



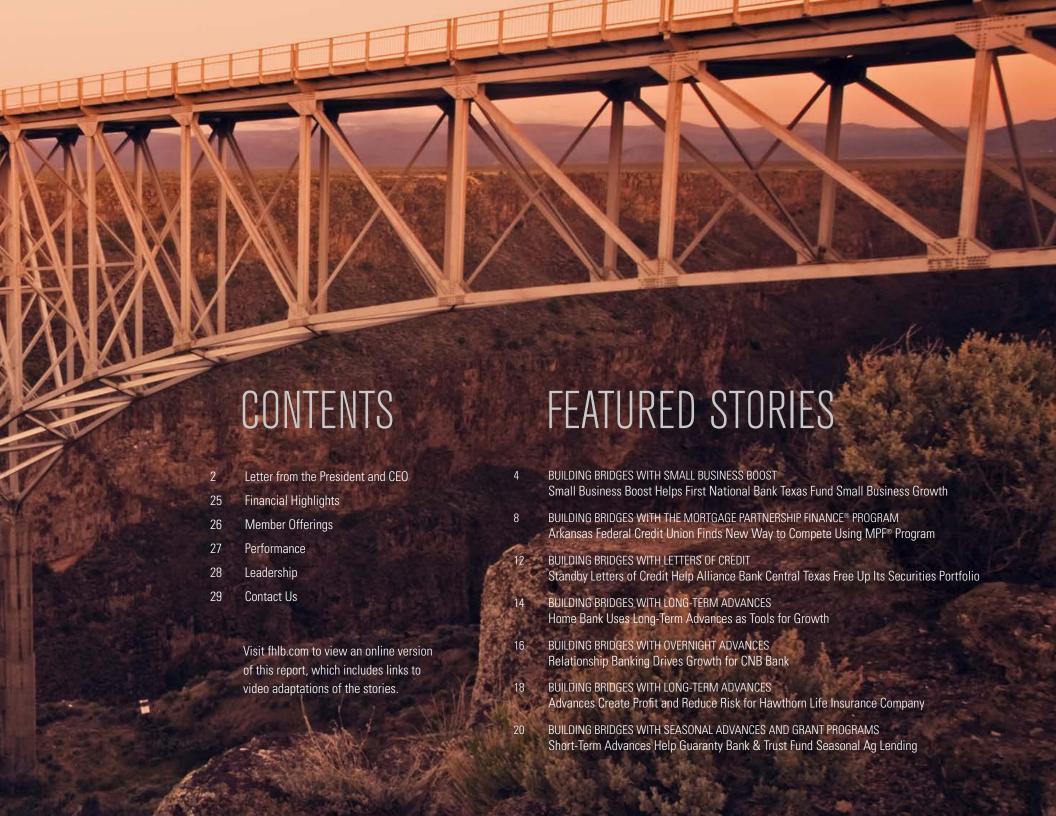
ANNUAL REPORT 2019



Member driven. Community focused.









# BUILDING BRIDGES

We chose *Building Bridges* as the theme for the 2019 annual report because we think it provides a great framework to discuss what lies ahead for the Federal Home Loan Bank of Dallas (FHLB Dallas) and for you, our members. We chose the theme long before the COVID-19 pandemic, but we think it is even more appropriate now. During times like these, we all tend to fall back on what we can rely on and who we can rely on. That's what bridges between people and organizations are all about.

At FHLB Dallas, we understand the importance of our relationship with you. We will never stop doing all we can to ensure the bridges we have built with you and, in turn, those you have built with your customers, remain as strong as possible.

Throughout the industry, financial institutions are intently focused on building bridges with their customers. In this annual report, that theme comes through loud and clear. Whether it's Arkansas Federal Credit Union using the Mortgage Partnership Finance® (MPF®) Program to provide better mortgage pricing to homebuyers, or Home Bank using long-term advances to grow through acquisitions, or Guaranty Bank & Trust using short-term advances as liquidity to fund seasonal loans, the financial institutions we feature in this report are leveraging FHLB Dallas products to build better and more enduring relationships with their customers.

#### A Look at 2019

In 2019, we launched technology enhancements to serve you better, which included a new collateral file upload process, a new blanket lien worksheet and a new letter of credit (LOC) system. And we also launched a new portal for submitting funding requests for Special Needs Assistance Program (SNAP) and Homebuyer Equity Leverage Partnership (HELP) grants to go with the existing portal for Affordable Housing Program (AHP) requests. In addition, we continue to work, along with the other FHLBanks, to begin accepting eNotes as collateral by the end of 2020. These promissory notes are originated, signed and stored electronically.

All these changes are designed to make your transactions easier.

We are also working diligently toward developing new Secured Overnight Financing Rate (SOFR)-linked products as the London Interbank Offered Rate (LIBOR) is phased out. In fact, we already offer an overnight SOFR-linked advance. We will keep you apprised of developments in the transition to SOFR as the year progresses.

In 2019, FHLB Dallas continued to grow in a number of critical areas – LOCs, mortgage loans held for portfolio, earnings, retained earnings and dividend payments. On a percentage basis, our on-balance-sheet loan program (MPF) continued to grow at a faster rate than any other product. Since resuming the purchase of mortgage loans from our members in 2016, the portfolio has grown from \$55 million at year-end 2015 to \$4.1 billion at year-end 2019, which is nearly twice the \$2.2 billion total at year-end 2018.

FHLB Dallas ended 2019 with total assets of \$75.4 billion compared to \$72.8 billion at the end of 2018. The \$2.6 billion increase in total assets was primarily due to increases in FHLB Dallas' short-term liquidity portfolio.

FHLB Dallas' net income for 2019 increased by \$28.5 million to \$227.3 million, which represented a return on average capital stock of 8.90 percent. By comparison, FHLB Dallas posted \$198.8 million in net income in 2018, which represented a return on average capital stock of 7.86 percent. In 2019, FHLB Dallas paid dividends totaling \$75.9 million, which, based on the applicable average capital stock balances, equated to an overall blended rate of 2.95 percent for the year.

#### Looking Ahead

As we contemplate the remainder of 2020, I want to assure you that we are doing all we can to address the impact of the COVID-19 pandemic. That includes caring for the health and safety of our employees so we can continue to offer the products and services you rely on. Our promise to you is that we will be there for you and your customers, providing the liquidity you need now and in the future. The bridges we have built are as rock solid today as they've always been. You can rely on that. You can rely on the Federal Home Loan Bank of Dallas.

Sincerely,

Sanjay K. Bhasin

President and Chief Executive Officer





# BUILDING BRIDGES WITH SMALL BUSINESS BOOST

# Small Business Boost Helps First National Bank Texas Fund Small Business Growth

When a small business owner in Killeen, Texas, approached First National Bank Texas (FNB Texas) for a loan to expand his auto repair shop, the bank noted the business owner's strong financials but also an insufficient down payment.

Mechanic Geovani Irizarry had spent a year saving for

Mechanic Geovani Irizarry had spent a year saving for a down payment, but the property appraisal put a wrench in his plans, and left him short of the money he needed to build his new garage.

