

The accompanying financial statements and report are intended for the original recipient. They must be presented in their entirety and may not be modified in any manner.



MONTANA HIGHER EDUCATION
STUDENT ASSISTANCE CORPORATION

FINANCIAL REPORT

JUNE 30, 2017

C O N T E N T S

INDEPENDENT AUDITOR'S REPORT 1 and 2

MANAGEMENT'S FINANCIAL ANALYSIS 3 to 7

FINANCIAL STATEMENTS

Statement of Financial Position 8 and 9

Statement of Activities 10 and 11

Statement of Cash Flows 12 and 13

Notes to Financial Statements 14 through 34

SUPPLEMENTARY INFORMATION

Combining Schedule of Financial Position
Under Bond Indentures 35

Combining Schedule of Activities and
Net Assets Under Bond Indentures 36

Schedule of Reach Higher Montana Activity 37

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Montana Higher Education
Student Assistance Corporation
Helena, Montana

We have audited the accompanying financial statements of the Montana Higher Education Student Assistance Corporation (the Corporation) (a nonprofit organization), which comprise the statement of financial position as of June 30, 2017, and the related statements of activities and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Corporation as of June 30, 2017, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

We have previously audited the Corporation's 2016 financial statements, and our report dated September 15, 2016, expressed an unmodified opinion on those audited financial statements. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2016, is consistent, in all material respects, with the audited financial statements from which it has been derived.

Report on Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The combining schedule of financial position under bond indentures, combining schedule of activities and net assets under bond indentures, and schedule of Reach Higher Montana Activity on pages 35 through 37 are presented for purposes of additional analysis and are not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Management's financial analysis on pages 3 through 7, which is the responsibility of management, includes information of a nonaccounting nature and has not been subjected to the auditing procedures applied in the audit of the financial statements. Accordingly, we do not express an opinion or provide any assurance on it.



Helena, Montana
September 27, 2017

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
MANAGEMENT'S FINANCIAL ANALYSIS
Year Ended June 30, 2017 and Comparative Totals for June 30, 2016

This section of the Montana Higher Education Student Assistance Corporation's (MHESAC or the Corporation) annual financial report presents our discussion and analysis of the Corporation's financial performance during the years ended June 30, 2017 and 2016. Please read the following in conjunction with the Corporation's financial statements and accompanying notes.

MHESAC is a Montana not-for-profit corporation that was incorporated in 1980. MHESAC is supported entirely through earnings on the student loans that it owns. MHESAC's current activities include the Federal Family Education Loan Program (FFELP) student loan servicing and bond management to finance the capital for its FFELP student loan activities and rebates and rate reductions to student loan borrowers as part of its commitment to helping Montana students lower the cost of financing their education. In July 2016, MHESAC took on the oversight and funding for the outreach, grant and scholarship activity previously delivered by Student Assistance Foundation (SAF) and has rebranded those programs as Reach Higher Montana.

Financial Reporting Methodology Overview

This annual report consists of MHESAC's basic financial statements and Management's Financial Analysis, a discussion of results of operations and financial position. The financial statements are presented using accrual basis of accounting.

The basic financial statements include the statement of financial position, which reports the assets owned by MHESAC, its liabilities or what it owes to others and net assets as of its fiscal year end; the statement of activities, which reports the operating net income and change in net assets; and a statement of cash flows, which describes the sources and uses of MHESAC's cash during the year.

It is important to note that although MHESAC's assets and net position are unrestricted per the FASB definition and there are currently no donor imposed restrictions, there are legal agreements in place that place limitations on the use of a significant portion of the assets of MHESAC and a board-restricted endowment. Specifically, there are legal constraints on the assets and net position whose use is restricted by the bond indenture or escrow agreement and they cannot be used for any other purpose. These legal restrictions do not apply to assets and net position that are located in what we call the general fund. The unrestricted assets were either acquired outside of the bond indenture or escrow agreement through general fund operations or from previously restricted funds that have now been released to the general fund via indenture satisfaction such as full redemption of outstanding bond issues.

The board-restricted endowment arose from the contribution of the SAF endowment to MHESAC to use for future programs that MHESAC assumed from SAF. Although it came with no restrictions from SAF, the MHESAC board has restricted it for use to public benefit activities.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
MANAGEMENT'S FINANCIAL ANALYSIS (CONTINUED)
Year Ended June 30, 2017 and Comparative Totals for June 30, 2016

Financial Position Summary

Following is an analysis of MHESAC's financial position at June 30, 2017, with comparative information at June 30, 2016 (000s omitted):

Assets	<u>2017</u>	<u>2016</u>
Cash and cash equivalents	\$ 24,307	\$ 31,683
Educational loans receivable, net	811,681	916,972
Other assets	<u>23,578</u>	<u>16,778</u>
Total Assets	<u>\$ 859,566</u>	<u>\$ 965,433</u>
Liabilities and Net Assets		
Current liabilities	89,374	106,875
Long term debt and obligations	<u>678,752</u>	<u>763,200</u>
Total Liabilities	<u>768,126</u>	<u>870,075</u>
Net assets:		
Escrow/Trust	55,366	61,723
General Fund	35,426	33,635
Board-designated endowment	<u>648</u>	<u>-</u>
Total net assets	<u>91,440</u>	<u>95,358</u>
Total liabilities and net assets	<u>\$ 859,566</u>	<u>\$ 965,433</u>

At June 30, 2017, MHESAC had cash and cash equivalents of over \$24.3 million of which approximately \$19.3 million is limited as to use under the bond indenture or the escrow agreement and another \$648,000 is restricted for the endowment. The remaining \$5.0 million has no restrictions by either donor or legal document. The cash equivalents held by the trustee in the indenture is made up of cash temporarily held by the trustee in short-term investments until the funds are used for debt service. Additionally, cash is held by the trustee for reserve and administration purposes in short-term investments that by definition are cash equivalents. MHESAC believes that the cash position is sufficient to satisfy all operating needs during the next operating cycle and the structured cash flow from the indenture will be sufficient to meet future needs beyond the next fiscal year.

The primary asset, the FFELP student loan portfolio, is made up of different loan types which each have different returns based on a spread to one-month LIBOR. FFELP loans are subject to a guarantee of 97 – 100% depending on the date the loan was originated.

Most of the loans in the MHESAC portfolio are guaranteed at 98%. What this means is that if a borrower defaults on their loan, MHESAC will be reimbursed by a guarantor for 97 – 100% of the loan principal and accrued borrower interest, providing that all required due diligence to attempt to collect the loan was followed by the servicer.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
MANAGEMENT'S FINANCIAL ANALYSIS (CONTINUED)
Year Ended June 30, 2017 and Comparative Totals for June 30, 2016

Financial Position Summary (Continued)

MHESAC carries a reserve for bad debt to manage the risk of the un-guaranteed amount should a loan default. During the fiscal year, MHESAC decreased the reserve for bad debts which reflects its experience that default rates are holding very steady. There is an overall decrease in the total receivables to which it applies. The reserve, which is netted against the student loans receivable for financial statement presentation, decreased from \$547,751 to \$506,810. There is also a discount for student loan purchase of \$51,426 that is netted against the receivable for financial statement reconciliation.

