given the System's unique responsibility to conduct monetary policy. Although the application of fair value measurements to the securities holdings may result in values substantially greater or less than their carrying values, these unrealized changes in value have no direct effect on the quantity of reserves available to the banking system or on the ability of the Reserve Banks, as the central bank, to meet their financial obligations and responsibilities. Both the domestic and foreign components of the SOMA portfolio may involve transactions that result in gains or losses when holdings are sold before maturity. Decisions regarding securities and foreign currency transactions, including their purchase and sale, are primarily motivated by monetary policy and financial stability objectives rather than profit. Accordingly, fair values, earnings, and gains or losses resulting from the sale of such securities and currencies are incidental to open market operations and do not motivate decisions related to policy or open market activities. Accounting for these securities on a settlement-date basis, rather than the trade-date basis required by GAAP, better reflects the timing of the transaction's effect on the quantity of reserves in the banking system. The cost bases of Treasury securities, GSE debt securities, and foreign government debt instruments are adjusted for amortization of premiums or accretion of discounts on a straight-line basis, rather than using the interest method required by GAAP.

In addition, the Bank does not present a Consolidated Statement of Cash Flows as required by GAAP because the liquidity and cash position of the Bank are not a primary concern given the Reserve Bank's unique powers and responsibilities as a central bank. Other information regarding the Bank's activities is provided in, or may be derived from, the Consolidated Statements of Condition, Operations, and Changes in Capital, and the accompanying notes to the consolidated financial statements. Other than those described above, the accounting policies described in FAM are generally consistent with those in GAAP and the references to GAAP in the notes to the consolidated financial statement highlight those areas where FAM is consistent with GAAP.

Preparing the consolidated financial statements in conformity with the FAM 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 consolidated financial statements, and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates.

The Consolidated Statements of Operations have been renamed to better reflect the underlying nature of the activity reported and, in the prior year, had been titled the Consolidated Statements of Income and Comprehensive Income.

Significant accounts and accounting policies are explained below.

a. Consolidation

The consolidated financial statements include the accounts and results of operations of the Bank as well as a variable interest entity (VIE), Maiden Lane Limited Liability Company (LLC) (ML). The consolidation of the VIE was assessed in accordance with Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) Topic 810 (ASC 810), *Consolidation*, which requires a VIE to be consolidated by its controlling financial interest holder. Intercompany balances and transactions have been eliminated in consolidation. See Note 6 for additional information on the VIE. The consolidated financial statements of the Bank also include accounts and results of operations of Maiden and Nassau LLC, a Delaware LLC wholly-owned by the Bank, which was formed to own and operate the Bank-owned 33 Maiden Lane building.

The Bank consolidates a VIE if the Bank has a controlling financial interest, which is defined as the power to direct the significant economic activities of the entity and the obligation to absorb losses or the right to receive benefits of the entity that could potentially be significant to the VIE. To determine whether it is the controlling financial interest holder of a VIE, the Bank evaluates the VIE's design, capital structure, and relationships with

the variable interest holders. The Bank reconsiders whether it has a controlling financial interest in a VIE, as required by ASC 810, at each reporting date or if there is an event that requires consideration.

The Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010 (Dodd-Frank Act) established the Bureau of Consumer Financial Protection (Bureau) as an independent bureau within the System that has supervisory authority over some institutions previously supervised by the Reserve Banks in connection with those institutions' compliance with consumer protection statutes. Section 1017 of the Dodd-Frank Act provides that the financial statements of the Bureau are not to be consolidated with those of the Board of Governors or the System. The Board of Governors funds the Bureau through assessments on the Reserve Banks as required by the Dodd-Frank Act. The Reserve Banks reviewed the law and evaluated the design of and their relationship to the Bureau and determined that it should not be consolidated in the Bank's consolidated financial statements.

b. Gold and Special Drawing Rights Certificates

The Secretary of the Treasury is authorized to issue gold certificates to the Reserve Banks. Upon authorization, the Reserve Banks acquire gold certificates by crediting equivalent amounts in dollars to the account established for the Treasury. The gold certificates held by the Reserve Banks are required to be backed by the gold owned by the Treasury. The Treasury may reacquire the gold certificates at any time, and the Reserve Banks must deliver them to the Treasury. At such time, the 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 per fine troy ounce. Gold certificates are recorded by the Reserve Banks at original cost. The Board of Governors allocates the gold certificates among the Reserve Banks once a year based on each Reserve Bank's average Federal Reserve notes outstanding during the preceding 12 months.

Special drawing rights (SDR) are issued by the International Monetary Fund (IMF) to its members in proportion to each member's quota in the IMF at the time of issuance. SDRs serve as a supplement to international monetary reserves and may be transferred from one national monetary authority to another. Under the law providing for U.S. participation in the SDR system, the Secretary of the Treasury is authorized to issue SDR certificates to the Reserve Banks. When SDR certificates are issued to the Reserve Banks, equivalent amounts in U.S. dollars are credited to the account established for the Treasury and the Reserve Banks' SDR certificate accounts are increased. The Reserve Banks are required to purchase SDR certificates, at the direction of the Treasury, for the purpose of financing SDR acquisitions or for financing exchange-stabilization operations. At the time SDR certificate transactions occur, the Board of Governors allocates the SDR certificates among the Reserve Banks based upon each Reserve Bank's Federal Reserve notes outstanding at the end of the preceding calendar year. SDR certificates are recorded by the Reserve Banks at original cost.

c. Coin

The amount reported as coin in the Consolidated Statements of Condition represents the face value of all United States coin held by the Bank. The Bank buys coin at face value from the U.S. Mint in order to fill depository institution orders.

d. Loans

Loans to depository institutions are reported at their outstanding principal balances and interest income is recognized on an accrual basis.

Loans are impaired when current information and events indicate that it is probable that the Bank will not receive the principal and interest that are due in accordance with the contractual terms of the loan agreement. Impaired loans are evaluated to determine whether an allowance for loan loss is required. The Bank has developed procedures for assessing the adequacy of any allowance for loan losses using all available information to identify incurred losses. This assessment includes monitoring information obtained from banking supervisors, borrowers,

and other sources to assess the credit condition of the borrowers and, as appropriate, evaluating collateral values. Generally, the Bank would discontinue recognizing interest income on impaired loans until the borrower's repayment performance demonstrates principal and interest would be received in accordance with the terms of the loan agreement. If the Bank discontinues recording interest on an impaired loan, cash payments are first applied to principal until the loan balance is reduced to zero; subsequent payments are applied as recoveries of amounts previously deemed uncollectible, if any, and then as interest income.

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

The Bank may engage in purchases of securities under agreements to resell (repurchase agreements) with primary dealers. Transactions under these repurchase agreements are typically settled through a tri-party arrangement. In the United States, there are currently two commercial custodial banks that provide these services. In a tri-party arrangement, a commercial custodial bank manages the collateral clearing, settlement, pricing, and pledging, and provides cash and securities custodial services for and on behalf of the Bank and counterparty. The collateral pledged must exceed the principal amount of the transaction by a margin determined by the Bank for each class and maturity of acceptable collateral. Collateral designated by the Bank as acceptable under repurchase agreements primarily includes Treasury securities (including Treasury Inflation-Protected Securities, Separate Trading of Registered Interest and Principal of Securities (STRIPS) Treasury securities, and Treasury Floating Rate Notes); direct obligations of several federal and GSE-related agencies, including Federal National Mortgage Association, Federal Home Loan Mortgage Corporation, and Federal Home Loan Banks; and pass-through federal agency and GSE MBS. The repurchase agreements are accounted for as financing transactions with the associated interest income recognized over the life of the transaction. These repurchase agreements are reported at their contractual amounts as "System Open Market Account: Securities purchased under agreements to resell" and the related accrued interest receivable is reported as a component of "System Open Market Account: Accrued interest receivable" in the Consolidated Statements of Condition.

The Bank may engage in sales of securities under agreements to repurchase (reverse repurchase agreements) with primary dealers and with a set of expanded counterparties that includes banks, savings associations, GSEs, and domestic money market funds. Transactions under these reverse repurchase agreements are designed to have a margin of zero and are settled through a tri-party arrangement, similar to repurchase agreements. Reverse repurchase agreements may also be executed with foreign official and international account holders as part of a service offering. Reverse repurchase agreements are collateralized by a pledge of an amount of Treasury securities, GSE debt securities, or federal agency and GSE MBS that are held in the SOMA. Reverse repurchase agreements are accounted for as financing transactions, and the associated interest expense is recognized over the life of the transaction. These reverse repurchase agreements are reported at their contractual amounts as "System Open Market Account: Securities sold under agreements to repurchase" and the related accrued interest payable is reported as a component of "System Open Market Account: Other liabilities" in the Consolidated Statements of Condition.

Treasury securities and GSE debt securities held in the SOMA may be lent to primary dealers, typically overnight, to facilitate the effective functioning of the domestic securities markets. The amortized cost basis of securities lent continues to be reported as "System Open Market Account: Treasury securities, net" and "System Open Market Account: Government-sponsored enterprise debt securities, net," as appropriate, in the Consolidated Statements of Condition. Securities lending transactions are fully collateralized by Treasury securities based on the fair values of the securities lent increased by a margin determined by the Bank. The Bank charges the primary dealer a fee for borrowing securities, and these fees are reported as a component of "Non-interest income (loss): System Open Market Account: Other" in the Consolidated Statements of Operations.

Activity related to repurchase agreements, reverse repurchase agreements, 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 that occurs in the second quarter of each year.

f. Treasury Securities, Government-Sponsored Enterprise Debt Securities, Federal Agency and Government-Sponsored Enterprise Mortgage-Backed Securities, and Foreign Currency Denominated Investments

Interest income on Treasury securities, GSE debt securities, and foreign currency denominated investments included in the SOMA is recorded when earned and includes amortization of premiums and discounts on the straight-line method. Interest income on federal agency and GSE MBS is accrued using the interest method and includes amortization of premiums, accretion of discounts, and gains or losses associated with principal paydowns. Premiums and discounts related to federal agency and GSE MBS are amortized or accreted over the term of the security to stated maturity, and the amortization of premiums and accretion of discounts are accelerated when principal payments are received. Gains and losses resulting from sales of securities are determined by specific issue based on average cost. Treasury securities, GSE debt securities, and federal agency and GSE MBS are reported net of premiums and discounts in the Consolidated Statements of Condition and interest income on those securities is reported net of the amortization of premiums and accretion of discounts in the Consolidated Statements of Operations.

In addition to outright purchases of federal agency and GSE MBS that are held in the SOMA, the Bank enters into dollar roll transactions (dollar rolls), which primarily involve an initial transaction to purchase or sell “to be announced” (TBA) MBS for delivery in the current month combined with a simultaneous agreement to sell or purchase TBA MBS on a specified future date. During the years ended December 31, 2016 and 2015, the Bank executed dollar rolls to facilitate settlement of outstanding purchases of federal agency and GSE MBS. The Bank accounts for dollar rolls as individual purchases and sales, on a settlement-date basis. Accounting for these transactions as purchases and sales, rather than as financing transactions, is appropriate because the purchase or sale component of the MBS TBA dollar roll is paired off or assigned prior to settlement and, as a result, there is no transfer and return of securities. Net gains (losses) resulting from MBS transactions are reported as a component of “Non-interest income (loss): System Open Market Account: Federal agency and government-sponsored enterprise mortgage-backed securities gains, net” in the Consolidated Statements of Operations.

Foreign currency denominated investments, which can include foreign currency deposits, repurchase agreements, and government debt instruments, are revalued daily at current foreign currency market exchange rates in order to report these assets in U.S. dollars. Any negative interest associated with these foreign currency denominated investments is included as a component of “Interest income: System Open Market Account: Foreign currency denominated investments, net” in the Consolidated Statements of Operations. Foreign currency translation gains and losses that result from the daily revaluation of foreign currency denominated investments are reported as “Non-interest income (loss): System Open Market Account: Foreign currency translation losses, net” in the Consolidated Statements of Operations.

Because the Bank enters into commitments to buy Treasury securities, federal agency and GSE MBS, and foreign government debt instruments and records the related securities on a settlement-date basis in accordance with the FAM, the related outstanding commitments are not reflected in the Consolidated Statements of Condition.

Activity related to Treasury securities, GSE debt securities, and federal agency and GSE MBS, including the premiums, discounts, and realized 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 the second quarter of each year. Activity related to foreign currency denominated investments, including the premiums, discounts, and realized and unrealized gains and losses, is generally allocated in the first quarter of each year to each Reserve

Bank based on the ratio, updated in the first quarter of the year, of each Reserve Bank's capital and surplus to the Reserve Banks' aggregate capital and surplus at the preceding December 31.

The Bank is authorized to hold foreign currency working balances and execute foreign exchange contracts to facilitate international payments and currency transactions it makes on behalf of foreign central bank and U.S. official institution customers. These foreign currency working balances and contracts are not related to the Bank's monetary policy operations. Foreign currency working balances are reported as a component of "Other assets" in the Consolidated Statements of Condition and the related foreign currency translation gains and losses that result from the daily revaluation of the foreign currency working balances and contracts are reported as a component of "Non-interest income (loss): Other" in the Consolidated Statements of Operations.

g. Central Bank Liquidity Swaps

Central bank liquidity swaps, which are transacted between the Bank and a foreign central bank, can be structured as either U.S. dollar or foreign currency liquidity swap arrangements.