Then a new option opened for him. The Federal Home Loan Bank of Dallas (FHLB Dallas) Small Business Boost (SBB) program enabled FNB Texas to make the numbers work. Before long, Mr. Irizarry was buying land and building a new brake and alignment shop in Killeen.

"If I didn't get the Small Business Boost loan, it would have been hard to build this building," Mr. Irizarry said. "I didn't have all the money to make it happen. It would have been very difficult without this help."

SBB is a community investment program offered by FHLB Dallas to help participating members provide financing for qualified small businesses. SBB funds are provided as a secondary, unsecured loan that provides an additional capital boost when the small business does not have the required equity or collateral to get the loan request fully funded.

"Many times, small business owners are looking to grow and acquire additional assets. But they need capital to do that, and maintaining working capital can be difficult," said Jesse Bro, senior vice president of SBA Lending at

SMALL BUSINESS BOOST REPAYMENT			
YEAR	SMALL BUSINESS	MEMBER	FHLB DALLAS
1	None	None	None
2	Principal + up to 3% interest	Principal + up to 3% interest	Principal only
3	Principal + up to 6% interest	Principal + up to 6% interest	Principal + 3% interest



"We are excited about the SBB and have been able to utilize it to help some of our customers achieve things they could not have achieved without the flexible and innovative programs that the Federal Home Loan Bank of Dallas offers."

# **Bobby Hoxworth**

President and CEO First National Bank Texas





FNB Texas. "They need to preserve working capital to keep their businesses running. So the Small Business Boost is a great way to give them the opportunity to acquire those additional assets."

#### **Key Benefits of SBB**

A key benefit of the SBB is that repayment of the SBB loan is not required in the first year. This improves initial cash flow for the small businesses participating in the program.

In 2019, FNB Texas provided four SBB loans. Besides the loan that helped Mr. Irizarry build his new mechanic's shop, the bank provided SBB loans for the construction and acquisition of a paint fabrication shop, a doughnut franchise and a tattoo parlor.

FNB Texas has also used FHLB Dallas' other programs and services.

"The Federal Home Loan Bank is a great partner," said FNB Texas President and CEO Bobby Hoxworth, "whether that's through bank advances to smooth out liquidity or through unique programs such as the SBB. We are excited about the SBB and have been able to utilize it to help some of our customers achieve things that they could not have achieved without the flexible and innovative programs that the Federal Home Loan Bank of Dallas offers."

# **Storied History**

FNB Texas, formerly known as First National Bank of Killeen, was founded in 1901 in a hardware store in Killeen, a fitting place considering the bank's commitment to help local small business customers grow and prosper. Today, as the largest bank in Bell County, Texas, FNB Texas boasts locations spanning four states (Arkansas, Texas, New Mexico and Arizona) and counts more than 12,000 small businesses in Central Texas among its customers.

Mr. Hoxworth said the FHLB Dallas SBB initiative gets at the heart of what community banking is all about, helping locally run businesses that make small cities a great place to live.

"It really has been about making the community stronger by being a strong bank that is a partner to our businesses – particularly the small businesses that make



"One of the really satisfying things about being a loan officer is that we are able to help people; we are the enablers."

#### Joe Burnett

Executive Vice President, Commercial Lending FNB Texas

our communities and America work," he said.

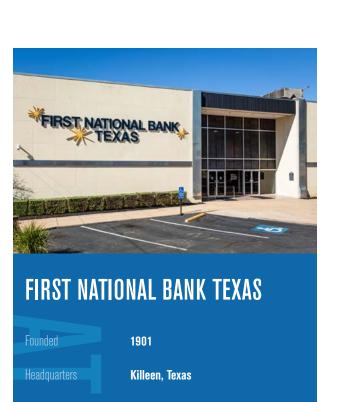
In Killeen, many of the locally owned businesses, including Mr. Irizarry's Alignment & Brakes Specialist shop, cater to members of the armed forces or to the civilians who work at nearby Fort Hood. Fort Hood is the world's largest active-duty armored military post in the world – home to about 40,000 military personnel. It is a massive economic engine for the region.

Before the post was established in the 1940s, Killeen was a rural farming town. Families still farm in the region and come to FNB Texas for their banking needs.

"One of the really satisfying things about being a loan officer is that we are able to help people; we are the enablers," said Joe Burnett, executive vice president of commercial lending at FNB Texas.

The SBB is one of the more recent FHLB Dallas initiatives that is helping FNB Texas do just that.

"While Mr. Irizarry didn't grow up in Texas, he was able to come to Killeen, and in six years, he created a business that employs three people. He intends to employ more in the future," Mr. Burnett said. "That is why I'm a banker and why I enjoy being a lender and helping our community grow."



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Total Assets \$2.2 billion\*

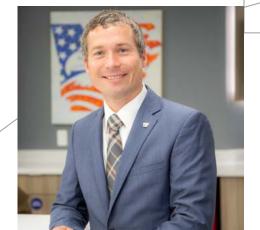
Total Deposits

\$1.7 billion

328

\*Source: FDIC, as of December 31, 2019





# BUILDING BRIDGES WITH THE MORTGAGE PARTNERSHIP FINANCE® PROGRAM

# Arkansas Federal Credit Union Finds New Way to Compete Using MPF® Program

has always tried to offer its members only the best products and service. With the MPF Program from the Federal Home Loan Bank of Dallas (FHLB Dallas), it was able to put the best mortgage interest rates within reach of its members.

The MPF Program helped Arkansas Federal level the playing field when competing with larger institutions for mortgage business.

Before the MPF Program, the credit upion's primary.

rkansas Federal Credit Union (Arkansas Federal)

Before the MPF Program, the credit union's primary outlets for loans were private investors or government-sponsored enterprises like the Federal National Mortgage Association (Fannie Mae).

"We really weren't getting the pricing that would give us an advantage over the larger banks that benefit from efficiencies of volume," said Brandon Webb, vice president/mortgage for Arkansas Federal.

Selling loans via the MPF Program gave the credit union a better mortgage option for its members.

"With the MPF Program, we are able to match some of these larger banks and sell our loans and still make a profit," he said. "That's what it's all about, helping members while making enough profit to keep the lights on."

The MPF Program provides FHLB Dallas member institutions a competitive alternative to access the secondary mortgage market. Member institutions that become Participating Financial Institutions (PFIs) get the opportunity to sell certain fixed-rate, conforming

mortgage loans into the secondary market. PFIs that participate in the MPF Program also have an option to retain servicing on their loans, and consequently, maintain control of their customer relationships. Or, they can sell servicing, if they prefer.

"We're really focused on serving our members," said Eric Mangham, senior vice president and chief financial officer of Arkansas Federal. "With the MPF Program, we're able to get better pricing without loan-level price adjustments on the mortgages we make. So, when we're making those mortgages for our members, we're able to put them in houses potentially cheaper than our competitors. That helps the credit union, No. 1, because we're able to serve those members. It also helps the members because we're able to get them potentially a lower cost of credit."

