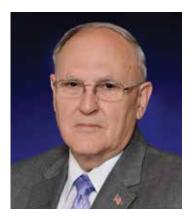
ANNUAL REPORT 2017 Weigene for U.



Message from the Chairman



I would like to begin by thanking you, our members, for choosing APGFCU to be your primary financial institution, whether you perform your transactions electronically, by telephone, or in person at a branch. built in Aberdeen last summer. APGFCU was a founding member of this Habitat chapter and continues to support its operations. In addition, we were the founding sponsor of Aberdeen Proving Ground's Centennial Celebration, which included events and activities throughout the year. It will also help fund the planned APG Discovery Center, which will tell the stories of the region's rich technology heritage to inspire education and innovation in Science, Technology, Engineering and Math (STEM) for learners of all ages. We are very proud of our roots at APG. As it has grown, so have we.

Over the past year, we added new products and made infrastructure improvements to better serve your needs. These included:

- A new Cash Back Visa[®] credit card, which earns 1.5% on net purchases.
- Jumbo mortgages for loan amounts above Fannie Mae loan limits.
- Providing the ability to select or change card personal identification numbers (PINs) by phone.

We had significant opportunities to give back to our members in 2017 by increasing our dividend rates on regular share and money market accounts. These increases were made in advance of competitors, in the cooperative spirit of maximizing value to our members. We also offered several certificate specials throughout the year, in which members invested \$58.8 million.

We continued to sponsor many community activities, which are detailed later in this report. I had the honor of attending the dedication of the 100th Habitat for Humanity Susquehanna home, "Remember, credit unions are 'Not for profit, not for charity, but for service.' This is our commitment."

I would be remiss if I didn't mention our rebranding effort. APGFCU still stands for "Aberdeen Proving Ground Federal Credit Union." However, we are accentuating three things we strive to help our members do each and every day: "Achieve. Prosper. Grow." We still have the same origin, history, and member service. Our focus remains on you. Remember, credit unions are "Not for profit, not for charity, but for service." This is our commitment.

The past year's accomplishments were achieved while exercising prudent financial and risk management. This was evidenced by another successful annual examination by the National Credit Union Association, and in the independent audit report by Doeren Mayhew.

With the 2018 board election cycle, we are reducing the number of directors on the board from 11 to nine. I would like to thank two volunteers who are completing their elected terms of service as we implement this change. John Blomquist has served for 25 years, including three years as chairman, nine years as vice chairman and one year each as treasurer and secretary. Joseph Traino, III, LTC (U.S. Army, Ret.) has served for 26 years, including two as treasurer and one as secretary.

I would also like to thank our President/CEO Don W. Lewis for his leadership and management of our 307 employees, which allowed us to have such an excellent financial year for 2017, our 79th year of operations.

Our management and staff solve problems every day to keep our 125,000+ members happy. Whether you are opening an account, investing in a money market or certificate, purchasing an automobile, obtaining a mortgage for a new home, planning a vacation or preparing for a major life event, APGFCU is here for you.

Bany D. Dechu

Barry D. Decker, CSM (Ret.) Chairman, Board of Directors

Message from the CEO

In 1938, 54 workers from Aberdeen Proving Ground laid the foundation for our credit union when they pledged their first \$5 share, for a grand total of \$270. That foundation was based upon a simple concept: People Helping People. The country was recovering from the Great Depression, and the idea that people with a common bond could pool their resources to help one another was powerful. That concept is the foundation upon which we continue to build, both now and for future generations.

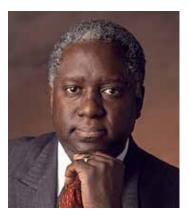
APGFCU is in a season of expansion, adding structures and products to help more people, as we pursue our vision of serving one out of every two households in Harford and Cecil counties. Opportunities opened up in the latter part of 2017, which will allow us to build our branch network in Chesapeake City, Cecil County, and Riverside/ Belcamp, Harford County. Both are locations that a large, regional bank closed in 2017. This had a tremendous impact on the community, particularly in Chesapeake City, where the branch that closed was the only financial institution in the area. APGFCU heard the outcry and is answering the call by bringing the credit union solution to the people of this community.