Central bank liquidity swaps activity, including the related income and expense, is generally allocated in the first quarter of each year to each Reserve Bank based on the ratio, updated in the first quarter of the year, of each Reserve Bank's capital and surplus to the Reserve Banks' aggregate capital and surplus at the preceding December 31.

U.S. dollar liquidity swaps

At the initiation of each U.S. dollar liquidity swap transaction, the foreign central bank transfers a specified amount of its currency to a restricted account for the Bank in exchange for U.S. dollars at the prevailing market exchange rate. Concurrent with this transaction, the Bank and the foreign central bank agree to a second transaction that obligates the foreign central bank to return the U.S. dollars and the Bank to return the foreign currency on a specified future date at the same exchange rate as the initial transaction. The Bank's allocated portion of the foreign currency amounts that the Bank acquires are reported as "System Open Market Account: Central bank liquidity swaps" in the Consolidated Statements of Condition. Because the swap transaction will be unwound at the same U.S. dollar amount and exchange rate that were used in the initial transaction, the recorded value of the foreign currency amounts is not affected by changes in the market exchange rate.

The foreign central bank compensates the Bank based on the amount outstanding and the rate under the swap agreement. The Bank's allocated portion of the amount of compensation received during the term of the swap transaction is reported as "Interest income: System Open Market Account: Central bank liquidity swaps" in the Consolidated Statements of Operations.

Foreign currency liquidity swaps

Foreign currency liquidity swap transactions involve the transfer by the Bank at the prevailing market exchange rate, of a specified amount of U.S. dollars to an account for the foreign central bank in exchange for its currency. The foreign currency amounts that the Bank receives are recorded as a liability.

h. Consolidated VIE – Investments and Liabilities

The investments held by the consolidated VIE consist primarily of short-term investments with maturities of greater than three months and less than one year, cash and cash equivalents, and swap contracts. Swap contracts consist of credit default swaps (CDS). Investments are reported as "Investments held by consolidated variable interest entity" in the Consolidated Statements of Condition. Changes in fair value of the investments are recorded in "Non-interest income (loss): Investments held by consolidated variable interest entity (losses) gains, net" in the Consolidated Statements of Operations.

Investments in debt securities are accounted for in accordance with FASB ASC Topic 320, *Investments – Debt and Equity Securities*, and the VIE elected the fair value option for all eligible assets and liabilities in accordance with FASB ASC Topic 825 (ASC 825), *Financial Instruments*. Other financial instruments, including swap contracts, are recorded at fair value in accordance with FASB ASC Topic 815 (ASC 815), *Derivatives and Hedging*.

The liabilities of the consolidated VIE consist primarily of swap contracts, cash collateral on swap contracts, and accruals for operating expenses. Swap contracts are recorded at fair value in accordance with ASC 815. Liabilities are reported as “Liabilities of consolidated variable interest entity” in the Consolidated Statements of Condition. Changes in fair value of the liabilities are recorded in “Non-interest income (loss): Investments held by consolidated variable interest entity (losses) gains, net” in the Consolidated Statements of Operations.

i. 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 2 to 50 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. Reserve Banks may transfer assets to other Reserve Banks or may lease property of other Reserve Banks.

Costs incurred to acquire software are capitalized based on the purchase price. Costs incurred during the application development stage to develop internal-use software are capitalized based on the cost of direct services and materials associated with designing, coding, installing, and testing the software. Capitalized software costs are amortized on a straight-line basis over the estimated useful lives of the software applications, which generally range from two to five years. Maintenance costs and minor replacements related to software are charged to operating expense in the year incurred.

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

j. Interdistrict Settlement Account

Each Reserve Bank aggregates the payments due to or from other Reserve Banks. These payments result from transactions between the 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 Consolidated Statements of Condition.

An annual settlement of the interdistrict settlement account occurs in the second quarter of each year. As a result of the annual settlement, the balance in each Bank’s interdistrict settlement account is adjusted by an amount equal to the average balance in the account during the previous twelve-month period ended March 31. An equal and offsetting adjustment is made to each Bank’s allocated portion of SOMA assets and liabilities.

k. Federal Reserve Notes

Federal Reserve notes are the circulating currency of the United States. These notes, which are identified as issued to a specific Reserve Bank, must be fully collateralized. All of the Bank’s assets are eligible to be pledged as collateral. 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 reverse repurchase agreements is deducted from the eligible collateral value.

The Board of Governors may, at any time, call upon a Reserve Bank for additional security to adequately collateralize outstanding 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.

“Federal Reserve notes outstanding, net” in the Consolidated Statements of Condition represents the Bank’s Federal Reserve notes outstanding, reduced by the Bank’s currency holdings of \$50,774 million and \$64,415 million at December 31, 2016 and 2015, respectively.

At December 31, 2016 and 2015, all Federal Reserve notes outstanding, net, were fully collateralized. At December 31, 2016, all gold certificates, all SDR certificates, and \$1,447 billion of domestic securities held in the SOMA were pledged as collateral. At December 31, 2016, no investments denominated in foreign currencies were pledged as collateral.

I. Deposits

Depository Institutions

Depository institutions’ deposits represent the reserve and service-related balances in the accounts that depository institutions hold at the Bank. Required reserve balances are those that a depository institution must hold to satisfy its reserve requirement. Reserve requirements are the amount of funds that a depository institution must hold in reserve against specified deposit liabilities. Excess reserves are those held by the depository institutions in excess of their required reserve balances. The interest rates paid on required reserve balances and excess balances are determined by the Board of Governors, based on an FOMC-established target range for the federal funds rate. Interest expense on depository institutions’ deposits is accrued daily at the appropriate rate. Interest payable is reported as a component of “Interest payable to depository institutions and others” in the Consolidated Statements of Condition.

The Term Deposit Facility (TDF) consists of deposits with specific maturities held by eligible institutions at the Reserve Banks. The Reserve Banks pay interest on these deposits at interest rates determined by auction. Interest expense on depository institutions’ deposits is accrued daily at the appropriate rate. Interest payable is reported as a component of “Interest payable to depository institutions and others” in the Consolidated Statements of Condition. There were no deposits held by the Bank under the TDF at December 31, 2016 and 2015.

Treasury

The Treasury general account is the primary operational account of the Treasury and is held at the Bank.

Other

Other deposits include the Bank’s allocated portion of foreign central bank and foreign government deposits held at the Bank and those in which the Bank has an undivided interest. Other deposits also include cash collateral, deposits of designated financial market utilities (DFMUs), and GSE deposits held by the Bank. The Bank pays interest on deposits held by DFMUs at the rate paid on balances maintained by depository institutions or another rate determined by the Board from time to time, not to exceed the general level of short term interest rates.

Interest payable is reported as a component of “Interest payable to depository institutions and others” in the Consolidated Statements of Condition.

m. Deferred Credit Items

Deferred credit items represents the counterpart liability to items in process of collection. The amounts in this account arise from deferring credit for deposited items until the amounts are collected.

n. 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.

The Fixing America’s Surface Transportation Act (FAST Act), which was enacted on December 4, 2015, amended section 7 of the Federal Reserve Act related to Reserve Bank surplus and the payment of dividends to member banks. Until January 1, 2016, each Reserve Bank was required by law to pay each member bank an annual dividend of 6 percent on the paid-in capital stock. Effective January 1, 2016, the FAST Act changed the dividend rate for member banks with more than \$10 billion of consolidated assets to the smaller of 6 percent or the rate equal to the high yield of the 10-year Treasury note auctioned at the last auction held prior to the payment of the dividend. The FAST Act did not change the 6 percent dividend rate for member banks with \$10 billion or less of total consolidated assets. The dividend is paid semiannually and is cumulative.

o. Surplus

Before the enactment of the FAST Act, the Board of Governors required the Reserve Banks to maintain a surplus equal to the amount of capital paid-in. On a daily basis, surplus was adjusted to equate the balance to capital paid-in. Effective December 4, 2015, the FAST Act limits aggregate Reserve Bank surplus to \$10 billion. Reserve Bank surplus is allocated among the Reserve Banks based on the ratio of each Bank’s capital paid-in to total Reserve Bank capital paid-in as of December 31 of each year. The amount reported as surplus by the Bank as of December 31, 2016 and 2015 represents the Bank’s allocated portion of surplus.

Accumulated other comprehensive loss is reported as a component of “Surplus” in the Consolidated Statements of Condition and the Consolidated Statements of Changes in Capital. Additional information regarding the classifications of accumulated other comprehensive loss is provided in Notes 9, 10, and 11.

p. Earnings Remittances to the Treasury

Before the enactment of the FAST Act, the Board of Governors required the Reserve Banks to transfer excess earnings to the 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. The Federal Reserve Act, as amended by the FAST Act effective December 4, 2015, requires that any amounts of the surplus funds of the Reserve Banks that exceed, or would exceed, the aggregate surplus limitation of \$10 billion shall be transferred to the Board of Governors for transfer to the Treasury. The Bank remits excess earnings to the Treasury after providing for the cost of operations, payment of dividends, and reservation of an amount necessary to maintain surplus at the Bank’s allocated portion of the \$10 billion aggregate surplus limitation. Remittances to the Treasury are made on a weekly basis. The amount of the remittances to the Treasury that were required under the Board of Governor’s policy is reported as “Earnings remittances to the Treasury: Interest on Federal Reserve notes” in the Consolidated Statements of Operations. The amount of the remittances to the Treasury that are required by the FAST Act is reported as “Earnings remittances to the Treasury: Required by the Federal Reserve

Act” in the Consolidated Statements of Operations. The amount due to the Treasury is reported as “Accrued remittances to the Treasury” in the Consolidated Statements of Condition. See Note 13 for additional information on earnings remittances to the Treasury.

Under the previous Board of Governor’s policy, if earnings during the year were not sufficient to provide for the costs of operations, payment of dividends, and equating surplus and capital paid-in, remittances to the Treasury were suspended, and under the FAST Act, if earnings during the year are not sufficient to provide for the costs of operations, payment of dividends, and maintaining surplus at an amount equal to the Bank’s allocated portion of the \$10 billion aggregate surplus limitation, remittances to the Treasury are suspended. This decrease in earnings remittances to the Treasury results in a deferred asset that represents the amount of net earnings a Reserve Bank will need to realize before remittances to the Treasury resume.

q. Income and Costs Related to Treasury Services

When directed by the Secretary of the Treasury, the Bank is required by the Federal Reserve Act to serve as fiscal agent and depository of the United States Government. By statute, the Treasury has appropriations to pay for these services. During the years ended December 31, 2016 and 2015, the Bank was reimbursed for substantially all services provided to the Treasury as its fiscal agent.

r. Income from Services, Compensation Received for Service Costs Provided, and Compensation Paid for Service Costs Incurred

The Bank has overall responsibility for managing the Reserve Banks’ provision of Fedwire funds and securities services and, as a result, reports total System revenue for these services as “Income from services” in its Consolidated Statements of Operations. The Bank compensates the applicable Reserve Banks for the costs incurred to provide these services and reports the resulting compensation paid as “Operating expenses: Compensation paid for service costs incurred” in its Consolidated Statements of Operations.

The Federal Reserve Bank of Atlanta has overall responsibility for managing the Reserve Banks’ provision of check and ACH services to depository institutions, and the Federal Reserve Bank of Chicago has overall responsibility for managing the Reserve Banks’ provision of electronic access services to depository institutions. The Reserve Bank that has overall responsibility for managing these services recognizes the related total System revenue in its Consolidated Statements of Operations. The Bank is compensated for costs incurred to provide these services by the Reserve Banks responsible for managing these services and reports this compensation as “Non-interest income (loss): Compensation received for service costs provided” in its Consolidated Statements of Operations.

s. Assessments

The Board of Governors assesses the Reserve Banks to fund its operations and the operations of the Bureau. These assessments are allocated to each Reserve Bank based on each Reserve Bank’s capital and surplus balances. The Board of Governors also assesses each Reserve Bank for expenses related to producing, issuing, and retiring 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.

The Dodd-Frank Act requires that, after the transfer of its responsibilities to the Bureau on July 21, 2011, the Board of Governors fund the Bureau in an amount not to exceed a fixed percentage of the total operating expenses of the System as reported in the Board of Governor’s 2009 annual report, which totaled \$4.98 billion. After 2013, the amount will be adjusted annually in accordance with the provisions of the Dodd-Frank Act. The percentage of total operating expenses of the System for the years ended December 31, 2016 and 2015 was 12.68 percent (\$631.7 million) and 12.42 percent (\$618.7 million), respectively. The Bank’s assessment for Bureau funding is

reported as “Assessments: Bureau of Consumer Financial Protection” in the Consolidated Statements of Operations.

t. Fair Value

Investments and liabilities of the consolidated VIE and assets of the Retirement Plan for Employees of the System are measured at fair value in accordance with FASB ASC Topic 820 (ASC 820), *Fair Value Measurement*. ASC 820 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. ASC 820 establishes a three-level fair value hierarchy that distinguishes between assumptions developed using market data obtained from independent sources (observable inputs) and the Bank’s assumptions developed using the best information available in the circumstances (unobservable inputs). The three levels established by ASC 820 are described as follows:

- Level 1 – Valuation is based on quoted prices for identical instruments traded in active markets.
- Level 2 – Valuation is based on quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques for which all significant assumptions are observable in the market.
- Level 3 – Valuation is based on model-based techniques that use significant inputs and assumptions not observable in the market. These unobservable inputs and assumptions reflect the Bank’s estimates of inputs and assumptions that market participants would use in pricing the assets and liabilities. Valuation techniques include the use of option pricing models, discounted cash flow models, and similar techniques.