# A Unique Risk-Sharing Structure

Mr. Mangham said the MPF Program differs from other secondary mortgage offerings. One difference is that a participating FHLB Dallas member carries a "little bit of risk," and the trade-off is that the institution receives some trailing income from its mortgages.

As a result, Arkansas Federal ramped up with the MPF Program slowly, allowing time to gain a comfort level with the structure.

"In hindsight, it has been a great fit for our credit union," he said. "I think the MPF Program would be great for any member of the Federal Home Loan Bank of Dallas."

"We're really focused on serving our members. With the MPF Program, we're able to get better pricing without loan-level price adjustments on the mortgages we make. So, when we're making those mortgages for our members, we're able to put them in houses potentially cheaper than our competitors."

# **Eric Mangham**

Senior Vice President and Chief Financial Officer Arkansas Federal Credit Union





"I think the MPF Program would be great for any member of the Federal Home Loan Bank of Dallas."

# Eric Mangham

Senior Vice President and Chief Financial Officer Arkansas Federal Credit Union

Eric Mangham (center), Brandon Webb (left)
Vice President/Mortgage Lending at Arkansas Federal
and Jeffery Sabin, Vice President and Senior Sales
Manager, FHLB Dallas, discuss the benefits
of the Mortgage Partnership Finance Program.

# **KEY BENEFITS FOR MEMBERS**

BEST EXECUTION PRICING	RELINQUISH UNWANTED RISKS	RETAIN RELATIONSHIPS, PROCESSES	FUND LOANS QUICKER, EASIER
Access best execution pricing rom FHLB Dallas  Jote rate ranges and extensions ive you flexibility ock loans online via eMPF r call the Help Desk	Selling under MPF efficiently transfers: Interest rate risk Prepayment risk Credit risk	You control the open-to-close file flow: Underwrite, fund and close each loan on your terms Option to keep or release the servicing rights; manage your borrower relationships your way	Choose funding date online via eMPF Receive funds next day Send custody documents in one week



"When customers see we are making loans at rates they might not otherwise be able to obtain, it's one of the things that makes MPF really great for them."

#### **Brandon Webb**

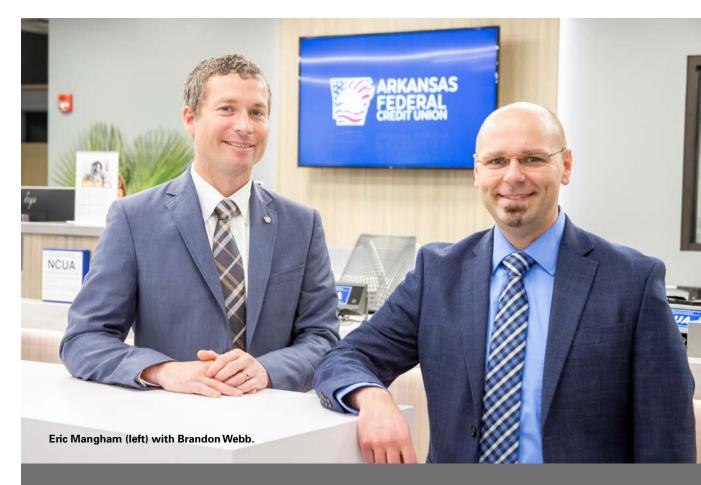
Vice President of Mortgage Lending Arkansas Federal Credit Union

## Rapid Growth Since Its Founding in the '50s

Mr. Mangham said Arkansas Federal has been growing rapidly for years, and FHLB Dallas has played a significant role in that growth. Arkansas Federal now has 16 branches, most of which are in Central Arkansas, with about \$1.3 billion in assets and 110,000 members.

The credit union was founded in 1956 by seven airmen as Little Rock Air Force Base Federal Credit Union. The credit union underwent a series of mergers in the 1990s that spurred growth. In the mid-2000s, its business growth model transitioned from primarily mergers and acquisitions to indirect auto lending and mortgage lending. The result was more organic balance sheet growth.

It was then that the credit union began its relationship with FHLB Dallas, which allowed more term borrowing "to match the interest-rate risk associated with those mortgages," said Mr. Mangham. From 2009 to 2019, Arkansas Federal grew by about \$500 million in assets. It has posted record net income in each of the last four years.



# MPF CREDIT ENHANCEMENT (CE) FEE INCOME

This example of a five-year amortizing balance highlights the annualized income a member is paid from the **MPF Original** 10 bps CE fee. The CE fee income is paid monthly and is in addition to the premiums paid for the purchase of the loans.

Period	Fundings	UPB Unpaid Principal Balance	Pay-off	UPB After Pay-off	10 bps CE
Year 1	\$20,000,000	\$20,000,000	12%	\$17,600,000	\$17,600
Year 2	\$20,000,000	\$37,600,000	12%	\$33,088,000	\$33,088
Year 3	\$20,000,000	\$53,088,000	12%	\$46,717,440	\$46,717
Year 4	\$20,000,000	\$66,717,440	12%	\$58,711,347	\$58,711
Year 5	\$20,000,000	\$78,711,347	12%	\$69,265,986	\$69,266
Total	\$100,000,000	Member's five-year revenue: \$225,382			



### Members Get the Same Great Service with Better Loan Rates

Mr. Webb said one of the biggest advantages of the MPF Program is that the credit union retains the ability to service the loans.

"As a credit union, we really pride ourselves on being able to service our own mortgage loans," he said. "Instead of having to sell to a correspondent lender, we are able to keep these loans in our servicing portfolio and take care of our members in-house. They can walk up to a branch and make a payment and do anything they can do with any of our in-house loans. But we're able to sell the loan and free up collateral."

While members still experience the same high level of service, they also benefit from competitive loan rates.

"Honestly, I think our members see it as more of a value proposition. When members see we are making loans

at rates they might not otherwise be able to obtain, it's one of the things that makes MPF really great for them," he said. "If we would have sold the loans to Fannie Mae, we would not be able to offer the rates we do today. We would probably have to increase rates by an eighth to a quarter point."

Mr. Webb said he also is impressed with how quickly loans are processed by FHLB Dallas. "Whenever our post-closing team submits the packet, everything is done within 24 hours. I have funds the next morning."

Mr. Mangham said Arkansas Federal relies on its partners to deliver the best in products and service to its members.

"The Federal Home Loan Bank of Dallas has been a fantastic partner," he said.



# ARKANSAS FEDERAL CREDIT UNION

Histor

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Founded in 1956 by seven airmen as Little Rock Air Force Base Federal Credit Union

16 branches primarily in Central Arkansas serving more than 110.000 members

Total Assets Under Management \$1.3 billion\*

Sampling of Products

Rewards checking, certificates of deposit, money market and savings accounts, auto and home loans and retirement accounts

FHLB Dallas Products Used Mortgage Partnership Finance Program, term advances

\*Source: National Credit Union Administration, as of December 31, 2019





# BUILDING BRIDGES WITH LETTERS OF CREDIT

# Standby Letters of Credit Help Alliance Bank Central Texas Free Up its Securities Portfolio

l V I (Alliance Bank) had a big opportunity. The Wacobased, \$330 million bank had just forged a relationship with a public institution that left it flush with deposits. But, the bank needed a better solution for collateralizing those large public deposits. It found what it was looking for in the form of Federal Home Loan Bank of Dallas (FHLB Dallas) Standby Letters of Credit (LOCs).