Results of Operations Summary

MHESAC is reporting a negative change in net assets of \$3,917,688 for the fiscal year ended June 30, 2017. Please see the following recap of operating revenue and expenses (000s omitted):

	<u>2017</u>	<u>2016</u>
Revenue	\$ 29,497	\$ 29,443
Expenses	<u>33,415</u>	<u>33,727</u>
Change in net assets	(3,918)	(4,284)
Net assets, beginning of year	<u>95,358</u>	<u>99,642</u>
Net assets, end of year	<u>\$ 91,440</u>	<u>\$ 95,358</u>

The following is an overview of significant changes in financial data from FY 16 to FY 17:

- Cash and equivalents decreased by \$7,376,000
- Net student loan receivables decreased by \$105,291,000
- Debt consisting of bonds outstanding decreased by \$100,779,000
- MHESAC's net assets decreased by \$3,918,000
- Total operating revenues increased by \$54,000
- Total expenses decreased by \$312,000

What the comparative financial statements tell us is that MHESAC's financial health continues to remain on the path that was modeled for it in fiscal year 2012 when it restructured its debt portfolio. Although bonds outstanding decreased significantly during the year, bond interest rose by \$1,751,000 due to the increase in index rates on the variable bonds. The flip side to the rate increase is that although student loans receivable decreased by 11.5% during the year, income on educational loans only decreased by 2.5%. The decrease in total costs is reflective of the change in the servicing arrangement during FY17.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
MANAGEMENT'S FINANCIAL ANALYSIS (CONTINUED)
Year Ended June 30, 2017 and Comparative Totals for June 30, 2016

Results of Operations Summary (Continued)

As a subset of total expenses, servicing and management fees decreased by \$3,531,000. The savings in servicing and management was offset by the increase in bond interest of \$1,751,000. The indenture is structured to survive the life of the bonds and the expected continued rise in future interest rates. Additionally, MHESAC incurred new costs in FY17 for the Reach Higher Montana initiatives that began in the amount of \$2,227,000.

The expense line for bond interest includes \$2,365,126 for bond discount amortization which is a non-cash expense item. Additionally, the revenue line includes a loss on early redemption of bonds in the amount of \$303,924 for the write off of bond discount related to bonds redeemed earlier than scheduled.

Operating revenues from the student loans are variable in nature and were based on the one-month LIBOR rate during fiscal years 2017 and 2016. At the beginning of the year, the one-month LIBOR rate was 0.4651% and at the end of the year it was 1.2239%. As a result, interest earned on student loans was higher in fiscal year 2017 as compared to the previous year relative to portfolio balance. The return was higher due to the increase in the index rate over the course of the year offset by the portfolio decline that was experienced as the student loans continue to amortize.

Long-term Debt Activity

MHESAC had previously issued both tax-exempt and taxable bonds to raise capital for its student loan origination and acquisition activities as more fully described in the accompanying notes to the financial statements. During fiscal year 2012, MHESAC had the opportunity to restructure its debt with the goal of taking out all auction bonds that had been illiquid since 2008 and all fixed rate bonds that paid a significantly higher than market interest rate and structure MHESAC's debt to mitigate any vulnerability to rising interest rates. The 2012 Bonds that were issued in the amount of \$1,164,800,000 met those goals. \$1,145,300,000 of the bonds that were issued were senior bonds and all senior bonds carry a AAA rating by Fitch. Standard & Poor's also rated the 2012 bonds as follows: the Senior Series A2 carry a AAA rating and the Senior Series A3 carry a AA+. The subordinate bonds issued, in the amount of \$19,500,000 are unrated and are held by MHESAC in its general fund. The floating rate notes in Series 2005B and 2006A remain outstanding and carry a Aaa rating by Moody's and Fitch and a AAA rating from Standard & Poor's. The 2006C subordinate bonds in the amount of \$18,000,000 are unrated. Currently, all outstanding bonds are taxable bonds and carry variable interest rates based on either 1-month or 3-month LIBOR rates plus some spread depending on the life of the bond.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
MANAGEMENT'S FINANCIAL ANALYSIS (CONTINUED)
Year Ended June 30, 2017 and Comparative Totals for June 30, 2016

Long-term Debt Activity (Continued)

In the fiscal year that ended June 30, 2017, MHESAC redeemed outstanding bonds with all cash available and allowable by the indenture through scheduled and/or targeted redemptions. Redemptions made totaled \$103,448,000. An analysis of the change to bonds outstanding follows (including \$19,500,000 internally held bonds eliminated in the statement of financial position):

	<u>Current Portion</u>	<u>Long-term Portion</u>
Net bonds outstanding at 7/01/16	\$ 102,301,000	\$ 782,699,565
Scheduled, targeted payments of 2005, 2006 and 2012 Series bonds	(103,448,000)	
Amortization of bond discount	-	2,669,050
Reclassification to current	<u>87,117,000</u>	<u>(87,117,000)</u>
Net bonds outstanding at 6/30/17	<u>\$ 85,970,000</u>	<u>\$ 698,251,615</u>

FINANCIAL STATEMENTS

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
STATEMENT OF FINANCIAL POSITION
June 30, 2017 with Comparative Totals for 2016
(expressed in thousands)

	<u>2017</u>	<u>2016</u>
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	\$ 5,004	\$ 2,875
Investments	1,248	1,502
Accrued interest receivable	170	197
Educational loans receivable, net	1,117	650
Prepaid costs, net of accumulated amortization	66	25
Other assets	198	46
Total Current Assets	<u>7,803</u>	<u>5,295</u>
RESTRICTED ASSETS, CURRENT		
Cash and cash equivalents	19,303	28,808
Accrued interest receivable	14,372	14,608
Educational loans receivable, net	81,638	94,706
Prepaid costs, net of accumulated amortization	26	24
Other assets	1,205	376
Total Restricted Assets, Current	<u>116,544</u>	<u>138,522</u>
NON-CURRENT ASSETS		
Educational loans receivable, net	<u>8,253</u>	<u>8,803</u>
Total Non-Current Assets	<u>8,253</u>	<u>8,803</u>
RESTRICTED ASSETS, NON-CURRENT		
Educational loans receivable, net	720,673	812,813
Prepaid servicing fees	5,645	-
Endowment cash and cash equivalents	648	-
Total Restricted Assets, Non-Current	<u>726,966</u>	<u>812,813</u>
TOTAL ASSETS	<u>\$ 859,566</u>	<u>\$ 965,433</u>

The Notes to the Financial Statements are an integral part of this statement.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
STATEMENT OF FINANCIAL POSITION (CONTINUED)
June 30, 2017 with Comparative Totals for 2016
(expressed in thousands)

	<u>2017</u>	<u>2016</u>
LIABILITIES AND NET ASSETS		
CURRENT LIABILITIES		
Accounts payable and accrued expenses	\$ 2,704	\$ 4,145
Accrued interest payable	622	429
Educational loan revenue bonds payable - current portion	85,970	102,301
Funds held in trust	4	-
Grant Program liability	74	-
Total Current Liabilities	<u>89,374</u>	<u>106,875</u>
LONG-TERM LIABILITIES		
Educational loan revenue bonds payable, net	<u>678,752</u>	<u>763,200</u>
Total Long-Term Liabilities	<u>678,752</u>	<u>763,200</u>
Total Liabilities	<u>768,126</u>	<u>870,075</u>
NET ASSETS		
Unrestricted:		
Escrow/Trust	55,366	61,723
General Fund	35,426	33,635
Board-designated endowment	648	-
Total net assets	<u>91,440</u>	<u>95,358</u>
TOTAL LIABILITIES AND NET ASSETS	<u>\$ 859,566</u>	<u>\$ 965,433</u>

The Notes to the Financial Statements are an integral part of this statement.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
STATEMENT OF ACTIVITIES

For the Year Ended June 30, 2017 with Comparative Totals for 2016
(expressed in thousands)