We also continue to build in the area of financial education. Imparting the knowledge necessary to help people improve their financial well-being is at the core of what we do. Since 2003, our financial education department has been dedicated to providing financial literacy to people of all stages and walks of life. We partner with schools and government agencies, community organizations, as well as the faith-based community, to quench the thirst so many people have for financial knowledge. We connect people to the information and answers they seek to help build wealth. For some, that may be securing a reliable vehicle to allow them to commute to and from work each day. For others, it may be financing a home in which to raise a family. For still others, it may be paying down debt or saving for retirement. No matter what the financial need, we are here to provide the tools and resources to help.

> "...we are well poised to continue building upon our People Helping People foundation, serving the community's needs for generations."

At the end of 2017, we entered into a unique partnership with Cecil College, which will allow us to expand our financial literacy outreach. The partnership will include a collegiate branch to serve the college community, create opportunities for paid student internships, and integrate financial education into the curriculum of all new, incoming students. The concept of this collegiate branch was built upon our existing student-run high school branch at the Academy of Finance in Edgewood High School. These student branches add a new dimension to financial education by bringing learning to life through real-world experience.

Through this model, and all of our financial education efforts in classrooms throughout Harford and Cecil counties, we are laying a solid foundation upon which young people can build a successful financial future.



From our humble beginnings, APGFCU has grown to serve more than 125,000 members, with \$1.2 billion in assets and 11 full-service branches. With a refreshed brand, new product offerings and three new branches scheduled to open during the first half of 2018, we are well poised to continue building upon our People Helping People foundation, serving the community's needs for generations.

Don W. Lewis President/CEO

have plans to be made.
have goals to be met.
have dreams to be lived.

- want a partner you can trust.
- **û** want an ally who puts people before profits.

want personal connections, not just transactions.



- **û** deserve guidance that helps you achieve.
- **û** deserve tools that help you prosper.
- **û** deserve every opportunity to grow.

û belong here.



Helping members achieve, prosper, and grow.

On September 25, 2017, we unveiled the refreshed APGFCU brand with a design that both honors our roots and represents our ongoing commitment to Harford and Cecil counties. While we have updated our look, our mission, values and member focus remain the same.

Our commitment to you is the foundation of our new logo tagline: "Achieve. Prosper. Grow." We selected action words that are at the heart of our mission to help members build wealth, which in turn, builds stronger families for a stronger community. We are here to help people achieve financial success and prosper for a sustainable, healthy financial future. We are also here to help our members and our communities to grow, not only in wealth, but also in financial knowledge, and to pass that knowledge on to future generations.

In 2017, APGFCU's continued dedication showed the many ways "We're for \widehat{U} ."

- Members received more than \$308,000 in additional dividends as a result of our decision to proactively raise regular share rates ahead of all competitors in the spirit of giving back to members.
- \$2.7 million in member deposits were saved from Maryland escheatment as staff continued to search out and locate members in an effort to save their funds from being forwarded to the state.
- 144 new members received \$28,800 in new checking account incentives and the credit union provided more than \$30,000 in matching opening deposits through our Youth Match programs.
- Over 1,000 members were able to obtain \$11.7 million in Credit Builder loans with affordable rates significantly lower than those available with other lenders.



Chief Marketing Officer Brian Wilcox revealed the new logo at the APGFCU Edgewood Branch.

Financial Education

Supporting achievement

APGFCU continued to expand delivery of our financial empowerment message as a foundation for wealth building. Our financial education team was again recognized by the Maryland Business Roundtable for Education (MBRT) as one of the state's top financial education presenters. In total, our team delivered 328 youth sessions in Harford and Cecil counties, reaching over 4,900 students.

Our new partnership with Cecil College includes: the opening of a collegiate branch on the North East campus in the summer of 2018; a gift of \$25,000 to establish an endowed scholarship for residents of Cecil or Harford Counties with priority given to students pursuing programs in business, finance or continuing education certification; and an additional \$25,000 to underwrite the First Year Experience course, which focuses on four habits for academic success – time management, health and wellness, personal safety, and financial literacy.

