



4. University Federal Credit Union is a well-capitalized credit union with low delinquency and loan losses. The supervision contact, effective April of 2003, disclosed no major concerns.
5. The community residents will benefit greatly from the wide-ranging line of products and services offered by University Federal Credit Union. Current staffing and facility locations are sufficient to serve the entire community. It is estimated that over 80 percent of the community population is within a 20 to 35 mile commute of an existing service facility.
6. There are no newly chartered single or multiple common bond credit unions within the community that have been in existence less than two years.

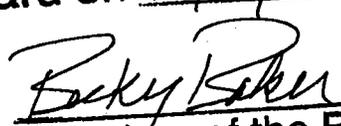
The credit union has met the requirements of IRPS 03-01 and has provided sufficient support to demonstrate that the proposed service area represents a single well-defined local community where residents have common interests or interact. The credit union is well operated, and management has the intent and ability to effectively serve the entire community.

**REASON FOR COMING TO THE BOARD WITH THIS ITEM:** The population exceeds the Regional Director's delegated authority and therefore, the NCUA Board must approve the request.

**RECOMMENDED ACTION:** Approve University Federal Credit Union's request to convert its field of membership to serve the community of Bibb, Blount, Chilton, Jefferson, Shelby, St. Clair, or Walker Counties, in Alabama.

**ATTACHMENTS:** Regional Summary and supporting documents

  
\_\_\_\_\_  
Alonzo A. Swann III  
Regional Director

Approved by the NCUA  
Board on 12/18/03  
  
\_\_\_\_\_  
Secretary of the Board

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**REGIONAL SUMMARY TO CONVERT FROM A MULTIPLE-GROUP  
TO A COMMUNITY CHARTER**

**University Federal Credit Union # 24421**

Current Members	48,517	Assets	\$182,219,287
Potential Mbr. Current	69,000	Loans	\$90,406,894
Penetration Rate	70%	Shares	\$160,206,829
Potential Mbr. (Proposed based on most recent census data if available)	1,068,177	Earnings	1.51%
Date Application Received	10/06/2003	Delinquency	0.36%
Date of Last On-Site	6/10/03	Net C/Os	0.83%
CAMEL	(b)(8)	Net Worth	11.08%

**1. GENERAL BACKGROUND**

**History of the credit union:**

The credit union (UFCU) was chartered in 1956 by the State of Alabama. Originally chartered to serve the University of Alabama employees and students, along with the University Hospital employees and related entities. The credit union converted to a federal charter in 1992. They continue to add select employee groups and presently serve over 380 select groups and associations. They also currently serve two low-income communities approved in 1995. These communities are located in the Smithfield and Titusville neighborhoods in Jefferson County with 27,300 primary potential members.

**Location:** Birmingham, AL

**Assets:** \$182,219,287

**Current field of membership:** Employees of the Birmingham Regional Hospital Council, d.b.a. the Alabama Hospital Association in Birmingham, Alabama and over 380 select employee groups.

**Amendment requested:** Persons who live, work, worship, or attend school in, and businesses and other legal entities located in Bibb, Blount, Chilton, Jefferson, Shelby, St. Clair, or Walker Counties, Alabama.

**Population of Proposed Community:** The population of the Birmingham-Hoover, MSA, Alabama is 1,068,177 per 2002 Census Data.

**Number of residents that are already Members of the Credit Union:** 38,772

**Current SEG Groups outside the Community:** UFCU has a total of 36 select employees groups that are outside the proposed community. These groups represent a total of 1,371 potential members. Management believes that the loss of these groups will have a minimum financial impact on their credit union.

**Is action on this application within the delegated authority of the Regional Director?** No. The proposed community is within a recognized Metropolitan Statistical Area (MSA), and the MSA population exceeds 1,000,000 people. Therefore the request must be approved by the Board.

## 2. WELL DEFINED LOCAL COMMUNITY, NEIGHBORHOOD, OR RURAL DISTRICT

### A. Clearly defined geographic boundaries

The Birmingham-Hoover MSA is bounded by Winston, Cullman, Marshall and Etowah Counties to the north, Calhoun, Talladega and Coosa Counties to the east, Elmore, Autauga, Dallas, and Perry Counties to the south and Tuscaloosa, Fayette, Hale and Marion Counties to the west.

### B. Recognized as a Distinct Community

#### Political Jurisdiction

The proposed community consists of seven contiguous political jurisdictions, Bibb, Blount, Chilton, Jefferson, Shelby, St. Clair, and Walker Counties in Alabama.

The population distribution by county below evidences the concentration of the residents within the proposed community.

County	County Seat	2002 Population / % of Community
Jefferson	Birmingham	661,153 / 62%
Shelby	Columbiana	153,832 / 14%
Walker	Jasper	70,655 / 7%
St. Clair	Ashville	67,215 / 6%
Blount	Oneonta	52,968 / 5%
Chilton	Clanton	40,516 / 4%
Bibb	Centreville	21,838 / 2%
<b>Total Population</b>		<b>1,068,177</b>

## **Major Trade Area**

Residents throughout the proposed community consider the city of Birmingham, located in the central metropolitan area of Jefferson County as their primary major trade center. The city of Birmingham is no doubt the retail hub where residents go to shop, work, study, and seek medical attention. Additionally, it is the primary transportation hub and the host to many civic and community organizations. Therefore, residents of the proposed community look to Jefferson County, rather than their respective counties, as the major trade center. Below is a synopsis of the Birmingham-Hoover MSA (seven-county area):

- ❖ The major shopping facility in the community is located in the city of Birmingham, Alabama and over 65 percent of the retail sales are derived from the proposed community. See the narrative section below for more detail.
- ❖ 72 percent of the proposed community workforce commutes to city of Birmingham, Alabama located in Jefferson County to work. In fact the area is known as the "Job Connector" where more people travel to work than in any other county within the MSA. See the narrative section below for more detail.
- ❖ The eight largest medical facilities are located in the city of Birmingham, Alabama. See the narrative section below for more detail.
- ❖ The two primary educational facilities in the proposed community are located in the city of Birmingham, Alabama. See the narrative section below for more detail.
- ❖ All of the interstate/major highway systems running through the community meet in the city of Birmingham, Alabama. See the narrative section below for more detail.

## **Shopping**

*The Riverchase Galleria* is unquestionably the dominant retail facility in the proposed community. The mall draws residents from all over the seven-county area. According to statistics provided by the mall's director of marketing, 65% of sales are derived from the proposed community residents.

Statistics compiled by the Center for Business and Economic Research (CBER) clearly demonstrates the migration of retail shoppers to the city of Birmingham for shopping opportunities. CBER reflects a total retail sales figure of \$9.3 billion in 2001 for the entire Birmingham-Hoover MSA and of that total \$7.3 billion or 78 percent was transacted in Jefferson County (Birmingham).

The table below shows the per capita retail sales for each county.

County	Per Capita Retail Sales
Jefferson	\$11,026
Shelby	\$9,327
Walker	\$8,921
Chilton	\$6,692
Blount	\$5,379
St. Clair	\$4,632
Bibb	\$3,724

The table above is significant because, the CBER researchers concluded that higher per capita retail sales figures in a particular county are representative of the ability to draw shoppers from other counties, while conversely, the lower figures represent counties whose residents are traveling to adjacent counties to shop.

When considered in context with the fact that the median income in Jefferson County is the lowest of the seven-counties, it is only logical to assume that higher per capita sales must be the result of community residents from the other counties shopping in the central metropolitan area of Birmingham.

### Shared/Common Facilities

#### **Employment**

Perhaps the most striking statistic when considering the interaction of the seven-county area is the large numbers of residents that travel into Jefferson County each day to work. The University of Alabama is the largest single employer in the area. The following table illustrates the number and percentage of employed residents in the civilian labor force in each county in the Birmingham-Hoover MSA that travel into work daily in the central metropolitan area (Jefferson County).

County	Total Workers	Resident Traveling into Major Trade Area	Percent of Total
Jefferson	297,123	265,661	89.4
Shelby	74,604	37,119	49.8
St. Clair	28,213	12,870	45.6
Blount	22,701	9,669	42.6
Bibb	7,967	2,956	37.1
Chilton	17,437	4,858	27.9
Walker	27,911	7,034	25.2
<b>Total</b>	<b>475,956</b>	<b>340,167</b>	<b>71.5</b>

Based on the table above, over 72 percent of the proposed community workers commute to Jefferson County to work. This clearly demonstrates in terms of employment, that the city of Birmingham (Jefferson County) is a highly interactive area where residents go to work. In fact, it is known to some as the "Job Connector".

### Medical Facilities

The MSA's commercial center of Birmingham (Jefferson County) is home to eight major hospitals and numerous specialty clinics and physicians offices which attract patients from throughout the seven-county area. This, too, helps forge bonds of community among the residents of the seven counties. It is also important to note, that Walker and Shelby Counties each have smaller branch hospitals of the Baptist Health System, headquartered in the city of Birmingham. Additionally, Blount, Chilton and St. Clair Counties have small community hospitals operated by another Birmingham hospital network. There is only one very small independent hospital in Bibb County. The bed counts of the smaller medical facilities range from 35 to 192, and the bed counts of the larger facilities range from 300 to 908 which clearly indicates that many of the residents travel to the city of Birmingham for their major medical and critical care needs.

### Education Facilities

The University of Alabama Birmingham (UAB) and Jefferson State Community College are the major educational facilities within the seven-county area.

The UAB is located in the heart of Birmingham. Its national reputation, association with qualified medical facilities, and convenient access makes a popular choice among the proposed community residents for post secondary education. Jefferson State Community College is located in a suburban area Northeast of Birmingham and for years has been another frequent selection for college-bound students who wish to begin their college education in a smaller school closer to home. The table below illustrates the total enrollment of each school that originates in the seven-county area.

School	Total Students	Students Residing in the Birmingham MSA	Percent of Total Enrollment
UAB	14,695	9,057	61.6
Jefferson State	7,114	6,525	91.7

While the above statistics show an obviously high percentage of attendees at each school that come from the seven-county area, it also important note that there are no college level educational facilities in Blount, Bibb, Chilton or St. Clair Counties and only one small private college in Shelby County. Walker County has a small junior college named Walker College, which was formerly affiliated with UAB and operated until recently as an extension of the Birmingham school. Therefore, the proposed community residents are drawn to the two major educational facilities located in Jefferson County for post-secondary education.

## **Transportation**

The residents of the proposed community rely heavily on the *Birmingham International Airport*, the only major airport in the area. Considering that there are limited commercial flights from any other airport in the state, there is a large inflow of travelers from adjacent counties, particularly those included in the proposed community.

There is also a confluence of major U.S. Interstate and secondary highways, which includes Interstates 20, 59, 65, and 459, and US Highways 31, 280, 75, 78, and 79. These major arteries cross over the community and enhance transportation for purposes of commuter traffic, commerce, and recreational travel.

## **Organizations within the Community Area**

There are numerous community organizations, agencies, and clubs including civic, business service and common-interest groups that provide opportunities for the proposed community residents to interact and share common interests. Following is a list of the different types of organizations and groups within the Birmingham-Hoover MSA.

**Birmingham Regional Chamber of Commerce** – The Chamber recently changed its name to reflect the view that Birmingham is no longer just the city itself, but the area surrounding it as well. According to the Chamber's Director of Research, it's the opinion of many that Birmingham is a regional community because of the continuing spread into the adjacent counties of Blount, Shelby, St. Clair, Walker, Bibb and Chilton and the transportation network that draw people from the seven-county area into the city.

**The Metropolitan Development Board** – This is an economic development group which supports the proposed community. Their scope of operation recognizes the interaction between residents and developments with the seven-county area. The organization has also defined the community in terms of the Birmingham-Hoover MSA.

**Regional Planning Commission of Greater Birmingham (RPC)** – The Birmingham Regional Planning Commission (BRPC) is an association of local governments within Blount, Chilton, Jefferson, Shelby, St. Clair and Walker Counties. The region includes the state's largest Metropolitan Statistical Area (MSA) and a total population of around a million people. This quasi-governmental agency primary purpose is the planning and application of Federal funds for various public projects. Evidence of the community nature of the metropolitan Birmingham area is found in the Federal Government's designation of RPC planning as a prerequisite for such projects. On February 16, 2000 the Birmingham Regional Planning Commission officially changed its name to the Regional Planning Commission of Greater Birmingham (RPC). The RPC is a resource used by member governments for a variety of purposes, some include,

- ❖ Community Planning
- ❖ Transportation and Transit Planning
- ❖ Information Management
- ❖ Economic Development

- ❖ Community Development
- ❖ Governmental Services and Special Projects

**Region 2020** – Region 2020 is a volunteer citizen's group concerned with defining regional needs, points of interest, and action plans in such areas as economics, transportation, and environmental preservation. This group is completely driven by individuals from throughout the proposed community. While this region consist of twelve counties, it is important to note that, it includes the proposed community (the seven-county area).

**Community Foundation of Greater Birmingham** – This group is a charitable endowment organization that is led by volunteers from the business community and that provides funding for various charities in the Birmingham area. The Community Foundation is focused on needs in the proposed community and considers the entire area to be a bona fide interacting community.

**Birmingham Metropolitan Planning Organization (MPO)** – The MPO is another agency which works throughout the community and involves all portions of the proposed Birmingham community. Closely related to the RPC, the MPO is primarily concerned with transportation funding.

**Housing and "Urban Development** – The U. S. Department of Housing and Urban Development has defined the Birmingham-Hoover MSA as a community for purposes of many of its programs related to housing opportunities and assistance. One such program is the Housing Opportunities for People with AIDS or HOPWA.

Although the central area could have been identified singularly for program administration, HUD has apparently concluded that there is sufficient interaction between residents in all parts of the MSA to consider the entire area as a community.

**Regional Growth Alliance** – This partnership was formed in 2001 as a means to encourage growth and cooperation in central Alabama. One of the goals of the Alliance is to bypass traditional jurisdictional lines by focusing on more meaningful regional issues that accurately reflect the nature of the community. The proposed community is the primary focus of this group.

### **Special Events**

**City Stages**, is an annual event that has been noted around the country for the quality musical acts performed over the course of the three-day festival. Total attendance for the festival has averaged approximately 180,000 attendees of which 110,000 represented residents from the seven-county area. This represents around 61 percent of the total attendance, according to statistics cited by the Director of Marketing for the City Stages festival.

**Newspapers and Other Periodicals**

The newspaper industry reflects an even more pronounced relationship to the proposed community. There are two daily newspapers, the *Birmingham News* and the *Birmingham Post Herald* distributed within the proposed community. The Birmingham News is the larger of the two and actually maintains an operating agreement with the Post Herald whereby the two papers jointly print weekend editions and the same facilities print all weekday editions. In many ways, though separately managed, the two papers operate as a single entity. There are no other major newspapers within the seven-county area, and therefore the residents are largely dependent on the Birmingham News and the Birmingham Post Herald for their coverage.

The table below illustrates the number of households within the four of the seven counties that subscribes to the two major newspapers.

County	Households	# of Subscribers in the Birmingham MSA	% of Total
Jefferson	205,238	119,468	58.2
Shelby	47,621	28,729	60.3
St. Clair	19,078	8,962	47.0
Blount	15,018	4,075	27.1

Based on the recent addition of Bibb, Chilton and Walker counties to the MSA, the statistics were not available for these counties. However, the distribution manager, estimates high subscription levels.

(b)(5),(b)(8)

The business plan clearly evidences the management team's intent to reach out and serve the proposed community.

Management believes that their current and proposed facilities, staff and available technology will deliver a highly satisfactory level of member service. Their structure will provide easy access to all potential members of the proposed community, with limited impact on the credit union's financial condition.

### Current and Proposed Facilities

The credit union currently operates ten full service facilities along with one express drive-through facility. Nine of the ten facilities are located in Jefferson County and one is located in Shelby County. The remaining office is located in Mobile, Alabama. In

(b)(4),(b)(8)

(b)(4)

geographically positioned and easily accessible to all the residents of the seven-county area. The commute from any given direction within the proposed community to a service facility is no more than 20 to 35 miles. More importantly, the residents routinely travel to the central metropolitan area daily to work, shop or study where the majority of the credit unions facilities are located.

UFCU also operates thirteen ATM's within the proposed community area. They

(b)(4),(b)(8)

### Current and Proposed Staffing

UFCU is currently staffed with 90 full-time and 5 part-time employees (b)(4)

(b)(4)

### Financial Services

UFCU offers a comprehensive line-up of services to meet the financial needs of the proposed community. Management is committed to serving the financial needs and

(b)(4)

Listed below are some of the financial products and services offered by the UFCU.

- Priority Checking
- Prime-time Checking
- Super Now Checking
- Certificates
- Club Accounts
- Business Accounts
- New and Used Auto Financing
- Risk-Based Lending
- Credit Cards
- Mortgage Loans
- Home Improvement Loans
- Equity Lines of Credit
- Personal Loans
- Financial Planning
- Brokerage Services
- Safe Deposit Boxes
- Cashiers Checks
- Money Orders
- Dealer Auto Financing
- Travelers Checks

The credit union also has a transactional website, "UFCU Connect" at [www.ufcu.com](http://www.ufcu.com) where members can access their account(s) via the internet 24 hours a days, seven days a week. UFCU Connect will allow the proposed community residents to benefit from online transactions such as;

- ❖ A summary of balances in the account
- ❖ Transfer of funds from one account to another or a joint account
- ❖ View and print checks that have cleared the account
- ❖ Request a withdrawal by check
- ❖ Apply for a loan

Additionally, the credit union offers Risk-Based Lending (RBL) which may benefit the proposed community. Particularly the underserved residents that have experienced credit problems and want to establish or rebuild their credit. In 1996, UFCU initially started their RBL program by offering automobile loans which expanded to include short-term real estate loans and then intermediate-term (15 years) real estate loans. More recently, signature loans were added to the RBL line-up. Approval for "A" and "B" applications are permitted at the loan officer level. Applications that fall in the "C" or "D" categories require review and approval by the Loan Committee. Unique collateral codes are used to allow for detailed monitoring for performance, delinquency, and charge-offs.

According to the management, the RBL program was well received by the members as

(b)(4)

Below is a table of UFCU's financial trends in recent years.

Key Ratios	12/99	12/00	12/01	12/02	06/03
Net Worth	9.89%	10.55%	10.95%	11.29%	11.08%
Delinquency	2.08%	1.79%	1.52%	0.61%	0.36%
Net Charge-Offs	1.63%	1.10%	1.37%	1.26%	0.83%
Earnings	0.77%	0.80%	0.76%	1.14%	1.51%
Loan /Shares	83.37%	92.47%	72.59%	61.70%	58.02%
Share Growth	8.53%	5.57%	7.50%	10.60%	18.38%
Loan Growth	9.90%	1.45%	12.00%	9.18%	5.95%

(b)(4),(b)(8)

#### 5. REGIONAL RECOMMENDATION

The credit union's application has satisfied all of the requirements for converting to a community charter as outlined in the Charter and Field of Membership Manual. UFCU has provided sufficient support to demonstrate that the proposed service area represents a local community where residents interact or share common interests. The business and marketing plans are reasonable and the UFCU will be able to provide quality financial services to residents throughout this community. Therefore, we recommend the NCUA Board approve UFCU's application to convert to a community charter.

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## **Serving the "Underserved" Residents**

Since 1995, UFCU has experienced and been very active in serving low to moderate income residents.

In 1995, the credit union expanded their field of membership to serve the Smithfield and Titusville neighborhoods as low-income communities, which were added based on the Field of Membership (FOM) rules in effect at that time. They currently serve 6,107 members of the 27,300 primary potential members.

They also serve 3,327 members that reside in underserved areas that qualify under the current FOM rules who were eligible to join through other means. This means, of the 48,517 credit union members, a total of 9,434 or 19.4 percent are underserved residents receiving credit union service.

To accomplish this, they put in place the facilities and services geared toward meeting the needs of people of modest means. For example, there is a full service facility and two ATM's in the heart of the low income areas. The members are eligible to take advantage of free checking accounts and free proprietary ATM service.

The credit union is also involved in several programs that provide for better housing opportunities for the underserved market. These programs include the, Titusville Housing Revitalization Plan (THRP) and the HousingPlus Program. The THRP involved Freddie Mac and the National Manufactured Housing Institute in a program to replace unsafe and unusable housing stock with modern affordable housing. The HousingPlus program is a joint venture between the University of Alabama at Birmingham Center for Urban Affairs, Fannie Mae, and local lenders.

The credit union serves as the depository and distribution point for affordable second mortgages funded through contributions of a local lender consortium. Additionally, the credit union has assisted several smaller minority owned businesses in the area with various financing arrangements for the purpose of securing buildings, equipment, and other operating needs.

Within the proposed community, there are numerous census tracts that qualify as underserved areas. Approval of this conversion allows approximately 230,000 or 22 percent of the proposed community resident's access to credit union service.

(b)(8)

(b)(8)

(b)(8)

### **Other Delivery Channels**

UFCU has long been known among other institutions as a leader in offering innovative services and in taking advantage of available technology. UFCU was one of the first credit unions in the country to offer voice response and, more recently, a transactional Internet web site. The credit union also pioneered indirect dealer lending in Alabama. Some other delivery channels include the following:

- ❖ FlashTalk Voice Response
- ❖ UFCU Connect Home Banking
- ❖ Call Center Service and Lending
- ❖ Dealer Indirect Point of Purchase Lending

(b)(8)

(b)(8)

**PROPOSED WORDING**

Persons who live, work, worship, or attend school in, and businesses and other legal entities located in Bibb, Blount, Chilton, Jefferson, Shelby, St. Clair, or Walker Counties, Alabama.



July 2, 2003

Joseph L. McGee, President  
University Federal Credit Union #24421  
P. O. Box 55377  
Birmingham, AL 35255

Dear Mr. McGee:

We approved the amendment to your charter as indicated below. To facilitate processing of field of membership expansion requests, our office will no longer send a complete copy of Section 5 of your charter with each amendment. We will only send the newly approved portion of Section 5 of the charter, and the instructions for your board's adoption as set forth in the following paragraphs. A complete revised Section 5 of your charter will be provided upon request.

The amendment may be placed in effect immediately by taking the following action:

1. Adoption, within 90 days of the date of this letter, by the board of directors at a meeting held in accordance with the procedures in your credit union's bylaws which are as follows:
  - a. All directors are given prior written notice, containing a copy of the proposed amendment, of said meeting.
  - b. Two-thirds of the authorized number of board members vote in favor of the amendment.
2. Proper completion and distribution of the enclosed certification of resolution form as follows:
  - a. The date of the board meeting must be entered on the original in ink or typed, and the form must be signed (in ink) by the board chairperson and secretary.
  - b. The properly dated and signed certification of resolution form together with this letter, must be filed with your credit union's official charter. There is no need to provide an executed copy to the National Credit Union Administration.

Accordingly, University Federal Credit Union is designated as a multiple common bond credit union and authorized to amend Section 5 of the Charter to read as follows:

"The field of membership shall be limited to those having the following common bonds:

1. Employees of organizations which are members of the Birmingham Regional Hospital Council, d.b.a. the Alabama Hospital Association in Birmingham, Alabama; (Approved as designated "Core Common Bond" 3/27/98)
2. Employees and physicians of Alabaster Internal Medicine who work in Alabaster, Alabama;
3. Employees and medical staff of Shelby Medical Center who work in Alabaster, Alabama;
4. Employees of Andalusia Health Care who work in Andalusia, Alabama;
5. Employees of Andalusia Manor Nursing Home who work in Andalusia, Alabama;
6. Employees of Atmore Nursing Center who work in Atmore, Alabama;
7. Employees of Southgate Village who work in Bessemer, Alabama;
8. Employees of Livingston Nursing Home who work in Bessemer, Alabama;
9. Physicians and employees of Baker and Bell, M.D., P.C. who work in Bessemer, Alabama;
10. Faculty, staff, employees, students, and alumni of the University of Alabama at Birmingham located in Birmingham, Alabama;
11. Employees and medical staff of the University of Alabama at Birmingham Medical Center who work in Birmingham, Alabama;
12. Employees of and physicians and medical staff affiliated with UAB Health Services Foundation who work in Birmingham, Alabama;
13. Employees and medical staff who work at the Baptist Medical Center Montclair in Birmingham, Alabama;
14. Employees and medical staff who work at the Baptist

**Medical Center Princeton in Birmingham, Alabama;**

**15. Employees who work at the Baptist Medical Center Corporate and General Offices in Birmingham, Alabama;**

**16. Employees of Blue Cross and Blue Shield of Alabama, headquartered in Birmingham, who work in the state of Alabama;**

**17. Employees and medical staff of AMI Brookwood Medical Center and its affiliates who work in Birmingham, Alabama;**

**18. Employees and medical staff of St. Vincents Hospital who work in Birmingham, Alabama;**

**19. Employees and medical staff who work at the Children's Hospital of Alabama located in Birmingham, Alabama;**

**20. Employees and medical staff who work at Health South Medical Center in Birmingham, Alabama;**

**21. Employees of Health South Rehabilitation who work in the corporate office in Birmingham, Alabama;**

**22. Employees and medical staff who work at the Veterans Administration Hospital in Birmingham, Alabama;**

**23. Employees and medical staff who work at the Eye Foundation Hospital in Birmingham, Alabama;**

**24. Employees and medical staff who work at Hillcrest Sunrise Hospital in Birmingham, Alabama;**

**25. Employees and volunteers who work at the Birmingham Area Chapter of the American Red Cross in Birmingham, Alabama;**

**26. Employees who work in the facilities of Roche Biomed (Formerly MedLab Associates) located in Birmingham, Alabama;**

**27. Employees and physicians who work at Cunningham Pathology in Birmingham, Alabama;**

**28. Employees and medical staff who work at Medical Park West in Birmingham, Alabama;**

**29. Employees and medical staff who work at Lakeshore Hospital in Birmingham, Alabama;**

30. Employees who work at Hillhaven Convalescent Center in Birmingham, Alabama;
31. Employees and medical staff who work at Longview General Hospital in Birmingham, Alabama;
32. Employees who work at Occupational Rehabilitation Center in Birmingham, Alabama;
33. Employees and medical staff who work at Jefferson Clinic in Birmingham, Alabama;
34. Employees and physicians who work at Birmingham Radiological Group in Birmingham, Alabama, or any of its affiliates also located in Birmingham: Highland Radiology, Medical Billings, Inc., Rescoe, Inc., and Independent Imaging;
35. Employees and staff of Psychiatry Associates who work in Birmingham, Alabama;
36. Employees and medical staff who work at Diabetes Hospital in Birmingham, Alabama;
37. Members of the Alabama Sight Conservation Association in the state of Alabama; employees of the Alabama Sight Conservation Association;
38. Members of the American Heart Association who work in the state of Alabama; employees of the American Heart Association;
39. Employees and staff of Neurosurgical Associates who work in or are paid from Birmingham, Alabama;
40. Employees and staff of Anesthesiology Associates who work in or are paid from Birmingham, Alabama;
41. Employees and staff of Birmingham Psychiatric Medical Services, P.C., who work in or are paid from Birmingham, Alabama;
42. Employees and staff of Anesthesia Services of Birmingham, P.C., who work in or are paid from Birmingham, Alabama;
43. Employees and staff who work at Fairview Nursing home in Birmingham, Alabama;

44. Employees and staff who work for Dr. Dennis Pappas, P.C., in Birmingham, Alabama;
45. Employees and staff who work at Seale Harris Clinic in Birmingham, Alabama;
46. Employees and staff who work at Henderson Walton Women's Center, P.C., in Birmingham, Alabama;
47. Employees and staff who work at Arlington Clinic in Birmingham, Alabama;
48. Employees and staff who work at all locations of Simon Williamson Clinic in Birmingham, Alabama;
49. Employees and staff who work at Lawaczek, McKinnon, and Eiland, P.C., in Birmingham, Alabama;
50. Employees and staff who work at Pleasant Grove Health Care Center in Birmingham, Alabama;
51. Employees and staff who work at Forestdale Health Care Center in Birmingham, Alabama;
52. Employees who work in the state of Alabama and are paid through the Beverly Health Care Centers corporate office in Birmingham, Alabama;
53. Employees and staff who work at Cottage Hill Health Care in Birmingham, Alabama;
54. Employees of Russ Pharmaceutical, Inc., who work in the Birmingham, Alabama sales and distribution facilities;
55. Employees and staff who work at Riverchase Health Care Center in Birmingham, Alabama;
56. Employees and staff who work at Brookwood OB/GYN Clinic in Birmingham, Alabama;
57. Employees and staff who work at Kirkwood by the River in Birmingham, Alabama;
58. Employees and staff who work at Parkside Lodge in Birmingham, Alabama;
59. Employees and staff who work for J. T. Benton, M.D., P.C., in Birmingham, Alabama;

60. Employees and staff who work at the Birmingham OB/GYN in Birmingham, Alabama;
61. Employees who work at the University Inn in Birmingham, Alabama;
62. Employees and staff of Alabama Psychiatric Services who work in or are paid from Birmingham, Alabama;
63. Employees paid through the corporate office of Home Health Care of North Alabama in Birmingham, Alabama;
64. Employees and staff of Cardiovascular Associates who work in or are paid from Birmingham, Alabama;
65. Employees and staff of Montclair Orthopaedic Surgeons who work in or are paid from Birmingham, Alabama;
66. Employees who work at Word Services, Inc., in Birmingham, Alabama;
67. Employees and volunteers who work in or are supervised from the Birmingham, Alabama office of Positive Maturity;
68. Employees and volunteers who work in or are supervised from the business office of United Way in Birmingham, Alabama;
69. Employees and staff who work at Sumpter Carmichael, M.D., P.C., in Birmingham, Alabama;
70. Employees who work at Planned Parenthood in Birmingham, Alabama;
71. Employees who work at all locations of Robert Turner Optical, Inc., in Birmingham, Alabama;
72. Employees and staff who work at Eastside Mental Health Center in Birmingham, Alabama;
73. Employees, staff, and contract workers who work regularly at Mr. Royal Towers in Birmingham, Alabama;
74. Employees who work at European Coiffures in Birmingham, Alabama;
75. Employees who work at Pardue, Morrison, Sheirer, Architects in Birmingham, Alabama;
76. Employees and staff of Alabama Urology Associates who work in or are paid from Birmingham, Alabama;

77. Employees and staff who work at Ruby Hill Nursing Home in Birmingham, Alabama;
78. Employees who work at the Stewart Organization in Birmingham, Alabama;
79. Employees who work at the Walker Drug Company in Birmingham, Alabama;
80. Members of the Southern Medical Association in the state of Alabama; employees of the Southern Medical Association;
81. Employees of Loyal American Insurance who work in the state of Alabama;
82. Employees and staff who work at Thuss Clinic, P.C., in Birmingham, Alabama;
83. Employees of Home Health, Inc., who work in or are paid from Birmingham, Alabama;
84. Members of the Alabama Association of Credit Executives headquartered in Birmingham, Alabama; employees of the Alabama Association of Credit Executives;
85. Members of the Alcohol and Drug Abuse Council of Alabama in the state of Alabama; employees of the Alcohol and Drug Abuse Council of Alabama;
86. Employees and staff who work at Summitt Medical Center in Birmingham, Alabama;
87. Employees paid from the Birmingham Corporate office of, and members of, Civitan International in Birmingham, Alabama;
88. Employees who work at McGriff Dowdy and Associates in Birmingham, Alabama;
89. Employees who work at Cox Thomas Ocular Prosthetic Laboratory, Inc., in Birmingham, Alabama;
90. Employees and staff who work at Birmingham Outpatient Care Center in Birmingham, Alabama;
91. Employees and members of the Jefferson County Medical Society in Birmingham, Alabama;
92. -Employees who work at Sportslife in Birmingham, Alabama;

93. Employees and staff of Gastroenterology Associates in who work in or are paid from Birmingham, Alabama;
94. Employees who work for Robert Baldwin, M.D., P.C., in Birmingham, Alabama;
95. Employees who work at the Crisis Center in Birmingham, Alabama;
96. Employees of Health Care Services of America who work in or are paid from Birmingham, Alabama;
97. Members of the Jefferson Shelby Lung Associations in the state of Alabama; employees of the Jefferson Shelby Lung Associations;
98. Employees who work at Health Ventures, Inc. in Birmingham, Alabama;
99. Members of the Alabama Council on Epilepsy in the state of Alabama;
100. Employees and staff of Glenwood Mental Health Services who work in or are paid from Birmingham, Alabama;
101. Employees who work at the St. Andrews Foundation in Birmingham, Alabama;
102. Employees who work at the Alethia House in Birmingham, Alabama;
103. Members of the Eastside Baptist Church in Birmingham, Alabama; staff and employees of the Eastside Baptist Church;
104. Members of the Birmingham Humane Society in Birmingham, Alabama; employees of the Birmingham Humane Society;
105. Employees and staff who work at Vargas and Pino, P.C., in Birmingham, Alabama;
106. Employees and staff who work at Alabama Ophthalmology, P.C., in Birmingham, Alabama;
107. Employees who work at CADO Systems, Inc., in Birmingham, Alabama;
108. Employees and staff of Birmingham Psychiatry, P.C., who work in or are paid from Birmingham, Alabama;
109. Members of the Independent Presbyterian Church in Birmingham, Alabama; staff and employees who work at the Independent Presbyterian Church;

110. Employees who work at Complete Health, Inc., in Birmingham, Alabama;
111. Employees and staff of Kimberly Services who work in or are paid from Birmingham, Alabama;
112. Employees and staff of Retina and Vitreous Associates, P.C., who work in or are paid from Birmingham, Alabama;
113. Members of the Roebuck Park Baptist Church in Birmingham, Alabama; staff and employees who work at Roebuck Park Baptist Church;
114. Members of the Central Park Baptist Church in Birmingham, Alabama.; staff and employees who work at Central Park Baptist Church;
115. Members of the Hillcrest Baptist Church in Birmingham, Alabama; staff and employees that work at the Hillcrest Baptist Church;
116. Members of the of Alabama Christian Churches located in the state of Alabama; staff and employees of the Alabama Christian Churches;
117. Employees and staff of the Wales Goebel Ministries, Inc., who work in are supervised from Birmingham, Alabama;
118. Members of Cathedral of the Cross in Birmingham, Alabama; staff and employees who work at Cathedral of the Cross;
119. Members of South Avondale Baptist Church in Birmingham, Alabama; staff and employees who work at South Avondale Baptist Church;
120. Employees and staff who work at Metro Pediatrics, P.C., in Birmingham, Alabama;
121. Employees and staff of Outpatient Diagnostic Center who work in Birmingham, Alabama;
122. Employees who work at Long's Electronic in Birmingham, Alabama;
123. Employees who work at St. Martin's in the Pines in Birmingham, Alabama;
124. Employees and staff of Bobby Lemay, M.D., P.C., in Birmingham, Alabama;
125. Employees who work at Alabama Respiratory Disease Clinic, Inc., in Birmingham, Alabama;

126. Employees and staff who work at Pediatrics East, P.C., in Birmingham, Alabama;
127. Members of the Better Business Bureau of Birmingham in Birmingham, Alabama; employees of the Better Business Bureau of Birmingham;
128. Employees of Health Care Staffing Service, Inc., who work in or are paid from Birmingham, Alabama;
129. Employees who work at the Walmart Store located on Parkway East in Birmingham, Alabama (Walmart headquarters Bentonville, Arkansas);
130. Employees who work at the Shoney's restaurant located on Parkway East in the Huffman community of Birmingham, Alabama; (Owned by Shoney's South Corp. Nashville, Tennessee.)
131. Employees who work at Adventure Travel in Birmingham, Alabama;
132. Employees who work at the Springville Road location of Costa's BBQ in Birmingham, Alabama;
133. Employees who work at Jim Skinner Ford in Birmingham, Alabama;
134. Employees who work at Jefferson Memorial Funeral Home in Birmingham, Alabama;
135. Employees and staff who work at Birmingham Bone and Joint Clinic in Birmingham, Alabama;
136. Members of the Princeton Towers Residents Association in Birmingham, Alabama;
137. Employees who work at the Huffman and Vestavia offices of Metropolitan Life Insurance in Birmingham, Alabama;
138. Employees who work at Roehuf Restaurants in Birmingham, Alabama;
139. Employees of the Bill Davison Evangelistic Association who work in or are paid from Birmingham, Alabama;
140. Employees who work at the Birmingham Turf Club in Birmingham, Alabama;
141. Employees and staff who work at the Alabama Orthopaedic and Spine Center in Birmingham, Alabama;

142. Members of the Southside Baptist Church in Birmingham, Alabama; staff and employees who work at the Southside Baptist Church;
143. Employees and staff who work for Tom Vaughn, M.D., P.C., in Birmingham, Alabama;
144. Employees of Metamorphosis Ministries who work in or are paid from Birmingham, Alabama;
145. Members of the Ridgecrest Baptist Church in Birmingham, Alabama; staff and employees who work at the Ridgecrest Baptist Church;
146. Employees who work at the Huffman location of Midas Muffler, Inc., in Birmingham, Alabama;
147. Employees who work at Pine Hill Health Care Center in Birmingham, Alabama;
148. Members of the Children's Aid Society in Birmingham, Alabama; employees of the Children's Aid Society;
149. Employees who work at the Jefferson County Medical Foundation Trust in Birmingham, Alabama;
150. Employees who work at East Haven Health Care in Birmingham, Alabama;
151. Employees who work at the Park Inn in Birmingham, Alabama;
152. Employees who work at Plantation Manor Nursing Home in Birmingham, Alabama;
153. Employees of TCBY Yogurt Shops in metropolitan Birmingham, Alabama who are paid by Yogurt Systems I, LTD, in Birmingham, Alabama;
154. Employees who work at Apolo Business Machines in Birmingham, Alabama;
155. Employees of Princeton Health Care Services who work in or are paid from Birmingham, Alabama;
156. Employees who work at Health Care Recruiters in Birmingham, Alabama;
157. Employees who work at Medical Rep News in Birmingham, Alabama;
158. Employees who work at the Alabama Quality Assurance Foundation in Birmingham, Alabama;

159. Employees who work at Southeastern Medical, Inc., in Birmingham, Alabama;
160. Employees who work at the Brookwood and Hoover locations of Opti World in Birmingham, Alabama;
161. Employees who work at Railroad Furniture in Birmingham, Alabama;
162. Employees who work at Ensley Fairfield Mattress & Upholstery Company in Birmingham, Alabama;
163. Employees who work at Environ Services in Birmingham, Alabama;
164. Employees of the Bradford Group who work in or are paid from Birmingham, Alabama;
165. Employees who work at the Jefferson News Company in Birmingham, Alabama;
166. Employees who work at Richards Meat Products, Inc., in Birmingham, Alabama;
167. Employees who work at Central Steel Service in Birmingham, Alabama;
168. Employees who work at National Heritage Mortgage Company in Birmingham, Alabama;
169. Employees who work at Poole Funeral Chapel in Birmingham, Alabama;
170. Employees who work at Alcoholism Recovery Services in Birmingham, Alabama;
171. Employees who work at Allestes Medical Lab in Birmingham, Alabama;
172. Employees who work at the Alabama Renal Stone Institute in Birmingham, Alabama;
173. Employees who work at Tek South in Birmingham, Alabama;
174. Employees who work at Budget Rent A Car in Birmingham, Alabama;
175. Employees who work at Allied Building Products in Birmingham, Alabama;
176. Employees who work at Industrial Products, Inc., in Birmingham, Alabama;

177. Employees who work at Hayes T. Williams M.D., P.C., in Birmingham, Alabama;
178. Employees who work at Ragsdale and Baker, P.C., in Birmingham, Alabama;
179. Employees who work at Bushelon Funeral Home in Birmingham, Alabama;
180. Employees who work at Grey Memorial Funeral home in Birmingham, Alabama;
181. Employees who work at ATI Medical, Inc., in Birmingham, Alabama;
182. Employees who work for Leon Ware, M.D., P.C., in Birmingham, Alabama;
183. Employees who work at American Health Research and Testing, Inc. in Birmingham, Alabama;
184. Employees and staff who work at Alabama Sports Medicine Institute in Birmingham, Alabama;
185. Employees and staff of Urology Associates, P.C., who work in or are paid from Birmingham, Alabama;
186. Employees who work at Shortridge Funeral Home in Birmingham, Alabama;
187. Employees who work for Herbert A. Slamen, DMD, in Birmingham, Alabama;
188. Employees who work for Ford Turner, DMD, in Birmingham, Alabama;
189. Employees who work at Marsh Bake Shop in Birmingham, Alabama;
190. Employees who work at Office Dynamics in Birmingham, Alabama;
191. Employees who work at Engineering Service Associates, Inc., in Birmingham, Alabama;
192. Employees and staff who work at Frank Kay Clinic in Birmingham, Alabama;
193. Employees and staff who work for Foster & Johnson, M.D., P.C., in Birmingham, Alabama;
194. Employees and staff who work for George C. Pitts, M.D., P.C., in Birmingham, Alabama;

195. Employees who work at Roberts Service Funeral Home in Birmingham, Alabama;
196. Employees who work at Life Diagnostic Radiology in Birmingham, Alabama;
197. Employees who work at Sunrise Lifecare, Inc., in Birmingham, Alabama;
198. Employees and staff who work at Southside Internist Group, P.C., in Birmingham, Alabama;
199. Employees and staff who work at Roebuck Dental Center, P.C., in Birmingham, Alabama;
200. Members of the American Diabetes Association in the state of Alabama; employees of the American Diabetes Association;
201. Employees and staff who work for Joseph M. Dixon, M.D., P.C., in Birmingham, Alabama;
202. Employees who work at Alabama Brace Company, Inc., in Birmingham, Alabama;
203. Employees who work at WBMG TV Channel 42 in Birmingham, Alabama;
204. Employees and staff who work at Lakeview Internist Medical Group in Birmingham, Alabama;
205. Employees and staff who work at Pulmonary Medicine Associates, P.C., in Birmingham, Alabama;
206. Employees and staff who work at Princeton Pulmonary, P.C., in Birmingham, Alabama;
207. Employees who work at all locations of Jim Clay Opticians in Birmingham, Alabama;
208. Employees and staff who work at Brookwood Oncology/Hematology Associates, P.C., in Birmingham, Alabama;
209. Employees who work at Healthco International Dental Services, Inc., in Birmingham, Alabama;
210. Employees who work at the Association for Retarded Citizens in Birmingham, Alabama;

