West Virginia Housing Development Fund

AUDITED FINANCIAL STATEMENTS

For the years ended June 30, 2010 and 2009

Audited Financial Statements

WEST VIRGINIA HOUSING DEVELOPMENT FUND

For the Years Ended June 30, 2010 and 2009

Audited Financial Statements

INDEPENDENT AUDITORS' REPORT

To the Board of Directors
West Virginia Housing Development Fund
Charleston, West Virginia

We have audited the accompanying statement of net assets of the West Virginia Housing Development Fund (the Fund), a component unit of the State of West Virginia, as of June 30, 2010 and 2009, and the related statements of revenues, expenses, and changes in net assets and cash flows for the years then ended. These financial statements are the responsibility of management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the West Virginia Housing Development Fund as of June 30, 2010 and 2009, and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 2 through 11 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Gibbons & Kawash

August 27, 2010

WEST VIRGINIA HOUSING DEVELOPMENT FUND
MANAGEMENT'S DISCUSSION AND ANALYSIS

INTRODUCTION

As a public body with statewide responsibility for housing, the West Virginia Housing Development Fund (the Fund) operates a wide variety of programs to provide safe and affordable housing for residents and families in the State of West Virginia (the State). Through June 30, 2010, the Fund has provided assistance for more than 108,000 housing or housing-related units.

The permanent staff of the Fund consists of 105 persons, including professional staff members qualified in the fields of accounting, appraisal, finance, law, mortgage underwriting, mortgage loan servicing, secondary mortgage markets, planning, architecture, cost estimation, construction, inspection, housing management, and marketing. The Fund provides services in these fields for its programs as required and utilizes professional consulting services from time to time to supplement its own staff.

The Fund has 25 bond issues totaling $748,225,000 par amount outstanding under its bond resolutions. The bonds are rated "AAA" by Standard & Poor's Public Ratings Services (S&P), a Division of McGraw-Hill Companies, and "Aaa" by Moody's Investors Service, Inc. (Moody's).

Fitch, Inc. rates the Fund's unsecured, short-term general obligation debt pledge "F-1+". The Fund's unsecured long-term general obligation debt pledge is rated "Aaa" by Moody's and "AAA" by S&P. The Fund is the first and only housing finance agency ever to receive such ratings on its long-term general obligation debt pledge. These ratings are not assigned to any particular issue of debt, but rather represent an overall credit assessment of the Fund's long-term general obligation pledge.[1]

The financial transactions of the Fund are recorded in relation to its various programs, which are more fully explained in the Notes to the Financial Statements. These programs consist of the General Account, Bond Programs, Other Loan Programs, Land Development Program, Bond Insurance Account, and Federal Programs. These were established in accordance with the West Virginia Housing Development Fund Act (the Act), the bond resolutions or at management's discretion. Restricted net assets of the Fund include the net assets of the Bond Programs, Land Development Program, Bond Insurance Account, and Federal Programs, which are restricted by the bond resolutions, the Act, or federal regulations.

As management of the Fund, we offer readers of the Fund's financial statements this narrative overview and analysis of the Statements of Net Assets and the Statements of Revenues, Expenses, and Changes in Net Assets as of and for the fiscal years ended June 30, 2010, 2009 and 2008.

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[1] An explanation of the Moody's ratings may be obtained by writing to Moody's Investors Service, Inc., 7 World Trade Center, 250 Greenwich Street, New York, New York 10007; an explanation of the S&P ratings may be obtained by writing to Standard & Poor's Public Ratings Services, 55 Water Street, New York, New York 10041; and an explanation of the Fitch rating may be obtained by writing to Fitch, Inc., One State Street Plaza, New York, New York 10004. There is no assurance that such ratings will be maintained for any period of time or that such ratings will not be withdrawn or revised downward by Moody's, S&P, or Fitch if, in their judgment, circumstances so warrant. Such actions, if taken, could have an adverse effect on the market price of bonds issued by the Fund.

USING THIS REPORT

This report consists of a series of financial statements: the Statements of Net Assets, the Statements of Revenues, Expenses, and Changes in Net Assets, and the Statements of Cash Flows. These statements provide information about the activities of the Fund for each period presented.

The financial statements of the Fund are prepared in conformity with accounting principles generally accepted in the United States for state housing finance enterprise funds. The Statements of Net Assets represent the difference between the assets and liabilities of the Fund and include all assets and liabilities using the basis of accounting described above. Over time, increases or decreases in the Fund's net assets are one indicator of whether its financial status is improving, stable, or deteriorating. There are also other factors that should be considered when reviewing the operational results of the Fund, such as changes in the interest rate environment, bond market, changes to state and federal laws governing the Fund's programs, changes to the tax code, and the real estate market in the State. The Statements of Revenues, Expenses, and Changes in Net Assets of the Fund reflect revenues, such as interest on loans, loan-servicing fees, interest on investments, expenses, such as loan fees, program expenses, administrative expenses, and interest on outstanding debt. The Notes to the Financial Statements provide information that is essential to fully understand the data provided in the financial statements.

FINANCIAL HIGHLIGHTS

Following is a comparison of the Fund's condensed Statements of Net Assets at June 30:

(Dollars in thousands)	2010	2009	2008
ASSETS			
Current assets	**$ 179,547**	$ 86,859	$ 92,703
Noncurrent assets:			
Mortgage loans & Restricted mortgage loans, net of allowance for losses	**854,166**	903,608	939,067
Restricted Federal Program mortgage loans, net of allowance for losses	**55,770**	56,190	59,940
Restricted cash and cash equivalents	**24,912**	19,884	13,830
Investments & Restricted investments	**121,306**	122,289	107,774
Other assets & Restricted other assets, net of allowance for losses	**9,121**	8,045	6,628
Total assets	**1,244,822**	1,196,875	1,219,942
LIABILITIES AND NET ASSETS			
Current liabilities:			
Accounts payable and other liabilities	**19,584**	17,811	19,147
Accrued interest payable	**5,340**	5,872	6,275
Bonds payable	**232,210**	32,095	24,835
Noncurrent liabilities:			
Bonds & notes payable, net	**519,182**	690,570	735,342
Federal program advances	**56,360**	58,836	60,844
Total liabilities	**832,676**	805,184	846,443
Net assets - Restricted	**324,711**	304,976	288,387
Net assets - Unrestricted	**87,435**	86,715	85,112
TOTAL NET ASSETS	**$ 412,146**	$ 391,691	$ 373,499

Below is additional discussion of the significant financial statement items and the changes in those items over the prior two years due to recent events and activities of the Fund, current economic factors, and other factors affecting the Fund's financial and programmatic operations.

Current assets

The increase of $92,688,000 (106.7%), in *Current assets* from 2009 to 2010 was primarily due to the receipt of $100,000,000 in New Issue Bond Program proceeds.

The decrease of $5,844,000 (6.3%), in *Current assets* from 2008 to 2009 was primarily due to the net of purchasing $7,281,000 long-term investments and program receipts exceeding loan origination disbursements.

Mortgage loans & Restricted mortgage loans, net of allowance for losses

The decrease of $49,442,000 (5.5%) in *Mortgage loans & Restricted mortgage loans, net of allowance for losses* from 2009 to 2010 was primarily due to mortgage loan prepayments and repayments of $87,188,000 and foreclosures of $9,435,000 exceeding loan originations of $48,245,000. Mortgage loan balances in the Bond Programs decreased approximately $49,902,000 from 2009 to 2010.

The decrease of $35,459,000 (3.8%) in *Mortgage loans & Restricted mortgage loans, net of allowance for losses* from 2008 to 2009 was primarily due to mortgage loan prepayments and repayments of $86,650,000 and foreclosures of $7,127,000 exceeding loan originations of $58,739,000. Mortgage loan balances in the Bond Programs decreased approximately $37,683,000 from 2008 to 2009. Other loans increased approximately $2,224,000 over the same period primarily due to multifamily loan disbursements

Restricted Federal Program mortgage loans, net of allowance for losses

This line item consists of the United States Department of Housing and Urban Development's (HUD) HOME Investment Program (HOME) mortgage loans. The fluctuations from year to year represent the net HOME program loans originated during the years presented.

Restricted cash and cash equivalents

The increase of $5,028,000 (25.3%) in *Restricted cash and cash equivalents* from 2009 to 2010 was due to an increase in the balance of funds in the Bond Insurance Account.

The increase of $6,054,000 (43.8%) in *Restricted cash and cash equivalents* from 2008 to 2009 was primarily due to the increase in the balance of bond proceeds available for the purchase of single family mortgage loans. The balance of bond proceeds available for the purchase of single family mortgages is primarily related to the timing of bonds issued for this purpose or recycled funds available for loan purchases.

Investments & Restricted investments

The fluctuations in *Investments and Restricted investments* from year to year is the net effect of investment purchases, redemptions, maturities and amortization and the change in fair value of investments as required by Governmental Accounting Standards Board (GASB) Statement No. 31. This statement requires certain investments to be recorded at fair value and the unrealized gains or losses be reported in the Statements of Changes in Net Assets. The following summary illustrates the changes in *Investments & Restricted investments* as of June 30:

(Dollars in thousands)	**2010**	2009	2008
Balance at beginning of fiscal year	**$ 122,289**	$ 107,774	$ 88,964
Sales, maturities and amortization	**(68,036)**	(75,686)	(23,795)
Purchases	**62,601**	89,196	40,197
Increase in fair value of investments (GASB 31)	**4,452**	1,005	2,408
Balance at end of fiscal year	**$ 121,306**	$ 122,289	$ 107,774

Other assets and Restricted other assets, net of allowance for losses

The increase of $1,076,000 (13.4%) in *Other assets and Restricted other assets, net of allowance for losses* from 2009 to 2010 was primarily due to the capitalization of costs related to the construction of a new office building for the Fund's operations as well as an increase of $994,000 in foreclosed properties. Bonds may be issued in the future to cover the cost of the building.

The increase of $1,417,000 (21.4%) in *Other assets and Restricted other assets, net of allowance for losses* from 2008 to 2009 was primarily due to the purchase of land with the intent of constructing a new office building for the Fund's operations.

Accounts payable and other liabilities

The increase of $1,773,000 (10.0%) in *Accounts payable and other liabilities* from 2009 to 2010 was primarily due to the receipt of $2,400,000 in funds held for others for the State Neighborhood Stabilization Program.

The decrease of $1,336,000 (7.0%) in *Accounts payable and other liabilities* from 2008 to 2009 was primarily due to the disbursement of funds held on behalf of others exceeding receipts.