2017 Scholars

Pictured left to right, top to bottom: Jack Ernest Glock, Loyola Blakefield Bronwyn Bare, North East High School Melissa Baum, Bel Air High School Sydney Adele Crofton, Fallston High School Zachary William DeLuise, Bel Air High School Tyra Lindblad, Fallston High School Amanda Nicole Dorsey, Edgewood High School Anna Gamble, North East High School Kenneth Sumpter, Jr., Havre de Grace High School Taira Baldauf, Aberdeen High School Kayla Ellis Gorrell, North Harford High School Kameron Holt, Bel Air High School Joshua Keith Jasmin, Newark High School Rachel Elise Donohue, Fallston High School Mary Olsen, The John Carroll School Hana G. Streibich, Patterson Mill High School Veronica Woodring, Catholic High School of Baltimore Not pictured:

Madison Webb, Rising Sun High School Tiffany Gertz, Bel Air High School Natalie Catherine Gorham, Harford Technical High School



Twenty-nine APGFCU members applied to the Maryland Credit Union Foundation's scholarship contest, which was one of the highest participation rates in the state. Financial Education Director Liz Leoni-Monti presented the award to member Emily Dietz, who won the overall essay competition and received the \$1,000 scholarship.



Representing high schools from across Harford and Cecil counties, each member of the 2017 APGFCU Scholarship class received a \$1,000 scholarship.



Our Mission

Our mission is to empower our member-owners to use and control their own money to improve their economic and social conditions. We encourage thrift among our member-owners and create a source of credit at a fair rate of interest by operating our not-forprofit credit union as a democratic, membership-driven cooperative.

Our Values

Our reputation for quality service is based on our commitment to you, our member-owners. Your unique needs play a key role in every decision we make. The credit union spirit lives in our values and these values guide us in everything we do.

Our Members Come First

- We embrace change and evolve minute by minute because it benefits our members.
- We improve the quality of our members' lives.
- We provide quality service that exceeds our members' expectations.
- We employ, train and develop credit unionists from the best and brightest the market can supply.
- We are a credit union movement leader.

Building Prosperity

In addition to our strong member commitment and financial education focus, APGFCU is also an engaged partner in our communities. We support a wide range of deserving organizations through employee volunteerism, nonprofit board membership, philanthropic grants and community activity sponsorships.

APGFCU's Community Involvement Committee donated \$116,500 to nonprofit organizations throughout Harford and Cecil counties in 2017. The credit union also sponsored 142 local community events and made leadership contributions to initiatives such as our "founder" level sponsorship for the Aberdeen Proving Ground Centennial Celebration and new Discovery Center, and our two-year presenting sponsorship for the ARC Northern Chesapeake Region's principal fundraiser.



Helping Habitat for Humanity

Habitat for Humanity Susquehanna Executive Director Karen Blandford accepted APGFCU's \$5,000 contribution from board members Antha Edwards, Paul Eikenberg, Wayne Taylor and Chairman Barry Decker. For more than 20 years, APGFCU has proudly supported the organization and last May we were recognized as a founding sponsor during the Habitat for Humanity 100th House Dedication.



Edgewood High School Academy of Finance Ram Branch

The 2016 - 2017 school year marked the sixth year of our Academy of Finance (AoF) Ram Branch operations at Edgewood High School. In October, the Ram Branch celebrated a grand re-opening, unveiling the new APGFCU logo and introducing the new AoF Director, Austin Hill.

Strengthening Communities

APGFCU is a supporting partner of a number of initiatives in Harford & Cecil counties

Aberdeen Chamber of Commerce Aberdeen Fire Department Aberdeen Golden Age Club Aberdeen Room Archives & Museum Abingdon Elks Abingdon Fire Company Addiction Connections Resource Al Cesky Scholarship Fund Albert P. Close Foundation American Association of University Women American Cancer Society - Relay for Life American Red Cross (Cecil & Harford) Anna's House APG Centennial Celebration and **Discovery** Center APG Civilian & Military Spouses Club APG Morale. Welfare & Recreation APG Police APG Retiree Council Army Alliance Army One Source Association of the United States Army ATHENA Award (Harford) Bel Air Downtown Alliance Bel Air Kite Festival Bel Air Volunteer Fire Company Boys and Girls Clubs (Cecil & Harford) Business and Education Advisory Council (BEPAC) CASA - Court Appointed Special Advocates for Children Cecil & Harford County Departments of Social Services "Ready by 21" initiative Cecil College Cecil College Foundation Cecil County Arts Foundation Cecil County Chamber of Commerce Cecil County Commission on Aging Foundation