	<u>2017</u>	<u>2016</u>
Revenue and Support		
Investment income	46	315
Interest on endowment	2	
Unrealized gain on fair mkt valuation	(4)	2
Interest on educational loans	28,808	29,561
Loss on early redemption of bonds	(304)	(439)
Gain on purchase of loans	7	4
Contributions and grants	893	-
	<u>29,448</u>	<u>29,443</u>
Net assets released from restrictions	49	-
Total unrestricted revenue and support	<u>29,497</u>	<u>29,443</u>
 Program Operating Expenses		
Bond interest	16,678	14,927
Servicing fees	6,518	8,139
Trustee fees	127	140
Surveillance fees	38	38
Listing fees	4	17
Borrower rebates	100	110
Consolidation loan fees	7,290	8,078
Uncollectible accounts	318	(107)
Total operating expenses	<u>31,073</u>	<u>31,342</u>
Grants and public purpose program	2,000	-
Total program operating expenses	<u>33,073</u>	<u>31,342</u>
 Fundraising expenses	<u>9</u>	<u>-</u>
 General and Administrative Expenses		
Management fee	-	1,910
Contract labor	149	-
Dues and subscriptions	31	14
Professional services	59	428
Board and officer compensation	16	17
Insurance	28	16
Other	50	-
Total General and Administrative expenses	<u>333</u>	<u>2,385</u>
Total expenses	<u>33,415</u>	<u>33,727</u>
Change in unrestricted net assets	<u>(3,918)</u>	<u>(4,284)</u>

The Notes to the Financial Statements are an integral part of this statement.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
STATEMENT OF ACTIVITIES (CONTINUED)
For the Year Ended June 30, 2017 with Comparative Totals for 2016
(expressed in thousands)

	<u>2017</u>	<u>2016</u>
TEMPORARILY RESTRICTED NET ASSETS		
Revenue and support:		
Contributions	49	-
Net assets released from restrictions	<u>(49)</u>	<u>-</u>
Change in temporarily restricted net assets	<u>-</u>	<u>-</u>
Change in net assets	(3,918)	(4,284)
Net assets at the beginning of the year	<u>95,358</u>	<u>99,642</u>
Net assets at the end of the year	<u>\$ 91,440</u>	<u>\$ 95,358</u>

The Notes to the Financial Statements are an integral part of this statement.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
STATEMENT OF CASH FLOWS

For the Year Ended June 30, 2017 with Comparative Totals for 2016
(expressed in thousands)

	<u>2017</u>	<u>2016</u>
CASH FLOWS FROM OPERATING ACTIVITIES		
Interest received on student loans	\$ 15,918	\$ 18,428
Interest received on investments	480	371
Bond and note interest paid	(14,650)	(12,399)
Bond fees paid	(156)	(154)
Loan fees paid	(7,326)	(8,107)
Contracted management & servicing fees paid	(12,611)	(9,539)
Strategic planning fees paid	(130)	(408)
Administrative expenses paid	(62)	(47)
Grant and public purpose program paid	<u>(1,265)</u>	<u>-</u>
Net cash flows from operating activities	<u>(19,802)</u>	<u>(11,855)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of educational loans	(3,502)	(4,059)
Repayments of educational loans	119,770	123,138
Proceeds from sale of investments	<u>254</u>	<u>(1,502)</u>
Net cash flows from investing activities	<u>116,522</u>	<u>117,577</u>
CASH FLOWS FROM NON-CAPITAL FINANCING ACTIVITIES		
Repayment of bonds	<u>(103,448)</u>	<u>(107,461)</u>
Net cash flows from financing activities	<u>(103,448)</u>	<u>(107,461)</u>
Net change in cash and equivalents	(6,728)	(1,739)
Cash and cash equivalents, beginning of year	<u>31,683</u>	<u>33,422</u>
Cash and cash equivalents, end of year	<u>\$ 24,955</u>	<u>\$ 31,683</u>

The Notes to the Financial Statements are an integral part of this statement.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
STATEMENT OF CASH FLOWS (CONTINUED)
For the Year Ended June 30, 2017 with Comparative Totals for 2016
(expressed in thousands)

	<u>2017</u>	<u>2016</u>
A reconciliation of cash and cash equivalents as shown on the balance sheet for MHESAC follows:		
Cash and cash equivalents	\$ 5,004	\$ 2,875
Restricted cash and cash equivalents	<u>19,951</u>	<u>28,808</u>
Cash and cash equivalents	<u>\$ 24,955</u>	<u>\$ 31,683</u>
A reconciliation of operating income to net cash flows from operating activities follows:		
Operating income	\$ (3,918)	\$ (4,284)
Adjustments to reconcile operating income to net cash flows from operations:		
Uncollectible accounts	(319)	107
Discounted bond accretion	2,365	2,534
Loss on early redemption	304	439
Change in current assets and liabilities:		
Interest receivable	(11,194)	(12,097)
Other assets	(5,825)	1,787
Accounts payable and accrued expenses	(1,364)	(451)
Accrued interest payable	<u>149</u>	<u>110</u>
Net cash flows from operating activities	<u>\$ (19,802)</u>	<u>\$ (11,855)</u>
Supplemental Information:		
Non-cash Investing and Financing Activity:		
Accrued interest capitalized	11,803	\$ 12,178
Student loan borrower rebates granted	<u>99</u>	<u>111</u>
	<u>\$ 11,902</u>	<u>\$ 12,289</u>

The Notes to the Financial Statements are an integral part of this statement.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
NOTES TO FINANCIAL STATEMENTS
June 30, 2017

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

Montana Higher Education Student Assistance Corporation (herein referred to as MHESAC or the Corporation) is a Montana not-for-profit corporation incorporated in 1980. The governor of the State of Montana has designated MHESAC as the sole and exclusive not-for-profit corporation in the State to provide a statewide student loan acquisition program in connection with the guaranteed student loan program provided by the Higher Education Act and Section 103(e) of the Internal Revenue Code. The Corporation was organized exclusively for the purposes of lending and providing funds for the acquisition of student loans and performing procedures for servicing loans. Effective July 1, 2010, the Federal Family Education Loan program (FFELP) was eliminated and replaced by the Federal Direct Loan program. MHESAC will no longer acquire or provide capital for new FFELP student loans. On February 1, 2000, the Corporation sold all its operating assets and transferred its employees to Student Assistance Foundation of Montana (SAF), a Montana not-for-profit corporation. The Corporation and SAF entered into management and servicing agreements, pursuant to which SAF agrees (1) to provide the Corporation with all necessary management and administrative services, including those required to operate the Corporation's student loan program and to perform the Corporation's responsibilities under the Indenture and (2) provide services for MHESAC's Reach Higher Montana Initiative and arrange and perform the delivery of the programs under the initiative.

Income Tax Status

MHESAC is a not-for-profit corporation exempt from taxation under Internal Revenue Code Section 501(c)(3). Accordingly, no provision for income taxes is necessary in the accompanying financial statements.

Basis of Presentation

The financial statements are presented in accordance with accounting principles generally accepted in the United States of America (GAAP) as codified by the Financial Accounting Standards Board (FASB).

The Statement of Cash Flows is presented using the direct method. MHESAC considers the following revenue components to be operating income: interest income derived from investments, cash equivalents and educational loans as well as other miscellaneous income.

Management's Financial Analysis is not required supplemental information under FASB standards. MHESAC has chosen to present this information and it precedes the financial statements.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
June 30, 2017

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Accounting Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reported period. Actual results could differ from those estimates.

Classification of Net Assets

The Corporation reports information regarding its financial position and activities according to three classes: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets. The net assets are reported as follows:

Unrestricted Net Assets – Net assets that are not subject to donor-imposed stipulations.