211. Employees of Southern Progress Corporation and all of its departments and divisions who work in or are paid from Birmingham, Alabama;
212. Employees who work at West Princeton Dental Clinic in Birmingham, Alabama;
213. Employees who work at Self Nursing Home in Birmingham, Alabama;
214. Employees who work at R. Marshall Pitts, M.D., P.C., in Birmingham, Alabama;
215. Employees and staff who work at Biomed Associates, P.C., in Birmingham, Alabama;
216. Employees who work at Princeton Diagnostic Center in Birmingham, Alabama;
217. Employees who are paid through Associated Health Professionals in Birmingham, Alabama;
218. Employees who work at Analytical Medical Enterprises, Inc., in Birmingham, Alabama;
219. Employees who work at Interiorscapes, Inc., in Birmingham, Alabama;
220. Employees and staff of Physicians Physical Therapy Services, P.C., who work in or are paid from Birmingham, Alabama;
221. Employees who work at U Care in Birmingham, Alabama;
222. Employees who work at Gift Services, Inc., in Birmingham, Alabama;
223. Employees and members of the Southeastern Pathology Association in Birmingham, Alabama;
224. Employees who work for J.L. Sanderson, M.D., P.C., in Birmingham, Alabama;
225. Employees who work at the Tutwiler Hotel in Birmingham, Alabama;
226. Employees paid through Partners Health Plan in Birmingham, Alabama;
227. Employees and staff who work at Homewood Medical Clinic in Birmingham, Alabama;
228. Employees who work at Med Center Mazda in Birmingham, Alabama;

229. Employees paid through the corporate office of Health Care Training Institute and its subsidiary Career Development Institute in Birmingham, Alabama;
230. Employees and staff of Fortinberry and Associates, P.C., in Birmingham, Alabama;
231. Employees who work at Instant Sign, Inc., in Birmingham, Alabama;
232. Employees who work at the Hoover, Center Point, and Fairfield locations of Homequarters Warehouse in Birmingham, Alabama;
233. Employees and staff who work at Eagan, Dailey, and Farcia, P.C., in Birmingham, Alabama;
234. Members of the Alabama Medical Association in the state of Alabama; employees of the Alabama Medical Association;
235. Members of the Alabama Dental Association in the state of Alabama; employees of the Alabama Dental Association;
236. Employees who work at Ivan Leonard Chevrolet in Birmingham, Alabama;
237. Employees who work at Baptist Montclair Nursing Home in Birmingham, Alabama;
238. Employees who work at the Birmingham, Alabama facility of the Bama Food Products Division of Borden, Inc.;
239. Employees who work at Westgate Village, Inc., in Brewton, Alabama;
240. Employees who work at Carbon Hill Health Care Center in Carbon Hill, Alabama;
241. Employees and medical staff who work at Baptist Medical Center Cherokee in Centre, Alabama;
242. Employees who work at Cherokee County Nursing Home in Centre, Alabama;
243. Employees and medical staff who work at Central Alabama Community Hospital in Clanton, Alabama;
244. Employees who work at Chilton County Basket Works in Clanton, Alabama;

245. Employees who work at Jones Feed & Seed in Clanton, Alabama;
246. Employees who work at The Elastic Corporation of America in Columbiana, Alabama;
247. Employees and medical staff who work at AMI Columbiana Clinic in Columbiana, Alabama;
248. Employees who work at Crossville Nursing Home in Crossville, Alabama;
249. Employees and medical staff who work at Lakeshore Community Hospital in Dadeville, Alabama;
250. Employees who work at PLA of Dothan in Dothan, Alabama;
251. Employees who work at Autumn Breeze Health Care Center in Eight Mile, Alabama;
252. Employees and medical staff who work at Lakeview Community Hospital in Eufala, Alabama;
253. Employees and medical staff who work at Baptist Medical Center DeKalb in Ft. Payne, Alabama;
254. Employees who work at Mountain Manor Nursing Home in Ft. Payne, Alabama;
255. Employees and members of the DeKalb County Hospital Association in Ft. Payne, Alabama;
256. Employees of Dekalb Ambulance Service who work in or are paid from Ft. Payne, Alabama;
257. Employees and medical staff who work at Georgiana Community Hospital in Georgiana, Alabama;
258. Employees and medical staff who work at Marion County General Hospital in Hamilton, Alabama;
259. Employees who work at Marion County Nursing Home in Hamilton, Alabama;
260. Employees and medical staff of Walker Regional Medical Center in Jasper, Alabama;
261. Employees who work at WW Components Engineering in Jasper, Alabama;

262. Employees of Community Health Systems, Inc., who work in or are paid from Jasper, Alabama;
263. Employees who work at Guaranteed Labels & Silk Screening, Inc., in Leeds, Alabama;
264. Employees who work at Madison Manor Nursing Home in Madison, Alabama;
265. Employees who work at Apple Electronic in McCalla, Alabama;
266. Employees and staff who work at Heritage Nursing and Convalescent Center in Mobile, Alabama;
267. Employees who work at Ross Clayton Funeral Home in Montgomery, Alabama;
268. Employees of Northport Health Services, Inc., who work in or are paid from Northport, Alabama;
269. Employees who work at Spradling Originals, Inc., in Trussville, Alabama;
270. Employees and medical staff who work at George H. Lanier Memorial Hospital in Valley, Alabama;
271. Employees and medical staff who work at Lamar Regional Hospital in Vernon, Alabama;
272. Members of record of the above named groups as of the date of this charter, January 2, 1992;
273. Employees of the Sheraton Civic Center Hotel who work in Birmingham, Alabama; (App. 1/15/92)
274. Employees of Honea and Houserman, P.C., d/b/a/ Assisted Reproductive Technology who work in Birmingham, Alabama; (App. 2/1/92)
275. Employees of Lee B. Chapman., M.D., P.A., and Galleria Woods who work in Birmingham, Alabama; (App. 3/16/92)
276. Employees of The Wynfrey Hotel at Riverchase Galleria who work in Birmingham, Alabama; (App. 4/20/92)
277. Employees of James B. Kelly, M.D., P.C. who work in Birmingham, Alabama; (App. 4/20/92)

278. Members of record of the Providence Mobile Federal Credit Union as of May 8, 1992; Employees, doctors, medical staff, and technicians of Providence Hospital of Mobile, and Springhill Memorial Hospital who work in Mobile, Alabama; volunteers who work at the above hospitals; medical employees of staff doctors of the above hospital;

- a. Employees of Internal Medicine Associates, P.A., who work in Mobile, Alabama;
- b. Employees of Little Sisters of the Poor who work in Mobile, Alabama;
- c. Employees of Hematology Oncology Center and Maria Moman Lovett, M.D., who work in Mobile, Alabama;
- d. Employees of West Mobile Family Practice, Dauphin Health Care Facility, Lynwood Nursing Home, and Cardio Thoracic and Vascular Surgical Associates, P.C., who work in Mobile, Alabama;
- e. Employees of Mobile Diagnostic Center and Allen Memorial Home who work in Mobile, Alabama;
- f. Employees of Physician's Outpatient Diagnostics, Ltd., and Mobile Bone & Joint Center, P.A., who work in Mobile, Alabama;

279. Employees of International Paper Company who work in or are supervised from the Bel Air offices in Mobile, Alabama; (App. 6/15/92)

280. Employees of Robinson Brothers and Radney Funeral Home, Inc., who work in Mobile, Alabama; employee of Assistive Devices II, Richard Mixon Heating & Air, a division of EFM, Inc., and The Design Studio who work in Birmingham, Alabama; employees of Southern Biomedical, Inc., who work in Hoover, Alabama; employees of Con Serv who work in Gardendale, Alabama; (App. 7/20/92)

281. Employees of the Birmingham Jefferson County Transit Authority who work in or are supervised from Birmingham, Alabama; (App. 9/21/92)

282. Employees of the following employer groups who work in the named location in Alabama:

A & M Steel Fabricators Birmingham  
Alabama Classic Homes, Inc., Birmingham  
Fountain Ambulance Service, Inc., Mobile  
Robert R. Williams Mobile  
Azalea Nursing Centre Mobile

**Airland Corporation Mobile**

**283. Members of the following Local Unions of the International Brotherhood of Electrical Workers in Birmingham, Childersburg, Gadsden, or Montevallo, Alabama: Local #136, Local #253, Local #656, Local #1406, Local #1871, Local #1629, Local #1564, and Local 1903;**

**284. Employees of Cardiology Associates of Mobile, P.C., who work in Mobile, Alabama; employees of Advanced Cosmetic Techniques, Inc., and NEWtrition Connection who work in Birmingham, Alabama;**

**285. Employees and contractor employees of Mobile Aerospace Engineering, Inc., who work in or are paid from or are supervised from Mobile, Alabama; employees of Singapore Aerospace USA and Mobile Aerospace Engineering Aircraft Avionics Systems, Inc., who work in or are paid from or are supervised from Mobile, Alabama; employees of Ergo Science, Inc., I.E. Information Engineering, Kleins Florist & Gifts, MICD Adult Day Health Center and Discovery 2000 who work in Birmingham, Alabama; employees of Protocare who work in Mobile, Alabama; (Rev. 6/27/95)**

**286. Members and employees of the Plumbers and Steamfitters, Local 91, AFL, in Birmingham, Alabama (this amendment reflects finalization of the Purchase and Assumption Agreement of the P&SF Federal Credit Union as of March 26, 1993);**

**287. Employees of D Day's Tag A Long, L & L Company, Patti's Place, Inc., and Pioneer Construction Company who work in Birmingham, Alabama; employees of Twin Oaks Nursing Home who work in Mobile, Alabama;**

**288. Employees of Lyon Properties, Inc., who work in Mobile, Alabama;**

**289. Employees of Trimm Company and High Line Sales who work in Birmingham, Alabama; employees of Rehab South who work in Jasper, Alabama; employees of the USS Alabama Battleship Memorial Park who work in Mobile, Alabama; (App. 8/11/93)**

**290. Employees of the following named groups who work in or are paid from or are supervised from Mobile, Alabama; (Merger 9/14/93)**

**Harrison Bros. Drydock & Shipbuilding Company  
Cargill Marketing Company, Inc.,  
Henry Marine Service Dry Dock Company  
Atlantic Marine, Inc.,  
Alabama Shipyard, Inc.,  
Atlantic Land Corp.  
Oil Recovery Company, Inc.,**

Occidental Coating Company., Inc.,  
Bird Johnson, Inc., - Mobile Division  
Separation and Filtration Enterprises, Inc.,  
Clark Sand Company  
Bird Johnson Company - Pascagoula, Mississippi Division  
Mill and Marine Supply, Inc.  
Safe Company, Inc.,  
Aalborg-Cisers, Inc.,

291. Employees of Capps College who work in Mobile, Alabama; employees of Career Services who work in Birmingham, Alabama; (App. 9/16/93)

292. Employees of Allied Building Products, Inc., Priority Software, Psychiatric Care Day Hospital Center, Inc., Employers Drug Program Management, Inc., and Superock Block Company, Inc., who work in Birmingham, Alabama; (App. 10/12/93)

293. Employees of Mobile Aids Support Services who work in Mobile, Alabama; employees of Cosmos Pizza who work in Birmingham, Alabama; employees of Harshberger Prosthetic and Orthotic Center who work in Birmingham, and Mobile, Alabama; employees of Smith's Bakery who work in Mobile, Alabama; (App. 11/18/93)

294. Employees of Northwest Alabama Treatment Center, Inc., who work in Bessemer, Alabama; employees of First Real Estate Corporation of Alabama who work in Birmingham, Alabama; (App. 12/16/93)

295. Employees of Appliance Contractors, Inc., who work in Hoover, Alabama; employees of Heritage Masonry, Inc., and Hart-Greer Ltd., Inc., who work in Birmingham, Alabama; (App. 2/24/94)

296. Employees of Lumberjack Supply, Inc., who work in Birmingham, Alabama; (App. 3/9/94)

297. Employees of Alacare Home Health Services, Inc., who work in Birmingham, Alabama; (App. 4/6/94)

298. Employees of Air Care, Inc., who work in Birmingham, Alabama; (App. 5/5/94)

299. Employees of J. Cameron's Cafe who work in Birmingham, Alabama; (App. 6/3/94)

300. Employees of Acousti Engineering of Alabama, Inc., who work in Birmingham, Alabama; (App. 7/27/94)

301. Members of El Bethel Baptist Church in Mobile, Alabama, to a maximum of 2,500 members; employees of the El Bethel Baptist Church and Day Care Center who work in Mobile, Alabama; employees of Wolbach Brothers, Inc., who work in Birmingham, Alabama; (App. 8/29/94)

302. Employees of Stemley Baptist Church who work in Talladega, Alabama;

Members of the Stemley Baptist Church in Talladega, Alabama, limited to a maximum of 2,500 members; (App. 12/5/94)

303. Members of the Warriors of the Word Church located in Bessemer, Alabama, who qualify for membership in accordance with their charter and bylaws in effect on February 28, 1995, limited to a maximum of 2,500 members;

Natural-person members of the Birmingham Jefferson Metro Chamber of Commerce located in Birmingham, Alabama, who qualify for membership in accordance with their charter and bylaws in effect on February 28, 1995, limited to a maximum of 2,500 members

Employees of the Birmingham Jefferson Metro Chamber of Commerce who work in Birmingham, Alabama; (App. 2/28/95)

304. Employees of Five Points Exchange, Inc., who work in Birmingham, Alabama; (App. 3/2/95)

305. Persons who live in the area of Birmingham, Alabama known as Smithfield, a low-income community as defined in Section 701.32 of the National Credit Union Administration Rules and Regulations, bounded as follows:

North: east along the Bankhead Highway to 7th Street; north along 7th Street to Village Creek; north along Village Creek to 4th Street, North;

South: west along Southern Railroad from I-65 to Center Street; north along Center Street to Tuscaloosa Avenue; west along Tuscaloosa Avenue to 2nd Street, SW; north along 2nd Street to Southern Railroad; west along Southern Railroad to 8th Street;

East: south along 4th Street to 16th Avenue, North; east along 16th Avenue to 5th Street; south along 5th Street to 15th Avenue; east along 15th Avenue to I-65; south along I-65 to Southern Railroad;

West: north on 8th Street/Arkadelphia Road from Southern Railroad to 9th Court; west along 9th Court to the Birmingham Southern property line; north along the Birmingham Southern property line to I-59/20; east along I-59/20 to Arkadelphia Road; north along Arkadelphia Road to the Bankhead Highway.

Persons who live in the area of Birmingham, Alabama known as Titusville, a low-income community as defined in Section 701.32 of the National Credit Union Administration Rules and Regulations, bounded as follows:

North: east along Southern Railroad from M.L. King Jr. Drive to I-65 and east on Dennison Avenue from 14th Street to M.L. King Jr. Drive;

South: northeast along L&N Railroad from M.L. King Jr. Drive to I-65 and east along Nassau Avenue from 14th Street to M.L. King Jr. Drive

East: northeast along L&N Railroad from M.L. King Jr. Drive to I-65

West: north along 14th Street from Nassau Avenue to Dennison Avenue and north along M.L. King Jr. Drive from L&N Railroad to Southern Railroad.

(App. L.I. 04/18/95)

306. Employees of the Mental Retardation and Developmental Disabilities Health Care Authority of Jefferson County, Inc., who work in Birmingham, Alabama; (App. 4/20/95)

307. Employees of Visiting Nurse Association of Mobile, Inc., who work in or are paid from or are supervised from Mobile, Alabama; employees of South Alabama Chapter National Safety Council who work in Mobile, Alabama; (App. 5/4/95)

308. Employees of Isomed, Inc., and Schoel, Ogle, Benton and Centeno, Attorneys at Law, who work in Birmingham, Alabama; (App. 6/19/95)

309. Employees of Pat's Balloon Express and Eagle Security, Inc., who work in or are paid from Birmingham, Alabama; (App. 6/27/95)

310. Employees of Alabama Health Care Marketing, Inc. who work in Birmingham, Alabama; (App 7/27/95)

311. Employees of South Highland Child Development Center, Inc., who work in Birmingham, Alabama; (App. 8/18/95)

312. Employees of the Community Swim Club, Inc., who work in Birmingham, Alabama; (App. 8/28/95)

313. Employees of the named employer groups who work in Birmingham, Alabama:

Southside Cellar Brewing Company  
Sandra L. Zahradka, M.D., P.C.  
Skinpath, P. C.

Natural-person members of the Cathedral of Greater Faith Church located in Birmingham, Alabama, who qualify for membership in accordance with their

charter and bylaws in effect on September 19, 1995, limited to a maximum of 2,500 members;

(App. 9/19/95)

314. Employees of the named employer groups who work in Birmingham, Alabama:

Richmond Properties, Inc.,  
S & J Security System Company;

(App. 10/25/95)

315. Employees of the named employer groups who work in Birmingham, Alabama or the named city in Alabama:

Flooring Contractors, Inc., - Homewood, Alabama  
Birmingham Health Care for the Homeless Coalition, Inc.,  
St. Mary's-on-the-Highlands Episcopal Church;

(App. 11/17/95)

316. Employees of the named employer groups who work in Birmingham, Alabama:

M.W.E., Inc., d/b/a/ O.T.'s Sport's Grill;  
Marketry;  
The Parliament House;

(App. 12/22/95)

317. Employees of the named employer groups who work in Birmingham, Alabama:

Alabama Chapter of International Transplant Nurses Society;  
Nahab, Inc.,  
Art Atlas, Inc.;

(App. 1/23/96)

318. Employees of the listed employer groups who work in Birmingham, or the named location in Alabama:

Virginia College at Birmingham;  
H & H Enterprises;  
Billitz Construction Company - Adamsville;  
STaRnet-USA, Inc.;

Students enrolled in the Virginia College at Birmingham, located in Birmingham, Alabama, limited to a maximum of 2,500 members;

(App. 2/13/96)

319. Employees of the listed employer groups who work in Birmingham, Alabama:

International Pharmacy Management;  
S & J Tax Service;  
PsychPartners;

(App. 3/20/96)

320. Employees of the listed employer groups who work in Birmingham, Alabama or the named location:

Roy G. Davidson, Jr., D.D.S., P.C.;  
BioHorizons, Inc.;

(App. 4/12/96)

321. Employees of the listed employer groups who work in Birmingham, Alabama:

Eighth Avenue Plaza Liquor Store;  
R-3 Cafe;  
Marcus Whitman, Jr., M.D.;  
Eighth Avenue Records & Tapes;

(App. 5/21/96)

322. Employees of the listed employer groups who work in Birmingham, Alabama:

Covenant Heating & Air Conditioning;  
Provider Management, Inc.;  
Metropolitan Patrol Agency Uniform Services Division;

(App. 6/13/96)

323. Employees of the listed employer groups who work in Birmingham, Alabama or the named location:

Neighborhood Network;

Project H.E.L.P. USA;  
On the Avenue;  
Med Health Management, Inc.;  
Smithfield Fitness Center;

(App. 6/28/96)

324. Employees of the listed employer groups who work in Birmingham or the named location in Alabama:

Checking Cashing Services of Alabama - Fairfield;  
Motive Services;

Natural-person voting members of the New Community Church of the Nazarene located in Birmingham, Alabama, who qualify for membership in accordance with their charter and bylaws in effect on July 30, 1996, limited to a maximum of 2,500 members;

Natural-person voting members of the First Baptist Church of Graymont located in Birmingham, Alabama, who qualify for membership in accordance with their charter and bylaws in effect on July 30, 1996, limited to a maximum of 2,500 members;

(App. 7/30/96)

325. Employees of the listed employer groups who work in the named location in Alabama:

Dreamland Barbecue - Fairfield;  
Cicio & Cicio, P.C., - Birmingham;

(App. 10/1/96)

326. Groups of persons with occupational common bonds which are located within 25 miles of one of the credit union's service facilities, which have provided a written request for service to the credit union, which do not presently have credit union service available, and which have no more members in the group than the maximum number established by the NCUA Board for additions under this provision: Provided, however, that the National Credit Union Administration may permanently or temporarily revoke the power to add groups under this provision upon a finding, in the Agency's discretion, that permitting additions under this provision are not in the best interests of the credit union, its members, or the National Credit Union Share Insurance Fund; (App. 8/29/94 ) - Revoked per injunction issued 10/25/96

326. All groups enrolled in accordance with the Streamlined Expansion Procedure prior to the 10/25/96 court injunction that are included in the SEP Log received in the Regional Office as of January 4, 1999; (App. 2/1/99)

327. Employees of Pat Peck Nissan who work in Mobile, Alabama; (App. 2/1/99)

328. Employees of Metro Electric Co., Inc. who work in Adamsville, Alabama; (App. 2/1/99)

329. Employees of Adams & Associates, Inc. who work in Mobile, Alabama; (App. 2/1/99)

330. Employees of Southeastern Propeller Service Co. who work in Prichard Alabama; (App. 2/3/99)

331. Employees of Walashek Industrial & Marine who work in Theodore, Alabama; (App. 2/3/99)

332. Employees of Dapa Products, Inc. who work in Irondale, Alabama; (App. 2/3/99)

333. Employees of Financial Forms & Supplies, Inc., d.b.a. Stewart Printing, Inc., who work in Pelham, Alabama; (App. 2/10/99)

334. Employees of Eastern Medical Specialists, P.C., who work in Birmingham, Alabama; (App. 3/12/99)

335. Employees of Res-Care Alabama, Inc., who work in or are paid from Birmingham, Alabama; (App. 3/30/99)

336. Employees of Bailey's Spur who work in Birmingham, Alabama; (App. 3/30/99)

337. Employees of South Hall of Hoover, L.L.C., who work in Birmingham, Alabama; (App. 4/13/99)

338. Employees of Jetsort who work in Birmingham, Alabama; (App. 4/28/99)

339. Employees of Coats & Co., Inc., who work in Birmingham, Alabama; (App. 4/28/99)

340. Employees of Ascension Resources who work in Birmingham, Alabama; (App. 6/7/99)

341. Employees of LD Trucking Co., LLC, who work in Birmingham, Alabama; (App. 7/29/99)

342. Employees of Beauty Spa @ Lake Crest, who work in Hoover, Alabama; (App. 8/25/99)
343. Employees of Bhate Environmental, Inc., who work in Birmingham, Alabama; (App. 10/4/99)
344. Employees of Birmingham Gastroenterology Associates, P.C who work in Birmingham, Alabama; (App. 10/26/99)
345. Employees of Bottega Restaurant who work in Birmingham, Alabama; (App. 11/10/99)
346. Employees of The Mitral Valve Prolapse Center of Alabama who work in Birmingham, Alabama; (App. 2/4/2000)
347. Employees of Hospital Housekeeping Systems who work in Birmingham, Alabama; (App. 3/9/00)
348. Employees of Inheritance Town Child Care Center who work in Tarrant, Alabama; (App. 3/22/00)
349. Members of the Plumbers and Steamfitters Local Union 119, located in Mobile, Alabama who qualify for membership in accordance with its charter and bylaws in effect on March 24, 2000; (App. 3/24/00)
350. Employees of Hassler Machine Company, Inc. who work in Birmingham, Alabama; (App. 4/10/00)
351. Employees of Automotive Enterprises, Inc., who work in Mobile, Alabama; (App. 4/27/00)
352. Members and employees of South Roebuck Baptist Church located in Birmingham, Alabama; (App. 5/22/00)
353. Employees of Zoe's in Forest Park who work in Birmingham, Alabama; (App. 5/22/00)
354. Employees of The Wilton Caterer who work in Mobile, Alabama; (App. 7/14/00)
355. Employees of Drs. Walton and Watkins, who work in Birmingham, Alabama; (App. 9/7/00)
356. Employees of The Valencia Group who work in or are paid from Birmingham, Alabama; (App. 9/21/00)

357. Employees of Drake Beam Morin Inc. who work in Birmingham, Alabama; (App. 10/4/00)
358. Employees of Omni Recovery Service of Ala., Inc. who work in Birmingham, Alabama; (App. 11/30/00)
359. Employees of Red Mountain Internists, P.C. who work in Birmingham, Alabama; (App. 12/27/00)
360. Employees of William G. Barnes, LL.M. who work in Birmingham, Alabama; (App. 1/10/01)
361. Employees of GraceMinistries, Inc., who work in Birmingham, Alabama; (App. 02/06/01)
362. Employees of A Advantage Air who work in Hueytown, Alabama; (App. 3/8/01)
363. Employees of Central Mortgage of Alabama, Inc. who work in Birmingham, Alabama; (App. 5/17/01)
364. Employees of Griffin Pharmacy who work in Birmingham, Alabama; (App. 5/31/01)
365. Employees of Baker, Johnston & Wilson, LLP who work in Birmingham, Alabama; (App. 6/6/01)
366. Employees of Alcohol and Drug Abuse Council who work in Birmingham, Alabama; (App. 7/11/01)
367. Employees of The Alabama Baptist, Inc., who work in Birmingham, Alabama; (App. 07/24/01)
368. Employees of Baldone Family Dentistry, P.C. who work in Birmingham, Alabama; (App. 9/28/01)
369. Employees of OB-GYN South, P.C. who work in Birmingham, Alabama; (App. 01/28/02)
370. Employees of Sodexo Health Care Services who work in Birmingham, Alabama; (App. 03/01/02)
371. Employees of Direct Merchants Solutions who work in Bessemer, Alabama; (App. 5/7/02)

372. Employees of Birmingham Pulmonary Group, P.C. who work in Birmingham, Alabama; (App. 11/05/02)
373. Students enrolled in Capps College in Mobile, Alabama and members of the immediate families of students who are members of this credit union."
374. Employees of Shelby Humane Society who work in Columbiana, Alabama; (App. 2/28/03)
375. Employees of Always There In-Home Care, Inc. who work in Hoover, Alabama; (App. 4/3/03)
376. Employees of Mobile Gastroenterology, P.C. who work in Mobile, Alabama; (App. 4/3/03)
377. Employees of LIFESTYLES MANAGEMENT OF BIRMINGHAM INC who work in BIRMINGHAM, ALABAMA; (App. 5/23/03-INT)
378. Members of Southlake Townhomes and Cottages Inc in Hoover, AL who qualify for membership in accordance with its charter and bylaws in effect on 8/10/1988; (App. 5/23/03-INT)
379. Employees of International Retinal Research Foundation Inc who work in Birmingham, Alabama; (App. 7/2/03-INT)
380. Employees of Luxor Management Co Inc dba Sonic Drive In Restaurant of Huffman who work in Birmingham, Alabama; (App. 7/2/03-INT)
381. Volunteers of the above named groups; spouses of persons who died while within the field of membership of this credit union; persons retired as pensioners or annuitants from the above employment; employees of this credit union; members of their immediate family or household; organizations of such persons;
382. and the following corporate entities:
- University of Alabama at Birmingham and all departments, divisions, and related organizations;
- University of Alabama at Birmingham Medical Center, and all departments, divisions, and affiliates;
- UAB Health Services Foundation;
- Baptist Medical Center Montclair and all departments, divisions, and affiliates;
- Baptist Medical Center Princeton and all departments, divisions, and affiliates;
- Baptist Medical Center DeKalb and all departments, divisions, and affiliates;
- Baptist Medical Center Cherokee and all departments, divisions, and affiliates;
- Baptist Medical Center Corporate and General Offices;
- Blue Cross and Blue Shield of Alabama;

Brookwood Medical Center and all departments, divisions, and affiliates;  
St. Vincents Hospital and all departments, divisions, and affiliates;  
Childrens Hospital and all departments, divisions, and affiliates;  
Health South Medical Center and all departments, divisions, and affiliates;  
Health South Rehabilitation Corporate Office;  
Shelby Medical Center and all departments, divisions, and affiliates;  
Birmingham Veterans Administration Hospital and all departments, divisions, and affiliates;  
Eye Foundation Hospital;  
HillCrest Sunrise Hospital;  
American Red Cross, Birmingham Area Chapter;  
Roche Biomed;  
Med Lab Associates;  
Cunningham Pathology;  
P.L.A. of Dothan;  
Medical Park West;  
Lakeshore Hospital in Birmingham and all departments, divisions, and affiliates;  
Hillhaven Convalescent Center;  
Walker Regional Medical Center and all departments, divisions, and affiliates;  
Longview General Hospital and all departments, divisions, and affiliates;  
Occupational Rehabilitation Center;  
Jefferson Clinic;  
Birmingham Radiological Group;  
Highland Radiology;  
Medical Billings, Inc.;  
Rescoe, Inc.;  
Independent Imaging;  
Psychiatry Associates;  
Diabetes Hospital and all departments, divisions, and affiliates;  
Alabama Sight Conservation Association;  
American Heart Association;  
Alabama Hospital Association;  
Birmingham Regional Hospital Council;  
Neurosurgical Associates;  
Anesthesiology Associates;  
Birmingham Psychiatric Medical Services, P.C.;  
Anesthesia Services of Birmingham, P.C.;  
AMI Columbiana Clinic;  
Northport Health Services;  
Fairview Nursing Home;  
Dennis Pappas, M.D., P.C.;  
Seale Harris Clinic;  
Henderson Walton Women's Center, P.C.;  
Arlington Clinic (Drs. Graham and Dale);  
Simon Williamson Clinic;

Lawaczek, McKinnon & Eiland, M.D., P.C.;  
Pleasant Grove Health Care Center;  
Forestdale Health Care Center;  
Beverly Health Care Centers;  
Cottage Hill Health Care;  
Russ Pharmaceutical;  
Riverchase Health Care Center;  
Autumn Breeze Health Care Center;  
Brookwood OB/GYN Clinic;  
Kirkwood by the River;  
Parkside Lodge;  
J.T. Benton, M.D.;  
Birmingham OB/GYN;  
University Inn;  
Alabama Psychiatric Services;  
Home Health Care of North Alabama;  
Cardiovascular Associates;  
Alabaster Internal Medicine;  
Montclair Orthopaedic Surgeons;  
Word Services, Inc.;  
Positive Maturity;  
United Way Agencies;  
Sumpter Carmichael, M.D., P.C.;  
Planned Parenthood;  
Robert Turner Optical;  
Eastside Mental Health Center;  
Mt. Royal Towers;  
European Coiffures;  
Pardue Morrison Sheirer, Architects;  
Alabama Urology Associates;  
Ruby Hill Nursing Home;  
Stewart Organization;  
Walker Drug Company;  
Southern Medical Association;  
Loyal American Insurance;  
Thuss Clinic, P.C.;  
Home Health, Inc.;  
Alabama Association of Credit Executives;  
Alcohol and Drug Abuse Council;  
Summitt Medical Center;  
Civitan International;  
McGriff Dowdy & Associates;  
Cox Thomas Ocular Prosthetic Laboratory, Inc.;  
Birmingham Outpatient Care Center;  
Jefferson County Medical Society;  
Sportslife;

Gastroenterology Associates;  
WW Component Engineering;  
Robert Baldwin, M.D., P.C.;  
Crisis Center;  
Health Care Services of America;  
Jefferson Shelby Lung Associations;  
Health Ventures;  
Alabama Council on Epilepsy;  
Glenwood Mental Health Services;  
St. Andrews Foundation;  
Alethia House;  
Eastside Baptist Church;  
Birmingham Humane Society;  
Vargas and Pino, P.C.;  
Alabama Ophthalmology, P.C.;  
CADO Systems;  
Birmingham Psychiatry;  
Independent Presbyterian Church;  
Complete Health, Inc.;  
Kimberly Services;  
Retina & Vitreous Associates of Alabama, P.C.;  
Roebuck Park Baptist Church;  
Central Park Baptist Church;  
Hillcrest Baptist Church;  
Alabama Christian Churches;  
Wales Goebel Ministries;  
Cathedral of the Cross;  
Southgate Village;  
Metro Pediatrics;  
South Avondale Baptist Church;  
Outpatient Diagnostic Center;  
Livingston Nursing Home;  
Long's Electronics;  
St. Martins in the Pines;  
Bobby Lemay, M.D., P.C.;  
Alabama Respiratory Disease Clinic, Inc.;  
Pediatrics East, P.C.;  
Better Business Bureau of Birmingham;  
HealthCare Staffing Service, Inc.;  
Walmart on Parkway East in Birmingham;  
Shoneys on Parkway East in Birmingham;  
Adventure Travel;  
Costa's BBQ on Springville Road in Birmingham;  
Jim Skinner Ford;  
Jefferson Memorial Funeral Home;  
Birmingham Bone and Joint Clinic;

Princeton Towers;  
Metropolitan Life Insurance (Huffman & Vestavia Offices);  
Roehuf Restaurants;  
Bill Davison Evangelistic Association;  
Birmingham Turf Club;  
Alabama Orthopaedic and Spine Center;  
Southside Baptist Church;  
Tom Vaughn, M.D., P.C.;  
Metamorphosis Ministries;  
Ridgecrest Baptist Church;  
Midas Muffler on Parkway East in Birmingham;  
Pine Hill Health Care Center;  
Children's Aid Society;  
Jefferson County Medical Foundation Trust;  
Crossville Nursing Home;  
East Haven Health Care;  
Park Inn;  
Plantation Manor Nursing Home;  
Yogurt Systems I, LTD. (TCBY);  
Spradling Originals;  
Apolo Business Machines;  
Georgiana Community Hospital;  
Princeton Health Care Services;  
Health Care Recruiters;  
Medical Rep News;  
Alabama Quality Assurance Foundation;  
Mountain Manor Nursing Home;  
Southeastern Medical, Inc.;  
Opti World (Brookwood & Hoover locations);  
The Elastic Corporation of America;  
Railroad Furniture;  
Ensley Fairfield Mattress & Upholstery Co.;  
Environ Services;  
The Bradford Group;  
Jefferson News Company;  
Richards Meat Products;  
Central Steel Service;  
National Heritage Mortgage Company;  
Poole Funeral Chapel;  
Alcoholism Recovery Services;  
Alletes Medical Lab;  
Alabama Renal Stone Institute;  
Tek South;  
Budget Rent A Car;  
Allied Building Products;  
Industrial Products, Inc.;

Hayes T. Williams, M.D., P.C.;  
Bama Food Products Division of Borden, Inc., Birmingham Facility;  
Carbon Hill Health Care Center;  
Marion County General Hospital and all departments, divisions, and affiliates;  
Marion County Nursing Home;  
Ragsdale and Baker, P.C.;  
Bushelon Funeral Home;  
Grey Memorial Funeral Home;  
ATI Medical;  
Leon Ware, M.D., P.C.;  
Ross Clayton Funeral Home;  
American Health Research & Testing, Inc.;  
Alabama Sports Medicine Institute;  
Urology Associates, P.C.;  
Shortridge Funeral Home;  
Herbert A. Slamen, DMD;  
Ford Turner, DMD;  
Marsh Bake Shop;  
Chilton County Basket Works;  
Jones Feed & Seed;  
Office Dynamics;  
Engineering Service Associates, Inc.;  
Frank Kay Clinic;  
Foster & Johnson, M.D., P.C.;  
George C. Pitts, M.D., P.C.;  
Roberts Service Funeral Home;  
Life Diagnostic Radiology;  
Sunrise LifeCare, Inc.;  
Southside Internist Group, P.C.;  
Roebuck Dental Center, P.C.;  
American Diabetes Association;  
Heritage Nursing & Convalescent Center;  
Madison Manor Nursing Home;  
Joseph M. Dixon, M.D., P.C.;  
Alabama Brace Company, Inc.;  
WBMG TV Channel 42;  
Lakeview Internist Medical Group;  
Pulmonary Medicine Associates, P.C.;  
Princeton Pulmonary, P.C.;  
Jim Clay Opticians;  
Brookwood Oncology/Hematology Associates, P.C.;  
West Gate Village, Inc.;  
Healthco International Dental Services;  
Association for Retarded Citizens;  
Cherokee County Nursing Home;

Central Alabama Community Hospital and all departments, divisions, and affiliates;  
Lakeshore Community Hospital in Dadeville, Alabama and all departments, divisions, and affiliates;  
Andalusia HealthCare;  
Andalusia Manor Nursing Home;  
Lakeview Community Hospital in Eufala, Alabama and all departments, divisions, and affiliates;  
Southern Progress Corporation and Subsidiaries;  
George H. Lanier Memorial Hospital in Valley, Alabama and all departments, divisions, and affiliates;  
Apple Electric;  
West Princeton Dental Clinic;  
Lamar Regional Hospital in Vernon, Alabama and all departments, divisions, and affiliates;  
Self Nursing Home;  
R. Marshall Pitts, M.D., P.C.;  
Atmore Nursing Center;  
DeKalb County Hospital Association;  
DeKalb Ambulance Service;  
Bio Med Associates, P.C.;  
Princeton Diagnostic Center;  
Associated Health Professionals;  
Analytical Medical Enterprises;  
Interiorscapes, Inc.;  
Guaranteed Labels & Silk Screening, Inc.;  
Physicians Physical Therapy Services, P.C.;  
U Care;  
Gift Services, Inc.;  
Southeastern Pathology Association;  
J. L. Sanderson, Sr., M.D., P.C.;  
Community Health Systems, Inc.;  
Tutwiler Hotel;  
Partners Health Plan;  
Homewood Medical Clinic;  
Med Center Mazda;  
Health Care Training Institute;  
Career Development Institute;  
Fortinberry and Associates P.C.;  
Baker & Bell, M.D., P.C.;  
Instant Sign, Inc.;  
Homequarters Warehouse (Hoover, Center Point, and Fairfield Locations);  
Eagan, Dailey, & Garcia, P.C.;  
Alabama Medical Association;  
Alabama Dental Association;  
Ivan Leonard Chevrolet;

Baptist Montclair Nursing Home;  
Ken Shivers, Inc.;  
Alabama Lock & Key Company, Inc.;  
John Sasser Optician, Inc.;  
Tom McLeod Software, Inc.;  
Trimmier, Atcheson, & Haley, P.C.;  
Hartman, Springfield, & Beckham;  
Avondale Methodist Church;  
Hargis Christian Retreat;  
Dental Service Co., Inc.;  
Newman & Sexton, Attorneys, P.C.;  
St. John AME Church;  
Pleasant Grove Methodist Church;  
Bonham & Buckner Plumbing, Inc. and Subsidiaries;  
T. L. Moore Construction Co., Inc.;  
1330 Properties, Inc.;  
Lew Fadely Drugs, Inc.;  
EPL, Inc.;  
Ginwright Financial Services, Inc.;  
Designers Resources, Inc.;  
Continental Consultants, Inc.;  
Haynes Neurosurgery, P.C.;  
Don's Appliances;  
Dandy RV Sales, Inc.;  
Castlerock Development, Inc.;  
Kelley Animal Hospital;  
Professional Pool Builders of Birmingham;  
Bostany Realty;  
DNPB Corporation;  
Cawley Smith & Associates;  
Environmental Chemical Corporation;  
Drug Testing International, Inc.;  
Ophthalmic Innovations;  
Master's Touch Lawn Maintenance;  
Central Business Machine;  
Team Magic, Inc.;  
Electronic Telco Products;  
Lee B. Chapman, M.D., P.A.;  
Senior Living Communities, Inc., dba, Galleria Woods;  
The Wynfrey Hotel at Riverchase Galleria;  
Robinson Brothers;  
Radney Funeral Home, Inc.;  
Assistive Devices II;  
Southern Biomedical, Inc.;  
The Design Studio;  
Cón Serve;

A & M Steel Fabricators;  
Alabama Classic Homes, Inc;  
Fountain Ambulance Service;  
Robert R. Williams;  
Azalea Nursing Centre;  
Airland Corporation;  
Cardiology Associates of Mobile, P. C.;  
Advanced Cosmetic Techniquet, Inc.;  
NEWtrition Connection,  
Mobile Aerospace Engineering, Inc.,  
Singapore Aerospace USA,  
Mobile Aerospace Engineering Aircraft Avionics Systems, Inc.,  
Ergo Science, Inc.,  
I.E. Information Engineering,  
Kleins Florist & Gifts,  
MICD Adult Day Health Canter,  
Protocare,  
Discovery 2000,  
D Day's Tag A Long,  
L & L Company,  
Patti's Place, Inc.,  
Pioneer Construction Company,  
Twin Oaks Nursing Home,  
Lyon Properties, Inc,  
Trimm Company,  
High Line Sales,  
Rehab South,  
USS Alabama Battleship Memorial Park  
Capps College  
Career Services  
Allied Building Products, Inc.,  
Priority Software  
Psychiatric Care Day Hospital Center, Inc.,  
Employers Drug Program Management, Inc.,  
Superock Block Company, Inc.,  
Mobile Aids Support Services  
Cosmos Pizza  
Harshberger Prosthetic and Orthotic  
Smith's Bakery;  
Northwest Alabama Treatment Center, Inc.,  
First Real Estate Corporation of Alabama;  
Appliance Contractors, Inc.,  
Heritage Masonry, Inc.,  
Hart-Greer Ltd., Inc.  
Lumberjack Supply, Inc.  
Alacare Home Health Services, Inc.