Cecil County Farm Fair Cecil County Office of Economic Development Cecil County Parks and Recreation Cecil County Public Library Cecil County Public Schools Cell Phones for Soldiers Chesapeake Science & Security Corridor Sponsorship Chesapeake Support Our Heroes Children's Miracle Network Cherry Blossom Run Cody Richardson Memorial Scholarship Foundation Credit Union House Edgewood Community Support Center Edgewood High School Elkton Chamber & Alliance Elkton Rotary Club Empty Stocking Fund Extreme Family Outreach Fallston Volunteer Fire Company Family & Children's Services Good Cause, Harford County Good Neighbor Energy Fund, Cecil County Greater Bel Air Community Foundation Habitat for Humanity Susquehanna Harford Business Roundtable for Education Harford Center Harford Chabad, Bel Air Harford Community Action Agency Harford Community College Harford Community College Accounting Advisory Committee Harford County Association of Realtors Harford County Chamber of Commerce Harford County Commission on Disabilities

Harford County Education Foundation Harford County Office on Aging Harford County Public Library Foundation Harford County Public Schools Harford County Sheriff's Foundation Harford Family House Harford Land Trust Harford Leadership Academy Harford's Most Beautiful People Haven House Havre de Grace Chamber of Commerce Havre de Grace Decoy Museum Havre de Grace Lions Club Havre de Grace Opera House Healthy Harford Homecoming Project, Inc. Hosanna Community House Humane Society of Harford County Inner County Outreach John Carroll School Joppa Magnolia Volunteer Fire Company Ladew Gardens Linking All So Others Succeed - LASOS Lutheran Mission Society of MD Marines Helping Marines Marriage Works of Harford County Martha Mason Hill Foundation Maryland Business Roundtable Maryland Coalition for Financial Literacy Marvland Council for Economic Education Maryland State Department of Education Mason Dixon Community Services Meals on Wheels of Central MD

(Cecil & Harford) Meeting Ground, Elkton MLK Harford Humanitarian Awards NAACP, Cecil County Branch

National Credit Union Foundation Hurricane Relief North East Chamber of Commerce North East Fire Company Northeastern Maryland Technology Council (NEMTC) Northern Chesapeake Hospice (Cecil) Rising Sun Health Fair Rising Sun SunFest Rotary Club of Aberdeen Rotary Club of North East Route 40 Business Association Salute to Cecil County Veterans Salvation Army (Cecil & Harford) SARC Senior Science Society Foundation Singerly Fire Company Special Olympics Maryland (Cecil & Harford) Steppingstone Museum Susquehanna Hose Company Tabitha's House The ARC Northern Chesapeake Region The Highlands School Foundation The Sharing Table Toys for Tots Union Hospital Foundation Upper Bay Counseling Support Services Upper Chesapeake Hospital Foundation Welcome One Emergency Shelter Women in Defense Y of Central Maryland (Harford) YMCA (Cecil) Youth & Family Resource Festival Youth Empowerment Source

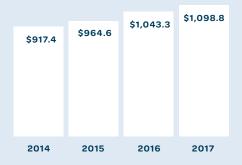
ASSETS (\$ IN MILLIONS)



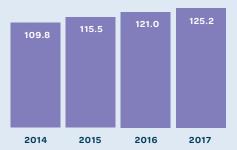
NET LOANS (\$ IN MILLIONS)



SHARES (\$ IN MILLIONS)



MEMBERS (THOUSANDS)



Supervisory Committee Report

Our credit union's Supervisory Committee is responsible for ensuring the effectiveness of internal checks and balances, such as the system of internal controls, adherence to established policies and procedures, and the overall safety and soundness of our credit union. By the Federal Credit Union Act, the Supervisory Committee is responsible for the annual external audit and the review and verification of member accounts.

The Supervisory Committee assures that the credit union is healthy in all areas for which it has responsibility. An annual audit and all the work associated with it was conducted by our accounting firm, Doeren Mayhew.

Based on their report, the Supervisory Committee of APGFCU deems our credit union healthy and financially sound. The financial report as printed in this annual report is extracted from the audited financial statements.

The financial statements in the report reflect the financial condition of the credit union.