Bonds and notes payable, current and noncurrent

As illustrated in the following schedule, the changes in *Bonds and notes payable* were due to the early redemption of bonds, scheduled debt service payments, and new bonds and notes issued. The changes in the balance of bonds and notes payable and interest rates generally account for the fluctuations in *Accrued interest payable* in 2010 and 2009. See *Note D – Bonds & Notes payable, current and noncurrent.*

(Dollars in thousands)		**2010**	**2009**	**2008**
Balance at beginning of the fiscal year				
Bonds payable - current		**$ 32,095**	$ 24,835	$ 24,925
Bonds payable - noncurrent		**690,570**	735,342	725,914
Debt issued:	Housing Finance Bonds *(including premium)*	**-**	30,000	77,003
	New Issue Bond Program	**100,000**	-	-
	Other Loan Programs Note payable	**-**	250	250
Debt paid:	Scheduled Debt Service - Bonds & notes payable	**(19,197)**	(21,816)	(23,521)
	Early Redemptions	**(51,585)**	(45,395)	(43,970)
Amortization of bond premiums		**(491)**	(551)	(424)
Balance at end of the fiscal year		**$ 751,392**	$ 722,665	$ 760,177
Bonds payable - current		**$ 232,210**	$ 32,095	$ 24,835
Bonds & notes payable - noncurrent		**519,182**	690,570	735,342
Total bonds & notes payable		**$ 751,392**	$ 722,665	$ 760,177

Federal program advances

The decrease of $2,476,000 (4.2%) and decrease of $2,008,000 (3.3%) in *Federal program advances* from 2009 to 2010 and from 2008 to 2009, respectively, was due to activity fluctuations in the outstanding balance of Federal Programs mortgage loans as a result of loans originated under the HOME program.

Total Net Assets improved by $18,192,000 (4.9%) from June 30, 2008 to June 30, 2009. From June 30, 2009 to June 30, 2010, *Total Net Assets* improved another $20,455,000 (5.2%) as the net financial position of the Fund increased to $412,146,000 at June 30, 2010.

Following is a comparison of the Fund's condensed Statements of Revenues, Expenses, and Changes in Net Assets for the fiscal years ended June 30:

(Dollars in thousands)	Fiscal Year Ended June 30		
	2010	**2009**	**2008**
REVENUES			
Interest on loans	**$ 51,725**	$ 56,114	$ 55,826
Pass-through grant revenue	**59,840**	53,236	53,020
Fee revenue	**7,683**	8,088	7,587
Net investment earnings (non-operating)	**11,007**	8,276	12,683
Other	**1,458**	1,519	630
Total Revenues	**131,713**	127,233	129,746
EXPENSES			
Pass-through grant expense	**59,840**	53,236	53,020
Interest and debt expense (non-operating)	**32,962**	36,809	38,406
Loan fees expense	**4,240**	5,506	6,053
Program expenses, net	**4,953**	4,641	3,028
Administrative expenses, net	**9,263**	8,849	8,361
Total Expenses	**111,258**	109,041	108,868
CHANGES IN NET ASSETS	**$ 20,455**	$ 18,192	$ 20,878

Interest on loans

The decrease in *Interest on loans* of $4,389,000 (7.8%) from 2009 to 2010 was primarily due to a decrease in mortgage loan balances from the prior year.

The increase in *Interest on loans* of $288,000 (.5%) from 2008 to 2009 was primarily due to an increase in mortgage loan balances from the prior year. Although mortgage loan balances were lower at June 30, 2009 than they were at June 30, 2008, the average mortgage loan balance was higher in fiscal year 2009 than in fiscal year 2008.

Pass through grant revenue and Pass through grant expense

This line item represents federal funds received and disbursed to sub-recipients under Federal Programs. The increase of $6,604,000 (12.4%) from 2009 to 2010 and increase of $216,000 (.4%) from 2008 to 2009 was due to fluctuations in the volume of activity in the HOME program for the fiscal years.

Fee revenue

The decrease of $405,000 (5.0%) in *Fee revenue* from 2009 to 2010 was primarily due to a decrease of $335,000 in fees earned on the sale of loans to the Secondary Market, a decrease of $410,000 in financing fees related to multifamily prepayment penalties and an increase of $330,000 in service fees earned.

The increase of $501,000 (6.6%) in *Fee revenue* from 2008 to 2009 was primarily due to an increase of $245,000 in fees earned on the sale of loans to the secondary market and an increase of $143,000 in financing fees primarily related to multifamily prepayment penalties.

Net investment earnings

Net investment earnings decreased $4,407,000 (34.7%) from 2008 to 2009 and increased $2,731,000 (33.0%) from 2009 to 2010 in the comparison of revenues and expenses above. However, *Net investment earnings* include unrealized gains and losses in the fair market value of investments for each of the fiscal years presented as required by GASB Statement No. 31. As shown in the schedule below, the Fund's investment earnings, adjusted for the unrealized gains or losses, decreased 27.8% from 2008 to 2009 and decreased an additional 8.9% from 2009 to 2010. These fluctuations are due to lower interest rates during fiscal year 2009 and fiscal year 2010.

(Dollars in thousands)	June 30, 2010	June 30, 2009	June 30, 2008
Net investment income per operating statement	$ 11,007	$ 8,276	$ 12,683
Adjustments for unrealized gain on fair value of securities	(4,226)	(835)	(2,371)
Interest earned on investments	$ 6,781	$ 7,441	$ 10,312
% Decrease from prior year	(8.9%)	(27.8%)	

Other revenues

The decrease of $61,000 (4.0%) in *Other revenues* from 2009 to 2010 was primarily due to a $171,000 decrease in gains on the sale of mortgage loans in the secondary market, a decrease of $86,000 in REO rental income, a $32,000 increase in gains on sale of foreclosed properties and a $160,000 increase in revenues related to the receipt of Neighborhood Stabilization Program administrative fees.

The increase of $889,000 (141.1%) in *Other revenues* from 2008 to 2009 was primarily due to a $764,000 increase in gains on the sale of mortgage loans in the secondary market as well as a $117,000 increase in building rental income.

Interest and debt expense

The $3,847,000 (10.5%) decrease in *Interest and debt expense* from 2009 to 2010 was primarily due to the redemption of higher coupon bonds during 2010.

The $1,597,000 (4.2%) decrease in *Interest and debt expense* from 2008 to 2009 was primarily due to the redemption of higher coupon bonds and a decrease in new debt issuances as compared to prior years.

Loan fees expense

The $1,266,000 (23.0%) decrease in *Loan fees expense* from 2009 to 2010 was primarily due to a decrease in loan origination fees paid to lenders due to a decrease in Housing Finance loan purchases.

The $547,000 (9.0%) decrease in *Loan fees expense* from 2008 to 2009 was primarily due to a decrease in bond loan origination fees paid to lenders due to a decrease in Housing Finance Bond loan purchases.

Program expenses, net

The $312,000 (6.7%) increase in *Program expenses, net* from 2009 to 2010 was primarily due to an increase in Low Income Housing Tax Credit monitoring fees.

The $1,613,000 (53.3%) increase in *Program expenses, net* from 2008 to 2009 was primarily due to a $1,174,000 increase in provision for loan loss expenses as well as an increase of $449,000 in losses on foreclosed property.

OVERVIEW OF THE FINANCIAL STATEMENTS

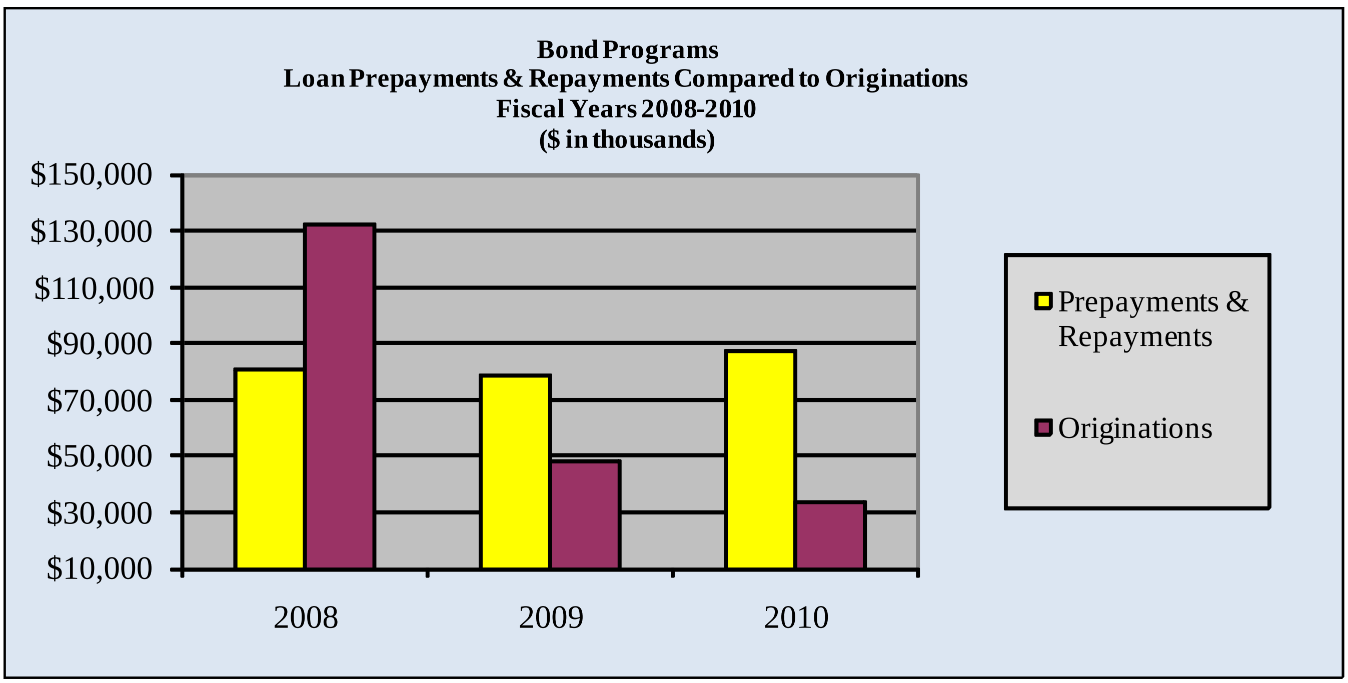
Mortgage Lending

The Fund's Bond Programs are the core-housing programs and the primary source of income for the Fund. Various economic and regulatory factors such as prevailing economic conditions, mortgage interest rates, investment rates, the demand for housing, the cost of housing and of operating housing programs, the volume of mortgage lending activity in the State and other factors affecting the supply of housing in the State can create significant challenges for the Fund in both the Bond Programs and its overall operations.

As mortgage interest rates increased during fiscal year 2008, the Fund's mortgage loan rate became more competitive compared to the conventional loan market and the number of borrowers refinancing their mortgages decreased. As mortgage refinancing began to decrease in fiscal year 2008, the Housing Finance mortgage loan balances increased $52,003,000 in fiscal year 2008.

During fiscal year 2009, mortgage interest rates dramatically decreased as a result of the sharp decline in the housing industry related to subprime lending and the U.S. government's takeover of Fannie Mae and Freddie Mac. With this decline and low interest rates continuing into fiscal year 2010, the Fund's mortgage rates were no longer competitive to the conventional loan market and the Bond Programs mortgage loan balances decreased $37,683,000 in fiscal 2009 and an additional $49,902,000 in fiscal 2010 as a result of mortgage loan repayments and prepayments exceeding loan originations Mortgage loan balances and continued loan originations are key elements to future earnings potential.