Temporarily Restricted Net Assets – Net assets subject to donor-imposed stipulations that may or will be met, either by actions of the Corporation or the passage of time. When a restriction expires (that is, when a stipulated time restriction ends or purpose of restriction is accomplished), temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. The Corporation had no temporarily restricted net assets at June 30, 2017.

Permanently Restricted Net Assets – Net assets subject to donor-imposed stipulations that they be maintained permanently by the Corporation, but permit the use of all or part of the income earned on any related investment for general or specific purposes. The Corporation had no permanently restricted net assets at June 30, 2017.

Cash and Cash Equivalents

Cash and cash equivalents includes all checking accounts, money market accounts, and highly liquid securities with a maturity of three months or less at the date of purchase. It also includes cash and liquid investments held by the trustee for the bond financings and cash held in escrow for the general operating fund that is being held in short-term or liquid investments pursuant to the Escrow Agreement among MHESAC, Student Assistance Foundation, and the Escrow Agent, dated May 4, 2012.

Investments

The Corporation has investments in certificates of deposit. These investments are carried at fair value.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
June 30, 2017

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Interest on Educational Loans

The United States Department of Education makes quarterly interest payments on subsidized Stafford and subsidized Consolidation loans until the borrower is required to begin repayment under the provisions of the Higher Education Act. For Stafford loans, repayment generally begins 6 to 9 months after the student completes his/her course of study, leaves school, or fails to carry a minimum academic load. Repayment begins immediately upon full disbursement for Consolidation, PLUS, and SLS loans disbursed prior to July 1, 2008. PLUS loan borrowers with loans disbursed on or after July 1, 2008, may choose to begin repayment 6 months after the student, for whom the parent borrowed the funds, ceases to be enrolled at least half-time. In addition, the United States Department of Education pays the interest for subsidized Stafford and subsidized Consolidation loans during the time a borrower is in an authorized deferment period. Authorized deferment periods are specific situations and statuses determined by the United States Department of Education.

Special Allowance Payments

The United States Department of Education provides a special allowance or subsidy to lenders participating in FFELP if the interest rate is below the guaranteed interest rate. Conversely, if the average yield rate is lower than the interest rate paid by the borrower, then the excess portion of the borrower payment is rebated to the federal government. This allowance is paid on the average quarterly unpaid principal balance of student loans, based on an annual rate equal to the average rate of 91-day U.S. Treasury Bills, 3-month Commercial Paper Rates or One-Month LIBOR for that quarter increased by various rates, depending on loan type and origination date. As of June 30, 2017, rebates of \$9,925,378 were netted in interest on educational loans on the financial statements.

During the year ended June 30, 2010, the Income Based Repayment (IBR) Plan was enacted as part of the College Cost Reduction and Access Act of 2007. IBR is a repayment plan option for borrowers with loans in the Direct Loan Program or FFELP. The IBR plan may result in additional subsidy payments by the federal government on behalf of borrowers and a potential discharge of remaining debt balances at the end of 25 years.

Loan Measurement & Allowance for Uncollectible Loans

Loans held by the corporation are measured at the outstanding principal amount net of any allowance for credit losses or uncollectible amounts. Estimates for uncollectible amounts are based on outstanding principal amounts and portfolio default rates. (See Note 4 for details on Education Loan Receivable and Uncollectible Loans).

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
June 30, 2017

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Escrow/Trust Net Assets

In connection with the issuance of the Series 2012 Bonds, assets were placed in escrow in order to assure that the Corporation will have sufficient funds to pay servicing and management fees over the life of the indenture. Specified cash and student loans (including, without limitation, all principal, interest, special allowance payments, and guarantee or insurance payments with respect thereto) received by MHESAC have been deposited in an escrow account.

Loans held in the escrow total \$6,584,749 net of an allowance for uncollectible accounts of \$3,367. Cash of \$286,712, accrued interest receivable of \$10,939, repayment interest receivable of \$143,142, and other assets of \$12,298 were held in the escrow as of June 30, 2017. Total assets of \$12,013,874 less associated liabilities of \$40,925 equal \$6,996,915, the portion of the unrestricted Escrow/Trust net assets related to the assets held in escrow.

In addition to the escrow funds, MHESAC has prepaid for servicing by funding an escrow account at SAF. This account was set up during the fiscal year that ended June 30, 2017. The purpose is to ensure SAF, as Master Servicer, that funds are available in future years to satisfy the cost of servicing the MHESAC portfolio as it grows smaller through loan amortization. These funds are held in an escrow account by SAF with restriction as to future use. The prepaid servicing fees on the MHESAC books are restricted via legal agreements as to their use in the future. The amount of the prepaid fees at June 30, 2017, total \$5,645,210.

Other Escrow/Trust assets represent revenue bond funds that are required to be expended only as prescribed by the bond indenture. Due to the limited obligation nature of this debt, the funds and accounts established by the indenture are pledged as collateral for the bonds under the indenture. The balance of the unrestricted Escrow/Trust net assets attributable to the revenue bond funds totals \$43,393,281. The Escrow and Trust related net assets, including the prepaid servicing fees total \$55,366,230.

Programs and Endowment

Effective July 1, 2016, MHESAC and SAF entered into an arrangement where MHESAC would take over the oversight and strategic direction for the public purpose benefit programs previously delivered by SAF, with the exception of one limited term grant. MHESAC has rebranded these programs as Reach Higher Montana. SAF will manage and administer, under contract on behalf of MHESAC, the public purpose charitable programs previously conducted directly by SAF.

In July 2016, MHESAC received a donation from SAF of the SAF board designated endowment. This change is also related to MHESAC taking over governance of the public purpose programs SAF had at June 30, 2016. At June 30, 2017, the balance of the endowment was \$647,605.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
June 30, 2017

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Contributions

Contributions are recorded as unrestricted, temporarily restricted, or permanently restricted support, depending on the existence and/or nature of any donor restrictions.

Fundraising Expenses

Fundraising expenses represent the Corporation's public benefit program solicitation efforts.

NOTE 2. CONCENTRATION OF CREDIT RISK

Financial instruments that potentially subject the Corporation to concentrations of credit risk consist of cash and certificates of deposit. MHESAC maintains cash deposits at two financial institutions and invests in certificates of deposits in five other institutions. Accounts at these financial institutions are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 for interest bearing and non-interest bearing accounts. At June 30, 2017, the book balance was \$5,638,733 and bank balance amount of MHESAC deposits was \$5,642,923, with \$3,895,183 exceeding FDIC limits.

NOTE 3. INVESTMENTS

Since the Escrow and Trust assets are governed by a bond indenture and related escrow agreement, the Corporation adheres to the requirements specified within the bond indenture for investment activity of those assets. The Corporation has adopted a formal internal policy related to the investment of the general operating fund activity that is in accordance with the Internal Revenue Code and the prudent expert principle. General operating funds are assets held outside of the bond indenture.

The general operating fund owns \$19,500,000 of the 2012 bonds issued under the MHESAC indenture. This activity is eliminated in the financial statements.

The Corporation follows the guidance established for measuring fair value under GAAP and related disclosure requirements. Fair value is defined by GAAP as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants on the measurement date in the principal or most advantageous market for the specific asset or liability.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
 NOTES TO FINANCIAL STATEMENTS (CONTINUED)
 June 30, 2017

NOTE 3. INVESTMENTS (CONTINUED)

Fair value measurement assumes the highest and best use of the asset by market participants and requires valuation techniques that maximize use of observable inputs and minimize the use of unobservable inputs. The fair value hierarchy prioritizes valuation input into three broad levels.