The inputs or methodology used for valuing assets and liabilities are not necessarily an indication of the risk associated with those assets and liabilities.

u. 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 \$16 million for the years ended December 31, 2016 and 2015, respectively, and are reported as a component of “Operating expenses: Occupancy” in the Consolidated Statements of Operations.

v. 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.

In 2014, the Treasury announced plans to consolidate the provision of substantially all fiscal agent services for the U.S. Treasury at the Federal Reserve Bank of Cleveland, the Federal Reserve Bank of Kansas City, the Bank, and the Federal Reserve Bank of St. Louis. The consolidation is expected to be completed in future years.

The Bank had no significant restructuring activities in 2016 and 2015.

w. Accounting Policy Change and Recently Issued Accounting Standards

The Board of Governors approved, effective January 2017, accounting for Treasury securities, GSE debt securities, and foreign government debt instruments held in the SOMA using the effective interest method. Previously, the cost bases of these securities were adjusted for amortization of premiums or accretion of discounts on a straight-line basis. This change will be applied prospectively. This update is not expected to have a material effect on the Bank's consolidated financial statements for the year ended December 31, 2017.

Other than the significant differences described in Note 3, the accounting policies described in FAM are generally consistent with those in GAAP. The following items represent recent GAAP accounting standards and describe how FAM was or will be revised to be consistent with these standards.

In May 2014, FASB issued Accounting Standards Update (ASU) 2014-09, *Revenue from Contracts with Customers (Topic 606)*. This update was issued to create common revenue recognition guidance for U.S. GAAP and International Financial Reporting Standards. The guidance is applicable to all contracts for the transfer of goods or services regardless of industry or type of transaction. This update requires recognition of revenue in a manner that reflects the consideration that the entity expects to receive in return for the transfer of goods or services to customers. In August 2015, the FASB issued ASU 2015-14, *Revenue from Contracts with Customers (Topic 606): Deferral of the Effective Date*, which delayed the required effective date of this accounting by one year. In March 2016, the FASB issued ASU 2016-08, *Revenue from Contracts with Customers (Topic 606): Principal versus Agent Considerations (Reporting Revenue Gross versus Net)*, which provided clarity regarding what constitutes the transfer of a good or service. In April 2016, the FASB issued ASU 2016-10, *Revenue from Contracts with Customers (Topic 606): Identifying Performance Obligations and Licensing*. This update provides further criteria to help identify whether goods or services within a contract are separately identifiable and, consequently, should be deemed distinct revenue streams. In May 2016, the FASB issued ASU 2016-12, *Revenue from Contracts with Customers (Topic 606): Narrow-Scope Improvements and Practical Expedients*, which provides guidance on assessing collectability, noncash consideration, and how contract modifications and completed contracts should be treated during the transition to new accounting guidance. This revenue recognition accounting guidance is effective for the Bank for the year ending December 31, 2019, although the Bank may elect to adopt the guidance earlier. The Bank is continuing to evaluate the effect of this new guidance on the Bank's consolidated financial statements.

In August 2014, the FASB issued ASU 2014-13, *Consolidation (Topic 810): Measuring the Financial Assets and the Financial Liabilities of a Consolidated Collateralized Financing Entity*. This update provides guidance for the measurement of the financial assets and financial liabilities of a collateralized financing entity (CFE). A reporting entity that consolidates a CFE may elect to measure the financial assets and financial liabilities of that CFE using either the fair value or a measurement alternative as prescribed in the accounting pronouncement. This update is effective for the Bank for the year ended December 31, 2016, and did not have a material effect on the Bank's consolidated financial statements.

In February 2015, the FASB issued ASU 2015-02, *Consolidation (Topic 810): Amendments to the Consolidation Analysis*. This update revised the consolidation model for reporting entities that are required to evaluate whether they should consolidate certain legal entities. More specifically, the update modified the evaluation of whether LLCs are VIEs or voting interest entities, and revised the consolidation analysis of reporting entities involved with VIEs, particularly those with fee arrangements and related party relationships. This update is effective for the Bank for the year ended December 31, 2016, and did not have a material effect on the Bank's consolidated financial statements.

In April 2015, the FASB issued ASU 2015-05, *Intangibles - Goodwill and Other - Internal Use Software (Subtopic 350-40)*. The amendments in this update provide guidance to customers about whether a cloud

computing arrangement includes a software license. If a cloud computing arrangement includes a software license, then the customer should account for the software license element of the arrangement consistent with the acquisition of other software licenses. If a cloud computing arrangement does not include a software license, the customer should account for the arrangement as a service contract. Consequently, all software licenses within the scope of subtopic 350-40 will be accounted for consistent with other licenses of intangible assets. This update is effective prospectively for the Bank for the year ended December 31, 2016, and did not have a material effect on the Bank's consolidated financial statements.

In May 2015, the FASB issued ASU 2015-07, *Fair Value Measurement (Topic 820): Disclosure for Investments in Certain Entities that Calculate net Asset Value per Share (or Its Equivalent)*. This update removes the requirement to categorize investments that are measured using net asset value within the fair value hierarchy. This update also changes disclosure requirements for investments measured using net asset value. Some of the investments held in the defined benefit retirement plans (Note 9) are currently measured using net asset value. This update is effective for the Bank for the year ending December 31, 2016 and did not have a material effect on the Bank's consolidated financial statements.

In June 2015, the FASB issued ASU 2015-10, *Technical Corrections and Improvements*. This update covers a wide range of topics in the accounting standard codification and addresses differences between original guidance and the codification. It provides clarification of certain guidance including reference corrections and makes minor improvements to accounting standards. As part of ASU 2015-10 the disclosures for the Retirement Plan's investments in collective trusts and certain real estate investments were reclassified in the fair value hierarchy in Note 9 of the financial statements. This update is effective for the Bank for the year ended December 31, 2016. This reclassification did not have an impact on Retirement Plan assets and did not have a material effect on the Bank's consolidated financial statements. The relevant disclosures have been included in Note 9.

In January 2016, the FASB issued ASU 2016-01, *Financial Instruments – Overall (Subtopic 825-10): Recognition and Measurement of Financial Assets and Financial Liabilities*. The amendments in this update eliminate the requirement to disclose methods and significant assumptions used to estimate the fair value for financial instruments measured at amortized cost on the balance sheet. This update is effective for the Bank for the year ending December 31, 2019. The Bank is continuing to evaluate the effect of this new guidance on the Bank's consolidated financial statements.

In February 2016, the FASB issued ASU 2016-02, *Leases (Topic 842)*. This update revises the model to assess how a lease should be classified and provides guidance for lessees, requiring lessees to present right-of-use assets and lease liabilities on the balance sheet. The update is effective for the Bank for the year ended December 31, 2020, although earlier adoption is permitted. The Bank is continuing to evaluate the effect of this new guidance on its consolidated financial statements.

In June 2016, the FASB issued ASU 2016-13, *Financial Instruments – Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments*. This update revises the methodology for assessing expected credit losses and requires consideration of reasonable and supportable information to inform credit loss estimates. The update is effective for the Bank for the year ending December 31, 2021, although earlier adoption is permitted. The Bank is continuing to evaluate the effect of this new guidance on its consolidated financial statements.

(4) LOANS

Loans to Depository Institutions

The Bank offers primary, secondary, and seasonal loans to eligible borrowers (depository institutions that maintain reservable transaction accounts or nonpersonal time deposits and have established discount window borrowing privileges). Each program has its own interest rate and interest is accrued using the applicable interest rate established at least every 14 days by the Bank's board of directors, subject to review and determination by the Board of Governors. Primary and secondary loans are extended on a short-term basis, typically overnight, whereas seasonal loans may be extended for a period of up to nine months.

Primary, secondary, and seasonal loans are collateralized to the satisfaction of the Bank to reduce credit risk. Assets eligible to collateralize these loans include consumer, business, and real estate loans; Treasury securities; GSE debt securities; foreign sovereign debt; municipal, corporate, and state and local government obligations; asset-backed securities; corporate bonds; commercial paper; and bank-issued assets, such as certificates of deposit, bank notes, and deposit notes. Collateral is assigned a lending value that is deemed appropriate by the Bank, which is typically fair value reduced by a margin. Loans to depository institutions are monitored daily to ensure that borrowers continue to meet eligibility requirements for these programs. If a borrower no longer qualifies for these programs, the Bank will generally request full repayment of the outstanding loan or, for primary or seasonal loans, may convert the loan to a secondary credit loan. Collateral levels are reviewed daily against outstanding obligations, and borrowers that no longer have sufficient collateral to support outstanding loans are required to provide additional collateral or to make partial or full repayment.

The Bank had no loans outstanding as of December 31, 2016 and 2015.

At December 31, 2016 and 2015, the Bank did not have any loans that were impaired, restructured, past due, or on non-accrual status, and no allowance for loan losses was required. There were no impaired loans during the years ended December 31, 2016 and 2015. Interest income attributable to loans to depository institutions was immaterial during the years ended December 31, 2016 and 2015.

(5) SYSTEM OPEN MARKET ACCOUNT**a. Domestic Securities Holdings**

The Bank conducts domestic open market operations and, on behalf of the Reserve Banks, holds the resulting securities in the SOMA.

Pursuant to FOMC directives, the Bank has continued to reinvest principal payments from its holdings of GSE debt securities and federal agency and GSE MBS in federal agency and GSE MBS and to roll over maturing Treasury securities at auction. During the years ended December 31, 2016 and 2015, the Bank continued the reinvestments and rollovers.

The Bank's allocated share of activity related to domestic open market operations was 56.907 percent and 60.031 percent at December 31, 2016 and 2015, respectively.

The Bank's allocated share of Treasury securities, GSE debt securities, and federal agency and GSE MBS, net, excluding accrued interest, held in the SOMA at December 31, 2016 and 2015 was as follows (in millions):

	2016			
	Par	Unamortized premiums	Unaccreted discounts	Total amortized cost
Treasury securities				
Notes	\$ 932,230	\$ 8,411	\$ (3,195)	\$ 937,446
Bonds	469,733	59,017	(5,161)	523,589
Total Treasury securities	<u>\$ 1,401,963</u>	<u>\$ 67,428</u>	<u>\$ (8,356)</u>	<u>\$ 1,461,035</u>
GSE debt securities	<u>\$ 9,208</u>	<u>\$ 266</u>	<u>\$ -</u>	<u>\$ 9,474</u>
Federal agency and GSE MBS	<u>\$ 990,968</u>	<u>\$ 30,733</u>	<u>\$ (224)</u>	<u>\$ 1,021,477</u>
	2015			
	Par	Unamortized premiums	Unaccreted discounts	Total amortized cost
Treasury securities				
Notes	\$ 981,372	\$ 12,569	\$ (3,890)	\$ 990,051
Bonds	496,326	68,445	(5,611)	559,160
Total Treasury securities	<u>\$ 1,477,698</u>	<u>\$ 81,014</u>	<u>\$ (9,501)</u>	<u>\$ 1,549,211</u>
GSE debt securities	<u>\$ 19,777</u>	<u>\$ 483</u>	<u>\$ -</u>	<u>\$ 20,260</u>
Federal agency and GSE MBS	<u>\$ 1,049,022</u>	<u>\$ 32,255</u>	<u>\$ (446)</u>	<u>\$ 1,080,831</u>

There were no material transactions related to repurchase agreements during the years ended December 31, 2016 and 2015.

During the years ended December 31, 2015 and 2016, the Bank entered into reverse repurchase agreements as part of its monetary policy activities. From September 23, 2013 through December 16, 2015, these operations were for the purpose of further assessing the appropriate structure of such operations in supporting the implementation of monetary policy during normalization. Since then these operations have been undertaken as necessary to maintain the federal funds rate in a target range. In addition, reverse repurchase agreements are entered into as part of a service offering to foreign official and international account holders.

Financial information related to reverse repurchase agreements for the years ended December 31, 2016 and 2015 was as follows (in millions):

	Allocated to the Bank		Total SOMA	
	2016	2015	2016	2015
<u>Primary dealers and expanded counterparties:</u>				
Contract amount outstanding, end of year	\$ 266,525	\$ 284,904	\$ 468,355	\$ 474,592
Average daily amount outstanding, during the year	60,822	76,004	105,648	125,656
Maximum balance outstanding, during the year	284,903	284,904	474,592	474,592
Securities pledged (par value), end of year	252,551	262,913	443,799	437,961
Securities pledged (fair value), end of year	267,053	285,402	469,282	475,422
<u>Foreign official and international accounts:</u>				
Contract amount outstanding, end of year	\$ 146,168	\$ 142,759	\$ 256,855	\$ 237,809
Average daily amount outstanding, during the year	139,717	95,305	241,848	157,929
Maximum balance outstanding, during the year	151,934	142,759	265,041	237,809
Securities pledged (par value), end of year	141,935	138,272	249,417	230,333
Securities pledged (fair value), end of year	146,192	142,769	256,897	237,825
Total contract amount outstanding, end of year	<u>\$ 412,693</u>	<u>\$ 427,663</u>	<u>\$ 725,210</u>	<u>\$ 712,401</u>
Supplemental information - interest expense:				
Primary dealers and expanded counterparties	\$ 174	\$ 51	\$ 303	\$ 84
Foreign official and international accounts	473	98	819	164
Total interest expense - securities sold under agreements to repurchase	<u>\$ 647</u>	<u>\$ 149</u>	<u>\$ 1,122</u>	<u>\$ 248</u>

Securities pledged as collateral, at December 31, 2016 and 2015, consisted solely of Treasury securities. The contract amount outstanding as of December 31, 2016 of reverse repurchase agreements that were transacted with primary dealers and expanded counterparties had a term of one business day and matured on January 3, 2017. The contract amount outstanding as of December 31, 2016 of reverse repurchase agreements that were transacted with foreign official and international account holders had a term of one business day and matured on January 3, 2017.