Alliance Bank serves primarily commercial and agricultural customers in McI ennan. Freestone and

ore than a decade ago, Alliance Bank Central Texas

Alliance Bank serves primarily commercial and agricultural customers in McLennan, Freestone and Leon counties. It has used FHLB Dallas as a custodian for its securities portfolios, and it has used bullet advances as large as \$18 million to fund asset growth over the past decade.

But one of its biggest uses has been the Standby LOCs, said Eric Shero, Alliance Bank CFO, and president of ABCT Holdings, Inc.

Alliance Bank has used its deposits to fund its loan growth over the past decade. "Rather than pledging the securities portfolio, we preferred using Standby LOCs," Mr. Shero said. This frees up the securities portfolio and allows the bank to capitalize on favorable market trends, as well as enjoy a better liquidity position.

Plus, LOCs are easy to use.

# **Benefits of Standby LOCs**

"One of the biggest draws for us using the Standby LOCs is that they are very simple to put in place," said Mr. Shero. "Literally logging in through the secured website, selecting the term and putting that letter in place is very simple. Probably the biggest efficiency is

the time and the simplicity of not having to go through pledging individual securities."

Unencumbering the securities has been a major selling point of the product.

"You never know when we might be in a position where we want to capitalize on a fluctuation in the market to realize gain," he said.

Financially, using LOCs just makes sense, he said.

"You maintain capacity in the LOCs pledged directly against deposits. As deposits fluctuate, we structure the LOCs so that they mature, and we don't have excess capacity. So, it's really flexible," Mr. Shero noted. "Without access to the Federal Home Loan Bank of Dallas Standby Letters of Credit we would be in a position where we would likely be pledging our individual securities. That reduces our liquidity ratios and prevents securities from being available for trades to recognize gains during market fluctuations."

### **Educating Public Unit Depositors**

Alliance Bank has used the FHLB Dallas Standby LOCs with some of its large public unit depositors (PUDs), including a school district in one of its original markets.

One of its PUDs was not familiar with using LOCs. Once Alliance Bank explained the process and the PUD heard from peers in the industry, they became more comfortable accepting LOCs as collateral.

Alliance Bank has another local PUD that has maintained balances as high as \$60 million, largely in time deposits with maturities.

"Without access to the Federal Home Loan Bank of Dallas Standby Letters of Credit we would be in a position where we would likely be pledging our individual securities. That reduces our liquidity ratios and prevents securities from being available for trades to recognize gains during market fluctuations."

# **Eric Shero**

Alliance Bank CFO and President ABCT Holdings, Inc.

The Standby LOCs work well with the time deposits with maturities "because we can line up the maturities to match with their CDs as they put them in place," Mr. Shero said. "The investment-grade nature and security of the Federal Home Loan Bank of Dallas underlying those LOCs made our local depositor very comfortable in securing the deposits."

#### **Enhanced Service**

FHLB Dallas recently improved its LOC system to enable a quicker response time to members' needs.

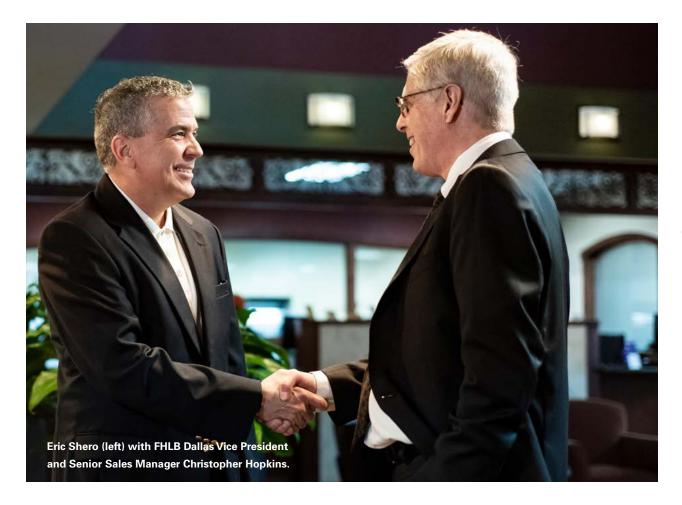
Mr. Shero described the new system as more automated, easier to use and more intuitive, and it enables a rapid settlement that includes electronic documents. Alliance Bank can settle its Standby LOCs

in a matter of hours, increasing the bank's internal operating efficiency.

#### An Important Relationship

Alliance Bank believes in being a partner with customers in every way, said Mr. Shero. And it values partnerships that allow it to provide increasingly better customer service.

"Our relationship with the Federal Home Loan Bank is really important to us," he said. "We're a small institution and don't have a lot of the systems that larger banks have. Because of partners like the Federal Home Loan Bank, we have the ability to provide a lot of the services that larger institutions can provide, which really builds bridges with our customers, especially in rural markets."





# **ALLIANCE BANK CENTRAL TEXAS**

Founder

Originally chartered in 1939 as the State Bank of Jewitt. Acquired in 2007 and established as Alliance Bank Central Texas to fill a void in Waco caused by the many bank mergers, consolidations and centralizations taking place at the time.

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Total Assets Under Management

\$325 million\*

Total Deposits

\$284 million

Sampling of Products

Agriculture lending, business banking, commercial and consumer lending, real estate lending, personal checking and savings accounts

FHLB Dallas Products Used Standby Letters of Credit and Bullet Advances

\*Source: FDIC, as of December 31, 2019





# BUILDING BRIDGES WITH LONG-TERM ADVANCES

# Home Bank Uses Long-Term Advances as Tools for Growth

ome Bank in Lafayette, Louisiana, has grown into a \$2.2 billion asset bank by building relationships with mostly small to mid-size business clients in Mississippi and Louisiana.

If you ask CFO Joe Zanco why relationships matter, he'll point to the bank's initial public offering (IPO) that happened at the most unlikely of times.

"Our company went public in October 2008," he said.
"A lot of folks told us that the timing was a terrible idea and that there was no way we could achieve a full IPO at that point. But our customers stepped up big time. They fully executed the IPO. We raised \$90 million in cash at a time when things were getting very difficult in our industry. That provided us with the fuel that we needed to continue growing our company, and it all ties back to customers supporting us."

#### **FHLB Dallas Advances Are Tools for Growth**

Since then, Home Bank has grown through five acquisitions. Mr. Zanco credits long-term advances from the Federal Home Loan Bank of Dallas (FHLB Dallas) for helping to make those acquisitions.

"As it relates to acquisitions, the Federal Home Loan Bank has played a critical role in ensuring that we structure our funding to manage interest-rate risk effectively," he said. "Whenever we buy a bank, their interest-rate position is typically different than ours. FHLB Dallas has played an essential role in ensuring we achieve the balance we seek."

