PUBLIC DISCLOSURE

December 3, 2012

COMMUNITY REINVESTMENT ACT
PERFORMANCE EVALUATION

DEUTSCHE BANK TRUST COMPANY AMERICAS
RSSD No. 214807

60 Wall Street
New York, New York 10005

Federal Reserve Bank of New York
33 Liberty Street
New York, New York 10045

NOTE: **This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operation of the institution. This evaluation is not, nor should it be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.**

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INSTITUTION'S CRA RATING

Deutsche Bank Trust Company Americas is rated "OUTSTANDING."

The outstanding performance of Deutsche Bank Trust Company Americas ("DBTCA") with regard to the Community Reinvestment Act ("CRA") is based on the following performance criteria:

- A high level of community development loans, community development services, and qualified investments.
- Extensive use of innovative or complex qualified investments, community development loans, and community development services.
- Excellent responsiveness to credit and community economic development needs in DBTCA's assessment area.

SCOPE OF EXAMINATION

DBTCA's performance was evaluated using the Federal Financial Institution Examination Council's ("FFIEC") Interagency Procedures and Guidelines for Wholesale and Limited Purpose Institutions. The evaluation covers DBTCA's activity from October 1, 2010 through September 30, 2012. Community development loans, investments, and philanthropic grants made as well as services provided during the examination period were evaluated as qualifying community development activities. In addition, outstanding balances of prior examination community development loans and qualified investments were analyzed as of September 30, 2012.

DBTCA's level of community development activity was evaluated within its assessment area. Under the Interagency Wholesale Bank CRA Procedures, DBTCA, as a wholesale bank, can receive credit for community development loans, qualified investments, and community development services made on a nationwide basis outside of its assessment area because it has adequately addressed community development needs within its assessment area. To evaluate whether DBTCA addressed the needs of its assessment area, examiners also considered qualified investments that benefit the broader statewide or regional area that includes DBTCA's assessment area.

Examiners also conducted interviews with representatives of community development organizations in order to gain an understanding of local credit needs.

DESCRIPTION OF INSTITUTION

Headquartered in New York City, DBTCA is a state-chartered banking institution providing investment management, private banking and fiduciary services to high net worth individuals and institutions throughout the New York area. DBTCA's assets totaled $55 billion as of September 30, 2012, which was an increase from the last examination, when assets totaled $46 billion. Total deposits were $27 billion and net loans totaled $19 billion, as of September 30, 2012.

DBTCA does not extend home mortgage, small business, or consumer credit to retail customers or the general public. On August 18, 1997, the Federal Reserve Board of Governors designated DBTCA as a wholesale bank for CRA purposes. DBTCA's continued qualification as a wholesale bank for CRA purposes was verified during this examination.

DBTCA's previous CRA examination was conducted as of November 29, 2010, at which time the bank was evaluated as a wholesale CRA bank and given an overall rating of "Outstanding." There are no financial or legal factors that would prevent DBTCA from fulfilling its obligations under CRA.

DESCRIPTION OF ASSESSMENT AREA

DBTCA's assessment area consists of the five boroughs of New York City, which include Manhattan (New York County), Brooklyn (Kings County), Staten Island (Richmond County), Queens (Queens County), and the Bronx (Bronx County). These areas are a part of Metropolitan Division ("MD") 35644 (New York-White Plains-Wayne, NY-NJ), which is a part of the Metropolitan Statistical Area ("MSA") 35620 (New York-Northern New Jersey-Long Island, NY-NJ-PA).

DBTCA's assessment area has not changed since the last examination. Examiners found that the assessment area is in compliance with the requirements of Section 228.41 of Federal Reserve Regulation BB, which implements the Community Reinvestment Act. A map of the assessment area is in Appendix B.

PERFORMANCE CONTEXT

The data used to describe the assessment area and to evaluate the context in which the bank operates was obtained from publicly available sources, including the U.S. Department of Commerce's Bureau of the Census, the U.S. Department of Labor, the New York State Department of Labor, the U.S. Department of Housing and Urban Development ("HUD"), the New York State Real Estate Association, the National Association of Realtors, and the Federal Reserve Beige Book.

DEMOGRAPHIC CHARACTERISTICS

The assessment area, which consists of New York City, has 2,168 census tracts, of which 14% are low-income and 27% are moderate-income, with LMI census tracts concentrated in western Queens, northern Brooklyn, upper Manhattan, and Bronx County. New York City is one of the most populous cities in the United States with an estimated population of over 8 million residents as of the end of 2011. According to the 2010 Census, the population of New York City increased by 2% compared to the 2000 Census population data. New York City population alone accounts for about 40% of the total population of the State of New York.

New York City is a very diverse area, resulting from the city historically serving as a primary point of entry into the U.S. for immigrants. The 2010 Census reports the number of foreign born people residing in New York City at slightly less than 3 million or 37% of the area's total population. About 40% of New York City's 3 million households are non-family households, which tend to have lower incomes.