STATEMENTS OF FINANCIAL CONDITION

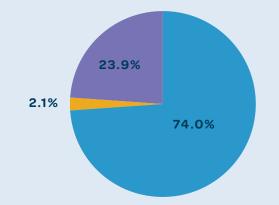
	AS OF DECEMBER 31,	
ASSETS	2017	2016
Cash	\$ 8,046,802	\$ 7,313,794
Investments:		
Overnight investments	82,083,334	83,326,838
Available-for-sale	35,061,299	49,518,300
Held-to-maturity	9,484	14,806
Certificates of deposit	8,080,000	-
Other investments	4,183,204	4,373,502
Loans held for sale	687,750	1,369,300
Loans to members, net	1,052,306,980	975,901,188
Accrued interest receivable	2,447,534	2,222,470
Property and equipment, net	24,246,529	24,660,223
Other assets	13,122,161	12,875,128
NCUSIF deposit	10,714,477	9,931,379
Total assets	\$1,240,989,554	\$ 1,171,506,928

	AS OF DECEMBER 31,	
LIABILITIES AND MEMBERS' EQUITY	2017	2016
LIABILITIES:		
Members' shares and		
savings accounts	\$1,098,767,642	\$1,043,258,657
Accrued expenses and		
other liabilities	38,244,353	32,775,740
Total liabilities	1,137,011,995	1,076,034,397
MEMBERS' EQUITY:		
Regular reserve	5,856,920	5,856,920
Appropriated undivided		
earnings	-	107,015,289
Undivided earnings	116,479,688	100
Accumulated other		
comprehensive loss	(18,359,049)) (17,399,778)
Total members' equity	103,977,559	95,472,531
Total liabilities and		
members' equity	\$1,240,989,554	\$1,171,506,928

To receive a copy of the audited financial reports, please call 410-272-4000 and ask for the Marketing Department.

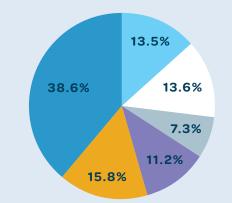
STATEMENTS OF COMPREHENSIVE INCOME

	FOR THE YEARS ENDED DECEMBER 31,	
INTEREST INCOME:	2017 2016	
Loans to members	\$ 51,981,094 \$ 47,566,378	
Investments and cash equivalents	1,456,918 1,026,560	
Total interest income	53,438,012 48,592,938	
INTEREST EXPENSE:		
Dividends on members' shares and savings accounts	5,128,757 4,839,980	
	48,309,255 43,752,958	
PROVISION FOR LOAN LOSSES	9,522,074 7,140,156	
Net interest income after provision for loan losses		
Net interest income after provision for loan osses		
NON-INTEREST INCOME:		
Interchange income	7,530,708 6,890,540	
Fees and charges	5,926,619 5,988,132	
Other non-interest income	2,656,602 2,921,113	
Net gain on sales of loans	635,966 717,635	
Total non-interest income	16,749,895 16,517,420	
	55,537,076 53,130,222	
NON-INTEREST EXPENSE:		
Compensation and benefits:		
Executive / senior management	6,441,681 6,128,698	
Other employees	20,664,271 19,522,840	
Office operating costs	5,517,522 5,200,970	
Loan servicing expenses	3,619,463 3,292,537	
Professional services	4,714,155 4,663,059	
Occupancy expense	2,350,510 2,437,257	
Promotional expenses	1,735,245 1,795,762	
Other expenses	1,029,930 938,203	
Total non-interest expense	46,072,777 43,979,326	
Net income	<u>\$ 9,464,299</u> <u>\$ 9,150,896</u>	
OTHER COMPREHENSIVE LOSS:		
Unrealized gains on investments		
classified as available-for-sale	83,628 120,058	
Net loss in defined benefit obligations	(1,042,899) $(1,586,610)$	
Other comprehensive loss	$\frac{(959,271)}{(1,466,552)}$	
Comprehensive income	<u>\$ 8,505,028</u> <u>\$ 7,684,344</u>	



SOURCES OF INCOME

TOTAL	\$ 70,187,907
Other	16,749,895
Interest on investments	1,456,918
Interest on loans	\$ 51,981,094



DISTRIBUTION OF INCOME

TOTAL	\$70,187,907
Salaries and benefits	27,105,952
Other expenses	11,098,793
Office and occupancy	7,868,032
Dividends	5,128,757
Provision for loan losses	9,522,074
Reserves	\$ 9,464,299



APGFCU is a financial cooperative with one mission: to help our members build their wealth. We know that as wealth builds, dreams become reality. Whether it's purchasing a family home, paying for a child's tuition or simply saving for a rainy day, we are here to help our members reach their goals. Celebrate with us the drive to achieve and the freedom to dream.