- Level 1 – Quoted prices in active markets for identical assets or liabilities;
- Level 2 – Significant observable inputs other than Level 1 such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active, or inputs other than quoted prices that are observable or can be corroborated by observable market data. This level input must be observable for substantially the full term of the assets or liabilities;
- Level 3 – Significant unobservable inputs for situations in which there is little, if any, market activity.

Investments held by the Corporation at June 30, 2017, are comprised of certificates of deposit, for which cost approximates fair value. Certificates of deposit are not subject to investment categorization requirements.

The following summarizes investments held at June 30, 2017:

<u>INVESTMENTS</u>	<u>AMOUNT</u>	<u>RATE</u>	<u>MATURITY</u>
Wells Fargo MT Higher Ed 2012–B Security	\$ 19,500,000	1.408%	12/20/2044
Capital One Bank USA	249,926	0.75%	10/06/2017
Comenity Capital Bank	249,792	1.05%	04/04/2018
Bank of the West SF CA	249,702	1.10%	04/11/2018
Wells Fargo Bank NA	249,912	1.25%	05/14/2018
Ally Bank	<u>248,407</u>	1.15%	10/15/2018
	20,747,739		
Less intercompany holding:			
Wells Fargo MT Higher Ed 2012-B Security	<u>(19,500,000)</u>		
TOTAL INVESTMENTS	<u>\$ 1,247,739</u>		

NOTE 4. EDUCATIONAL LOANS RECEIVABLE & ALLOWANCE FOR LOSSES

The educational loans receivable are loan portfolios purchased from various banks and other financial institutions as well as loans originated by MHESAC. Purchased and originated portfolios are accounted for in the same manner. Servicing of these loans is governed by regulations issued by the Department of Education under FFELP.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
June 30, 2017

NOTE 4. EDUCATIONAL LOANS RECEIVABLE & ALLOWANCE FOR LOSSES
(CONTINUED)

The educational loans receivable are classified as student/interim or repayment status. Student/interim status represents the period from the date the educational loan is made until a student is out of school, including the grace period and any authorized deferment periods, at which time repayment status commences. The educational loans receivable are disclosed in the financial statements net of allowances for uncollectible loans.

Educational loans are summarized as follows as of June 30, 2017:

Student/interim status	\$ 170,025,570
Repayment status	<u>642,215,424</u>
Educational loans receivable	812,240,994
Allowance for uncollectible loans	(506,810)
Discount on loan purchase	<u>(51,426)</u>
Educational loans receivable, net	<u>\$ 811,682,758</u>

In addition to the special allowance paid by the federal government on certain loans, payments of principal and interest are made by the borrower using the various rates and terms for loans outstanding. Interest on performing loans is accrued on the outstanding principal balance.

Depending on factors specified in the Higher Education Act, educational loans have either fixed or variable interest rates and various maximum repayment terms. Fixed interest rates to the borrower on Consolidation loans are based upon the weighted average interest rates of the loans consolidated rounded up to the nearest one-eighth or whole percentage depending on the disbursement date. Consolidation loans disbursed on or after November 13, 1997 have a maximum interest rate of 8.25%.

Variable interest rates to the borrower are based upon either the 91 day or one year constant maturity Treasury bill, subject to maximum interest rates ranging from 7.00% to 12.00%. Fixed interest rates range from 3.4% to 8.5% depending on the actual year disbursed and the loan type.

SLS, PLUS, and FISL loans have a maximum repayment term of 10 years. Stafford loans have maximum repayment terms of 10 to 25 years depending on the borrower's original disbursement date and cumulative balance. Consolidation loans have maximum repayment terms of 10 to 30 years depending on the original balance.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
June 30, 2017

NOTE 4. EDUCATIONAL LOANS RECEIVABLE & ALLOWANCE FOR LOSSES
(CONTINUED)

Allowance for Uncollectible Loans

Under contracts with the Montana Guaranteed Student Loan Program (MGSLP), other non-Montana guarantors, and the United States Department of Education, MHESAC is guaranteed reimbursement of principal and accrued interest on defaulted educational loans for which the applicable due diligence procedures have been performed. The Corporation receives 100% reimbursement on loans disbursed prior to October 1, 1993. Loans disbursed on or after October 1, 1993, until June 30, 2006, are reimbursed at 98% and loans disbursed on or after June 30, 2006, are reimbursed at 97%.

The Corporation recognizes an allowance for loan losses in an amount believed to be sufficient to absorb losses inherent in the loan portfolio. This provision is based on the current default rates of each segment of the portfolio funding source that is applied to the non-guaranteed portion of the loan portfolio balance. A provision for uncollectible educational loans has been made for the year ended June 30, 2017.

Defaulted loans are eligible for claims reimbursement after 270 days of delinquency. At this time, default prevention due diligence is conducted in an attempt to prevent the need for claim submission. The Corporation files claim prior to the 360th day of delinquency, the deadline required by the guarantor. Interest is accrued on delinquent loans up to the date of claim payment by the guarantor, if applicable. At June 30, 2017, loans in the amount of \$7,634,904 were classified as delinquent more than 270 days, the stage at which a default claim can be filed.

As of June 30, 2017, MHESAC held a loan portfolio of \$812,240,994. The average default rate for loans serviced by SAF resulted in a provision for uncollectible educational loans of \$506,810 for the year ended June 30, 2017.

Following is a reconciliation of the change in the allowance for uncollectible loans for the year ended June 30, 2017:

Balance, July 1, 2016	\$	547,751
Non-guaranteed write-offs		(7,621)
Collect allowance write-off		(108,482)
Adjustments per allowance policy		<u>75,162</u>
Balance, June 30, 2017	\$	<u>506,810</u>

There is also a discount for student loan purchase of \$51,426 that is also netted against the receivable.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
 NOTES TO FINANCIAL STATEMENTS (CONTINUED)
 June 30, 2017

NOTE 4. EDUCATIONAL LOANS RECEIVABLE & ALLOWANCE FOR LOSSES
(CONTINUED)

Allowance for Uncollectible Loans (Continued)

Loan guarantor rates are considered segments for purposes of GAAP disclosure. Following is a breakdown by loan guarantor rates of the current loan portfolios held at June 30, 2017:

100% Guarantee	\$ 336,388,880
98% Guarantee	474,871,423
97% Guarantee	980,691
Uninsured	-
TOTAL PORTFOLIO	<u>\$ 812,240,994</u>

No changes were implemented in the accounting policies or methodologies during the year ended June 30, 2017, regarding calculation of the allowance for uncollectible loans.

NOTE 5. RELATED PARTY TRANSACTIONS

MHESAC has entered into agreements with SAF to provide management and master loan servicing to MHESAC as more fully described in Note 8. As master servicer, SAF has contracted with a third party sub-servicer to handle the day to day student loan servicing. MHESAC is also related to SAF through its organizational structure. SAF has two of its Board members in common with the Corporation's seven Board members. Effective February 1, 2000, the Corporation transferred, for fair value, all of its operations and non-financial assets including personnel, all furniture and equipment, as well as its interest in the office building to SAF.