Home Bank typically layers long-term advances to offset the adverse impact of low-yield curves that make

bank profits hard to come by. "We're all lamenting how difficult it is to get good returns on loans. The good part is there's a wonderful opportunity with long-term rates being so low to layer out our FHLB Dallas advances, and that's what we're focused on at the moment."

Home Bank has also made considerable use of other types of advances, including advance auctions and overnight advances, to meet specific bank needs.

"If we didn't have access to FHLB Dallas, we'd have to find alternative sources of funding," said Mr. Zanco. "What I can promise you is those sources of funding would not be as efficient or readily available as what FHLB Dallas offers."

### **FHLB Dallas Helps Expand Community Impact**

Mr. Zanco said Home Bank depends on its relationship with FHLB Dallas for other reasons, too, like the Partnership Grant Program. He credits FHLB Dallas with helping the bank earn an excellent Community Reinvestment Act rating for 2019.



"If we didn't have access to FHLB Dallas, we'd have to find alternative sources of funding. What I can promise you is those sources of funding would not be as efficient or readily available as what FHLB Dallas offers."

Joe Zanco

"As it relates to acquisitions, the Federal Home Loan Bank of Dallas has played a critical role in ensuring that we structure our funding to manage interest-rate risk effectively. FHLB Dallas has played an essential role in ensuring we achieve the balance we seek."

# Joe Zanco

Chief Financial Officer Home Bank



All of this, he believes, is an essential part of competing with other, larger banks.

"We're never going to have as many branches as the big guys," he said. "Our marketing budgets are always going to be dwarfed by theirs. Where we win is by surrounding ourselves with bankers who are professionally driven and personally more committed to helping clients prosper."

Home Bank is a business bank through and through, but it is the communities they serve where they hope to make a true economic impact. "We view ourselves as business catalysts for our community," Mr. Zanco said. "When we partner with the right businesses and help them grow, then they grow jobs, and we get to do the same."

Mr. Zanco says the banking industry is a powerful force for the economic good of a community. He cites a lesson underscored by a 2012 mission trip to Haiti, which was still devastated by the massive earthquake that had struck the island nation two years earlier.

As his group journeyed to the village that they hoped to aid in the recovery effort, he couldn't help but notice that so many houses seemed to be under construction.

Artifacts from Home Bank's 110-year history

When they reached the parsonage in their destination city, it, too, was under construction - and had been for 11 years. Mr. Zanco asked about it. Locals told him the haphazard state of the building was not the result of the earthquake, but rather, the lack of credit in Haiti. He said people build their houses as they are able to buy materials - literally brick by brick.

"I had been in banking for a while," he says. "But it never hit home for me like it did that day. The fact that we have a vibrant U.S. banking system has enhanced the quality of life for every one of us in ways that we cannot contemplate. When I look at what our institution is able to do for our communities, we help dreams become reality. We help businesses grow. What we do in banking really, really matters."



# **HOME BANK**

Chartered in 1908 as Home Building and Loan, the institution is the oldest bank in Lafayette Parish. Over the last 110 years, Home Bank, N.A., has become recognized as one of the nation's strongest, most stable lending and financial institutions serving local customers and businesses through two world wars, the Great Depression, the "oil bust" of the '80s, the Great Recession and today's challenges and opportunities.

40 branches in Louisiana and Mississippi with headquarters in Lafayette, Louisiana

\$2.2 billion\*

\$1.84 billion

Business loans, savings and checking; residential mortgage lending, personal loans, savings and checking

A variety of advances, including long-term and overnight

















# BUILDING BRIDGES WITH OVERNIGHT ADVANCES

# Relationship Banking Drives Growth for CNB Bank



"Growth has happened quickly in the last four to five years. It's been a unique situation for our bank. We've had record growth. We've fueled that growth by identifying local needs."

# **Jay Jenkins**

President and CEO CNB Bank

il exploration and production (E&P) has grown rapidly in the northern Permian Basin over the last five years, and Carlsbad, New Mexico-based CNB Bank has grown right along with it.

Oil production growth in the New Mexico portion of the Permian – known as the Delaware Basin – is predicted to outpace the Texas portion by about 17 percent in 2020, according to Platts Analytics' dry gas forecast. Carlsbad is a key area of activity for the New Mexico portion of the Permian.

Although oil production growth leveled off somewhat in 2019, the history of the energy industry's resilience points to sustained growth for this city of 30,000.

Resilient oil field growth, even amid 2020's commodity price declines, bodes well for the bank, which was founded in 1924 as Carlsbad National Bank. Today, the bank, which officially changed its name to CNB Bank in 2018, has three branches in Carlsbad and assets of nearly \$450 million – up from about \$200 million several years ago.

"Growth has happened quickly in the last four to five years," said Jay Jenkins, president and CEO of CNB Bank. "It's been a unique situation for our bank."

"We've had record growth. We've fueled that growth by identifying local needs," Mr. Jenkins said. Those needs include residential mortgages for a growing population of residents who want to become homeowners, commercial loans to help the city's small business sector, a trust department for wealth management and banking relationships with energy industry

service providers to the E&P companies working in the Delaware Basin.

"We are working to understand it all," Mr. Jenkins said of the fast-paced growth. "We are getting comfortable with it, and, as a bank, we are committed to staying ahead of the ever-changing needs in the face of such growth."

Amid that growth, Mr. Jenkins said the bank remains rooted in the community and committed to its customers – even as banking relationships have grown and the bank has expanded its coverage into West Texas.

"We are never going to lose sight of the relationship banking piece. We understand our niche. Relationships are everything," he said.

As part of that commitment to relationships, the bank announced in mid-2019 that it would build a new branch on the south side of Carlsbad. CNB Bank also has branches downtown, at Northgate Shopping Center and at the Walmart Supercenter.

# **FHLB Dallas Products Help Bridge Funding Gaps**

Tom Hollis, executive vice president and investment manager at CNB Bank, said the volatility of oil and gas customers' cash inflows and outflows make FHLB Dallas' overnight advances critical to managing the bank's loan-to-deposit ratio. CNB sees inflows and outflows ranging from \$20 million to \$40 million in a day or over a week.

"Every morning, we need to consider loan demand versus whether commercial accounts moved money

out," Mr. Hollis said. "With an overnight advance, if I need \$5 million this day and \$15 million the next day, I can do it. It's just one loan, and we pay it back every day."

One issue for the bank's oil and gas customers is that they typically have expenses at mid-month, but don't receive income until month's end. CNB relies on FHLB Dallas short-term advances to provide gap funding for these shortfalls.

Mr. Hollis said he views FHLB Dallas as a partner. "It's nice to know we have that partner," he said. "Just like a retailer needs a bank, banks need a bank as well."

#### **Looking Ahead**

CNB changed from a federal charter to a state charter in December 2018 as part of a strategic initiative that better aligned the company with community banking, Mr. Jenkins said. The bank believes that change will continue to help with the ongoing burden of regulatory

requirements, while it seeks opportunities to grow deposits and assets.

As CNB looks further into 2020, it is positive about its prospects for continued growth. Because Carlsbad and the energy industry are both growing, the bank doesn't have the typical worries of a small-town bank in rural America.