Air Care, Inc.  
J. Cameron's Cafe  
Acousti Engineering of Alabama, Inc.,  
Wolbach Brothers, Inc.  
North Alabama Chapter, National Safety Council (App/SEP 9/26/94)  
Federal Rent-A-Car (App/SEP 9/26/94)  
M. Scott Touger, M.D., P.C. (App/SEP 11/9/94)  
Best Suites of America (App/SEP 11/9/94)  
CPU, Inc., (App/SEP 12/5/94)  
Quality Fibers; (App/SEP 12/5/94)  
Stemley Baptist Church (App. 12/5/94)  
Warriors of the Word Church (App. 2/28/95)  
Birmingham Jefferson Metro Chamber of Commerce (App. 2/28/95)  
Five Points Exchange, Inc.; (App. 3/2/95)  
Mental Retardation and Developmental Disabilities Health Care Authority of  
Jefferson County, Inc.; (App. 4/20/95)  
Visiting Nurse Association of Mobile, Inc., (App. 5/4/95)  
South Alabama Chapter National Safety Council; (App. 5/4/95)  
Isomed, Inc., (App. 6/19/95)  
Schoel, Ogle, Benton and Centeno, (App. 6/19/95)  
Pat's Baloon Express (App. 6/27/95)  
Eagle Security, Inc., (App. 6/27/95)  
Alabama Health Care Marketing, Inc., (App 7/27/95)  
South Highland Child Development Center, Inc.; (App. 8/18/95)  
Community Swim Club, Inc., (App. 8/28/95)  
Southside Cellar Brewing Company; (App. 9/19/95)  
Sandra L. Zahradka, M.D., P.C.; (App. 9/19/95)  
Skinpath, P. C.; (App. 9/19/95)  
Cathedral of Greater Faith Church; (App. 9/19/95)  
Richmond Properties, Inc., (App. 10/25/95);  
S & J Security System Company (App. 10/25/95);  
Flooring Contractors, Inc., (App. 11/17/95)  
Birmingham Health Care for the Homeless Coalition, Inc.; (App. 11/17/95)  
St. Mary's-on-the-Highlands Episcopal Church; (App. 11/17/95)  
M.W.E., Inc., d/b/a/ O.T.'s Sport's Grill; (App. 12/22/95)  
Marketry; (App. 12/22/95)  
The Parliament House; (App. 12/22/95)  
Alabama Chapter of International Transplant Nurses Society; (App. 1/23/96)  
Nohab, Inc., (App. 1/23/96)spo  
Art Atlas, Inc., (App. 1/23/96)  
Virginia College at Birmingham; (App. 2/13/96)  
H & H Enterprises; (App. 2/13/96)  
Billitz Construction Company; (App. 2/13/96)  
STaRnet-USA, Inc.; (App. 2/13/96)  
International Pharmacy Management; (App. 3/20/96)  
S & J Tax Service; (App. 3/20/96)

PsychPartners; (App. 3/20/96)  
 Roy G. Davidson, Jr., D.D.S., P.C.; (App. 4/12/96)  
 BioHorizons, Inc.; (App. 4/12/96)  
 Eighth Avenue Plaza Liquor Store; (App. 5/21/96)  
 R-3 Cafe; (App. 5/21/96)  
 Marcus Whitman, Jr., M.D.; (App. 5/21/96)  
 Eighth Avenue Records & Tapes; (App. 5/21/96)  
 Covenant Heating & Air Conditioning; (App. 6/13/96)  
 Provider Management, Inc.; (App. 6/13/96)  
 Metropolitan Patrol Agency Uniform Services Division; (App. 6/13/96)  
 Neighborhood Network; (App. 6/28/96)  
 Project H.E.L.P. USA; (App. 6/28/96)  
 On the Avenue; (App. 6/28/96)  
 Med Health Management, Inc.; (App. 6/28/96)  
 Smithfield Fitness Center; (App. 6/28/96)  
 Checking Cashing Services of Alabama; (App. 7/30/96)  
 New Community Church of the Nazarene; (App. 7/30/96)  
 Motile Services; (App. 7/30/96)  
 First Baptist Church of Graymont; (App. 7/30/96)  
 Dreamland Barbecue; (App. 10/1/96)  
 Cicio & Cicio, P.C.; (App. 10/1/96)  
 Metro Electric Co., Inc.; (App. 2/1/99)  
 Pat Peck Nissan; (App. 2/1/99)  
 Adams & Associates, Inc.; (App. 2/1/99)  
 Southeastern Propeller Service Co.; (App. 2/3/99)  
 Walashek Industrial & Marine; (App. 2/3/99)  
 Dapa Products, Inc.; (App. 2/3/99)  
 (App. 8/25/99)  
 Eastern Medical Specialist, P.C.; (App. 3/12/99)  
 Res-Care Alabama, Inc. (App. 3/30/99)  
 Bailey's Spur (App. (App. 3/30/99)  
 South Hall of Hoover, L.L.C. (App. 4/13/99)  
 Coats & Co., Inc. (App. 4/28/99)  
 Ascension Resources, (App. 6/7/99)  
 LD Trucking Co., LLC (App. 7/29/99)  
 Beauty Spa @ Lake Crest (App. 8/25/99)  
 Bhate Environmental, Inc. (App. 10/4/99)  
 Birmingham Gastroenterology Associates, P.C. (App. 10/25/99)  
 Bottega Restaurant (App. 11/10/99)  
 The Mitral Valve Prolapse Center of Alabama (App. 2/4/2000)  
 Hospital Housekeeping Systems (App. 3/9/00)  
 Inheritance Town Child Care Center (App. 3/22/00)  
 Plumbers and Steamfitters Local 119 (App. 3/24/00)  
 Hassler Machine Company, Inc. (App. 4/10/00)  
 Automotive Enterprises, Inc. (App. 4/27/00)  
 Zoe's in Forest Park (App. 5/22/00)

The Valencia Group (App. 9/21/00)  
Drake Beam Morin Inc. (App 10/4/00)  
Omni Recovery Service Of Ala., Inc. (App. 11/30/00)  
Red Mountain Internists, P.C. (App. 12/27/00)  
William G. Barnes, LL.M. (App. 1/10/01)  
GraceMinistries, Inc. (App. 02/06/01)  
Central Mortgage of Alabama, Inc. (App. 5/17/01)  
Alcohol and Drug Abuse Council (App. 7/11/01)  
The Alabama Baptist, Inc. (App. 07/24/01)  
OB-GYN South, P.C. (App. 01/28/02)  
Sodexo Health Care Services (App. 03/01/02)  
Birmingham Pulmonary Group, P.C. (App. 11/05/02)  
Shelby Humane Society (App. 2/28/03)  
Always There In-Home Care, Inc (App. 4/3/03)  
Mobile Gastroenterology, P.C. (App. 4/3/03)  
Lifestyles Management of Birmingham, Inc. (App. 5/23/03)  
Southlake Townhomes and Cottages, Inc (App. 5/23/03)  
International Retinal Research Foundation, Inc. (App. 7/2/03)

Any questions on the enclosed amendment form or instructions should be directed to the Division of Insurance in this office.

Sincerely,

Alonzo A. Swann III  
Regional Director

DOI/DH:dh  
FCU #24421

cc: PE Cole



## Alabama Counties

Produced by the Dept. of Geography  
College of Arts and Sciences  
The University of Alabama



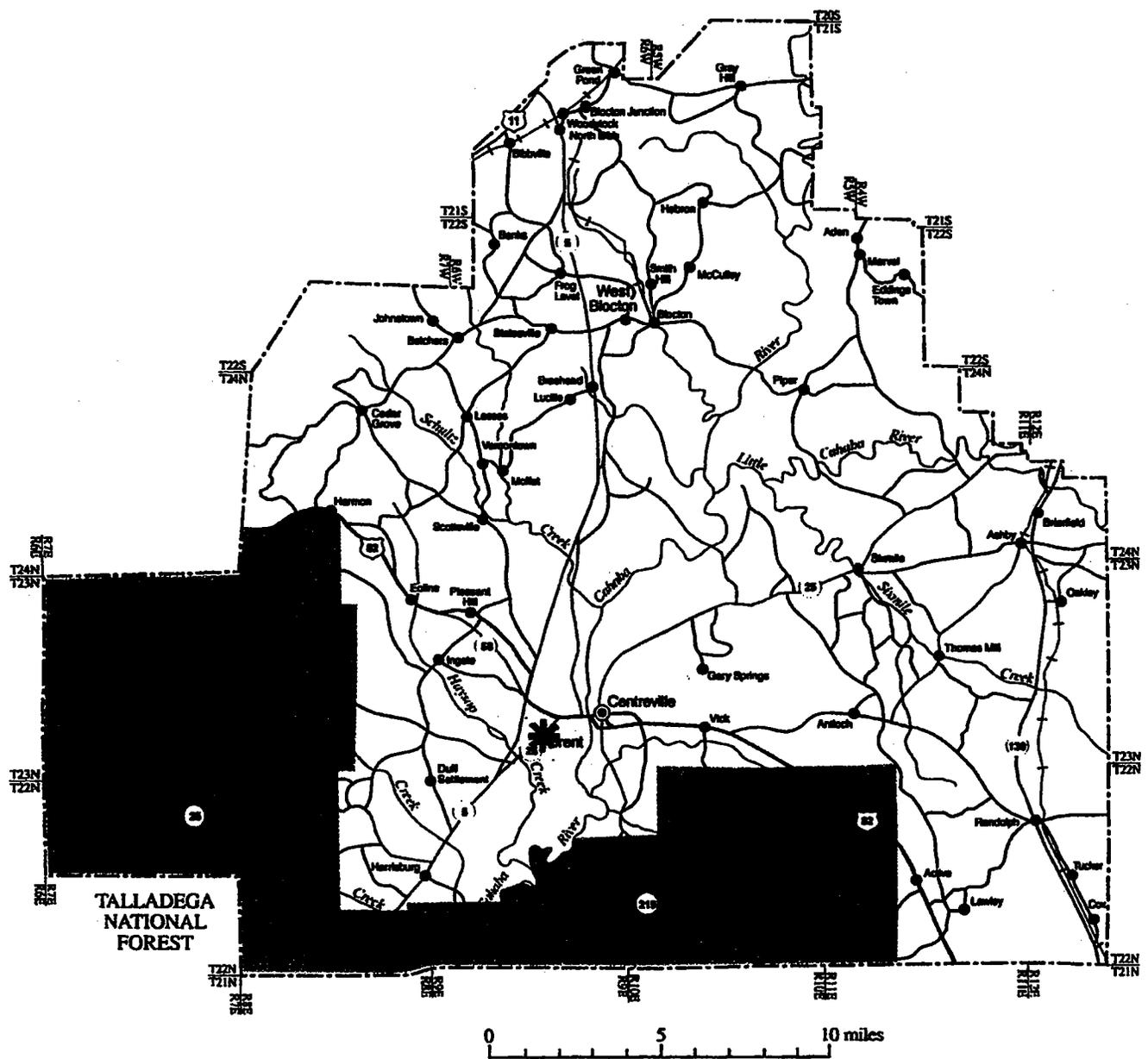
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**Directory of Service Facilities  
In the  
Proposed Community Area  
(Birmingham – Hoover MSA)**

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<b>1</b>	<b>Main Office</b>	<b>1400 South 20<sup>th</sup> Street</b>	<b>Birmingham</b>
<b>2</b>	<b>Drive-In Express</b>	<b>1509 11<sup>th</sup> Avenue South</b>	<b>Birmingham</b>
<b>3</b>	<b>UAB</b>	<b>516 South 20<sup>th</sup> Street</b>	<b>Birmingham</b>
<b>4</b>	<b>Princeton</b>	<b>801 Princeton Avenue Southwest</b>	<b>Birmingham</b>
<b>5</b>	<b>Greystone</b>	<b>2815 Greystone Boulevard</b>	<b>Hoover</b>
<b>6</b>	<b>Riverchase</b>	<b>1839 Montgomery Highway</b>	<b>Hoover</b>
<b>7</b>	<b>Brookwood</b>	<b>525 Brookwood Boulevard</b>	<b>Homewood</b>
<b>8</b>	<b>Montclair</b>	<b>701 Montclair Road</b>	<b>Mountain Brook</b>
<b>9</b>	<b>Medical Ctr. East</b>	<b>48 Medical Park Drive</b>	<b>Birmingham</b>
<b>10</b>	<b>Huffman</b>	<b>9825 Parkway East</b>	<b>Birmingham</b>

# BIBB COUNTY



**Legend**

- ⊙ County seat
- City, town or village
- Primary highway
- Secondary highway
- Other principal roads
- ○ ○ Route marker: Interstate; U.S.; State

**Population Key**

BIRMINGHAM	100,000 to 500,000
Tuscaloosa	50,000 to 100,000
Gadsden	25,000 to 50,000
Albertville	5,000 to 25,000
Foley	1,000 to 5,000
Brantley	500 to 1,000
Elmore	up to 500

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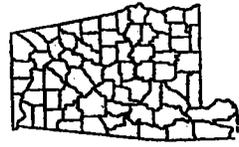
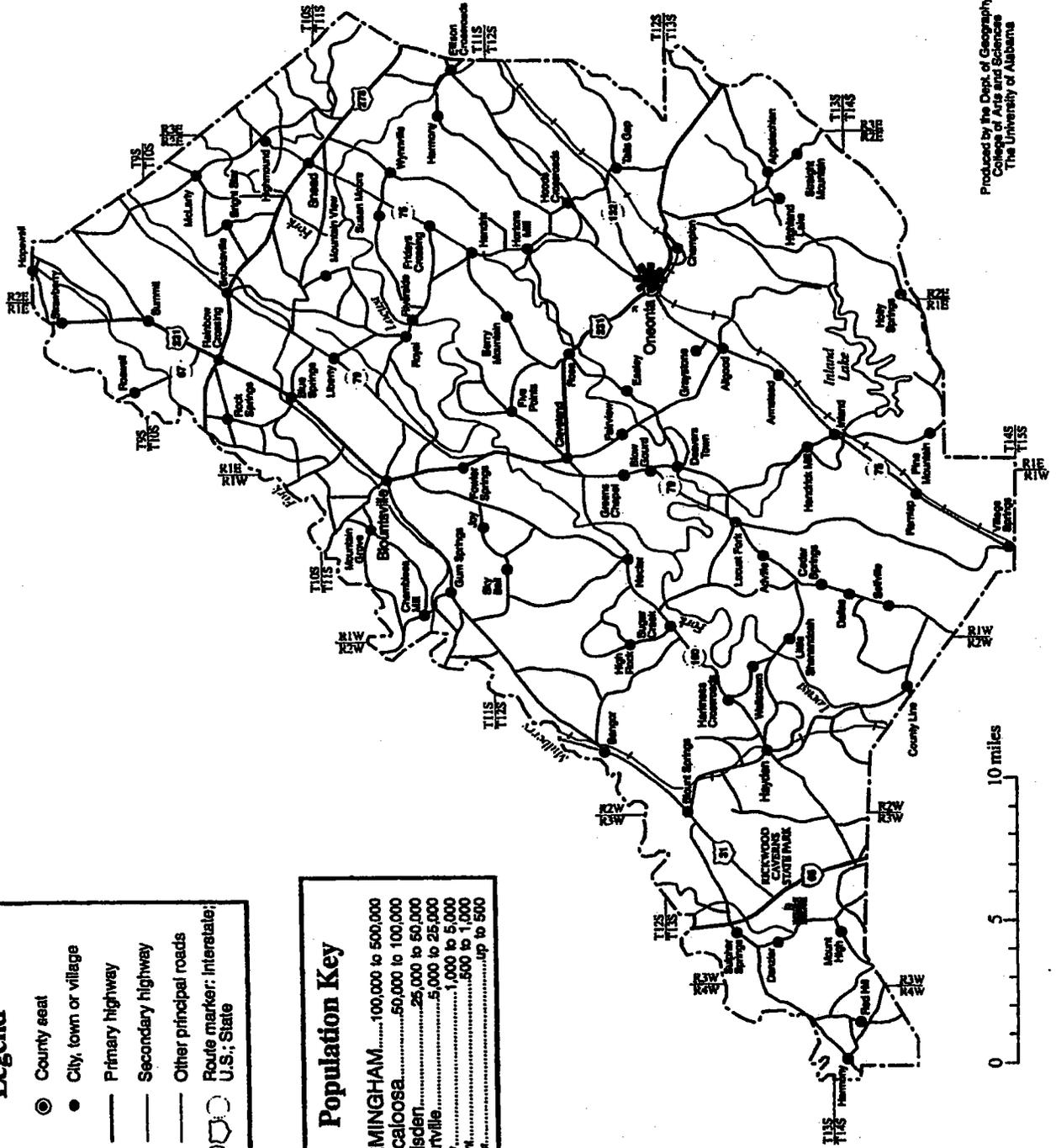
# BLOUNT COUNTY

**Legend**

- ⊙ County seat
- City, town or village
- Primary highway
- Secondary highway
- Other principal roads
- Route marker: Interstate;  
U.S.; State

**Population Key**

BIRMINGHAM.....	100,000 to 500,000
Tuscaloosa.....	50,000 to 100,000
Gadsden.....	25,000 to 50,000
Albertville.....	5,000 to 25,000
Foley.....	1,000 to 5,000
Brantley.....	500 to 1,000
Blount.....	Up to 500



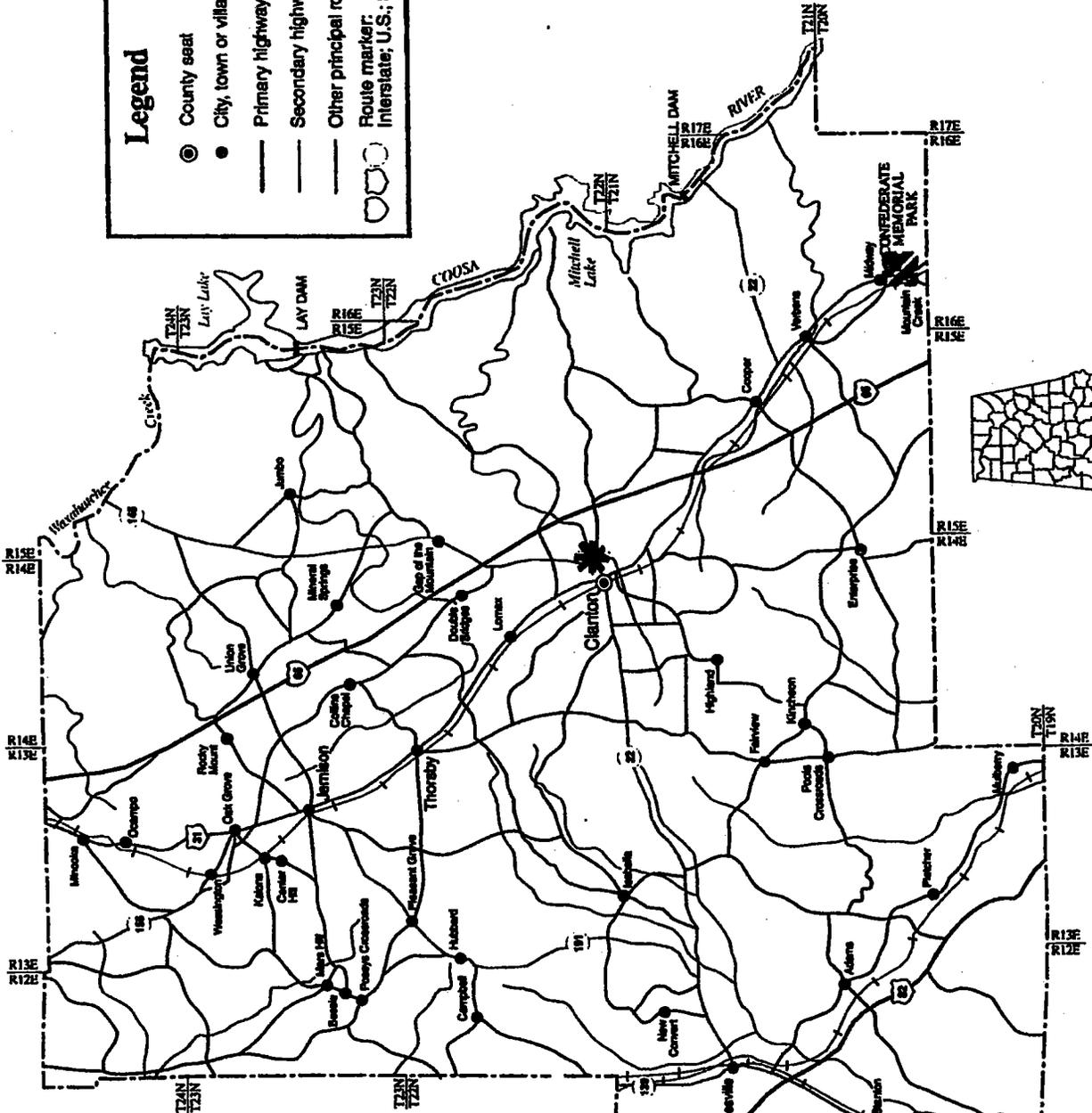
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# CHILTON COUNTY

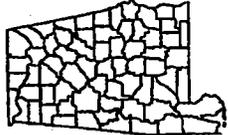
**Legend**

- County seat
- City, town or village
- Primary highway
- Secondary highway
- Other principal roads
- Route marker:  
Interstate; U.S.; State



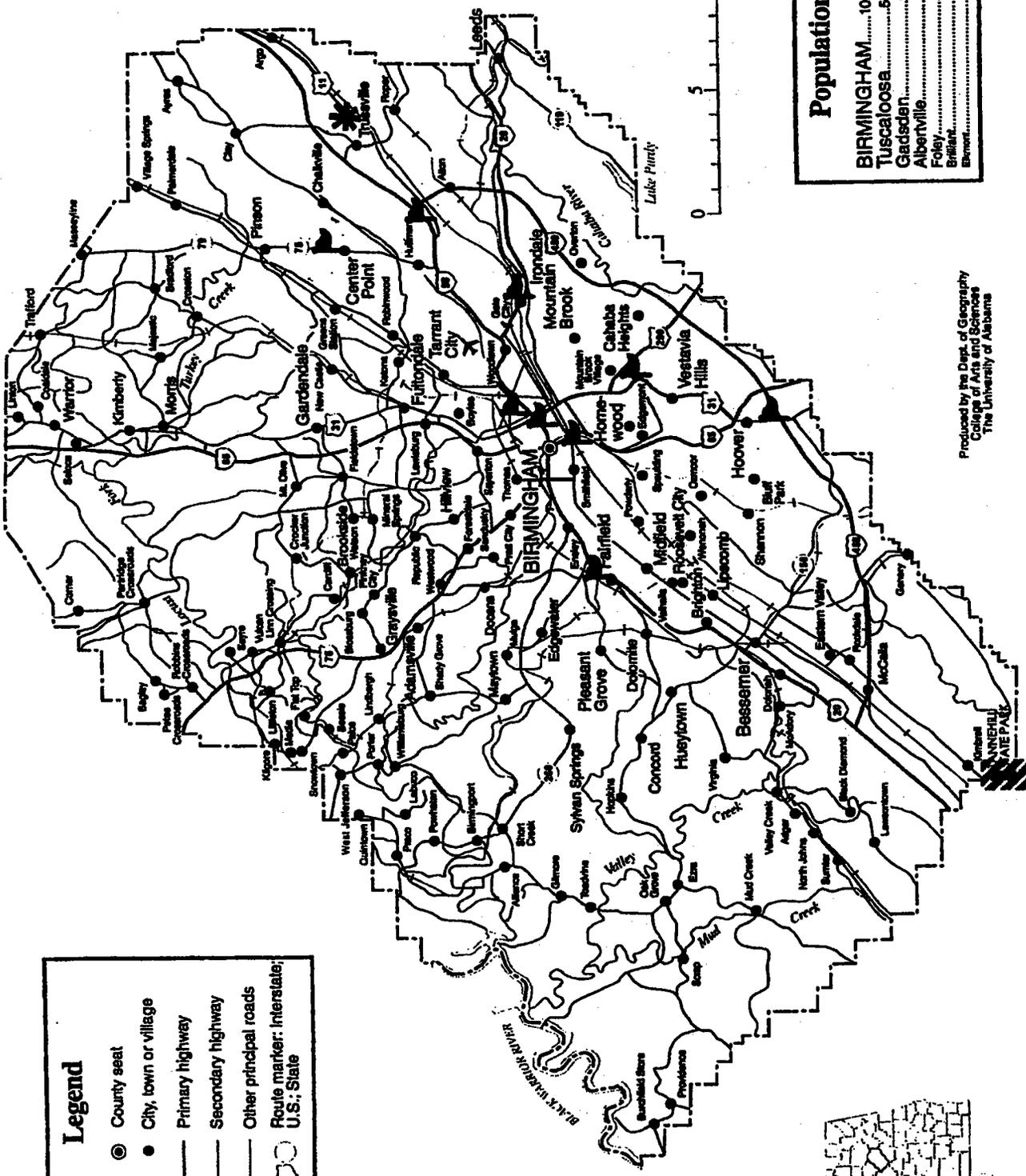
**Population Key**

BIRMINGHAM.....	100,000 to 500,000
Tuscaloosa.....	50,000 to 100,000
Gadsden.....	25,000 to 50,000
Albertville.....	5,000 to 25,000
Foley.....	1,000 to 5,000
Brilliant.....	500 to 1,000
Blount.....	up to 500



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# JEFFERSON COUNTY



**Legend**

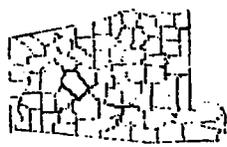
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- City, town or village
- Primary highway
- Secondary highway
- Other principal roads
- Route marker: Interstate; U.S.; State

**Population Key**

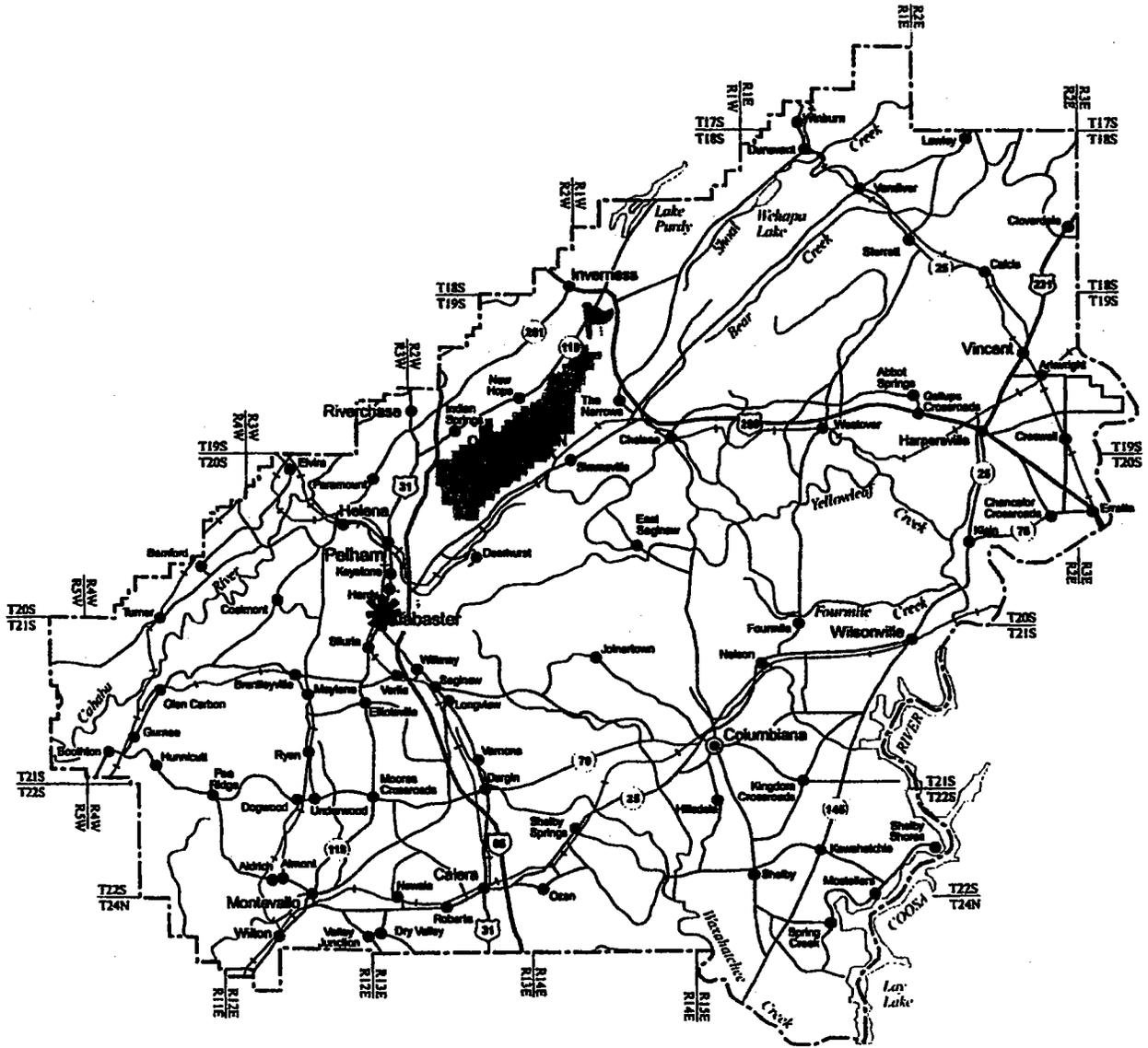
BIRMINGHAM	.....100,000 to 500,000
Tuscaloosa	.....50,000 to 100,000
Gadsden	.....25,000 to 50,000
Albertville	.....5,000 to 25,000
Foley	.....1,000 to 5,000
Brantley	.....500 to 1,000
Others	.....up to 500



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# SHELBY COUNTY



0 5 10 miles

**Legend**

- ⊙ County seat
- City, town or village
- Primary highway
- Secondary highway
- Other principal roads
- ⬢ Route marker: Interstate; U.S.; State

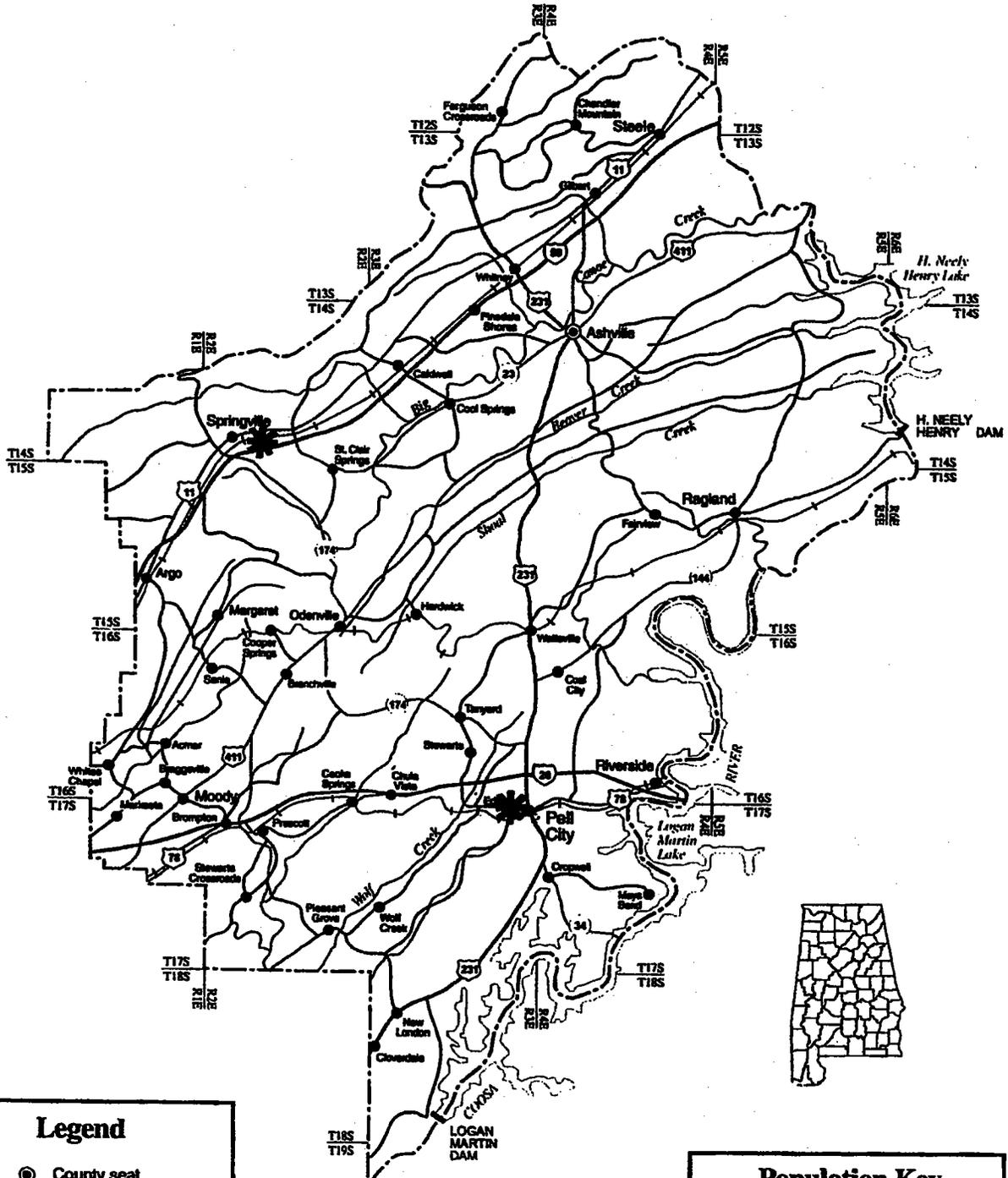


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**Population Key**

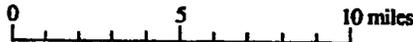
BIRMINGHAM	100,000 to 500,000
Tuscaloosa	50,000 to 100,000
Gadsden	25,000 to 50,000
Albertville	5,000 to 25,000
Foley	1,000 to 5,000
Brilliant	500 to 1,000
Elmont	up to 500

# ST. CLAIR COUNTY



**Legend**

- ⊙ County seat
- City, town or village
- Primary highway
- Secondary highway
- Other principal roads
- Route marker: Interstate; U.S.; State



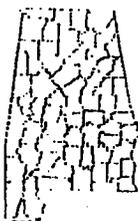
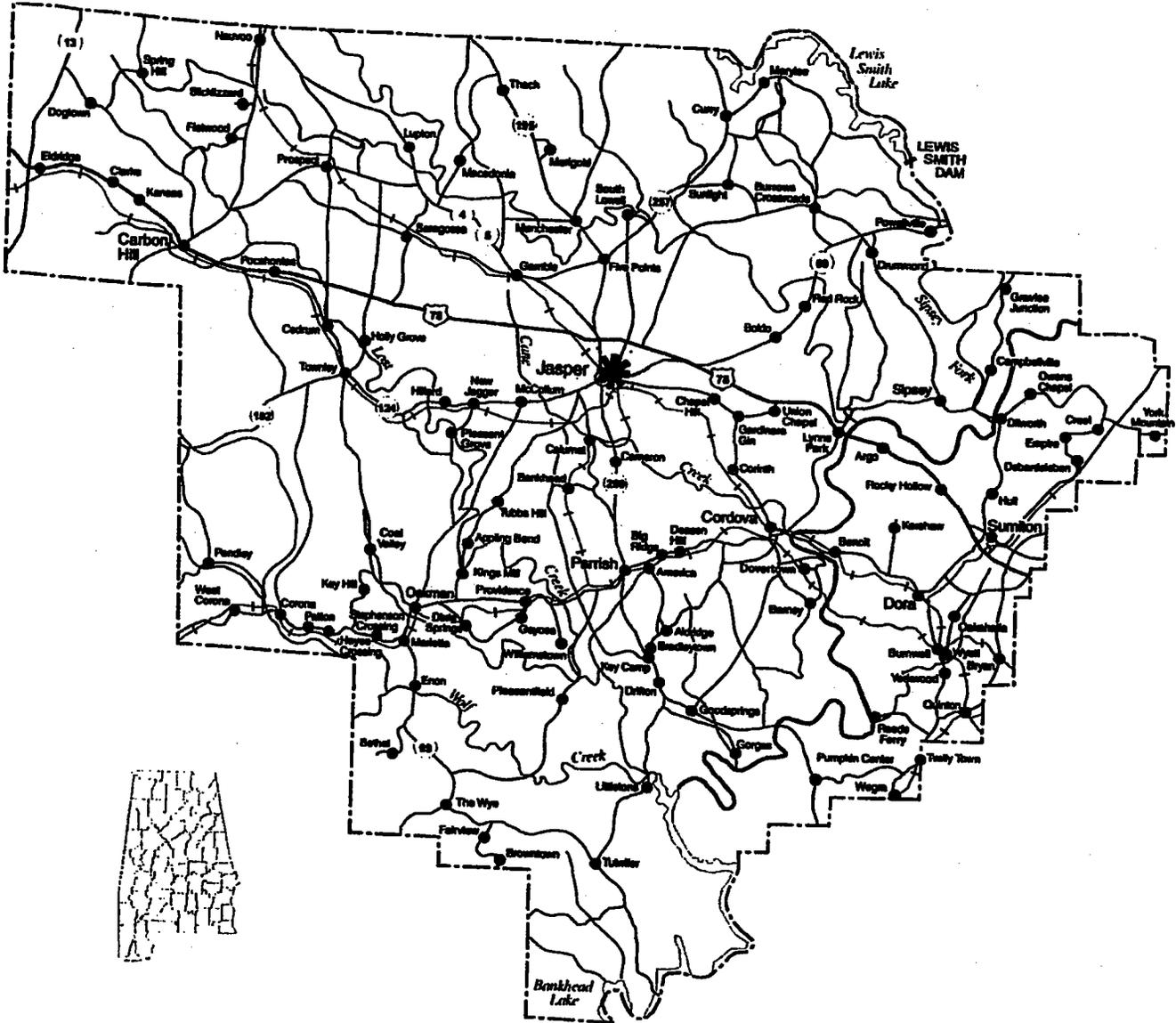
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**Population Key**

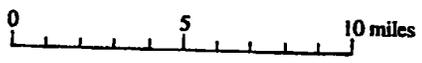
BIRMINGHAM.....	100,000 to 500,000
Tuscaloosa.....	50,000 to 100,000
Gadsden.....	25,000 to 50,000
Albertville.....	5,000 to 25,000
Foley.....	1,000 to 5,000
Brilliant.....	500 to 1,000
Elment.....	up to 500



# WALKER COUNTY



Population Key	
BIRMINGHAM.....	100,000 to 500,000
Tuscaloosa.....	50,000 to 100,000
Gadsden.....	25,000 to 50,000
Albertville.....	5,000 to 25,000
Foley.....	1,000 to 5,000
Brantley.....	500 to 1,000
Element.....	up to 500



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The University of Alabama

Legend	
⊙	County seat
●	City, town or village
—	Primary highway
—	Secondary highway
—	Other principal roads
⊖ ⊖ ⊖	Route marker: Interstate;
—	U.S.; State

**REGIONAL SUMMARY  
TO SUPPORT  
CONVERSION FROM A MULTI-GROUP OCCUPATIONAL CHARTER  
TO A COMMUNITY CHARTER**

**University Federal Credit Union**

**Charter Number 24421**

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**General Background**

**History:** University Federal Credit Union was chartered in 1955 under the credit union laws of the State of Alabama. Originally chartered to serve the University of Alabama at Birmingham (UAB), along with University Hospital, and related entities, the credit union operated under the name University Credit Union until its conversion to a federal charter in 1992. Over the time since its inception, University FCU has continued to add select employee groups and presently serves approximately four hundred SEG's. University FCU also serves members in two underserved communities that are contained within the proposed community charter, as well as member groups added as a result of several emergency mergers carried out during the early 1990's.

**Location:** The Main Office of University FCU is located in Birmingham, Alabama, near the UAB campus and in close proximity to the central business district. The credit union serves its members from eleven proprietary facilities, only one of which is located outside the metro Birmingham area. The lone non-Birmingham metro office is located in Mobile, Alabama, and serves members acquired as a result of two emergency mergers undertaken as a result of NCUA intervention. Service is also available through sixteen owned ATM's, through shared service centers throughout the country, and through national and regional ATM networks.

**Assets:** As of August 31, 2003, credit union assets stood at \$182,219,287. Average assets since the beginning of the year are approximately \$173 million.

**Current Field of Membership:** Section 5 of the University FCU charter is attached.

**Amendment Request:**

Persons who live, work, worship, or attend school in, and businesses and other legal entities in the Birmingham-Hoover (Alabama) Metropolitan Statistical Area, consisting of Jefferson, Shelby, St. Clair, Blount, Walker, Bibb, and Chilton counties, a community as defined in Chapter 2, Section V of the NCUA Chartering and FOM Manual; members of record as of the approval date of the charter conversion; employees of this credit union; persons retired as pensioners or annuitants from the above

employment; members of their immediate family or household; and organizations of such persons.

We would also anticipate the ability to continue operating in a SEG environment and retaining groups obtained through the emergency mergers of Providence Mobile FCU in April 1992, and Pinto Credit Union in August 1993, as well.

**Authority:** The NCUA Board of Directors must approve a charter amendment for a Metropolitan Statistical Area that has a population of greater than one million.

**Population:** The proposed community has a total population of 1,068,177 based on U.S. Bureau of Census population estimates for 2002.

**Residents:** 38,772 members of University FCU presently live within the proposed community.

**Underserved Residents:**

Since 1996, University FCU has served two large underserved neighborhoods with low-income designations. Combined, these neighborhoods represent approximately 18,000 residents. Upon approval of the proposed community charter serving the Birmingham-Hoover MSA, the credit union's field of membership will encompass several additional underserved, low-to-moderate-income areas. In fact, each county in the MSA has at least some portion designated as a qualified CDFI tract. (See attached CDFI map.) Walker County, in particular, has a large area that is apparently low-income and underserved. We estimate that as many as 80,000 additional underserved residents will become eligible for credit union service through this community charter conversion. Outside the central Birmingham area, availability of financial services and facilities is sharply limited, so expansion of the UFCU service area into these additional counties will open up a significant new opportunity for community members to obtain competitive financial services. Our experience over the last several years in working with neighborhood leaders and elected officials to meet the financial needs of the underserved will provide a practical basis of understanding to provide similarly for underserved residents throughout the seven-county MSA.

**REGIONAL SUMMARY  
TO SUPPORT  
CONVERSION FROM A MULTI-GROUP OCCUPATIONAL CHARTER  
TO A COMMUNITY CHARTER**

**University Federal Credit Union**

**Charter Number 24421**

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**Well Defined Area that is Recognized as a Distinct Community**

**Boundaries**

The Birmingham-Hoover Metropolitan Statistical Area, as defined by the Office of Management and Budget (OMB) based on application of the 2000 United States Census and announced by OMB June 6, 2003, consists of a seven-county area surrounding Birmingham, Alabama and includes Jefferson, Shelby, St. Clair, Blount, Walker, Bibb, and Chilton Counties in North-Central Alabama. A map depicting the Birmingham MSA and reflecting the seven counties contained in the proposed community is attached as "Exhibit 1."