The remaining maturity distribution of Treasury securities, GSE debt securities, federal agency and GSE MBS bought outright, and reverse repurchase agreements that were allocated to the Bank at December 31, 2016 and 2015 was as follows (in millions):

	Within 15 days	16 days to 90 days	91 days to 1 year	Over 1 year to 5 years	Over 5 years to 10 years	Over 10 years	Total
December 31, 2016:							
Treasury securities (par value)	\$ 8,426	\$ 23,474	\$ 85,796	\$ 696,735	\$ 227,216	\$ 360,316	\$ 1,401,963
GSE debt securities (par value)	-	1,622	5,087	1,163	-	1,336	9,208
Federal agency and GSE MBS (par value) ¹	-	-	-	44	6,023	984,901	990,968
Securities sold under agreements to repurchase (contract amount)	412,693	-	-	-	-	-	412,693
December 31, 2015:							
Treasury securities (par value)	\$ -	\$ 23,183	\$ 106,553	\$ 671,358	\$ 293,688	\$ 382,916	\$ 1,477,698
GSE debt securities (par value)	-	2,213	7,850	8,305	-	1,409	19,777
Federal agency and GSE MBS (par value) ¹	-	-	-	280	5,411	1,043,331	1,049,022
Securities sold under agreements to repurchase (contract amount)	427,663	-	-	-	-	-	427,663

¹ The par amount shown for federal agency and GSE MBS is the remaining principal balance of the securities.

Federal agency and GSE MBS are reported at stated maturity in the table above. The estimated weighted-average life of these securities, which differs from the stated maturity primarily because it factors in scheduled payments and prepayment assumptions, was approximately 7.2 and 6.5 years as of December 31, 2016 and 2015, respectively.

The amortized cost and par value of Treasury securities and GSE debt securities that were loaned from the SOMA under securities lending agreements at December 31, 2016 and 2015 were as follows (in millions):

	Allocated to the Bank		Total SOMA	
	2016	2015	2016	2015
Treasury securities (amortized cost)	\$ 14,338	\$ 11,382	\$ 25,195	\$ 18,960
Treasury securities (par value)	14,055	10,839	24,698	18,055
GSE debt securities (amortized cost)	25	88	44	146
GSE debt securities (par value)	25	82	44	137

Securities pledged as collateral by the counterparties in the securities lending arrangements at December 31, 2016 and 2015 consisted solely of Treasury securities. The securities lending agreements outstanding as of December 31, 2016 had a term of one business day and matured on January 3, 2017.

The Bank enters into commitments to buy and sell Treasury securities and records the related securities on a settlement-date basis. As of December 31, 2016, the total purchase price of the Treasury securities under outstanding commitments was \$11,679 million, of which \$6,646 million was allocated to the Bank. These commitments had contractual settlement dates extending through January 2017.

The Bank enters into commitments to buy and sell federal agency and GSE MBS and records the related securities on a settlement-date basis. As of December 31, 2016, the total purchase price of the federal agency and GSE MBS under outstanding purchase commitments was \$35,787 million, none of which was related to dollar rolls. The total purchase price of outstanding purchase commitments allocated to the Bank was \$20,365 million, none of which was related to dollar rolls. These commitments, which had contractual settlement dates extending through January 2017, are for the purchase of TBA MBS for which the number and identity of the pools that will be delivered to fulfill the commitment are unknown at the time of the trade. As of December 31, 2016, there were no outstanding sales commitments for federal agency and GSE MBS. MBS commitments are subject to varying degrees of off-balance-sheet market risk and counterparty credit risk that result from their future settlement. The Bank requires the posting of cash collateral for MBS commitments as part of its risk management practices used to mitigate the counterparty credit risk.

Other assets consists primarily of cash and short-term investments related to the federal agency and GSE MBS portfolio. Other liabilities, which are primarily related to federal agency and GSE MBS purchases and sales, includes the Bank's obligation to return cash margin posted by counterparties as collateral under commitments to purchase and sell federal agency and GSE MBS. In addition, other liabilities includes obligations that arise from the failure of a seller to deliver MBS to the Bank on the settlement date. Although the Bank has ownership of and records its investments in the MBS as of the contractual settlement date, it is not obligated to make payment until the securities are delivered, and the amount included in other liabilities represents the Bank's obligation to pay for the securities when delivered. The amount of other assets and other liabilities allocated to the Bank and held in the SOMA at December 31, 2016 and 2015 was as follows (in millions):

	Allocated to the Bank		Total SOMA	
	2016	2015	2016	2015
Other assets:				
MBS portfolio related cash and short term investments	\$ 5	\$ 9	\$ 7	\$ 13
Other	-	-	1	1
Total other assets	<u>\$ 5</u>	<u>\$ 9</u>	<u>\$ 8</u>	<u>\$ 14</u>
Other liabilities:				
Cash margin	\$ 560	\$ 292	\$ 983	\$ 486
Obligations from MBS transaction fails	5	10	9	16
Other	11	3	20	6
Total other liabilities	<u>\$ 576</u>	<u>\$ 305</u>	<u>\$ 1,012</u>	<u>\$ 508</u>

Accrued interest receivable on domestic securities holdings held in the SOMA was \$25,517 million and \$25,354 million as of December 31, 2016 and 2015, respectively, of which \$14,521 million and \$15,220 million, respectively, was allocated to the Bank. These amounts are reported as a component of "System Open Market Account: Accrued interest receivable" in the Consolidated Statements of Condition.

Information about transactions related to Treasury securities, GSE debt securities, and federal agency and GSE MBS allocated to the Bank and held in the SOMA during the years ended December 31, 2016 and 2015, is summarized as follows (in millions):

	Allocated to the Bank				
	Notes	Bonds	Total Treasury securities	GSE debt securities	Federal agency and GSE MBS
Balance at December 31, 2014	\$ 1,015,717	\$ 577,761	\$ 1,593,478	\$ 24,544	\$ 1,098,074
Purchases ¹	1,643	457	2,100	-	215,559
Sales ¹	-	-	-	-	(285)
Realized gains (losses), net ²	-	-	-	-	10
Principal payments and maturities	(1,787)	(327)	(2,114)	(3,479)	(201,408)
Amortization of premiums and accretion of discounts, net	(3,314)	(6,195)	(9,509)	(307)	(7,079)
Inflation adjustment on inflation-indexed securities	26	71	97	-	-
Annual reallocation adjustment ³	(22,234)	(12,607)	(34,841)	(498)	(24,040)
Balance at December 31, 2015	\$ 990,051	\$ 559,160	\$ 1,549,211	\$ 20,260	\$ 1,080,831
Purchases ¹	110,517	8,018	118,535	-	223,027
Sales ¹	(304)	(35)	(339)	-	(121)
Realized gains (losses), net ²	(13)	4	(9)	-	4
Principal payments and maturities	(108,763)	(9,521)	(118,284)	(9,655)	(217,711)
Amortization of premiums and accretion of discounts, net	(2,921)	(5,800)	(8,721)	(196)	(7,691)
Inflation adjustment on inflation-indexed securities	319	809	1,128	-	-
Annual reallocation adjustment ³	(51,440)	(29,046)	(80,486)	(935)	(56,862)
Balance at December 31, 2016	\$ 937,446	\$ 523,589	\$ 1,461,035	\$ 9,474	\$ 1,021,477
Year-ended December 31, 2015					
Supplemental information - par value of transactions:					
Purchases ⁴	\$ 1,649	\$ 460	\$ 2,109	\$ -	\$ 208,023
Sales	-	-	-	-	(267)
Year-ended December 31, 2016					
Supplemental information - par value of transactions:					
Purchases ⁴	\$ 110,656	\$ 8,009	\$ 118,665	\$ -	\$ 214,955
Sales	(316)	(26)	(342)	-	(116)

¹ Purchases and sales may include payments and receipts related to principal, premiums, discounts, and inflation compensation adjustments to the basis of inflation-indexed securities. The amount reported as sales includes the realized gains and losses on such transactions. Purchases and sales exclude MBS TBA transactions that are settled on a net basis.

² Realized gains (losses), net is the offset of the amount of realized gains and losses included in the reported sales amount.

³ Reflects the annual adjustment to the Bank's allocated portion of the related SOMA securities that results from the annual settlement of the interdistrict settlement account, as discussed in Note 3j.

⁴ Includes inflation compensation.

	Total SOMA				
	Notes	Bonds	Total Treasury securities	GSE debt securities	Federal agency and GSE MBS
Balance at December 31, 2014	\$ 1,654,901	\$ 941,340	\$ 2,596,241	\$ 39,990	\$ 1,789,083
Purchases ¹	2,736	761	3,497	-	356,976
Sales ¹	-	-	-	-	(464)
Realized gains (losses), net ²	-	-	-	-	16
Principal payments and maturities	(2,977)	(543)	(3,520)	(5,733)	(333,441)
Amortization of premiums and accretion of discounts, net	(5,485)	(10,253)	(15,738)	(509)	(11,721)
Inflation adjustment on inflation-indexed securities	53	143	196	-	-
Balance at December 31, 2015	\$ 1,649,228	\$ 931,448	\$ 2,580,676	\$ 33,748	\$ 1,800,449
Purchases ¹	190,992	13,882	204,874	-	387,210
Sales ¹	(534)	(62)	(596)	-	(213)
Realized gains (losses), net ²	(22)	7	(15)	-	6
Principal payments and maturities	(187,843)	(16,597)	(204,440)	(16,764)	(379,065)
Amortization of premiums and accretion of discounts, net	(5,049)	(10,033)	(15,082)	(336)	(13,384)
Inflation adjustment on inflation-indexed securities	567	1,438	2,005	-	-
Balance at December 31, 2016	\$ 1,647,339	\$ 920,083	\$ 2,567,422	\$ 16,648	\$ 1,795,003
Year-ended December 31, 2015					
Supplemental information - par value of transactions:					
Purchases ³	\$ 2,747	\$ 766	\$ 3,513	\$ -	\$ 344,505
Sales	-	-	-	-	(435)
Year-ended December 31, 2016					
Supplemental information - par value of transactions:					
Purchases ³	\$ 191,231	\$ 13,868	\$ 205,099	\$ -	\$ 373,197
Sales	(555)	(45)	(600)	-	(203)

¹ Purchases and sales may include payments and receipts related to principal, premiums, discounts, and inflation compensation adjustments to the basis of inflation-indexed securities. The amount reported as sales includes the realized gains and losses on such transactions. Purchases and sales exclude MBS TBA transactions that are settled on a net basis.

² Realized gains (losses), net is the offset of the amount of realized gains and losses included in the reported sales amount.

³ Includes inflation compensation.

b. Foreign Currency Denominated Investments

The Bank conducts foreign currency operations and, on behalf of the Reserve Banks, holds the resulting foreign currency denominated investments in the SOMA.

The Bank holds foreign currency deposits with foreign central banks and the Bank for International Settlements and invests in foreign government debt instruments of France, Germany, the Netherlands, and Japan. These foreign government debt instruments are backed by the full faith and credit of the issuing foreign governments. In addition, the Bank may enter into repurchase agreements to purchase government debt securities for which the accepted collateral is the debt instruments issued by a foreign government.

At December 31, 2016 and 2015, there were no repurchase agreements outstanding and, consequently, no related foreign securities held as collateral.

The Bank's allocated share of activity related to foreign currency operations was 32.988 percent and 32.226 percent at December 31, 2016 and 2015, respectively.

Information about foreign currency denominated investments recorded at amortized cost and valued at foreign currency market exchange rates held in the SOMA and allocated to the Bank at December 31, 2016 and 2015 was as follows (in millions):

	Allocated to Bank		Total SOMA	
	2016	2015	2016	2015
Euro:				
Foreign currency deposits	\$ 1,387	\$ 2,004	\$ 4,205	\$ 6,218
French government debt instruments	1,284	1,071	3,892	3,325
German government debt instruments	622	729	1,884	2,261
Dutch government debt instruments	482	-	1,462	-
Japanese yen:				
Foreign currency deposits	1,539	828	4,668	2,568
Japanese government debt instruments	1,099	1,674	3,331	5,195
Total	<u>\$ 6,413</u>	<u>\$ 6,306</u>	<u>\$ 19,442</u>	<u>\$ 19,567</u>

Net interest income earned on foreign currency denominated investments held in the SOMA for the years ended December 31, 2016 and 2015 was as follows (in millions):

	Total SOMA	
	2016	2015
Net interest income:¹		
Euro	\$ (11)	\$ 24
Japanese yen	4	7
Total net interest income	<u>\$ (7)</u>	<u>\$ 31</u>

¹ As a result of negative interest rates in certain foreign currency denominated investments held in the SOMA, interest income on foreign currency denominated investments, net contains negative interest of \$32 million and \$13 million for the years ended December 31, 2016 and 2015, respectively.

Accrued interest receivable on foreign currency denominated investments, net was \$79 million and \$64 million as of December 31, 2016 and 2015, respectively, of which \$26 million and \$21 million, respectively, was allocated to the Bank. These amounts are reported as a component of "System Open Market Account: Accrued interest receivable" in the Consolidated Statements of Condition.