INCOME CHARACTERISTICS

According to the 2010 Census, the assessment area has 1.8 million families, of which 30% are low-income, 17% are moderate-income, 17% are middle-income, and 37% are upper-income. The 2010 census also indicates that 19% of all persons residing in New York City live below the poverty level, compared to the national average of 15% of all Americans living below the poverty level. Therefore, community development activities that target LMI individuals and families are particularly important in New York City.

According to HUD data, the assessment area's income level has increased steadily since the prior exam. The 2011 median family income ("MFI") for MD 35644 is $67,400, compared to $65,600 in 2010 and $64,800 in 2009. As shown in the table above, median income estimates for the city for 2010 and 2011 are also above the income levels for New York State in both years.

MEDIAN FAMILY INCOMES		
	2010	2011
MD 35644	$65,600	$67,400
New York State	$55,300	$56,100

HOUSING CHARACTERISTICS

New York City has 3.3 million housing units, of which 30% are owner-occupied, 61% are rental units, and 9% are vacant, according to 2010 Census data. Compared to the 2000 Census data, the city's owner occupied housing slightly increased, rental-housing decreased, and vacancy rates increased. About 45% of rental stock in New York City is rent stabilized and 2% is subject to rent control, which makes finding available housing in New York City, including affordable housing, more challenging.

In New York City, housing is expensive relative to income levels, causing significant affordability issues for LMI population. During the examination period, the real estate market continued to struggle as a result of the national housing crisis. According to the National Association of Realtors, the median sales price of a single-family home in MSA 35620 was $379 thousand in 2011, a 4% decline since 2010 when the median sales price was $394 thousand. The co-op and condo market, however, saw more promising results, as reported in the Federal Reserve Bank of New York Beige Book (October 2012). The Reserve Bank reported that the co-op and condo market conditions have been strengthened in Brooklyn and Queens, while Manhattan's market remained stable, both in terms of number of sales and prices. The New York City apartment rental market remained robust, and is estimated to be rising at 6 to 8% annually.

Exhibit 1
Assessment Area Demographics
Assessment Area: New York City

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	292	13.5	297,526	16.1	111,890	37.6	550,042	29.9
Moderate-income	578	26.7	544,528	29.6	113,268	20.8	311,252	16.9
Middle-income	654	30.2	513,978	27.9	52,095	10.1	307,027	16.7
Upper-income	580	26.8	486,148	26.4	21,109	4.3	673,968	36.6
Unknown-income	64	3.0	109	0.0	20	18.3	0	0.0
Total Assessment Area	**2,168**	**100.0**	**1,842,289**	**100.0**	**298,382**	**16.2**	**1,842,289**	**100.0**

	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	479,830	35,553	3.5	7.4	407,637	85.0	36,640	7.6
Moderate-income	922,063	170,775	17.0	18.5	676,244	73.3	75,044	8.1
Middle-income	883,126	338,560	33.6	38.3	476,375	53.9	68,191	7.7
Upper-income	1,057,911	461,717	45.9	43.6	479,985	45.4	116,209	11.0
Unknown-income	494	52	0.0	10.5	351	71.1	91	18.4
Total Assessment Area	**3,343,424**	**1,006,657**	**100.0**	**30.1**	**2,040,592**	**61.0**	**296,175**	**8.9**

	Total Businesses by Tract		Businesses by Tract & Revenue Size					
			Less Than or = $1 Million		Over $1 Million		Revenue Not Reported	
	#	%	#	%	#	%	#	%
Low-income	38,161	9.2	33,463	9.2	2,086	6.4	2,612	13.2
Moderate-income	90,096	21.7	80,242	22.1	4,768	14.6	5,086	25.7
Middle-income	91,192	21.9	81,400	22.4	5,355	16.4	4,437	22.4
Upper-income	189,205	45.5	162,396	44.7	19,393	59.4	7,416	37.5
Unknown-income	7,050	1.7	5,729	1.6	1,072	3.3	249	1.3
Total Assessment Area	**415,704**	**100.0**	**363,230**	**100.0**	**32,674**	**100.0**	**19,800**	**100.0**
	Percentage of Total Businesses:			**87.4**		**7.9**		**4.8**

Based on 2010 Census Information and 2011 Dunn & Bradstreet Data.

Housing affordability continues to be an issue in New York City due to the high housing costs. According to Census data, 42% of renters indicated that their gross rent as a percent of household income is 35% or more. Owner-occupied housing dwellers do not fare much better. Homeownership remains very unaffordable to LMI families, and to even many middle-income families in the assessment area. In 2011, the median housing cost in MSA 35620 was about 11 times the HUD-estimated MFI for low-income borrowers and about 7 times the HUD-estimated MFI for moderate-income borrowers. The combination of low vacancy rates and high real estate prices continue to make it challenging for LMI wage earners to find affordable housing in the assessment area.

The number of units authorized by new residential building permits in New York-Northern New Jersey-Long Island area was 21,539 in 2011, which was a 14% increase from 2010, when the authorized number of new residential building permits totaled 18,668. As such, opportunities for construction lending in the assessment area appear to be increasing.