The following chart illustrates the volume of loan prepayments and repayments compared to originations from fiscal year 2008 through fiscal year 2010 for the Bond Programs.



Interest rates on new single family bond loans originated in fiscal year 2010 have averaged approximately 5.24%. Due to lower interest rates on new single family loan originations and the prepayment of higher interest single family and multifamily loans, the average interest rate on loans outstanding has declined as follows.

June 30, 2008	5.91%
June 30, 2009	5.83%
June 30, 2010	5.76%

Despite significant increases in the amount of foreclosures and delinquency rates nationwide, the Fund's foreclosures and delinquency rates have remained relatively stable. Nationwide increases began in late 2006 and continue to remain high. The increases are a result of sub-prime lending, lower home values and a weakened economy. The Fund attributes the steadiness of its delinquency rates to sound underwriting practices and with the exception of a few counties within the State, no significant decline in home values. Also, the Fund's Bond Programs, consists of 30 year fixed rate loans and no sub-prime loans.

Delinquency Rates	WV Housing Development Fund As of June 30,				WV Rates* As of March 31, 2010	USA* As of March 31, 2010
	2007	2008	2009	2010		
Months Past Due						
One	4.21%	3.56%	4.25%	4.02%	4.22%	3.07%
Two	1.13%	1.27%	1.44%	1.45%	1.45%	1.39%
Three	0.52%	0.52%	0.58%	0.81%	3.48%	4.91%
In foreclosure	0.87%	1.03%	1.34%	1.61%	2.23%	4.63%

*Most current data available.

Investments

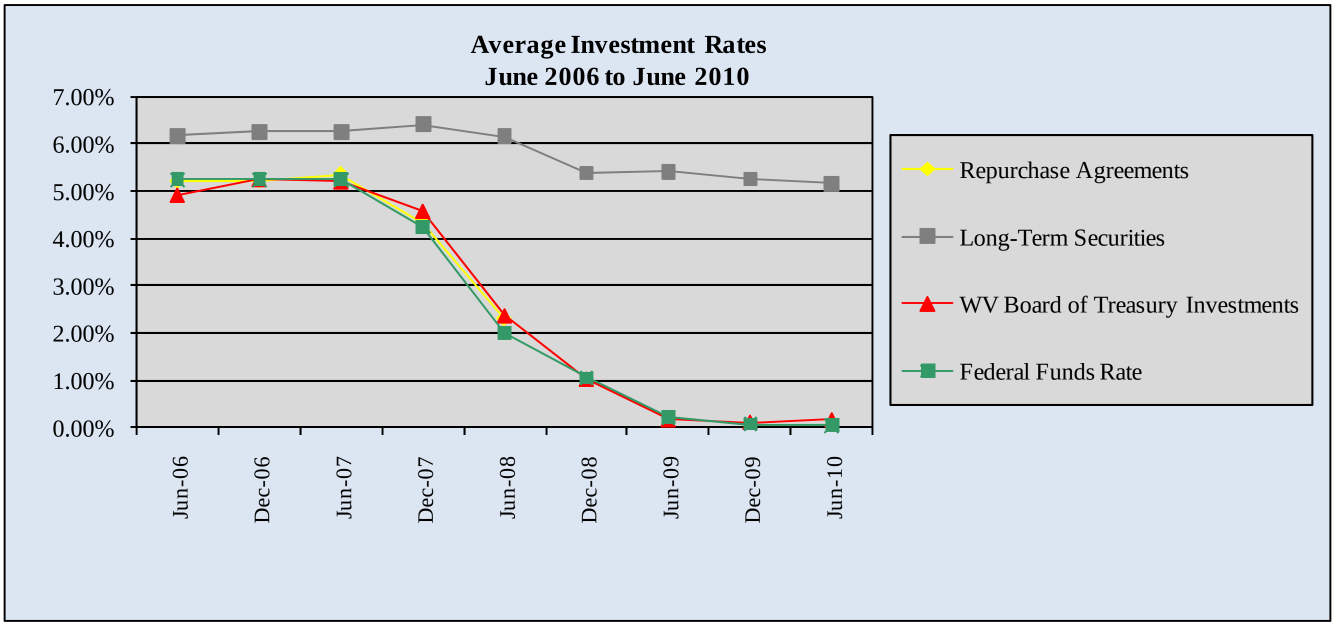
The Fund invests cash not required for immediate disbursement as permitted by the Act, the bond resolutions, and the Board approved Investment Policy. Funds related to the Bond Programs capital reserves and the Bond Insurance Account are primarily invested in long-term United States government and agency securities, which are expected to be held to maturity. Certain funds in the Bond Insurance Account and general operating funds are invested in mortgage loans held solely for investment. The interest earnings on the above account types are less affected by the fluctuation in short-term interest rates.

Loan proceeds and revenues of the Bond Programs, Other Loan Program, and operating funds are primarily on deposit with a bank, invested in FDIC insured certificates of deposit or collateralized certificates of deposit. All bank deposits are either FDIC insured or collateralized by permitted investments. The remaining funds are on deposit with the West Virginia Board of Treasury Investments (WVBOTI). Such funds are extremely sensitive to short-term interest rate fluctuations.

As shown in the following chart, the average investment rate for short-term investments and the WVBOTI has been consistent with the Federal Funds rate. During fiscal year 2008, the Federal Reserve decreased the Federal funds rate seven times to 2.00% and decreased it an additional three times to a historical low of 0.00% to 0.25% in fiscal year 2009 where it remained in fiscal year 2010. With such a decline in the Federal funds rate, interest rates fell dramatically. In October 2008 the FDIC announced the Transaction Account Guarantee Program, providing depositors with unlimited coverage for Demand Deposit Accounts (DDAs) earning less than .50% interest. Due to market conditions the Fund stopped investing in repurchase agreements and increased investing in DDAs, FDIC insured certificates of deposit and in collateralized certificates of deposit to maximize investment yields and preserve principal. The Transaction Guarantee Program is scheduled to end on December 31, 2010.

The decreases in interest rates in fiscal year 2008 and 2009 directly impacted the Fund's investment earnings as they decreased 27.8% from 2008 to 2009, net of unrealized gains or losses, and an additional 8.9% from 2009 to 2010, net of unrealized gains or losses. Average long-term investment rates during fiscal years 2008, 2009 and 2010 remained relatively unchanged. However, as long-term investments mature or are redeemed the Fund's long-term average rates are decreasing due to the current lower yield opportunities for the reinvestment of these funds.

Below is a summary of the average investment rates from June 2006 to June 2010:



Debt Management

The Fund issues qualified mortgage revenue bonds to fund its single family Bond Programs. When bonds are issued, the initial proceeds are invested in short-term investments until the funds are used for the purchase of mortgage loans. Because short-term investment rates are typically lower than the long-term bond rates, this creates negative arbitrage. To reduce this negative arbitrage, the Fund delays the issuance of new bonds until absolutely necessary.

The Fund sometimes uses general operating funds as a warehouse line to purchase new loans in anticipation of bond sales. As of June 30, 2010, there was $6,690,000 in warehoused loans in the General Account to be purchased by the Housing Finance Program. In addition to general operating funds, the Fund has a $15,000,000 line of credit with the Federal Home Loan Bank (the FHLB) that is also available to use as a warehouse line for the purchase of single family, multifamily, secondary market and economic development loans. This line of credit is secured by investments of the Bond Insurance Account and is a general obligation of the Fund. At June 30, 2010, no advances had been drawn on this line of credit, and accordingly, no balance is outstanding.

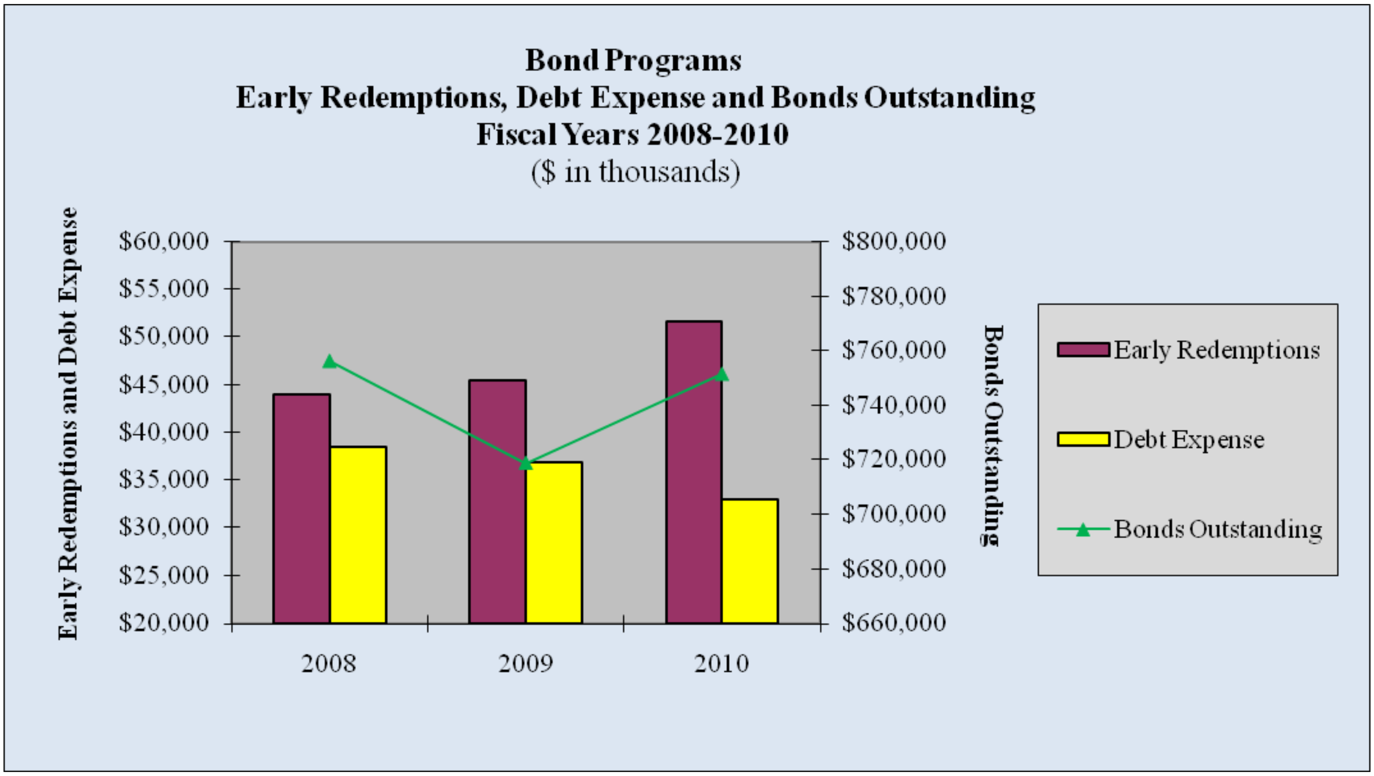
When bonds are issued from the bond volume allocation, known as “new money” bonds, certain repayments and prepayments of mortgage loans made from these proceeds may be “recycled” into additional mortgage loans for ten years. Since 1992, the Fund has used recycling to supplement its bond issues by using prepayments for additional mortgage loans instead of issuing debt. If the market interest rates on mortgages are lower than the corresponding bond rates, the Fund may redeem bonds in lieu of recycling. However, if mortgage rates are higher than the corresponding bond rates the Fund may redirect prepayments into additional mortgage loans in lieu of redeeming bonds. Moving forward into fiscal year 2011 the Fund expects to continue to recycle mortgage loan repayments from its bond issues when it is economically prudent to do so.