NOTE 6. EDUCATIONAL LOAN REVENUE BONDS PAYABLE

Educational Loan Revenue Bonds Payable

The bonds outstanding are summarized in the table below, including the internally held bond in the amount of \$19,500,000:

Bonds outstanding at June 30, 2016, net	\$ 885,000,565
Bond discount amortization during the year	2,365,126
Loss on early redemption of bonds	303,924
Bonds redeemed during the year	<u>(103,448,000)</u>
Bonds outstanding	784,221,615
Less: internal 2012 bond holding	<u>(19,500,000)</u>
Bonds outstanding at June 30, 2017, net	<u>\$ 764,721,615</u>

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
June 30, 2017

NOTE 6. EDUCATIONAL LOAN REVENUE BONDS PAYABLE (CONTINUED)

Educational Loan Revenue Bonds Payable (Continued)

A description of significant terms and conditions of each Student Loan Revenue Bond issue outstanding at June 30, 2017, follows:

<u>Issue</u>	<u>Year End Interest Rate</u>	<u>Original Issue Amount</u>	<u>June 30, 2017</u>
Taxable Floating Rate Bonds:			
2005 Series B Bonds	1.394%	\$ 119,140,000	\$ 32,518,000
2006 Series A Bonds	1.374%	226,775,000	2,109,000
2006 Series C Bonds **	2.412%	30,000,000	18,000,000
2012 Series A-2 Bonds	2.212%	649,000,000	423,608,000
2012 Series A-3 Bonds	2.262%	305,300,000	305,300,000
2012 Series B-1 **	2.412%	<u>19,500,000</u>	<u>19,500,000</u>
Total Bonds		1,349,715,000	801,035,000
Less Discount		<u>(31,625,846)</u>	<u>(16,813,385)</u>
TOTAL BONDS		<u>\$1,318,089,154</u>	<u>\$784,221,615</u>

The Bonds are limited obligations of the Corporation payable solely from and secured by specific revenues and funds as described in the indenture. All of the outstanding bonds are taxable.

** These bonds are classified as subordinate bonds and all other bonds reported have payment and certain other priorities over these bonds.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
June 30, 2017

NOTE 6. EDUCATIONAL LOAN REVENUE BONDS PAYABLE (CONTINUED)

<u>Issue</u>	<u>Original Issue Date</u>	<u>Average Interest Rate from Issuance Date to Current</u>	<u>Maturity Date</u>	<u>Interest Due Status</u>	<u>Variable Rate Basis</u>	<u>June 30, 2017</u>
2005 Senior Series B	5/26/2005	2.05%	6/20/2030	Quarterly	3 month LIBOR + 12 basis points	\$ 32,518,000
2006 Senior Series A	5/3/2006	2.08%	3/20/2024	Quarterly	3 month LIBOR + 10 basis points	2,109,000
2006 Subordinate Series C	5/3/2006	1.52%	12/20/2046	Monthly	1 month LIBOR + 120 basis points	18,000,000
2012 Senior Series A-2	5/4/2012	1.29%	5/20/2030	Monthly	1 month LIBOR + 100 basis points	423,608,000
2012 Senior Series A-3	5/4/2012	1.37%	7/20/2043	Monthly	1 month LIBOR + 105 basis points	305,300,000
2012 Subordinate Series B-1	5/4/2012	1.52%	12/20/2044	Monthly	1 month LIBOR + 120 basis points	<u>19,500,000</u>
						<u>\$ 801,035,000</u>

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
 NOTES TO FINANCIAL STATEMENTS (CONTINUED)
 June 30, 2017

NOTE 6. EDUCATIONAL LOAN REVENUE BONDS PAYABLE (CONTINUED)

Additional Information on Series 2005 – 2006 Bonds

2005 Series B Student Loan Revenue Bonds

The 2005 Series B Bonds expect a principal balance reduction schedule as follows:

2005 B Senior Bonds

Expected Principal Reduction <u>Date</u>	Expected Principal Reduction <u>Amount</u>
September 20, 2017	\$ 2,731,000
December 20, 2017	2,699,000
March 20, 2018	2,670,000
June 20, 2018	<u>2,640,000</u>
Total year ended June 30, 2018	<u>10,740,000</u>
2019	10,264,000
2020	9,741,000
2021	<u>1,773,000</u>
Total	<u>\$ 32,518,000</u>

2006 Series A Student Loan Revenue Bonds

The 2006 Series A Bonds expect a principal balance reduction schedule as follows:

2006 A Senior Bonds

Expected Principal Reduction <u>Date</u>	Expected Principal Reduction <u>Amount</u>
September 20, 2017	<u>\$ 2,109,000</u>

Additional Information on Series 2012 Bonds

The 2012 Series A1, A2, A3 and B1 Student Loan Revenue Bonds, issued May 4, 2012, were taxable issues with the proceeds used to purchase loans from the other financings to provide funds to retire all outstanding bond issues of the indenture except the 2005 Series B, the 2006 Series A bonds, and a portion of the 2006 Series C bonds as well as to purchase an external loan portfolio. See Redemptions section below for details. The Series 2012-A2 and Series 2012-A3 were issued at a discount of \$8,701,565 and \$22,924,281, respectively. A pro-rated portion of the bond discount is written off as the bonds associated bond discount are paid off early. The loss on the early redemption of Series 2012-A2 was \$303,924 in the year ended June 30, 2017, which represents an acceleration of the discount amortization.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
 NOTES TO FINANCIAL STATEMENTS (CONTINUED)
 June 30, 2017

NOTE 6. EDUCATIONAL LOAN REVENUE BONDS PAYABLE (CONTINUED)

Additional Information on Series 2012 Bonds (Continued)

MHESAC owns \$19,500,000 of the 2012 series subordinate bonds as an investment and this amount is eliminated from the financial statements.

Series 2012 –A1 Student Loan Revenue Bonds

The Series 2012 A-1 Bonds were fully redeemed in the year ended June 20, 2014.

Series 2012 –A2 Student Loan Revenue Bonds

The Series 2012-A2 Bonds expect a principal balance reduction schedule as follows:

Series 2012-A2 Senior Bonds

Expected Principal Reduction Date	Expected Principal Reduction Amount
July 20, 2017	\$ 14,888,000
August 20, 2017	7,810,000
September 20, 2017	4,314,000
October 20, 2017	3,682,000
November 20, 2017	6,323,000
December 20, 2017	5,568,000
January 20, 2018	4,962,000
February 20, 2018	4,887,000
March 20, 2018	5,658,000
April 20, 2018	3,540,000
May 20, 2018	7,526,000
June 20, 2018	<u>3,963,000</u>
Total Year ended June 30, 2018	<u>73,121,000</u>
2019	70,406,000
2020	76,382,000
2021	79,257,000
2022	73,133,000
2023	<u>51,309,000</u>
Total	<u>\$ 423,608,000</u>

The anticipated principal reduction amount for future periods includes \$423,608,000 in carryover principal reduction which would have to be paid before any early or special redemptions could be completed on the 2005 or 2006 bonds.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
 NOTES TO FINANCIAL STATEMENTS (CONTINUED)
 June 30, 2017

NOTE 6. EDUCATIONAL LOAN REVENUE BONDS PAYABLE (CONTINUED)

Additional Information on Series 2012 Bonds (Continued)

Series 2012 –A3 Student Loan Revenue Bonds

The Series 2012-A3 Bonds expect a principal balance reduction schedule as follows:

Series 2012-A3 Senior Bonds

Expected Principal Reduction Date <u>Years ended June 30,</u>	Expected Principal Reduction <u>Amount</u>
2023	\$ 15,663,000
2024	61,355,000
2025	56,221,000
2026	51,076,000
2027	43,699,000
2028	36,591,000
2029	30,883,000
2030	<u>9,812,000</u>
Total	<u>\$ 305,300,000</u>

Series 2012 –B1 Student Loan Revenue Bonds

The Series 2012-B1 Bonds expect a principal balance reduction schedule as follows:

Series 2012-B1 Subordinate Bonds

Expected Principal Reduction Date <u>Years ended June 30,</u>	Expected Principal Reduction <u>Amount</u>
2030	\$ 16,188,000
2031	<u>3,312,000</u>
Total	<u>\$ 19,500,000</u>

