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KENNETH LAMAR
VICE PRESIDENT

March 31, 2004

To: The Individual Responsible for Preparing the Financial Statements for Large Bank Holding Companies (FR Y-9C) Located in the Second Federal Reserve District

Subject: Bank Holding Company (BHC) Reporting Requirements for March 31, 2004

Enclosed are two copies of the following report forms and instructions for the March 31, 2004 reporting date:

(1) Consolidated Financial Statements for Bank Holding Companies (FR Y-9C);

(2) Parent Company Only Financial Statements for Large Bank Holding Companies (FR Y-9LP);

(3) Financial Statements of U.S. Nonbank Subsidiaries of U.S. Bank Holding Companies (FR Y-11); and

(4) Consolidated Bank Holding Company Report of Equity Investments in Nonfinancial Companies (FR Y-12).

There have been several revisions to the FR Y-9C form and instructions for the reporting of trust preferred securities. In addition, a new item was added to schedule HC-M to collect the URL for the reporting BHC’s web page that displays risk disclosures. There are no revisions to the FR Y-9LP and FR Y-12 this quarter.

The instructions for the FR Y-11 have been revised to include several clarifications. Significant accounting updates and revisions to the instructions have been provided in this letter and in Attachment 1.

Reports Submission

All FR Y-9C and FR Y-9LP filers are required to submit electronically. A signed and attested printout of the data submitted must be maintained in the BHCs files. The cover page of the Reserve Bank supplied report forms should be used to fulfill the signature and attestation requirements and this page should be attached to the printout placed in the bank holding company's files. For the FR Y-11 and FR Y-12 that are not submitted electronically, an original and two copies (one-sided) of each completed report must be returned to this bank by mail or messenger by the dates listed below.

Under the Regulatory Reports Monitoring Program, the timeliness of receipt of these reports will be monitored. Earlier submission would aid this Bank in reviewing and processing the reports and is encouraged.

The submission deadline for the **FR Y-9C, FR Y-9LP, and FR Y-12** is Monday, May 17, 2004. Any FR Y-9C, FR Y-9LP, or FR Y-12 reports received after 5:00 p.m. on May 17 will be considered late unless postmarked by Friday, May 14, 2004 or sent by overnight service on Sunday, May 16, 2004. The submission deadline for the **FR Y-11** is Tuesday, June 1, 2004. Any reports received after 5:00 p.m. on June 1 will be considered late unless postmarked by Saturday, May 29, 2004 or sent by overnight service by Monday, May 31, 2004.

Submission of initial data via facsimile, even if prior to this deadline does not constitute an official filing. In view of this, please be sure that completed reports are submitted on time to:

Federal Reserve Bank of New York
Statistics Function
Administrative Support Staff
33 Liberty Street, 4th Floor
New York, N.Y. 10045

Editing of Data by Respondents

On December 15, 2003, the Federal Reserve announced in the *Federal Register* proposed changes to the FR Y-9 series that will require validation checks to be performed by respondents as part of the electronic submission process. This change will be implemented as of September 30, 2004, for the FR Y-9C and LP reports and will require that your bank holding company (BHC) perform published validity and quality checks on your data (edits) by the filing deadline. Although this change has similarities to the Call Report Modernization initiative, this effort is separate and distinct from that initiative, and it has different technical requirements.

Currently, after the Federal Reserve receives a BHC report, it is subjected to validation checks to assess the accuracy and reasonableness of the data submitted. If this validation process identifies any edit exceptions in a BHC's report, a Federal Reserve analyst may contact the BHC and ask for clarification of the data associated with these edit exceptions. The BHC must then provide revised data or explanatory comments concerning edit exceptions.