LABOR, EMPLOYMENT AND ECONOMIC CHARACTERISTICS

New York City is a global hub of international business and commerce. The city is a major center for finance, insurance, real estate and the arts in the United States. Many major corporations are headquartered in New York City, including 43 Fortune 500 companies. As of 2011, New York City had a total of 416 thousand businesses, of which 363 thousand were small businesses with gross annual revenues of $1 million or less. New York City is also unique among American cities for its large number of foreign corporations. The city is home to the world's largest international community, including the United Nations, and almost 2,000 foreign-based companies. More Fortune 500 financial services companies are headquartered in New York City than in any other U.S. city, and 18 of the top 20 foreign-owned banks have their U.S. headquarters in the City.

Unemployment Rates (%)		
	2011	2010
New York City	9.0	9.5
New York State	8.2	8.6
United States	8.9	9.6

Most recently, the labor market in New York City has shown some improvements. The 2011 unemployment rate in New York City was 9.0%, which was a decrease from 9.5% as reported in 2010. The labor market, however, continued to be somewhat lethargic as fewer businesses reported adding workers and major employment agencies describe hiring activity as "sluggish", in the third quarter of 2012 compared to 2011.

CONCLUSIONS WITH RESPECT TO COMMUNITY DEVELOPMENT TEST

DBTCA provided a high level of community development loans, qualified investments, and community development services that exhibit excellent responsiveness to the credit and economic development needs in DBTCA's assessment area. DBTCA also made extensive use of innovative or complex community development loans, qualified investments, and services.

COMMUNITY DEVELOPMENT ACTIVITIES

Over the course of this examination period, community development loans and qualified investments totaled $762 million, of which $594 million or 78% were made in the current period. Community development lending and qualified investments increased significantly, by 67%, since the prior examination period when DBTCA made a total of $457 million in community development loans and qualified investments. Forty-two percent (42%) of community development lending and qualified investments were dedicated to activities inside of the bank's assessment area, and an additional 47% to the broader statewide or regional area that includes DBTCA's assessment area.

Under the Interagency Wholesale Bank CRA Procedures, DBTCA received credit for community development activity outside of its assessment area, since it has adequately addressed community development needs within its assessment area.

Exhibit 2
Summary of Community Development Loans and Qualified Investments
Inside and Outside Assessment Area
October 1, 2010 – September 30, 2012

Geography	($ thousands)	%
Inside Assessment Area	$320,143	42%
Broader Statewide and Regional	$355,809	47%
Outside Assessment Area	$86,253	11%
TOTAL Community Development Loans and Qualified Investments	**$762,205**	**100%**

DBTCA was very responsive to credit and economic development needs in its assessment area. Of the bank's total community development loans and qualified investments, 91% were targeted to affordable housing projects, which is a primary need of the assessment area as identified by demographic data and through communications with community contacts. Community contacts have also noted that DBTCA has set the standard for what good community development lending and investments, including philanthropy, should look like at a wholesale institution. Exhibit 3 provides a summary of the types of community development loans and qualified investments made during the evaluation period.

Donations and grants to community development organizations totaled $12 million, of which 90% were made to community organizations operating in New York City. According to a local community development organization, DBTCA was a leader in terms of CRA-eligible philanthropy. The bank's Working Capital and Supportive Housing Acquisition and Rehabilitation Effort ("SHARE") programs were cited by community contacts as model philanthropic programs.

When compared to seven similarly-situated wholesale banks operating in the assessment area, DBTCA's total level of annualized community development loans and qualified investments as a percent of average assets compared favorably, while its annualized community development loans and qualified investments made within the assessment area, as a percent of average assets, was comparable.

DBTCA provided a significant amount of community development services, primarily within its assessment area. DBTCA provided a total of 189 community development services during the current examination period. Compared to the prior examination period, when DBTCA provided 166 services, the bank's provision of community development services increased by 14%.

DBTCA made extensive use of innovative or complex community development loans, qualified investments, and community development services. Of DBTCA's $762 million total of qualified community development loans and qualified investments, $377 million, or 49%, are considered innovative and/or complex, and not the types of transactions typically provided by private lenders or investors. These innovative and/or complex transactions involved a combination of multiple layers of financing, the involvement of government and private partners, and the provision of predevelopment loans and lines of credit, and grant assistance.

Predevelopment financing is a key element in launching affordable housing projects, especially in high cost areas such as New York City. In addition, several of these transactions required the allocation of considerable bank resources to manage the funds on a continuing basis.

Exhibit 3
Summary of Community Development Loans and Qualified Investments
October 1, 2010 – September 30, 2012

Designation	($ thousands)	%
Affordable Housing	$690,982	91%
Community Services	$15,302	2%
Economic Development	$44,694	6%
Revitalize and Stabilize	$10,727	1%
Neighborhood Stabilization	$500	0%
TOTAL	**$762,205**	**100%**

COMMUNITY DEVELOPMENT LENDING

DBTCA's community development loans were particularly responsive to community credit needs, primarily supporting affordable housing for LMI individuals. Community development lending during the current evaluation period totaled $395 million, an increase of 23% compared to the prior evaluation period when the bank had a total of $321 million in community development loans. A majority, $314 million or 79%, were new loans originated since the prior CRA evaluation.