The remaining maturity distribution of foreign currency denominated investments that were allocated to the Bank at December 31, 2016 and 2015 was as follows (in millions):

	Within 15 days	16 days to 90 days	91 days to 1 year	Over 1 year to 5 years	Over 5 years to 10 years	Total
December 31, 2016:						
Euro	\$ 1,403	\$ 110	\$ 386	\$ 1,047	\$ 829	\$ 3,775
Japanese yen	1,596	113	442	487	-	2,638
Total	<u>\$ 2,999</u>	<u>\$ 223</u>	<u>\$ 828</u>	<u>\$ 1,534</u>	<u>\$ 829</u>	<u>\$ 6,413</u>
December 31, 2015:						
Euro	\$ 688	\$ 1,431	\$ 339	\$ 1,232	\$ 114	\$ 3,804
Japanese yen	881	113	517	991	-	2,502
Total	<u>\$ 1,569</u>	<u>\$ 1,544</u>	<u>\$ 856</u>	<u>\$ 2,223</u>	<u>\$ 114</u>	<u>\$ 6,306</u>

There were no foreign exchange contracts related to foreign currency operations outstanding as of December 31, 2016.

The Bank enters into commitments to buy foreign government debt instruments and records the related securities on a settlement-date basis. As of December 31, 2016, there were no outstanding commitments to purchase foreign government debt instruments. During 2016, there were purchases and maturities of foreign government debt instruments of \$3,524 million and \$3,767 million, respectively, of which \$1,158 million and \$1,236 million, respectively, were allocated to the Bank. There were no sales of foreign government debt instruments in 2016.

In connection with its foreign currency activities, the Bank may enter into transactions that are subject to varying degrees of off-balance-sheet market risk and counterparty credit risk that result from their future settlement. The Bank controls these risks by obtaining credit approvals, establishing transaction limits, receiving collateral in some cases, and performing monitoring procedures.

Foreign currency working balances held and foreign exchange contracts executed by the Bank to facilitate international payments and currency transactions made on behalf of foreign central banks and U.S. official institution customers were immaterial as of December 31, 2016 and 2015.

c. Central Bank Liquidity Swaps

U.S. Dollar Liquidity Swaps

The Bank's allocated share of U.S. dollar liquidity swaps was 32.988 percent and 32.226 percent at December 31, 2016 and 2015, respectively.

The total foreign currency held under U.S. dollar liquidity swaps held in the SOMA at December 31, 2016 and 2015 was \$5,563 million and \$997 million, respectively, of which \$1,835 million and \$321 million, respectively, was allocated to the Bank.

The remaining maturity distribution of U.S. dollar liquidity swaps that were allocated to the Bank at December 31, 2016 and 2015 was as follows (in millions):

	2016	2015
	Within 15 days	Within 15 days
Euro	\$ 1,432	\$ 298
Japanese yen	403	23
Total	<u>\$ 1,835</u>	<u>\$ 321</u>

Foreign Currency Liquidity Swaps

At December 31, 2016 and 2015, there was no balance outstanding related to foreign currency liquidity swaps.

d. Fair Value of SOMA Assets and Liabilities

The fair value amounts below are presented solely for informational purposes and are not intended to comply with the fair value disclosures required by ASC 820. Although the fair value of SOMA security holdings can be substantially greater than 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 the central bank, to meet their financial obligations and responsibilities. Because SOMA securities are recorded at amortized cost, cumulative unrealized gains (losses) are not recognized in the Consolidated Statements of Condition and the changes in cumulative unrealized gains (losses) are not recognized in the Consolidated Statements of Operations.

The fair value of the Treasury securities, GSE debt securities, federal agency and GSE MBS, and foreign government debt instruments held in the SOMA is subject to market risk, arising from movements in market variables such as interest rates and credit risk. The fair value of federal agency and GSE MBS is also affected by the expected rate of prepayments of mortgage loans underlying the securities. The fair value of foreign government debt instruments is also affected by currency risk. Based on evaluations performed as of December 31, 2016 and 2015, there are no credit impairments of SOMA securities holdings.

The following table presents the amortized cost, fair value, and cumulative unrealized gains (losses) on the Treasury securities, GSE debt securities, and federal agency and GSE MBS held in the SOMA and allocated to the Bank at December 31, 2016 and 2015 (in millions):

	Allocated to the Bank					
	2016			2015		
	Amortized cost	Fair value	Cumulative unrealized gains (losses), net	Amortized cost	Fair value	Cumulative unrealized gains (losses), net
Treasury securities:						
Notes	\$ 937,446	\$ 942,959	\$ 5,513	\$ 990,051	\$ 1,002,158	\$ 12,107
Bonds	523,589	559,780	36,191	559,160	604,222	45,062
Total Treasury securities	1,461,035	1,502,739	41,704	1,549,211	1,606,380	57,169
GSE debt securities	9,474	9,925	451	20,260	21,110	850
Federal agency and GSE MBS	1,021,477	1,017,198	(4,279)	1,080,831	1,086,718	5,887
Total domestic SOMA portfolio securities holdings	\$ 2,491,986	\$ 2,529,862	\$ 37,876	\$ 2,650,302	\$ 2,714,208	\$ 63,906
Memorandum - Commitments for:						
Purchases of Treasury securities	\$ 6,646	\$ 6,669	\$ 23	\$ -	\$ -	\$ -
Purchases of Federal agency and GSE MBS	20,365	20,472	107	13,319	13,309	(10)
Sales of Federal agency and GSE MBS	-	-	-	-	-	-

	Total SOMA					
	2016			2015		
	Amortized cost	Fair value	Cumulative unrealized gains (losses), net	Amortized cost	Fair value	Cumulative unrealized gains (losses), net
Treasury securities:						
Notes	\$ 1,647,339	\$ 1,657,026	\$ 9,687	\$ 1,649,228	\$ 1,669,395	\$ 20,167
Bonds	920,083	983,680	63,597	931,448	1,006,514	75,066
Total Treasury securities	2,567,422	2,640,706	73,284	2,580,676	2,675,909	95,233
GSE debt securities	16,648	17,442	794	33,748	35,165	1,417
Federal agency and GSE MBS	1,795,003	1,787,484	(7,519)	1,800,449	1,810,256	9,807
Total domestic SOMA portfolio securities holdings	\$ 4,379,073	\$ 4,445,632	\$ 66,559	\$ 4,414,873	\$ 4,521,330	\$ 106,457
Memorandum - Commitments for:						
Purchases of Treasury securities	\$ 11,679	\$ 11,719	\$ 40	\$ -	\$ -	\$ -
Purchases of Federal agency and GSE MBS	35,787	35,974	187	22,187	22,170	(17)
Sales of Federal agency and GSE MBS	-	-	-	-	-	-

The fair value of Treasury securities and GSE debt securities was determined using pricing services that provide market consensus prices based on indicative quotes from various market participants. The fair value of federal agency and GSE MBS was determined using a pricing service that utilizes a model-based approach that considers observable inputs for similar securities.

The cost bases of repurchase agreements, reverse repurchase agreements, central bank liquidity swaps, and other investments held in the SOMA portfolio approximate fair value. Due to the short-term nature of these agreements and the defined amount that will be received upon settlement, the cost basis is estimated to approximate fair value.

At December 31, 2016 and 2015, the fair value of foreign currency denominated investments held in the SOMA was \$19,510 million and \$19,630 million, respectively, of which \$6,436 million and \$6,326 million, respectively, was allocated to the Bank. The fair value of foreign government debt instruments was determined using pricing services that provide market consensus prices based on indicative quotes from various market participants. The fair value of foreign currency deposits was determined by reference to market interest rates.

The following table provides additional information on the amortized cost and fair values of the federal agency and GSE MBS portfolio held in the SOMA and allocated to the Bank at December 31, 2016 and 2015 (in millions):

Distribution of MBS holdings by coupon rate	2016		2015	
	Amortized cost	Fair value	Amortized cost	Fair value
Allocated to the Bank:				
2.0%	\$ 6,007	\$ 5,829	\$ 6,722	\$ 6,599
2.5%	69,043	67,515	69,953	69,047
3.0%	394,662	385,014	332,831	326,132
3.5%	319,401	318,968	347,822	349,344
4.0%	156,863	159,269	216,802	221,261
4.5%	49,140	52,417	69,585	74,465
5.0%	20,889	22,284	29,374	31,530
5.5%	4,722	5,087	6,686	7,197
6.0%	657	713	926	1,000
6.5%	93	102	130	143
Total	<u>\$ 1,021,477</u>	<u>\$ 1,017,198</u>	<u>\$ 1,080,831</u>	<u>\$ 1,086,718</u>
Total SOMA:				
2.0%	\$ 10,556	\$ 10,243	\$ 11,198	\$ 10,993
2.5%	121,326	118,641	116,527	115,018
3.0%	693,524	676,572	554,430	543,270
3.5%	561,271	560,510	579,403	581,940
4.0%	275,650	279,877	361,149	368,576
4.5%	86,351	92,111	115,914	124,043
5.0%	36,708	39,159	48,931	52,523
5.5%	8,298	8,939	11,138	11,989
6.0%	1,155	1,253	1,542	1,666
6.5%	164	179	217	238
Total	<u>\$ 1,795,003</u>	<u>\$ 1,787,484</u>	<u>\$ 1,800,449</u>	<u>\$ 1,810,256</u>

The following tables present the realized gains (losses) and the change in the cumulative unrealized gains (losses) related to SOMA domestic securities holdings during the years ended December 31, 2016 and 2015 (in millions):

	Allocated to Bank			
	2016		2015	
	Realized gains (losses), net ^{1,2}	Change in cumulative unrealized gains (losses) ^{3,4}	Realized gains (losses), net ^{1,2}	Change in cumulative unrealized gains (losses) ^{3,4}
Treasury securities	\$ (9)	\$ (9,740)	\$ -	\$ (26,261)
GSE debt securities	-	(353)	-	(657)
Federal agency and GSE MBS	11	(8,909)	26	(12,818)
Total	\$ 2	\$ (19,002)	\$ 26	\$ (39,736)

	Total SOMA			
	2016		2015	
	Realized gains (losses), net ^{1,2}	Change in cumulative unrealized gains (losses) ³	Realized gains (losses), net ^{1,2}	Change in cumulative unrealized gains (losses) ³
Treasury securities	\$ (15)	\$ (21,949)	\$ -	\$ (44,819)
GSE debt securities	-	(623)	-	(1,092)
Federal agency and GSE MBS	19	(17,326)	43	(21,654)
Total	\$ 4	\$ (39,898)	\$ 43	\$ (67,565)

¹ Realized losses for Treasury securities are reported in "Non-interest income (loss): System Open Market Account: Treasury Securities losses, net" in the Consolidated Statements of Operations.

² Realized gains for federal agency and GSE MBS are reported in "Non-interest income (loss): System Open Market Account: Federal agency and government-sponsored enterprise mortgage-backed securities gains, net" in the Consolidated Statements of Operations.

³ Because SOMA securities are recorded at amortized cost, the change in the cumulative unrealized gains (losses) is not reported in the Consolidated Statements of Operations.

⁴ The amount reported as change in cumulative unrealized gains (losses) allocated to the Bank is affected by the annual adjustment to the Bank's allocated portion of the related SOMA securities, as discussed in Note 3f.

The amount of change in cumulative unrealized gains (losses) position, net related to foreign currency denominated investments was a gain of \$5 million and a loss of \$33 million for the years ended December 31, 2016 and 2015, respectively, of which \$1 million and \$10 million, respectively, were allocated to the Bank.

Treasury securities, GSE debt securities, federal agency and GSE MBS, and foreign government debt instruments are classified as Level 2 within the ASC 820 hierarchy because the fair values are based on indicative quotes and other observable inputs obtained from independent pricing services. The fair value hierarchy level of SOMA financial assets is not necessarily an indication of the risk associated with those assets.

(6) CONSOLIDATED VARIABLE INTEREST ENTITY**a. Description of Consolidated VIE**

To facilitate the merger of The Bear Stearns Companies, Inc. (Bear Stearns) and JPMorgan Chase & Co. (JPMC), the Bank extended credit to ML in June 2008. ML is a Delaware LLC formed by the Bank to acquire certain assets of Bear Stearns and to manage those assets. The assets acquired by ML were valued at \$29.9 billion as of March 14, 2008, the date that the Bank committed to the transaction, and largely consisted of federal agency and GSE MBS, non-agency residential mortgage-back securities (RMBS), commercial and residential mortgage loans, and derivatives and associated hedges.

The Bank extended a senior loan of approximately \$28.8 billion and JPMC extended a subordinated loan of \$1.15 billion to finance the acquisition of the assets, both of which were repaid in full plus interest in 2012. The Bank has continued and will continue to sell the remaining assets from the ML portfolio as market conditions warrant and if the sales represent good value for the public. In accordance with the ML agreements, proceeds from future asset sales will be distributed to the Bank as contingent interest after all derivative instruments in ML have been terminated and paid or sold from the portfolio.

b. Summary Information for Consolidated VIE

The classification of significant assets and liabilities of ML at December 31, 2016 and 2015 is summarized in the following table (in millions):

	2016	2015
Assets:		
Short-term investments	\$ 1,618	\$ 1,496
Swap contracts	28	56
Other investments	17	13
Subtotal	<u>1,663</u>	<u>1,565</u>
Cash, cash equivalents, accrued interest receivable, and other receivables	79	213
Total investments held by consolidated VIE	<u>\$ 1,742</u>	<u>\$ 1,778</u>
Liabilities:		
Swap contracts	\$ 32	\$ 21
Cash collateral on swap contracts	1	36
Total liabilities of consolidated VIE	<u>\$ 33</u>	<u>\$ 57</u>

The Bank's approximate maximum exposure to loss at December 31, 2016 and 2015 was \$1,663 million and \$1,565 million, respectively. These estimates incorporate potential losses associated with the investments recorded on the Bank's balance sheet. Additionally, information concerning the notional exposure on swap contracts is contained in the derivatives instruments section of this Note.