Under the new system, all BHCs must submit their FR Y-9 reports via the Federal Reserve's internet submission facility, IESUB, using either data entry or file transfer. This data collection system will subject a BHC's electronic data submission to the published validity and quality edit checks and transmit the results of such checks to the BHC shortly thereafter. The BHC will then be expected to correct its report data to eliminate any validity edit exceptions. The BHC will also be provided a method for supplying explanatory comments concerning quality edit exceptions. These explanatory comments will be held confidential. Your BHC's report must be free of any validity edit failures and include any explanations of quality edit failures at the filing deadline. Reports that contain validity edit failures or have quality edit failures that are not explained on or before the filing deadline will be deemed late.

Companies that offer computer software to aid in the preparation of FR Y-9 reports or BHCs that have developed their own reporting software may also choose to incorporate validity and quality edit checks into their software. The Federal Reserve will provide technical specifications in May 2004.

As additional information comes available, we will forward it to your holding company. The Federal Reserve will also provide updates about the enhanced IESUB submission process on the web site: *www.reportingandreserves.org* under the heading BHC Modernization project.

FASB Statement No. 149 and Loan Commitments That Must Be Accounted for as Derivatives

FASB Statement No. 133 Implementation Issue No. C13 provides guidance on the circumstances in which a loan commitment must be accounted for as derivative. This guidance applies to commitments issued before July 1, 2003. **Commitments issued after June 30, 2003, are addressed by FASB Statement No. 149, *Amendment of Statement 133 on Derivative Instruments and Hedging Activities.*** Bank holding companies must follow the guidance in

Issue No. C13 and Statement No. 149 on the FR Y-9 reports.

Issue No. C13, states that loan commitments that relate to the origination or purchase of mortgage loans that will be held for sale must be accounted for as derivative instruments in accordance with Statement No. 133. However, loan commitments that relate to the origination or purchase of mortgage loans that will be held for investment, i.e., loans for which the BHC or its subsidiaries has the intent and ability to hold for the foreseeable future or until maturity or payoff, are not considered derivatives. In addition, commitments that relate to the origination of other types of loans (that is, other than mortgage loans) are not considered derivatives.

FASB Statement No. 149 differs from Issue No. C13. Under Statement No. 149, loan commitments that relate to the origination of mortgage loans that will be held-for-sale must be accounted for as derivatives by the issuer of the commitment. Commitments to originate mortgage loans that will be held for investment purposes and other types of loans are not derivatives. However, for commitments to purchase or sell existing loans, the definition of a derivative in Statement No. 133 (see page GL-20 of the Glossary section of the FR Y-9C instructions) should be applied to these commitments to determine whether they meet this definition and are subject to the provisions of Statement No. 133.

Mortgage loan commitments that must be accounted for as derivatives are considered over-the-counter written interest rate options. Therefore, because they are derivatives, these commitments should be excluded from item 1 of Schedule HC-L, Derivative and Off-Balance Sheet Items. Instead, mortgage loan commitments that are derivatives must be reported on the balance sheet (Schedule HC) at fair value. In addition, the par value of the mortgage loans to be acquired under these commitments must be reported in Schedule HC-L, item 11.d.(1), column A, and in Schedule HC-L, item 13, column A. The fair value of these mortgage loan commitments must be reported in the appropriate subitem of Schedule HC-L, item 14.b. As written options, mortgage loan commitments that are derivatives are not covered by the risk-based capital standards. However, if the fair value of these mortgage loan commitments is positive, the positive fair value is subject to the risk-based capital standards and must be risk weighted as an on-balance sheet asset.

The unused portion of loan commitments that are not derivatives should continue to be reported in Schedule HC-L, item 1. Unused commitments with an original maturity exceeding one year are subject to the risk-based capital standards and must be reported in Schedule HC-R, item 53.

FASB Interpretation No. 46

Accounting Issues

The FASB issued Interpretation No. 46 (Revised), *Consolidation of Variable Interest Entities,* in December 2003. Revised interpretation No. 46 replaces interpretation No. 46, which was issued in January 2003. This interpretation explains how to identify a “variable interest entity” (VIE) (previously referred to as a “special purpose entity”) and how an organization should assess its interests in a VIE to decide whether to consolidate that entity. VIEs often are created for a single specified purpose, for example, to facilitate securitization, leasing, hedging, research and development, and reinsurance.