Of the total community development loans, 40% were originated within DBTCA's assessment area, and an additional 56% supported the broader statewide or regional area that includes the assessment area. Under the CRA regulation, DBTCA is able to get credit for qualifying community development activities made outside of its assessment area because it has adequately addressed community development credit needs within its assessment area.

A significant majority of DBTCA's community development loans were responsive to critical housing needs in the assessment area. Ninety-one percent (91%) of community development loans supported affordable housing initiatives. Many of the loans had flexible loan terms that resulted in reduced financing costs for the borrowers, and several loans consisted of below market or 0% interest loans. Flexible loan terms are especially important in facilitating affordable housing development in high cost areas such as New York City.

DBTCA's lending activity was primarily directed to financial intermediaries that provide loans and other services to community development organizations. Most of these intermediaries take a multifaceted approach to community development and their activities meet multiple community development definitions. In an effort to leverage its lending, DBTCA maintains ongoing relationships with its intermediary borrowers that also include opportunities for investment and service activities.

Exhibit 4
Summary of Community Development Loans
October 1, 2010 – September 30, 2012

Designation	($ millions)	%
Affordable Housing	$360,233	91%
Economic Development	$13,581	3%
Community Services	$10,400	3%
Revitalize and Stabilize	$10,637	3%
Neighborhood Stabilization	$500	<1%
TOTAL Community Development Loans	**$395,351**	**100%**

Examples of DBTCA's community development loans include the following:

- Through DBTCA's "soft" loan Working Capital and SHARE programs, the bank provided flexible financing by making 13 interest free loans totaling $1.1 million to nonprofit developers in New York City to fund pre-development costs for supportive housing and green housing initiatives for homeless and low-income families. In addition, 28 loans under this program, totaling $1.9 million, are outstanding from the prior CRA examination period.

- Renewal of a $15 million and a $2 million line of credit to Community Development Trust ("CDT"). CDT's mission is to increase the stock of affordable housing and strengthen low-income neighborhoods by purchasing mortgages in the secondary market and making long-term equity investments in multifamily properties. CDT invests in the Methodist Church Pension Fund, which is the largest church pension fund in the country and a significant investor in affordable housing and socially responsible projects.

- A $15 million revolving credit facility to Community Preservation Corporation ("CPC"), a private, not-for-profit mortgage lender specializing in the financing of LMI housing in New York City. DBTCA's credit facility will allow CPC to conduct its main mission of originating construction loans and warehousing permanent loans, as well as fund CPC's working capital needs.

- A $1 million revolving line of credit to an organization in upstate New York that provides home improvement and energy efficiency loans to LMI borrowers in distressed neighborhoods in central New York.

- Renewal of a $25 million unsecured line of credit to a New York-based financial intermediary that will be used to make short term loans to the intermediary's affiliates or directly to community development groups. The intermediary's affiliates are located in offices across the United States. The proceeds of the line are intended to support affordable housing efforts through the organization's tax credit syndication affiliate, and to provide direct short term loans to community development corporations.

- An $8 million revolving credit in a national community development investment fund that makes loans and originates New Market Tax Credit financings. The investment fund provides capital and technical assistance to help low-income communities finance and build facilities for education, affordable and supportive housing, child care, and other community revitalization programs. Most recently, the fund increased activities with New York City Housing Preservation Department's Participation Loan Program, which provides low-interest loans to private residential building owners for the rehabilitation of housing for LMI households.

- A $500 thousand flexible line of credit to a non-profit organization sponsored by the City of Milwaukee to fund loans to developers for the acquisition and rehabilitation of small multifamily and 1-2 family properties that are distressed or in foreclosure. This project is part of the federal Neighborhood Stabilization Program. The properties will be sold to households earning less than 120% of area median income and rented to families earning less than 60% of area median income.

- A $2 million flexible line of credit to the New York City Energy Efficiency Corporation ("NYCEEC"), a nonprofit financial intermediary charged with implementing the City's Clean Heat program. In 2011, New York City set new regulations to ban the heaviest heating oils (No. 4 and No. 6) that are still used in approximately 8,000 buildings and significantly contribute to air pollution. Heating oils are more expensive for building owners and are a leading cause of asthma and other pollution-related illnesses. Fifty-nine percent of buildings in New York City burning #6 heating oil are in LMI communities, and low-income neighborhoods bear a disproportionate share of incidence of asthma and other pollution-related illnesses. This initiative will help to reduce the operating cost of affordable housing properties, as well as provide health benefits to LMI communities. NYCEEC will partner with retail-level finance and equipment leasing companies to market the program to building owners in LMI communities.

QUALIFIED INVESTMENTS

DBTCA made $367 million in qualified investments, of which $280 million, or 76%, were new investments made since the prior evaluation. Qualified investments more than doubled since the prior evaluation period, when qualified investments totaled $136 million. Forty-four percent (44%) of DBTCA's qualified investments were made within its assessment area, with an additional 37% made within the broader statewide or regional area that includes DBTCA's assessment area.

Under the CRA regulation, DBTCA is able to get credit for qualifying community development activities, including qualified investment activity, made outside of its assessment area, because it has adequately addressed the community development credit needs in its assessment area.

