



ANNUAL REPORT 2013

The place to belong; the place to bank.



APRIL 9TH, 2014 - AGENDA

- Greetings/Introductions
- Guest Speaker - Greg Maychak, City of Hamilton, Manager Pan Am Initiatives

Business Meeting Agenda

- Call to Order and Registration Report
- Adoption of the Agenda
- Minutes of the Seventy-Eighth Annual Meeting
- Business Arising from the Minutes
- Report to the Members
- Election of Officers*
- Report of the Executive Vice President & Chief Financial Officer

- Report of the Loans Officer
- Report of the Audit and Risk Committee (includes Auditor's Report and Appointment of Auditors)
- Report of the Good Samaritan Club
- Report of the President & Chief Executive Officer
- New Business
- Special Presentations
- Adjournment
- Draw Prizes
- Buffet and Refreshments

* *Note: Election of Officers, including balloting if necessary, will commence immediately following the Report to the Members and will continue in between reports.*

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OUR VISION

The place to belong; the place to bank.

OUR MISSION

To provide the best care of our members' financial needs.



Board of Directors (L to R)

Back Row: Kevin Beattie, James Cardwell, Frank Venturelli, Michael Kay **Front Row:** Vince Paglia, Laurie Muzak-McComb, Sonia Browne, Ross Holland & Ken Cole



Senior Management Team (L to R)

Jenn Vandehaar, Charlie Collura, Laurie Ryan-Hill, Margaret Bayr & Douglas Mann

OUR VALUES

Co-operative

We believe in the promotion and realization of internationally accepted co-operative principles.

Family

We believe our credit union is a family: members, staff and volunteers.

Member for Life

We believe in lifelong relationships with our members.

Focusing on the Member

We believe that each member is a valued individual and will be treated with respect.

Inspiring Culture

We believe in an inspiring culture that values and respects our people and their contributions.

Integrity and Stewardship

We believe in long term financial stability, being accountable and acting ethically in all that we do.

Collaboration

We believe in partnering and collaborating within our member and credit union communities.

REPORT TO THE MEMBERS OF HMECU

On behalf of the Board of Directors of Healthcare and Municipal Employees' Credit Union I am pleased to report to our members on another successful year of operations. This evening marks our credit union's 79th Annual General Meeting. I have stated this fact in the last few reports I've delivered and I believe it continues to be worthy of mention and that is; your credit union holds the proud distinction of being the oldest credit union still operating under its original Ontario League Charter.

In our fiscal year ended Dec. 31st 2013 our assets grew to just over \$164M, with loans to members increasing by 5.87%. Our deposit portfolio grew to just over \$151M and income before taxes was \$469,385. This strong bottom line performance allowed us to move an additional \$400,000 to our reserves and helped us maintain a comfortable capital position of 6.6% of total assets representing just over \$10.9M. Despite the continued downward pressures on our interest margins due to the on-going low interest rate environment and increasing operating costs, we were able to generate above budget profit again this year. That success is the direct result of our dedicated team of management, staff and volunteers that we are fortunate to have working with us as well as the business loyalty of our members.

Our Chief Financial Officer and our Auditors will provide you with more details about our financial performance for the year ended 2013 in their respective reports later in the program.

2013 was the first year of the Board's current 3 year strategic plan which was developed in the fall of 2012. The 4 overarching goals developed and approved by the Board which will act as the pillars that support our business planning during this time are as follows:

1. Members - Maximize the number of people in our bond who trust us with life-long relationships in caring for their financial needs and who will introduce us to their families.
2. Employees - Empower and support our employees to reach their maximum potential, focusing on the member and the strategic goals of the credit union.

3. Operations - Easy and efficient processes and systems for our members and employees to use that maximize our productivity.
4. Financial - Our credit union achieves sound financial results which ensure a solid financial position for now and in the future.

We are pleased to report that 2013 saw a number of strategic achievements for the credit union, not the least of which was the much anticipated selection and transition to our new banking system. The very successful and virtually seamless conversion to the Universa Banking system took place on Nov. 2nd. It was the culmination of approximately 18 months of searching the market place and evaluating our needs and options; and then once the decision was made, a further 8 months of planning, training, testing and finally execution. It was a significant investment in credit union resources including staff time, effort and money. The Board is very pleased with the results and excited about the new products and services already launched, thanks to the new system and equally excited about the new technology that we'll be able to take advantage of going forward. The new system opens many doors for us, which will translate into new and improved products and services for our members. The CEO will have more about this in his report.