In general, a VIE is an entity in which either the controlling financial interests are not voting interests or the equity investors do not bear the entity’s residual economic risks. A variable interest is a contractual or ownership interest in an entity that changes when the value of the entity’s net assets changes. An organization that has a variable interest (or a combination of variable interests) that will absorb a majority of a VIE’s expected losses if they occur, receive a majority of the entity’s expected residual returns if they occur, or both, is the “primary beneficiary” of the variable interest entity and must consolidate it.

Bank holding companies with variable interests in VIEs must apply the provisions of Interpretation No. 46 (Revised) to those entities in accordance with the interpretation's effective date and transition provisions on regulatory reports (a summary follows). Special provisions of the revised interpretation apply to organizations that have fully or partially applied Interpretation No. 46 prior to the issuance of the revision. Otherwise, application of the revised interpretation (or Interpretation No. 46) was required of BHCs that are public companies, or subsidiaries of public companies, that have interests in VIEs or potential VIEs December 31, 2003.

Application of Interpretation No. 46 (Revised) by BHCs that are public companies (other than small business issuers), or subsidiaries of such public companies, for all other types of VIEs is required beginning March 31, 2004. Application of Interpretation No. 46 (Revised) by BHCs that are small business issuers, or subsidiaries of small business issuers, to VIEs other than special-purpose entities is required beginning December 31,

2004. Application of Interpretation No. 46 (Revised) by BHCs that are neither public companies nor subsidiaries of public companies is required immediately for VIEs created after December 31, 2003, and for all other VIEs at the beginning of the first fiscal year beginning after December 15, 2004 (March 31, 2005 FR Y9 reports).

Reporting of Trust Preferred Securities

The definition of Schedule HC, Balance Sheet, "Other liabilities," (item 20) and Schedule HC-G, Other Liabilities, "Other," (item 4) was revised to include trust preferred securities (TRUPs). TRUPs will no longer be included in Schedule HC, "Minority interest in consolidated subsidiaries and similar items" (item 22). **This revision does not represent any change to the risk-based capital treatment for TRUPs.**

Consistent with guidance previously provided in the July 2, 2003, Federal Reserve Supervisory Letter SR 03-13, BHCs should continue to include eligible trust preferred securities in their tier 1 capital for regulatory capital purposes until further notice. The amounts qualifying for inclusion in tier 1 capital should be reported in Schedule HC-R, Regulatory Capital, "Qualifying trust preferred securities," (new item 6.b). The Federal Reserve will review the regulatory implications of any accounting treatment changes and, if necessary or warranted, will provide further appropriate guidance.

Bank holding companies are encouraged to consult with their external auditor on the appropriate application of generally accepted accounting principles (GAAP), including FIN 46 and revised FIN 46 (FIN 46R), on the consolidation or deconsolidation of trusts issuing trust preferred stock for financial statements and regulatory reporting. Consistent with their GAAP determination and SR 03-13, BHCs that deconsolidate such trusts for financial reporting purposes should include the full amount of the deeply subordinated note issued to the trust in Schedule HC, Balance Sheet, "Other liabilities," (item 20) and Schedule HC-G, Other Liabilities, "Other," (item 4) and the BHC's investment in the special purpose subsidiary should be reported in Schedule HC, "Investments in unconsolidated subsidiaries and associated companies" (item 8). The amount of the subordinated note issued to the trust, net of the BHC's investment in the special purpose subsidiary, is equivalent to the amount of the TRUPs issued. The net amount (that qualifies for inclusion in tier 1 capital) should be reported in item 6.b and in "Other cumulative preferred stock eligible for inclusion in Tier 1 capital" (memoranda item 3.d).