Qualified investments were particularly responsive to community needs, with a total of 90% supporting affordable housing efforts. The largest proportion of DBTCA's qualified investment dollars (35%) consisted of investments in Low Income Housing Tax Credits ("LIHTCs") and New Market Tax Credits ("NMTCs"). LIHTCs and NMTCs are highly responsive to the assessment area's critical community development need for affordable housing. LIHTCs and NMTCs are also considered complex, requiring considerable ongoing management attention and expertise due to the technical accounting requirements associated with the administration of the investments over time.

Exhibit 5
Summary of Qualified Investments
October 1, 2010 – September 30, 2012

Designation	($000)	%
Affordable Housing	$330,749	90%
Economic Development	$31,113	8%
Community Services	$4,902	1%
Revitalize and Stabilize	$90	<1%
TOTAL Qualified Investments	**$366,854**	**100%**

Examples of qualified investments include the following:

- DBTCA purchased and held $69 million of tax-exempt multifamily affordable housing bonds. These bonds funded the development, rehabilitation, or refinancing of 14 LMI affordable housing projects located in nine states across the country. Most of the projects receive LIHTCs and are subject to rent restriction requirements, limiting occupancy to tenants with 60% or less of area median income.

- A $12.5 million partnership in a LIHTC equity fund. The investment will rehabilitate a multifamily affordable housing property in the Bronx, NY. The project will result in the preservation of 317 units of affordable housing. Sixteen of the units will be designed to accommodate persons with disabilities.

- The purchase of $15 million of Multifamily Revenue Bonds from New York City Housing Development Corporation ("HDC"), a public benefit corporation with the mission of providing financing for development and preservation of safe, sanitary and affordable residences for New York City LMI and middle-income households. DBTCA's purchase of HDC's bonds will reduce HDC's cost of capital, and hence the loan rates offered to affordable housing projects. HDC has financed nearly 60,000 affordable units since 2003.

- A $3 million equity investment in a green fund that seeks to acquire, rehabilitate, and retrofit buildings in transit-oriented neighborhoods. DBTCA targeted its investment to specifically support two affordable housing projects in Harlem, NY. As of the end of the examination period, DBTCA held $2.4 million in the investment fund.

- DBTCA purchased $20 million of taxable bonds for a housing complex located in Kings County, NY. The complex is the nation's largest federally subsidized housing complex and is comprised of 46 brick towers with a total of 5,881 units. It has been widely regarded as one of the most successful economically and racially mixed housing complexes in the country. Approximately 90% of the tenants currently receive direct federal rent subsidies or other types of government assistance from New York City or the State of New York.

COMMUNITY DEVELOPMENT SERVICES

DBTCA is a leader in providing community development services in New York City. The bank provided highly responsive community development services throughout its assessment area, by participating in on-going board and committee memberships, by providing financial technical assistance, and by developing new and innovative programs that respond to identified needs within distressed communities.

During the evaluation period, DBTCA provided 189 community development services, an increase of 14% from the prior evaluation period when DBTCA provided 166 qualified services. Most of DBTCA's community development services (80%) were provided within its assessment area. Community development services were primarily ongoing activities requiring regular participation on boards, loan committees and advisory committees of local community development organizations. Exhibit 6 summarizes the types of services DBTCA provided over the course of the examination period.

Exhibit 6
Summary of Community Development Services
October 1, 2010 – September 30, 2012

ACTIVITY TYPE	Number of Activities
On-Going Board & Committee Memberships	158
Technical Assistance Events	28
Seminars	3
TOTAL	**189**

Community development service participation is at the highest levels of management within DBTCA. A total of 120 management and staff members served as directors, advisors, or committee members to 141 non-profit and community based organizations throughout the bank's assessment area, and the broader state-wide or regional area.

Examples of community development services follow:

- A DBTCA Managing Director served as a board member and former chairman of Living Cities National Community Initiative, a collaboration of 15 financial institutions, foundations, and government agencies committed to the revitalization of America's urban centers. Under his direction, Living Cities launched The Integration Initiative, a multi-year effort designed to advance successful models for urban investment and transformation. This Managing Director is also chairman of the Neighbor Opportunities Fund, a partnership of financial intermediaries and donors from the corporate and foundation sectors that targets development in strategically located neighborhoods. He is also on the boards of Myrtle Avenue Revitalization Project Local Development Corporation, New York Investment Corporation, and New York Energy Efficiency Corporation.

- Another DBTCA Managing Director served as a board member of Enterprise Community Partners, a nonprofit intermediary that provides capital and expertise for affordable housing and community development. This Managing Director also served on the boards of Harlem Village Academies, a network of college preparatory public schools serving children from low-income communities.

- A DBTCA Director is founder and Chairman of STRIVE, an organization in East Harlem, NY that helps LMI people acquire skills needed to overcome challenging circumstances and to obtain sustained employment. STRIVE is committed to serving the hardest-to-employ and most at-risk individuals, which includes the long-term unemployed, the formerly incarcerated, recovering addicts, public assistance recipients, veterans, the homeless, and the working poor.