During fiscal years 2008, 2009 and 2010, the Fund redeemed $43,970,000, $45,395,000, and $51,585,000 in bonds, respectively. The increase in early redemptions for 2009 and 2010 as compared to 2008 is a factor of an increase in the amount of funds received from early prepayments of mortgages and redeeming bonds in lieu of recycling.

Debt expense was $38,406,000, $36,809,000 and $32,962,000 in fiscal years 2008, 2009 and 2010, respectively. Debt expense decreased in 2009 as compared to 2008 and in 2010 as compared to 2009 due to lower bond balances as a result of redemptions exceeding new debt issuances.

In October 2009, the U.S. Treasury announced a plan designed to aid state housing finance agencies to access the housing bond market. The program was offered under the Housing and Economic Recovery Act (HERA) passed in July 2008. To participate in the U.S. Treasury plan, the Fund adopted a new bond resolution titled the General New Issue Bond Program Resolution. Bonds under this program are to be issued in two parts. In December 2009, convertible option bonds were sold to the U.S. Treasury in the amount of $100,000,000. Proceeds of these bonds were deposited in a trust account approved by the Treasury. During calendar 2010, the second part of the bond transaction is to convert the bonds into long-term single family housing bonds the proceeds of which will be used to purchase single family mortgage loans. If the bonds are not converted to long-term bonds by December 31, 2010, the convertible option bonds must be redeemed using the proceeds on deposit with the Trustee. Due to low demand for the Fund's mortgage loans in the current market environment, none of bonds have been converted to long-term bonds as of June 30, 2010 and no mortgages have been made under this program. The U.S. Treasury is considering an extension of the long-term conversion date beyond December 31, 2010.

The following chart illustrates early bond redemptions, debt expense and bonds outstanding in the Bond Programs.



Other

The Fund services all of its outstanding mortgage loans and services loans on behalf of Fannie Mae, Freddie Mac, the West Virginia Affordable Housing Trust and the West Virginia Jobs Investment Trust. The Fund is the largest loan servicer in the State with serviced loans of $1.36 billion. Servicing fee income in the amount of $3,682,000 represents 6.05% of the Fund's operating revenues, net of pass through grant revenue, for the fiscal year ended June 30, 2010.

CONTACTING THE FUND'S FINANCIAL MANAGEMENT

The above financial highlights are designed to provide a general overview of the Fund's operations and insight into the following financial statements. Additional information may be requested by contacting the Deputy Director, West Virginia Housing Development Fund, at 814 Virginia St. East, Charleston, WV 25301, or may be found on our website at www.wvhdf.com.

WEST VIRGINIA HOUSING DEVELOPMENT FUND
STATEMENTS OF NET ASSETS
(Dollars in Thousands)

	June 30, 2010	June 30, 2009
ASSETS		
Current assets:		
Cash and cash equivalents-- *(Notes A and C)*	$ 25,902	$ 19,880
Accrued interest on loans	260	565
Accrued interest on investments	58	110
Mortgage loans held for sale-- *(Note A)*	1,631	6,175
Restricted cash and cash equivalents-- *(Notes A and C)*	146,884	55,031
Restricted accrued interest on loans	3,591	3,753
Restricted accrued interest on investments	1,221	1,345
Total current assets	179,547	86,859
Noncurrent assets:		
Mortgage loans, net of allowance for losses-- *(Note A)*	53,852	51,443
Other assets, net of allowance for losses-- *(Note A)*	3,103	2,687
Investments-- *(Notes A and C)*	3,500	7,281
Restricted cash and cash equivalents-- *(Notes A and C)*	24,912	19,884
Restricted investments-- *(Notes A and C)*	117,806	115,008
Restricted mortgage loans, net of allowance for losses-- *(Note A)*	856,084	908,355
Restricted other assets, net of allowance for losses-- *(Note A)*	6,018	5,358
Total noncurrent assets	1,065,275	1,110,016
Total assets	1,244,822	1,196,875
LIABILITIES AND NET ASSETS		
Current liabilities:		
Accounts payable and other liabilities-- *(Note A)*	19,584	17,811
Accrued interest payable	5,340	5,872
Bonds payable-- *(Note D)*	232,210	32,095
Total current liabilities	257,134	55,778
Noncurrent liabilities:		
Federal program advances-- *(Note A)*	56,360	58,836
Bonds & notes payable-- *(Note D)*	519,182	690,570
Total noncurrent liabilities	575,542	749,406
Total liabilites	832,676	805,184
Net assets:		
Restricted	324,711	304,976
Unrestricted	87,435	86,715
TOTAL NET ASSETS	$ 412,146	$ 391,691

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

WEST VIRGINIA HOUSING DEVELOPMENT FUND
STATEMENTS OF REVENUES, EXPENSES, AND
CHANGES IN NET ASSETS
(Dollars in Thousands)

	Year Ended June 30, 2010	Year Ended June 30, 2009
OPERATING REVENUES		
Interest on loans	$ 51,725	$ 56,114
Pass-through grant revenue-- *(Note A)*	59,840	53,236
Fee revenue-- *(Note A)*	7,683	8,088
Other-- *(Note A)*	1,458	1,519
	120,706	118,957
OPERATING EXPENSES		
Pass-through grant expense-- *(Note A)*	59,840	53,236
Loan fees expense-- *(Note A)*	4,240	5,506
Program expenses, net-- *(Note A)*	4,953	4,641
Administrative expenses, net-- *(Note A)*	9,263	8,849
	78,296	72,232
OPERATING INCOME	42,410	46,725
NON-OPERATING - FINANCING AND INVESTING REVENUES (EXPENSES)		
Net investment earnings	11,007	8,276
Interest and debt expense	(32,962)	(36,809)
	(21,955)	(28,533)
CHANGES IN NET ASSETS	20,455	18,192
NET ASSETS AT BEGINNING OF YEAR	391,691	373,499
NET ASSETS AT END OF YEAR	$ 412,146	$ 391,691

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

WEST VIRGINIA HOUSING DEVELOPMENT FUND
STATEMENTS OF CASH FLOWS
(Dollars in Thousands)

	Year Ended June 30, 2010	Year Ended June 30, 2009
CASH FLOWS FROM OPERATING ACTIVITIES		
Receipts from lending activities	$ 148,052	$ 150,841
Receipts from other operating activities	9,021	9,519
Receipts (disbursements) from escrows or advances	1,983	(959)
Receipts for federal lending activities	3,949	1,735
Receipts for federal activities	53,129	51,321
Disbursements for federal activities	(53,028)	(51,215)
Purchase mortgage loans	(55,072)	(60,783)
Purchase mortgage loans held for sale	(65,409)	(135,503)
Sales of mortgage loans	69,829	130,173
Payments to employees for salaries and benefits	(6,944)	(6,740)
Payments to vendors	(10,051)	(12,828)
Net cash provided by operating activities	95,459	75,561
CASH FLOWS USED IN NONCAPITAL FINANCING ACTIVITIES		
Net proceeds from bonds and notes	100,000	30,250
Retirement of bonds and notes	(70,782)	(67,211)
Interest paid	(33,963)	(37,681)
Net cash used in noncapital financing activities	(4,745)	(74,642)
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from maturities of investments	67,882	76,076
Purchase of investments	(62,601)	(89,195)
Net investment earnings	6,908	6,872
Net cash provided by (used in) investing activities	12,189	(6,247)
Net increase (decrease) in cash and cash equivalents	102,903	(5,328)
Cash and cash equivalents at beginning of year	94,795	100,123
Cash and cash equivalents at end of year	$ 197,698	$ 94,795
Cash and cash equivalents consist of:		
Cash and cash equivalents	$ 25,902	$ 19,880
Restricted cash and cash equivalents - current	146,884	55,031
Restricted cash and cash equivalents - noncurrent	24,912	19,884
	$ 197,698	$ 94,795

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

WEST VIRGINIA HOUSING DEVELOPMENT FUND
STATEMENTS OF CASH FLOWS (CONTINUED)
(Dollars in Thousands)

	Year Ended June 30, 2010	Year Ended June 30, 2009
Reconciliation of operating income to net cash provided by operating activities:		
Operating income	$ 42,410	$ 46,725
Adjustments to reconcile operating income to net cash provided by operating activities:		
Provision for loan losses	(1,796)	(1,783)
Change in assets and liabilities:		
Accrued interest on loans	335	(62)
Mortgage loans held for sale	4,544	(5,328)
Other assets	(395)	(1,194)
Restricted accrued interest on loans	213	(50)
Restricted other assets	(73)	603
Mortgage loans, net	(1,755)	(2,833)
Restricted mortgage loans, net	52,738	42,917
Accounts payable	1,714	(1,426)
Federal program advances	(2,476)	(2,008)
Net cash provided by operating activities	$ 95,459	$ 75,561

	2010	2009
Noncash investing and financing activities:		
Increase in fair value of investments	$ 4,226	$ 835
Net amortization of premiums/discounts on investments	153	(139)

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

NOTE A – AGENCY DESCRIPTION AND SIGNIFICANT ACCOUNTING POLICIES

The West Virginia Housing Development Fund (the Fund), a component unit of the State of West Virginia (the State), is a governmental instrumentality of the State and a public body corporate, created under the provisions of Article 18, Chapter 31 of the Code of West Virginia, 1931, as amended, and known as the West Virginia Housing Development Fund Act (the Act). Under the Act, the Fund's corporate purposes primarily relate to providing various housing programs. The Fund can also finance non-residential projects as defined in the Act.

The Fund is governed by a Board of Directors consisting of the Governor, Attorney General, Commissioner of Agriculture, and Treasurer of the State, all of whom serve ex-officio as public directors, and seven members, chosen by the Governor with the advice and consent of the State Senate, as private directors from the general public residing in the State. The Act, as amended in January 2005, designates the Governor or his or her designee as the Chair of the Board of Directors. Furthermore, this amendment provides that the Governor shall appoint the executive director, with the advice and consent of the State Senate, and that the executive director will serve at the Governor's will and pleasure.

The Fund is included as a discretely presented component unit of the primary government in the State's Comprehensive Annual Financial Report. In defining the Fund for financial reporting purposes, management considered all potential component units. Based on the criteria of accounting principles generally accepted in the United States, the Fund has no component units.