**History of the Area**

The city of Birmingham was officially chartered in 1872, growing out of a mining community originally known as Elyton and situated in a valley surrounded by the foothills of the lower Appalachian chain. Through the first half of the 20<sup>th</sup> Century, the town that became known as Birmingham grew as the steel industry grew, fueled by the iron ore and coal mining resources that were so plentiful in the region. Heavy industry brought plentiful jobs, and the Birmingham area attracted employees from adjacent counties. In the 1980's and 1990's, as the steel and mining industries began to decline, the focus of Birmingham's economy shifted more toward the service industries. The medical, finance, and technology fields, in particular, soon outpaced old-line industry, but residents in outlying communities continued to commute into the central area for work. In recent years, with tremendous advances in communication and transportation, "urban sprawl" has extended the bounds of the Birmingham community into an area that comprises not only Birmingham's home county, Jefferson, but into several contiguous counties, including Shelby, St. Clair, and Blount. These have largely become suburbs and bedroom communities of the larger metro Birmingham community. Just this year, the Federal government recognized the interrelation of the additional counties of Walker, Bibb, and Chilton by virtue of their inclusion, along with the original four counties, in the newly defined seven-county Birmingham-Hoover Metropolitan Statistical area.

**Community Interaction**

The Birmingham Metropolitan Statistical Area is a very well-defined local community situated in the North-Central portion of the State of Alabama. The community is generally referred to as metro Birmingham, although it consists of multiple small

## Regional Summary Continued

municipalities. The City of Birmingham is the employment, commerce, and financial center of the region. It is a focal point for arts, athletics, entertainment, medical service, education, and retail activity, as well as the primary transportation hub. A host of civic and community oriented organizations serve the region from their Birmingham headquarters. A significant portion of the proposed community charter is rural or semi-rural, so the entire region is dependent on the Birmingham metro area.

We have compiled additional statistical data from a variety of sources in the community to provide evidence of the overwhelming amount of community interaction that is present in the Birmingham-Hoover MSA. This information is included in the following pages, and in many cases also includes source documents or additional supporting materials that make a very compelling case as to the interdependent nature of the metropolitan Birmingham community.

### Employment

With regard to employment, commerce, and finance, the overwhelming majority of business in the seven-county community is centered in the Birmingham area. Much of the area in the Birmingham MSA consists of either "bedroom communities" or rural areas, and commuters make a daily migration to the central business district from all of the outlying areas of the region.

Perhaps the most striking statistic when considering the interaction of the counties in the Birmingham metropolitan community is the large numbers of residents that travel into the central area each day for work. Of course, the designation of Birmingham as an MSA presupposes the high extent of commuter traffic to the central area, and the U.S. Census Bureau uses these numbers to make the determination of whether a particular county is included in the MSA, but the proposed community area in question goes far beyond the Census Bureau requirement in terms of work location. The following table depicts the numbers and percentage of employed residents in the civilian labor force in each county of the proposed community that travel to work daily in the central metropolitan area.

County	Total Workers	Metro Area*	Percent of Total
Jefferson	297,123	265,661	89.4
Shelby	74,604	37,119	49.8
St. Clair	28,213	12,870	45.6
Blount	22,701	9,669	42.6
Bibb	7,967	2,956	37.1
Chilton	17,437	4,858	27.9
Walker	27,911	7,034	25.2
<b>TOTAL</b>	<b>475,956</b>	<b>340,167</b>	<b>71.5</b>

\* Based on 2002 Census Bureau estimates.

Clearly in terms of employment, the Birmingham metropolitan area is a highly interactive community. This information was obtained from U.S. Census Bureau statistics available

on their web site, as well as from articles contained on the Birmingham News Online Newsbank, copies of which are included as "Exhibit 2."

### Media Outlets

Another very convincing evidence of the interactive nature of the Birmingham community is the delivery of the media outlets throughout the area. The area boasts several television stations, covering each of the major networks along with a few independents. It is interesting to note that all of these stations originate from Birmingham, while the other counties in the proposed community do not have any stations located within their boundaries. This does not pose a problem; however, as the Birmingham stations are all carried on local cable systems that serve each of the counties. Industry rating services recognize the relationship of the counties in the metropolitan Birmingham area, as they break down their statistical analysis into a component that is comprised of these counties for reporting purposes. Because stations are dependent on these statistics for gauging their performance, it is vital that the numbers accurately reflect legitimately interrelated areas. Although the Birmingham television market encompasses a much larger area, what is referred to by A.C. Nielsen and other such services as the "Birmingham Metro" is widely recognized in the industry as a true community for purposes of programming and rating. "Exhibit 3" contains documentation of some of the community data collected by the rating services. Birmingham is definitely the focal point for television programming and broadcast news in the community. The same is generally true with regard to radio stations, as well.

The newspaper industry reflects an even more pronounced relationship to the central community. There are two daily newspapers, the *Birmingham News* and the *Birmingham Post-Herald*. The *News* is the larger of the two and actually maintains an operating agreement with the *Post-Herald* whereby the two papers jointly print weekend editions and the same facilities print all weekday editions. In many ways, though separately managed, the two papers operate as a single entity. Both papers have substantial coverage in all parts of the community and are recognized as primary information sources in the proposed community charter area. Circulation numbers have been obtained from the Distribution Department of the *Birmingham News* to reflect the readership throughout the metropolitan Birmingham area.

Because of the recent addition of Walker, Bibb, and Chilton Counties to the MSA, individual subscriber statistics for these counties are not available. However, considering that there are no major newspapers in any of the outlying counties, and residents in these areas are largely dependent on the daily paper that originates in Birmingham for their news coverage, it is estimated that subscription levels would be high if these statistics were maintained. In conversations with the distribution manager about coverage in the local community, he indicated that these new additions to the MSA have been targeted by the newspaper for quite some time and that they are considered by the print media industry to be a part of the Designated Market Area for the newspaper. The next table illustrates the dependence of the various counties on the single source for local printed

**Regional Summary Continued**

news by documenting the number of subscribers relative to the households with income in each county.

County	Households	Subscribers	Percent of Total
Jefferson	205,238	119,468	58.2
Shelby	47,621	28,729	60.3
St. Clair	19,078	8,962	47.0
Blount	15,018	4,075	27.1

Based on these subscriber statistics, it can be seen that interaction from the standpoint of news distribution is very strong. Further evidence of this interactivity is the inclusion in the *Birmingham News* of sections devoted to each of the areas proposed as a part of the new community charter.

**Education**

The University of Alabama at Birmingham is a major urban university that is located in the heart of Birmingham. Its national reputation, association with quality medical facilities, and convenient access make the school a popular choice among community residents for post-secondary education. Jefferson State Community College is located in a suburban area Northeast of Birmingham and has for years been another frequent selection for college-bound students who wish to begin their college education in a smaller school closer to home. While there are a number of smaller public and private colleges and universities within the community, notably Samford University, Birmingham-Southern College, and Miles College that draw community residents, enrollment statistics obtained from the UAB web site ([www.uab.edu](http://www.uab.edu)) and the Jefferson State web site ([www.jeffstateonline.edu](http://www.jeffstateonline.edu)) give a good picture of the support of these schools by the local community. Printouts of these enrollment statistics are included as "Exhibit 4." Note in the table below the large percentage of the total enrollment of each school that originates in the seven-county area.

School	Total Students	Community	Percent of Total
UAB	14,695	9,057	61.6
Jefferson State	7,114	6,525	91.7

While these statistics point out the obvious high percentage of attendees at each school that come from the seven-county community area, an even more telling issue is the fact that there are no college level educational facilities in Blount, St. Clair, Bibb, or Chilton Counties, and only one small private college in Shelby County. The only college in Walker County, a small junior college aptly named Walker College, was formerly affiliated with UAB and operated until recently as an extension of the Birmingham school. This means that for post-secondary education without going out of the area, residents of the community must come to the central area, and many do, as borne out by the enrollment numbers of the two largest schools in the area.

It is interesting to note that even in discussions of educational issues at the primary and secondary levels, the Birmingham Metropolitan area is considered to be one cohesive unit. In looking at Alabama Department of Education budget allocations for the coming school year for K-12 schools, the seven-county area is documented in a recent Birmingham News article, a copy of which is included as "Exhibit 16," as a related community in terms of budgetary impact.

### **Medical**

Of great importance to the community are the medical school of the University of Alabama at Birmingham and its associated medical facilities. UAB, University FCU's original sponsor, not only attracts students, as mentioned above, but patients, as well, from throughout the community, and the community's healthcare industry has developed around the university. The central Birmingham "Medical Center," as it is known among community residents, and surrounding areas, are home to no less than eight major hospitals and numerous specialty clinics and physicians' offices. This is especially meaningful in light of the fact that throughout the seven-county area, major facilities are very limited. Walker and Shelby Counties each have smaller branch hospitals of the Baptist Health System, headquartered in Birmingham, while Blount and St. Clair Counties have small community hospitals operated by another Birmingham hospital network. Similarly, Bibb County has only one very small independent hospital, as well. Other healthcare facilities throughout the MSA, outside the central area of Jefferson County are limited to small neighborhood clinics and similar operations.

A listing obtained from the Alabama Hospital Association and included as "Exhibit 17" gives a county-by-county breakdown of the hospital facilities in the state. Vital statistics for the facilities in the areas outside Jefferson County are also included to illustrate the limited size and choices for healthcare for residents in outlying counties. As is common in the healthcare industry, referrals from affiliated hospitals in the outlying counties send a steady stream of patients to the larger facilities in and around Birmingham. (Information obtained from hospital system websites indicating the affiliations of several of the hospitals is also included in "Exhibit 17.") Consequently, almost all major medical and critical care services must be obtained from the centralized area, further solidifying the ties among community residents.

### **Retail**

Possibly in the area of retail activity as much or more than in any other category, the Birmingham community exhibits strong evidence of interaction. Outside of neighborhood establishments such as grocery and convenience stores, virtually all of the major retail developments, specifically malls, are concentrated in the central area. The largest mall in the surrounding region, the Riverchase Galleria, is located just to the south of Birmingham, and is a significant retail draw from all over the proposed community. According to statistics provided by the mall's director of marketing, although shoppers are attracted from a regional audience, at least 65% of all sales at the Galleria are derived from residents of the seven-county area. The mall developed an annual Christmas

lighting ceremony that has become a well-known community event as seen in the article attached as "Exhibit 5," which quotes one of the directors of the ceremony as calling it a "true community gathering."

According to an article in *Southeast Real Estate Business*, "the growth of Birmingham's southern suburbs has increased commuting patterns and retail opportunities" in the area. In other words, although the suburbs have continued to reach out into the seven-county area, consumers must still return to the central area for major retail access, causing the entire area to interact for retail purposes.

Statistics compiled by the Center for Business and Economic Research (CBER) at the University of Alabama's Culverhouse College of Commerce and Business Administration effectively demonstrate the migration of retail shoppers in the metropolitan Birmingham community to the central areas for retail opportunities. CBER reflects a total retail sales figure of \$9.3 billion in 2001 for the entire Birmingham MSA. Of that total, \$7.3 billion was transacted in Jefferson County (Birmingham). This represents per capita retail sales of \$11,026. By contrast, Shelby County showed per capita retail sales of \$9,327, Walker County reflected per capita retail sales of \$8,921, Chilton County generated per capita retail sales of \$6,692, Blount County had per capita retail sales of \$5,379, St. Clair County posted per capita retail sales of \$4,632, and finally Bibb County per capita retail sales reached only \$3,724. This is significant because CBER researchers have concluded that higher per capita retail sales figures in a particular county are representative of the ability to draw shoppers from other counties, while, conversely, the lower figures represent counties whose residents are traveling to adjacent counties to shop. In considering the pronounced difference in sales by county, it is only logical to assume that higher per capita sales must be the result of community members from the other counties shopping in the central area. A spreadsheet reflecting the total retail sales figures as compiled by the CBER is attached as "Exhibit 6."

### **Recreation / Entertainment**

The Birmingham MSA is home to the only major athletic facilities in the community, including Legion Field, the Hoover Metropolitan Stadium, and the Birmingham-Jefferson Civic Center complex, all of which draw fans from all over the region for collegiate and minor league professional sporting events. The Civic Center also houses the only concert arena and the largest performing arts theater in the community. Other recreational and entertainment opportunities supported by the entire community include City Stages, the annual Heritage Festival, Crawfish Boil Festival, the Festival of Arts and International Fair, and the Alabama State Fair (held each October at the Alabama state fairgrounds in Birmingham.) A number of popular attractions are also frequented by area residents, including:

- o The Birmingham Zoo
- o Birmingham Museum of Art
- o Birmingham Botanical Gardens
- o Alabama Sports Hall of Fame

- **McWane Center & IMAX Theater**
- **Jazz Hall of Fame**
- **Birmingham Civil Rights Institute**
- **Vulcan Park**

### **Transportation**

To meet its transportation needs, the community relies heavily on the Birmingham International Airport, the only major airport in the North-Central region. Information contained on the airport's web site reflects the entire North-Central region as its service area, but gives specific attention to the Birmingham metro area. Because there are limited commercial flights from any other airport in the state, there is a large inflow of travelers from adjacent counties, particularly those included in the MSA.

There is also a confluence of major U.S. Interstate and secondary highways in the area, including Interstates 20, 59, 65, and 459, as well as U.S. Highways 31, 280, 75, 78, and 79. The recently designated Interstate 22 dissects Walker County and terminates in Birmingham, as well. The availability of these primary roadways is important because each of the counties in the Birmingham-Hoover MSA is tied directly to the central Birmingham area through these roads. These major arteries criss-cross the community and enhance transportation for purposes of commuter traffic, commerce, and recreational travel. Rail service also converges in the central Birmingham area for both passenger and freight lines.

### **Civic Organizations**

Several community-wide civic groups are headquartered in the Birmingham metro area, all of which involve participants from across the seven-county community area and serve a variety of purposes for community residents. Groups exist with functions ranging from business development, to convention promotion, to environmental protection. Some of the most active civic groups which represent the interests of the community include:

**Birmingham Regional Chamber of Commerce:** The Chamber recently changed its name to reflect the view that Birmingham is no longer just the city itself, but the area surrounding it as well. According to the CEO of the Chamber, "The ... Chamber's new name reflects how important it is today to think regionally in solving the challenges we face in our market area... not as a single city or even as a single county." (See "Exhibit 7.") In conversations with the Chamber's Director of Research, he repeatedly stressed the Chamber's opinion that they view Birmingham as a regional community because of the continuing spread into the adjacent counties of Blount, Shelby, St. Clair, Walker, Bibb, and Chilton, and the transportation network that draws people into the central area from all seven counties.

**Metropolitan Development Board:** As reflected in excerpts from the MDB web site ([www.mdb.org](http://www.mdb.org)), attached as "Exhibit 8," this is an economic development group which supports the seven-county community. Their scope of operation also recognizes the interaction between residents and developments within the seven-county area, and their organization has defined the community in terms of the Birmingham MSA.

**Better Business Bureau:** Because of the nature of its function, the BBB must organize in a way that effectively serves the community area in which it is located. There are BBB chapters all over the United States, and each is incorporated to cover what they recognize as a community. In Birmingham, the BBB of Central Alabama serves the needs of business members from all over the seven-county area. Merchant listings on the BBB web site (the home page of which is included as "Exhibit 9") reflect numerous merchants from throughout the proposed community.

**Region 2020:** Region 2020 is a volunteer citizen's group concerned with defining regional needs, points of interest, and action plans in such areas as economics, transportation, and environmental preservation. This group is completely driven by individuals from throughout the community and is not tied to any governmental agency or office. The primary beneficiaries of the group's work are residents of the proposed community, as seen in the information and map included as "Exhibit 10."

**Community Foundation of Greater Birmingham:** This group is a charitable endowment organization that is led by volunteers from the business community and that provides funding for various charities in the Birmingham area. As shown in "Exhibit 11," the Community Foundation is focused on needs in the proposed community and considers the entire area to be a bona fide interacting community.

**Regional Planning Commission of Greater Birmingham:** The RPC is a quasi-governmental agency that has as its primary purpose the planning and application of Federal funds for various public projects. Evidence of the community nature of the metropolitan Birmingham area is found in the Federal Government's designation of RPC planning as a prerequisite for such projects. The seven-county area proposed as the community charter area for University Federal Credit Union is included in the scope of the RPC of Greater Birmingham's service area. The additional counties that have become a part of the Birmingham-Hoover MSA will be merged into the service area. In fact, as discussed in the information taken from the RPC web site and included as "Exhibit 12," Walker County has already been included in the purview of this agency for a number of years. It is interesting to note that in a charter conversion approval rendered by the NCUA Board in April of this year, Board Member JoAnn Johnson stated the "most compelling" factor in her decision was the consideration of the area in question as a single planning region by the state in which the community was located.

**Birmingham Metropolitan Planning Organization:** The MPO is another agency which works throughout the community and involves all portions of the proposed Birmingham community. Closely related to the RPC, the MPO is primarily concerned with transportation funding.

**Housing and Urban Development:** The U.S. Department of Housing and Urban Development has defined the Birmingham MSA as a community for purposes of many of its programs related to housing opportunity and assistance. One such program, for which documentation is attached as "Exhibit 13," is Housing Opportunities for People with AIDS or HOPWA. Although the central area could have been identified singularly for program administration, HUD has apparently concluded that there is sufficient interaction between residents in all parts of the MSA to consider the entire area as a community.

**Regional Growth Alliance:** This partnership was formed in 2001 as a means to encourage growth and cooperation in central Alabama. One of the goals of the Alliance is to bypass traditional jurisdictional lines by focusing on more meaningful regional issues that accurately reflect the nature of the community. As seen in the material contained in "Exhibit 15," the seven-county area is the primary focus of this group.

### **Special Events**

Two special events have served in recent years as rallying points for the entire community of metropolitan Birmingham. While there have been many entertainment opportunities and attractions that have certainly drawn participation and interest from all across the area, none better reflects the degree of community pride and involvement that these two have created.

The first, City Stages, is an annual event that has been noted around the country for the quality musical acts that perform over the course of the three-day festival. Total attendance for the festival has averaged approximately 180,000 attendees of which some 110,000 have been residents of the seven-county community area. This represents around 61% of the total attendance, according to statistics cited by the Director of Marketing for the City Stages festival. In conversations with the director, he expressed the view that City Stages involved people from all parts of the community, and he supported this statement with results of a survey conducted after the most recent festival. In the survey, residents were documented from zip code areas in all seven counties, and, again, community residents comprised 61% of all City Stages attendees.

A slightly different type of event was the refurbishment and reinstallation of the prominent statue of Vulcan that symbolizes the community. In a recent editorial column, a copy of which is attached as "Exhibit 14," *Birmingham News* editor Tom Scarritt makes some very insightful comments with regard to the nature of the Birmingham community. While in the column he sites some challenges facing the area, even the fact that challenges are viewed as a community issue affecting counties outside Birmingham

proper gives evidence of the fact that the proposed community is, in fact, a local community where individuals interact and share common interests. Mr. Scarritt strongly stresses the importance of recognizing "the interdependence of Birmingham and the surrounding cities and counties." This seems to be exactly the type of relationship that would define the Birmingham metropolitan area as a community for purposes of converting to a community charter.

### **Conclusion**

In considering the question of whether the Birmingham MSA constitutes a community for purposes of conversion to a community charter under NCUA guidelines, numerous sources have been tapped to document community interdependence and involvement. An overwhelming number of community residents in the seven-county region travel to work in the central area. Census Bureau statistics support the fact that the outlying counties are dependent on Birmingham for most of their jobs. In addition, media outlets, from television to newspapers, serve the seven-county community as a whole, not as individual units. Distribution numbers and rating services are consistent in their reference to the Birmingham Metropolitan area as a single community.

Large educational institutions such as UAB and Jefferson State Community College attract most of the college students within the community. At the same time, retail shopping is almost exclusively centered in metropolitan Birmingham, drawing millions of dollars from the neighboring counties within the community. Detailed economic statistics compiled by the University of Alabama lend weight to the consideration of the seven-county area as a closely related community. The presence of an excellent transportation network that ties the various parts of the community to the central area is also a convincing factor in determining that metropolitan Birmingham is a community in the truest sense.

Numerous civic groups and agencies exist that are operated by community residents from all corners of the Birmingham-Hoover MSA, most volunteers with a shared concern for issues in the community. These groups range from those that promote business and industry, to those that perform community-wide planning, to others that promote environmental and charitable issues. Their common thread is that each works within the understanding of the metropolitan Birmingham area as a cohesive community. The sense of community created by common projects and events has also been noted, even to the point of quoting the editor of the local newspaper in his assessment of the community interdependence that is present.

All of these factors have been supplemented by an abundance of statistical data that clearly point to the conclusion that the counties of Jefferson, Shelby, St. Clair, Blount, Walker, Bibb, and Chilton in the Birmingham-Hoover Metropolitan Statistical Area are, in fact, a local community where individuals have common interests and interact.

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## MEMORANDUM

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**To:** Rita Woods, NCUA Region III  
**From:** Glenn Bryan, University FCU  
**Subject:** Community Charter Application  
**Date:** 10/27/2003

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Rita:

In response to the questions we discussed earlier today, here are some items of follow-up information. I hope that this will be helpful to you.

- **Regional Planning Commission:** The website for the RPC is a little difficult to track down because it is linked in a strange way and the obvious address is registered to a local church. Try <http://www.bhammpo.org/docs/RPC.pdf>. That is where the document that is included in our package is found. You can also search under Regional Planning Commission of Greater Birmingham on most search engines and find the same site.
- **Shared Service Centers:** There are 37 CUSC, Inc., service centers and outlet facilities in Alabama, including one in Clanton, the county seat of Chilton County and its major population center. Check <http://www.cuservicecenter.com> for a complete list of locations (alphabetical by city), several of which are in our proposed community charter area.
- **County Maps:** All of the county maps used in the application package came from the web site of the University of Alabama Department of Geography. It can be accessed at <http://alabamamaps.ua.edu/>. From the main page select "Contemporary Map Index." Then click on "Counties" in the left column. This should bring you to a page from which you can select the particular county you wish to view. You will then be asked to choose a format. The maps I printed were in the PDF format.
- **Underserved Areas:** Since late 1995, University FCU has been very active in serving a number of low to moderate income areas around our community. To accomplish this, we have used a combination of facilities and services that are geared to meet the needs of the residents of those areas. With regard to services, we offer checking accounts with no service charge and free proprietary ATM service. A significant issue in this market has been the fact that most financial institutions in the area "screen" prospective new accounts and only offer services to select persons that "make the cut." While we do screen accounts for cross-selling purposes, anyone eligible for membership may have a checking account with us. This opens the opportunity for checking services to many unbanked individuals. We have also been active in several programs that have worked toward better housing opportunities for the underserved market. Because we offer a full

line of competitive mortgage products, we have been involved with two specific initiatives, the Titusville Housing Revitalization Plan (THRP) and the HousingPlus Program. The THRP involved Freddie Mac and the National Manufactured Housing Institute in a program to replace unsafe and unusable housing stock with modern affordable housing. The HousingPlus program is a joint venture between the University of Alabama at Birmingham Center for Urban Affairs, Fannie Mae, and local lenders. University FCU acts as the depository and distribution point for affordable second mortgages funded through contributions of a local lender consortium. We also directly provide flexible mortgage programs to community members that may be unable to qualify for traditional conforming mortgage products. In relation to this, we have been able to work with several smaller minority owned businesses to provide various financing arrangements for the purposes of securing buildings, equipment, and other operating needs.

In terms of facilities, University FCU maintains a full service branch and two ATM's in the heart of the primary underserved areas of Birmingham. Our branch is the only financial facility in this particular part of town. In an interesting development that reflects the growing trend of Hispanic immigration, we have recently been in discussions with one of our large employer groups about the development of additional programs to reach employees and family members that have been recruited to work here from the Philippines. Although this process is still in the formative stages, it will involve deposit and loan products for another group of unbanked area residents, and is largely the result of our branch presence in the area. To further reflect our commitment to the underserved market, we recently purchased a full city block that is adjacent to the two underserved communities presently in our field of membership. Plans are to relocate the credit union's main office to this site in the next several years, thereby accomplishing two purposes that will be beneficial to the community. First, it will contribute to the revitalization of the area by removing an abandoned warehouse that is a blight on the area. Second, it will provide greater accessibility and convenience for members and potential members in the area.

Evidence of the acceptance of these programs is seen in the number of University FCU members that live in underserved areas. We can identify 6,107 members that reside in the specific underserved community areas that were added to our charter. An additional 3,327 members live in other underserved areas in the metro community but were eligible for membership through other means. This means that as of September 30, 2003, of the 48,670 members in the credit union, a total of 9,434 (19.4%) can be identified as living in underserved areas. Over 6,500 other members give mailing addresses in a zip code area that would be considered underserved, or low to moderate income, but many of these are workplace addresses and do not represent true underserved members. However, it is safe to assume that at least some of these do live in the area, so the total may approach 10,000 or more.

Rita, again, I hope this information will be helpful to you as you try to wrap up our application. I appreciate your efforts in trying to expedite this process, and I look forward to seeing our charter conversion successfully achieved. Please let me know if you need anything further, or if you have any additional questions.

## ***A VISION FOR University Federal Credit Union***

***We are committed to be a service organization  
where members desire to fulfill their financial needs and  
where employees desire to build a career.***

***To accomplish this, we must:***

***Provide value in every product and service we offer,***

***Employ a variety of delivery channels to be convenient for the  
member,***

***Make courteous, professional service our priority in every task  
we perform, and***

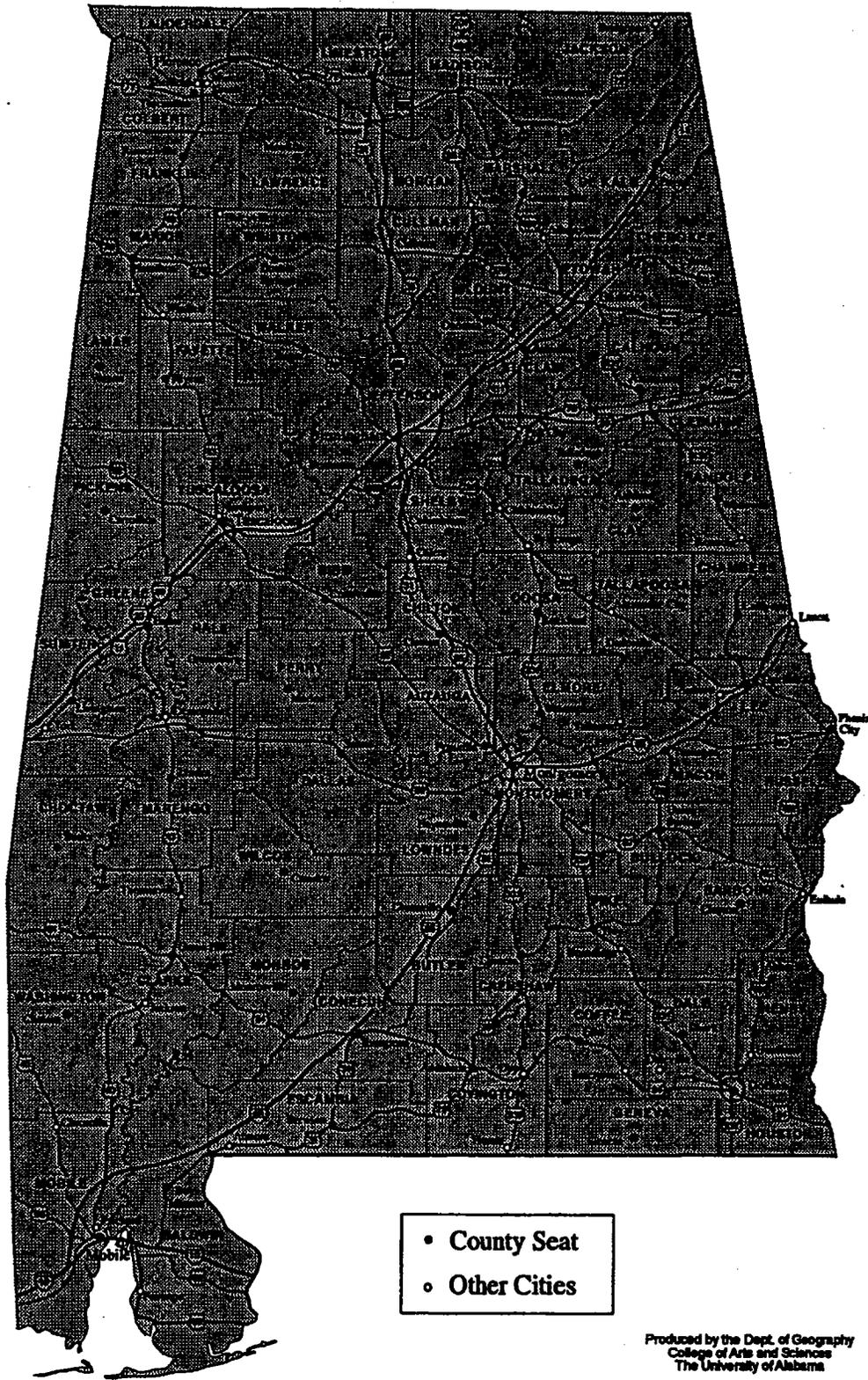
***Create a motivational, team-oriented environment where staff  
members realize their potential and grow, both personally and  
professionally.***

12940	22091	St. Helena Parish, LA
12940	22121	West Baton Rouge Parish, LA
12940	22125	West Feliciana Parish, LA
12980		Battle Creek, MI Metropolitan Statistical Area
12980	26025	Calhoun County, MI
13020		Bay City, MI Metropolitan Statistical Area
13020	26017	Bay County, MI
13140		Beaumont-Port Arthur, TX Metropolitan Statistical Area
13140	48199	Hardin County, TX
13140	48245	Jefferson County, TX
13140	48361	Orange County, TX
13380		Bellingham, WA Metropolitan Statistical Area
13380	53073	Whatcom County, WA
13460		Bend, OR Metropolitan Statistical Area
13460	41017	Deschutes County, OR
13740		Billings, MT Metropolitan Statistical Area
13740	30009	Carbon County, MT
13740	30111	Yellowstone County, MT
13780		Binghamton, NY Metropolitan Statistical Area
13780	36007	Broome County, NY
13780	36107	Tioga County, NY
13820		Birmingham-Hoover, AL Metropolitan Statistical Area
13820	01007	Bibb County, AL
13820	01009	Blount County, AL
13820	01021	Chilton County, AL
13820	01073	Jefferson County, AL
13820	01115	St. Clair County, AL
13820	01117	Shelby County, AL
13820	01127	Walker County, AL
13900		Bismarck, ND Metropolitan Statistical Area
13900	38015	Burleigh County, ND
13900	38059	Morton County, ND
13980		Blacksburg-Christiansburg-Radford, VA Metropolitan Statistical Area
13980	51071	Giles County, VA
13980	51121	Montgomery County, VA
13980	51155	Pulaski County, VA
13980	51750	Radford city, VA
14020		Bloomington, IN Metropolitan Statistical Area
14020	18055	Greene County, IN
14020	18105	Monroe County, IN
14020	18119	Owen County, IN
14060		Bloomington-Normal, IL Metropolitan Statistical Area
14060	17113	McLean County, IL
14260		Boise City-Nampa, ID Metropolitan Statistical Area
14260	16001	Ada County, ID
14260	16015	Boise County, ID
14260	16027	Canyon County, ID

County	Total	Under 5 years	5 to 13 years	14 to 17 years	18 to 24 years	16 years and over	18 years and over	15 to 44 years	65 years and over	85 years and over
Henry County	16,292	978	1,862	934	1,470	13,016	12,518	6,302	2,673	369
Houston County	89,966	6,280	11,285	5,256	7,990	69,749	67,145	37,069	12,261	1,608
Jackson County	54,035	3,276	6,445	2,972	4,682	42,871	41,342	21,936	7,570	828
Jefferson County	661,153	44,676	80,170	36,435	62,409	518,046	499,872	281,219	89,230	11,988
Lamar County	15,499	925	1,745	876	1,381	12,396	11,953	6,179	2,551	386
Lauderdale County	87,116	4,983	9,810	4,604	8,965	70,077	67,719	36,067	13,485	1,685
Lawrence County	34,655	2,074	4,411	2,007	3,136	27,181	26,163	14,763	4,283	447
Lee County	118,123	7,053	13,606	5,965	24,800	84,455	91,499	64,283	9,658	1,043
Limestone County	67,842	4,602	8,349	3,664	6,152	53,039	51,227	30,007	7,680	814
Lowndes County	13,508	1,009	1,882	998	1,384	10,135	9,619	5,667	1,665	234
Macon County	23,788	1,495	2,985	1,344	4,082	18,627	17,964	10,468	3,311	450
Madison County	285,900	18,906	36,611	16,037	27,780	222,362	214,346	126,531	32,603	3,094
Marango County	22,475	1,518	3,169	1,465	2,039	17,054	16,323	8,748	3,291	462
Marion County	30,369	1,780	3,347	1,501	2,574	24,483	23,741	11,965	4,977	699
Marshall County	83,548	5,674	10,350	4,520	7,442	65,332	63,004	34,659	11,840	1,259
Mobile County	400,163	29,751	53,844	24,381	40,227	304,520	292,187	170,083	48,188	5,577
Monroe County	24,043	1,815	3,259	1,521	2,229	18,212	17,448	9,564	3,369	492
Montgomery County	223,346	16,298	28,401	12,486	25,610	172,407	166,161	99,679	26,611	3,437
Morgan County	111,725	7,341	13,995	6,269	9,709	87,258	84,120	46,864	14,027	1,515
Perry County	11,637	893	1,662	820	1,369	8,706	8,262	4,692	1,736	295
Pickens County	20,852	1,452	2,736	1,326	1,985	16,028	15,338	8,188	3,268	436
Pike County	29,588	2,008	3,470	1,619	4,615	23,339	22,491	13,528	3,718	396
Randolph County	22,527	1,484	2,848	1,211	2,093	17,583	16,984	8,924	3,532	441
Russell County	49,415	3,328	6,554	2,863	4,670	38,107	36,670	20,865	6,619	727
St. Clair County	67,215	4,230	8,397	3,899	5,802	52,656	50,689	28,909	7,934	713
Shelby County	153,832	11,156	19,824	8,544	13,359	118,554	114,308	69,710	13,524	1,223
Sumter County	14,376	1,023	2,081	954	1,779	10,811	10,318	6,046	2,016	379
Talladega County	80,638	5,261	9,828	4,629	7,806	63,248	60,920	33,629	10,702	1,234
Tallapoosa County	40,946	2,520	4,982	2,186	3,217	32,376	31,258	15,292	6,888	962
Tuscaloosa County	166,512	10,845	19,111	8,318	25,863	132,408	128,238	79,058	18,722	2,225
Walker County	70,655	4,504	8,085	3,745	6,287	56,202	54,321	28,335	10,642	1,215
Washington County	17,927	1,241	2,500	1,149	1,731	13,606	13,037	7,283	2,303	261
Wilcox County	13,137	1,040	1,977	848	1,452	9,698	9,272	5,312	1,732	278
Winston County	24,745	1,521	2,898	1,320	2,033	19,691	19,006	9,972	3,578	416
<b>MALE</b>										
ALABAMA	2,169,135	152,434	285,280	129,323	225,999	1,666,989	1,602,098	948,107	237,162	19,651
Autauga County	22,232	1,484	3,376	1,527	2,111	16,607	15,845	9,941	1,929	115

County	Total	Under 5 years	5 to 13 years	14 to 17 years	18 to 24 years	16 years and over	18 years and over	15 to 44 years	65 years and over	85 years and over
<b>BOTH SEXES</b>										
<b>ALABAMA</b>	4,486,508	298,697	556,439	251,972	452,196	3,506,196	3,379,400	1,912,183	588,542	71,436
Autauga County	45,604	3,000	6,467	2,945	4,169	34,613	33,192	20,112	4,729	467
Baldwin County	147,932	8,718	17,664	8,423	12,610	117,363	113,127	59,016	23,269	2,474
Barbour County	28,826	1,805	3,562	1,713	2,920	22,631	21,746	12,561	3,823	527
Bibb County	21,838	1,404	2,617	1,129	2,178	17,200	16,688	9,970	2,465	305
Blount County	52,968	3,411	6,671	2,988	4,658	41,389	39,888	22,230	6,763	828
Bullock County	11,367	752	1,437	647	1,224	8,883	8,531	5,024	1,506	297
Butler County	20,911	1,348	2,671	1,323	2,025	16,261	15,569	8,045	3,434	572
Calhoun County	111,616	7,020	12,894	5,835	11,726	88,855	85,867	46,429	16,125	1,706
Chambers County	36,251	2,338	4,533	1,870	3,255	28,470	27,510	14,275	5,823	885
Cherokee County	24,315	1,429	2,685	1,184	1,957	19,593	19,017	9,359	3,924	383
Chilton County	40,516	2,695	5,173	2,275	3,782	31,497	30,373	17,128	5,124	617
Choctaw County	15,418	948	1,936	922	1,350	12,074	11,612	5,948	2,277	328
Clarke County	27,557	2,021	3,746	1,719	2,502	20,909	20,071	11,125	3,762	517
Clay County	14,163	895	1,588	791	1,233	11,275	10,889	5,593	2,319	344
Cleburne County	14,578	910	1,757	758	1,327	11,535	11,153	5,997	1,983	239
Coffee County	43,878	2,777	5,257	2,596	4,010	34,561	33,248	18,187	6,188	716
Colbert County	54,850	3,250	6,441	2,953	4,690	43,684	42,206	21,611	8,685	1,117
Conecuh County	13,687	833	1,791	790	1,236	10,676	10,273	5,257	2,116	287
Coosa County	11,871	616	1,386	640	1,056	9,559	9,229	4,906	1,749	222
Covington County	36,956	2,103	4,275	2,051	3,233	29,583	28,527	14,090	6,734	961
Crenshaw County	13,663	814	1,676	775	1,158	10,789	10,398	5,271	2,331	347
Cullman County	77,973	4,760	9,238	4,272	7,178	61,907	59,703	32,079	11,514	1,332
Dale County	49,186	3,672	6,427	2,821	4,735	37,688	36,266	21,440	5,976	658
Dallas County	45,653	3,670	6,179	2,946	4,666	34,363	32,858	18,205	6,334	864
DeKalb County	65,605	4,302	8,096	3,390	6,106	51,511	49,817	27,643	9,027	1,135
Elmore County	68,771	4,553	8,675	3,923	6,794	53,531	51,620	31,278	7,348	877
Escambia County	38,347	2,468	4,577	2,042	3,881	30,307	29,260	16,371	5,112	641
Etowah County	103,105	6,643	11,909	5,610	9,186	81,867	78,943	40,900	16,490	2,014
Fayette County	18,256	1,041	2,131	1,018	1,628	14,601	14,066	7,162	2,901	416
Franklin County	30,851	2,018	3,727	1,698	2,844	24,266	23,408	12,670	4,670	594
Geneva County	25,346	1,426	2,919	1,495	2,092	20,264	19,506	9,789	4,170	577
Greene County	10,035	804	1,396	646	990	7,524	7,189	3,841	1,437	252
Hale County	17,067	1,313	2,459	1,108	1,677	12,734	12,187	6,975	2,247	349

# Alabama Counties and County Seats





What's Happening at TPG

*Riverchase Galleria Lighting Ceremony 2000  
Brightens Christmas Season*

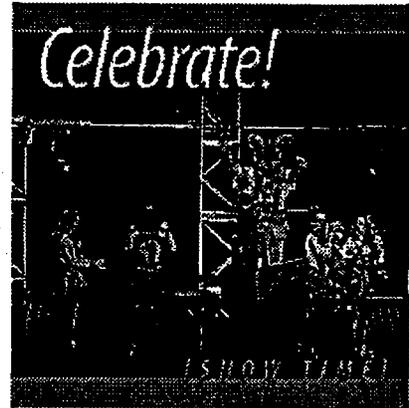
*By Gene Mason*

This November it was my pleasure to assist in lighting programming for the fifteenth annual Riverchase Galleria Christmas Lighting Ceremony. The event, which was spearheaded by local Birmingham music minister Aubrey Edwards and written by creative consultant Mark Sims, brings a cast of hundreds together for an evening of music and spectacle to ring in the holiday season.

One of the largest shopping malls in the United States, the Riverchase Galleria holds a record as one of the largest glass-roofed structures in the world. In the center of the spectacular eight-story crystal atrium, an array of state-of-the-art sound, lighting and video equipment supported a one-hour program viewed by nearly 10,000 visitors. An annual event, the Lighting Ceremony has become a true community gathering, with hundreds of people staking out their seat on the mall's balcony rail as early as lunch time--nearly seven hours before the show begins!

My job was to make suggestions and communicate instructions from the show director to the lighting technicians as they choreographed the movement of high-tech hardware to the music. Because of the mall's operating hours, programming and rehearsals must be done in the evening after closing, resulting in several all-nighters for cast and crew in the days leading up to the big show.

A unique aspect of the event is that many churches participate in the festivities. Local handbell choirs play throughout the mall on the evening of the show. A pre-show concert by a local church choir begins the body of the program. And most of the creative



Click here to view a few digital photos from the Riverchase Galleria Lighting Ceremony 2000.

details

> More Resources for the Journey

✕

> Request Information from The Parish Group

City of Sequent online tickets

leadership for the program is drawn from the local church community.

Elements of the program included a dazzling display of theatrical lighting, with dozens of robotic instruments creating dancing beams of colors in the air. The show's centerpiece was a 16-foot tall clock, which aided in a time-travel extravaganza through Christmas music set to the music of decades from the 20's to the present. Confetti cannons, snow machines, projected images, inflatable dancing candy canes and show-stopping visit from Santa round out the presentation.