- DBTCA hosted the "Lowering the Cost to Develop and Sustain Affordable Housing" conference, in partnership with Enterprise Community Partners. The conference focused on developing diverse perspectives and new approaches to lowering housing development costs and sustaining affordable housing, while increasing housing accessibility, quality, and impact in the wake of the economic downturn. Participants were leaders in affordable housing development, finance, design and policy sectors.

- DBTCA, along with Living Cities, cosponsored a study of multifamily affordable projects that had undergone energy efficiency retrofits in New York City. The study developed a dataset what will provide the affordable housing lending sector with insights into assessing trends in pre- and post-retrofit building performance, by analyzing the reliability of savings projections and utilizing findings to frame an approach for incorporating energy savings projections into underwriting standards. The study aimed to bolster and address the lack of confidence that investors and lenders have in energy savings after building have been retrofitted. A DBTCA Vice President chaired the working group, which is comprised of participants from public sector agencies, local utility companies, community development financial institutions, and a variety of nonprofit institutions.

INNOVATIVENESS AND COMPLEXITY

DBTCA made extensive use of innovative and/or complex community development loans, qualified investments, and community development services. Some loan and investment facilities originated by DBTCA have offered creative new solutions to facilitate community development. Of the bank's total community development loans and qualified investments, 49% are considered innovative and/or complex.

A large proportion of DBTCA's investment dollars, $127 million, are allocated to LIHTC investments. LIHTCs are vital in the development of affordable housing in New York City and are considered complex because of their highly technical accounting and management requirements. In addition, DBTCA has proactively taken a leadership role in putting lending and investment deals together and by acting as an agent or sponsor bank. DBTCA has a total of $217 million in community development loans and investments in which it has taken a lead position.

Examples of DBTCA's innovative and/or complex community development loans and qualified investments also include:

- DBTCA's Working Capital Program provides combinations of loans and grants of $225,000 to community development corporations to preserve and rebuild neighborhoods. The awards are structured as a $150,000 grant and a $75,000 "soft" loan, which provides flexible financing at 0% interest. The program benefits efforts, which include early-stage development of affordable housing and community development projects, green energy efficiency projects, and assistance to at-risk and overleveraged multifamily mortgages for rental housing in New York City. The bank is in its eighth round of this award program, and during the examination period has allocated $2.5 million for these awards.

- DBTCA's SHARE program provides financing to organizations that are involved in the production of new, permanent housing for the homeless with special needs in New York City. During the examination period, the program allocated $1.7 million to organizations that are rehabilitating Single Room Occupancy hotels, transforming them into supportive housing for veterans, young and single adults, formerly homeless adults with mental illnesses, and people with HIV/AIDS and substance abuse issues.

- In 2012, DBTCA purchased approximately $160 million of affordable housing loans and bonds from Fannie Mae. These transactions were originated under Fannie Mae's Capital Fund Financing Program ("CFFP"), which funded capital maintenance and improvements of public housing authorities throughout the nation. Fannie Mae was no longer mandated to provide funding through CFFP and therefore terminated the program and divested of the CFFP portfolio. DBTCA enabled the program to continue by acquiring and structuring the portfolio into three trust accounts, and then issuing market securities.

DBTCA retained $6 million of the underlying CFFP loans and $40 million of the securities.

- DBTCA developed a $147 million synthetic fixed rate lending program with Fannie Mae to provide swap financing to affordable housing developers and borrowers. These affordable housing projects were originally financed by Fannie Mae under its Multifamily Affordable Housing program and LIHTCs. DBTCA lending program provided fixed rate financing to 70 projects with over 15,000 housing units in 22 states, including five projects in New York State. DBTCA's fixed rate program is expected to enable the developers to borrow more compared to Fannie's floating rate program and to improve long-term financial and operational stability.

DBTCA also provided innovative community development services that are responsive to specialized community needs within its assessment area and that focus on affordable housing and community revitalization efforts. Examples of innovative service initiatives include the following:

- DBTCA served as a leader in providing capital and technical assistance for a revolving credit facility with Community Preservation Corporation ("CPC"), a private nonprofit mortgage lender specializing in the financing of LMI housing in New York City. The credit facility had over $500 million in commitments, and allowed CPC to originate construction loans, warehouse permanent loans, as well as fund working capital needs. As Agent, DBTCA initiated time-intensive efforts to fashion a cohesive position among the 70-member lending group and negotiated the terms of an extension of the Revolver credit agreement. DBTCA employees led a committee of bank representatives to write agreements into the renewed facility, which gave the broader lender group confidence in allowing CPC to originate new business. DBTCA played a key role in articulating to the lending group the importance of CPC in New York's City affordable housing goals.

- DBTCA worked with the Natural Resources Defense Council and the City of New York Mayor's Office to create the New York City Energy Efficiency Corporation ("NYCEEC"), a new non-profit financial intermediary that is focused on supporting the City's energy efficiency and climate action goals in multifamily and commercial properties. Through partnerships with banks, community development financial institutions, and energy service companies, NYCEEC plans to make energy efficiency investments and clean heat conversions possible for building owners who have limited access to cost-effective financing, particularly owners of affordable multifamily properties throughout the five boroughs of New York City. NYCEEC will provide loans to finance eligible energy efficiency retrofits, clean heat conversions and installations of certain on-site generation equipment and related activities. NYCEEC is supported by the Energy Efficiency and Conservation Block Grant Program under the American Recovery and Reinvestment Act of 2009. DBTCA's Managing Director serves as a founding Board member of NYCEEC.