Bank holding companies that file the FR Y-11 should continue to report special purpose entities issuing TRUPs that qualify as a subsidiary as defined by Regulation Y and in the FR Y-11 reporting instructions, regardless of whether the entity is consolidated on the FR Y-9C report. BHCs that file the FR Y-9LP should continue to report any notes payable to special-purpose subsidiaries that issue TRUPs in Schedule PC-B, item 16 (and included in Schedule PC, item 18(b) and Schedule PC-B, item 5(b)). However, for purposes of reporting Schedule PC-B "Total combined loans and leases of nonbank subsidiaries" (item 15.b), the term "subsidiary" includes only companies that have been consolidated in the FR Y-9C. Therefore, if the BHCs has deconsolidated the special purpose entity issuing TRUPs, the loan from the subsidiary to the parent BHCs would not be included in this item.

Asset-Backed Commercial Conduits

The banking agencies have issued an interim final rule that sets forth a temporary risk-based capital treatment for assets in asset-backed commercial paper conduits that sponsoring bank organizations are required to consolidate in accordance with Interpretation No. 46. This interim capital treatment allows sponsoring bank organizations to exclude the consolidated asset-backed commercial paper program assets from their risk-weighted asset bases when they calculate their risk-based capital ratios. However, sponsoring bank organizations must continue to hold risk-based capital against all exposures arising in connection with these programs, including direct credit substitutes, recourse obligations, residual interests, long-term liquidity facilities, and loans. Furthermore, any minority interests in consolidated asset-backed commercial paper programs are not eligible for inclusion in Tier 1 capital (or total risk-based capital).

This interim risk-based capital treatment will be in effect only for the December 31, 2003, and March 31, 2004, FR Y-9C report dates. In addition, the interim risk-based capital treatment does not alter the accounting rules for balance sheet consolidation under Interpretation No. 46, nor does it affect the denominator of the Tier 1 leverage capital ratio calculation, which continues to be based primarily on on-balance sheet assets as reported under GAAP. However, BHCs should continue to report in the appropriate items of Schedule HC-R any credit enhancements and liquidity facilities that they provide to the asset-backed commercial paper programs they sponsor.

Under the agencies' interim rule, bank organization sponsors of any consolidated asset-backed commercial paper programs should include the consolidated assets in the appropriate balance sheet asset categories when completing items 34 through 43, column A, in Schedule HC-R, Regulatory Capital. The amounts of these consolidated assets should also be reported in items 34 through 43, column B, "Items not Subject to Risk-Weighting." However, sponsoring bank organizations must continue to hold risk-based capital against all exposures arising in connection with these programs, whether or not the programs are consolidated, including direct credit substitutes, recourse obligations, residual interests, long-term liquidity facilities, and loans. These exposures should be reported in the appropriate items of Schedule HC-R. Furthermore, any minority interests in consolidated asset-backed commercial paper programs are not eligible for inclusion in Tier 1 capital (or total risk-based capital).

For those asset-backed commercial paper programs that a BHC consolidates, any credit enhancements and liquidity facilities the bank provides to the conduit should not be reported in Schedule HC-L, Derivatives and Off-Balance Sheet Items. In contrast, for programs that are not consolidated, the BHC should report the credit enhancements and liquidity facilities it provides to the programs in the appropriate items of Schedule HC-L.

For purposes of Memorandum item 3 of Schedule HC-S, Servicing, Securitization, and Asset Sale Activities, BHCs must report the requested information on credit enhancements and liquidity facilities provided to asset-backed commercial paper conduits regardless of their accounting treatment for the conduit. Thus, whether or not a BHC must consolidate the conduit for reporting purposes in accordance with FASB Interpretation No. 46, the BHC must report its maximum credit exposure arising from and its unused commitments to conduit structures in Memorandum items 3.a and 3.b, respectively.