The net income (loss) attributable to ML for the year ended December 31, 2016 and 2015 was as follows (in millions):

	2016	2015
Interest income: Investments held by consolidated VIE	\$ 9	\$ 4
Non-interest income:		
Realized portfolio holdings gains, net	13	32
Unrealized portfolio holdings (losses) gains, net	(32)	3
Non-interest income (loss): Consolidated VIE (losses) gains, net	(19)	35
Total net interest income and non-interest (loss) income	(10)	39
Less: Professional fees	2	3
Net (loss) income attributable to consolidated VIE	\$ (12)	\$ 36

i. Debt Securities

ML has investments in short-term instruments with maturities of greater than three months and less than one year when acquired. As of December 31, 2016 and 2015, ML's short-term instruments consisted of U.S. Treasury bills.

Other investments primarily consist of non-agency RMBS and commercial mortgage-backed securities (CMBS).

ii. Derivative Instruments

Derivative contracts are instruments, such as swap contracts, that derive their value from underlying assets, indexes, reference rates, or a combination of these factors. The ML portfolio is composed of derivative financial instruments included in a total return swap (TRS) agreement with JPMC. ML and JPMC entered into the TRS with reference obligations representing CDS primarily on CMBS and RMBS, with various market participants, including JPMC.

On an ongoing basis, ML pledges collateral for credit or liquidity related shortfalls. Separately, ML and JPMC engage in bilateral posting of collateral to cover the net mark-to-market (MTM) variations in the swap portfolio. ML only nets the collateral received from JPMC from the bilateral MTM posting for the reference obligations for which JPMC is the counterparty.

The values of ML's cash and cash equivalents include cash collateral associated with the TRS of \$12 million and \$72 million as of December 31, 2016 and 2015, respectively. In addition, ML has pledged \$46 million and \$52 million of U.S. Treasury bills to JPMC as of December 31, 2016 and 2015, respectively.

ML has entered into an International Swaps and Derivatives Association, Inc. master netting agreement with JPMC in connection with the TRS. This agreement provides ML with the right to liquidate securities held as collateral and to offset receivables and payables with JPMC in the event of default. This agreement also establishes the method for determining the net amount of receivables and payables that ML is entitled to receive from and required to pay to the counterparties of the swaps that underlie the TRS based upon the fair value of the relevant CDS.

For the derivative balances reported in the Consolidated Statements of Condition, ML offsets its asset and liability positions held with the same counterparty. In addition, ML offsets the cash collateral held with JPMC against any net liabilities of JPMC with ML under the TRS. As of December 31, 2016 and 2015, there were no amounts

subject to an enforceable master netting agreement that were not offset in the Consolidated Statements of Condition.

The maximum potential amount of future payments the seller of credit protection could be required to make to the buyer of credit protection under a CDS is equal to the notional amount of the contract. For ML, the maximum potential payout (notional) associated with credit protection sold was \$143 million and \$162 million as of December 31, 2016 and 2015, respectively, and the maximum potential recovery (notional) associated with credit protection bought was \$124 million and \$195 million as of December 31, 2016 and 2015, respectively. The change in notional amounts is representative of the volume of activity for the year ended December 31, 2016.

There were 98 and 128 CDS contracts outstanding in the ML portfolio as of December 31, 2016 and 2015, respectively. Substantially all of the CDS held by ML had remaining maturities of greater than five years and reference obligations with non-investment grade (BB+ or lower) credit ratings as of December 31, 2016 and 2015.

c. Fair Value Measurement

ML has adopted ASC 820 and ASC 825 and has elected the fair value option for all holdings. The accounting and classification of these investments appropriately reflect ML's and the Bank's intent with respect to the purpose of the investments and most closely reflect the amount of the assets available to liquidate the entity's obligations.

Determination of Fair Value

ML values its investments and cash equivalents on the basis of last available bid prices or current market quotations provided by dealers or pricing services selected under the supervision of the Bank's designated investment manager. To determine the value of a particular investment, pricing services may use certain information with respect to market transactions in such investments or comparable investments, various relationships observed in the market between investments, quotations from dealers, and pricing metrics and calculated yield measures based on valuation methodologies commonly employed in the market for such investments. The fair value of swap contracts is provided by JPMC as calculation agent and is reviewed by the investment manager.

Market quotations may not represent fair value in certain instances in which the investment manager and the VIE believe that facts and circumstances applicable to an issuer, a seller, a purchaser, or the market for a particular investment cause such market quotations to not reflect the fair value of an investment. In such cases or when market quotations are unavailable, the investment manager applies proprietary valuation models that use collateral performance scenarios and pricing metrics derived from the reported performance of investments with similar characteristics as well as available market data to determine fair value.

Due to the uncertainty inherent in determining the fair value of investments that do not have a readily available fair value, the fair value of these investments may differ from the values that may ultimately be realized and paid.

The following tables present the financial instruments recorded in the VIE at fair value as of December 31, 2016 by ASC 820 hierarchy (in millions):

	Level 1 ¹	Level 2 ¹	Level 3 ¹	Netting ²	Total fair value
Assets:					
Short-term investments	\$ 1,618	\$ -	\$ -	\$ -	\$ 1,618
Cash equivalents ³	79	-	-	-	79
Swap contracts	-	-	72	(44)	28
Other investments	-	11	6	-	17
Total assets	<u>\$ 1,697</u>	<u>\$ 11</u>	<u>\$ 78</u>	<u>\$ (44)</u>	<u>\$ 1,742</u>

Liabilities:

Swap contracts	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 64</u>	<u>\$ (32)</u>	<u>\$ 32</u>
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¹ There were no transfers between Level 1 and Level 2 and no material transfers between Levels 2 and 3 during the year ended December 31, 2016.

² Derivative receivables and payables and the related cash collateral received and paid are shown net when a master netting agreement exists.

³ Cash equivalents consist primarily of money market funds.

The following tables present the financial instruments recorded in the VIE at fair value as of December 31, 2015 by ASC 820 hierarchy (in millions):

	Level 1 ¹	Level 2 ¹	Level 3 ¹	Netting ²	Total fair value
Assets:					
Short-term investments	\$ 1,496	\$ -	\$ -	\$ -	\$ 1,496
Cash equivalents ³	213	-	-	-	213
Swap contracts	-	-	130	(74)	56
Other investments	-	12	1	-	13
Total assets	<u>\$ 1,709</u>	<u>\$ 12</u>	<u>\$ 131</u>	<u>\$ (74)</u>	<u>\$ 1,778</u>

Liabilities:

Swap contracts	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 59</u>	<u>\$ (38)</u>	<u>\$ 21</u>
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¹ There were no transfers between Level 1 and Level 2 and no material transfers between Levels 2 and 3 during the year ended December 31, 2015.

² Derivative receivables and payables and the related cash collateral received and paid are shown net when a master netting agreement exists.

³ Cash equivalents consist primarily of money market funds.

As of December 31, 2016 and 2015, both the Level 3 assets and liabilities held in the Consolidated Statements of Condition as “Investments held by consolidated variable interest entity” and “Liabilities of consolidated variable interest entity,” respectively, and the associated unrealized gains and losses related to those assets and liabilities are immaterial.

(7) BANK PREMISES, EQUIPMENT, AND SOFTWARE

Bank premises and equipment at December 31, 2016 and 2015 were as follows (in millions):

	2016	2015
Bank premises and equipment:		
Land and land improvements	\$ 68	\$ 68
Buildings	548	546
Building machinery and equipment	121	106
Construction in progress	20	5
Furniture and equipment	97	98
Subtotal	<u>854</u>	<u>823</u>
Accumulated depreciation	<u>(371)</u>	<u>(344)</u>
Bank premises and equipment, net	<u>\$ 483</u>	<u>\$ 479</u>
Depreciation expense, for the years ended December 31	<u>\$ 37</u>	<u>\$ 34</u>

The Bank leases space to outside tenants with remaining lease terms ranging from two to eight years. Rental income from such leases was \$6.8 million and \$6.4 million for the years ended December 31, 2016 and 2015, respectively, and is reported as a component of “Non-interest income: Other” in the Consolidated Statements of Operations. Future minimum lease payments that the Bank will receive under non-cancelable lease agreements in existence at December 31, 2016, are as follows (in millions):

2017	\$ 5
2018	5
2019	3
2020	3
2021	3
Thereafter	<u>4</u>
Total	<u>\$ 23</u>

The Bank had capitalized software assets, net of amortization, of \$124 million and \$133 million at December 31, 2016 and 2015, respectively. Amortization expense was \$34 million and \$22 million for the years ended December 31, 2016 and 2015, respectively. Capitalized software assets are reported as a component of “Other assets” in the Consolidated Statements of Condition and the related amortization is reported as a component of “Operating expenses: Other” in the Consolidated Statements of Operations.

(8) COMMITMENTS AND CONTINGENCIES

In conducting its operations, the Bank enters into contractual commitments, normally with fixed expiration dates or termination provisions, at specific rates and for specific purposes.

At December 31, 2016, the Bank was obligated under non-cancelable leases for premises and equipment with a remaining term of approximately two years. These leases provide for increased lease payments based upon increases in real estate taxes, operating costs, or selected price indexes.

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, was \$3 million and \$4 million for the years ended December 31, 2016 and 2015, respectively.

Future minimum lease payments under non-cancelable operating leases, net of sublease rentals, with terms of one year or more, at December 31, 2016, were immaterial.

At December 31, 2016, there were no material unrecorded unconditional purchase commitments or obligations in excess of one year.

Under the Insurance Agreement of the Reserve Banks, each of the Reserve Banks has agreed to bear, on a per-incident basis, a share of certain losses in excess of 1 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, 2016 and 2015.

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 legal actions and claims will be resolved without material adverse effect on the financial position or results of operations of the Bank.

(9) 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 employees of the Reserve Banks, Board of Governors, and Office of Employee Benefits of the Federal Reserve System (OEB) participate in the Retirement Plan for Employees of the Federal Reserve System (System Plan).¹ Under the Dodd-Frank Act, newly hired Bureau employees are eligible to participate in the System Plan and, during the years ended December 31, 2016 and 2015, certain costs associated with the System Plan were reimbursed by the Bureau. In addition, employees at certain compensation levels participate in the Benefit Equalization Retirement Plan (BEP) and certain Reserve Bank officers participate in the Supplemental Retirement Plan for Select Officers of the Federal Reserve Banks (SERP).

The Bank, on behalf of the System, recognizes the net asset or net liability and costs associated with the System Plan in its consolidated financial statements. The Bank reports the net costs related to the System Plan, as well as the costs related to the BEP and SERP, as a component of "Operating expenses: Net periodic pension expense" in its Consolidated Statements of Operations. Accrued pension benefit costs are reported as a component of "Prepaid pension benefit costs" if the funded status is a net asset or "Accrued benefit costs" if the funded status is a net liability in the Consolidated Statements of Condition.

¹ The OEB was established by the System to administer selected System benefit plans.

Following is a reconciliation of the beginning and ending balances of the System Plan benefit obligation for the years ended December 31, 2016 and 2015 (in millions):

	2016	2015
Estimated actuarial present value of projected benefit obligation at January 1	\$ 13,270	\$ 13,641
Service cost-benefits earned during the period	475	487
Interest cost on projected benefit obligation	604	571
Actuarial loss (gain)	698	(1,044)
Contributions by plan participants	3	5
Special termination benefits	4	6
Benefits paid	(412)	(396)
Estimated actuarial present value of projected benefit obligation at December 31	<u>\$ 14,642</u>	<u>\$ 13,270</u>

In October 2014, the Society of Actuaries released new mortality tables (RP-2014) and in 2016, 2015, and 2014 new mortality projection scales (MP-2016, MP-2015, and MP-2014, respectively) for use in the valuation of benefits liabilities. The System analyzed each of these updates to the mortality tables and compared them to the System's actual mortality experience. Based on these analyses, the System adopted the RP-2014 mortality tables and MP-2014 mortality projection scales, adjusted for the System's recent mortality experience and the retirement rates of System retirees in 2015. The adjusted tables and scales resulted in an estimated net decrease of the System Plan projected benefit obligation of approximately \$471 million in 2015. The System's most recent mortality and retirement experience was also reviewed and no adjustments were made in 2016.

Following is a reconciliation showing the beginning and ending balance of the System Plan assets, the funded status, and the accrued pension benefit costs for the years ended December 31, 2016 and 2015 (in millions):

	2016	2015
Estimated plan assets at January 1 (of which \$12,477 and \$12,608 is measured at fair value as of January 1, 2016 and 2015, respectively)	\$ 12,500	\$ 12,669
Actual return on plan assets	992	(258)
Contributions by the employers	616	480
Contributions by plan participants	3	5
Benefits paid	(412)	(396)
Estimated plan assets at December 31 (of which \$13,668 and \$12,477 is measured at fair value as of December 31, 2016 and 2015, respectively)	<u>\$ 13,699</u>	<u>\$ 12,500</u>
Funded status and accrued pension benefit costs	<u>\$ (943)</u>	<u>\$ (770)</u>

Amounts included in accumulated other comprehensive loss are shown below:

Prior service cost	\$ (170)	\$ (263)
Net actuarial loss	(3,674)	(3,333)
Total accumulated other comprehensive loss	<u>\$ (3,844)</u>	<u>\$ (3,596)</u>

The Bank, on behalf of the System, funded \$580 million and \$480 million during the years ended December 31, 2016 and 2015, respectively. The Bureau is required by the Dodd-Frank Act to fund the System plan for each Bureau employee based on an established formula. During the year ended December 31, 2016, the Bank received contributions from the Bureau of \$36 million, which was related to service costs for the years ended December 31, 2016 and 2015.