In addition to the new banking system, our top priorities in 2013 were to promote and deepen our commitment to the employer groups we serve, collaborate with like-minded credit unions to find mutual benefits and cost savings in our operations, and on the Board side, sharpen our focus on risk management oversight and generally to continue to evolve as a Board both collectively and individually as Directors.

On the governance front, the Board continued its focus on the balance between growth, financial success and maintaining the high level of quality personal service our members expect from us. In 2013, we also placed considerable effort into governance practices. The knowledge, experience and skill of each Director and the Board as a whole are important elements

in the success and viability of the credit union. It is important that we have appropriate competencies to effectively fulfill our responsibilities to the credit union and its members. We refined our Board self assessment process, approved a training and development program for the Board as a whole and for individual Directors. We assessed the performance of individual Directors and each Director participated in a mandatory assessment and training development session with an outside consultant. In addition, each Board member completed annual mandatory privacy and anti-money laundering training. The Board also actively participated in credit union system initiatives, contributing insight and feedback to changes proposed in the national and provincial credit union systems.

In the very important area of risk management oversight, the Board in 2013 guided the roll out of our new Enterprise Risk Management framework and process. The goals of ERM for the credit union are primarily to ensure that significant current and emerging risks and opportunities are identified and understood and that appropriate and prudent risk management systems to manage these risks are developed and effectively implemented. The Board, through the Audit and Risk Committee conduct regular reviews to evaluate the effectiveness of risk mitigation measures used by management and reports are produced on a regular basis regarding the adherence to our ERM policies.

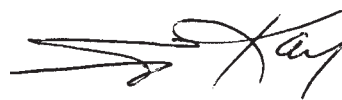
The credit union performed well this year. We experienced a reasonable level of growth and generated the income we needed to capitalize that growth. We maintained sufficient profitability to provide for future sustainability. And we continued to receive significant positive feedback from members about our products, services and the personal care they receive from our outstanding staff.

Another area that we are once again pleased to report on is our involvement in the community. Board and staff are committed to ensuring HMECU continues to be a strong community supporter and corporate citizen. Our staff is encouraged to become involved in community fundraising

and volunteering efforts both at the branch level and on a personal level. I am proud to report that through staff, member and corporate giving the credit union donated in excess of \$42,500 to various charities in 2013. You will find a list of the organizations we supported in your report.

Before closing my report I'd like to acknowledge our employer groups. Most of our members as you know either work in or are retired from the healthcare or municipal government sectors. Our credit union exists today because of the strong support we receive from the leadership of these organizations. Hamilton Health Sciences and St. Josephs Hospital Healthcare Systems as well as the municipal governments in Hamilton, Burlington and Brantford including Fire, Police and EMS associations are all supporters of the cooperative financial services we offer their staff and members and we are extremely grateful for that continued support.

On behalf of the Board, I want to thank our President and CEO, Charlie Collura, his executive and management team and all our employees for another great year. It is through their extraordinary efforts that HMECU continues to truly make good things happen for our credit union and especially our members.



Michael P. Kay, Board Chair



Charlie Collura, President and Chief Executive Officer

REPORT OF THE LOANS OFFICER

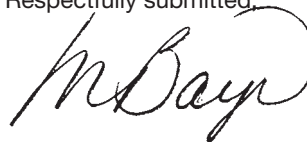
As at December 31	2013	2012
Outstandings		
Residential Mortgages	\$ 75,228,250	\$ 70,556,908
MeritLines	43,861,182	44,859,619
Personal Loans	13,565,846	11,857,609
Line of Credits	3,501,823	3,347,259
Commercial Syndication Loans	5,182,787	2,875,200
Authorized Limits Approved		
Meritlines	9,166,655	10,137,294
Lines of Credit	1,058,510	495,495
Mortgages		
Applications	76	72
Declined	0	0
Disbursements	12,052,205	11,033,498
Personal Loans		
Applications	866	735
Declined	20	32
Disbursements	8,995,898	7,020,848
Specific Allowance For Impaired Loans		
Mortgages/Loans/Lines of Credit in excess of 90 days	192,074	161,957

Over the past year, our Credit Union's Mortgage and Meritline Portfolio grew by over \$3.6 million collectively. Personal Loans grew by \$1.7 million which is a significant increase over prior years. Commercial Syndication Loans continue to experience steady but moderate growth and grew by \$2.3 million by year end.