Deposit Accounts on Which the Interest Rate Has Been Reduced to Zero

Many banking subsidiaries of BHCs offer deposit products, such as money market deposit accounts or NOW accounts, on which they periodically adjust the interest rate paid on the accounts in response to changes in market interest rates and other factors. If the adjustments on certain deposit accounts have reduced the interest rate to zero, but the interest rate paid on these accounts can be increased as market conditions change, the

BHC should continue to report the deposits as interest-bearing accounts in item 13 of Schedule HC, Balance Sheet, and include them in the appropriate deposit items in Schedule HC-K, Quarterly Averages

Accounting for Deferred Compensation Agreements, Including Indexed Retirement Plans

On February 11, 2004, the Federal Reserve issued supervisory letter SR-04 with an attached Interagency Advisory on Accounting for Deferred Compensation Agreements and Bank-Owned Life Insurance. The agencies had found some institutions incorrectly accounting for their obligations under a type of deferred compensation agreement commonly referred to as a revenue neutral plan or an indexed retirement plan, the typical characteristics of which are described in the advisory. The benefits payable to employees under these plans generally are based on the performance of the bank-owned life insurance (BOLI) policies on these employees.

The agencies believe the guidance in the advisory on the appropriate accounting for deferred compensation agreements and BOLI is consistent with generally accepted accounting principles. Attachments 2 and 3 include tables that outline the appropriate reporting of BOLI and deferred compensation agreement on the FR Y-9C

Bank holding companies should review their accounting for deferred compensation agreements to ensure that their obligations to employees under these agreements have been properly measured and reported. As indicated in the interagency advisory, any necessary changes in a BHCs accounting for these agreements should be reflected in its March 31, 2004, FR Y-9C. Unless amendments to prior FR Y-9C reports are required, corrections of material errors on prior years' earnings, net of applicable taxes, should be reported as an adjustment to the beginning balance of equity capital (i.e., as a prior period adjustment) in Schedule RI-A, item 2. The accounting and reporting guidance in the advisory will be incorporated into the June 2004 FR Y-9C reporting instructions.

AICPA Statement of Position 03-3 on Purchased Loans

In December 2003, the AICPA issued Statement of Position 03-3, *Accounting for Certain Loans or Debt Securities Acquired in a Transfer*. In general, this Statement of Position applies to purchased impaired loans, i.e., loans that a banking organization has purchased, including those acquired in a purchase business combination, when there is evidence of deterioration of credit quality since the origination of the loan and it is probable, at the purchase date, that the banking organization will be unable to collect all contractually required payments receivable. The Statement of Position does not apply to the loans that a banking organization has originated.

Under this Statement of Position, a purchased impaired loan is initially recorded at its purchase price (in a purchase business combination, the present value of amounts to be received). The Statement of Position limits the yield that may be accreted on the loan (the accretable yield) to the excess of the banking organization's estimate of the undiscounted principal, interest, and other cash flows expected at acquisition to be collected on the loan over the banking organization's initial investment in the loan. The excess of contractually required cash flows over the cash flows expected to be collected on the loan, which is referred to as the nonaccretable difference, must not be recognized as an adjustment of yield, loss accrual, or valuation allowance. Neither the accretable yield nor the nonaccretable difference may be shown on the balance sheet. After acquisition, increases in the cash flows expected to be collected generally should be recognized prospectively as an adjustment of the loan's yield over its remaining life. Decreases in cash flows expected to be collected should be recognized as an impairment.

The Statement of Position prohibits a banking organization from "carrying over" or creating valuation allowances in the initial accounting for purchased impaired loans. This prohibition applies to the purchase of an individual impaired loan, a pool or group of impaired loans, and impaired loans acquired in a purchase business combination.

The Statement of Position applies to loans acquired in fiscal years beginning after December 15, 2004, with early adoption permitted. BHCs must follow this Statement of Position for FR Y-9C reporting purposes in accordance with its effective date based on their fiscal years.