The various programs of the Fund consist of the General Account, the Bond Programs, Other Loan Programs, Land Development Program, Bond Insurance Account, and Federal Programs.

The General Account includes the results of the Fund's loan servicing operations, administrative expenses of the Fund's operations, operations of the Fund's building and fee income related to the administration of the Section 8 Housing Assistance Payments Programs (HAPs Program) and the Low-Income Housing Tax Credit Program.

The Bond Programs include the activities of the single family and multifamily bond programs under the Housing Finance Bond Program and the New Issue Bond Program resolutions, the purpose of which is to provide affordable housing throughout the State. Assets and revenues of the Bond Programs are restricted subject to the provisions of the bond resolutions and are available for other purposes only to the extent they are not required to meet specified reserve and funding provisions of the resolutions.

Other Loan Programs include the Homeownership Assistance Program, Secondary Market Program, Leveraged Loan Program, Economic Development Program, Mini-Mod Renovation Program, Constructing Affordable Sensible Homes Program, Flood Program, Demolition Program, Home Emergency Loan Program, Low-Income Assisted Mortgage Program and the Special Needs Program, all of which have been financed from the general reserves of the Fund.

The Land Development Program was established by the Act in 1973 with a $2,000,000 appropriation from the State Legislature from which the Fund can make below-market interest rate loans to developers to acquire and improve land for residential housing and non-residential construction. The Land Development Program is restricted by State statute.

The Bond Insurance Account was created by the Act as a special trust fund within the State Treasury designated as the "Mortgage Finance Bond Insurance Fund", and was established to provide for the payment of principal and interest in the event of default by the Fund on "Mortgage Finance Bonds," as defined in the Act. The Bond Insurance Account is restricted by State statute and is under the supervision of the West Virginia Municipal Bond Commission (the "Bond Commission"). The Bond Insurance Account is included in the Fund's financial statements but is kept separate and apart from all other accounts of the Fund, the Bond Commission, and the State. Both the Housing Finance Bond Program and the New Issue Bond Program are considered Mortgage Finance Bonds.

Federal Programs include the United States Department of Housing and Urban Development's (HUD) HOME Investment Program (HOME), and HAPs Program for which the Fund acts as program administrator. These programs are funded solely through federal monies and are restricted by Federal regulations.

Accounting methods: The accounting policies of the Fund conform to generally accepted accounting principles for state housing finance agency enterprise funds. The various programs were established in accordance with the Act, the bond resolutions, or at management's discretion. The financial statements are prepared following the flow of economic resources measurement focus on the accrual basis of accounting, which requires recognition of revenue when earned and expenses when incurred.

The Fund follows Governmental Accounting Standards Board (GASB) Statement No. 20, *Accounting and Financial Reporting for Proprietary Funds and Other Governmental Entities that Use Proprietary Fund Accounting*, and accordingly, does not adopt Financial Accounting Standards Board (FASB) statements and interpretations issued after November 30, 1989, unless the GASB specifically adopts such FASB statements or interpretations.

Cash and cash equivalents: The Fund considers all highly liquid investments with an original maturity of three months or less to be cash equivalents. This includes cash, certificates of deposit, short-term agency notes, collateralized repurchase agreements, and deposits with the West Virginia Board of Treasury Investments (WVBOTI). Under arrangements relating to collateralized repurchase agreements, third parties hold the underlying securities and monitor the market values of such securities so that the market value of the collateral pledged is maintained at a minimum of 102% of the amount of the repurchase agreements.

Mortgage loans held for sale: In its Secondary Market Program, the Fund purchases and sells fixed-rate and adjustable-rate mortgage loans, primarily to government agencies, on a servicing retained basis. Mortgage loans held for sale, including commitments to purchase and sell loans, are carried at the lower of aggregate cost or market. The sale price is determined at the date of commitment and the commitment period generally ranges from 30 to 90 days. At June 30, 2010, the Fund had commitments to originate loans of $14,320,000, net of estimated fallout, and commitments to sell loans of $10,141,000.

Restricted cash and cash equivalents represents monies the Fund holds on behalf of others, restricted by the Act or by the bond resolutions. Included in this line item are tax and insurance escrows held on behalf of the Fund's various mortgagors, owner's equity held on behalf of multifamily developers for construction costs and payments collected on mortgages for which the Fund acts as servicer only. The Fund is obligated to expend these monies on escrowed items or remit them to the appropriate investors in the case of mortgage loans serviced for the benefit of others. Also included in *Restricted cash and cash equivalents* are federal housing program funds for which the Fund acts as grantee or agent. The total funds held on behalf of others were $16,060,000 at June 30, 2010 and $15,970,000 at June 30, 2009. *Restricted cash and cash equivalents* to be used for the acquisition of noncurrent assets, such as mortgage loans or investments, are classified as *Noncurrent assets*.

Mortgage loans, net of allowances for losses: These loans consist primarily of unrestricted mortgage loans made under the General Account and Other Loan Programs. The Fund provides for possible losses on loans based on management's review of potential problem loans. The allowance for loan losses is shown below.

(Dollars in thousands)	June 30, 2010			June 30, 2009		
	Loan Balance	**Allowance**	**Net**	**Loan Balance**	**Allowance**	**Net**
Unrestricted Mortgage Loans:						
General Account	$ 10,288	$ (1,421)	$ 8,867	$ 3,919	$ (1,079)	$ 2,840
Other Loan Programs	56,686	(11,701)	44,985	59,521	(10,918)	48,603
Total	$ 66,974	$ (13,122)	$ 53,852	$ 63,440	$ (11,997)	$ 51,443

Other assets include accounts receivables, foreclosed properties and properties owned, net of an allowance for estimated probable declines in net realizable value. Also included in *Other assets* is land and an office building owned by the Fund stated at its original cost of $1,100,000, net of accumulated depreciation on the building of $880,000. The building is fully depreciated. In fiscal year 2009, the Fund purchased land for $1,810,000 in anticipation of constructing a new office building on the site. This amount is also included in *Other assets*. Construction is expected to begin during fiscal year 2011. Capital assets are not separately presented in the financial statements due to immateriality.

(Dollars in thousands)	June 30, 2010			June 30, 2009		
	Balance	Allowance	Net	Balance	Allowance	Net
Other Assets:						
Accounts receivable	$ 576	$ (5)	$ 571	$ 541	$ (2)	$ 539
Land and office building	2,551	(20)	2,531	2,176	(28)	2,148
Foreclosed property	49	(48)	1	136	(136)	-
Total	$ 3,176	$ (73)	$ 3,103	$ 2,853	$ (166)	$ 2,687

Office furniture, equipment, and improvements are charged to operations when purchased; accordingly, no depreciation or amortization for these items is included in the financial statements. If such assets were capitalized and depreciated over their estimated useful lives, there would be no material effect on the accompanying financial statements.

Restricted investments: The Fund established guidelines for the investment of its funds to meet the requirements of the bond resolutions and the Act. Currently, investments consist primarily of United States government and agency obligations, investment agreements and certificates of deposit with maturities greater than 90 days.

Investment securities are recorded at fair value, based on quoted market prices, and a portion of the unrealized gains or losses is reported in the Statements of Revenues, Expenses, and Changes in Net Assets as part of *Net investment earnings* as more fully explained in *Note C – Cash and Investments*.

Restricted mortgage loans, net of allowance for losses includes loans originated under the General Account, the Bond Programs, Land Development Program, and Federal Programs as well as loans held in the Bond Insurance Account.

The allowance for loan losses in these programs is shown below.

(Dollars in thousands)	June 30, 2010			June 30, 2009		
	Balance	Allowance	Net	Balance	Allowance	Net
Restricted Mortgage Loans:						
General Account	$ 1,605	$ (1,596)	$ 9	$ 1,640	$ (1,610)	$ 30
Land Development	5,161	(1,146)	4,015	5,428	(852)	4,576
Bond Insurance Account	13,536	(602)	12,934	14,814	(513)	14,301
Housing Finance Bond Program	792,357	(9,001)	783,356	842,395	(9,137)	833,258
Federal Programs	82,180	(26,410)	55,770	79,815	(23,625)	56,190
Total	$ 894,839	$ (38,755)	$ 856,084	$ 944,092	$ (35,737)	$ 908,355

Federal Programs include HOME, which is designed to assist very low-income borrowers and to provide capacity building funds for nonprofit housing organizations. The funds provided to these nonprofits will only be repaid if the nonprofit fails to provide the services required as a condition of receiving HOME funds. Therefore, these HOME loans are recorded as restricted mortgage loans with a corresponding 100% loss allowance in the Statements of Net Assets.

Most loans in the Bond Programs are protected against loss by collateralization and various federal and private insurance programs. Repayment of certain multifamily rental project loans is dependent, in part, upon rental and interest subsidy programs of HUD.

Restricted other assets include certain foreclosed properties, properties developed for flood activities, other land for restricted housing purposes, and miscellaneous receivables, net of an allowance for estimated probable declines in the net realizable value. These assets are restricted subject to the provisions of the bond resolutions, the Act, or federal regulations.

(Dollars in thousands)	June 30, 2010						June 30, 2009					
	Balance		Allowance		Net		Balance		Allowance		Net	
Restricted other assets:												
Accounts receivable	$	220	$	(166)	$	54	$	277	$	(166)	$	111
Land		3,040		(2,380)		660		3,265		(2,465)		800
Foreclosed property		6,937		(1,633)		5,304		5,943		(1,496)		4,447
Total	$	10,197	$	(4,179)	$	6,018	$	9,485	$	(4,127)	$	5,358

Accounts payable and other liabilities includes amounts held on behalf of others as explained in *Note A* - *Restricted cash and cash equivalents*, amounts due to vendors, and rebateable investment earnings.

Federal program advances are federal housing program funds for which the Fund acts as grantee or agent to originate mortgages under the HOME program.

Restricted net assets: Net assets of the Bond Programs are restricted to meet specified reserve and funding provisions in accordance with the bond resolutions. Net assets of the Land Development Program and Bond Insurance Account are restricted in accordance with the Act. Federal Programs are restricted due to requirements of HUD as the grantor agency. When both restricted and unrestricted resources are available for use, it is generally the Fund's policy to use restricted resources first, and then unrestricted resources as they are needed.

Operating revenues and expenses: The Fund classifies operating revenues and expenses based on the services provided by the Fund and its ongoing operations. This includes such activities as mortgage lending, administration of federal financial awards programs, property management and development, and other related program activities. *Net investment earnings* and interest on debt are reported as *non-operating revenues and expenses*.

Pass-through grant revenue and pass-through grant expense: The Fund receives grants and other financial assistance from HOME and the HAPs Programs to transfer or spend on behalf of various secondary recipients. These amounts are considered pass-through grants and are reported in the financial statements as revenue and expense when funds are disbursed to the subrecipient.