The accumulated benefit obligation for the System Plan, which differs from the estimated actuarial present value of projected benefit obligation because it is based on current rather than future compensation levels, was \$12,869 million and \$11,727 million at December 31, 2016 and 2015, respectively.

The weighted-average assumptions used in developing the accumulated pension benefit obligation for the System Plan as of December 31 were as follows:

	2016	2015
Discount rate	4.15%	4.42%
Rate of compensation increase	4.00%	4.00%

Net periodic benefit expenses for the years ended December 31, 2016 and 2015 were actuarially determined using a January 1 measurement date. The weighted-average assumptions used in developing net periodic benefit expenses for the System Plan for the years were as follows:

	2016	2015
Discount rate	4.42%	4.05%
Expected asset return	6.75%	6.75%
Rate of compensation increase	4.00%	4.00%

Discount rates reflect yields available on high-quality corporate bonds that would generate the cash flows necessary to pay the System Plan's benefits when due. The expected long-term rate of return on assets is an estimate that is based on a combination of factors, including the System Plan's asset allocation strategy and historical returns; surveys of expected rates of return for other entities' plans and for various asset classes; a projected return for equities and fixed income investments based on real interest rates, inflation expectations, and equity risk premiums; and surveys of expected returns in equity and fixed income markets.

The components of net periodic pension benefit expense (credit) for the System Plan for the years ended December 31, 2016 and 2015 are shown below (in millions):

	2016	2015
Service cost - benefits earned during the period	\$ 475	\$ 487
Interest cost on projected benefit obligation	604	571
Amortization of prior service cost	93	93
Amortization of net loss	211	223
Expected return on plan assets	(847)	(857)
Net periodic pension benefit expense	536	517
Special termination benefits	4	6
Bureau of Consumer Financial Protection contributions	(36)	-
Total periodic pension benefit expense	\$ 504	\$ 523

Estimated amounts that will be amortized from accumulated other comprehensive loss into net periodic pension benefit expense in 2017 are shown below (in millions):

Prior service cost	\$ 88
Net actuarial loss	217
Total	<u>\$ 305</u>

The recognition of special termination benefits is primarily the result of enhanced retirement benefits provided to employees during the restructuring at other Reserve Banks. Following is a summary of expected benefit payments, excluding enhanced retirement benefits (in millions):

2017	\$ 468
2018	503
2019	536
2020	571
2021	607
2022 - 2026	3,589
Total	<u>\$ 6,274</u>

The System's Committee on Plan Administration is responsible for oversight of the operations of the Retirement Plan, which includes the Retirement Plan trust and for determining the amounts necessary to maintain the Retirement Plan on an actuarially sound basis and the amounts that employers must contribute to pay the expenses of OEB and the Retirement Plan.

The System's Committee on Investment Performance (CIP) is responsible for establishing investment policies, selecting investment managers, and monitoring the investment managers' compliance with its policies. At December 31, 2016, the System Plan's assets were held in 20 investment vehicles: 3 actively-managed long-duration fixed income portfolios, a passively-managed long-duration fixed income portfolio, an indexed U.S. equity fund, an indexed non-U.S. developed-markets equity fund, an indexed emerging-markets equity fund, 4 private equity limited partnerships, a private equity separate account, 3 core real estate funds, 4 real estate limited partnerships, and a money market fund.

The diversification of the System Plan's investments is designed to limit concentration of risk and the risk of loss related to an individual asset class. The three actively-managed long-duration fixed income portfolios are separate accounts benchmarked to a custom benchmark of 55 percent Barclays Long Credit Index and 45 percent Citigroup 15+ years U.S. Treasury STRIPS Index. This custom benchmark was selected as a proxy to match the liabilities of the Plan and the guidelines for these portfolios are designed to limit portfolio deviations from the benchmark. The passively-managed long-duration fixed-income portfolio is invested in 2 commingled funds and is benchmarked to 55 percent Barclays Long Credit Index and 45 percent Barclays 20+ STRIPS Index. The indexed U.S. equity fund is intended to track the overall U.S. equity market across market capitalizations and is benchmarked to the CRSP U.S. Total Market Index. The indexed non-U.S. developed-markets equity fund is intended to track the Morgan Stanley Capital International (MSCI) World ex-US Investible Markets Index (IMI), which includes stocks from 23 markets deemed by MSCI to be "developed markets." The indexed emerging-markets equity fund is intended to track the MSCI Emerging Markets IMI Index, which includes stocks from 21 markets deemed by MSCI to be "emerging markets." The 3 indexed equity funds include stocks from across the market capitalization spectrum (i.e., large-, mid- and small-cap stocks). The 4 private equity limited partnership invest globally across various private equity strategies and the private equity separate account invests in various

private equity investments globally across various strategies. The private equity separate account invests in various private equity funds (both primary and secondary interest) and co-investment opportunities globally in private companies and targets returns in excess of public markets over a complete market cycle. The 3 core real estate funds invest in high quality, well leased, low leverage commercial real estate throughout the U.S. The 4 real estate limited partnership invests in non-core U.S. and international commercial real estate including development and repositioning of assets. Finally, the money market fund, which invests in short term Treasury and agency debt and repurchase agreements backed by Treasury and agency debt, is the repository for cash balances and adheres to a constant dollar methodology.

Permitted and prohibited investments, including the use of derivatives, are defined in either the trust agreement (for the passively-managed long-duration fixed income portfolio) or the investment guidelines (for the remaining investments). The CIP reviews the trust agreement and approves all investment guidelines as part of the selection of each investment to ensure that they are consistent with the CIP's investment objectives for the System Plan's assets.

The System Plan's policy weight and actual asset allocations at December 31, 2016 and 2015 by asset category, are as follows:

	2016	Actual asset allocations	
	Policy weight	2016	2015
Fixed income	50.0%	48.9%	48.6%
U.S. equities	24.0%	24.6%	25.4%
International equities	16.0%	16.3%	17.8%
Emerging markets equities	4.6%	4.7%	4.5%
Private equity	2.7%	2.4%	1.3%
Real estate	2.7%	2.6%	1.7%
Cash	0.0%	0.5%	0.7%
Total	100.0%	100.0%	100.0%

Employer contributions to the System Plan may be determined using different assumptions than those required for financial reporting. The System Plan's anticipated funding level for 2017 is \$720 million. In 2017, the Bank plans to make monthly contributions of \$60 million and will reevaluate the monthly contributions upon completion of the 2017 actuarial valuation. The Bank's projected benefit obligation, funded status, and net pension expenses for the BEP and the SERP at December 31, 2016 and 2015, and for the years then ended, were immaterial.

Determination of Fair Value

The System Plan's publicly available investments are valued on the basis of the last available bid prices or current market quotations provided by dealers, or pricing services. To determine the value of a particular investment, pricing services may use information on transactions in such investments, quotations from dealers, pricing metrics, market transactions in comparable investments, relationships observed in the market between investments, and calculated yield measures based on valuation methodologies commonly employed in the market for such investments.

Collective trust funds are valued using the net asset value, calculated daily, based on the fair value of the underlying investments. Private equity and real estate investments are valued using the net asset value, as a practical expedient, which is based on the fair value of the underlying investments. The net asset value is adjusted

for contributions, distributions, and both realized and unrealized gains and losses incurred during the period. The realized and unrealized gains and losses are based on reported valuation changes.

Because of the uncertainty inherent in determining the fair value of investments that do not have a readily available fair value, the fair value of these investments may differ significantly from the values that would have been reported if a readily available fair value had existed for these investments and may differ materially from the values that may ultimately be realized.

The following tables present the financial instruments recorded at fair value as of December 31, 2016 and 2015 by ASC 820 hierarchy (in millions):

Description	2016			
	Level 1	Level 2	Level 3	Total ¹
Short-term investments	\$ 101	\$ -	\$ -	\$ 101
Treasury and Federal				
agency securities	40	2,232	-	2,272
Corporate bonds	-	2,469	-	2,469
Other fixed income securities	-	353	-	353
Collective trusts	7,749	-	-	7,749
Investments measured at net asset value ²	-	-	-	724
Total investments at fair value ³	7,890	5,054	-	13,668

¹ There were no transfers between Level 1 and Level 2 and no material transfers between Level 2 and 3 during the year ended December 31, 2016.

² Certain investments that are measured at fair value using the net asset value per share (or its equivalent) practical expedient have not been categorized in the fair value hierarchy.

³ In addition to total investments, the System Plan holds future margin receivable of \$1 million and future margin payables of \$2 million at December 31, 2016.

Description	2015			
	Level 1	Level 2	Level 3	Total ¹
Short-term investments ²	\$ 152	\$ -	\$ -	\$ 152
Treasury and Federal				
agency securities	64	2,182	-	2,246
Corporate bonds	-	2,130	-	2,130
Other fixed income securities	-	373	-	373
Collective trusts ²	7,205	-	-	7,205
Investments measured at net asset value ^{2,3}	-	-	-	371
Total investments at fair value ⁴	7,421	4,685	-	12,477

¹ There were no transfers between Level 1 and Level 2 and no material transfers between Level 2 and 3 during the year ended December 31, 2015.

² Certain short-term investments, collective trusts, private equity, and real estate investments have been reclassified to conform with current year presentation, in accordance with the adoption of ASU 2015-07 and ASU 2015-10.

³ Certain investments that are measured at fair value using the net asset value per share (or its equivalent) practical expedient have not been categorized in the fair value hierarchy. Commingled funds have been renamed to collective trusts for current year presentation.

⁴ In addition to total investments, the System Plan holds future margin receivable of \$1 million at December 31, 2015.

The System Plan enters into futures contracts, traded on regulated exchanges, to manage certain risks and to maintain appropriate market exposure in meeting the investment objectives of the System Plan. The System Plan bears the market risk that arises from any unfavorable changes in the value of the securities or indexes underlying these futures contracts. The use of futures contracts involves, to varying degrees, elements of market risk in excess of the amount recorded in the Consolidated Statements of Condition. The guidelines established by the CIP further reduce risk by limiting the net futures positions, for most fund managers, to 15 percent of the market value of the advisor's portfolio.

At December 31, 2016 and 2015, a portion of short-term investments was available for futures trading. There were \$7 million and \$3 million of Treasury securities pledged as collateral for the years ended December 31, 2016 and 2015, respectively.

Thrift Plan

Employees of the Bank participate in the defined contribution Thrift Plan for Employees of the Federal Reserve System (Thrift Plan). The Bank matches 100 percent of the first 6 percent of employee contributions from the date of hire and provides an automatic employer contribution of 1 percent of eligible pay. The Bank's Thrift Plan contributions totaled \$30 million and \$28 million for the years ended December 31, 2016 and 2015, respectively, and are reported as a component of "Operating expenses: Salaries and benefits" in the Consolidated Statements of Operations.

(10) POSTRETIREMENT BENEFITS OTHER THAN RETIREMENT PLANS AND POSTEMPLOYMENT BENEFITS

Postretirement Benefits Other Than Retirement Plans

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

The Bank and plan participants fund benefits payable under the medical and life insurance plans as due and the plans have no assets.

Following is a reconciliation of the beginning and ending balances of the benefit obligation for the years ended December 31, 2016 and 2015 (in millions):

	2016	2015
Accumulated postretirement benefit obligation at January 1	\$ 401	\$ 394
Service cost benefits earned during the period	17	17
Interest cost on accumulated benefit obligation	17	16
Net actuarial loss (gain)	22	(12)
Special termination benefits loss	1	-
Contributions by plan participants	3	3
Benefits paid	(19)	(18)
Medicare Part D subsidies	1	1
Plan amendments	(57)	-
Accumulated postretirement benefit obligation at December 31	<u>\$ 386</u>	<u>\$ 401</u>

At December 31, 2016 and 2015, the weighted-average discount rate assumptions used in developing the postretirement benefit obligation were 4.07 percent and 4.31 percent, respectively.

Discount rates reflect yields available on high-quality corporate bonds that would generate the cash flows necessary to pay the plan's benefits when due. The System Plan discount rate assumption setting convention uses an unrounded rate.