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
 NOTES TO FINANCIAL STATEMENTS (CONTINUED)
 June 30, 2017

NOTE 6. EDUCATIONAL LOAN REVENUE BONDS PAYABLE (CONTINUED)

2006 Series C Student Loan Revenue Bonds

The 2006 Series C Bonds expect a principal balance reduction schedule as follows:

Series 2006 C Subordinate Bonds

Expected Principal Reduction Date <u>Years ended June 30,</u>	Expected Principal Reduction <u>Amount</u>
2031	\$ 16,622,000
2032	<u>1,378,000</u>
Total	<u>\$ 18,000,000</u>

Retirements

During the year ended June 30, 2017, the Corporation had targeted payments and scheduled redemptions of student loan revenue bonds. These redemptions are summarized in the tables below:

Scheduled Redemptions

<u>Bond Series</u>	<u>Redemption Date</u>	<u>Redemption Amount</u>
2005 Series B	09/20/2016	\$ 2,884,000
2006 Series A	09/20/2016	6,228,000
2005 Series B	12/20/2016	2,850,000
2006 Series A	12/20/2016	6,166,000
2005 Series B	03/20/2017	2,818,000
2006 Series A	03/20/2017	6,005,000
2005 Series B	06/20/2017	2,776,000
2006 Series A	06/20/2017	5,672,000
2012 Series A2	07/20/2016	1,164,000
2012 Series A2	08/20/2016	7,936,000
2012 Series A2	09/20/2016	8,884,000
2012 Series A2	11/20/2016	6,215,000
2012 Series A2	12/20/2016	9,636,000
2012 Series A2	01/20/2017	1,031,000
2012 Series A2	02/20/2017	9,610,000
2012 Series A2	03/20/2017	6,621,000
2012 Series A2	04/20/2017	1,676,000
2012 Series A2	05/20/2017	6,041,000
2012 Series A2	06/20/2017	9,235,000

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
 NOTES TO FINANCIAL STATEMENTS (CONTINUED)
 June 30, 2017

NOTE 6. EDUCATIONAL LOAN REVENUE BONDS PAYABLE (CONTINUED)

Summary of Maturities

The following is a summary of stated maturities for the 2005 and 2006 bonds along with the expected maturities for the 2012 bonds. Interest is calculated using the average bond interest rate since bond issuance dates:

Year Ending <u>June 30</u>	Revenue Bonds <u>Payable</u>
2018	\$ 85,970,000
2019	80,670,000
2020	86,123,000
2021	81,030,000
2022	73,133,000
Thereafter	<u>394,109,000</u>
Total	<u>\$ 801,035,000</u>

Compliance

The bond indenture contains several covenants. These covenants include minimum reserve requirements, restrictions and limitations related to administrative expenses, and requirements for the purchase of educational loans. The Corporation is substantially in compliance with the covenants of the bond indenture outstanding at June 30, 2017.

Per the indenture, when the average of the monthly senior trigger percentage on each of the 6 months preceding monthly payment dates is less than 101.45% or if the average of the monthly subordinate trigger percentage on each of the 6 monthly payment date is less than 90.00%, then no interest will be paid to the subordinate bondholders. In January and February of 2013, the trigger percentages were not met. Interest is accrued monthly using One-Month LIBOR plus 1.2%, until all bonds are paid. The amount of carryover interest in the 2006C subordinate and the 2012 B subordinate at June 30, 2017, is \$46,680 and \$50,569, respectively.

Bond Ratings

As of June 30, 2017, all outstanding MHESAC Senior bonds are rated AAA by Fitch Ratings and the 2012-A2 bonds are rated AAA by Standard & Poor's while the 2012-A3 bonds are rated AA+ by Standard & Poor's Ratings Services. The 2005B and 2006A bonds are also rated Aaa by Moody's. The outstanding subordinate bonds are unrated.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
June 30, 2017

NOTE 7. FAIR VALUE OF FINANCIAL INSTRUMENTS

GAAP requires disclosure of estimated fair values for other financial instruments recognized at amounts other than fair value and the methods used to determine those values. Those values and methodology used to derive them are as follows at June 30, 2017:

	<u>Carrying Amount</u>	<u>Fair Value</u>
Financial assets:		
Cash and cash equivalents	\$ 24,956,157	\$ 24,956,157
Interest receivable	14,541,020	14,541,020
Certificates of deposit	1,247,739	1,247,739
Educational loans receivable	<u>812,240,994</u>	<u>820,243,040</u>
Total financial assets	<u>\$ 852,985,910</u>	<u>\$ 860,987,956</u>
Financial liabilities:		
Interest payable	\$ 621,699	\$ 621,699
Educational bonds payable	<u>784,221,615</u>	<u>798,273,143</u>
Total financial liabilities	<u>\$ 784,843,314</u>	<u>\$ 798,894,842</u>

The following is a description of the methods used to estimate the above fair values:

Cash and Cash Equivalents

The carrying amount for cash and cash equivalents is considered to approximate fair value at June 30, 2017.

Interest Receivable and Payable

The carrying amounts of interest receivable and payable are considered to approximate fair value at June 30, 2017, given their short-term nature.

Investments – Certificates of Deposit and Corporate Issues

The carrying amount of certificates is considered to approximate fair value.

Educational Loans Receivable

The fair value was estimated by discounting the future cash flows using current rates of return on similar assets (market approach). A number of significant inputs into the models are internally derived and not observable to market participants.

Educational Bonds Payable

The fair value of the Corporation's floating rate senior and subordinate Educational Loan Revenue Bonds is based on the brokered market for those bonds at June 30, 2017 (market approach).

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
June 30, 2017

NOTE 8. COMMITMENTS AND CONTINGENCIES

Management and Servicing Agreements

MHESAC has entered into management and servicing agreements with SAF. SAF is the master servicer and has subcontracted with a third party servicer to provide the day to day servicing. SAF will continue to manage the MHESAC business via the management contract in place.

The cost of these services will be an amount equal to the allocable cost incurred by SAF in performing its duties and obligations under the agreements plus fifteen percent of those costs subject to certain minimums and maximums at different periods over the life of the contract. The servicing contract is for the life of the outstanding bonds.

By contract, the fees are payable in advance for each month. Therefore, an estimate is made of anticipated cost levels and SAF bills MHESAC on that basis with a final adjustment to the advance billing based on actual expenses incurred. During the year ended June 30, 2017, SAF billed MHESAC \$7,606,558. At June 30, 2017, the reconciliation for billed and actual costs resulted in a balance payable by MHESAC of \$22,554.

Escrow Agreement

MHESAC has entered into an escrow agreement with SAF in order to assure there will be sufficient funds to pay future monthly management and servicing fees. SAF established an escrow account for the purpose of receiving and holding escrow property. Wells Fargo Bank was appointed as the escrow agent and is authorized and directed to hold and invest the escrow property. All interest and other earnings on the escrow property shall be deposited in the escrow account. The escrow is held as an asset by SAF.

Deposits made monthly into the escrow account represent the amount, if any, by which the monthly billing from SAF to MHESAC (at 60 basis points annually of the outstanding student loan portfolio) exceeds the actual allocated costs of SAF in performing its duties and obligations under the contracts for management and master servicing.