APGFCU Night at the Ironbirds

Representatives from the winning baseball and softball teams competing in the 2017 APGFCU Community Invitational were recognized on the field prior to the game, and they later ceremoniously "started" the fireworks.



Tribute to Harford and Cecil Counties

This year's APGFCU calendar featured stunning photographs taken across Cecil and Harford counties by our member and up-and-coming local photographer, Walter Dorsett. Members and residents turned out for APGFCU-hosted calendar signings to meet the popular young artist and long-time resident of North East, Maryland.



Thanks for a Billion in Loans

APGFCU achieved a major milestone in May of 2017 – we exceeded the \$1 billion mark in total loans. As a credit union dedicated to helping members achieve their financial goals, loans make up the largest percentage of our assets. To say, "Thanks a Billion," we celebrated by providing complimentary soft-serve ice cream, sundaes and milkshakes to members.

Volunteers and Management

Building strong leadership



Board of Directors

Barry D. Decker, CSM (Ret.) Chairman Paul D. Eikenberg Vice Chairman

Michael L. Dixon, LTC (Ret.) Secretary

Donald J. Burnett, COL (Ret.) Treasurer

Assistant Treasurer Charles N. Alston, Sr. John A. Blomquist Antha W. Edwards Windsor L. Jones Sandra J. Sasser Joseph A. Traino, III, LTC (Ret.)

Wayne G. Taylor

David H. Gilbert Director Emeritus Emanuel C. Hatton Associate Director







Executive Management

Don W. Lewis President/CEO Carol L. McBrien Executive Vice President

Wayne A. Beall Chief Information Officer

Charles E. Kelly Chief Financial Officer Susan M. Kemen

Chief Operations Officer

Genene E. LaCour Chief Administration Officer

Scott T. Weaver Chief Lending Officer

Brian E. Wilcox Chief Marketing Officer

Josalyn S. Gregory Senior Executive Assistant to the President/CEO Supervisory Committee

Marjorie E. Warfield Chair Alexander P. Williams Secretary Charles C. Gibson Michelle L. Lafalaise John J. Salser B. Daniel DeMarinis Alternate

Other Volunteers

Christine T. Chambliss Doris B. Drennen Clinton Edmonds, Jr. Delores Gilliam Sara Jane Gove Dee N. Layman Nancy F. Regan Cheryl D. Rice

Vice Presidents

Amber N. Askew Vice President - Accounting/ Controller

Elizabeth Bayer Vice President - Internal Audit

Margaret M. Combs Vice President - Project Management and Business Applications Mark L. Cowley Vice President - Fraud & Security

Joelle C.S. Hash Vice President - Branch Operations

Sharon E. Hudler Vice President - Operations

Lillian S. Kilroy Vice President - Marketing **Barbara A. Lawson** Vice President - Remote Services

Robyn M. Mannone Vice President - Retail Lending

Lisa A. Martin Vice President - Compliance

Paul A. Slaby Vice President - Finance Daniel P. Wetzel Vice President - Mortgage Lending

Our Family of Branches to Serve You

Serving everyone who lives, works, worships, volunteers or attends school in Harford or Cecil counties in Maryland.



Aberdeen 996 Beards Hill Road



Aberdeen Proving Ground 2402 Chesapeake Avenue



Amyclae in Bel Air 1200-A Agora Drive



Bel Air 321 S. Main Street



Edgewood 1321 E. Pulaski Highway



Elkton 1204 E. Pulaski Highway



Fallston 210 Mountain Road



Forest Hill 2010 Rock Spring Road



Havre de Grace 1045 W. Pulaski Highway



Laurel Bush in Bel Air 2113 Laurel Bush Road



North East 2011 W. Pulaski Highway



Home Loan Center in Bel Air 321 S. Main Street

Mailing Address

PO Box 1176 Aberdeen MD 21001-6176 410-272-4000 | apgfcu.com

Federally insured by NCUA

My Loan Center & ATM 223-D E. Main Street | Rising Sun, MD 21911 43,000 Free ATMs

Visit apgfcu.com/locations