My thanks to Jim Spahn, the mall's Marketing Director, as well as Aubrey Edwards, Mark Sims, and the lighting contractor, Theatrical Lighting Systems, Inc. of Huntsville, for allowing me to participate. It was a blast!

[Click here to view a few digital photos we snapped during the event.](#)

The Parrish Group | The Joy is the Journey

## 2001 Monthly Retail Sales for Alabama MSAs and Counties (\$1,000)

	January	February	March	April	May	June	July	August	September	October	November	December	Total
<b>Alabama MSAs</b>	2,985,542	3,052,834	3,488,534	3,371,188	3,512,934	3,515,512	3,404,088	3,502,617	3,260,410	3,548,265	3,457,365	4,043,521	41,142,810
Anniston	68,427	71,404	84,009	79,589	83,810	83,035	81,267	83,876	79,378	83,643	80,727	96,289	975,434
Auburn-Opelika	59,021	55,870	64,753	64,769	65,392	64,088	61,723	67,861	63,470	69,057	69,756	77,988	783,728
Birmingham	665,480	686,942	784,532	767,728	798,306	798,834	775,239	797,035	720,031	822,535	782,139	898,684	9,297,467
Decatur	96,344	96,188	107,686	104,205	108,659	108,857	103,592	108,978	101,091	111,318	102,342	116,103	1,265,363
Dothan	97,934	107,022	115,686	116,101	120,663	119,411	114,874	116,078	108,851	117,548	116,540	139,085	1,390,793
Florence	102,077	102,612	120,923	111,362	115,792	118,237	111,408	118,561	112,620	117,592	113,856	133,384	1,378,422
Gadsden	65,320	67,920	75,599	75,827	79,083	78,077	75,564	76,579	73,462	75,695	76,984	91,399	911,509
Huntsville	275,570	276,074	317,564	305,841	317,230	315,873	306,222	313,088	304,837	318,534	318,852	370,037	3,739,732
Mobile	343,106	363,805	420,087	407,533	416,763	423,080	418,843	425,825	395,322	434,127	424,876	508,334	4,981,701
Montgomery	223,208	220,713	250,334	245,841	258,552	255,599	246,936	251,996	231,394	252,772	253,187	298,220	2,986,752
Tuscaloosa	114,529	117,307	130,987	127,794	134,823	129,306	126,591	135,024	123,013	138,185	130,373	149,374	1,557,316
<b>Counties</b>													
Autauga	24,953	25,662	28,111	27,959	28,736	28,547	28,364	28,717	26,403	28,705	30,556	36,611	343,324
Baldwin	86,940	94,220	116,859	112,773	117,904	125,937	129,158	118,270	104,301	115,524	108,389	132,310	1,362,585
Barbour	11,744	11,841	13,150	12,343	12,898	12,532	12,215	12,936	12,461	12,458	12,061	12,947	149,588
Bibb	6,455	6,246	6,851	7,072	7,214	7,119	6,948	6,812	6,876	6,518	6,168	7,039	81,318
Blount	20,521	20,124	23,551	23,093	23,200	24,120	22,970	23,689	21,864	24,338	22,623	24,410	274,503
Bullock	2,439	2,253	2,537	2,435	2,465	2,482	2,168	2,235	2,615	2,149	2,253	2,367	28,398
Butler	11,005	11,137	11,812	11,718	12,075	11,757	11,460	11,453	10,700	11,607	11,648	13,232	139,604
Calhoun	68,427	71,404	84,009	79,589	83,810	83,035	81,267	83,876	79,378	83,643	80,727	96,289	975,434
Chambers	16,120	15,672	17,872	16,499	17,808	17,578	16,915	16,809	17,416	18,490	17,986	20,237	208,402
Cherokee	8,204	8,277	10,093	9,917	9,373	10,459	9,250	8,989	8,557	9,637	9,460	10,156	112,372
Chilton	19,516	20,724	23,416	22,562	23,696	24,038	23,582	23,489	20,308	22,438	21,962	25,394	271,125
Choctaw	4,167	3,706	4,100	3,701	3,877	3,739	3,646	3,799	3,581	3,686	3,732	3,984	45,738
Clarke	14,410	14,252	16,065	15,746	16,578	15,496	15,708	16,157	14,656	16,490	17,013	19,075	191,646
Clay	3,640	3,231	3,711	3,505	4,034	3,881	3,642	3,709	3,624	3,778	4,114	3,864	44,733
Cleburne	4,627	4,516	5,237	4,673	5,277	5,246	5,423	5,260	4,746	6,059	4,945	4,654	60,663
Coffee	26,249	28,039	30,959	30,595	34,157	31,662	30,868	32,635	29,050	32,281	31,571	36,341	374,407
Colbert	40,275	40,060	46,042	43,824	44,801	46,269	43,717	48,475	45,845	49,695	45,475	48,154	542,632
Conecuh	3,396	3,121	3,736	3,589	3,696	3,287	3,195	3,398	3,188	3,693	2,950	2,941	40,190
Coosa	1,472	1,614	2,013	1,787	1,688	1,884	1,758	1,786	1,621	1,776	1,656	1,936	20,991
Covington	16,900	17,460	20,419	19,969	20,984	19,525	19,122	19,823	18,336	19,811	19,366	21,778	233,493
Crenshaw	3,206	3,264	3,757	3,642	3,935	4,055	3,767	3,919	3,501	3,324	3,682	4,243	44,295
Cullman	41,124	42,981	50,657	48,307	51,405	52,671	49,713	51,063	46,793	50,214	49,035	55,595	589,566
Dale	14,949	15,210	16,787	16,572	17,292	17,234	17,629	17,419	16,379	17,660	16,702	20,001	203,834

## 2001 Monthly Retail Sales for Alabama MSAs and Counties (\$1,000)

	January	February	March	April	May	June	July	August	September	October	November	December	Total
Dallas	23,959	26,102	27,517	26,821	27,916	26,862	25,914	26,433	23,399	25,893	26,009	28,385	316,210
DeKalb	31,600	31,451	36,049	34,304	36,905	36,130	33,833	36,013	34,873	35,907	36,191	39,986	422,942
Elmore	26,538	27,459	28,168	28,679	31,981	31,970	30,753	31,105	28,270	31,140	29,182	30,988	357,233
Escambia	17,303	17,614	20,201	20,741	21,743	21,410	20,753	21,665	20,629	21,535	21,680	24,400	249,674
Etowah	65,320	67,920	75,599	75,827	79,083	78,077	75,584	76,579	73,462	75,695	76,984	91,398	911,509
Fayette	8,018	7,896	9,239	8,596	9,440	9,326	8,048	8,868	7,840	8,941	8,687	10,024	104,923
Franklin	10,619	10,425	11,808	11,672	12,130	12,554	11,752	12,397	11,540	12,113	11,707	13,441	142,158
Geneva	6,898	6,955	8,802	8,594	8,969	8,703	9,795	8,761	8,508	8,088	7,939	9,509	101,521
Greene	1,872	1,691	2,000	1,994	2,057	1,898	2,018	2,166	1,904	2,320	1,972	1,996	23,886
Hale	3,735	3,816	3,857	4,855	4,414	4,393	4,139	4,356	3,709	3,903	3,122	3,511	47,810
Henry	4,014	4,047	5,041	5,373	4,771	4,392	4,244	4,540	4,771	4,992	4,359	5,423	55,967
Houston	82,985	91,812	98,899	99,529	103,371	102,177	97,245	98,659	93,472	99,888	99,838	119,084	1,186,959
Jackson	25,313	25,291	29,332	28,980	29,575	29,061	28,051	28,985	29,265	31,779	30,324	32,044	348,000
Jefferson	531,627	548,182	622,879	603,485	631,959	632,825	607,835	631,689	570,899	651,324	627,895	726,013	7,386,612
Lamar	4,077	3,696	4,952	4,579	4,455	4,321	3,786	4,120	4,940	4,368	4,543	4,767	52,604
Lauderdale	61,802	62,552	74,881	67,538	70,991	71,968	67,689	70,088	66,775	67,897	68,381	85,230	835,790
Lawrence	16,344	15,532	16,595	15,575	16,633	16,100	15,975	16,297	15,882	17,038	15,567	17,501	195,039
Lee	59,021	55,870	64,753	64,769	65,392	64,088	61,723	67,861	63,470	69,057	69,756	77,988	783,728
Limestone	36,071	36,563	42,065	41,446	42,895	43,129	42,322	43,345	41,758	45,091	42,467	48,940	506,092
Lowndes	1,865	1,688	1,883	1,781	1,764	1,907	1,782	1,808	1,810	1,979	2,370	2,653	23,270
Macon	4,981	4,728	5,163	4,919	4,747	5,035	4,622	5,313	5,181	5,163	5,085	5,995	60,932
Madison	239,499	239,511	275,499	264,395	274,335	272,744	263,900	269,753	263,079	273,443	276,385	321,097	3,233,640
Marengo	9,175	9,639	11,930	11,176	12,286	11,872	12,044	11,710	11,375	12,112	11,383	11,923	136,625
Marion	10,299	10,233	12,031	11,411	11,757	10,934	11,264	10,943	10,711	12,353	11,960	13,611	137,507
Marshall	53,197	56,591	64,978	63,360	67,435	64,465	65,253	66,594	61,057	67,884	66,179	73,896	770,889
Mobile	256,166	269,585	303,228	294,760	298,859	297,143	289,685	307,555	291,021	318,603	316,487	376,024	3,619,116
Monroe	11,164	12,377	13,774	13,634	13,555	13,437	13,546	14,062	13,234	16,035	13,570	15,179	163,567
Montgomery	171,717	167,592	193,055	189,203	197,835	195,082	187,819	192,174	176,721	192,927	193,449	228,621	2,286,195
Morgan	80,000	80,656	91,091	88,630	92,026	92,757	87,617	92,681	85,209	94,280	86,775	98,602	1,070,324
Perry	2,396	2,242	3,429	2,593	2,471	2,515	2,209	2,363	3,399	2,159	2,574	2,518	30,868
Pickens	3,980	3,854	5,041	4,439	4,613	4,208	4,156	4,307	4,035	4,190	3,810	4,514	51,147
Pike	18,600	18,506	20,782	20,416	21,857	21,452	20,854	23,379	19,770	25,362	23,111	23,963	258,052
Randolph	11,898	11,132	12,036	11,171	11,767	11,660	11,326	11,868	11,534	11,289	11,240	12,454	139,373
Russell	21,090	21,983	22,748	23,056	23,955	23,219	22,907	23,200	21,468	23,958	25,909	28,445	282,938
St. Clair	20,318	23,102	25,298	26,743	26,996	25,853	25,108	24,661	23,985	26,396	24,123	27,292	299,875
Shelby	93,014	95,534	112,804	114,407	116,153	116,036	119,326	116,996	103,283	120,477	107,498	120,949	1,336,477
Sumter	3,717	4,234	3,845	3,809	3,913	4,267	3,586	4,325	3,752	3,704	4,145	4,000	47,297

## 2001 Monthly Retail Sales for Alabama MSAs and Counties (\$1,000)

	January	February	March	April	May	June	July	August	September	October	November	December	Total
Talladega	40,563	40,770	45,666	45,775	45,928	44,984	43,549	44,269	40,942	48,511	42,649	48,295	531,881
Tallapoosa	20,917	21,415	23,012	23,394	24,785	24,051	23,611	23,520	21,174	23,011	22,147	25,932	276,969
Tuscaloosa	114,529	117,307	130,997	127,794	134,823	129,308	128,591	135,024	123,013	138,185	130,373	149,374	1,557,316
Walker	45,595	46,983	54,506	52,907	55,060	53,536	51,775	54,503	47,618	55,532	51,166	61,124	630,305
Washington	2,884	2,346	2,949	2,397	2,788	2,711	2,574	2,542	2,607	3,375	3,159	2,572	32,884
Wilcox	4,999	4,879	5,606	4,953	5,494	5,412	5,594	5,407	4,900	5,447	5,636	6,361	64,708
Winston	7,984	7,744	8,615	8,051	8,701	8,697	8,374	8,869	9,288	8,253	11,203	8,412	104,191

Source: Center for Business and Economic Research, The University of Alabama, May 2002.

**Thank you for using NewsLibrary****About your archives purchase:****Your purchase of 5 articles expires on 10/26/2003 13:44:59.****You have viewed 1 articles and have 4 articles remaining.****Printer-friendly view****Birmingham News (AL)****March 7, 2003****Section: Editorial****Page: 14-A****BLASTING OFF****WITH RIGHT FUEL, ECONOMY COULD REACH NEW HEIGHTS**

As economic engines go, Jefferson County is like a Saturn rocket. Its jobs drive this region, and for that matter, the state, in everything from tax collections that pay for government services, to innovations that improve people's lives.

The latest Census Bureau figures released Thursday show just how important the county's jobs are to the region's economy. Fifty percent of Shelby County workers commute to Jefferson County, as do 46 percent of St. Clair County, 43 percent of Blount County, 25 percent of Walker County, 23 percent of Bibb County and 15 percent of Chilton County. Almost 71,000 people come to work in Jefferson County from those surrounding counties, according to the Census 2000 data.

The data show that Shelby County is becoming a key part in the region's economic engine. The number of jobs in Shelby County for people commuting from Jefferson County increased from 9,748 to 17,351, a 78 percent increase.

The data could lead to Bibb, Chilton and Walker counties joining the Birmingham Metropolitan Statistical Area, which is now Jefferson, Shelby, St. Clair and Blount counties. That would kick the MSA's population past 1 million.

Why does any of this matter? Because the better an economic engine functions, there will be more jobs and higher-paying jobs, the tax base increases to pay for better schools and other services that improve people's quality of life. Of course, making that economic engine function takes fuel, a large part of which is supplied by public policymakers' decisions.

What the data suggest is that lawmakers, county commissions and city governments need to be on the same page when it comes to ways to make the region's economy grow. What's good for Jefferson County is good for Shelby, Walker, Blount, St. Clair, Bibb and Chilton counties.

Imagine what could get done in the Legislature if delegations from those counties presented a united front. Here are a few ways they could make a difference.

The biggest booster in the rocket is the University of Alabama at Birmingham. It is the state's

largest employer, yet only about 15 percent of UAB's budget comes from the state. Finding more money for UAB, especially for its job-creating biomedical research efforts, ought to be a top priority.

Jefferson County, through its gas tax collections, subsidizes transportation projects in much of the rest of the state. If the county kept more of what it collects (right now, it gets back only about one-third of what it sends to Montgomery), it could afford more improvements to roads and bridges, and could complete projects that have been waiting for decades, such as the northern beltline. That would help bring in new jobs.

Unfortunately, dirty air keeps the county's economic engine from running as efficiently as it could. Birmingham has never been able to live up to federal clean air standards, and it has cost 11,000 jobs and \$2 billion in capital investment since 1978, according to economic development officials. Policymakers must come up with solutions.

What's clear is that it's all about cooperation and working together for the good of the region. If our elected officials supply the right fuel, the region's economy can go into higher orbit.

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March 6, 2003

Section: News

Page: 1-A

**JEFFERSON JOBS DRAW NEIGHBORS****SHELBY COUNTY ALSO LURING COMMUTERS, CENSUS SHOWS**

*GINNY MacDONALD and JEFF HANSEN News staff writers*

Fifty percent of Shelby County workers commute to Jefferson County for their jobs, as do 46 percent of St. Clair and 43 percent of Blount County workers.

These numbers, released today by the U.S. Census Bureau, show the economic power of Alabama's largest county.

But the work forces of Jefferson and Shelby counties are also growing increasingly intermingled as Shelby gains a greater role in the metro economy, according to the Census 2000 data.

Between 1990 and 2000, the number of Shelby County residents working in Jefferson County went up from 25,295 to 37,119, an increase of 47 percent. And the number of Jefferson County residents working in Shelby County jumped from 9,748 to 17,351, an increase of 78 percent.

Today's commuting numbers may help the Birmingham Metropolitan Statistical Area grow beyond the current four counties of Jefferson, Shelby, Blount and St. Clair. The Census Bureau will look at workers commuting into both Shelby and Jefferson counties as it decides whether to enlarge the MSA - more than 25 percent of a county's work force has to commute into the metro area for the county to be added.

The new numbers, which were collected on the long form of the 2000 Census, show that 37 percent of Bibb County workers and 27 percent of Chilton County workers commute to either Jefferson or Shelby counties. The numbers also show that 25 percent of Walker County workers commute to Jefferson County, up from 22 percent in 1990. If Bibb, Chilton and Walker counties are added to the Birmingham-Hoover MSA, the metro population will exceed 1 million.

The census data show a sharp growth in the number of workers coming to Jefferson County from outlying counties. Workers commuting into Jefferson County from the suburban counties of Bibb, Blount, Chilton, Shelby, St. Clair and Walker grew from 50,884 to 70,805. In contrast, the number of Jefferson County residents who work in Jefferson County decreased slightly from 266,387 to 265,661.

Shelby County is still a bedroom suburb, with 50 percent of its workers making the daily commute into Jefferson County. But that's not the highest percentage in the state.

Fifty-five percent of workers in Lowndes County and 54 percent of workers in Elmore County commute to Montgomery County, according to the Census Bureau numbers. Also, 47 percent of Autauga County workers commute to Montgomery.

Figures are lower for other metropolitan areas of Alabama. In Huntsville, 30 percent of Limestone County workers commute to Madison County, the highest proportion for that area. In Mobile, 20 percent of Baldwin County workers commute to Mobile County.

**Illustration:**A Newsgraphic titled 'Commuting pattern for metro Birmingham' accompanied this article.

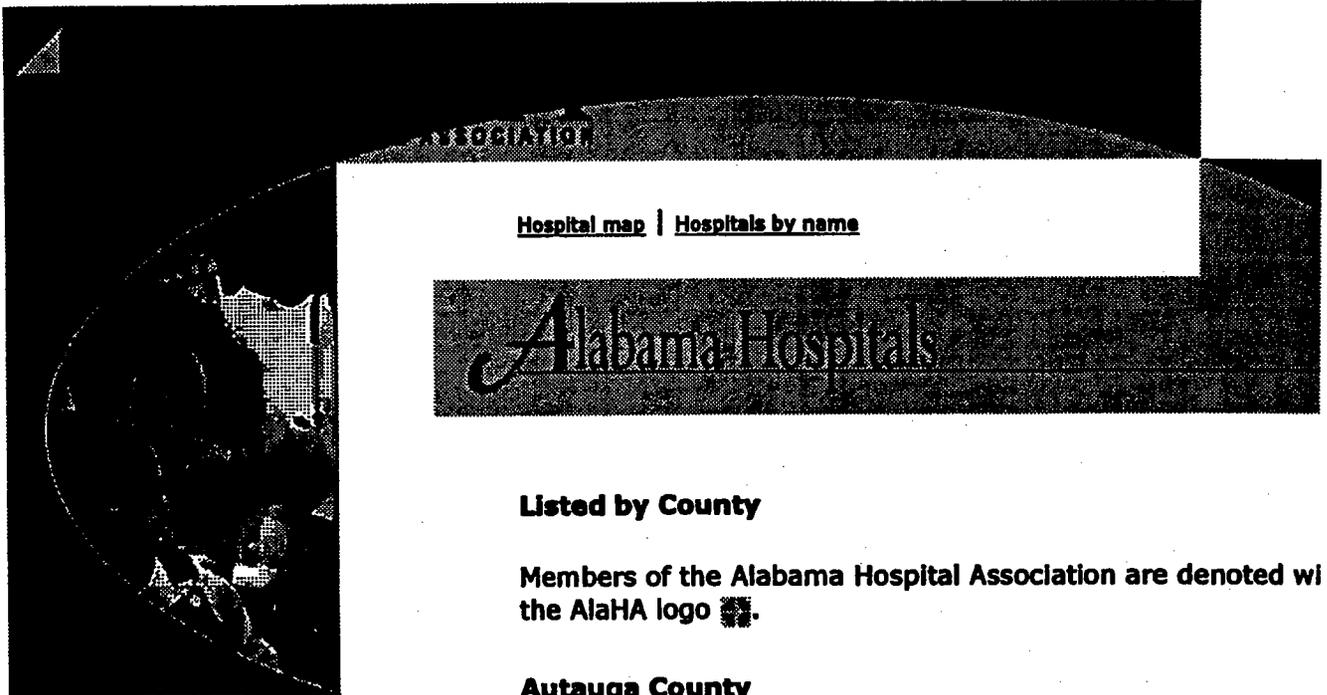
Commuters head south on Interstate 65 about 5:15 p.m. Wednesday. Between 1990 and 2000, the number of Shelby County residents working in Jefferson County went from 25,295 to 37,119.

NEWS STAFF/PHILIP BARR

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**Listed by County**

Members of the Alabama Hospital Association are denoted with the AlaHA logo .

**Autauga County**

 [Prattville Baptist Hospital, Prattville](#)

**Baldwin County**

 [Mercy Medical, Daphne](#)

 [North Baldwin Infirmary, Bay Minette](#)

 [South Baldwin Regional Medical Center, Foley](#)

 [Thomas Hospital, Fairhope](#)

**Barbour County**

 [Lakeview Community Hospital, Eufaula](#)

**Bibb County**

 [Bibb Medical Center, Centreville](#)

**Blount County**

■ Medical Center Blount, Oneonta

**Bullock County**

■ Bullock County Hospital, Union Springs

**Butler County**

Georgiana Hospital, Georgiana

■ L.V. Stabler Memorial Hospital, Greenville

**Calhoun County**

■ Jacksonville Medical Center, Jacksonville

■ Northeast Alabama Regional Medical Center, Anniston

■ Stringfellow Memorial Hospital, Anniston

**Chambers County**

■ Lanier Health Services, Valley

**Cherokee County**

■ Baptist Cherokee, Centre

**Chilton County**

■ Chilton Medical Center, Clanton

**Clarke County**

■ Grove Hill Memorial Hospital, Grove Hill

■ Jackson Medical Center, Jackson

■ Thomasville Infirmary, Thomasville

**Clay County**

■ Clay County Hospital, Ashland

**Coffee County**

■ Elba General Hospital, Elba

■ Medical Center Enterprise, Enterprise

**Colbert County**

■ Helen Keller Hospital, Sheffield

■ Shoals Hospital, Muscle Shoals

**Conecuh County**

■ Evergreen Medical Center, Evergreen

**Covington County**

Andalusia Regional Hospital, Andalusia

■ Floralia Memorial Hospital, Florala

■ Mizell Memorial Hospital, Opp

**Crenshaw County**

■ Crenshaw Community Hospital, Luverne

**Cullman County**

■ Cullman Regional Medical Center, Cullman

Woodland Medical Center, Cullman

**Dale County**

■ Dale Medical Center, Ozark

U.S. Army Aeromedical Center, Fort Rucker

**Dallas County**

■ Vaughan Regional Medical Center, Selma

**DeKalb County**

■ Baptist DeKalb, Fort Payne

**Elmore County**

■ Community Hospital, Inc., Tallassee

Elmore Community Hospital, Wetumpka

**Escambia County**

■ Atmore Community Hospital, Atmore

■ D.W. McMillan Memorial Hospital, Brewton

**Etowah County**

■ Gadsden Regional Medical Center, Gadsden

**HEALTHSOUTH Rehabilitation Hospital of Gadsden, Gadsden**

■ **Mountain View Hospital, Gadsden**

■ **Riverview Regional Medical Center, Gadsden**

**Fayette County**

■ **Fayette Medical Center, Fayette**

**Franklin County**

■ **Red Bay Hospital, Red Bay**

■ **Russellville Hospital, Russellville**

**Geneva County**

■ **Wiregrass Medical Center, Geneva**

**Greene County**

■ **Greene County Hospital, Eutaw**

**Hale County**

■ **Hale County Hospital, Greensboro**

**Houston County**

■ **Flowers Hospital, Dothan**

■ **HEALTHSOUTH Rehab Hospital, Dothan**

■ **Southeast Alabama Medical Center, Dothan**

**Jackson County**

■ Jackson County Hospital and Nursing Home, Scottsboro

**Jefferson County**

■ Baptist Montclair, Birmingham

■ Baptist Princeton, Birmingham

Bradford Health Services at Birmingham Lodge, Warrior

■ Brookwood Medical Center, Birmingham

■ Callahan Eye Foundation Hospital, Birmingham

■ Carroway Methodist Medical Center, Birmingham

■ Children's Hospital of Alabama, Birmingham

■ Cooper Green Hospital, Birmingham

HEALTHSOUTH Lakeshore Rehab Hospital, Birmingham

■ HEALTHSOUTH Medical Center, Birmingham

HEALTHSOUTH Metro-West, Fairfield

■ Hill Crest Behavioral Health Services, Birmingham

■ Medical Center East, Birmingham

■ St. Vincent's Hospital, Birmingham

■ UAB Medical West, Bessemer

■ University of Alabama Hospital, Birmingham

■ Veterans Affairs Medical Center, Birmingham

**Lauderdale County**

■ Eliza Coffee Memorial Hospital, Florence

**Lawrence County**

■ Baptist Lawrence, Moulton

**Lee County**

■ East Alabama Medical Center, Opelika

**Limestone County**

■ Athens-Limestone Hospital, Athens

**Macon County**

■ Central Alabama Veterans Health Care System, East Campus, Tuskegee

**Madison County**

Bradford Health Services at Huntsville, Madison

■ Crestwood Medical Center, Huntsville

HEALTHSOUTH Rehab Hospital of North Alabama, Huntsville

■ Huntsville Hospital, Huntsville

**Marengo County**

■ Bryan W. Whitfield Memorial Hospital, Inc., Demopolis

**Marion County**

■ Marion Regional Medical Center, Hamilton

■ Northwest Medical Center - Winfield, LLC, Winfield

**Marshall County**

■ Marshall Medical Center North, Boaz

■ Marshall Medical Center South, Guntersville

**Mobile County**

■ Mobile Infirmary Medical Center, Mobile

■ Providence Hospital, Mobile

■ Searcy Hospital, Mt. Vernon

Springhill Medical Center, Mobile

■ USA Children's and Women's Hospital, Mobile

■ USA Knollwood Park Hospital, Mobile

USA Knollwood Park Long Term Care Hospital, Mobile

■ USA Medical Center, Mobile

**Monroe County**

■ Monroe County Hospital, Monroeville

**Montgomery County**

■ Baptist Medical Center East, Montgomery

■ Baptist Medical Center South, Montgomery

■ Central Alabama Veterans Health Care System, West Campus, Montgomery

 Greil Memorial Psychiatric Hospital, Montgomery

HEALTHSOUTH Rehab Hospital of Montgomery, Montgomery

 Jackson Hospital, Montgomery

**Morgan County**

 Decatur General Hospital, Decatur

 Decatur General West Behavioral Medical Center, Decatur

Hartselle Medical Center, Hartselle

 North Alabama Regional Hospital, Decatur

Parkway Medical Center, Decatur

**Pickens County**

 Pickens County Medical Center, Carrollton

**Pike County**

 Edge Regional Medical Center, Troy

**Randolph County**

 Randolph Medical Center, Roanoke

 Wedowee Hospital, Wedowee

**Shelby County**

 Baptist Shelby, Alabaster

Oak Mountain Youth Services, Pelham

**St. Clair County**

■ St. Clair Regional Hospital, Pell City

**Sumter County**

■ Hill Hospital of Sumter County, York

**Talladega County**

■ Baptist Citizens, Talladega

■ Baptist Coosa Valley, Sylacauga

**Tallapoosa County**

Lake Martin Community Hospital, Dadeville

■ Russell Medical Center, Alexander City

**Tuscaloosa County**

■ Bryce Hospital, Tuscaloosa

■ DCH Regional Medical Center, Tuscaloosa

■ Mary Starke Harper Geriatric Psychiatry Center, Tuscaloos

■ Northport Medical Center, Northport

■ Taylor Hardin Secure Medical Facility, Tuscaloosa

■ Veterans Affairs Medical Center, Tuscaloosa

**Walker County**

■ Baptist Walker, Jasper

**Washington County**

 Washington County Infirmary, Chatom

**Wilcox County**

John Paul Jones Hospital, Camden

**Winston County**

 Burdick-West Medical Center, Haleyville

[Hospital map](#) | [Hospitals by name](#)

**Bibb Medical Center**

**County:** Bibb

**Licensed Beds:** 35

**Street/Mailing Address:** 208 Pierson Ave., Centreville, 35042

**Phone:** (205) 926-4881

**Medical Center Blount**

**County:** Blount

**Licensed Beds:** 40

**Street Address:** 1000 Lincoln Ave., Oneonta

**Mailing Address:** P.O. Box 1000, Oneonta, 35121

**Phone:** (205) 274-3000

**Chilton Medical Center**

**County:** Chilton

**Licensed Beds:** 60

**Street/Mailing Address:** 1010 Lay Dam Rd., Clanton, 35045

**Phone:** (205) 755-2500

**St. Clair Regional Hospital**

**County:** St. Clair

**Licensed Beds:** 82

**Street/Mailing Address:** 2805 Dr. John Haynes Dr., Pell City, 35125

**Phone:** (205) 814-2105

**Baptist Shelby**

**County:** Shelby  
**Licensed Beds:** 192  
**Street Address:** 1000 First St. North, Alabaster  
**Mailing Address:** P.O. Box 488, Alabaster, 35007-0488  
**Phone:** (205) 620-8100

---

**Baptist Walker**

**County:** Walker  
**Licensed Beds:** 267  
**Street Address:** 3400 Highway 78 East, Jasper  
**Mailing Address:** P.O. Box 3547, Jasper, 35502  
**Phone:** (205) 387-4000



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BHS Home > About Us

## ABOUT BHS

### Our Hospitals

As the largest healthcare system in the state of Alabama, Baptist Health System includes 10 hospitals across the central and northern portion of the state.

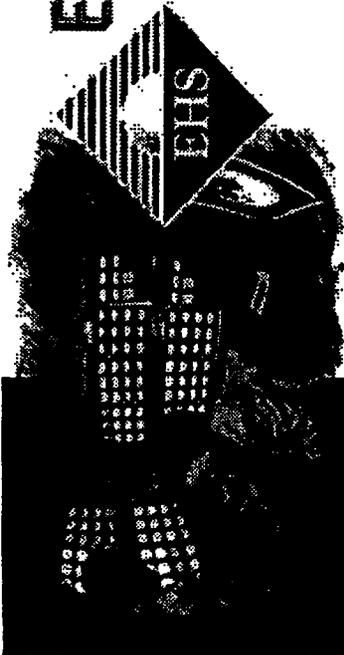
Please select one of our facilities from the list below to learn more about the outstanding hospitals that are a part of Baptist Health System:

- Baptist Cherokee
- Baptist Citizens
- Baptist Coosa Valley
- Baptist DeKalb
- Baptist Lawrence
- Baptist Montclair
- Baptist Princeton
- Baptist Shelby
- Baptist Walker
- Cullman Regional Medical Center

*One Promise. Our Promise.*

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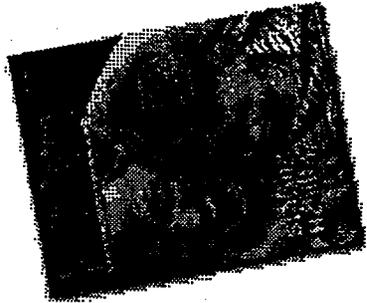
# Eastern Health System, Inc.



- Hospitals
  - Medical Center East
  - Medical Center Blount
  - St. Clair Regional Hospital
- Physician Directory
  - Medical Center East
  - Medical Center Blount
  - St. Clair Regional Hospital
- Family Healthcare Centers
- Community Education
- Eastern Health Foundation
- Liz Moore Low Vision Center
- Home Health Care
- Hospice Care
- Independent and Assisted Living
- Long Term Care
- Headlines

**E**astern Health System, Inc. is a fully integrated healthcare delivery system serving eastern Jefferson, Blount and St. Clair Counties. The System includes three major medical centers - Medical Center East in Birmingham, Medical Center Blount in Oneonta, and St. Clair Regional Hospital in Pell City, as well as 12 primary care centers in various communities across three counties; a seniors division offering independent and assisted living, as well as long-term care; a three-county home healthcare network; a hospice program; a major foundation; a Family Practice Residency Program, and a wide variety of other health and healthcare related services.

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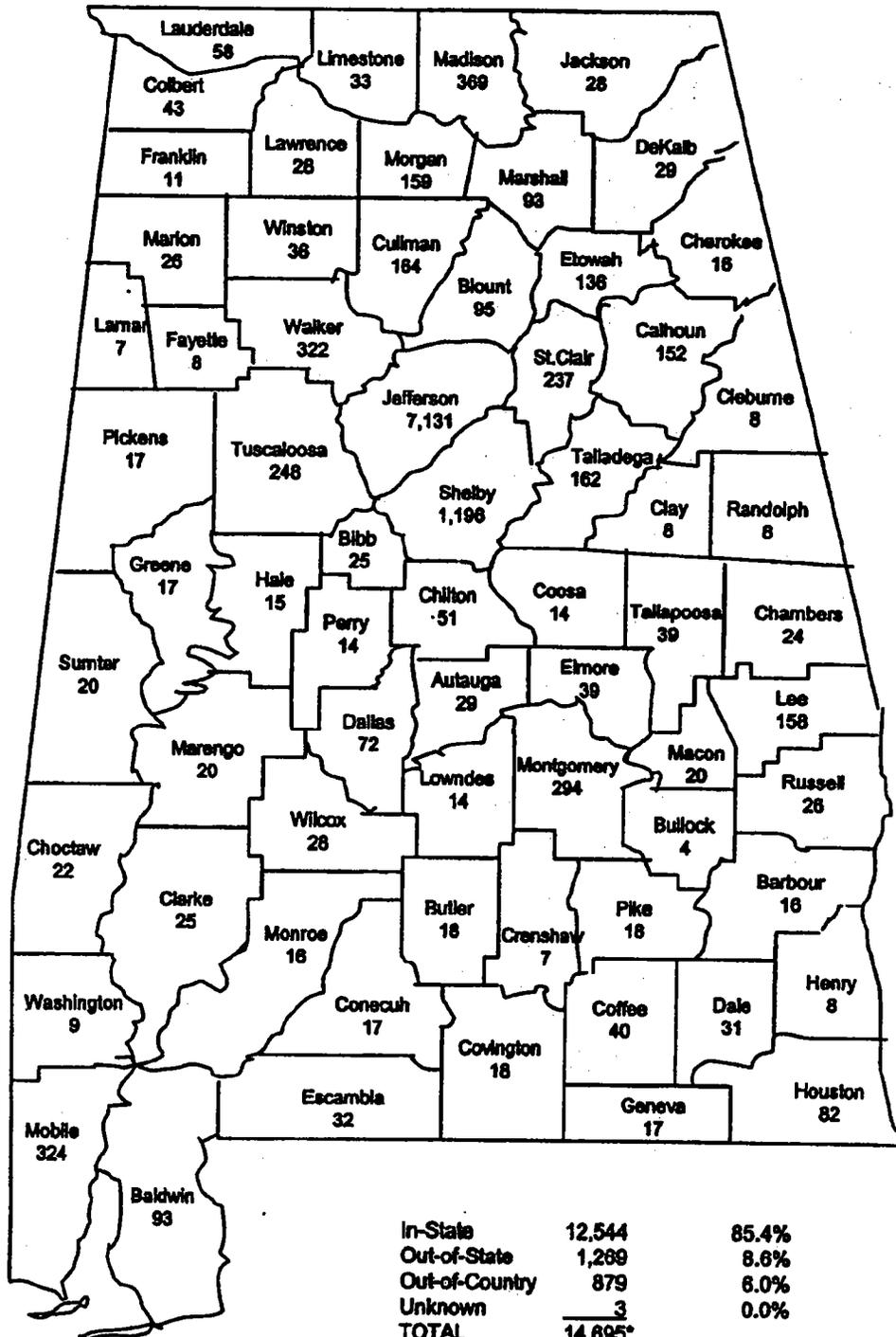
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## UAB IN-STATE STUDENTS BY COUNTY, FALL 2001



In-State	12,544	85.4%
Out-of-State	1,269	8.6%
Out-of-Country	879	6.0%
Unknown	3	0.0%
<b>TOTAL</b>	<b>14,695*</b>	

\*Total does not include 981 advanced professionals or 81 graduate students enrolled in Israel.





## Media Contacts

### Chamber in the News

#### Chamber's New Name, Look and Location Reflects New Regional Focus

**BIRMINGHAM, Alabama (November 7, 2002)** – The 115-year-old Birmingham Area Chamber of Commerce announced today that it is changing its name to the Birmingham Regional Chamber of Commerce. It also unveiled its new logo and opened its new office location in the downtown Financial Center.

##### **NEW NAME**

The chamber last changed its name in 1961 when it added the word "area" to reflect the fact that it had changed from serving only businesses within the City of Birmingham to businesses throughout Jefferson county. "The Birmingham Regional Chamber's new name reflects how important it is today to think regionally in solving the challenges we face in our market area. Truly, we are competing nationwide and worldwide as a region, not as a single city or even as a single county," said David C. Adkisson, president and chief executive officer of the Birmingham Regional Chamber of Commerce.

##### **NEW FOCUS**

Charles McCrary, chairman of the Birmingham Regional Chamber of Commerce and president and CEO of Alabama Power, said the chamber has made specific steps to develop a regional approach to solving problems. "The chamber is a logical organization to help pull together the various government, business and citizen groups throughout the Birmingham region to find common ground. This new emphasis on creating a consensus agenda among all the stakeholders in our area will help our region compete more effectively in the future," said McCrary.

For the past three years, the chamber has developed several coalitions, agendas and events that help government, business and private citizens of the Birmingham region to work collaboratively.

"This has allowed our region to go to Montgomery and speak with one voice, which is infinitely more powerful," said McCrary.

##### **NEW APPROACHES**

The first component of this regional growth strategy is the chamber's participation in what's become known as the Growth Alliance. This partnership with the Regional Planning Commission of Greater Birmingham and Region 2020 brings together businesses, governments and citizens to utilize a regional approach to solving problems that cross political boundaries. For example, the Growth Alliance has worked this year with partners in Jefferson, Shelby and Walker counties to develop a regional plan to tackle our tough transportation issues.

The second component of regional growth is the creation of a "consensus agenda" reflecting the top legislative priorities for the entire region. The chamber has worked to pull many agencies from throughout the area together to find common ground. Known as the "Metro One" agenda, it is a collaborative effort of initiatives that the region delivers to lawmakers in Montgomery and in Washington. This agenda is shaped in such a way that it presents a unified front to our legislative delegation when they discuss the Birmingham region's issues.

A number of the independent chambers of commerce in the region have now joined together in a regional Council of Chambers. Adkisson sees the council as another important step to regional cooperation. Although the issues faced by most chambers in the region are "city-specific," all of the chambers can voice a collective opinion on an issue, or frame a unified response and work together to move the whole region forward.

Recently, the Birmingham Regional Chamber expanded its regional growth strategy by taking more than 100 key business and civic leaders on an inter-city trip to St. Louis, Missouri. Participants from all over the Birmingham region traveled together to St. Louis to learn about and implement some of that community's best practices. During the three-day visit, the group studied regional mass transit, civic center expansion, the development of biotechnology and regional cooperation, along with separate study sessions on inner city housing and downtown redevelopment.

#### **NEW LOCATION**

The Birmingham Regional Chamber also has new office space in the Financial Center at 505 20th Street North. In September, the chamber sold its Commerce Center building, where it had been located for more than 25 years, to an Atlanta firm.

According to Adkisson, the move was decided earlier this year, as a part of the chamber's desire to "get out of the real estate business" and in order to modernize its operations and focus on its primary mission. "The mission of this chamber is to advance this region and build a strong economy, not to own and manage real estate," Adkisson said. Chamber staff members who were formerly located on five separate floors will now be together on the 2nd floor of the Financial Center.

The Birmingham Regional Chamber of Commerce new mailing address is 505 20th Street North Birmingham, Alabama 35203. The new phone number is 205-324-2100 and new fax number is 205-324-2554. The chamber email address remains [www.birminghamchamber.com](http://www.birminghamchamber.com).

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**Birmingham Regional Chamber of Commerce**  
505 20th Street North Suite 200  
Financial Center  
Birmingham, Alabama 35203

Phone: 205-324-2100  
Fax: 205-324-2314



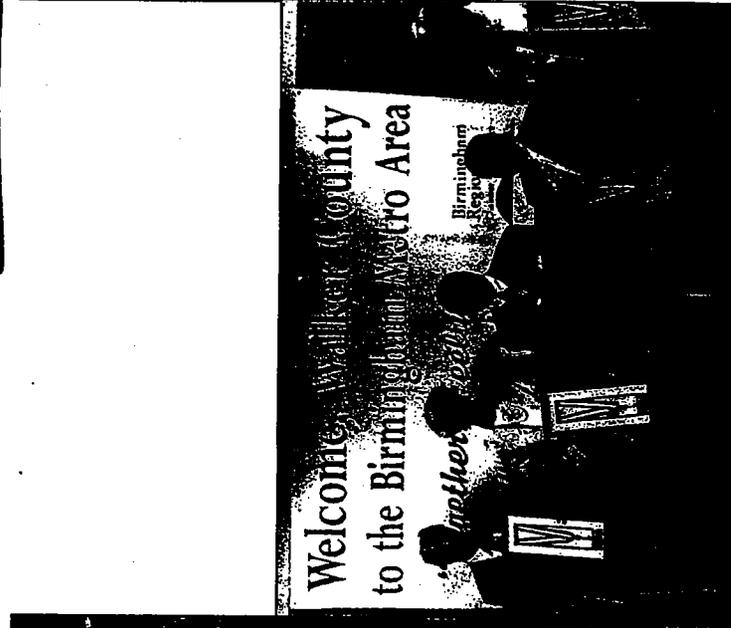
# 'T TOGETHER... FEELIN' LIKE A MILLION'

Birmingham Mayor Bernard Kincaid and Birmingham civic leaders attended each meeting. They were present- Regional Chamber of Commerce President and CEO Dave ed keys to the City of Birmingham, gift baskets repre- Adkisson led a delegation recently to meet with county senting the seven counties in the newly designated metro officials and Chamber of Commerce representatives in area. Each county and each chamber executive received Jasper, Clanton and West Blocton. The mission - to a bronze statue of Vulcan.

welcome three new counties (Walker, Chilton and Bibb) The theme of the visit, "Together, Feelin' Like A Million!" to the recently designated Birmingham-Hoover emphasized the official population of the MSA, which is Metropolitan Statistical Area (MSA). now 1,068,000. The Birmingham-Hoover MSA now ranks County commission presidents, mayors and a host of 48th in the nation.