Still, it faces some of the same challenges that all banks face – such as competition from nonbank lenders and technological advances that are easier and less costly for big banks to roll out because of their scale.

Through it all, its relationship with FHLB Dallas remains strong.

"We have a great relationship with the folks at the Federal Home Loan Bank of Dallas," said Mr. Hollis. "It wasn't developed yesterday. It's been a long process, and we couldn't be in a better position to enjoy that relationship."





# **CNB BANK**

Founded

Headquarters

Incations

Total Assets Under Management

Total Deposits

Sampling of Products

FHLB Dallas Product Used 1924

Carlsbad, New Mexico

3 (A fourth is under construction)

\$450 million\*

\$409 million

Business and personal checking and savings, loans, mortgages, trusts, financial services

Mortgage Partnership Finance Program, term advances

\*Source: FDIC as of December 31, 2019





# BUILDING BRIDGES WITH LONG-TERM ADVANCES

# Advances Create Profit and Reduce Risk for Insurance Company

"We normally don't get to pick and choose the durations of our liabilities. But with the Federal Home Loan Bank of Dallas, we do. We get to pick the advances we want and the maturity structure, and we are able to

close gaps in our liability structure."

# **Charlie Allison**

President and Owner Hawthorn Life Insurance Company Charlie Allison is pretty straightforward in assessing the value of membership in the Federal Home Loan Bank of Dallas (FHLB Dallas).

The president and owner of Hawthorn Life Insurance Company in Carthage, Texas, said his company has higher profits and earnings because of FHLB Dallas advances. "We are very thankful to be members."

Hawthorn is the parent company of United Benefits Inc., which owns two life insurance companies based in Richardson, Texas. Through subsidiaries in Texas and Oklahoma, Hawthorn offers two distinct products in the growing market for small-face-amount life insurance – prepaid funeral contracts and final expense plans.

The family-run business, with a combined \$180 million in assets and 68,000 policies in place, also uses two distinct FHLB Dallas products – safekeeping and advances.

"Being a member of the Federal Home Loan Bank of Dallas has been a godsend for us," Mr. Allison said. "Just the safekeeping of assets would make membership worthwhile. We have all our asset portfolio, the bonds and mortgage-backed securities, at the Federal Home Loan Bank of Dallas. It's so efficient and economical. It's a real plus."

### **Balancing Risk Through Advances**

But the biggest benefit is FHLB Dallas advances that provide Hawthorn the tools it needs to structure liabilities, to fill gaps, reduce risk and provide stronger cash flows with greater liquidity. "It's hard to invest as long as our liabilities," said Mr. Allison. "We normally don't get to pick and choose the durations of our liabilities. But with the Federal Home Loan Bank of Dallas, we do. We get to pick the advances we want and the maturity structure, and we are able to close gaps in our liability structure. This gives us a much stronger asset-liability mix, and therefore, we reduce our risks substantially."

Lastly, using FHLB Dallas advances allows Hawthorn to generate higher profits and earnings, and that means better products for its customers, better commissions for its agents and stronger compensation packages for employees.

"It's a win-win situation. The Federal Home Loan Bank of Dallas advances give us the tools we need to accomplish our goals."

**Charlie Allison** 





Until recently, Hawthorn's growth had come from acquisitions.

But lately, new sales have been the leading driver of growth. In 2018, Hawthorn, through United Benefits, Inc., posted record sales and then promptly surpassed that in 2019 by about 26 percent. Mr. Allison said much of the firm's prepaid sales comes from families who see other family members experience the loss of loved ones and then realize how expensive and difficult it can be to deal with funeral decisions during a time of grief.

"They decide to pre-arrange their funeral and make those decisions, so their families don't have to," he said.

Mr. Allison said he is glad to have FHLB Dallas as a partner.

#### A Win-Win

"It's a win-win situation," he said. "The Federal Home Loan Bank of Dallas advances give us the tools we need to accomplish our goals."



# HAWTHORN LIFE INSURANCE COMPANY/ UNITED BENEFITS, INC.

-ounded

1938

Headouarters

Richardson, Texas\*

ncations

2

Total Assets

\$182 million\*\*

Policies in Force

More than 68,000

Parent company, Hawthorn Life's neadquarters is in Carthage, Texas. United Benefits Inc. I Pased in Richardson, Texas.

\*\*Source: S&P Global Market Intelligence, as of December 31, 2019



# BUILDING BRIDGES WITH SEASONAL ADVANCES AND GRANT PROGRAMS

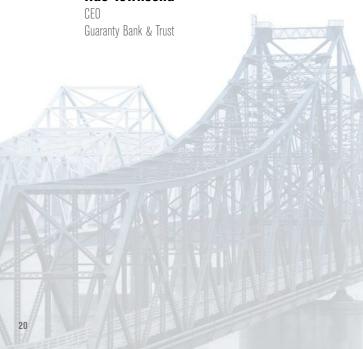
# Short-Term Advances Help Guaranty Bank & Trust Fund Seasonal Ag Lending





"I think one of our strongest suits is that we are involved in the communities we serve. It's what's made us successful."

# **Hue Townsend**



bestowed by the governor in 1976. Perched along the Yazoo River, a tributary of the Mississippi, Belzoni is the county seat of Humphreys County. It's about 70 miles north of Vicksburg and about 160 miles south of Memphis, Tennessee.

billion-dollar bank might be the last thing you'd

expect to find in Belzoni, Mississippi. This town

of about 2,000 people is most famous for being the

Farm-Raised Catfish Capital of the World, an honor

Or, as Hue Townsend, the CEO of Guaranty Bank & Trust (Guaranty Bank), likes to tell people, "We start at Catfish Row in Vicksburg and end up at the lobby of the Peabody Hotel in Memphis."

He'll be the first to admit that he didn't coin that phrase. but he loves to use it. And why shouldn't he? With last year's acquisition of First Alliance Bank in Memphis, Guaranty Bank & Trust does, in fact, stretch north to the Home of the Blues.

# A Family History in Belzoni

Mr. Townsend is a lifelong resident of Belzoni, save for a five-year period when he moved to the "bright lights of the city," only to realize that "home was where I needed to be and where I could make a difference"

So, he came home to Belzoni, host of the annual World Catfish Festival, part of the Mississippi Blues Trail and location of the bank his family has run for nearly 80 years.

"My great-grandfather and eight of his friends purchased the Bank of Belzoni in 1943," he said. "My grandfather ran it basically from the beginning. My father took over in 1982. And I assumed the position of CEO in 2016."

With the Alliance Bank acquisition, Guaranty Bank's footprint spans the 230 miles from Vicksburg to Memphis, with 22 locations in 16 cities.

He said the catfish industry has literally put Belzoni on the map, and naturally, is one of its largest seasonal business lines.

"We're very diversified," said Mr. Townsend. "We're in agriculture. We do a lot of catfish lending, a lot of small business lending, affordable housing and consumer lending. We're just very diversified and involved in almost every industry."