As of December 31, 2013 the Credit Union's allowance for doubtful loans was \$192,074. This amount represents less than one quarter of 1% of our total outstanding loan and mortgages and continues to be well below industry standards.

Your Credit Union's Lending Department remains committed to providing the best care of our members financial needs by offering a wide range of competitively priced credit products, while providing exceptional member service.

Respectfully submitted,



Margaret Bayr, Vice President, Lending

2013 AUDIT AND RISK COMMITTEE REPORT

The Audit and Risk Committee has received and reviewed the Audited Financial Statements for the year ending December 31, 2013 from our auditors. Once again our auditors have expressed an opinion that the financial statements present fairly the financial position and results from operations of the Credit Union and are free of material misstatement. In addition, the auditors, through their Management Letters, have indicated that their examination has not raised any significant concerns with our procedures or internal controls.

The Audit and Risk Committee is pleased to report that we have met the directives of the Credit Union Caisse Populaires Act and the Regulations. The Committee held 5 meetings during 2013 and has undertaken the following significant activities:

- Reviewed and made recommendations to the Board of Directors regarding the annual external audit engagement letter, scope and plan of the audit and the audit management letters.
- Oversaw the internal audit function by reviewing reports from the internal auditor and evaluating the effectiveness of the internal audit functions.
- Ensured the implementation of the recommendations made by the 2012 CRIMS' Compliance Audit and CRIMS' review of the Credit Union's Anti Money Laundering and Terrorist Financing policies and procedures.
- Ensured the implementation of the recommendations received from DICO on site verification conducted in June 2013.

- Ensured that an effective risk management and control framework has been implemented in our Credit Union through the development of an ERM Committee. The Audit and Risk Committee members received a thorough education of the methodology used to develop risk tolerance and appetite limits. The Audit and Risk Committee reviewed quarterly reports from the ERM Committee to ensure compliance with approved tolerance and appetite levels and Board policy.
- Along with the full Board of Directors, oversaw the purchase and implementation of the new banking system.

The Audit and Risk Committee is satisfied that the Credit Union's procedures, policies and internal controls are sufficient and continue to protect the operations of the Credit Union.

Thank you to the staff and management for their support and co-operation during this past year.

Respectfully submitted,



Sonia Browne, Chair
Vince Paglia, Vice Chair
James Cardwell, Director
Ross Holland, Director

FINANCIAL REPORTING RESPONSIBILITIES

The financial information contained in this report is a condensed version of the financial statements. The detailed financial statements are available to our members upon request at the AGM or at any of our branches.

Management is responsible for the preparation, presentation and consistency of the accompanying financial statements and other information contained in this Annual Report.

The financial statements have been prepared in accordance with International Financial Reporting Standards and have been audited by the firm of Millard, Rouse and Rosebrugh LLP, Chartered Accountants. These auditors, appointed by the members, audit our financial statements in accordance with Canadian generally accepted auditing standards. The auditors have free and independent access to the Audit and Risk Committee and meet with the Committee and with management to consider matters relating to financial statement presentation, internal controls and audit procedures.

Management maintains the necessary system of internal controls to provide reasonable assurance that transactions are authorized, assets safeguarded and proper records maintained.

This system of internal controls provides reasonable assurance that financial records are reliable and are a proper basis for preparation of the financial statements. The Audit and Risk Committee and the Board of Directors, in carrying out their responsibility, have reviewed and approved the financial statements.

The Audit and Risk Committee of the Board of Directors meets at least quarterly with management to review matters relating to the quality of financial reporting and internal accounting controls and the nature, extent and results of the audits. In addition, this Committee recommends the appointment of external auditors.

The Board of Directors oversees management's performance of its financial reporting responsibilities and meets regularly to approve the financial statements and other financial information.

The Deposit Insurance Corporation of Ontario (DICO) conducts a periodic examination and inquiry into the affairs of the Credit Union to ensure compliance with DICO and the Credit Union by-laws and the provisions of the Credit Unions and Caisses Populaires Act, 1994 under which the Credit Union is chartered and regulated.