Bibb County officials gathered in West Blocton with a delegation from the Birmingham Regional Chamber to celebrate their county's inclusion in the official Birmingham-Hoover Metropolitan Statistical Area (MSA). From L-R: Dave Adkisson, Birmingham Regional Chamber President and CEO, Bibb County Chamber President Mike Oakley, Preston Huddleston of the Metropolitan Development Board, Senator Hank Erwin, Region 2020 Executive Director Ann Florie, Woodstock City Councilors Arvell Kornegay and Ernestine Johnson, Bibb County Probate Judge Jerry Pow, and West Blocton Mayor Jabo Reece.



Proudly displaying their keys to the City of Birmingham are (L to R) Rep. Tommy Sherer, Walker County Chamber of Commerce President Carol Downs, Birmingham Mayor Bernard Kincaid, Jasper Mayor Don Goetz, Walker County Commission President, Bruce Hamrick.



Birmingham Mayor Bernard Kincaid (right) shares a laugh with Clanton Mayor Billy Joe Driver as he presents Driver with a key to the city of Birmingham. Chilton County Commission Chairman Lamar "Heedy" Hayes (seated) also received a key, as did State Senator Hank Erwin (far left). Others on hand for the July 28 ceremony included Chilton County Commissioner Bobby Agee (also seated), Chilton County Chamber Ambassador Renee Powers, and Chilton County Chamber Board member Crystal Russell.

Birmingham's business climate was named second best among U.S. major markets by Southern Business and Development magazine.

Come see for yourself. Call us and we'll even make arrangements for you.

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### About MDB...

The Metropolitan Development Board (MDB) is a private, non-profit economic development organization established in 1971 to promote Birmingham, Alabama's Metropolitan area as a low cost, high return business location.

Information within this site is designed to meet the needs of site location consultants, corporate real estate executives and others seeking information about the Birmingham, Alabama area's business location advantages. In addition, we provide links to major information sources in our area.

**We can assist your business or client to locate, grow and prosper in our community. We look forward to the opportunity to do so.**

Serving Blount, Jefferson, Shelby, St. Clair and now Bibb, Chilton and Walker Counties.



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The  icons used throughout the site can be clicked to find detailed information on its associated subject.

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We now have searchable BUILDING and SITE Databases.

Click on one and try it now.

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Click here for [Mapquest](#) locator map for Birmingham.

This site has been optimized for viewing on monitors set to 800X600 resolution.

Adobe Acrobat Reader and Flash Player are necessary to make full use of this site. Click their logos to download them if you don't have them installed as plug-ins in your browser. They're free.

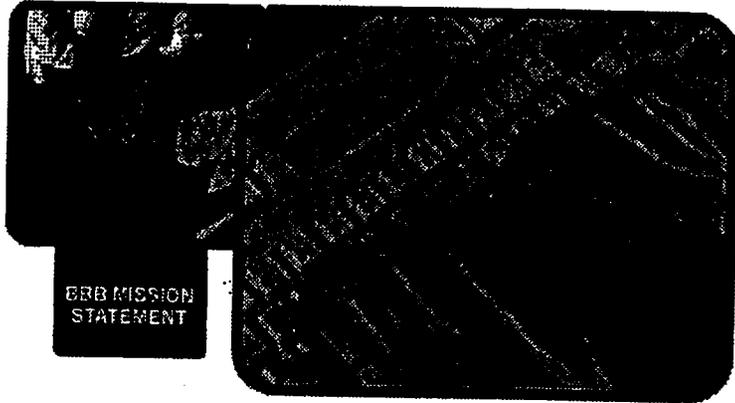




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**CONTACT INFORMATION**

**Serving Central Alabama & the Wiregrass Area**  
 P.O. Box 55268  
 Birmingham, AL 35255-5268 / Phone: (205) 558-2222  
 Toll Free in Alabama only - (800) 824-5274  
 Fax: (205) 558-2239 / Email: [inquiry@birmingham-al.bbb.org](mailto:inquiry@birmingham-al.bbb.org) (Not for complaints)  
 Office Hours: 9:00 AM to 3:30 PM Mon - Fri

**Montgomery Branch Office**  
 500 Eastern Boulevard Suite 128  
 Montgomery, AL 36117 / Phone: (334) 273-5530  
 Fax: (334) 273-5548  
 Office Hours: 9:00 AM to 3:30 PM Mon - Fri

**Dothan Branch Office**  
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 Fax: (334) 794-0659  
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## Region 2020: The Vision

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### Background

Region 2020 is a citizen-driven process. Over 5,000 people participated in the process by providing ideas and insights. Every idea, goal, and strategy contained in this report came directly from the citizens of Region 2020. The sheer number of participants, from all parts of the Central Alabama region, makes the resulting vision an accurate and realistic reflection of the wishes, dreams, and aspirations of the region's residents.

Region 2020 started in the fall of 1997 with 500 blank sheets of 24"x30" white paper. Within weeks, those blank sheets of paper were filled with 4,727 ideas. These ideas were the result of 17 public meetings, in which over 1,800 people participated. A group of retired schoolteachers and librarians volunteered to sort the ideas into topic headings, e.g. education, transportation, government, and environment. 34 topics resulted from the sorting process. Following this, 800 citizens translated the ideas in each topic group into 34 goals and 217 strategies aimed at accomplishing these goals. At the Vision Fair, 1,300 citizens, including several groups of students, suggested which of the 217 strategies should be implemented with the greatest urgency. In all, citizens participated in 24 public meetings.

In the fall of 1998, over 300 volunteers, divided into seven working groups, sifted through all of the information produced by citizens in the Region 2020 process and recommended the strategies and action steps included in this report 2. In the following pages you will find 30 Action Plans. These are condensed versions of extensive reports developed by the workgroups in hundred of volunteer hours. In addition to meeting and working group participants, over 1,000 volunteers from throughout the region have assisted Region 2020 with the program's logistics as facilitators, as members of various action committees, and as meeting volunteers.

### The Vision

Region 2020 is a bold and daring vision for the future of the Central Alabama region. The vision is a sweeping one of many parts. There are goals, which are broad statements of what the region has the potential to accomplish. There are strategies that indicate the programs and initiatives we need to accomplish these goals. And then there are action steps, which are the specific activities we need to set the wheels of implementation in motion. These goals, strategies and action steps are interconnected. Taken together, they set a clear course – a road map for the Central Alabama region.

Beyond that mission, several themes capture distinct and essential elements of the vision:

Region 2020 calls for vigorous regional cooperation through structured and constructive dialogue and action among jurisdictions.

Region 2020 reclaims a strong environmental identity as defined by the preserved appearance and character of its ridges, farms, cities, towns, and neighborhoods.

Region 2020 establishes the notion that the region is a fundamental economic entity competitive in a global economy.

Region 2020 demands the development of public transit and alternative modes of travel, as a way to connect the region and bring it together.

Region 2020 champions social equity through high-quality lifelong education, a strong sense of racial and social harmony, and equitable distribution of housing.

Region 2020 advocates the need for sustained citizen involvement in planning and implementing the vision.

These major themes evoke a vision of a coherent, prosperous and livable region. This broad and comprehensive vision, however, is hard to comprehend at a single glance. This is because people do not live in regions. They live in neighborhoods where they raise their children, make friends, and create safe, happy, and comfortable lives. For residents to support the comprehensive vision of Region 2020, they must have a personal understanding of how it affects the neighborhoods, the streets, the blocks, and the homes in which they live.

## So, let's do it!

**Footnotes:**

**1** The region encompasses 12 counties: Bibb, Blount, Calhoun, Chilton, Cullman, Etowah, Jefferson, Shelby, St. Clair, Talladega, Tuscaloosa, and Walker.

**2** Participants in the working groups included volunteers who had signed up at the Vision Fair and volunteers recruited for the knowledge they had in the subject area of each goal. They interviewed organizations in the region and gathered information on national trends and programs relevant to our strategies.

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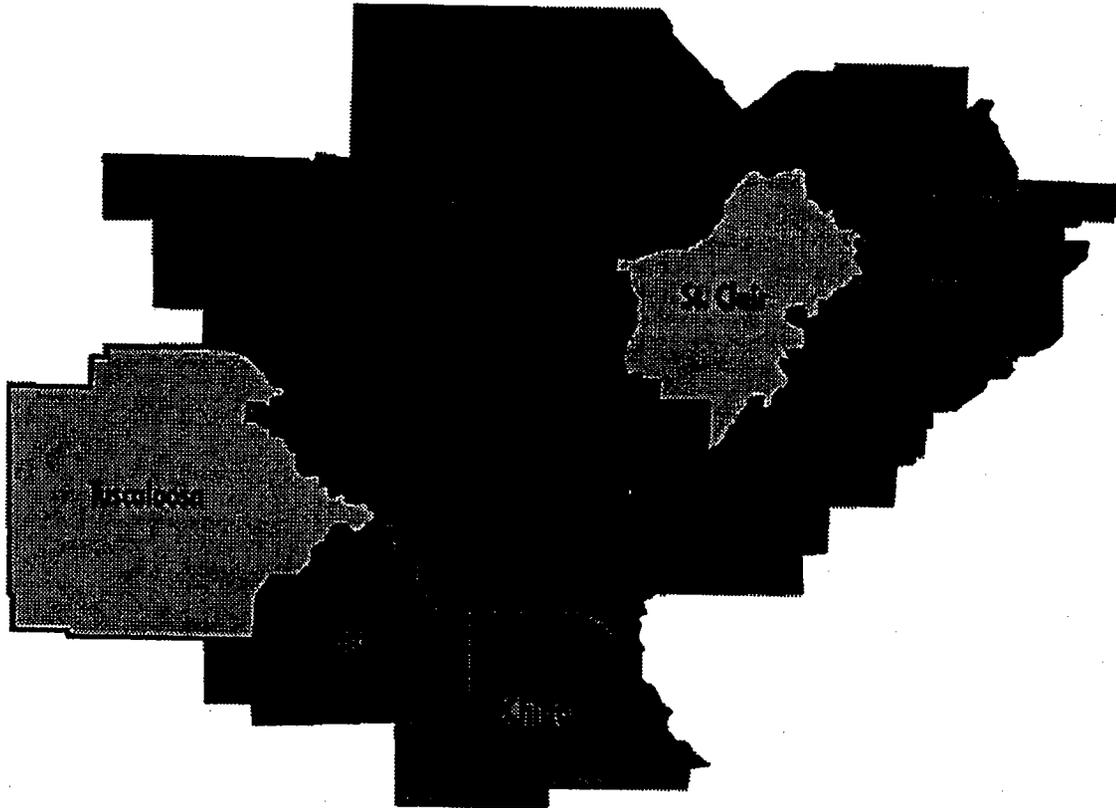
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## The Twelve-County Region

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# The Community Foundation **About Us** Of Greater Birmingham

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**The Community Foundation of Greater Birmingham is a community foundation, an endowment created for the community, by the community to meet its needs today and in the future. Established in 1959, The Community Foundation is made up of more than 200 grantmaking funds established by individuals, families, nonprofit agencies and businesses.**

Through The Community Foundation, these donors can benefit the community of Greater Birmingham forever by:

**Gathering:** Attracting permanent charitable endowment funds, dedicated to improving the quality of life in the greater Birmingham community. In 2002, The Community Foundation of Greater Birmingham received annual contributions of some \$13.1 million from donors.



2003 Board of Directors includes from left, Susan Haskell, Kirkwood Ballou, Bill Smith, Cameron Vowell, Van Fisher, Jeff Cohn, Ted Kennedy, Carol Samuelson, Margaret Porter, Eddie Fried, Tom Lowder and, not pictured, Odessa Woodfolk and Ralph Cook.

**Growing:** Investing the endowment to generate both financial support for community projects and to preserve and enhance their value. At year end 2002, despite tough economic times, the assets of The Community Foundation of Greater Birmingham were \$117 million.

**Giving:** Distributing income and/or principal from these funds in accordance with the specific grantmaking interests of each donor, in the name of the donor or anonymously; identifying pressing community needs and collaborating with other local and national funding sources to address those needs. In 2002, The Community Foundation of Greater Birmingham gave more than 1,200 grants totaling some \$11.7 million from 217 grantmaking funds. That total included \$4.4 million from Unrestricted and Field of Interest Funds to nonprofit agencies in the five-county area that includes Jefferson, Shelby, Blount, Walker and St. Clair counties.

**The Women's Fund of Greater Birmingham** is a component fund of The Community Foundation of Greater Birmingham, dedicated to improving the status and quality of life for women and girls in the Greater Birmingham area through purposeful philanthropy and the establishment of a permanent endowment. The fund is committed to:

- Supporting critical programs for women and girls through community initiated and board initiated grants.
- Providing a vehicle for women to assume greater roles as philanthropists.

---

The Community Foundation of Greater Birmingham  
2100 First Avenue North • Suite 700 • Birmingham AL 35203  
Telephone: 205-328-8641 • Fax: 205-328-6576

E-mail

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## The Community Foundation of Greater Birmingham

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Representatives of key groups work together  
in Woodlawn Neighborhood Housing Initiative

## **Social Capital Community Benchmark Survey** (released March 2001) **Birmingham Metro sample statistics**

**Sponsor:** The Community Foundation of Greater Birmingham  
**Sample size:** 500  
**Survey area:** Jefferson and Shelby counties  
**Community type:** Predominantly urban  
**Population:** 806,806 according to 2000 U.S. Census and Claritas Inc.

**Ethnicity:**  
White 66%  
Black 32%  
Asian <1%  
Hispanic <1%  
Other <1%  
2000 U.S. Census and Claritas Inc.

**Age:**  
20-34 20% (163,270)  
35-44 16% (130,524)  
45-64 23% (185,966)  
65+ 13% (106,324)  
2000 U.S. Census and Claritas Inc.

**Additional Information:** The Birmingham Metropolitan statistical area consists of four (4) counties: Jefferson, Shelby, Blount and St. Clair, located in a region of hills and valleys that crosses the north central part of Alabama within the foothills of the Appalachian Mountain range. The Community Foundation of Greater Birmingham includes these four counties, plus Walker County, in the area it has served since 1959. Jefferson and Shelby counties were chosen for this study because they represent the major concentration of urbanized area within the MSA, as well as a mix of urban and rural areas.

These two counties contain 61 jurisdictions and census designated places (35 cities and 8 Census Designated Places in Jefferson, 17 cities and 1 Census Designated Place in Shelby). Jefferson is central county in the MSA, containing Birmingham, the largest city in the metropolitan area and in the state. Located here are the Alabama Symphony Orchestra, the Alabama Ballet, the Birmingham Botanical Gardens and the Birmingham Zoo, the largest zoo in a nine-state area. The city of Birmingham had a population of 246,903 in 2000, decreasing by 7 percent during the prior decade.

A weekday workforce of some 80,000 people is employed in the city center, which also welcomes thousands of visitors each year to a series of music and arts festivals in its parks. The tree-lined downtown includes a world-class hands-on museum and IMAX theater at the McWane Center, the well-respected Birmingham Museum of Art, the largest municipal art museum in the Southeast, as well as the popular Birmingham Civil Rights Institute. Birmingham also contains the largest employer in the metropolitan area — the University of Alabama at Birmingham with its world-renowned center and research facilities.

While Jefferson County contains some of the MSA's oldest suburbs, Shelby County has been the area of greatest suburban expansion. Shelby was the fastest growing county in Alabama during

the decade of the 1990s, growing by more than 51%, while Jefferson County grew by less than 1%. The median household income in Jefferson County was \$39,824 in 2000, while the median household income in Shelby County was \$53,881 for the same period. Despite a business heritage strong in manufacturing, 64% of the labor force in Jefferson and Shelby counties today is engaged in managerial, professional, technical, sales and administrative support, while 1% is engaged in farming, forestry and fishing. Only 23% are engaged in distinctively blue collar tasks such as laborers, crafts, precision machinery, fabrication and repair.

**The sample:** The Birmingham Metro sample consists of 478 households from Jefferson and Shelby counties (Analysis showed that 22 respondents from the original 500 reported in the sample did not actually live in these two counties).

The response rate was 32 percent, with a refusal rate of 48 percent.

[REDACTED]

**Unique features:** The Birmingham metropolitan area that includes Jefferson and Shelby counties, from which this sample was taken, has a sizable African American population, so the sample consists of 2.5 times the percentage of blacks in the Social Capital sample of 30,000 people that includes both community and national survey respondents.

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The Community Foundation of Greater Birmingham  
2100 First Avenue North • Suite 700 • Birmingham AL 35203  
Telephone: 205-328-8641 • Fax: 205-328-6576  
E-mail

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## The Community Foundation of Greater Birmingham

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### "Regional Planning Commission of Greater Birmingham"

The Birmingham Regional Planning Commission (BRPC) is an association of local governments within Blount, Chilton, Jefferson, Shelby, St. Clair and Walker Counties. BRPC is now over 30 years old, having been formed in 1963. In 1969, the Alabama Legislature authorized the creation of the Regional Councils and designated RPCGB as such for the Greater Birmingham Area. The region includes the state's largest Metropolitan Statistical Area (MSA) and a total population of around a million people. On February 16, 2000 the Birmingham Regional Planning Commission officially changed its name to the Regional Planning Commission of Greater Birmingham (RPC).

The Regional Planning Commission of Greater Birmingham is an advisory planning agency. The RPC provides technical assistance and makes recommendations to local governments, which are both its customers and its governing Board. The activities of the RPC benefit the local governments in the Region in several ways. In many instances, the activities of the RPC are prerequisite to the eligibility for Federal project construction funds for local governments. Although not an exclusive benefit to any one government, these certification activities are considered a major responsibility of the RPC. These activities result in substantial benefits to the region and help assure eligibility for public and private funding when member governments need financial assistance for projects such as transportation, economic and community development. Funds contributed by member governments are matched with various Federal and State grants which enable the RPC to undertake the following activities. Many of these services are provided as part of the overall operations of the RPC Staff; others are provided on a contract for fee basis negotiated to benefit RPC member governments.

**The RPC is a resource used by member governments for a variety of purposes, including**

- Community Planning
- Transportation and Transit Planning
- Information Management
- Economic Development
- Community Development
- Governmental Services and Special Projects
- Special Studies
- Human Resource Services

In summary, the Regional Planning Commission of Greater Birmingham provides a wide array of services. The staff is prepared to undertake many of these services. Other services can be identified, and if the particular service is not available within the staff, the RPC will assist in obtaining the necessary assistance from other sources. The Regional Planning Commission has extensive ongoing contractual relationships as approved by the RPCGB Executive Committee. These obligations must be met during the course of the program year. Requests for special projects or assistance should be discussed early on so that assistance can be rendered in a timely fashion.



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## HOPWA 2002 Formula Jurisdictions (74 EMSAs and 34 States)

**Note:** Eligible formula areas have at least 1,500 cumulative cases of AIDS, as of March 31, and metropolitan areas have a population of at least 500,000 and a HUD-approved Consolidated Plan.

For more detailed information on service areas for FY2002 HOPWA formula grantees, including downloadable color Formula Jurisdictions Maps, go to [HUD's Office of HIV/AIDS Housing web site](#).

### New England Region

Connecticut (outside of the Hartford and New Haven EMSAs)

Hartford CT MSA

New Haven-Meriden, CT PMSA

Massachusetts (outside the Boston, Providence, and Springfield EMSAs)

Boston MA-NH PMSA

Providence-Fall River-Warwick RI-MA MSA

Springfield MA MSA

### New York, New Jersey Region

New Jersey (outside of 6 EMSAs, including NJ portion of the Philadelphia PMSA)

Paterson for Bergen-Passaic NJ PMSA

Jersey City NJ PMSA

Woodbridge for the Middlesex-Somerset-Hunterdon NJ PMSA

Dover Township for the Monmouth-Ocean NJ PMSA

Newark NJ PMSA

New York State (outside of five EMSAs)

Albany-Schenectady-Troy, NY MSA

Buffalo-Niagara Falls, NY MSA

Islip for the Nassau-Suffolk NY PMSA

New York NY PMSA

Rochester NY MSA

### Mid-Atlantic Region

Delaware (outside the Wilmington PMSA)

Wilmington-Newark DE-MD PMSA

Pennsylvania (outside the Philadelphia and Pittsburgh EMSAs)

Philadelphia PA-NJ PMSA (for areas in PA)

Pittsburgh PA MSA

Virginia (outside of DC, Richmond and Virginia Beach EMSAs)

Richmond-Petersburg VA MSA

Virginia Beach for the Norfolk-Virginia Beach-Newport News VA-NC MSA

Baltimore MD PMSA

Washington DC-MD-VA-WV PMSA

### Southeast Region

Alabama (outside the Birmingham MSA)

Birmingham AL MSA

Florida (outside of 6 EMSAs)

# COMMENTARY

Is the GOP changing  
stance on interven

 [www.al.com/birmi](http://www.al.com/birmi)



Tom Scarritt

## Metro area must work together

**R**ecent census figures identifying the fastest-growing cities in Alabama provide more evidence of the changing nature of our metropolitan area. The pattern and pace of that growth suggest we need to think about ourselves in new ways.

Growth has been concentrated outside Birmingham and Jefferson County for many years. Now that growth is showing up farther and farther from the city center. The fastest-growing city in the region, Calera, is far to the south in Shelby County. The No. 2 city, Brent, is deep in Bibb County.

Further evidence of the pattern of growth comes from the recent Shelby County property reappraisal, which shows the biggest increases in home values are in outlying cities such as Wilton, Calera, Montevallo, Wilsonville and Columbiana.

The four cities in Alabama that are growing the fastest, and six of the top 10, are in our metropolitan area. This growth is a testament to the strength of the economic engine that has been developed in and around Birmingham. It is important for us to recognize the interdependence of Birmingham and the surrounding cities and counties.

Together, we are a community of more than a million people, with all the opportunities that offers. The trick is learning to work together.

Part of the process is finding symbols that can bind us together. Fortunately, we have such a symbol in the return of Vulcan to Red Mountain. That is a project that has involved and interested people from all around our area. One Vulcan backer recently said the Iron Man has brought unity back to our community, and there is some truth in that.

Memorable cities gain at least part of their identity from memorable images. We may not have a Golden Gate Bridge or an Empire State Building, but we all know Vulcan and how he represents our industrial heritage. Continued public support for the development of Vulcan Park will help to make the rebirth of Vulcan a focal point for a vibrant and unified community.

While Vulcan serves to focus community interest inward to Birmingham, the recent renaming of our metropolitan area as Birmingham-Hoover is a strong reminder that we are not just Birmingham anymore. We have to look outward to the strong cities and counties around us, and acknowledge their importance to the community.

Symbols and names help, but the real task of building community is developing relationships that work. One big opportunity there is in mass transit. A modern transportation system would tie us together, making jobs and shopping and entertainment more accessible to people all over the community. A regional transportation system also would be an important step toward developing a true regional identity.

The most recent attempt to move forward on mass transit was stalled by the selfish interests of a few Birmingham legislators, putting millions of dollars of federal transportation money at risk. We need to get over such petty concerns, and look to the good of the entire region.

We have opportunities to work together in planning economic development and even some infrastructure projects. We need to look at these issues on a larger scale, and find ways to cooperate for the good of our entire community.

*Tom Scarritt is editor of The News. His e-mail address is [tscarritt@bhamnews.com](mailto:tscarritt@bhamnews.com).*

# Regional Growth Alliance

- Home
- Our Mission
- Partners
- Task Teams
- Challenges

## Regional Cooperation... Is Working!

Welcome to the home page of the Regional Growth Alliance. The Growth Alliance is a three-way partnership of the Birmingham Regional Chamber of Commerce, the Regional Planning Commission of Greater Birmingham, and Region 2020. The partnership was formed in 2001 in central Alabama as a means of encouraging regional cooperation across traditional jurisdictional lines.

The regional Growth Alliance works across city and county lines and across three sectors of the region:

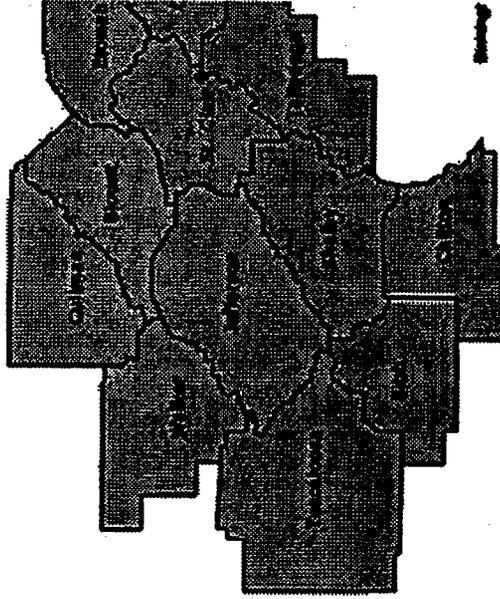
**Citizens**  
Represented by Region 2020, a 12-county, non-profit group.

**Businesses**  
Represented by the Birmingham Regional Chamber of Commerce, a seven-county business association.

**Governments** Represented

### AREA INFORMATION

City of Birmingham  
Birmingham Regional Chamber of Commerce  
Region 2020  
Regional Planning Commission of Greater Birmingham  
Jefferson County



### EVENTS

Event Date: 3:30 pm, October 1, 2003  
Description: Jefferson County Environmental Services Citizens Advisory Committee  
Location: RPC Offices  
For More Information: Tom Maxwell (205-251-8139)

Event Date: 11:30 am, October 6, 2003  
Description: ATA  
Location: RPC Offices  
For More Information: Andrea Blackert, Region 2020 (205-326-1100)

Event Date: 1:30 pm, October 14, 2003  
Description: Upper Cahaba Watershed Citizens Advisory Committee  
Location: Regional Planning Commission Offices  
For More Information: Tom Maxwell (205-251-8139)

Event Date: 6:30 pm, October 23, 2003

by the Regional Planning Commission of Greater Birmingham, a six-county planning agency.

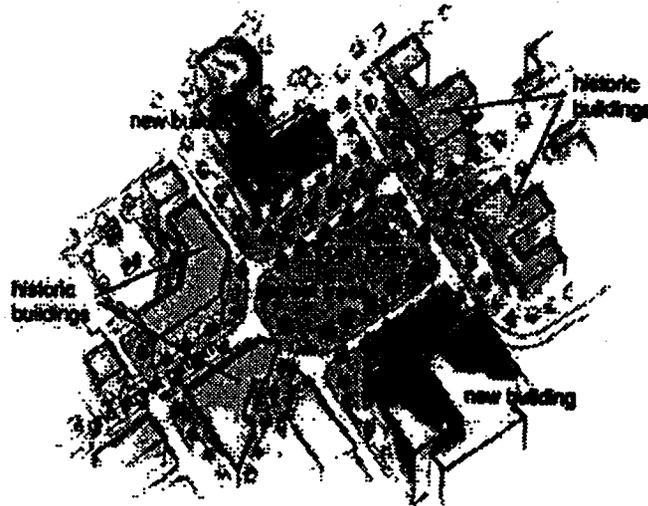
Description: Public Meeting on Upper Cahaba Watershed Plan  
Location: Botanical Gardens  
For More Information: Beth Stewart, Cahaba River Society  
(205-322-5326)

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## Regional Growth Alliance

Home

## Regional Cooperation...Is Working!



### Regional Cooperation...is working!

#### Mission and Goals of the Growth Alliance Steering Committee

The mission of the Growth Alliance Steering Committee is to:

Work closely with the leadership and staff of the Chamber, the RPC and Reg to ensure that the process and efforts of the Growth Alliance are sustained s benefit the region as a whole, by focusing the respective and unique capabil business, government and civic sectors on major regional issues.

The goals of the Growth Alliance Steering Committee are:

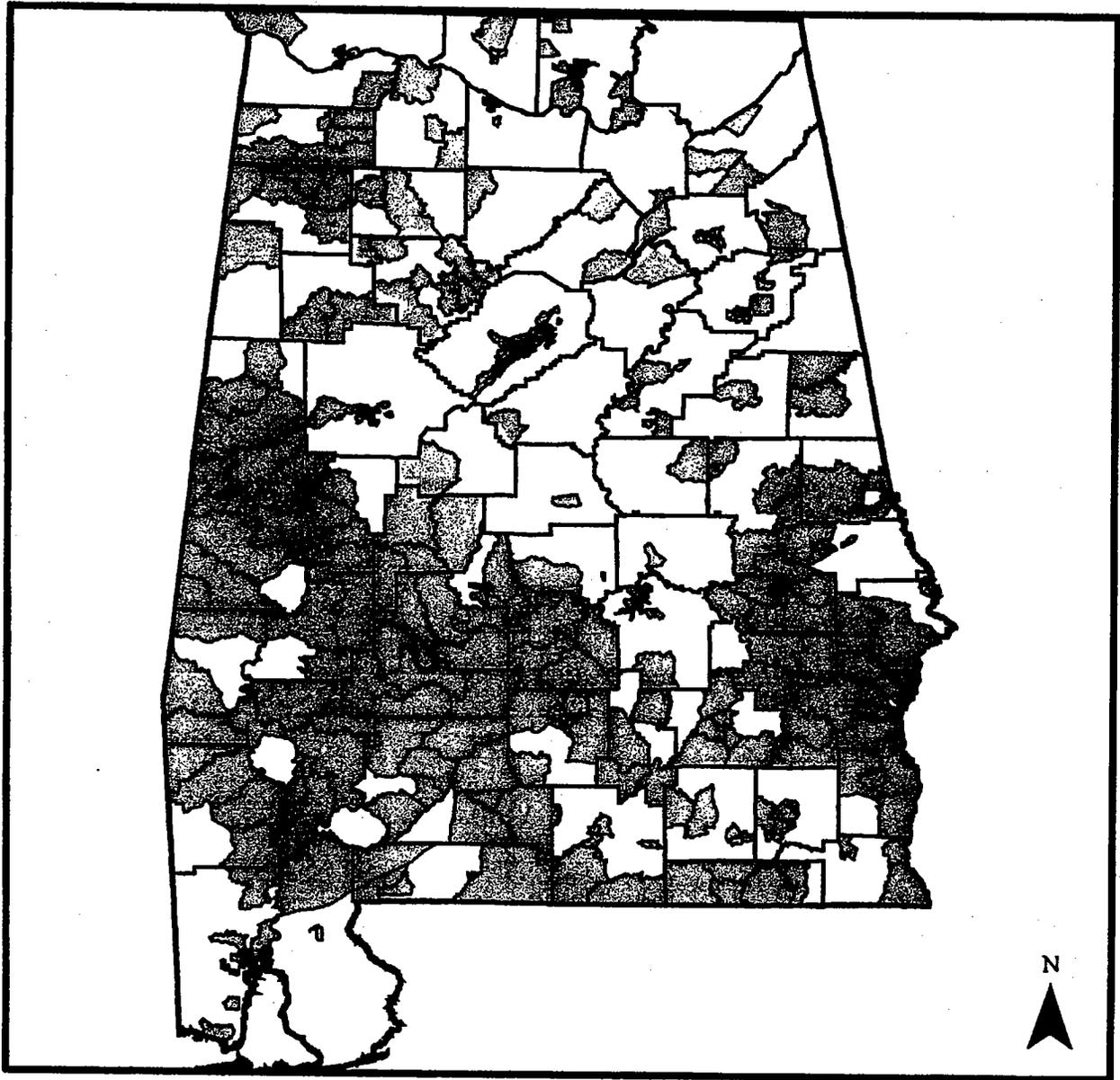
1. Maintain a strategic perspective on regional cooperation through regular m presentations by various stakeholder groups, benchmarking with other succe communities, and the development of an ongoing agenda for investigation a
2. Assist in building support through the Growth Alliance for an ever-increas and private commitment to regional cooperation and growth management, maintaining a focus on sustainable growth through public projects and priva investment.
3. Make recommendations to the three founding partner organizations regar subcommittees, task forces and panels to address specific issues of regional significance.
4. Make recommendations on plans and activities that will move the region's forward, providing advice to the Chamber, the RPC and Region 2020 on regi initiatives and assisting in networking and coalition building with other organ that share common objectives.
5. Make recommendations on improvements to the initiatives employed by t Alliance and report progress to the Chamber, the RPC and Region 2020, enc

the founding partner organizations to maintain the initiative and holding the the three organizations responsible for continuing investment of time and ef Growth Alliance.

6. Sustain a solid commitment to the three-sector model of regional coopera issue-specific task forces comprised of 1/3 government officials, 1/3 busines representatives, and 1/3 citizen representatives, each appointed by their res partner organizations.

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# Alabama: Investment Area-Qualifying Tracts, CDFI Certification

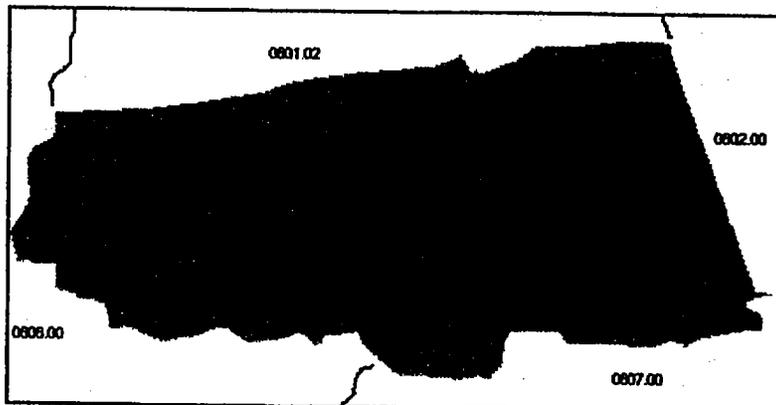


## Legend

-  State Boundaries
-  Native American Lands
-  IA Qualifying Areas

0 15 30 60 90 Miles

Program: CDFI Program  
Applicant Name:



- Geographic Unit Meets CDFI Investment Area Criteria
- Economic Development and Housing Hot Zone  
(Also Qualifies as an Investment Area)
  - Housing Hot Zone Criteria  
(Also Qualifies as an Investment Area)
  - Economic Development Hot Zone Criteria  
(Also Qualifies as an Investment Area)
- Geographic Unit Does Not Meet CDFI Investment Area Criteria
- Selected Area
- Deselected Area

Source: U.S. Bureau of the Census, 2000

STATE : AL; COUNTY CODE : 021

### Investment Area/Hot Zone Worksheet

Applicant Name: \_\_\_\_\_

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O	Column P	Column Q	Column R
Geographic Unit		Population				Poverty				Median Family Income				Unemployment		Hot Zones	
State Code	Geographic Unit Code	Total Population	No. of Persons for whom Poverty Status is Determined	No. of Persons with Income Below Level (1999)	% Persons Below Poverty Level (1999)	MA or Non-MA Median Family Income (1999)	% MA or Non-MA Median Family Income (1999)	Geog. Unit Median Family Income (1999)	% Geog. Unit Median Family Income (1999)	National Unempl. Rate %	Geog. Unit Unempl. Rate %	Geog. Unit to National Unempl. %	Economic Development Hot Zone	Housing Hot Zone			
01	Tract 060101	4811	4811	985	20	40490	88	35536	88	5.8	4.1	0.7					
	Total	4811	4811	985	20	40490	88	35536	88	5.8	4.1	0.7					

Total Population of Geographic Units that do not meet the distress criteria (if any) 0

Percent of Total Population in Geographic Units not meeting distress criteria 0.00%

STATE: AL; COUNTY CODE: 021

Source: U.S. Bureau of the Census, 2000 Census



Investment Area/Hot Zone Worksheet

Applicant Name:

count is:

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O	Column P	Column Q	Column R
State Code	Geographic Unit	Geographic Unit Code	Population			Poverty		Median Family Income			Unemployment			Hot Zones			
			Total Population	No. of Persons for whom Poverty Status is Determined	No. of Persons with Income Below Poverty Level (1999)	% Below Poverty Level (1999)	MA or Non-Median Family Income (1999)	MA or Non-Median Family Income (1999)	Geographic Unit MA or Non-Median Family Income	% of Geographic Unit MA or Non-Median Family Income	National Unempl. Rate %	Geographic Unit Unempl. Rate %	Geographic Unit National Unempl. Rate %	Economic Development Hot Zone	Housing Hot Zone		
01	Tract 000100		4744	4576	1122	25	48079	29135	61	5.8	10.9	1.9	Y	Y			
01	Tract 000400		4289	4256	1211	28	48079	27067	56	5.8	9.6	1.7	Y	Y			
01	Tract 000500		4406	4371	1892	43	48079	17625	37	5.8	15.7	2.7	Y	Y			
01	Tract 000700		3063	3057	1479	48	48079	18200	38	5.8	20.1	3.5	Y	Y			
01	Tract 000800		5387	5366	1888	35	48079	23333	49	5.8	15	2.6	Y	Y			
01	Tract 001100		6175	5981	1253	21	48079	33351	69	5.8	8.3	1.4	Y	Y			
01	Tract 001200		3557	3550	923	26	48079	28500	59	5.8	18.5	3.2	Y	Y			
01	Tract 001500		3987	3981	1581	40	48079	18770	39	5.8	19.9	3.4	Y	Y			
01	Tract 002200		3236	3180	579	18	48079	28893	60	5.8	5.2	0.9	Y	Y			
01	Tract 002306		3469	3424	215	6	48079	53167	111	5.8	1.4	0.2					
01	Tract 002400		4375	4360	1651	38	48079	19693	41	5.8	12.3	2.1	Y	Y			
01	Tract 002700		3617	2750	1642	60	48079	10761	22	5.8	60.8	10.5	Y	Y			
01	Tract 002900		2962	2941	1344	46	48079	15760	33	5.8	24	4.1	Y	Y			
01	Tract 003001		4448	3288	827	25	48079	36028	75	5.8	46.9	8.1	Y	Y			
01	Tract 003100		4909	4904	1008	21	48079	31681	66	5.8	17	2.9	Y	Y			
01	Tract 003400		3146	3146	1009	32	48079	24556	51	5.8	18	3.1	Y	Y			
01	Tract 003500		3430	3424	1055	31	48079	26080	54	5.8	12.4	2.1	Y	Y			
01	Tract 003802		6081	6081	1081	18	48079	35167	73	5.8	6.8	1.2					
01	Tract 003803		5910	5896	1507	26	48079	31478	65	5.8	11	1.9	Y	Y			
01	Tract 004000		5189	5189	1596	31	48079	23810	50	5.8	9.7	1.7	Y	Y			
01	Tract 004500		3180	1881	912	48	48079	13490	28	5.8	28	4.8	Y	Y			

01	Tract 005102	6623	6602	1237	19	48079	33874	70	5.8	4.6	0.8		Y
01	Tract 005200	4445	4445	1021	23	48079	32168	67	5.8	5.8	1		Y
01	Tract 005600	4597	4200	419	10	48079	48542	101	5.8	10.6	1.8		
01	Tract 005702	4149	4149	1000	24	48079	29213	61	5.8	10.2	1.8		Y
01	Tract 005800	3167	3140	622	20	48079	39375	82	5.8	5.9	1		
01	Tract 005908	4197	4179	660	16	48079	35000	73	5.8	6.9	1.2		Y
01	Tract 010100	2713	2704	1033	38	48079	18102	38	5.8	16.6	2.9		Y
01	Tract 010302	5082	5082	2635	52	48079	15220	32	5.8	22.2	3.8		Y
01	Tract 010401	4302	4291	906	21	48079	30431	63	5.8	8.8	1.5		Y
01	Tract 010500	2060	2051	416	20	48079	35473	74	5.8	7.2	1.2		
01	Tract 010602	7072	6616	1990	30	48079	29960	62	5.8	16.1	2.8		Y
01	Tract 011210	3555	3541	893	25	48079	35750	74	5.8	7.3	1.3		Y
01	Tract 011901	3518	3340	593	18	48079	34091	71	5.8	4.8	0.8		
01	Tract 011903	1028	1028	159	15	48079	28958	60	5.8	6.4	1.1		
01	Tract 012500	5029	5004	501	10	48079	37612	78	5.8	8.2	1.4		
01	Tract 013100	5365	5279	2056	39	48079	25799	54	5.8	9.2	1.6		Y
01	Tract 013601	4385	4385	1105	25	48079	29707	62	5.8	7.2	1.2		Y
01	Tract 013901	1805	1733	167	10	48079	36280	75	5.8	6.4	1.1		
01	Tract 014104	3732	3448	318	9	48079	41890	87	5.8	9	1.6		
01	Tract 014105	3900	3712	692	19	48079	37768	79	5.8	6.4	1.1		Y
	Total	170284	164531	44198	27	48079	29927	62	5.8	13	2.2		

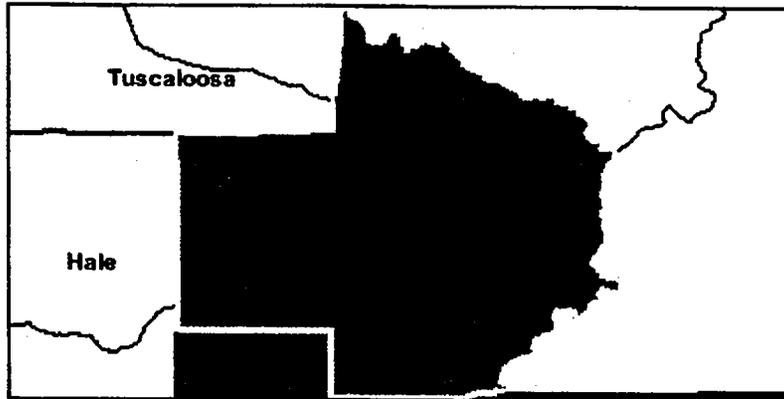
Total Population of Geographic Units that do not meet the distress criteria (if any) 3,469