- DBTCA Ambassadors Program trains senior executives from across the bank as ambassadors for its social responsibility efforts and allows them to take leadership roles in the community. Twenty to thirty managing directors across the bank were selected, and as a collective group, ambassadors are given a grant for a nonprofit organization or school of his/her choice and a chance to be placed on a board of a nonprofit organization.

FAIR LENDING OR OTHER ILLEGAL CREDIT PRACTICES REVIEW

DBTCA is in compliance with the substantive provisions of the anti-discrimination laws and regulations. No evidence of discriminatory or other illegal credit practices was identified as being inconsistent with helping to meet community credit needs.

CRA APPENDIX A

GLOSSARY

Census tract: A small subdivision of metropolitan and other densely populated counties. Census tract boundaries do not cross county lines; however, they may cross the boundaries of metropolitan statistical areas. Census tracts usually have between 2,500 and 8,000 persons, and their physical size varies widely depending upon population density. Census tracts are designed to be homogeneous with respect to population characteristics, economic status, and living conditions to allow for statistical comparisons.

Community development: All agencies have adopted the following language. Affordable housing (including multifamily rental housing) for low- or moderate-income individuals; community services targeted to low- or moderate-income individuals; activities that promote economic development by financing businesses or farms that meet the size eligibility standards of the Small Business Administration's Development Company or Small Business Investment Company programs (13 CFR 121.301) or have gross annual revenues of $1 million or less; activities that revitalize or stabilize low- or moderate-income geographies; or loans, investments or services that (i) Support, enable or facilitate projects or activities that meet the "eligible uses" criteria described in Section 2301c of the Housing and Economic Recovery Act of 2008 ("HERA"), Public Law 110-289, 122 Stat. 2654, as amended, and are conducted in designated target areas identified in plans approved by the United States Department of Housing and Urban Development in accordance with the Neighborhood Stabilization Program ("NSP"); (ii) Are provided no later than two years after the last date funds appropriated for the NSP are required to be spent by grantees; (iii) Benefit low-, moderate- and middle-income individuals and geographies in the bank's assessment area(s) or geographies outside the bank's assessment area(s) provided the bank has adequately addressed the community development needs of its assessment area(s).

Effective September 1, 2005, the Board of Governors of the Federal Reserve System, Office of the Comptroller of the Currency, and the Federal Deposit Insurance Corporation have adopted the following additional language as part of the revitalize or stabilize definition of community development. Activities that revitalize or stabilize-

(i) Low-or moderate-income geographies;
(ii) Designated disaster areas; or
(iii) Distressed or underserved nonmetropolitan middle-income geographies designated by the Board, Federal Deposit Insurance Corporation, and Office of the Comptroller of the Currency, based on-
  a. Rates of poverty, unemployment, and population loss; or
  b. Population size, density, and dispersion. Activities that revitalize and stabilize geographies designated based on population size, density, and dispersion if they help to meet essential community needs, including needs of low- and moderate-income individuals.

Community Development Financial Institution ("CDFI"): A CDFI is an organization that has been certified by the U.S. Treasury as a provider of loans and services that assist specially funded institutions that revitalize LMI areas and assist LMI persons.

Family: A family is a group of two people or more related by birth, marriage, or adoption and residing together; all such people (including related subfamily members) are considered as members of one family.

Geography: A census tract delineated by the United States Bureau of the Census in the most recent decennial census.

Home Mortgage Disclosure Act ("HMDA"): The statute that requires certain mortgage lenders that do business or have banking offices in a metropolitan statistical area to file annual summary reports of their mortgage lending activity. The reports include such data as the race, gender, and income of applicants, the amount of loan requested, and the disposition of the application (e.g., approved, denied, and withdrawn).

Home mortgage loans: Includes home purchase and home improvement loans as defined in the HMDA regulation. This definition also includes multifamily (five or more families) dwelling loans, loans for the purchase of manufactured homes, and refinancings of home improvement and home purchase loans.

Household: A household consists of all persons who occupy a housing unit. Persons not living in households are classified as living in group quarters.

Low-income: Individual income that is less than 50% of the area median income, or a median family income that is less than 50%, in the case of a geography.

Metropolitan Area ("MA"): A metropolitan statistical area (MSA) or a metropolitan division (MD) as defined by the Office of Management and Budget. A MSA is a core area containing at least one urbanized area of 50,000 or more inhabitants, together with adjacent communities having a high degree of economic and social integration with that core. A MD is a division of a MSA based on specific criteria including commuting patterns. Only a MSA that has a population of at least 2.5 million may be divided into MDs.

Middle-income: Individual income that is at least 80% and less than 120% of the area median income, or a median family income that is at least 80% and less than 120%, in the case of geography.

Moderate-income: Individual income that is at least 50% and less than 80% of the area median income, or a median family income that is at least 50% and less than 80%, in the case of geography.