Fee revenue consists primarily of loan servicing fees on mortgage loans serviced by the Fund, administration fees earned from the HAPs Program, financing fees, tax credit fees, secondary market fees, prepayment penalties on multifamily loans and deferred document penalty fees.

The Fund services all loans in its portfolio as well as loans on behalf of others totaling approximately $1,364,000,000 and $1,394,000,000 at June 30, 2010 and 2009, respectively. Of this total, the portfolio serviced by the Fund on behalf of others approximated $394,299,000 and $372,914,000 at June 30, 2010 and 2009, respectively.

Other revenues consist primarily of rental income, gains on sale of mortgages in the Secondary Market Program, gains on sales of foreclosed properties acquired through the Fund's mortgage lending activities, and other miscellaneous revenue items.

Loan fees expense includes fees paid to lenders for the origination of mortgage loans. In addition, loan fees expense includes the cost of acquiring the servicing rights to mortgage loans owned by the Fund and loans owned by others, primarily Fannie Mae. Since such costs are expensed as incurred, no purchased mortgage servicing right is capitalized. The impact of not capitalizing the present value of net future servicing revenues, less amortization, over the estimated lives of the underlying mortgage loans, is not material to the accompanying financial statements.

Program expenses primarily consist of disbursements made under the Fund's various programs, provisions for mortgage loan losses and costs of bond issuance. The Fund expenses bond issuance costs in the period the related bonds are issued and it does not amortize the costs. Expensing debt issuance costs in the period of borrowing does not materially affect the accompanying financial statements. *Program expenses* also include daily operating expenses of the office building owned by the Fund and certain foreclosed multifamily properties the Fund owns and manages.

Administrative expenses, net include salary, benefits, and other operating expenses related to the daily operations of the Fund. When an expense is incurred, the expense is charged to the program or account for which it is directly applicable, whether restricted or unrestricted. Indirect expenses are allocated to programs and accounts based on a percentage of the program's or account's direct salary cost.

NOTE B – ASSETS FOR RESERVED AND OTHER PURPOSES

Assets and revenues of the Bond Programs are subject to the provisions of the bond resolutions and are available for other purposes only to the extent they are not required to meet specified reserve and funding provisions of the resolutions. The Fund, to the extent such monies become available under the terms of the resolutions, has pledged to maintain the net assets of its Bond Programs at a level to preserve the Fund's bond ratings. In the event that the Fund fails to comply with the terms of the bond resolutions the holders of such obligations would have recourse to the unrestricted assets of the Fund.

Assets of the General Account and Other Loan Programs are principally unrestricted and may be transferred to other programs subject to the approval of the Fund's management or Board of Directors. The Fund has committed $9,490,000 from Other Loan Programs for various loans at June 30, 2010. These amounts are included in *Unrestricted net assets*. The Fund is actively accepting applications from prospective recipients to originate loans from amounts allocated by the Board of Directors from Other Loan Programs.

The Board of Directors has also allocated $1,000,000 of the *Unrestricted net assets* for the "Directors' and Officers' Insurance Account" for the purpose of providing indemnification for the directors and officers of the Fund. The fiscal year 2011 estimated administrative budget of $11,000,000 will be provided from the *Unrestricted net assets* and from future revenues of the Fund.

NOTE C – CASH AND INVESTMENTS

The Fund actively invests cash in conformity with the Act, the Bond Programs and the Board approved Investment Policy. Permitted investments include a wide variety of securities and obligations such as certain corporate deposits, money market accounts, investment agreements or repurchase agreements with primary government dealers, direct obligations or obligations guaranteed by the State, United States government securities, or federal agency securities. Currently, the Fund's investments consist primarily of United States government or agency securities, FDIC insured Certificates of Deposits or collateralized certificates of deposit. The Investment Policy also permits the Fund to invest a maximum of $35,000,000 with the WVBOTI of which a maximum of $20,000,000 can be invested in the West Virginia Money Market Pool. The reported value of the deposits with the WVBOTI is the same as the fair value of the pool shares. The WVBOTI operates in accordance with applicable State laws and regulations. The following is a detail of the Fund's investments by type:

(Dollars in thousands)		June 30, 2010		June 30, 2009	
	Weighted Avg Maturity	Amortized Cost	Estimated Fair Value	Amortized Cost	Estimated Fair Value
Repurchase agreements	63 days	$ 5,969	$ 5,969	$ 4,064	$ 4,064
Fannie Mae MBS pools	20.55 years	5,892	6,391	6,901	7,205
Federal agency securities	14.10 years	75,590	86,842	75,041	82,502
U.S. Treasury securities	11.94 years	6,311	8,573	6,524	8,320
West Virginia Parkways Authority VRDO	8.80 years	1,400	1,400	-	-
Mortgages held for investment purposes	22.16 years	17,205	17,205	19,420	19,420
Demand Deposits, Money Market Funds	1 day	82,863	82,863	67,649	67,649
Collateralized CDs	168 days	3,500	3,500	8,735	8,735
FDIC Insured CDs	123 days	16,000	16,000	20,526	20,526
WVBOTI deposits	1 day	7,410	7,410	18,083	18,083
US Treasury Escrow, Money Market Funds	31 days	100,056	100,056	-	-
Total investments, including cash equivalents		$ 322,196	$ 336,209	$ 226,943	$ 236,504

Interest Rate Risk –The Investment Policy limits the weighted average maturity of various fund types as shown in the following chart. The Act does not provide for investment maturity limits. Reserve funds are the capital reserve investments required for the Bond Programs which are currently invested in long-term U.S. Government and government agency obligations. The Bond Insurance Account, which provides additional reserves for the payment of the Housing Finance Bonds and the New Issue Program Bonds, is currently invested in U.S. Government and government agency obligations as well as mortgage loans for investment purposes and certificates of deposit. Other funds consist of bond revenues to be used for debt service on the outstanding bonds, bond proceeds for the purchase of mortgage revenue bond loans, Other Loan Program funds and general operating funds. Other funds are primarily invested short-term to meet program-funding needs and to provide for daily operational costs of the Fund. Funds held for others consist of single family and multifamily escrow funds as well as amounts to be remitted to others. The Fund has both the intent and the ability to hold long-term securities until final maturity and is therefore limited in its exposure to interest rate risk on these long-term obligations.

	Permitted Maturity Limit	Average Maturity as of June 30, 2010
Reserve Funds	30 Years	14 years
Bond Insurance Funds	15 Years	12 years
Other Funds	4 years	1 year
Funds Held for Others	1 year	1 day

Credit Risk – Although permitted by the Act, the Fund's Investment Policy prohibits investment in other State and Local obligations and also prohibits investment in corporate debt instruments. The Fund's Investment Policy additionally requires repurchase agreements to be invested with banks or primary dealers which are rated or provide the necessary collateral to maintain the Fund's bond, note and issuer ratings. Furthermore the Investment Policy limits collateral for repurchase agreements to direct federal and federally guaranteed obligations, and federal agency obligations.

As of June 30, 2010, the Fund's investments in the WVBOTI are rated AAA. Repurchase agreements are collateralized by Fannie Mae securities, which are rated AAA. Federal agency securities consist of Fannie Mae, Federal Farm Credit Bank, Federal Home Loan Bank and Freddie Mac all of which are rated AAA. Fannie Mae MBS pools are also rated AAA. Certificates of deposit are either FDIC insured through the Certificate of Deposit Account Registry Service (CDARS) or collateralized with an irrevocable standby letter of credit issued by the Federal Home Loan Bank of Pittsburgh, which is rated AAA. Money Market Funds are invested in the Federated Government Obligations Fund and are rated AAA. Mortgages held for investment purposes are not rated.

Concentration of Credit Risk – The Investment Policy limits the percentage of the investment portfolio that may be invested in various types of issuers as indicated in the chart below. Underlying collateral for repurchase agreements is used in determining the percentage of the permitted investments. The Act does not limit the percentage of investments in any permitted investment type.

As of June 30, 2010 (Dollars in thousands)	**Maximum of Portfolio**	**Invested Funds**	**% of Total Investment**
Direct Federal Obligations	100%	$ 6,311	3%
Federal Agency Obligations	90%	87,451	42%
Federally Guaranteed Obligations	100%	-	0%
Demand Deposits, Time Deposits	30%	41,041	20%
Collateralized CDs	$20,000	3,500	2%
CDARS FDIC Insured CDs	$35,000	16,000	8%
West Virginia Obligations	15%	1,400	1%
Mortgages Held for Investment Purposes	30%	17,205	8%
Money Market Funds	25%	29,515	14%
WVBOTI deposits	$35,000	3,657	2%
TOTAL		$ 206,080	100%
US Treasury Escrow Money Market/Mutual Funds*	N/A	100,056	
Funds Held for Others *	N/A	16,060	
TOTAL INVESTED FUNDS		$ 322,196	

* Investments persuant to U.S. Treasury program requirements and funds held for others not applicable to limit calculations.

Custodial Credit Risk – Deposits - The Act requires all deposits to be FDIC insured or fully collateralized by permitted investments. The Investment Policy further limits the securities permitted as collateral for amounts in excess of FDIC insurance to direct federal or federally guaranteed obligations, federal agency, or State of West Virginia obligations. On October 14, 2008, FDIC announced its temporary Transaction Account Guarantee Program, providing depositors with unlimited coverage for certain deposit accounts, which provided additional FDIC coverage on the Fund's deposits. This program is scheduled to end on December 31, 2010.

The Fund's cash, including escrow funds, had a carrying value of $82,863,000 and $67,649,000 as of June 30, 2010 and 2009, respectively. Bank balances approximated $83,375,000 and $68,158,000 as of June 30, 2010 and 2009, respectively, of which approximately $24,330,000 and $26,316,000 was covered by federal depository insurance as of June 30, 2010 and 2009, respectively, and $30,262,000 and $16,556,000 was either collateralized with securities pledged to the Fund and held by the trust department of the pledging financial institution or held and pledged to the Fund by the pledging financial institution's agent as of June 30, 2010 and 2009, respectively. Also included in the bank balances above are trust account Money Market Fund balances of $28,783,000 and $25,286,000 as of June 30, 2010 and 2009, respectively, which are not subject to custodial credit risk.

Custodial Credit Risk – Investments – The Investment Policy requires purchased securities be physically delivered to the Fund's custodian or trustee or, in the case of book-entry securities, registration books shall designate the custodian or trustee. The Investment Policy also requires collateral for repurchase agreements be delivered to a third party custodian or in the case of book-entry securities, be registered to the Fund. All U.S. government and agency obligations owned by the Fund are registered in the Fund's name or the Fund's designated trustee. All repurchase agreements and investment contracts are tri-party agreements where third parties hold the underlying securities on behalf of the Fund. The Act does not address custodial credit risk for investments.