**Charlie Collura,
President and Chief Executive Officer**



**Douglas Mann C.A.,
Executive Vice President and Chief
Financial Officer**

INDEPENDENT AUDITORS' REPORT

To the Members of Hamilton Municipal Employees' Credit Union Limited

The accompanying summary financial statements, which comprise the summary statement of financial position as at December 31, 2013, the summary statement of comprehensive income, and summary statement of changes in members' equity for the year then ended, are derived from the audited financial statements of Hamilton Municipal Employees' Credit Union Limited for the year ended December 31, 2013. We expressed an unmodified audit opinion on those financial statements in our report dated February 20, 2014. Those financial statements, and the summary financial statements, do not reflect the effects of events that occurred subsequent to the date of our report on those financial statements.

The summary financial statements do not contain all the disclosures required by International Financial Reporting Standards. Reading the summary financial statements, therefore, is not a substitute for reading the audited financial statements of Hamilton Municipal Employees' Credit Union Limited.

Management's Responsibility for the Summary Financial Statements

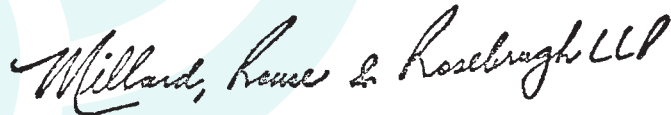
Management is responsible for the preparation of a summary of the audited financial statements in accordance with its criteria to highlight the major areas of credit union activity, investments, member loans, member deposits and members' equity.

Auditors' Responsibility

Our responsibility is to express an opinion on the summary financial statements based on our procedures, which were conducted in accordance with Canadian Auditing Standards (CAS) 810, "Engagements to Report on Summary Financial Statements."

Opinion

In our opinion, the summary financial statements derived from the audited financial statements of Hamilton Municipal Employees' Credit Union Limited for the year ended December 31, 2013 are a fair summary of those financial statements, in accordance with management's criteria.



Millard, Rouse & Rosebrugh LLP


CHARTERED ACCOUNTANTS

Licensed Public Accountants

February 26, 2014

SUMMARY STATEMENT OF FINANCIAL POSITION

As at December 31	2013	2012
ASSETS		
Current Assets	3,112,026	5,368,629
Loans to Members	141,378,072	133,527,011
Investments	16,744,698	17,916,599
Property, Plant and Equipment	2,743,204	2,587,277
Intangible Assets	357,828	-
	164,335,828	159,399,516
LIABILITIES		
Current Liabilities	2,033,209	1,842,209
Members' Deposits and Share Capital	152,393,030	147,997,342
Future Income Taxes	64,032	45,484
	154,490,271	149,885,035
MEMBERS' EQUITY		
Undivided Earnings	213,821	217,458
Accumulated Other Comprehensive Income	31,736	97,023
Reserves	9,600,000	9,200,000
	9,845,557	9,514,481
	164,335,828	159,399,516



Michael P. Kay, Board Chair



Ross Holland, Secretary

SUMMARY STATEMENT OF COMPREHENSIVE INCOME

For the year ended December 31	2013	2012
Interest Revenue	6,367,861	6,437,644
Interest Expense	1,668,616	1,852,416
Interest Margin	4,699,245	4,585,228
Other Income	1,705,089	1,577,994
Income Before Operating Expenses	6,404,334	6,163,222
Operating Expenses		
Employee Salaries and Benefits	3,287,884	3,183,538
Other Operating Expenses	2,647,065	2,509,114
	5,934,949	5,692,652
Operating Income	469,385	470,570
Current and Future Income Taxes	73,022	73,685
Net Income	396,363	396,885

OTHER COMPREHENSIVE INCOME (LOSS)

Change in unrealized gains / (losses) on derivative instruments designated as cash flow hedges	(77,263)	(200,113)
Tax effect of change in unrealized gains on cash flow hedges	11,976	29,443
Other comprehensive income (loss) for the year	(65,287)	(170,670)
Comprehensive income for the year	331,076	226,215

SUMMARY STATEMENT OF CHANGES IN MEMBERS' EQUITY

	Accumulated Other Comprehensive Income Cash Flow Hedges	Reserves	Retained Earnings	Total
Balance at January 1, 2012	267,693	8,700,000	320,573	9,288,266
Net Income	-	-	396,885	396,885
Transfer to reserves	-	500,000	(500,000)	-
Change in unrealized gains / (losses) on cash flow hedges	(170,670)	-	-	(170,670)
Balance at December 31, 2012	97,023	9,200,000	217,458	9,514,481
Net Income	-	-	396,363	396,363
Transfer to reserves	-	400,000	(400,000)	-
Change in unrealized gains / (losses) on cash flow hedges	(65,287)	-	-	(65,287)
Balance at December 31, 2013	31,736	9,600,000	213,821	9,845,557