GNMA Mortgage Loan Optional Repurchase Program

Government National Mortgage Association (GNMA) mortgage-backed securities are backed by residential mortgage loans that are insured or guaranteed by the Federal Housing Administration (FHA), the Department of Veterans Affairs/Veterans Administration (VA), or the Farmers Home Administration (FmHA). GNMA programs allow financial institutions to buy back individual delinquent mortgage loans that meet certain criteria from the securitized loan pool for which the institution provides servicing. At the servicer's option and without GNMA's prior authorization, the servicer may repurchase such a delinquent loan for an amount equal to 100 percent of the remaining principal balance of the loan. Under FASB Statement No. 140, *Accounting for Transfers and Servicing of Financial Assets and Extinguishments of Liabilities,* this buy-back option is considered a conditional option until the delinquency criteria are met, at which time the option becomes unconditional.

When the loans backing a GNMA security are initially securitized, Statement No. 140 permits the issuer of the security to treat the transaction as a sale for accounting purposes because the conditional nature of the buy-back option means that the issuer does not maintain effective control over the loans. The loans are removed from the issuer's balance sheet. When individual loans later meet GNMA's specified delinquency criteria and are eligible for repurchase, the issuer (provided the issuer is also the servicer) is deemed to have regained effective control over these loans and, under Statement No. 140, the loans can no longer be reported as sold. The delinquent GNMA loans must be brought back onto the issuer-servicer's books as assets and initially recorded at fair value, regardless of whether the issuer intends to exercise the buy-back option. An offsetting liability would also be recorded. Whether or not these rebooked delinquent loans are repurchased, the issuer-servicer should report them as loans on the FR Y-9C balance sheet (Schedule HC) and related schedules. These loans should be reported as held- for-sale (Schedule HC, item 4.a) or held-for-investment (Schedule HC, item 4.b), based on facts and circumstances, in accordance with GAAP. These loans should <u>not</u> be reported as "Other assets" (Schedule HC, item 11). The offsetting liability should be reported as "Other borrowed money" (Schedule HC, item 16).

For risk-based capital purposes, these rebooked loans should be risk-weighted in the same manner as all other FHA, VA, and FMHA loans, i.e., at 20 percent to the extent of the conditional guarantee. For leverage capital purposes, these rebooked loans should be included in the BHC's average total assets.

Allowance for Credit Losses on Off-Balance Sheet Credit Exposures

It has come to our attention that inconsistent treatment is being applied for certain allowance accounts. The *Audit and Accounting Guide – Banks and Savings Institutions*, states that credit losses related to off-balance sheet financial instruments should be accrued and reported separately as liabilities “if the conditions of FASB Statement No. 5 are met.” Consistent with this accounting guidance, each BHC should also maintain, as a separate liability account, an allowance sufficient to absorb estimated credit losses associated with off-balance sheet credit instruments. Off-balance sheet credit instruments include off-balance sheet loan commitments, standby letters of credit, and guarantees.

On the FR Y-9C, a BHC must report its "Allowance for credit losses on off-balance sheet credit exposures" in item 3 of Schedule HC-G, Other Liabilities, *not* as part of its "Allowance for loan and lease losses" in Schedule HC, item 4.c. However, for risk-based capital purposes, the "Allowance for credit losses on off-balance sheet credit exposures" is combined with the "Allowance for loan and lease losses" and the total of these two allowances is included in Tier 2 capital up to a limit of 1.25 percent of a BHC's gross risk-weighted assets. For further information on the inclusion of these allowances in Tier 2 capital, please refer to the instructions for FR Y-9C Schedule HC-R, item 14.

Accelerated Filing Deadline

The acceleration of the filing deadline for top-tier FR Y-9C filers has been approved and will follow the SEC’s phased-in approach by implementing a 40-day deadline in June 2004 and a 35-day deadline in June 2005. The new filing deadlines apply for the March, June, and September report dates. The December filing deadline for top-tier FR Y-9C filers will remain at 45 days after the report date. The 40-day deadline for filing the June 30, 2004 report will be August 9, 2004.

The 35-day deadline is defined as “5 business days after the 30^{th} day after the report date” to allow time for integration of bank data in the event that the 30^{th} day falls on a weekend.