Following is a reconciliation of the beginning and ending balance of the plan assets, and the unfunded postretirement benefit obligation and accrued postretirement benefit costs for the years ended December 31, 2016 and 2015 (in millions):

	2016	2015
Fair value of plan assets at January 1	\$ -	\$ -
Contributions by the employer	15	14
Contributions by plan participants	3	3
Benefits paid	(19)	(18)
Medicare Part D subsidies	1	1
Fair value of plan assets at December 31	<u>\$ -</u>	<u>\$ -</u>
Unfunded obligation and accrued postretirement benefit cost	<u>\$ 386</u>	<u>\$ 401</u>

Amounts included in accumulated other comprehensive loss are shown below:

Prior service cost	\$ 58	\$ 1
Net actuarial loss	(99)	(79)
Total accumulated other comprehensive loss	<u>\$ (41)</u>	<u>\$ (78)</u>

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

For measurement purposes, the assumed health-care cost trend rates at December 31, 2016 and 2015 are provided in the table below. The current health-care cost trend rate for next year is expected to decline ratably each year until achieving the ultimate trend rate in 2022:

	2016	2015
Health-care cost trend rate assumed for next year	6.60%	7.00%
Rate to which the cost trend rate is assumed to decline (the ultimate trend rate)	4.75%	4.75%
Year that the rate reaches the ultimate trend rate	2022	2022

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, 2016 (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	\$ 7	\$ (5)
Effect on accumulated postretirement benefit obligation	58	(48)

The following is a summary of the components of net periodic postretirement benefit expense for the years ended December 31, 2016 and 2015 (in millions):

	2016	2015
Service cost-benefits earned during the period	\$ 17	\$ 17
Interest cost on accumulated benefit obligation	17	16
Amortization of net actuarial loss	2	8
Total periodic expense	36	41
Special termination benefits loss	1	-
Net periodic postretirement benefit expense	<u>\$ 37</u>	<u>\$ 41</u>

Estimated amounts that will be amortized from accumulated other comprehensive loss into net periodic postretirement benefit expense in 2017 are shown below:

Prior service cost	\$ (11)
Net actuarial loss	8
Total	<u>\$ (3)</u>

Net postretirement benefit costs are actuarially determined using a January 1 measurement date. At January 1, 2016 and 2015, the weighted-average discount rate assumptions used to determine net periodic postretirement benefit costs were 4.31 percent and 3.96 percent, respectively.

Net periodic postretirement benefit expense is reported as a component of “Operating expenses: Salaries and benefits” in the Consolidated Statements of Operations.

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 are reflected in actuarial loss in the accumulated postretirement benefit obligation and net periodic postretirement benefit expense.

During 2016, the Reserve Banks adopted an amendment to their health benefits program that added a Medicare Advantage and Prescription Drug (MAPD) plan to the program effective January 1, 2017. The MAPD plan is a fully insured product that combines into one integrated benefit Medicare and Medicare Supplement coverages, as well as prescription drug coverage. The plan amendment resulted in a change in the Bank’s accumulated

postretirement benefit obligation in the amount of \$57 million as of December 31, 2016, with an equivalent change in the prior service component of accumulated other comprehensive income.

Federal Medicare Part D subsidy receipts were \$1.0 million and \$0.8 million in the years ended December 31, 2016 and 2015, respectively. Expected receipts in 2017, related to benefits paid in the years ended December 31, 2016 and 2015, are \$0.3 million and \$0.1 million, respectively.

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

	Without subsidy	With subsidy
2017	\$ 17	\$ 17
2018	19	18
2019	20	19
2020	20	20
2021	21	21
2022-2026	121	120
Total	<u>\$ 218</u>	<u>\$ 215</u>

Postemployment Benefits

The Bank offers benefits to former qualifying or inactive employees. Postemployment benefit costs are actuarially determined using a December 31 measurement date and include the cost of providing disability; medical, dental, and vision insurance; and survivor income benefits. The accrued postemployment benefit costs recognized by the Bank at December 31, 2016 and 2015 were \$38 million and \$41 million, respectively. This cost is included as a component of “Accrued benefit costs” in the Consolidated Statements of Condition. Net periodic postemployment benefit expense included in 2016 and 2015 operating expenses were \$5 million and \$6 million, respectively, and are recorded as a component of “Operating expenses: Salaries and benefits” in the Consolidated Statements of Operations.

(11) ACCUMULATED OTHER COMPREHENSIVE INCOME AND OTHER COMPREHENSIVE INCOME

Following is a reconciliation of beginning and ending balances of accumulated other comprehensive loss as of December 31, 2016 and 2015 (in millions):

	2016			2015		
	Amount related to defined benefit retirement plan	Amount related to postretirement benefits other than retirement plans	Total accumulated other comprehensive income (loss)	Amount related to defined benefit retirement plan	Amount related to postretirement benefits other than retirement plans	Total accumulated other comprehensive income (loss)
Balance at January 1	\$ (3,596)	\$ (78)	\$ (3,674)	\$ (3,840)	\$ (98)	\$ (3,938)
Change in funded status of benefit plans:						
Prior service costs arising during the year	-	57	57	-	-	-
Amortization of prior service cost	93 ¹	- ²	93	93 ¹	- ²	93
Change in prior service costs related to benefit plans	93	57	150	93	-	93
Net actuarial (loss) gain arising during the year	(552)	(22)	(574)	(72)	12	(60)
Amortization of net actuarial loss	211 ¹	2 ²	213	223 ¹	8 ²	231
Change in actuarial (losses) gains related to benefit plans	(341)	(20)	(361)	151	20	171
Change in funded status of benefit plans - other comprehensive (loss) income	(248)	37	(211)	244	20	264
Balance at December 31	\$ (3,844)	\$ (41)	\$ (3,885)	\$ (3,596)	\$ (78)	\$ (3,674)

¹ Reclassification is reported as a component of "Operating expenses: Net periodic pension expense" in the Consolidated Statements of Operations.

² Reclassification is reported as a component of "Operating expenses: Salaries and benefits" in the Consolidated Statements of Operations.

Additional detail regarding the classification of accumulated other comprehensive loss is included in Note 9 and 10.

(12) BUSINESS RESTRUCTURING CHARGES

The Bank had no material business restructuring charges in 2016 and 2015.

(13) DISTRIBUTION OF COMPREHENSIVE INCOME

The following table presents the distribution of the Bank's comprehensive income for the years ended December 31, 2016 and 2015 (in millions):

	2016	2015
Dividends on capital stock	\$ 214	\$ 569
Transfer from surplus	(97)	(5,909)
Earnings remittances to the Treasury:		
Interest on Federal Reserve notes	-	56,985
Required by the Federal Reserve Act	53,595	10,316
Total distribution	\$ 53,712	\$ 61,961

Before the enactment of the FAST Act, the amount reported as transfer from surplus represented the amount necessary to equate surplus with capital paid-in, in accordance with the Board of Governor's policy. Subsequent

to the enactment of the FAST Act, the amount reported as transfer from surplus represents the amount necessary to maintain surplus at an amount equal to the Bank's allocated portion of the aggregate surplus limitation.

On December 28, 2015, the Reserve Banks reduced the aggregate surplus to the \$10 billion limit in the FAST Act by remitting \$19.3 billion to the Treasury. The Bank's share of this remittance was \$6,420 million which is reported as a component of "Earnings remittances to the Treasury: Required by the Federal Reserve Act" in the Bank's Consolidated Statements of Operations, and in the table above.

(14) SUBSEQUENT EVENTS

There were no subsequent events that require adjustments to or disclosures in the consolidated financial statements as of December 31, 2016. Subsequent events were evaluated through March 8, 2017, which is the date that the consolidated financial statements were available to be issued.

Changes in Directors *2017*

Member banks in this District have reelected **GERALD H. LIPKIN** a class A director for a three-year term beginning January 2017. Mr. Lipkin, who is Chairman and Chief Executive Officer of Valley National Bank, Wayne, N.J., has been serving as a class A director since July 2013.

Member banks in this District have also reelected **DAVID M. COTE** a class B director for a three-year term beginning January 2017. Mr. Cote, who is Chairman and Chief Executive Officer of Honeywell International, Morris Plains, N.J., has been serving as a class B director since March 2014.

The Board of Governors has designated **SARA HOROWITZ**, Executive Director, Freelancers Union, Brooklyn, N.Y., as Chair of the Board and Federal Reserve Agent for the year 2017. Ms. Horow-

itz has been serving as a class C director since January 2013, and has been serving as Deputy Chair since January 2014.

The Board of Governors appointed **DENISE SCOTT**, Executive Vice President, Local Initiatives Support Corp., New York, N.Y., a class C director for the unexpired portion of a three-year term ending December 31, 2016. The Board of Governors has also redesignated Ms. Scott as a class C director for a three-year term beginning January 2017, and designated her Deputy Chair for the year 2017. Ms. Scott succeeds Dr. Marc Tessier-Lavigne, then President, Rockefeller University, New York, N.Y. (as of Dec. 31, 2016, President, Stanford University, Stanford, CA.), who served as a director from January 2014 through July 2016.

Directors of the Federal Reserve Bank of New York

DIRECTORS	TERM EXPIRES DEC. 31	CLASS
GERALD H. LIPKIN <i>Chairman, President and Chief Executive Officer</i> Valley National Bank, Wayne, N.J.	2016	A
PAUL P. MELLO <i>President and Chief Executive Officer</i> Solvay Bank, Solvay, N.Y.	2017	A
JAMES P. GORMAN <i>Chairman and Chief Executive Officer</i> Morgan Stanley, New York, N.Y.	2018	A
DAVID M. COTE <i>Chairman and Chief Executive Officer</i> Honeywell International Inc., Morris Plains, N.J.	2016	B
TERRY J. LUNDGREN <i>Chairman and Chief Executive Officer</i> Macy's, Inc., New York, N.Y.	2017	B
GLENN H. HUTCHINS <i>Co-Founder</i> Silver Lake, New York, N.Y.	2018	B
DENISE SCOTT <i>Executive Vice President</i> Local Initiatives Support Corp., New York, N.Y.	2016	C
EMILY K. RAFFERTY, Chair and Federal Reserve Agent <i>President Emerita</i> The Metropolitan Museum of Art, New York, N.Y.	2017	C
SARA HOROWITZ, Deputy Chair <i>Founder and Executive Director</i> Freelancers Union, Brooklyn, N.Y.	2018	C

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Leadership of the Federal Reserve Bank of New York

As of December 31, 2016

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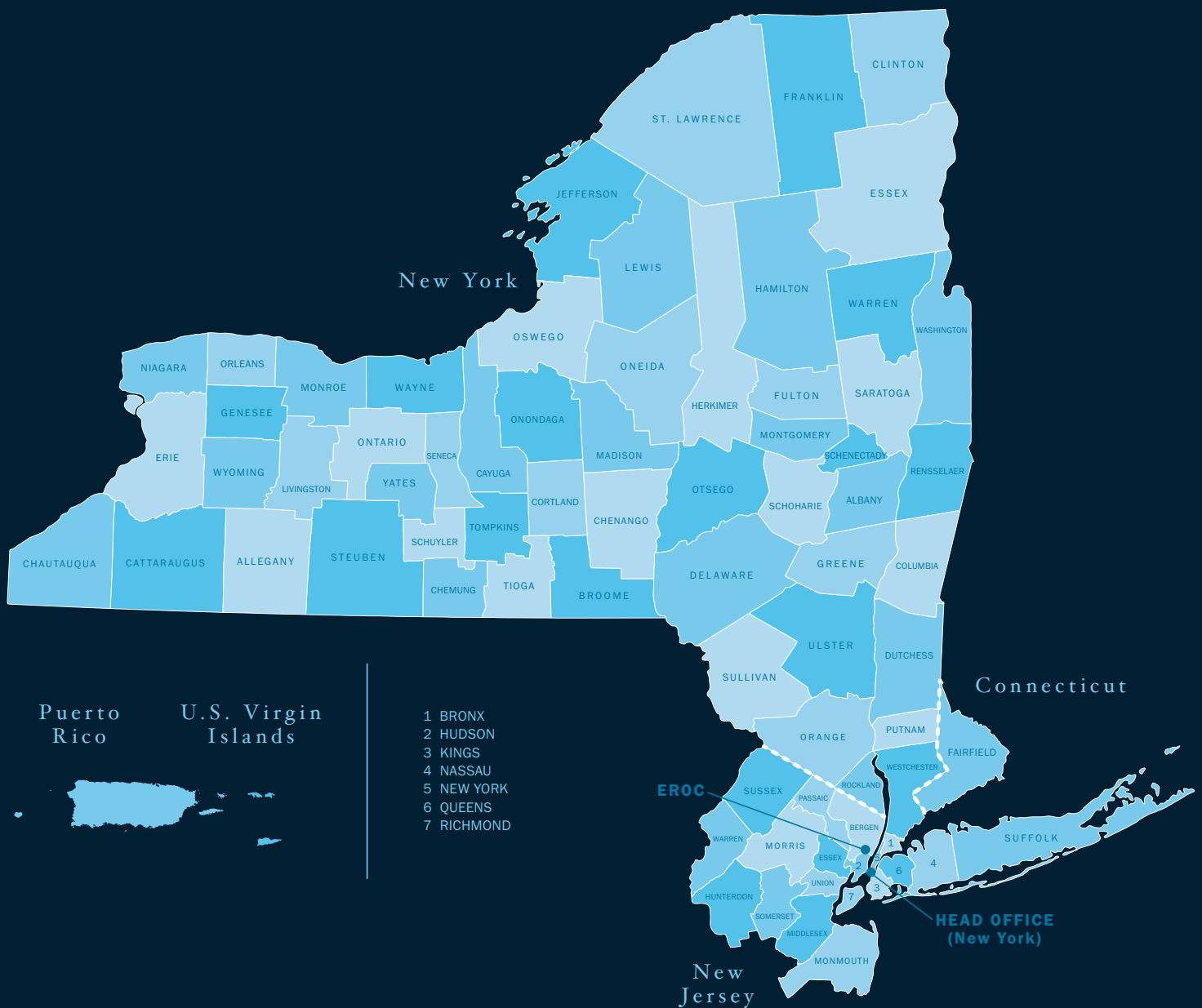
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SECOND DISTRICT MAP