Mortgages held for investment are included in *Mortgage loans, net of allowances* and *Restricted mortgage loans, net of allowances* on the Statement of Net Assets. Investments are included at estimated fair value in the accompanying financial statements as follows:

(Dollars in thousands)	June 30, 2010	June 30, 2009
Cash and cash equivalents	$ 25,902	$ 19,880
Current restricted cash and cash equivalents	146,884	55,031
Noncurrent restricted cash and cash equivalents	24,912	19,884
Restricted investments	117,806	115,008
Investments	3,500	7,281
Plus mortgages held for investment purposes	17,205	19,420
Total Investments and cash equivalents	$ 336,209	$ 236,504
Less unrealized gains	14,013	9,561
Total Invested Funds	$ 322,196	$ 226,943

In accordance with GASB 31 at June 30, 2010, the Fund has an unrealized gain on investments of $14,013,000. This represents a $4,452,000 increase from the June 30, 2009 unrealized gain on investments. A portion of this unrealized gain, $1,051,000 is recorded as a liability. This portion is recorded as a liability because, if this gain were realized, it would increase excess rebateable investment earnings pursuant to Section 103A of the Internal Revenue Code, as amended (the Code). To adjust the fair value of investments to reflect this unrealized gain at June 30, 2010 and to properly reflect the rebate liability, a $4,226,000 increase was recorded in *Net investment earnings* in the Statements of Revenues, Expenses, and Changes in Net Assets for year ended June 30, 2010.

NOTE D – BONDS PAYABLE

The Act authorizes the Fund to issue bonds and notes for its various programs in an aggregate principal amount not to exceed $1,250,000,000 outstanding at any one time, exclusive of refunded obligations. Bonds and notes issued by the Fund are considered obligations of the Fund and are not deemed to constitute a debt or liability of the State.

The proceeds from the Fund's Bond Programs are used to finance mortgage loans to eligible State borrowers and to establish certain reserves as required by the resolutions. The mortgage loans are secured by deeds of trust and approximately 80% of all loans are subject to coverage under federal or private mortgage insurance or guarantee programs. All bonds are secured by a pledge of all mortgage loan repayments, all proceeds of federal or private mortgage insurance, interest received on any monies or securities held pursuant to the resolutions, and the rights and interest of the Fund in and to the mortgage loans. Principal and interest paid on bonds and notes payable for the years ended June 30, 2010 and 2009 were $104,745,000 and $104,892,000, respectively and the total pledged revenues were $134,279,000 and $140,439,000, respectively.

To reduce its debt expense, the Fund redeems bonds from prepayments of the mortgages in its portfolio when it is prudent to do so. The Code permits the Fund to issue new bonds or notes to replace some of those bonds redeemed early from prepayments. This enables the Fund to issue debt in excess of the bond volume cap allocated to it by the State if required.

In October 2009, the U.S. Treasury announced a plan designed to aid state housing finance agencies to access the housing bond market. The program was offered under the Housing and Economic Recovery Act (HERA) passed in July 2008. To participate in the U.S. Treasury plan, the Fund adopted a new bond resolution titled the General New Issue Bond Program Resolution. Bonds under this program are to be issued in two parts. In December 2009, convertible option bonds were sold to the U.S. Treasury in the amount of $100,000,000. Proceeds of these bonds were deposited in a trust account approved by the Treasury. During calendar 2010, the second part of the bond transaction is to convert the bonds into long-term single family housing bonds the proceeds of which will be used to purchase single family mortgage loans. If the bonds are not converted to long-term bonds by December 31, 2010, the convertible option bonds must be redeemed using the proceeds on deposit with the Trustee. Due to low demand for the Fund's mortgage loans in the current market environment, none of bonds have been converted to long-term bonds as of June 30, 2010 and no mortgages have been made under this program. The U.S. Treasury is considering an extension of the long-term conversion date beyond December 31, 2010.

The On-Site Systems Loan Program (the OSLP) was created in September 2007 in partnership with the West Virginia Department of Environmental Protection (the DEP). Under this program the Fund may borrow up to $1,000,000 from the DEP Clean Water Revolving Loan Fund. These funds will then be loaned to State residents to upgrade, replace or repair inadequate septic systems. The Fund is obligated to repay the amount borrowed from the DEP only to the extent the Fund receives payments from loan recipients. At June 30, 2010, *Bonds & notes payable - noncurrent* include a $461,000 note payable due to DEP related to this program under Other Loan Programs.

The following charts summarize bond and note activity from 2009 to 2010 and 2008 to 2009, respectively.

(Dollars in thousands)

	Outstanding June 30, 2009	Debt Issued	Debt Paid	Early Redemptions	Amortization of Premium	Reclassification from noncurrent to current	Outstanding June 30, 2010
Bonds payable - current	$ 32,095	$ 100,000	$ (19,170)	$ (11,785)	$ -	$ 131,070	$ 232,210
Bonds & notes payable - noncurrent	690,570	-	(28)	(39,800)	(490)	(131,070)	519,182
Total	$ 722,665	$ 100,000	$ (19,198)	$ (51,585)	$ (490)	$ -	$ 751,392

(Dollars in thousands)

	Outstanding June 30, 2008	Debt Issued	Debt Paid	Early Redemptions	Amortization of Premium	Reclassification from noncurrent to current	Outstanding June 30, 2009
Bonds payable - current	$ 24,835	$ -	$ (21,805)	$ (3,255)	$ -	$ 32,320	$ 32,095
Bonds & notes payable - noncurrent	735,342	30,250	(11)	(42,140)	(551)	(32,320)	690,570
Total	$ 760,177	$ 30,250	$ (21,816)	$ (45,395)	$ (551)	$ -	$ 722,665

The following is a summary of the notes outstanding in Other Loan Programs and bonds outstanding in the Housing Finance Bond Program and the New Issue Bond Program:

	Original Amount Authorized	Outstanding at June 30, 2010	2009
	(Dollars in thousands)		
OTHER LOAN PROGRAMS			
Notes Payable (0.00%) [(1)]	$ 500	$ 461	$ 489
HOUSING FINANCE BOND PROGRAM			
1997 Series C (5.75%), due 2017-2026	46,040	36,770	36,770
1998 Series A & B (4.95% to 5.30%), due 2010-2022	86,855	39,335	44,170
1998 Series F (5.70%), due 2010-2013	2,235	710	890
1999 Series A & B (4.65% to 5.00%), due 2010-2019	50,000	15,100	17,575
2000 Series C (6.00%), due 2010-2034	35,000	34,760	34,760
2000 Series D - N/A	7,500	-	1,375
2001 Series A & B (4.55% to 5.00%), due 2010-2015	65,000	13,090	16,950
2001 Series C (5.20%), due 2012-2032	50,000	50,000	50,000
2001 Series D (5.20% to 5.25%), due 2017-2025	79,665	29,900	31,900
2002 Series B & C - N/A	40,035	-	12,640
2003 Series A (4.75%), due 2013-2039	25,000	25,000	25,000
2003 Series B (4.90%), due 2014-2039	17,500	17,500	17,500
2003 Series C (4.00%), due 2010-2013	16,800	5,000	6,520
2004 Series A (4.40%), due 2010-2033	30,000	22,200	23,985
2004 Series B (4.90%), due 2010-2032	20,000	13,985	16,165
2004 Series C (4.35%), due 2010-2034	35,000	28,140	30,035
2005 Series A (4.375%), due 2010-2034	30,000	24,100	25,695
2005 Series B (4.40%), due 2010-2032	60,110	40,735	46,880
2005 Series C (4.50%), due 2010-2034	30,000	23,880	26,940
2006 Series B (4.70%), due 2010-2040	30,000	28,610	29,025
2006 Series C (5.00%), due 2010-2039	40,000	31,810	36,985
2006 Series D (3.85% to 5.75%), due 2010-2037	35,000	28,895	31,820
2007 Series A (3.875% to 5.50%), due 2010-2037	60,000	50,780	55,645
2007 Series B (4.25% to 6.00%), due 2010-2037	40,000	34,845	37,795
2007 Series C (3.80% to 5.75%), due 2010-2038	35,000	30,300	32,185
2008 Series A (3.90% to 5.25%), due 2010-2023	20,000	12,780	19,775
2008 Series B (variable) due 2030-2038 [(2)]	10,000	10,000	10,000
NEW ISSUE BOND PROGRAM			
2009 Series A (variable) due 12/31/2010 [(3)]	100,000	100,000	-
Total bonds payable, excluding unamortized premium		748,225	718,980
Unamortized bond premium, net		2,706	3,196
Total notes payable		461	489
Total bonds & notes payable, net of unamortized premium		$ 751,392	$ 722,665

[(1)] Payments are due to the DEP as the Fund receives payments from OSLP loan recipients.

[(2)] 2008 Series B Bonds are $10,000,000 variable rate debt adjusted weekly.

[(3)] 2009 Series A Bonds are $100,000,000 variable rate debt adjusted weekly.

Total bonds payable does not include $10,520,000 in special obligation bonds issued by the Fund as a conduit issuer. These special obligation bonds are secured by loan payments and deeds of trust on three projects. None of the Fund's assets or revenues are pledged to the payment of these special obligations. Furthermore, these special obligations are not secured by the Fund's general obligation debt pledge or its moral obligation and are not included in the Fund's financial statements.

The following is a summary of scheduled annual principal and interest for bonds in the Bond Programs for the five years commencing July 1, 2010 and thereafter to maturity.

Bonds Maturing During Year Ending June 30:	Principal		Interest	Total
		(Dollars in thousands)		
2011	$ 232,210	(1)	$ 28,343	$ 260,553
2012	23,285		24,779	48,064
2013	23,210		23,631	46,841
2014	21,635		22,512	44,147
2015	21,410		21,437	42,847
2016-2020	99,525		92,829	192,354
2021-2025	113,670		67,159	180,829
2026-2030	98,070		39,257	137,327
2031-2035	81,390		17,256	98,646
2036-2040	33,135		3,125	36,260
2041-2045	685		16	701
	$ 748,225		$ 340,344	$ 1,088,569

(1) - Includes the maturity of the NIBP Bonds of $100,000,000. Also includes the anticpated refunding of Housing Finance Bonds in the amount of $95,870,000.

Most bonds issued by the Fund are subject to redemption at the option of the Fund prior to maturity at dates and premiums as set forth in the bond resolutions. The Fund redeems bonds prior to their stated maturity dates primarily due to excess program revenues, the prepayments of mortgage loans pledged for the repayment of the bonds, excess amounts in the capital reserve funds, and/or from proceeds of refunding bonds. During the fiscal years ended June 30, 2010 and 2009, the Fund redeemed $51,585,000 and $45,395,000 of bonds, respectively, at redemption prices that approximated their carrying value. The impact of these early redemptions on the financial statements was not material.

In accordance with Section 103A of the Code, the Fund has established allowances for excess rebateable investment earnings. The excess rebateable investment earnings arise due to actual investment yields earned by the Fund being greater than yields permitted to be retained by the Fund under the Code. The Code requires such excess investment earnings to be remitted to the Internal Revenue Service. The Housing Finance Bond Program established liabilities for excess rebateable investment earnings in the amount of $177,000 and $404,000 at June 30, 2010 and 2009, respectively. These amounts are included in *Accounts payable and other liabilities* and represent actual earnings in excess of those permitted by the Code. These amounts are in addition to the $1,051,000 and $825,000 established as a liability at June 30, 2010 and 2009, respectively, for the excess of the fair value of investments over amortized costs as explained in *Note C – Cash and Investments*. Future excess investment earnings may require the establishment of additional liabilities for these and other bond issues.