Percent of Total Population in Geographic Units not meeting distress criteria 2.04%

STATE: AL; COUNTY CODE: 073

Source: U.S. Bureau of the Census, 2000 Census

Program: CDFI Program  
Applicant Name:



- Geographic Unit Meets CDFI Investment Area Criteria
- Economic Development and Housing Hot Zone  
(Also Qualifies as an Investment Area)
  - Housing Hot Zone Criteria  
(Also Qualifies as an Investment Area)
  - Economic Development Hot Zone Criteria  
(Also Qualifies as an Investment Area)
- Geographic Unit Does Not Meet CDFI Investment Area Criteria
- Selected Area
- Deselected Area

Source: U.S. Bureau of the Census, 2000

STATE : AL; COUNTY CODE : 007

### Investment Area/Hot Zone Worksheet

Applicant Name: \_\_\_\_\_

count is:

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O	Column P	Column Q	Column R
Geographic Unit			Poverty			Median Family Income			Unemployment			Hot Zones					
State Code	Geographic Unit Code	Total Population	No. of Persons for whom Poverty Status is Determined	No. of Persons with Income Below Poverty Level (1999)	% Persons Below Poverty Level (1999)	MA or Non-Family Income (1999)	MA or Non-Family Income (1999)	Geog. Unit Median Family Income (1999)	% Geog. Unit to MA or Non-Family Income	National Rate %	Geog. Unit Unempl. Rate %	National Rate %	Economic Development Hot Zone	Housing Hot Zone			
01	Tract 010100	7795	6867	2333	34	40490	32500	80	80	5.8	7.6	1.3					
	<b>Total</b>	7795	6867	2333	34	40490	32500	80	80	5.8	7.6	1.3					

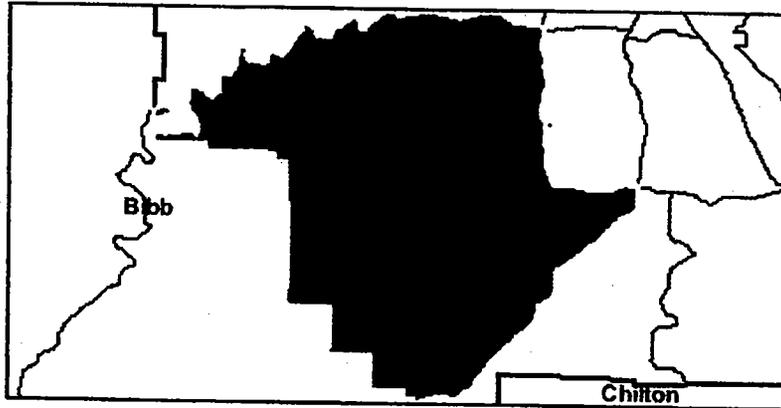
Total Population of Geographic Units that do not meet the distress criteria (if any) 0

Percent of Total Population in Geographic Units not meeting distress criteria 0.00%

STATE: AL; COUNTY CODE: 007

Source: U.S. Bureau of the Census, 2000 Census

Program: CDFI Program  
Applicant Name:



- Geographic Unit Meets CDFI Investment Area Criteria
- Economic Development and Housing Hot Zone  
(Also Qualifies as an Investment Area)
- Housing Hot Zone Criteria  
(Also Qualifies as an Investment Area)
- Economic Development Hot Zone Criteria  
(Also Qualifies as an Investment Area)
- Geographic Unit Does Not Meet CDFI Investment Area Criteria
- Selected Area
- Deselected Area

Source: U.S. Bureau of the Census, 2000

STATE : AL; COUNTY CODE : 117

### Investment Area/Hot Zone Worksheet

Applicant Name: \_\_\_\_\_

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O	Column P	Column Q	Column R
Geographic Unit		Population			Poverty			Median Family Income			Unemployment		Hot Zones				
State Code	Geographic Unit Code	Total Population	No. of Persons for whom Poverty Status is Determined	No. of Persons with Income Below Poverty Level (1999)	% Below Poverty Level (1999)	MA or Non-MA Family Income (1999)	Geog. Unit Median Family Income (1999)	Geog. Unit Non-MA Family Income (1999)	% Geog. Unit Non-MA Family Income	National Rate %	Geog. Unit Rate %	Geog. Unit National Rate %	Economic Development Hot Zone	Housing Hot Zone			
01	Tract 030403	5301	4381	987	23	48079	33860	70	5.8	8.8	1.5	Y	Y				
	<b>Total</b>	5301	4381	987	23	48079	33860	70	5.8	8.8	1.5						

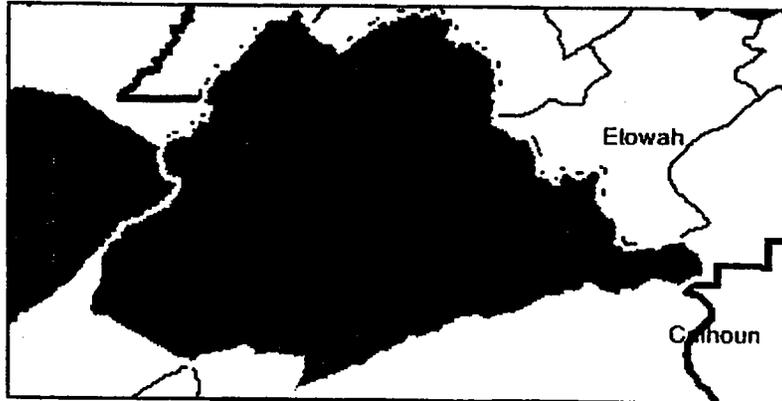
Total Population of Geographic Units that do not meet the distress criteria (if any) 0

Percent of Total Population in Geographic Units not meeting distress criteria 0.00%

STATE: AL; COUNTY CODE: 117

Source: U.S. Bureau of the Census, 2000 Census

Program: CDFI Program  
Applicant Name:



- Geographic Unit Meets CDFI Investment Area Criteria
- Economic Development and Housing Hot Zone  
(Also Qualifies as an Investment Area)
- Housing Hot Zone Criteria  
(Also Qualifies as an Investment Area)
- Economic Development Hot Zone Criteria  
(Also Qualifies as an Investment Area)
- Geographic Unit Does Not Meet CDFI Investment Area Criteria
- Selected Area
- Deselected Area

Source: U.S. Bureau of the Census, 2000

STATE : AL; COUNTY CODE : 115

### Investment Area/Hot Zone Worksheet

Applicant Name: \_\_\_\_\_

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O	Column P	Column Q	Column R
Geographic Unit	Geographic Unit Code	Total Population	Population	No. of Persons for whom Poverty Status is Determined	No. of Persons with Income Below Poverty Level	% Persons Below Poverty Level	MA or Non-MA Median Family Income (1999)	Geog. Unit Median Family Income (1999)	% Geog. Unit MA or Non-MA Median Family Income	National Unempl. Rate %	Geog. Unit Unempl. Rate %	Geog. Unit to National Unempl. Rate %	Economic Development Hot Zone	Housing Hot Zone	Hot Zones		
01	Tract 040400	8208	8208	7993	1057	13	48079	37427	78	5.8	5.3	0.9					
	Total	8208	8208	7993	1057	13	48079	37427	78	5.8	5.3	0.9					

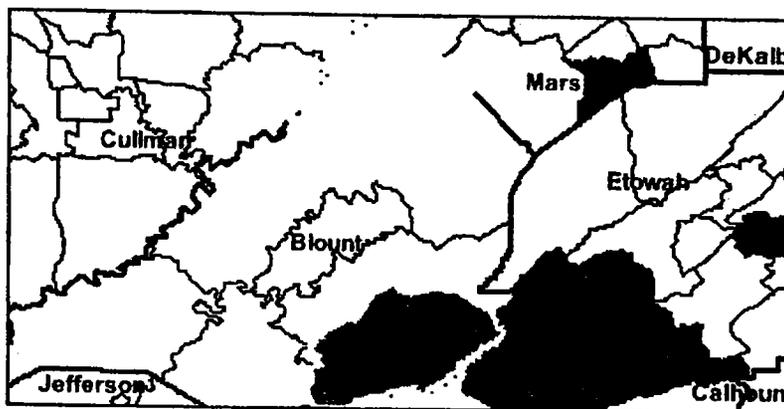
Total Population of Geographic Units that do not meet the distress criteria (if any) 0

Percent of Total Population in Geographic Units not meeting distress criteria 0.00%

STATE : AL; COUNTY CODE : 115

Source: U.S. Bureau of the Census, 2000 Census

Program: CDFI Program  
Applicant Name:



- Geographic Unit Meets CDFI Investment Area Criteria
- Economic Development and Housing Hot Zone  
(Also Qualifies as an Investment Area)
- Housing Hot Zone Criteria  
(Also Qualifies as an Investment Area)
- Economic Development Hot Zone Criteria  
(Also Qualifies as an Investment Area)
- Geographic Unit Does Not Meet CDFI Investment Area Criteria
- Selected Area
- Deselected Area

Source: U.S. Bureau of the Census, 2000

STATE : AL; COUNTY CODE : 009

### Investment Area/Hot Zone Worksheet

Applicant Name:

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O	Column P	Column Q	Column R
Geographic Unit		Poverty			Median Family Income			Unemployment			Hot Zones						
State Code	Geographic Unit Code	Total Population	No. of Persons for whom Poverty Status is Determined	No. of Persons with Income Below Poverty Level (1999)	% Persons Below Poverty Level (1999)	MA or Non-MA Median Family Income (1999)	Geog. Unit Median Family Income (1999)	% Geog. Unit to MA or Non-MA Median Family Income	National Unempl. Rate %	Geog. Unit Unempl. Rate %	Geog. Unit to National Unempl. Rate %	Economic Development Hot Zone	Housing Hot Zone				
01	Tract 050101	6962	6812	1100	16	48079	36250	75	5.8	3	0.5						
01	Tract 050400	4610	4585	749	16	48079	34892	73	5.8	10	1.7	Y					
	Total	11572	11397	1849	16	48079	35684	74	5.8	6	1						

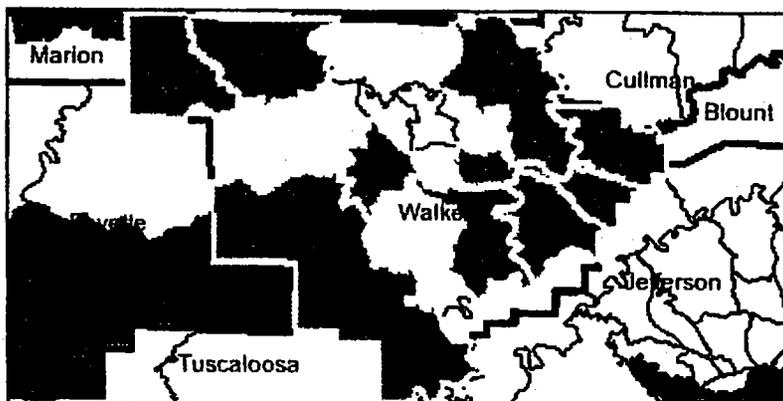
Total Population of Geographic Units that do not meet the distress criteria (if any) 0.

Percent of Total Population in Geographic Units not meeting distress criteria 0.00%.

STATE : AL; COUNTY CODE : 009

Source: U.S. Bureau of the Census, 2000 Census

**Program: CDFI Program**  
**Applicant Name:**



- Geographic Unit Meets CDFI Investment Area Criteria**
- Economic Development and Housing Hot Zone**  
(Also Qualifies as an Investment Area)
  - Housing Hot Zone Criteria**  
(Also Qualifies as an Investment Area)
  - Economic Development Hot Zone Criteria**  
(Also Qualifies as an Investment Area)
- Geographic Unit Does Not Meet CDFI Investment Area Criteria**
- Selected Area**
- Deselected Area**

Source: U.S. Bureau of the Census, 2000

STATE : AL; COUNTY CODE : 127

### Investment Area/Hot Zone Worksheet

Applicant Name: \_\_\_\_\_

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O	Column P	Column Q	Column R
State Code	Geographic Unit	Geographic Unit Code	Total Population	No. of Persons for whom Poverty Status is Determined	No. of Persons with Income Below Poverty Level (1999)	% Persons Below Poverty Level (1999)	MA or Non-Median Family Income (1999)	Geog. Unit Median Family Income (1999)	Geog. Unit Non-Median Family Income (1999)	% National Unempl. Rate	Geog. Unit Unempl. Rate	Geog. Unit National Unempl. Rate	Economic Development Hot Zone	Housing Hot Zone			
01	Tract	020100	4039	3931	786	20	40490	28512	70	5.8	7.3	1.3					
01	Tract	020600	2768	2760	577	21	40490	36791	91	5.8	9.9	1.7					
01	Tract	020800	5952	5941	746	13	40490	38750	96	5.8	8.7	1.5					
01	Tract	021000	3933	3870	828	21	40490	31214	77	5.8	7.2	1.2					
01	Tract	021100	3906	3824	743	19	40490	31607	78	5.8	7.3	1.3					
01	Tract	021300	3865	3854	714	19	40490	32229	80	5.8	5.8	1					
01	Tract	021500	3961	3852	742	19	40490	28623	71	5.8	7.6	1.3					
01	Tract	021700	4586	4586	1024	22	40490	31971	79	5.8	7.2	1.2					
01	Tract	021900	2465	2431	399	16	40490	28203	70	5.8	6	1					
	Total		35475	35049	6559	19	40490	32395	80	5.8	7.5	1.3					

Total Population of Geographic Units that do not meet the distress criteria (if any) 0

Percent of Total Population in Geographic Units not meeting distress criteria 0.00%

STATE: AL; COUNTY CODE: 127

Source: U.S. Bureau of the Census, 2000 Census

**REGIONAL SUMMARY  
TO SUPPORT  
CONVERSION FROM A MULTI-GROUP OCCUPATIONAL CHARTER  
TO A COMMUNITY CHARTER**

**University Federal Credit Union**

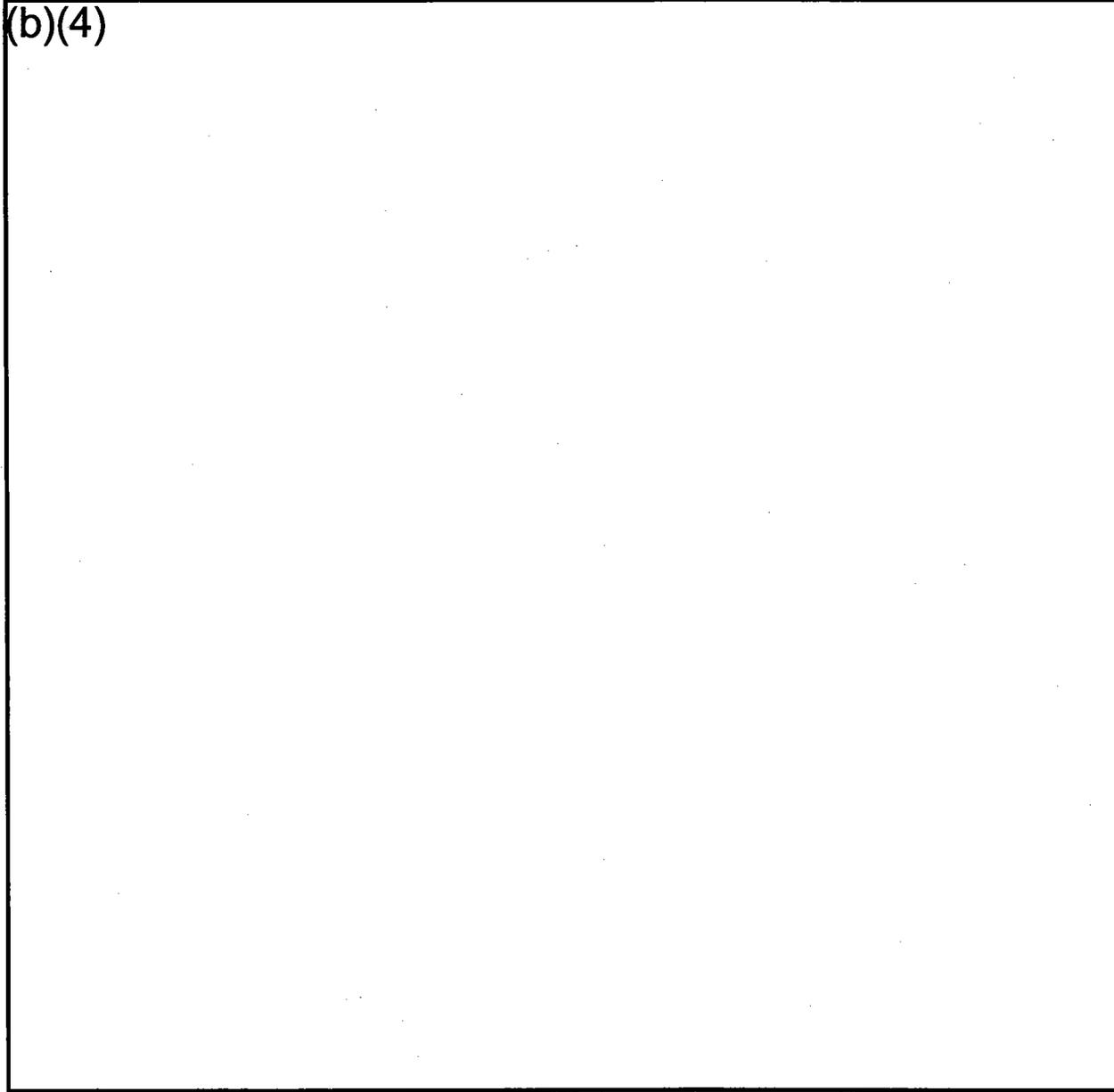
**Charter Number 24421**

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**Community Business Plan**

**Introduction**

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**Financial Services**

University FCU offers a comprehensive line-up of services to meet every financial need. Again, in keeping with our vision statement, we are committed to be a financial institution where members desire to fulfill their financial needs. We realize that to accomplish this, we must stay at the forefront of financial products and services. A service brochure is enclosed; however, below is a summary of services available to our members.

Priority Checking  
Prime-time Checking  
Super Now Checking  
Certificates  
Club Accounts  
IRA's  
Business Accounts  
New and Used Auto Financing  
Risk-Based Lending  
Dealer Auto Financing  
Credit Cards

Mortgage Loans  
Home Improvement Loans  
Equity Lines of Credit  
Personal Loans  
Financial Planning  
Brokerage Services  
Safe Deposit Boxes  
Cashiers Checks  
Money Orders  
Travelers Checks

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**REGIONAL SUMMARY  
TO SUPPORT  
CONVERSION FROM A MULTI-GROUP OCCUPATIONAL CHARTER  
TO A COMMUNITY CHARTER**

**University Federal Credit Union**

**Charter Number 24421**

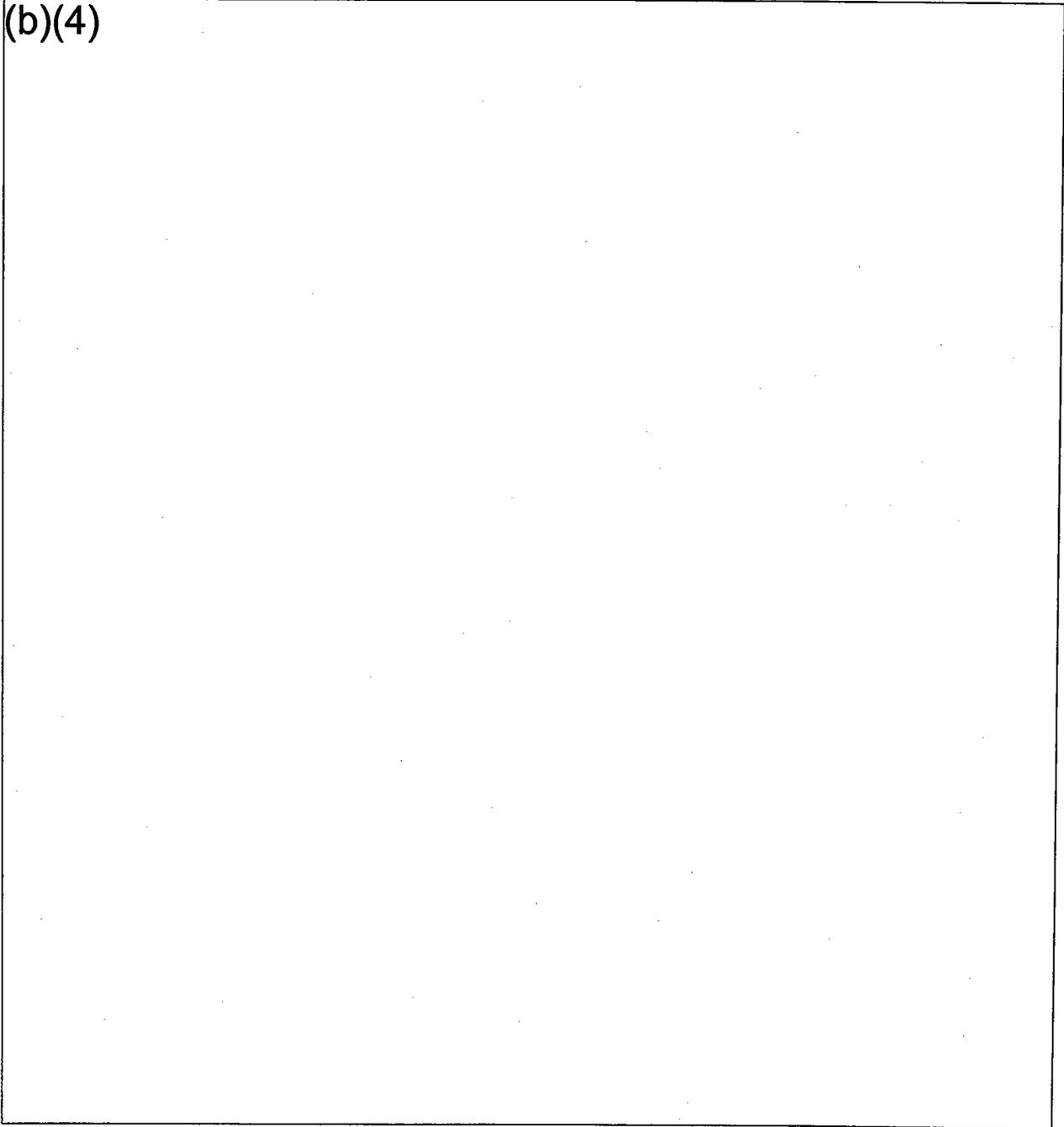
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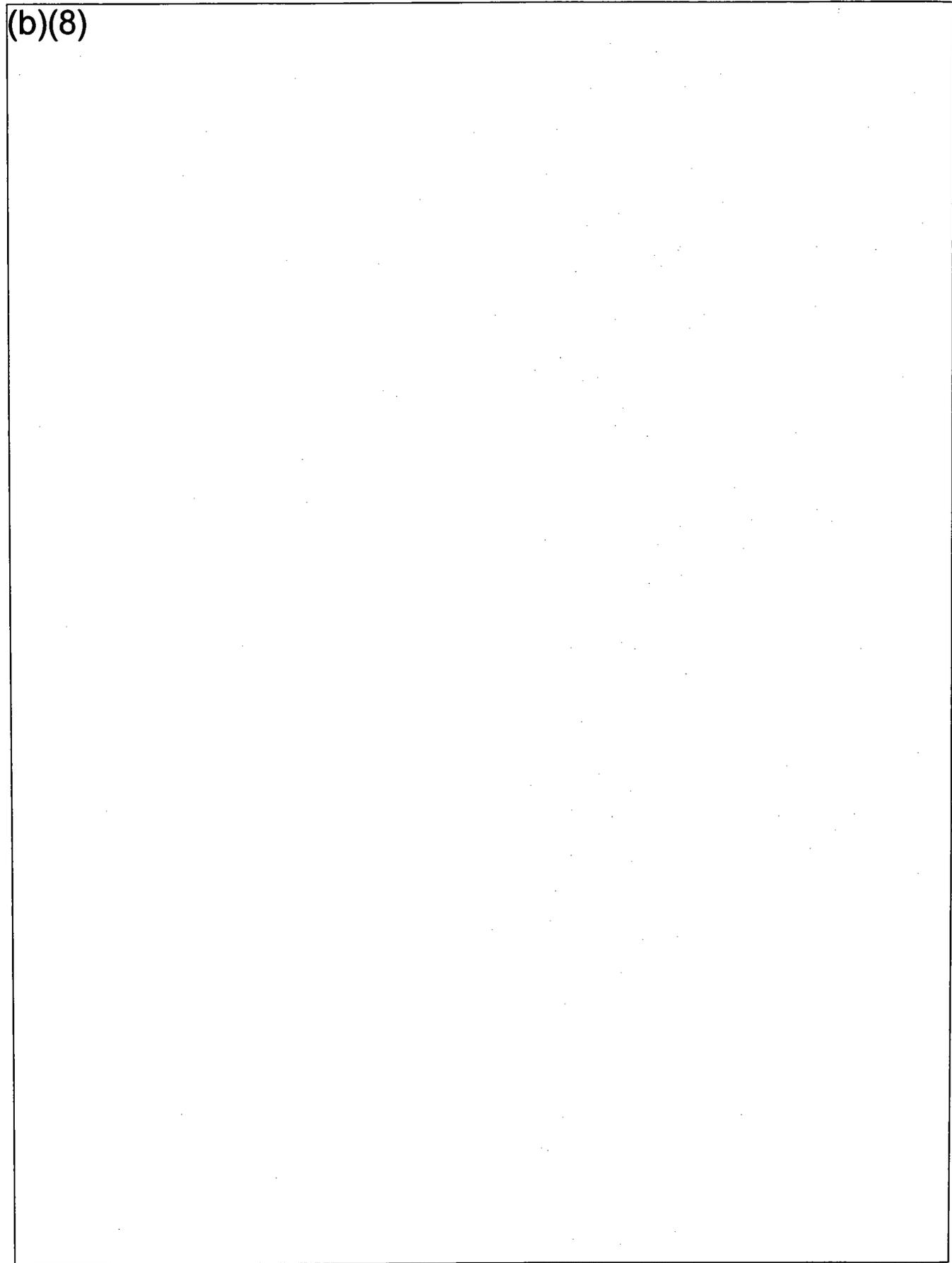
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**Financial Impact**

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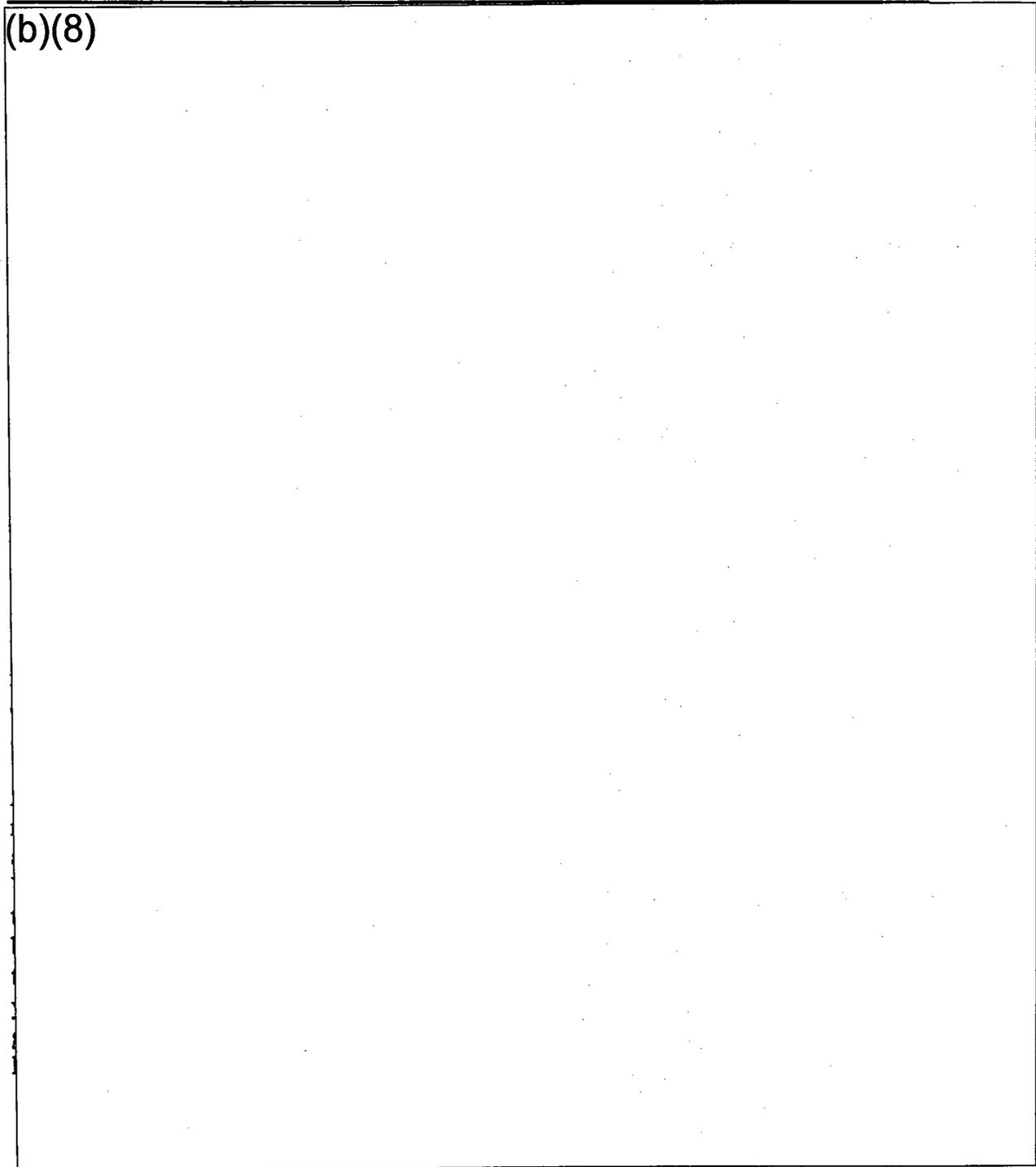


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# Financial Statements

UNIVERSITY FEDERAL CREDIT UNION			
Balance Sheet			
August 2003			
	August 2003	July 2003	August 2002
<b>ASSETS</b>			
Cash and Cash Equivalents	33,252,612	35,416,567	30,100,796
<b>INVESTMENTS</b>			
Available for Sale Securities	47,414,790	43,741,034	36,331,191
Membership Capital at Corporate Credit Unions	750,000	750,000	750,000
All Other Investments in Corporate Credit Unions	3,000,000	2,000,000	4,500,000
All Other Investments	1,486,500	1,486,500	278,000
<b>Total Investments</b>	<b>52,651,290</b>	<b>47,977,534</b>	<b>41,859,191</b>
<b>LOANS &amp; LEASES</b>	<b>90,406,894</b>	<b>91,181,717</b>	<b>92,511,890</b>
Less: Allowance for Loan & Lease Losses	(1,229,584)	(1,245,606)	(1,399,648)
<b>Net Loans</b>	<b>89,177,310</b>	<b>89,936,111</b>	<b>91,112,242</b>
<b>OTHER ASSETS</b>			
Land and Building	1,704,303	1,688,101	486,491
Other Fixed Assets	850,799	851,696	952,789
NCUA Share Insurance Capitalization Deposit	1,311,937	1,311,937	1,254,334
Other Assets	3,271,037	3,776,845	3,106,998
<b>TOTAL ASSETS</b>	<b>182,219,287</b>	<b>180,958,791</b>	<b>168,872,841</b>
<b>LIABILITIES</b>			
Total Borrowings	0	0	0
Accrued Dividends	73,948	82,744	202,902
Accounts Payable and Other Liabilities	1,771,597	1,683,939	1,726,815
<b>SHARES/DEPOSITS</b>			
Share Drafts	27,228,378	24,335,969	25,554,136
Regular Shares	98,471,809	95,653,400	78,003,545
Non Member Deposits	0	0	1,146,000
All Other Shares and Deposits	34,506,642	38,852,449	43,842,010
<b>Total Shares and Deposits</b>	<b>160,206,829</b>	<b>158,841,818</b>	<b>148,545,691</b>
<b>EQUITY</b>			
Regular Reserves	6,520,980	6,520,980	6,520,980
Accumulated Unrealized Gains(Losses)	(149,397)	254,365	557,162
Other Reserves	13,322,960	13,322,960	10,922,421
Undivided Earnings	1,000	1,000	1,000
Net Income	471,370	250,984	395,870
<b>TOTAL LIABILITIES, SHARES AND EQUITY</b>	<b>182,219,287</b>	<b>180,958,791</b>	<b>168,872,841</b>

*Financial Statements continued ...*

UNIVERSITY FEDERAL CREDIT UNION			
Income and Expense			
August 2003			
	January 2003 to August 2003	January 2003 to July 2003	January 2002 to August 2002
<b>INTEREST INCOME</b>			
Interest on Loans (Gross)	4,395,444	3,860,074	5,056,612
Income from Investments	1,138,886	1,001,268	1,011,879
<b>Total Interest Income</b>	<b>5,534,329</b>	<b>4,861,342</b>	<b>6,068,491</b>
<b>INTEREST EXPENSE</b>			
Dividends on Shares	1,485,686	1,320,258	2,159,980
Interest on Borrowed Money	86	86	130
<b>Total Interest Expense</b>	<b>1,485,772</b>	<b>1,320,344</b>	<b>2,160,111</b>
Provision for Loan & Lease Losses	355,000	305,000	625,000
<b>Net Interest Income After Provision</b>	<b>3,693,557</b>	<b>3,235,998</b>	<b>3,283,380</b>
<b>NON-INTEREST INCOME</b>			
Fee Income	2,681,422	2,335,130	2,539,135
Other Operating Income	220,607	189,595	157,316
Gain (Loss) on Investments	0	0	31,000
Gain (Loss) on Disposition of Fixed Assets	0	0	1,500
Other Non-Operating Income (Expense)	0	0	0
<b>Total Non-Interest Income</b>	<b>2,902,029</b>	<b>2,524,725</b>	<b>2,728,950</b>
<b>NON-INTEREST EXPENSE</b>			
Employee Compensation and Benefits	2,301,177	2,000,860	2,345,108
Travel and Conference Expense	51,120	46,669	43,281
Office Occupancy Expense	496,085	431,611	549,892
Office Operations Expense	878,010	760,782	945,848
Educational and Promotional Expense	106,179	104,440	77,931
Loan Servicing Expense	72,092	57,538	85,773
Professional and Outside Services	843,776	741,191	795,977
Member Insurance	3,260	3,160	10,840
Operating Fees (Examination and/or Super. Fees)	33,766	30,589	23,169
Miscellaneous Operating Expenses	46,666	40,816	43,771
<b>Total Non-Interest Expense</b>	<b>4,832,131</b>	<b>4,217,654</b>	<b>4,921,590</b>
<b>NET INCOME (LOSS)</b>	<b>1,763,455</b>	<b>1,543,068</b>	<b>1,090,741</b>

## Financial Statements continued ...

UNIVERSITY FEDERAL CREDIT UNION			
Statistical Comparison			
August, 2003			
	August 2003	July 2003	August 2002
<b>ASSETS</b>	\$182,219,287	\$180,958,791	\$168,872,841
<b>AMOUNT OF LOANS</b>	\$84,257,149	\$84,959,134	\$85,213,133
<b>VISA LOANS</b>	\$825,677	\$838,729	\$954,716
<b>VISA GOLD CARD LOANS</b>	\$3,179,562	\$3,080,396	\$3,233,598
<b>MASTERCARD LOANS</b>	\$1,025,613	\$1,077,451	\$1,290,147
<b>RISK-BASED LOANS</b>	\$1,118,893	\$1,226,008	\$1,820,296
<b>TOTAL LOANS</b>	\$90,406,894	\$91,181,717	\$92,511,890
<b>UNUSED COMMITMENT AVAIL. LOC</b>	\$15,826,484	\$15,817,498	\$14,142,628
<b>AMOUNT OF DELINQUENT LOANS</b>	\$360,277	\$306,925	\$844,644
<b>% DELINQUENT LOANS TO TOTAL</b>	0.399%	0.337%	0.913%
<b>DELINQUENT RISK-BASED LOANS</b>	\$16,037	\$62,643	\$88,212
<b>REGULAR RESERVE/ALLOWANCE</b>	\$7,750,564	\$7,766,586	\$7,920,628
<b>% RESERVE TO LOANS</b>	8.573%	8.518%	8.562%
<b>NUMBER OF LOANS</b>	11,972	12,141	13,047
<b>NUMBER OF VISA LOANS</b>	717	721	840
<b>NUMBER OF VISA GOLD CARD LOANS</b>	1,196	1,202	1,241
<b>NUMBER OF MASTERCARD LOANS</b>	786	791	930
<b>NUMBER OF RISK-BASED LOANS</b>	182	168	260
<b>NUMBER OF MEMBERS</b>	48,690	48,495	48,647
<b>SHARES</b>	\$98,471,809	\$95,653,400	\$78,003,545
<b>NUMBER OF CLUB ACCOUNTS</b>	6,382	6,396	6,521
<b>CLUBS</b>	\$4,800,487	\$4,348,141	\$3,535,909
<b>NUMBER OF IRA ACCOUNTS</b>	349	347	327
<b>IRA ACCOUNT BALANCES</b>	\$1,941,839	\$1,956,676	\$1,883,185
<b>NUMBER OF SUPER NOW ACCOUNTS</b>	156	155	118
<b>SUPER NOW BALANCE</b>	\$5,563,557	\$8,726,815	\$3,526,719
<b>NUMBER OF DRAFT ACCOUNTS</b>	15,501	15,384	15,188
<b>DRAFT ACCOUNT BALANCES</b>	\$27,228,378	\$24,335,969	\$25,554,136
<b>NUMBER OF CERT. OF DEPOSIT</b>	1,744	1,835	2,607
<b>CERT. OF DEPOSIT ACCOUNT BALANCES</b>	\$22,200,759	\$23,820,818	\$36,042,197

**UNIVERSITY FEDERAL CREDIT UNION  
PROJECTED BALANCE SHEET - CHARTER CONVERSION**

	December-02	December-03
Consumer Loans	82,780,739	85,864,383
Credit Card Loans	5,530,760	4,928,879
Delinquent Loans	454,344	670,557
Gross Loans	<u>88,765,843</u>	<u>91,463,819</u>
Allowance for Loan Loss	(1,375,433)	(1,371,956)
Net Loans	<u>87,390,410</u>	<u>90,091,861</u>
Total Cash	30,323,249	23,972,950
Total Investment	42,269,422	63,067,059
Fixed Assets	1,350,654	1,190,462
Other Assets	3,007,492	3,257,985
<b>TOTAL ASSETS</b>	<b>\$ 164,341,227</b>	<b>\$ 181,580,317</b>
Other Liabilities	1,212,274	1,464,162
Regular Shares	110,023,461	129,931,079
Certificates	33,860,194	28,278,767
Total Shares	<u>143,883,655</u>	<u>158,209,846</u>
Total Equity	<u>19,245,298</u>	<u>21,906,309</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>\$ 164,341,227</b>	<b>\$ 181,580,317</b>

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**UNIVERSITY FEDERAL CREDIT UNION  
PROJECTED INCOME STATEMENT - CHARTER CONVERSION**

	December-02	December-03
Auto Loans	3,716,041	3,132,870
Unsecured	518,366	835,696
Secured	100,657	96,950
Mortgage Loans	2,289,504	2,046,654
Lease Loans	1,737	464
Real Estate Points	612	2,009
Collection - Recovered Int Inc	20,072	33,692
Prepaid Indirect Dealer Fees	(124,667)	(200,640)
Cure Fees	(1,829)	(14,823)
<b>CONSUMER LOANS</b>	<b>6,920,493</b>	<b>5,932,872</b>
<b>CREDIT CARD LOANS</b>	<b>611,264</b>	<b>582,227</b>
Total Interest on Loans	7,551,757	6,515,099
Total Cash	372,710	241,535
Total Interest on Investments	1,199,209	1,777,360
<b>TOTAL INTEREST INCOME</b>	<b>9,103,676</b>	<b>8,533,994</b>
Interest on Borrowed	290	40
Regular Shares	1,347,375	1,334,344
Certificates	1,703,816	791,163
<b>TOTAL INTEREST EXPENSE</b>	<b>3,051,481</b>	<b>2,125,547</b>
<b>NET INTEREST INCOME</b>	<b>6,052,195</b>	<b>6,408,447</b>
Fee Income	3,869,353	4,111,703
Other Income	253,988	241,777
Gain/Losses	27,764	21,102
<b>TOTAL NON INTEREST INCOME</b>	<b>4,151,105</b>	<b>4,374,582</b>
Benefits & Salaries	3,515,737	3,518,928
Travel & Conference	62,000	70,269
Occupancy Expense	815,363	758,067
Losses	144,527	124,279
Office Operating Expense	1,292,984	1,252,575
Marketing	103,551	136,798
Loan Servicing	125,875	101,553
Professional/Outside Services	1,203,347	1,285,545
Member Insurance	11,240	16,400
Federal Examination	35,088	46,474
Misc Operating Expense	65,261	94,494
<b>TOT NON INTEREST EXPENSE</b>	<b>7,374,974</b>	<b>7,405,382</b>
<b>PROVISION FOR LOAN LOSSES</b>	<b>1,025,000</b>	<b>590,000</b>
<b>NET INCOME</b>	<b>\$ 1,803,326</b>	<b>\$ 2,787,647</b>

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**UNIVERSITY FEDERAL CREDIT UNION  
PROJECTED REGULATORY RATIOS - CHARTER CONVERSION**

December-02    December-03    December-04    December-05

**CAPITAL RATIOS:**

NetWorth/Assets	11.289	11.766
Solvency	113.376	113.864
Net Worth/Lns	20.901	23.362
DelqLns/NetWorth	2.922	2.117
Del Loan/Ln Loss	39.41	32.978