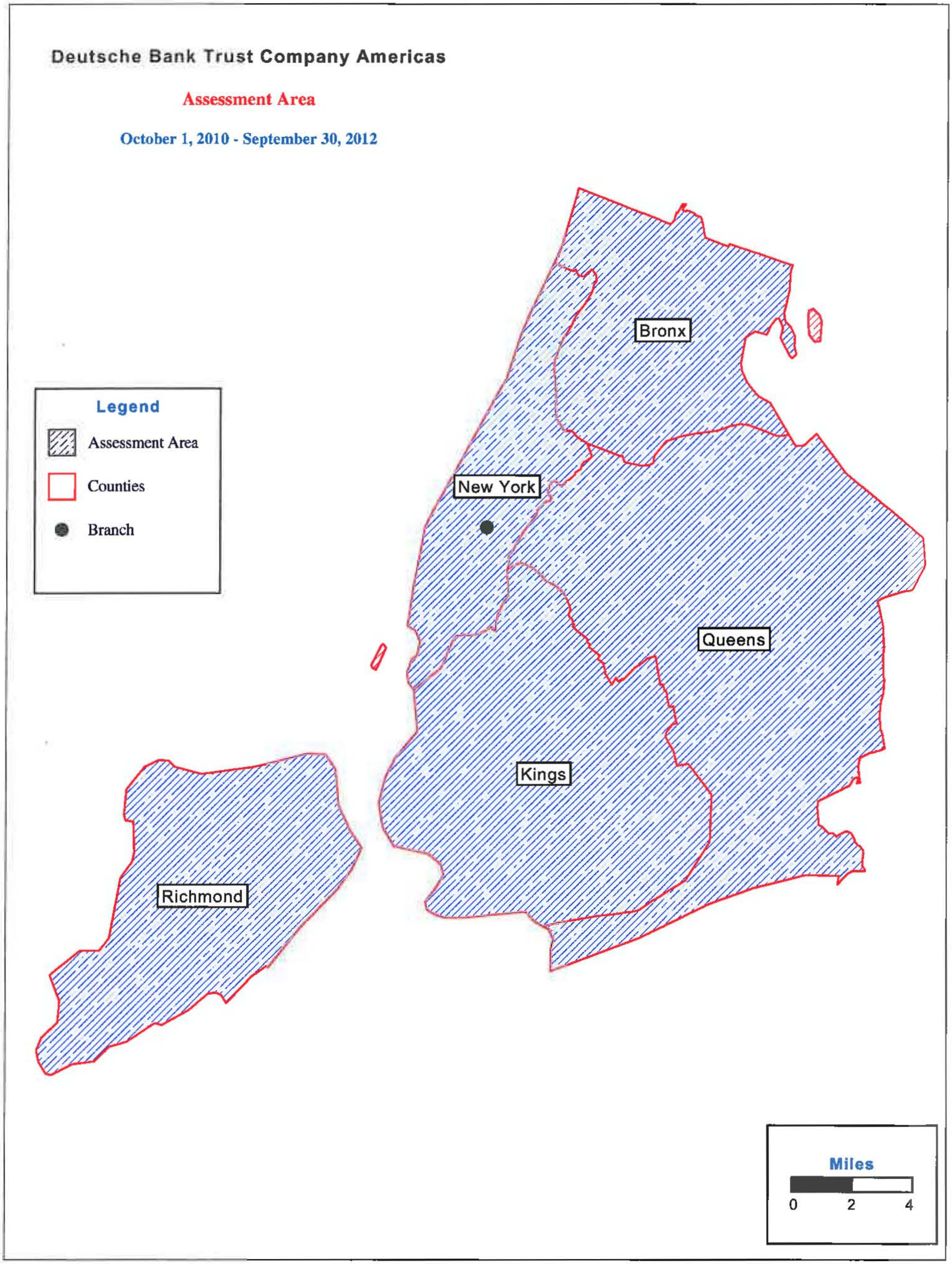
Owner-occupied units: Includes units occupied by the owner or co-owner, even if the unit has not been fully paid for or is mortgaged.

Qualified investment: A qualified investment is defined as any lawful investment, deposit, membership share, or grant that has as its primary purpose community development.

Small loan(s) to business (es): A loan included in "loans to small businesses" as defined in the Consolidated Report of Condition and Income ("Call Report") and the Thrift Financial Reporting ("TFR") instructions. These loans have original amounts of $1 million or less and typically are either secured by nonfarm or nonresidential real estate or are classified as commercial and industrial loans. However, thrift institutions may also exercise the option to report loans secured by nonfarm residential real estate as "small business loans" if the loans are reported on the TFR as nonmortgage, commercial loans.

Upper-income: Individual income that is more than 120% of the area median income, or a median family income that is more than 120%, in the case of geography.

Wholesale bank: A bank that is not in the business of extending home mortgage, small business, small farm or consumer loans to retail customers, and for which a designation as a wholesale bank is in effect, in accordance with the CRA regulation.


Deutsche Bank Trust Company Americas
Assessment Area
October 1, 2010 - September 30, 2012
Legend
Assessment Area
Counties
Branch
Bronx
New York
Queens
Kings
Richmond
Miles
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