HMECU FIVE YEAR FINANCIAL HISTORY

	2013	2012	2011	2010	2009
Income Statement (at December 31)					
Interest Revenue	\$ 6,367,861	\$ 6,437,644	\$ 6,436,991	\$ 6,689,334	\$ 6,747,710
Interest and Dividend Expense	1,668,616	1,852,416	2,084,286	2,110,094	2,430,500
Net Interest Margin	4,699,245	4,585,228	4,352,705	4,579,240	4,317,210
Other Income	1,705,089	1,577,994	1,705,031	1,641,951	1,459,119
Total Income	6,404,334	6,163,222	6,057,736	6,221,191	5,776,329
Operating Expenses	5,934,949	5,692,652	5,894,811	5,447,669	5,052,129
Income before Taxes	469,385	470,570	162,925	773,522	724,200
Income Taxes	73,022	73,685	22,266	164,138	120,658
Net Income	\$ 396,363	\$ 396,885	\$ 140,659	\$ 609,384	\$ 603,542
Balance Sheet (at December 31)					
Personal Loans and Lines of Credit	\$ 16,875,595	\$ 15,042,902	\$ 14,522,801	\$ 16,095,516	\$ 18,770,854
Mortgages and MeritLines	119,089,432	115,416,527	109,286,123	104,824,801	101,445,383
Syndicated Loans	5,182,787	2,875,200	1,877,597	1,626,122	1,241,608
Accrued Interest Receivable	230,258	192,382	165,767	142,771	150,092
Loans and Mortgages to Members	141,378,072	133,527,011	125,852,288	122,689,210	121,607,937
Cash and Investments	18,271,515	21,830,508	24,460,588	22,492,768	19,688,228
Other Assets	4,686,241	4,041,997	4,542,971	4,817,935	4,832,534
Total Assets	\$ 164,335,828	\$ 159,399,516	\$ 154,855,847	\$ 149,999,913	\$ 146,128,699
Members Chequing and Savings	65,478,027	62,730,213	58,820,037	56,698,686	56,868,538
Term Deposits	21,356,193	20,913,133	22,013,643	21,414,072	21,159,724
Tax Free Savings Accounts	9,639,943	7,548,366	5,611,294	3,942,305	1,967,437
Registered Deposits	54,309,476	55,065,412	54,953,058	54,286,795	53,106,735
Accrued Interest	601,166	694,362	833,152	915,214	995,042
Total Members Deposits & Shares	151,384,805	146,951,486	142,231,184	137,257,072	134,097,476
Membership Shares	1,008,225	1,045,856	1,074,046	1,107,351	1,135,395
Term Loans	0	0	0	0	0
Other Liabilities	2,097,241	1,887,693	2,262,351	2,402,814	1,982,065
Members' Equity	9,845,557	9,514,481	9,288,266	9,232,676	8,913,763
Total Liabilities and Equity	\$ 164,335,828	\$ 159,399,516	\$ 154,855,847	\$ 149,999,913	\$ 146,128,699
Annual Balance Sheet Asset Growth	3.10%	2.93%	3.24%	2.65%	0.98%
Other Items Under Administration	\$ 46,079,812	\$ 39,450,217	\$ 37,242,711	\$ 42,708,831	\$ 40,059,693

BOARD OF DIRECTORS

Term of Office Expires at the Annual Meeting in the year indicated

Chair	Michael Kay	2015	Director	Kevin Beattie	2015
Vice Chair	James Cardwell.....	2016	Director	Frank Venturelli.....	2014
Secretary	Ross Holland.....	2015	Director	Vince Paglia	2014
Director	Sonia Browne.....	2016	Director	Lori Muzak-McComb	2016
Director	Ken Cole	2014			

