WASHINGTON TRUST BANCORP INC

Form 10-Q August 06, 2015 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 10-Q

Λ	lark	\cap	·~)
UV	IALK	()	10.1

0

Quarterly Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 for the quarterly period ended JUNE 30, 2015 or

Transition Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 for the transition

period from _____ to ____.

Commission file number: 001-32991

WASHINGTON TRUST BANCORP, INC.

(Exact name of registrant as specified in its charter)

RHODE ISLAND 05-0404671

(State or other jurisdiction of incorporation or

organization)

(I.R.S. Employer Identification No.)

23 BROAD STREET

WESTERLY, RHODE ISLAND 02891 (Address of principal executive offices) (Zip Code)

(401) 348-1200

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. x Yes o No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate website, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (Section 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). x Yes o No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer, or a smaller reporting company. See definitions of "large accelerated filer," "accelerated filer," and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Mark one)

Large accelerated filer o Non-accelerated filer o Accelerated filer x

(D) 1 1 1 1 C 11

Smaller reporting company o

(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). o Yes x No

The number of shares of common stock of the registrant outstanding as of July 31, 2015 was 16,841,256.

FORM 10-Q

WASHINGTON TRUST BANCORP, INC. AND SUBSIDIARIES

For the Quarter Ended June 30, 2015

TABLE OF CONTENTS

	Page Number
PART I. Financial Information	
Item 1. Financial Statements (Unaudited)	
Consolidated Balance Sheets as of June 30, 2015 and December 31, 2014	<u>3</u>
Consolidated Statements of Income for the three and six months ended June 30, 2015 and 2014	<u>4</u>
Consolidated Statements of Comprehensive Income for the three and six months ended June 30, 2015 and	5
<u>2014</u>	2
Consolidated Statements of Changes in Shareholders' Equity for the six months ended June 30, 2015 and	<u>6</u>
<u>2014</u>	<u>U</u>
Consolidated Statements of Cash Flows for the six months ended June 30, 2015 and 2014	<u>7</u>
Condensed Notes to Unaudited Consolidated Financial Statements	<u>8</u>
Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations	<u>40</u>
Item 3. Quantitative and Qualitative Disclosures About Market Risk	<u>65</u>
Item 4. Controls and Procedures	<u>65</u>
PART II. Other Information	
Item 1. Legal Proceedings	<u>66</u>
Item 1A. Risk Factors	<u>66</u>
Item 6. Exhibits	<u>66</u>
<u>Signatures</u>	<u>68</u>

- 2-

PART I. Financial Information

Item 1.	Financial	Statements

Consolidated Balance Sheets (unaudited)	(Dollars in thousands, except par value)	
	June 30, 2015	December 31, 2014
Assets:		
Cash and due from banks	\$79,795	\$76,386
Short-term investments	4,298	3,964
Mortgage loans held for sale (including \$17,260 at June 30, 2015 and \$30,32	21 at 37,389	45,693
December 31, 2014 measured at fair value)	31,309	45,095
Securities:		
Available for sale, at fair value	351,378	357,662
Held to maturity, at amortized cost (fair value \$23,091 at June 30, 2015 and	\$26,008 22,523	25,222
at December 31, 2014)	22,323	23,222
Total securities	373,901	382,884
Federal Home Loan Bank stock, at cost	37,730	37,730
Loans:		
Commercial	1,583,537	1,535,488
Residential real estate	1,001,263	985,415
Consumer	343,784	338,373
Total loans	2,928,584	2,859,276
Less allowance for loan losses	27,587	28,023
Net loans	2,900,997	2,831,253
Premises and equipment, net	28,124	27,495
Investment in bank-owned life insurance	64,502	63,519
Goodwill	58,114	58,114
Identifiable intangible assets, net	4,539	4,849
Other assets	55,088	54,987
Total assets	\$3,644,477	\$3,586,874
Liabilities:		
Deposits:		
Demand deposits	\$457,755	\$459,852
NOW accounts	357,922	326,375
Money market accounts	789,334	802,764
Savings accounts	300,108	291,725
Time deposits	834,000	874,102
Total deposits	2,739,119	2,754,818
Federal Home Loan Bank advances	471,321	406,297
Junior subordinated debentures	22,681	22,681
Other liabilities	52,189	56,799
Total liabilities	3,285,310	3,240,595
Commitments and contingencies		
Shareholders' Equity:		
Common stock of \$.0625 par value; authorized 30,000,000 shares; issued an		
outstanding 16,833,525 shares at June 30, 2015 and 16,746,363 shares at De	cember 1,052	1,047
31, 2014		
Paid-in capital	103,408	101,204
Retained earnings	263,790	252,837
Accumulated other comprehensive loss	(9,083) (8,809
Total shareholders' equity	359,167	346,279

Total liabilities and shareholders' equity

\$3,644,477

\$3,586,874

The accompanying notes are an integral part of these unaudited consolidated financial statements.

3

Consolidated Statements of Income (unaudited)

(Dollars and shares in thousands, except per share amounts)

	Three months		Six months	
Periods ended June 30,	2015	2014	2015	2014
Interest income:				
Interest and fees on loans		\$26,169	\$57,092	\$51,758
Interest on securities: Taxable		2,699	4,435	5,641
Nontaxable	402	557	837	1,139
Dividends on Federal Home Loan Bank stock		138	329	280
Other interest income		28	54	63
Total interest and dividend income		29,591	62,747	58,881
Interest expense:				
Deposits	3,348	3,120	6,737	6,089
Federal Home Loan Bank advances	1,891	1,758	3,793	3,999
Junior subordinated debentures		241	482	482
Other interest expense		4	5	