The Fund has a $15,000,000 line of credit with the Federal Home Loan Bank that is available to use as a warehouse line for the purchase of single family, multifamily, secondary market loans and economic development projects. This line of credit is secured by investments of the Bond Insurance Account and is a general obligation of the Fund. At June 30, 2010, no advances had been drawn on this line of credit, and accordingly, no balance is outstanding.

NOTE E - CONTINGENT LIABILITIES AND RISK MANAGEMENT

Under the terms of certain federal programs, periodic audits are required and certain costs and expenditures may be questioned as not being appropriate under the terms of the program. Such audits could lead to reimbursements to the grantor agencies. Historically, questioned costs have been insignificant. Management of the Fund believes future disallowances, if any, will continue to be insignificant.

The Fund is a defendant in various legal proceedings arising in the normal course of business. In the opinion of management and its legal counsel the ultimate resolution of these proceedings will not have a material adverse effect on the Fund's financial position.

Through its business operations, the Fund is exposed to various risks of loss related to potential loan losses on program mortgages, fire, liability, and employee wrongdoing. To reduce risk of loss on program mortgages, the Fund has various types of mortgage insurance. At June 30, 2010, 45.55% of the Fund's single family Housing Finance Bond Program loans were either VA, USDA Rural Development, or FHA guaranteed. Another 33.78% of these loans carry private mortgage insurance. Substantially all multifamily mortgages are federally insured or guaranteed and/or are subject to HUD Section 8 rental assistance subsidies. There are no mortgage loans outstanding under the New Issue Bond Program as of June 30, 2010.

The Fund is insured against fire for owned assets and liability, and employee negligence through private insurance. Furthermore, key staff members of the Fund are bonded against theft in the aggregate amount of $4,000,000. The Board of Directors has allocated $1,000,000 of the Fund's unrestricted net assets to provide indemnification for the directors and officers of the Fund. Additionally, the Fund has general liability insurance with the State Board of Risk and Insurance Management in the amount of $1,000,000 per occurrence and another $4,000,000 per occurrence with General Star Insurance Company for officers' and directors' indemnity. The Fund pays an annual premium in exchange for such coverage. There have been no significant settlements in excess of insurance coverage during the past three calendar years.

NOTE F - RETIREMENT PLAN

All full-time Fund employees are eligible to participate in the State's Public Employees' Retirement System (PERS), a cost-sharing multiple-employer public employee retirement system. Employees who retire at or after age 60 with five or more years of credited service, or at least age 55 with age and service equal to 80, are entitled to a retirement benefit established by State statute, payable monthly for life, in the form of a straight-life annuity equal to two percent of the employee's final average salary, multiplied by the number of years of the employee's credited service at the time of retirement.

Final average salary is the average of the highest annual compensation received by an employee during any period of three consecutive years of credited service included within ten years of credited service immediately preceding the termination date of employment with a participating public employer or, if the employee has less than three years of credited service, the average of the annual rate of compensation received by the employee during the total years of credited service. The PERS also provides deferred retirement, early retirement, death, and disability benefits. The required contributor's percentage of 10.5% is determined by actuarial advisement within ranges set by statute. As permitted by legislation, the Fund has elected to pay 100% of all costs relating to the Plan, including the employee's 4.5% contribution. Such costs approximated $817,000, $771,000, and $756,000 for the fiscal years ended June 30, 2010, 2009, and 2008, respectively. The PERS issues an annual report, which can be obtained by contacting the West Virginia Consolidated Public Retirement Board.

NOTE G – COMPENSATED ABSENCES AND OTHER POSTEMPLOYMENT BENEFITS (OPEB)

Employees accumulate annual leave balances to maximum amounts ranging from 210 to 420 hours. Most employees receive a 100% termination payment upon separation based upon their final rate of pay. The liability for annual leave is valued at 100% of the balance plus the Fund's share of Social Security and Medicare contributions. The Fund has recorded a liability for accrued vacation for all employees in accordance with GASB Statement No. 16, *Accounting for Compensated Absences*. The liability for annual leave at June 30, 2010 and June 30, 2009 is $531,000 and $517,000, respectively. In lieu of cash payment at retirement, an employee can elect to use accumulated annual leave toward their postemployment health care insurance premium as further explained in Note H.

NOTE H - POSTEMPLOYMENT HEALTHCARE PLAN

Plan Description. The Fund provides certain health care insurance benefits for retired employees. The Fund established the Welfare Benefit Plan (the Plan), an irrevocable trust, for the future costs of these benefits. The assets of the Plan are with an external trustee and, accordingly, no assets or liabilities are reflected in the Fund's financial statements. The Plan is a single-employer defined other postemployment benefit plan administered by the Fund. Substantially all employees may become eligible for these benefits if they reach normal retirement age while working for the Fund. Management of the Fund has the authority to establish and amend benefit provisions to the Plan. The financial statements and required supplementary information for the Plan are included in this note as supplementary information to the Fund's financial statements.

WEST VIRGINIA HOUSING DEVELOPMENT FUND
POSTEMPLOYMENT HEALTHCARE PLAN

STATEMENT OF PLAN NET ASSETS
(Dollars in Thousands)

	June 30, 2010	June 30, 2009
ASSETS		
Restricted cash and cash equivalents	$ 95	$ 123
Restricted accrued interest on investments	15	15
Accounts Receivable	50	103
Total assets	160	241
Restricted investments:		
U.S. Government Securities	2,137	1,209
Federal Agency Securities	1,035	1,755
Total Investments	3,172	2,964
Total assets	3,332	3,205
LIABILITIES AND NET ASSETS		
Current liabilities:		
Accounts payable and other liabilities	-	36
Total current liabilities	-	36
TOTAL NET ASSETS HELD IN TRUST	$ 3,332	$ 3,169
STATEMENT OF CHANGES IN PLAN NET ASSETS		
ADDITIONS		
Contributions - Employer	$ 50	$ 103
Investment Income	124	109
	174	212
DEDUCTIONS		
Benefits	-	36
Administrative Expense	11	10
	11	46
CHANGES IN NET PLAN ASSETS	163	166
NET ASSETS HELD IN TRUST:		
BEGINNING OF YEAR	3,169	3,003
END OF YEAR	$ 3,332	$ 3,169

Funding Policy. The contribution requirements of plan members and the Fund are established and may be amended by the Fund's management. In lieu of cash payment at retirement, an employee can elect to use accumulated annual and accumulated sick leave toward their postemployment health care insurance premium. A retiree may convert two unused leave days into one month's insurance premium for single coverage or three unused leave days into one month's premium for family coverage. Accordingly, the maximum period for which a retiree may be entitled to such benefits would be twelve years. The Fund will pay monthly health insurance premiums of these retirees based on unused sick leave and/or annual leave at the time of retirement until the unused leave is fully utilized or until the retiree reaches the eligible age for Medicare. The Fund's policy is to fund the cost of medical benefits in amounts determined at the discretion of management.

Annual OPEB Cost and Net OPEB Obligation. The Fund's annual OPEB cost (expense) is calculated based on the annual required contribution of the employer (ARC), an amount actuarially determined in accordance with the parameters of GASB Statement 45, *"Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions"* (OPEB). The ARC represents a level of funding that, if paid on an ongoing basis it is projected to cover normal cost each year and amortize any unfunded actuarial liabilities over a period not to exceed thirty years. As of June 30, 2010 the Fund does not have any unfunded actuarial liabilities.

The following table shows the components of the Fund's annual OPEB cost for the year, the amount actually contributed to the Plan, and changes in the Fund's net OPEB obligation to the Plan.

(Dollars in thousands)	June 30, 2010	June 30, 2009
Annual Required Contribution	$ 50	$ 103
Interest on Net OPEB Obligation	-	-
Annual OPEB cost (expense)	50	103
Contributions Receivable*	50	103
Increase in Net OPEB Obligation	-	-
Net Obligation - Beginning of Year	-	-
Net Obligation - End of Year	$ -	$ -

*100% was contributed by the Fund for fiscal years 2010 and 2009 in July 2010 and July 2009, respectively.

Actuarial valuations of an ongoing plan involve estimates of the value of reported amounts and assumptions about the probability of occurrence of events far into the future. Examples include assumptions about future employment, mortality, and the healthcare cost trend. Amounts determined regarding the funded status of the Plan and the ARC are subject to continual revisions as actual results are compared with past expectations and new estimates are made about the future.

Funded Status and Funding Progress. The funded status of the Plan as of January 1, 2010 and January 1, 2007 was as follows:

As of January 1, : (Dollars in thousands)	**2010**	**2007**
Actuarial accrued liability (AAL)	$ 2,114	$ 2,244
Actuarial value of plan assets	3,202	2,678
Plan assets in excess of actuarial accrued liability	$ 1,088	$ 434
Funded ratio (actuarial value of plan assets)	151.5%	119.3%
Covered payroll (active plan members)	$ 5,365	$ 5,259
Excess of plan assets over AAL as a percentage of covered payroll	20.3%	8.3%

Actuarial Methods and Assumptions. Projections of benefits for financial reporting purposes include the types of benefits provided at the time of the valuation and the historical pattern of sharing of benefit costs between the Fund and plan members to that point. The actuarial methods and assumptions used include techniques that are designed to reduce the effects of short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with the long-term perspective of the calculations.

In the January 1, 2010 actuarial valuation, the Entry Age Normal actuarial cost method was used. The actuarial assumptions included a 4.5% investment rate of return (net of administrative expenses), which is a blended rate of the expected long-term investment returns on plan assets and on the Fund's investments calculated on the funded level of the plan at the valuation date, and an annual healthcare cost trend rate of 12% initially, reduced by decrements to an ultimate rate of 5% after five years. Both rates included a 3% inflation assumption. The actuarial value of assets was determined using techniques that spread the effects of short-term volatility in the market value of investments over a five-year period.

NOTE H – SUBSEQUENT EVENTS

On July 1, 2010 the Fund redeemed various Housing Finance Bonds in advance of the scheduled maturities at a par amount of $5,240,000.

On July 22, 2010 the fund sold $130,870,000 Housing Finance Bonds scheduled for closing on August 24, 2010. Bond proceeds in the amount of $95,870,000 will be used to fully redeem the Housing Finance Bond 1998 Series A and B, 1999 Series A and B, and 2000 Series C bonds on or around September 24, 2010 and the Housing Finance Bonds 2001 Series A and B on November 1, 2010. Bond proceeds in the amount of $35,000,000 will be used to originate single family mortgage loans.

On September 1, 2010 the Fund will redeem various Housing Finance Bonds in advance of the scheduled maturities at a par amount of $8,450,000.