STAFF

Barbara Armes	Nora Gefucia	Haley McDougall	Shereen Shawihat
Deanna Basso	Lena Graves	Sylvia McKinnon	Kelly Smith
Margaret Bayr	Bonnie Hamel	Mary Metcalfe	Nasim Somani
Kathee Berry	Erin Hart	Maryann Miskic	Mark Stanners
Deb Bolt	Jodi Kielb	Michelle Morey	Teresa Stephenson
Tracy Cain	Kitty Kiss	Valli Nadeau	Jennifer Swing
Rose Mary Coccaro	Michelle Kranjc	Patty Painter	Tonia Tirabassi
Charlie Collura	Yola Kubiak	Gisele Pinard	Jenn Vandehaar
Daniela Conz	Leslie Lawson	Janice Rempel	Pat Villeneuve
Nancy Cooper	Andrew Leal	Cathy Riley	Kim Williamson
Brooke Ducharme	James Lounsbury	Robert Rocklyn	Annette Wilmot
Joanne Engleby	Doug Mann	Lara Ruplen	Michael Wilson
Joanne Foster	Tina Manojlovic	Laurie Ryan-Hill	Colleen Wyhoda
Rita Fredson	Diana McDermid	Ruth Salmeron	Sandy Yardley



2015 80TH AGM

Save the date!

Saturday, April 11, 2015

**Michelangelo's Banquet Centre,
1555 Upper Ottawa St., Hamilton**

2013 COMMUNITY SUPPORT

During 2013 HMECU was an advocate in providing sponsorships, donations and gifts of over \$42,500 to a variety of worthy causes throughout the Hamilton, Burlington and Brantford communities. We will continue to be philanthropic to our many employer groups, associations and members in the years to come. Below is a listing of some of the organizations we were proud to support.

Around the Bay Road Race
Big Brothers and Sisters of Hamilton
Brantford Fire Department
Brantford Food Bank
Brantford Power Employees
Breast Cancer Society
Camp Bunko
Canadian Cancer Society
Canadian Diabetes Association
Canadian Red Cross
Children's Aid Society of Brantford
Children's Safety Village, Brantford
City of Hamilton Co-Ed 3 Pitch League
City of Hamilton United Way
Community Resource Services
Crimestoppers – Brantford
CUPE Local 5167
CUPE Local 7800
Diagnostic Imaging Department –
St. Joseph's Healthcare
Grand Erie District School Board
Hamilton Civic Employees
Hockey Leagues
Hamilton Emergency Medical Services
Hamilton Food Share
Hamilton Health Sciences Foundation
Hamilton Heart and Stroke Foundation

Hamilton Motorcycle Ride For Dad
Hamilton Police – The Back-Up
Publication
Hamilton Police Association
Hamilton Police Services
Hamilton Professional Fire Fighters,
Local 288
Horizon Utilities
Juvenile Diabetes of Hamilton
Kidney Dialysis Department –
St. Joseph's Healthcare
Multiple Sclerosis Society of Canada
Neighbour to Neighbour Food Bank
North Hamilton Community Center
NovaVita
Ontario Professional Fire Fighters
Association Year Book
Participation House, Brantford
Relief Efforts - Philippines
Shriners Club of Ontario
Southern Ontario Fire Fighters
Curling Association
St. Joseph's Lifecare – Brantford
St. Joseph's Healthcare Hamilton
St. Joseph's Healthcare Foundation
St. Peter's Healthcare
Weekend to End Women's Cancers
Wellwood Resource Centre of Canada

With special thanks to the Ontario Credit Union Charitable Foundation for their continued support through many fundraising initiatives. www.ontariocucf.ca





Full Service Branches

**Corporate Head Office/
Hamilton Mountain Branch**
209 Limeridge Road East
Hamilton, ON L9A 2S6
905-575-8888
1-866-808-2888

Hamilton West Branch
1685 Main Street West, Unit #100
Hamilton, ON L8S 1G5
905-526-7244

Brantford Branch
330 West Street, Unit 1
Brantford, ON N3R 7V5
519-756-6942

Satellite Offices

St. Joseph's Hospital
50 Charlton Avenue East
Room G1104
Hamilton, ON L8N 4A6
905-522-1155 ext. 32910

Hamilton General Hospital
237 Barton Street East
Level 1, Market Place
Hamilton, ON L8L 2X2
905-527-4322 ext. 48245

Burlington City Hall
426 Brant Street
Burlington, ON L7R 3Z6
905-335-7650

Hamilton City Hall
71 Main Street West
Room 054 (lower level)
Hamilton, ON L8P 4Y5
905-546-2424 ext. 6422