# Short-Term Advances Help Fund Seasonal Ag Lending

Guaranty Bank also has utilized the Federal Home Loan Bank of Dallas' short-term advances to meet its seasonal ag lending needs.

"We are still an agriculture-based bank," said CFO Rich Knox. "During the summer months, we see a spike in loans of about \$40 million. As our farmers use their cash reserves, we see our deposits drain by about \$20 million. During that time period, we use the Federal Home Loan Bank of Dallas advances as liquidity to fund our loans."

The advances, said Mr. Knox, help the bank keep its assets at a manageable level. The bank also staggers some maturities. "It helps us a lot. We don't have to go out into the brokered CD market and sign up for a six-month or a 12-month CD."

Ease of use is another reason Guaranty Bank & Trust likes using FHLB Dallas products. The bank uses the secure member portal to access funding quickly and easily.





"We are still an agriculture-based bank. During the summer months, we see a spike in loans of about \$40 million. As our farmers use their cash reserves, we see our deposits drain by about \$20 million. During that time period, we use the Federal Home Loan Bank of Dallas advances as liquidity to fund our loans."

#### **Rich Knox**

CFO Guaranty Bank & Trust

"We go through SecureConnect for all of our needs," Mr. Knox said. "I can go in there daily and have the funds immediately in my account, sometimes in a matter of minutes. The rates are extremely competitive. In the long run, I believe we probably save 5 to 10 basis points over the brokered CD market."

Like Mr. Townsend, Mr. Knox also was born in the Delta.

"Belzoni is a wonderful place," he said, "because for me it is in the heart of the Delta. I was neither raised nor grew up in Belzoni, but I am a son of the Delta. I grew up in banking. My daddy was a small-town banker. This is my life, I guess you'd say."

#### Playing a Big Role in the Community

Guaranty Bank also believes in being a part of the communities it serves.

"We have one of the strongest community development programs in the state," said Mr. Townsend. "We're doing everything from financial literacy programming to entrepreneurship training and everything in between. I think one of our strong suits is that we are very involved in the communities we serve. It's what's made us successful. I think what we offer is the personal communication of a small community bank with all the services of a regional."



# For One Mississippi Homeowner, Finding the Funds to Repair Her Home Was a SNAP

Ask Rosie Lucas how long she's lived in Belzoni, Mississippi, and you'll likely get the impression that even she is not sure. "I don't know, so many years. I've been here about 50 or 60 years," she said.

She's lived in her small home for many years, too. That's why she was so happy to receive a \$7,000 Special Needs Assistance Program (SNAP) grant to help repair her home. The grant, provided by Guaranty Bank & Trust and the Federal Home Loan Bank of Dallas (FHLB Dallas), offers up to \$7,000 to help repair the owner-occupied housing of eligible, special-needs individuals.

"When a house gets old like a person, it just gets weather-beaten and needs repairs," Ms. Lucas said. "They did a real good job. I feel like I'm in a better place."

Chandra Hines, assistant community development officer at Guaranty Bank, said she remembers Ms. Lucas' house very well.

"Miss Lucas came to the bank and inquired about the SNAP grant program," she said. "We visited her home and looked at the needed repairs. There was mildew on the exterior of the home. Windows needed to be replaced. Some air-conditioning and heating units in the floorboards no longer worked and had become a tripping hazard. The kitchen walls had some damage and needed to be repaired and repainted."

Ms. Hines said that with the \$7,000 grant, "Fortunately we were able to address all the needs in Miss Lucas' home."

In the last two years, Guaranty Bank has used SNAP grants to fund repairs for 16 people.

"The SNAP grant makes it possible for repairs to be made that otherwise might not have been addressed," she said. "Without this program, many people would go without these repairs because of the lack of available resources to address the need. They simply are not able to make costly



**Rosie Lucas** 

repairs to their homes. This program is very instrumental in helping us meet those needs."

Ms. Lucas was in exactly that predicament. "We elder people, we just have enough to live. I don't know what my life would be like without this help. I wouldn't be able to do these repairs." she said.

Ms. Hines agrees the SNAP grant often makes the difference for people in the area.

"When a home remains in a state of disrepair for an extended period of time, for example a roof that leaks, further deterioration of the home will occur," she said. "Having the SNAP grant makes it possible for us as a community development financial institution to assist these homeowners in making critical repairs. It allows us to fulfill part of our mission, which is to improve the quality of life in the communities we serve."

Ms. Lucas said she was grateful for the SNAP grant and thought it could benefit many seniors in Belzoni.

"I would like to say thanks to Guaranty Bank and to those who saw fit that I really needed help," she said. "FHLB Dallas, thank you very much. If all of us who have needs could get loans to fix our houses, we would be so grateful."





Guaranty Bank uses a variety of FHLB Dallas products and programs to expand its community impact, including the Special Needs Assistance Program (SNAP). SNAP provides grants to help repair owner-occupied housing of eligible, special-needs individuals (see story on page 23). Guaranty Bank also participates in the Affordable Housing Program grant to help finance the purchase, construction or rehabilitation of owner-occupied, rental or transitional housing and housing for homeless individuals in the community.

# **Community Banks Are Here to Stay**

Also, like Mr. Townsend, he believes it's important that community banks continue to thrive.

"There is a spot for a good community bank," he said.
"Our major goal in every town we are in is to serve that

community. I think that's something a lot of the larger banks kind of lose focus on at times."

And he is quick to add that Guaranty Bank is large enough to provide all the technological advances that regional banks offer. "I think that's a surprise for a lot of our customers and especially prospective customers. I think that puts us a step above because we have a little more community focus. Plus, we are able to do anything the big banks can do."

Mr. Knox also credits FHLB Dallas for being a valuable partner as Guaranty Bank spreads its wings.

"We look at the Federal Home Loan Bank of Dallas as a strategic partner in our long-term growth, stability and profitability," he said.



# **GUARANTY BANK & TRUST**

istory

neations

Locally owned and operated since 1943

22 locations in 16 cities in Mississippi and surrounding areas

Total Assets Under Management \$1 billion\*

Total Deposits

Sampling of

\$921 million\*

Business and personal checking and savings, business and personal loans, cash management, wealth management

FHLB Dallas Products Used Short-term advances and advances auctions, the Mortgage Partnership Finance (MPF) Program, Affordable Housing Program (AHP) grants and Special Needs Assistance Program (SNAP) grants.