The FR Y-9LP, FR Y-9SP and all lower-tier BHCs that file the FR Y-9C are not subject to the accelerated deadline. The deadline for these reports will remain at 45 days after the report date.

Edit Checklist

The staff of this Bank will monitor whether banking organizations are meeting their basic reporting requirements through the use of “validity edits”. Enclosed are the updates to the monitoring edits. Please note these updates to ensure your institution meets these edit tests. Also, to avoid common reporting errors, we are now providing a list of edit checks which we perform between the FR Y-9LP and FR Y-9C reports. In addition to the validity edits, we also perform quality edit checks. These quality edit checks are available on the Federal Reserve Banks website at www.federalreserve.gov under "Reporting Instructions".

Electronic Submission Option

This Bank offers BHCs the option of submitting their FR Y-11 and FR Y-12 reports electronically. Any BHC interested in submitting these reports electronically should contact Zina Rakhovich at (212) 720-8237 for information concerning the procedures for electronic transmission. BHCs choosing to submit these reports electronically must maintain in their files a signed printout of the data submitted.

In addition, we now offer distribution of this letter, report forms, and instructions via e-mail. If you are interested in receiving this electronically, please fax the attached form to Hilda Hyman at (212) 720-2364.

Website

Report forms and instructions for the FR Y-9C, FR Y-9LP, FR Y-11 and FR Y-12 are also available on the Federal Reserve Board's web site at ***www.federalreserve.gov*** under "Reporting Forms".

Questions regarding these reports should be addressed to Monica Posen at (212) 720-8239. Questions regarding the capital adequacy guidelines should be directed to Dianne Dobbeck in the Policy and Analysis Department at (212) 720-2610.

Sincerely,

-- Sign by --

Kenneth P. Lamar
Vice President
Financial Reports Department

ATTACHMENT 1

Significant Revisions to the FR Y-9C for March 2004:

Report Form and Corresponding Instructions

1. A new item, Schedule HC-M, item 22, was added for “Address (URL) for the reporting BHC’s web page that displays risk disclosures, including those about credit and market risk.” This item is to be reported by bank holding companies with total assets of $30 billion or more.
2. A new item, Schedule HC-R, item 6.b, was added for, “Qualifying trust preferred securities,”. In addition, current item 6, “Qualifying minority interests in consolidated subsidiaries” was renumbered as item 6.a.
3. The caption for “Preferred stock (including related surplus)”, (memoranda item 3) was revised to “Preferred stock (including related surplus) eligible for inclusion in Tier 1 capital:”.
4. “Noncumulative perpetual preferred stock”, (Memoranda item 3.a.(1)) was renumbered to item 3.a. and the caption was revised to “Noncumulative perpetual preferred stock (included and reported in “Total equity capital,” on Schedule HC).”
5. “Cumulative perpetual preferred stock”, (Memoranda item 3.a.(2)) was renumbered to item 3.b and the caption was revised to “Cumulative perpetual preferred stock (included and reported in “Total equity capital,” on Schedule HC).”
6. “Cumulative preferred stock (e.g., trust preferred securities) included and reported in ‘Minority interest in consolidated subsidiaries and similar items,’ on Schedule HC”, (Memoranda item 3.b), was renumbered to memoranda item 3.d. and the caption was revised to “Other cumulative preferred stock eligible for inclusion in Tier 1 capital (e.g., trust preferred securities) (included in Schedule HC, items 20 or 22)”.
7. Added new memoranda item, “Other noncumulative preferred stock eligible for inclusion in Tier 1 capital (e.g., REIT preferred securities) (included in Schedule HC, item 22)”, (memoranda item 3.c).
8. A footnote was added to Schedule HC, item 20 indicating that trust preferred securities (TRUPs) are included in other liabilities.
9. The reporting caption for Schedule HC-C, memoranda item 1 was revised to correct the reference to Schedule HC-N, memoranda item 2, to Schedule HC-N, memoranda item 1.

