CENTRAL VALLEY COMMUNITY BANCORP

Form 10-Q August 08, 2016 Table of Contents

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 10-Q (Mark One)

ý QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE QUARTERLY PERIOD ENDED June 30, 2016

o 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: 000—31977

CENTRAL VALLEY COMMUNITY BANCORP

(Exact name of registrant as specified in its charter)

California 77-0539125

(State or other jurisdiction of incorporation or organization) (I.R.S. Employer Identification No.)

7100 N. Financial Dr., Suite 101, Fresno, California 93720 (Address of principal executive offices) (Zip code)

Registrant's telephone number (559) 298-1775

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 past 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. Yes ý No o

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T ($\S232.405$ of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes \circ No o

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

Large accelerated filer o Accelerated filer ý

Non-accelerated filer o Small 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). Yes o No \circ

As of August 2, 2016 there were 11,076,824 shares of the registrant's common stock outstanding.

1

Table of Contents

CENTRAL VALLEY COMMUNITY BANCORP AND SUBSIDIARY

2016 QUARTERLY REPORT ON FORM 10-Q

TABLE OF CONTENTS

PART 1	FINANCIAL INFORMATION	<u>2</u>
ITEM 1	FINANCIAL STATEMENTS (Unaudited)	<u>3</u>
ITEM 2	MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS	<u>32</u>
ITEM 4	CONTROLS AND PROCEDURES	<u>62</u>
PART II	OTHER INFORMATION	<u>63</u>
ITEM 1	LEGAL PROCEEDINGS	<u>63</u>
ITEM 1A	RISK FACTORS	<u>63</u>
ITEM 2	CHANGES IN SECURITIES AND USE OF PROCEEDS	<u>63</u>
ITEM 3	DEFAULTS UPON SENIOR SECURITIES	<u>63</u>
ITEM 4	MINE SAFETY DISCLOSURES	<u>63</u>
ITEM 5	OTHER INFORMATION	<u>63</u>
ITEM 6	<u>EXHIBITS</u>	<u>6</u> 4
<u>SIGNATURES</u>		<u>6</u> 4
2		

Table of Contents

PART 1: FINANCIAL INFORMATION

ITEM 1: FINANCIAL STATEMENTS

CENTRAL VALLEY COMMUNITY BANCORP AND SUBSIDIARY CONSOLIDATED BALANCE SHEETS (Unaudited)

(In thousands, except share amounts)	June 30, 2016	December 31, 2015
ASSETS		
Cash and due from banks	\$21,582	\$ 23,339
Interest-earning deposits in other banks	57,940	70,988
Federal funds sold	30	290
Total cash and cash equivalents	79,552	94,617
Available-for-sale investment securities (Amortized cost of \$487,631 at June 30, 2016 and \$470,080 at December 31, 2015)	510,401	477,554
Held-to-maturity investment securities (Fair value of \$35,142 at December 31, 2015)		31,712
Loans, less allowance for credit losses of \$9,872 at June 30, 2016 and \$9,610 at December 31, 2015		588,501
Bank premises and equipment, net	8,742	9,292
Bank owned life insurance	20,982	20,702
Federal Home Loan Bank stock	4,823	4,823
Goodwill	29,917	29,917
Core deposit intangibles	956	1,024
Accrued interest receivable and other assets	14,284	18,594
Total assets		\$ 1,276,736
LIABILITIES AND SHAREHOLDERS' EQUITY		
Deposits:		
Non-interest bearing	\$407,019	\$ 428,773
Interest bearing	703,391	687,494
Total deposits	1,110,410	1,116,267
Junior subordinated deferrable interest debentures	5,155	5,155
Accrued interest payable and other liabilities	18,569	15,991
Total liabilities	1,134,134	1,137,413
Commitments and contingencies (Note 8)		
Shareholders' equity:		
Preferred stock, no par value, \$1,000 per share liquidation preference; 10,000,000 shares authorized, none issued and outstanding	_	_
Common stock, no par value; 80,000,000 shares authorized; issued and outstanding: 11,028,579 at June 30, 2016 and 10,996,773 at December 31, 2015	54,699	54,424
Retained earnings	88,577	80,437
Accumulated other comprehensive income, net of tax	13,399	4,462
Total shareholders' equity	156,675	139,323
Total liabilities and shareholders' equity	\$1,290,809	\$ 1,276,736

See notes to unaudited consolidated financial statements.

Table of Contents

CENTRAL VALLEY COMMUNITY BANCORP AND SUBSIDIARY CONSOLIDATED STATEMENTS OF INCOME (Unaudited)

	For the Three		For the Six	
	Months		Months	
	Ended June 30,		Ended June 30,	
(In thousands, except share and per share amounts)	2016	2015	2016	2015
INTEREST INCOME:				
Interest and fees on loans	\$8,363	\$7,644	\$16,096	\$14,930
Interest on deposits in other banks		52	139	98
Interest and dividends on investment securities:				
Taxable	1,463	1,136	2,986	2,243
Exempt from Federal income taxes	1,575	1,496	3,098	3,034
Total interest income	11,466	10,328	22,319	20,305
INTEREST EXPENSE:				
Interest on deposits	229	239	450	472
Interest on junior subordinated deferrable interest debentures	29	24	58	48