\*Source: FDIC. as of December 31, 2019



# FINANCIAL HIGHLIGHTS

(Dollars in Thousands)	2019	2018	2017	
SELECTED ITEMS AT YEAR-END				
Total Assets	\$75,381,605	\$72,773,290	\$68,524,301	
Advances	37,117,455	40,793,813	36,460,524	
Mortgage Loans (Net)	4,075,464	2,185,503	877,852	
Investments	33,918,055	29,551,929	30,941,464	
Total Consolidated Obligations	70,073,713	67,663,642	63,887,616	
Total Retained Earnings	1,232,677	1,081,367	941,763	
Total Capital	3,797,968	3,764,256	3,480,026	
ANNUAL OPERATING RESULTS				
Net Income	\$227,258	\$198,775	\$150,287	
Affordable Housing Program Assessments	25,272	22,097	16,710	
Dividends Paid	75,923	59,171	32,508	
PERFORMANCE RATIOS	NUC			
Return on Average Assets	0.32%	0.29%	0.25%	
Return on Average Equity (ROE)	5.96%	5.22%	4.75%	
CAPITAL RATIO AT YEAR-END				
Regulatory Capital Ratio	4.92%	5.01%	4.77%	
INTEREST RATES				
Average One-Month LIBOR	2.22%	2.02%	1.11%	
Average Three-Month LIBOR	2.33%	2.31%	1.26%	
Average Effective Federal Funds Rate	2.16%	1.83%	1.00%	

# MEMBER OFFERINGS

# **ADVANCES**

Total advances at year-end 2019, were \$37.1 billion, compared to \$40.8 billion at the end of 2018. The \$3.7 billion decline was due primarily to decreases in overnight and short-term advances. During 2019, almost 70 percent of members reduced their borrowings from FHLB Dallas.

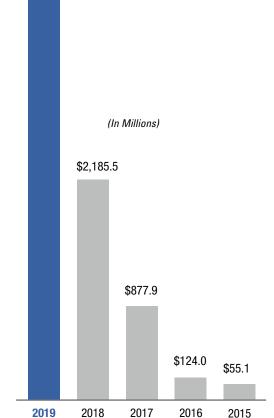
# (In Billions)



# MORTGAGE PARTNERSHIP FINANCE® PROGRAM

FHLB Dallas holds interests in a portfolio of predominantly conventional mortgage advances that have been acquired through the MPF® Program administered by the FHLBank of Chicago. Since resuming the purchase of mortgage loans from members in 2016, FHLB Dallas' on-balance sheet loan portfolio has grown from \$55 million at the end of 2015, to \$4.1 billion at the end of 2019.

# \$4.075.5



# LETTERS OF CREDIT (LOCs) ISSUED TO MEMBERS

FHLB Dallas' credit services include LOCs issued or confirmed on behalf of members to facilitate business transactions with third parties that support residential housing finance, community lending or asset/liability management or provide liquidity to members. LOCs are also issued on behalf of members to secure the deposits of public entities that are held by such members. At year-end 2019, outstanding LOCs totaled \$21.8 billion, up from \$18.5 billion in 2018 and \$16.2 billion in 2017



# PERFORMANCE

# TOTAL ASSETS

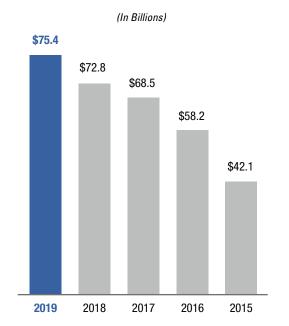
FHLB Dallas ended 2019 with total assets of \$75.4 billion compared with \$72.8 billion at the end of 2018. The \$2.6 billion increase in total assets was attributable primarily to increases in FHLB Dallas' short-term liquidity portfolio (\$3.7 billion), mortgage loans held for portfolio (\$1.9 billion) and long-term investments (\$0.7 billion), partially offset by a decrease in FHLB Dallas' advances (\$3.7 billion).

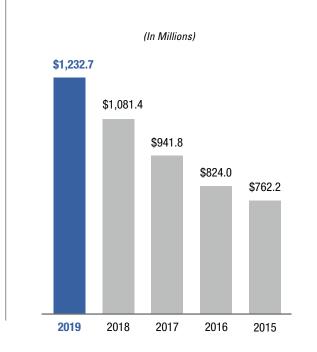
# RETAINED EARNINGS

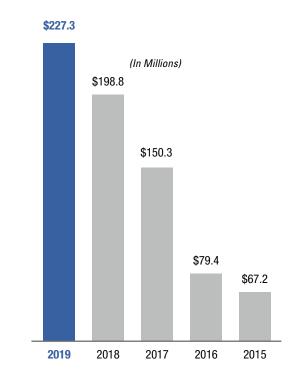
FHLB Dallas' retained earnings increased to \$1.233 billion at year-end 2019, from \$1.081 billion at the end of 2018. Retained earnings represented 1.6 percent and 1.5 percent of total assets at year-end 2019 and 2018, respectively.

# **NET INCOME**

FHLB Dallas' net income for 2019 was \$227.3 million, which represented a return on average capital stock of 8.90 percent. In comparison, FHLB Dallas' net income for 2018 was \$198.8 million, which represented a return on average capital stock of 7.86 percent for that year. The \$28.5 million increase in net income from 2018 to 2019 was largely attributable to an increase in FHLB Dallas' non-interest income, partially offset by increases in its non-interest expenses and Affordable Housing Program assessment.







# 2020 BOARD OF DIRECTORS



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Baton Rouge, Louisiana



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Ron G. Wiser

Director, President
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Mary E. Ceverha
Civic Volunteer
Dallas, Texas



**A. Fred Miller, Jr.** *Chairman*Bank of Anguilla
Anguilla, Mississippi

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President and CEO

Eric Blackman

Senior Vice President Chief Audit Executive

Brehan Chapman

Executive Vice President Chief Administrative Officer OMWI Director

Sandra Damholt

Senior Vice President General Counsel

**Kelly Davis** 

Senior Vice President Chief Risk Officer

Tom Lewis

Executive Vice President Chief Financial Officer

Kalyan Madhavan

Executive Vice President Chief Business Officer

Gustavo Molina

Senior Vice President Chief Banking Operations Officer

liho Pan

Executive Vice President Head of Capital Markets

**Jeff Yeager** 

Senior Vice President Chief Information Officer

Michael Zheng

Senior Vice President Chief Credit Officer

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Lubbock, Texas

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Albuquerque, New Mexico

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Greenwood-Leflore-Carroll Economic
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Baton Rouge, Louisiana

#### Michelle Whetten

Vice President and Impact Market Leader Gulf Coast Enterprise Community Partners, Inc. New Orleans, Louisiana

# CONTACT US

844.FHL.BANK (844.345.2265) fhlb.com

# A True Bridge Builder



passed away on February 3, 2020. Pat had served as a director of the Bank since 2008 and was recently re-elected to a four-year term that began on January 1, 2020. Including a previous term from 2002 to 2004, Pat had served as a director of the Bank for 15 years.

Pat was a role model, mentor and trailblazer for women in Louisiana politics. For the past eight years, she had served as St. Tammany Parish president. Pat also served on the St. Tammany Parish Council and held several positions with the Republican Party. She was the first woman to lead the Louisiana State Republican Party and was a national committee woman to the Republican National Committee. She also was appointed an ambassador to the United Nations Commission on the Status of Women by President George W. Bush.

Throughout her life, Pat was known for her style, grace, confidence and determination. Her fellow directors and the leaders of the Federal Home Loan Bank of Dallas knew her for those qualities and many more. She will be impossible to replace and even harder to forget.

<sup>\*</sup>Mr. Rael began the year as Vice Chairman of the Advisory Council, but was elected to the Board of Directors effective March 6, 2020.



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