**ASSET QUALITY:**

Del Loans/Loans	0.611	0.495
Del Loans/Assets	0.33	0.249
Net Chg Off/Loan	1.257	0.969
Avg Earn Assets	148,864	165,626
Average Funds	139,829	151,343
Earn Asset/Asset	93.765	95.752
Non Earn/Asset	6.235	4.248

**EARNING RATIOS:**

Yield Avg Assets	5.734	4.93
Cost on Avg Asst	1.922	1.229
Spread Avg Asset	3.812	3.701
Oth Inc/Avg Asst	2.615	2.529
Oth Exp/Avg Asst	4.645	4.262
ROA B4 Tax&Ln L	1.781	1.969
Ln Loss/Avg Asst	0.646	0.341
ROA by Period	1.494	2.064
ROA YTD	1.136	1.627
ROE by Period	12.787	16.712
ROE YTD	9.72	13.174
Net Int Margin	3.812	3.701
Breakeven #1	3.953	2.962
Breakeven #2	4.598	3.303
Earn Power Ratio	105.465	108.53
Net Interest Inc	6,052	6,403
Cost of Avg Fund	2.182	1.404

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December-02   December-03   December-04   December-05

**LIQUIDITY RATIO**

Loans to Shares	61.693	57.812
Loans to Assets	54.013	50.363
Deposits/Assets	87.552	87.116
Shr&Brw/EarnAsst	90.879	91.489
Inv Inc/Int Inc	13.173	20.793
Loan Inc/Int Inc	82.733	76.396
Free Funds Ratio	5.181	7.859

**OTHER RATIOS:**

Yield on Loans	8.064	7.23
Yield/Earn Assts	6.115	5.149
Cost on Shares	2.188	1.407
Avg Shares \$/Mbr	3	3
Fixd Assts/Assts	0.822	0.656
Net Op Exp/Assts	2.031	1.733
Op Exp/Int Inc	81.259	86.867
Market Growth	6.534	9.957
Net Worth Growth	10.766	15.173
Loan Growth	-9.461	3.039
Asset Growth	7.282	10.506
Invest Growth	409.384	48.738

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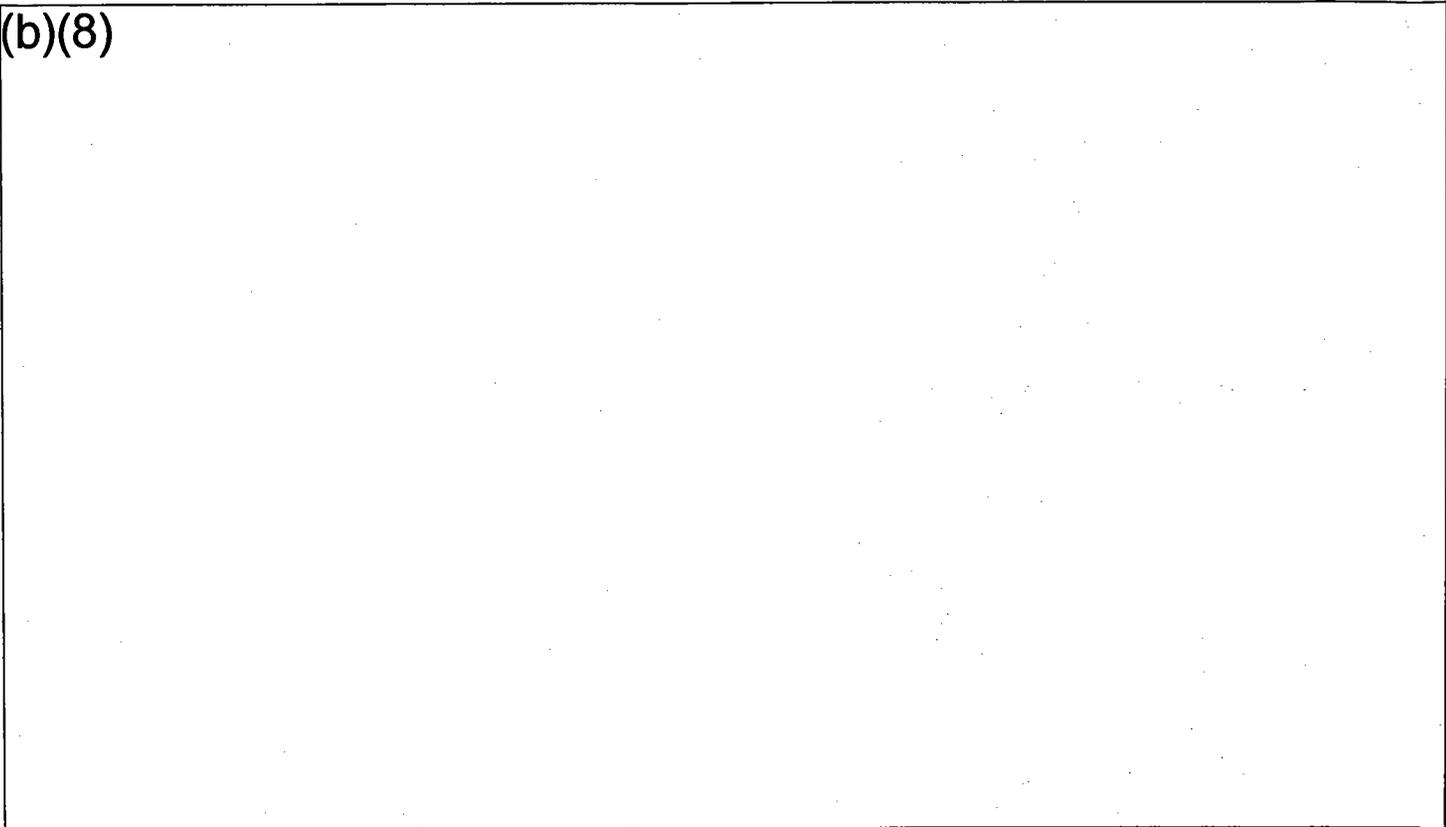
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## Key Ratios

## PEER RATIOS

Period Ending:	12/31/1999	12/31/2000	12/31/2001	09/30/2002	#REF!
<b>CAPITAL ADEQUACY RATIOS</b>					
1. Net Worth / Assets (4)	9.89%	10.55%	10.94%	10.78%	#REF!
2. Total Delinquent Loans / Net Worth (4)	15.68%	12.96%	8.88%	4.18%	#REF!
3. Solvency Evaluation (2)	110.77%	112.73%	112.46%	113.67%	#REF!
4. Classified Assets / Net Worth (2,4)	6.14%	10.15%	8.42%	0.00%	#REF!
<b>ASSET QUALITY RATIOS</b>					
5. Delinquent Loans / Loans	2.08%	1.79%	1.52%	0.82%	#REF!
6. Net Charge Offs / Average Loans (5)	1.63%	1.10%	1.37%	1.12%	#REF!
7. Fair Value / Amortized Cost (for investments held to maturity)	NA	NA	NA	NA	#REF!
8. Accumulated Unrealized Gains or Losses on Available for Sale Securities (+ debits - credits) / Amortized Cost of Investments Available for Sale	-2.52%	-0.59%	0.95%	1.84%	#REF!
9. Delinquent Loans / Assets	1.55%	1.37%	0.97%	0.45%	#REF!
<b>EARNINGS RATIOS</b>					
10. Return on Average Assets (1)	0.77%	0.80%	0.76%	1.06%	#REF!
11. Gross Income / Average Assets (1)	10.23%	10.14%	9.58%	8.23%	#REF!
12. Yield on Average Loans (1)	9.03%	8.81%	8.57%	7.95%	#REF!
13. Yield on Average Investments (1)	6.45%	5.23%	3.13%	2.65%	#REF!
14. Cost of Funds / Average Assets (1)	3.48%	3.32%	3.05%	1.99%	#REF!
15. Net Margin / Average Assets (1)	6.75%	6.82%	6.53%	6.23%	#REF!
16. Operating Expenses / Average Assets (1)	4.97%	4.96%	4.92%	4.60%	#REF!
17. Provision for Loan Losses / Average Assets (1)	1.01%	1.06%	0.85%	0.60%	#REF!
18. Net Interest Margin / Average Assets (1)	4.34%	4.15%	3.74%	3.70%	#REF!
19. Operating Expenses / Gross Income	48.57%	48.91%	51.36%	55.87%	#REF!
20. Fixed Assets + OREOs / Assets	1.23%	1.36%	1.10%	0.85%	#REF!
21. Net Operating Expenses / Average Assets (1)	2.71%	2.45%	2.29%	2.21%	#REF!
<b>ASSET / LIABILITY MANAGEMENT RATIOS</b>					
22. Net Long-Term Assets / Assets	25.29%	25.09%	19.39%	22.93%	#REF!
23. Regular Shares / Total Shares & Borrowing	44.40%	42.45%	47.13%	52.69%	#REF!
24. Total Loans / Total Shares	83.37%	92.47%	72.59%	62.66%	#REF!
25. Total Loans / Total Assets	74.56%	76.20%	63.99%	55.04%	#REF!
26. Cash + Short-Term Investments / Assets (3)	12.11%	9.43%	28.87%	22.31%	#REF!
27. Total Shares, Deposits, and Borrowings / Earning Assets	102.78%	92.70%	92.39%	90.63%	#REF!
28. Reg Shares + Share Drafts/Total Shares and Borrowings	59.61%	59.07%	64.93%	68.99%	#REF!
29. Borrowings/ Total Shares and Net Worth (4)	0.00%	6.55%	0.00%	0.00%	#REF!
30. Estimated Loan Maturity in Months (1)	25.8	27.6	25.9	25.1	#REF!
<b>OTHER RATIOS</b>					
31. Market (Share) Growth (1)	1.59%	-8.81%	10.82%	11.53%	#REF!
32. Net Worth Growth (1)	8.53%	5.57%	7.50%	9.93%	#REF!
33. Loan Growth (1)	-3.30%	1.15%	-13.00%	-8.28%	#REF!
34. Asset Growth (1)	2.02%	-1.04%	3.60%	12.05%	#REF!
35. Investment Growth (1)	-19.16%	53.05%	69.00%	60.40%	#REF!

(1) Exam date ratios are annualized. (2) Prior year ratios are based on estimates. (3) This ratio relies on the maturity distribution of investments reported per 5300 instructions. Thus, the maturity distribution could be based on the repricing interval and not the actual maturity of the investment. The exam date ratio is calculated consistent with prior years. (4) For all years prior to 2000, net worth includes donated equity, which is not a regulatory component of net worth.

(5) Exam Date Ratio: Net Charge Offs is Net Charge Offs over the last 12 months.

**Statement of Financial Condition**

	Period Ending 12/31/01		Current Period Examination 09/30/02		Adjusted Balance	
		%		%		%
<b>ASSETS</b>						
Cash and Cash Equivalents						
Cash on Hand	3,641,395	2.38%	2,062,506	1.23%	2,062,506	1.23%
Cash on Deposit	39,842,514	26.00%	27,785,493	16.63%	27,785,493	16.63%
Cash Equivalents	0	0.00%	0	0.00%	0	0.00%
Investments:						
Trading	0		0		0	
Available for Sale	5,333,905		35,405,516		35,405,516	
Held to Maturity	0		0		0	
Non FAS 115	2,964,243		6,757,268		6,757,268	
Investments Net	8,298,148	5.42%	42,162,784	25.24%	42,162,784	25.24%
Loans Held For Sale	0	0.00%	0	0.00%	0	0.00%
Loans Receivable	98,041,498		91,950,294		91,950,294	
Less: Allowance for Loan Loss	(1,412,780)		(1,388,859)		(1,388,859)	
Loans Receivable, Net	96,628,718	63.07%	90,561,435	54.21%	90,561,435	54.21%
Other Real Estate Owned	0	0.00%	0	0.00%	0	0.00%
Fixed Assets Net of Depreciation	1,692,782	1.10%	1,424,161	0.85%	1,424,161	0.85%
NCUSIF Deposit	1,217,668	0.79%	1,254,334	0.75%	1,254,334	0.75%
Other Assets	1,890,362	1.23%	1,808,249	1.08%	1,808,249	1.08%
<b>Total Assets</b>	<b>153,211,587</b>		<b>167,058,962</b>		<b>167,058,962</b>	
<b>LIABILITIES</b>						
Borrowed Money & Interest Payable	0	0.00%	0	0.00%	0	0.00%
Dividends & Interest Payable	275,608	0.18%	194,558	0.12%	194,558	0.12%
Payables & Liabilities	1,051,552	0.69%	1,465,060	0.88%	1,465,060	0.88%
<b>Total Liabilities</b>	<b>1,327,160</b>		<b>1,659,618</b>		<b>1,659,618</b>	
<b>SHARES</b>						
Shares & Deposits	135,058,930	88.15%	146,734,483	87.83%	146,734,483	87.83%
<b>Total Shares</b>	<b>135,058,930</b>		<b>146,734,483</b>		<b>146,734,483</b>	
<b>MEMBERS' EQUITY</b>						
Regular Reserves	6,520,980	4.26%	6,520,980	3.90%	6,520,980	3.90%
Other Reserves	10,253,226	6.69%	10,922,421	6.54%	10,922,421	6.54%
Undivided Earnings	1,000	0.00%	1,000	0.00%	1,000	0.00%
Miscellaneous Equity	0	0.00%	0	0.00%	0	0.00%
Other Comprehensive Income	0	0.00%	0	0.00%	0	0.00%
Accumulated Unrealized Gains (Losses)						
on Available for Sale Securities	50,291	0.03%	640,835	0.38%	640,835	0.38%
Accumulated Unrealized Net Gains (Losses) on Cash Flow Hedges	0	0.00%	0	0.00%	0	0.00%
Current Earnings	0	0.00%	579,625	0.35%	579,625	0.35%
<b>Total Members' Equity</b>	<b>16,825,497</b>		<b>18,664,861</b>		<b>18,664,861</b>	
<b>Total Liabilities, Shares, and Members' Equity</b>	<b>153,211,587</b>		<b>167,058,962</b>		<b>167,058,962</b>	

**NOTES TO THE FINANCIAL STATEMENTS:**

1. The fair value of the Held to Maturity investment portfolio	\$	-
2. Total Unused Commitments are	\$	14,378,113
3. The total balance of Reverse Repurchases included in assets and liabilities is	\$	-

## Statement of Income

	For Period From:		Current Period		Adjusted:	
	01/01/2001	%	Examination	%	01/01/2002	%
	thru	Average	09/30/2002	Average	thru	Average
	12/31/2001	Assets		Assets	09/30/2002	Assets
<b><u>OPERATING INCOME:</u></b>						
Interest on Loans (Gross)	9,031,481	6.00%	5,662,082	4.71%	5,662,082	4.71%
Less: Interest Refunded	0	0.00%	0	0.00%	0	0.00%
Net Loan Income	9,031,481	6.00%	5,662,082	4.71%	5,662,082	4.71%
Income from Investments	1,199,705	0.80%	1,172,091	0.98%	1,172,091	0.98%
Inc. (Loss) from Trading Sec.	0	0.00%	0	0.00%	0	0.00%
<b>Total Interest Income</b>	<b>10,231,186</b>	<b>6.80%</b>	<b>6,834,173</b>	<b>5.69%</b>	<b>6,834,173</b>	<b>5.69%</b>
<b><u>INTEREST EXPENSE:</u></b>						
Dividends on Shares	4,550,861	3.02%	2,392,881	1.99%	2,392,881	1.99%
Interest on Borrowed Money	42,585	0.03%	157	0.00%	157	0.00%
Total Interest Expense	4,593,446	3.05%	2,393,038	1.99%	2,393,038	1.99%
Net Interest Income	5,637,740	3.74%	4,441,135	3.70%	4,441,135	3.70%
Provision for Loan & Lease Losses	1,275,000	0.85%	725,000	0.60%	725,000	0.60%
Interest Income After Provision for Loan & Lease Losses	4,362,740	2.90%	3,716,135	3.09%	3,716,135	3.09%
<b><u>NON-INTEREST INCOME:</u></b>						
Fee Income	3,965,162	2.63%	2,867,212	2.39%	2,867,212	2.39%
Other Operating Income	226,881	0.15%	178,813	0.15%	178,813	0.15%
Gain (Loss) on Investments (excluding trading accounts)	0	0.00%	31,000	0.03%	31,000	0.03%
Gain (Loss) on Disposition of Assets	0	0.00%	1,500	0.00%	1,500	0.00%
Other Non Operating Inc. (Expense)	0	0.00%	0	0.00%	0	0.00%
<b>Total Non-Interest Income</b>	<b>4,192,043</b>	<b>2.78%</b>	<b>3,078,525</b>	<b>2.56%</b>	<b>3,078,525</b>	<b>2.56%</b>
<b><u>NON-INTEREST EXPENSE:</u></b>						
Compensation & Benefits	3,570,865	2.37%	2,631,119	2.19%	2,631,119	2.19%
Travel & Conference	57,456	0.04%	47,913	0.04%	47,913	0.04%
Office Occupancy	597,630	0.40%	617,187	0.51%	617,187	0.51%
Office Operations	1,662,196	1.10%	1,052,920	0.88%	1,052,920	0.88%
Educational & Promotional	48,836	0.03%	80,548	0.07%	80,548	0.07%
Loan Servicing	156,097	0.10%	93,555	0.08%	93,555	0.08%
Professional & Outside Services	1,194,887	0.79%	910,460	0.76%	910,460	0.76%
Member Insurance	12,025	0.01%	10,940	0.01%	10,940	0.01%
Examination/Supervision Fees	35,300	0.02%	26,149	0.02%	26,149	0.02%
Miscellaneous Operating Expenses	72,767	0.05%	49,375	0.04%	49,375	0.04%
<b>Total Non-Interest Expenses</b>	<b>7,408,059</b>	<b>4.92%</b>	<b>5,520,166</b>	<b>4.60%</b>	<b>5,520,166</b>	<b>4.60%</b>
<b>Net Income(Loss)</b>	<b>1,146,724</b>	<b>0.76%</b>	<b>1,274,494</b>	<b>1.06%</b>	<b>1,274,494</b>	<b>1.06%</b>

**Statement of Income**

	For Period From:		Current Period		Adjusted:	
	01/01/2001	%	Examination	%	01/01/2002	%
	thru	Average		Average	thru	Average
	12/31/2001	Assets	09/30/2002	Assets	09/30/2002	Assets
<b>RESERVE TRANSFERS:</b>						
Less: Reserve Transfers	0	0.00%	0	0.00%	0	0.00%
<b>Net Income (Loss) After Reserve Transfer</b>	<u>1,146,724</u>	<u>0.76%</u>	<u>1,274,494</u>	<u>1.06%</u>	<u>1,274,494</u>	<u>1.06%</u>

**NOTES TO THE FINANCIAL STATEMENTS:**

	June 2001		June 2002		December 2002		June 2003	
	Amount	% CHG	Amount	% CHG	Amount	% CHG	Amount	% CHG
<b>ASSETS:</b>								
Cash & Equivalents	36,597,019	271.6	43,483,909	18.8	36,363,567	-16.4	31,336,857	3.3
Trading Securities	0	-79.0	5,333,905	74.6	28,969,649	443.1	47,600,668	36.4
Available for Sale Securities	0	-58.3	2,964,243	20.3	6,746,103	127.6	4,236,500	-42.4
Held-to-Maturity Securities	0		0		0		0	
All Other Investments 11	2,463,304		N/A		0		0	
Loans Held for Sale	N/A		30,871,070	-4.0	30,691,989	-0.6	29,416,876	0.2
Real Estate Loans	32,153,965	6.0	13,315,366	-6.1	12,999,173	-6.9	11,352,179	-5.7
Unsecured Loans	14,177,710	-19.2	53,855,062	-10.1	48,720,199	-9.5	50,371,618	6.3
Other Loans 12	59,910,511	-7.6	N/A		N/A		N/A	
All Other Loans 13	0	-5.7	98,041,498	-7.7	91,811,341	-6.4	91,140,873	2.7
TOTAL LOANS	106,242,166	-10.6	1,472,780	-0.2	1,393,507	-1.4	1,283,743	-6.7
(Allow. Ln & Lease Losses)	1,415,435	-1.7	498,331	-1.8	489,451	-1.8	471,992	-1.8
Land And Building	507,210	-12.1	1,194,451	-8.9	1,004,176	-15.9	870,083	-13.4
Other Fixed Assets	1,311,093	-5.2	1,217,668	8.2	1,254,334	3.0	1,311,937	-1.5
NCUSIF Deposit	1,125,251	-44.4	1,890,362	4.8	1,712,607	-9.4	3,411,798	107.9
All Other Assets	1,804,437	2.6	153,211,587	1.0	166,957,721	9.0	179,083,172	9.0
TOTAL ASSETS	151,689,339	-1.8	275,608	-4.1	215,544	-21.8	177,296	-41.7
<b>LIABILITIES &amp; CAPITAL:</b>								
Dividends Payable	287,251	0	1,051,552	-22.7	1,366,340	29.9	1,418,340	37.0
Notes & Int. Payable	0		0		0		0	
Accts. Pay. & Other Liab.	1,360,577	12.8	0		0		0	
Uninsured Sec. Capital	0	-84.3	1,327,160	-19.5	1,581,884	19.2	1,212,274	-23.4
TOTAL LIABILITIES	1,647,828	13.8	24,039,029	-2.9	24,035,047	0.0	24,818,201	14.9
Share Drafts	24,758,750	11.7	63,649,292	2.6	76,934,878	20.9	93,865,075	19.9
Regular shares	62,040,369	5.5	47,370,609	0.7	46,750,381	-1.3	38,394,379	-12.7
All Other Shares & Dep.	47,032,731	9.8	135,058,930	0.9	147,720,306	9.4	157,077,655	9.2
Total Shares & Deposits	133,831,850	0.0	6,520,980	0.0	6,520,980	0.0	6,520,980	0.0
Regular Reserve	6,520,980	4.3	10,303,517	9.8	10,691,604	3.8	13,293,741	4.5
Other Reserves	9,385,932	30,174.9	1,000	-99.7	442,947	44,194.7	669,164	66,816.4
Undivided Earnings	302,749	4.5	16,825,497	3.8	17,855,531	4.9	20,483,885	6.4
TOTAL EQUITY	16,209,661	2.6	153,211,587	1.0	166,957,721	9.0	179,083,172	9.0
TOTAL LIAB. & EQUITY	151,689,339	-6.0	9,031,481	-2.6	7,628,366	-15.5	6,630,204	-12.0
<b>INCOME &amp; EXPENSE</b>								
Loan Income*	9,276,270	3.9	1,199,705	-6.2	1,403,940	17.0	1,706,990	9.0
Investment Income*	1,278,688	3.1	4,192,043	2.3	3,946,532	-5.9	4,262,952	3.3
Other Income*	4,097,346	2.6	3,549,584	0.7	3,549,584	-0.6	3,375,292	-4.0
Salaries & Benefits*	3,546,130	-2.5	3,837,194	0.5	3,856,596	0.5	3,776,994	-2.1
Total Other Oper. Exp.*	3,818,726	-14.1	1,275,000	-5.6	850,000	-33.3	560,000	-45.4
Non-Oper. Income & (Exp)*	0	-3.0	4,593,446	-4.1	3,332,920	-27.4	2,303,690	-24.5
Prov for Loan/Lease Losses*	1,350,000	-3.7	1,146,724	-0.1	1,389,738	21.2	2,584,170	43.3
Cost of Funds*	4,769,008							
Net Income*	1,148,440							

1/ Information not collected prior to 2002. 2/ Other Loans to Members prior to 2002. 3/ All Other Loans eliminated in 2002.  
 \* Annualization factor: March = 4; June = 2; September = 4/3; December = 1 (or no annualizing)  
 # Means the number is too large to display in the cell

Region / SE / Dist. : 3 / F / 5

**CAPITAL ADEQUACY**

	Jun-01	Dec-01	Jun-02	Dec-02	Jun-03	PEER AVG.	PEER +/-
*Net Worth/Total Assets	10.68	10.94	10.44	11.29	11.08	10.51	0.57
Total Delinquent Loans / NetWorth	8.99	8.88	5.44	2.92	1.63	4.04	-2.41
Solvency Evaluation (Estimated)	112.11	112.46	111.95	113.38	113.04	112.21	0.83
Classified Assets (Estimated) / NetWorth	8.74	8.42	7.99	7.41	6.47	4.25	2.22

**ASSET QUALITY**

*Delinquent Loans / Total Loans	1.37	1.52	1.03	0.61	0.36	0.70	-0.35
*Net Charge-Offs / Average Loans	1.54	1.37	1.17	1.26	0.83	0.52	0.31
Fair(Market)HTM Invest Value/Book Value HTM Invest.	0.00	0.00	0.00	0.00	0.00	101.62	-101.62
Accum Unreal G/L On AFS/Cost Of AFS	0.24	0.95	0.73	2.02	1.36	0.51	0.85
Delinquent Loans / Assets	0.96	0.97	0.57	0.33	0.18	0.40	-0.22

**EARNINGS**

*Return On Average Assets	0.77	0.76	0.87	1.14	1.51	1.04	0.47
Gross Income/Average Assets	9.78	9.58	8.11	8.33	7.34	6.33	1.00
Yield on Average Loans	8.47	8.57	8.04	8.06	7.37	7.12	0.26
Yield on Average Investments	3.77	3.13	2.40	2.67	2.27	2.61	-0.34
Cost Of Funds / Avg. Assets	3.20	3.05	2.08	1.92	1.34	1.71	-0.36
Net Margin / Avg. Assets	6.58	6.53	6.03	6.41	6.00	4.63	1.37
Operating Exp./ Avg. Assets	4.92	4.92	4.63	4.65	4.17	3.39	0.78
Provision For Loan & Lease Losses / Average Assets	0.90	0.85	0.53	0.65	0.33	0.27	0.06
Net Interest Margin/Avg. Assets	3.85	3.74	3.56	3.81	3.51	3.50	0.01
Operating Exp./Gross Income	50.26	51.36	57.06	55.78	56.76	53.10	3.66
Fixed Assets & OREOS / Total Assets	1.20	1.10	0.89	0.82	0.74	2.05	-1.31
Net Operating Exp. /Avg. Assets	2.34	2.29	2.31	2.21	1.87	2.61	-0.74

**ASSET / LIABILITY MANAGEMENT**

Net Long-Term Assets / Total Assets	19.78	19.39	22.64	15.12	23.80	25.56	-1.77
Reg. Shares / Total Shares. & Borrowings	46.36	47.13	52.08	54.40	59.76	38.05	21.71
Total Loans / Total Shares	79.38	72.59	62.15	61.70	58.02	66.26	-8.24
Total Loans / Total Assets	70.04	63.99	54.99	54.02	50.89	58.28	-7.37
Cash + Short-Term Investments / Assets	24.56	28.87	25.03	25.25	25.36	20.41	4.95
Total Shares, Dep. & Borr / Earning Assets	91.94	92.39	91.90	91.09	91.22	93.09	-1.87
Reg Shares + Share Drafts / Total Shares & Borr	64.86	64.93	68.35	69.41	75.56	50.87	24.68
Borrowings / Total Shares & Net Worth	0.00	0.00	0.00	0.00	0.00	0.61	-0.61

**PRODUCTIVITY**

Members / Potential Members	50.90	51.25	50.99	50.26	70.31	42.13	28.19
Borrowers / Members	40.10	37.10	33.62	32.55	31.15	49.43	-18.28
Members / Full-Time Empl.	523	532	583	542	545	401	144
Avg. Shares Per Member	\$ 2,739 \$	\$ 2,745 \$	\$ 3,018 \$	\$ 2,982 \$	\$ 3,238	\$ 7,405	\$ -4,168
Avg. Loan Balance	\$ 5,423 \$	\$ 5,371 \$	\$ 5,579 \$	\$ 5,652 \$	\$ 6,031	\$ 9,760	\$ -3,730
Salary And Benefits / Full-Time Empl.	\$ 37,927 \$	\$ 38,604 \$	\$ 42,257 \$	\$ 39,503 \$	\$ 37,925	\$ 44,363	\$ -6,438

**OTHER RATIOS**

Net Worth Growth	7.66	7.50	7.98	10.60	13.93	10.55	3.37
Market (Share) Growth	19.63	10.82	18.75	6.51	18.38	16.32	2.05
Loan Growth	-11.45	-13.00	-12.71	-9.46	5.35	4.78	0.57
Asset Growth	5.14	3.60	17.94	7.25	17.97	16.04	1.94
Investment Growth	76.14	69.00	86.37	43.66	34.41	43.81	-9.40

\* One Of The Four Key Camel Ratios

Quartermly Financial Performance Report -- December 2002

Financial History  
 Charter/Certificats 24421  
 No. Of Credit Unions in Peer Group: 459

Asset Range : 100,000,000 - 500,000,000

Region / SE / Dist. : 3 / F / 5

Credit Union: UNIVERSITY  
 Peer Group: 5

	December 1999			December 2000			December 2001			December 2002		
	Amount	% CHG		Amount	% CHG		Amount	% CHG		Amount	% CHG	
<b>ASSETS:</b>												
Cash & Equivalents	4,959,909	-18.8		15,409,274	210.7		9,848,543	-36.1		43,483,909	341.5	
Trading Securities	0			0			0			0		
Available for Sale Securities	5,583,502	48.1		15,098,162	170.4		14,577,852	-3.4		5,333,905	-63.4	
Held-to-Maturity Securities	4,699,923	-39.5		0	-100.0		0			0		
All Other Invest.	12,739,008	52.3		3,513,724	-72.4	N/A	5,912,585	68.3	N/A	2,964,243	-49.9	
Loans Held for Sale	N/A			N/A			N/A			N/A		
Real Estate Loans	21,541,000	12.6		24,917,388	15.7		30,331,693	21.7		30,871,070	1.8	
Unsecured Loans	19,610,188	1.5		18,496,012	-5.7		17,538,207	-5.2		13,315,366	-24.1	
Other Loans 11	74,063,846	12.9		68,001,208	-8.2		64,824,467	-4.7		53,855,062	-16.9	
All Other Loans 12	0			0			0			0		
<b>TOTAL LOANS</b>	<b>115,215,119</b>	<b>10.7</b>		<b>111,414,606</b>	<b>-3.3</b>		<b>112,694,367</b>	<b>1.1</b>		<b>98,041,498</b>	<b>-13.0</b>	
(Allow. Ln & Lease Losses)	(1,259,088)	9.9		(906,977)	-28.0		(1,583,956)	74.6		(1,412,780)	-10.8	
Land And Building	551,592	14.0		533,849	-3.2		516,090	-3.3		498,331	-3.4	
Other Fixed Assets	1,238,589	3.6		1,306,135	5.5		1,491,248	14.2		1,194,451	-19.9	
NCUSIF Deposit	1,100,985	9.9		1,210,432	9.9		1,186,500	-2.0		1,217,668	2.6	
All Other Assets	1,639,518	-27.1		1,854,510	13.1		3,243,005	74.9		1,890,362	-41.7	
<b>TOTAL ASSETS</b>	<b>146,469,067</b>	<b>9.4</b>		<b>149,433,717</b>	<b>2.0</b>		<b>147,886,234</b>	<b>-1.0</b>		<b>153,211,587</b>	<b>3.6</b>	
<b>LIABILITIES &amp; CAPITAL:</b>												
Dividends Payable	342,608	10.5		292,537	-14.6		292,428	0.0		275,608	-5.8	
Notes & Int. Payable	0			0			9,000,000	0		0	-100.0	
Accts. Pay. & Other Liab.	972,494	-7.0		1,109,673	14.1		1,206,564	8.7		1,051,552	-12.8	
Uninsured Sec. Capital	0			0			0			0		
<b>TOTAL LIABILITIES</b>	<b>1,315,102</b>	<b>-3.0</b>		<b>1,402,210</b>	<b>6.6</b>		<b>10,498,992</b>	<b>648.7</b>		<b>1,327,160</b>	<b>-87.4</b>	
Share Drafts	20,663,686	2.5		20,330,932	-1.6		21,749,985	7.0		24,039,029	10.5	
Regular Shares	54,635,271	8.7		59,334,878	8.6		55,554,721	-6.4		63,649,282	14.6	
All Other Shares & Dep.	56,252,947	14.1		53,975,361	-4.0		44,564,261	-17.4		47,370,609	6.3	
Total Shares & Deposits	131,551,904	9.9		133,641,171	1.6		121,668,967	-8.8		135,058,930	10.8	
Regular Reserve	6,520,980	44.2		6,763,239	3.7		6,520,980	-3.6		6,520,980	0.0	
Other Reserves	7,080,081	-14.2		7,626,097	7.7		8,996,295	18.0		10,303,517	14.5	
Undivided Earnings	1,000	0.0		1,000	0.0		1,000	0.0		1,000	0.0	
<b>TOTAL EQUITY</b>	<b>13,602,061</b>	<b>6.5</b>		<b>14,390,336</b>	<b>5.8</b>		<b>15,518,275</b>	<b>7.8</b>		<b>16,825,497</b>	<b>8.4</b>	
<b>TOTAL LIAB. &amp; EQUITY</b>	<b>146,469,067</b>	<b>9.4</b>		<b>149,433,717</b>	<b>2.0</b>		<b>147,886,234</b>	<b>-1.0</b>		<b>153,211,587</b>	<b>3.6</b>	
<b>INCOME &amp; EXPENSE</b>												
Loan Income	10,494,096	11.5		10,230,203	-2.5		9,869,845	-3.5		9,031,481	-8.5	
Investment Income	1,085,340	3.2		1,343,441	23.8		1,230,616	-8.4		1,199,705	-2.5	
Other Income	3,186,152	21.5		3,566,853	11.9		3,973,718	11.4		4,192,043	5.5	
Salaries & Benefits	3,448,732	15.7		3,576,866	3.7		3,455,794	-3.4		3,570,865	3.3	
Total Other Oper. Exp.	3,499,182	6.7		3,776,135	7.9		3,916,678	3.7		3,837,194	-2.0	
Non-Oper. Income & (Exp)	8,972			125	-98.6		365	192.0		0	-100.0	
Prov for Loan/Lease Losses	1,250,000	-7.4		1,500,000	20.0		1,572,000	4.8		1,275,000	-18.9	
Cost of Funds	5,294,428	14.5		5,149,235	-2.7		4,937,521	-4.1		4,593,446	-7.0	
Net Income	1,282,218	50.3		1,138,386	-11.2		1,192,551	4.8		1,146,724	-3.8	
†/Previously Other Loans to Members Prior to 2002 ‡/All Other Loans eliminated in 2002 * Means the number is too large to display in the cell												

Region / SE / Dist. : 3 / F / 5

	December 2002			
	Dec-98	Dec-99	Dec-00	Dec-02
<b>CAPITAL ADEQUACY</b>				
*Net Worth/Total Assets**	9.30	9.89	10.55	10.95
Total Delinquent Loans / NetWorth**	25.71	15.68	12.96	8.88
Solvency Evaluation (Estimated)	110.34	110.77	112.73	112.46
Classified Assets (Estimated) / NetWorth**	9.24	6.14	10.15	7.41
<b>ASSET QUALITY</b>				
*Delinquent Loans / Total Loans	3.04	2.08	1.79	1.52
*Net Charge-Offs / Average Loans	1.60	1.63	1.10	1.37
Fair(Market)HTM Invest.Value/Book Value HTM Invest.	99.96	0.00	0.00	0.00
Accum Unreal G/L On AFS/Cost Of AFS	-0.31	-2.52	-0.59	0.95
Delinquent Loans / Assets	2.39	1.55	1.37	0.97
<b>EARNINGS</b>				
*Return On Average Assets	0.91	0.77	0.80	0.76
Gross Income/Average Assets	10.53	10.23	10.14	9.58
Yield on Average Loans	9.57	9.03	8.81	8.57
Yield on Average Investments	4.82	6.29	5.23	3.13
Cost Of Funds / Avg. Assets	3.78	3.48	3.32	3.05
Net Margin / Avg. Assets	6.76	6.75	6.82	6.53
Operating Exp./ Avg. Assets	4.96	4.97	4.96	4.92
Provision For Loan & Lease Losses / Average Assets	0.89	1.01	1.06	0.85
Net Interest Margin/Avg. Assets	4.48	4.34	4.15	3.74
Operating Exp./Gross Income	47.05	48.57	48.91	51.36
Fixed Assets & OREOS / Total Assets	1.22	1.23	1.36	1.10
Net Operating Exp. /Avg. Assets	2.83	2.71	2.45	2.29
<b>ASSET / LIABILITY MANAGEMENT</b>				
Net Long-Term Assets / Total Assets	18.06	25.29	25.09	19.39
Reg. Shares / Total Shares. & Borrowings	41.53	44.40	42.45	47.13
Total Loans / Total Shares	87.58	83.37	92.47	72.59
Total Loans / Total Assets	78.66	74.56	76.20	63.99
Cash + Short-Term Investments / Assets	14.05	12.11	9.43	28.87
Total Shares, Dep. & Borr. / Earning Assets	94.41	102.78	92.70	92.39
Reg Shares + Share Drafts / Total Shares & Borr	57.24	59.61	59.07	64.93
Borrowings / Total Shares & Net Worth**	0.00	0.00	6.55	0.00
<b>PRODUCTIVITY</b>				
Members / Potential Members	49.74	51.49	52.10	51.25
Borrowers / Members	51.21	44.89	41.47	37.10
Members / Full-Time Empl.	508	504	529	532
Avg. Shares Per Member	\$ 2,755	\$ 2,704	\$ 2,437	\$ 2,745
Avg. Loan Balance	\$ 4,711	\$ 5,021	\$ 5,434	\$ 5,371
Salary And Benefits / Full-Time Empl.	\$ 36,689	\$ 36,499	\$ 36,569	\$ 38,604
<b>OTHER RATIOS</b>				
Net Worth Growth	6.36	8.53	5.57	7.50
Market (Share) Growth	9.87	1.59	-8.81	10.82
Loan Growth	10.71	-3.30	1.15	-13.00
Asset Growth	9.41	2.02	-1.04	3.60
Investment Growth	15.67	-19.16	53.05	69.00

\* One Of The Four Key Camel Ratios

\*\* Net Worth Estimated Prior to Dec-00. Calculated Using Quarter End Total Assets.

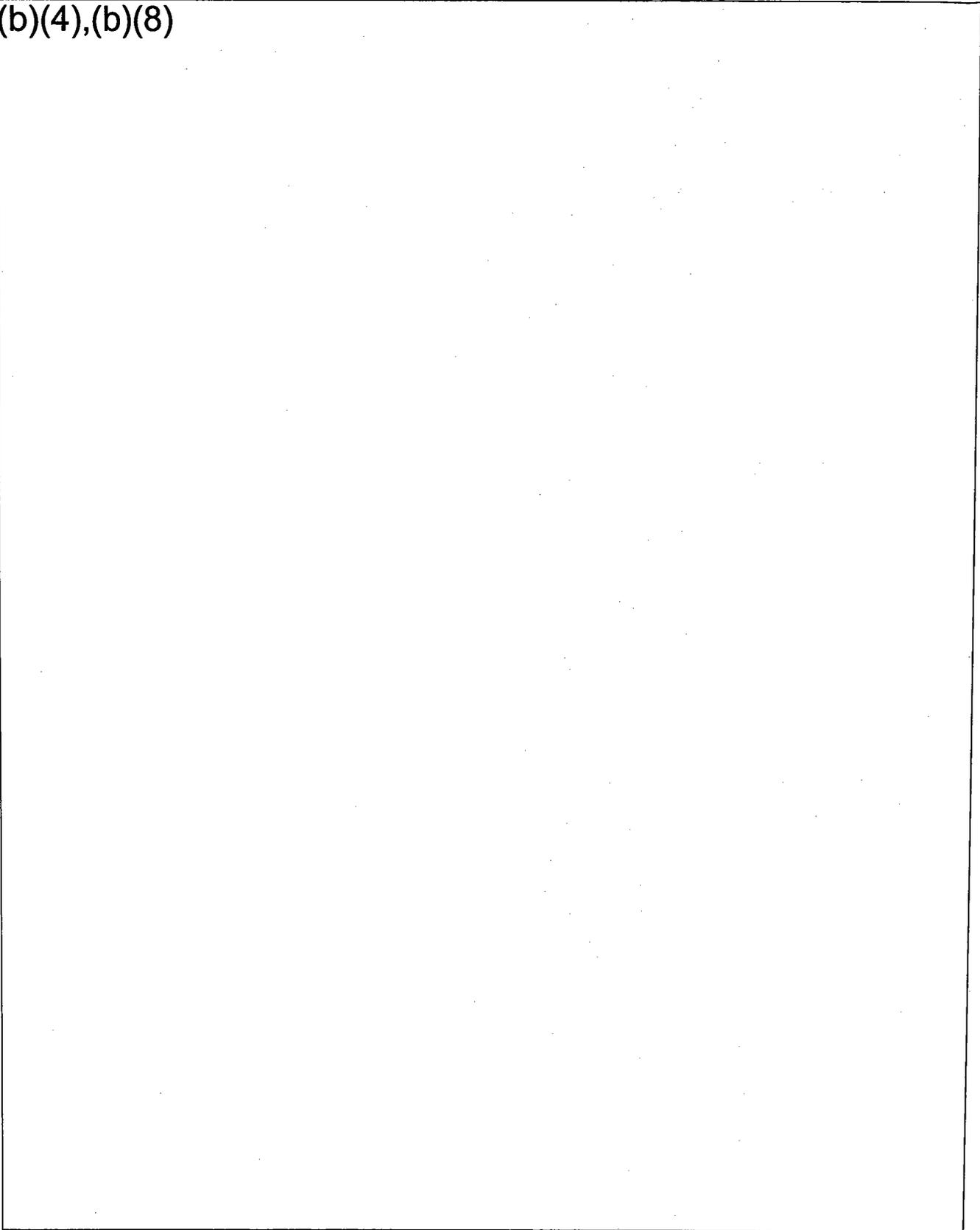
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