Instructions

1. The General Instructions were clarified by removing the pooling of interest reference from “Amended Reports”.
2. The instructions for Schedule HI, item 2(d) were revised to clarify how interest on notes payable to unconsolidated special purpose entities that issue TRUPs should be reported.
3. The instructions for Schedule HI, item 5(h)(1) were revised to clarify premiums transferred and to reference the Glossary entry on “Insurance Premiums”.
4. The instructions for Schedule HC, item 8 were revised to clarify that investments in unconsolidated special purpose entities issuing TRUPs are included.
5. The instructions for Schedule HC, items 19 and 22 were revised to indicate that TRUPs of consolidated special purpose entities, or notes payable to unconsolidated special purpose entities issuing TRUPs, are to be reported as other liabilities and not as subordinated notes and debentures or as minority interest.
6. The instructions for Schedule HC-G, item 4 were revised to indicate that TRUPs of consolidated special purpose entities, or notes payable to unconsolidated special purpose entities issuing TRUPs, are to be reported as other liabilities.
7. The instructions for Schedule HC-R, Examples, were revised to reference new item 6.b, and to indicate that for BHCs that have deconsolidated special purpose entities issuing TRUPs, the term TRUPs then refers to the amount of notes payable the unconsolidated subsidiary, net of their investment in the subsidiary.
8. In line with changes stated above, the Glossary for “Insurance Commissions,” “Insurance Premiums” and “Trust Preferred Securities Issued” were revised.

Revisions to the FR Y-11/S for March 2004

Instructions

The instructions for Memoranda Schedule BS-M were clarified to indicate that memoranda items 1 through 3 and 5 through 7 exclude balances due from related institutions and items 9 through 11 exclude balances due to related institutions.

Attachment 2

Reporting of BOLI and Deferred Compensation Agreements

The table below sets forth the appropriate reporting of BOLI in the FR Y-9C report.

Y-9C Item	Amount to Report
Schedule HC, Item 11, “Other assets,” and Schedule HC-F, Item 5, “All other assets”	Include the amount that could be realized under BOLI policies as of the report date.
Schedule HC-F, Item 5.a, “Cash surrender value of life insurance”	Include the amount that could be realized under BOLI policies as of the report date if such amount exceeds 25% of the total of “All other assets” reported in Schedule HC-F, Item 5.
Schedule HI, Item 5.l, “Other noninterest income”	Include the net change in the cash surrender value of BOLI policies. [1]
Schedule HI-E, Memoranda item 6.b, “Earnings on/increase in value of cash surrender value of life insurance”	Include the net change in the cash surrender value of BOLI policies if such amount is greater than 1% of the sum of total interest income and total noninterest income.
Schedule HI, Item 7.d, “Other noninterest expense”	Include the BOLI expenses for policies in which the institution is the beneficiary.[2]
Schedule HI-E, Item 2.h, “Other noninterest expense”	Include the BOLI expenses for policies in which the institution is the beneficiary if such amount is greater than 1% of the sum of total interest income and total noninterest income.

[1] For the FR Y-9C, the net earnings (losses) on or the net increases (decreases) in the cash surrender value may be reported. Alternatively, the gross earnings (losses) on or increases (decreases) in value may be reported in Schedule HI, Item 5.l, and the BOLI policy expenses may be reported in Schedule HI, Item 7.d.

[2] Applicable for the FR Y-9C report only if institutions report the gross earnings (losses) on or increases (decreases) in the cash surrender value in FR Y-9 Schedule HI, Item 5.l.

Attachment 3

The table below sets forth the appropriate reporting of deferred compensation agreements in the FR Y-9C report.

FR Y-9C Item	Amount to Report
Schedule HC, Item 20, “Other liabilities,” and Schedule HC-G, Item 4, “All other liabilities”	Include the amount of deferred compensation liabilities.
Schedule HI, Item 7.a, “Salaries and employee benefits”	Include the annual compensation expense (service component and interest component) related to deferred compensation agreements.