In September 2016, an initial deposit from MHESAC General Fund Escrow of \$4,976,034 was made into the escrow account. The deposit was a calculated amount based on cash flow projections from the MHESAC Indenture. The amount represents an initial balance that, when added to expected increases to the escrow in the coming years, will ensure sufficient funds to pay for servicing and management in future years when the MHESAC portfolio has amortized to the point where it no longer produces sufficient cash to cover its servicing and management obligations. During the year an additional \$669,176 was added to escrow from amounts collected from MHESAC in excess of the monthly management and servicing fees based on the allocated costs plus 15%.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
June 30, 2017

NOTE 8. COMMITMENTS AND CONTINGENCIES (CONTINUED)

Escrow Agreement (Continued)

At June 30, 2017, MHESAC's prepaid servicing fees balance was \$5,645,210. The prepaid will be reduced in future years when the cash available from MHESAC's Indenture is not sufficient to cover the cost of the contracts with SAF for master servicer and management services per the contracts between MHESAC and SAF.

Management and Support Agreement

On July 1, 2016, SAF entered into a management and support agreement with MHESAC for the MHESAC public purpose initiatives that have been branded as Reach Higher Montana. SAF will provide management services for MHESAC's Reach Higher Montana Initiative and will arrange and perform the delivery of the programs under the initiative. The cost of these services to deliver the programs is an amount equal to the allocable cost incurred by SAF in performing its duties and obligations under the agreement plus a mark-up of five percent of these costs. The management cost shall not exceed \$300,000 (increase annually by the "All Urban Consumer Price Index" provided by the United States Department of Labor not to exceed 3% annually).

During the year ended June 30, 2017, SAF billed MHESAC \$204,564 for management services and \$1,039,549 for program delivery of the Reach Higher Montana initiatives. The reconciliation for billed and actual management and program delivery resulted in a net balance payable to SAF of \$82.

Supplemental Indenture

As part of the Nineteenth Supplemental Indenture of Trust executed on July 15, 2011, the indenture trustee was appointed as back-up administrator of MHESAC in the event Student Assistance Foundation of Montana (SAF) is unable to perform its administrative duties. As back-up administrator the trustee will be entitled to a back-up administrator fee. SAF remains the trust administrator and master servicer.

NOTE 9. ENDOWMENT

In fiscal year 2017, the SAF Board-Designated Endowment was transferred, as an unrestricted donation, to MHESAC. The transfer was part of the Board's restructuring plan and is also related to MHESAC's subsequent governance of the public purpose programs SAF delivered up to June 30, 2016. The MHESAC Board subsequently designated the funds for additional programs that will enhance access to post-secondary education for Montana students and citizens in the future.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
 NOTES TO FINANCIAL STATEMENTS (CONTINUED)
 June 30, 2017

NOTE 9. ENDOWMENT (CONTINUED)

The following describes the composition of net assets of the endowment as of June 30, 2017:

	<u>Unrestricted Board Designated</u>	<u>Permanently Restricted</u>	<u>Total</u>
Contribution from SAF	\$ 645,448	\$ -	\$ 645,448
Investment interest	<u>2,157</u>	-	<u>2,157</u>
Balance, June 30, 2017	<u>\$ 647,605</u>	<u>\$ -</u>	<u>\$ 647,605</u>

NOTE 10. NET ASSETS

At June 30 net assets consist of the following:

	<u>2017</u>
Unrestricted:	
Escrow/Trust	\$ 55,366,230
General Fund	35,426,885
Board designated for endowment	<u>647,605</u>
Total unrestricted net assets	<u>\$ 91,440,720</u>

During the year ended June 30, 2017, temporarily restricted net assets were released from restrictions as follows:

	<u>2017</u>
Expiration of donor restriction by expenditure for:	
Reach Higher Montana Scholarships	\$ 8,146
ETV Foster Care Summit	<u>40,783</u>
Total temporarily restricted net assets released	<u>\$ 48,929</u>

NOTE 11. GRANT ACTIVITY

Effective July 1, 2016, SAF transferred, and MHESAC accepted, responsibility for the governance and direction of most SAF public purpose programs. SAF will manage and administer under contract, on behalf of MHESAC, the public purpose charitable programs previously conducted directly by SAF.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
June 30, 2017

NOTE 11. GRANT ACTIVITY (CONTINUED)

The Chaffee grant education and training voucher program grant was transferred to MHESAC under Reach Higher Montana effective July 1, 2016. The grant provides for the delivery of Educational Training Vouchers (ETV) funds, development and delivery of college and life skills prep program and promotion of the use of ETV and other financial aid resources. Revenue totaling \$245,618 was recognized in the year ended June 30, 2017.

NOTE 12. SUBSEQUENT EVENTS

LIBOR

In July of 2017, The Financial Conduct Authority in London announced that it will abandon LIBOR, the London interbank offered rate, by the end of 2021. All of the MHESAC bonds use the 1-month or the 3-month LIBOR rate as the index for calculating the variable bond rate. Additionally, the net return on the student loans that MHESAC owns is calculated based on the 1-month LIBOR rate. Currently, the Indenture identifies a substitute rate if the LIBOR rate is not available.

Change in Primary Student Loan Guarantor

The student loans that MHESAC holds are all guaranteed by the US government as administered by various guarantors throughout the country. The majority of MHESAC's loans are guaranteed by MGSLP which is part of the Office of the Commissioner of Higher Education, a Montana state agency. MGSLP has announced that they are closing and will be transferring all of their guarantee activity to Great Lakes Educational Loan Services, an existing FFELP guarantor. All guarantees on the loan portfolio will remain in place.

Other

Management has evaluated subsequent events through September 27, 2017, the date which the financial statements were available for issue and did not identify any further events to disclose.

SUPPLEMENTARY INFORMATION

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
 COMBINING SCHEDULE OF FINANCIAL POSITION UNDER BOND INDENTURES
 June 30, 2017
 (expressed in thousands)

	2005 REVENUE BONDS	2006-1 REVENUE BONDS	2012 REVENUE BONDS	GRAND TOTAL
ASSETS				
Cash and cash equivalents	\$ 2,896	\$ 2,904	\$ 13,216	\$ 19,016
Educational loans receivable, net	95,938	117,497	582,292	795,727
Accrued interest receivable	815	1,077	12,326	14,218
Inter-fund Activity	(31,964)	(66,026)	97,989	(1)
Prepaid costs, net	81	100	513	694
Other assets	29	68	1,096	1,193
 Total assets	 \$ 67,795	 \$ 55,620	 \$ 707,432	 \$ 830,847
 LIABILITIES AND NET ASSETS				
LIABILITIES				
Accounts payable and accrued expenses	\$ 89	\$ 124	\$ 2,385	\$ 2,598
Accrued interest payable	14	1	622	637
Educational loan revenue bonds payable	32,518	20,109	731,595	784,222
Total liabilities	32,621	20,234	734,602	787,457
 NET ASSETS				
Unrestricted	35,174	35,386	(27,170)	43,390
 Total liabilities and net assets	 \$ 67,795	 \$ 55,620	 \$ 707,432	 \$ 830,847

See Independent Auditor's Report.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
 COMBINING SCHEDULE OF ACTIVITIES UNDER BOND INDENTURES
 Year Ended June 30, 2017
 (expressed in thousands)

	2005 REVENUE BONDS	2006-1 REVENUE BONDS	2012 REVENUE BONDS	GRAND TOTAL
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
UNRESTRICTED NET ASSETS				
Revenue and Gains				
Investment income	\$ 12	\$ 21	\$ 54	\$ 87
Revenue and support				
Interest on educational loan	3,472	3,978	20,791	28,241
Loss on redemption of bonds	-	-	(304)	(304)
Gain on purchase of loans	<u>-</u>	<u>-</u>	<u>7</u>	<u>7</u>
Total unrestricted revenue and gains	<u>3,484</u>	<u>3,999</u>	<u>20,548</u>	<u>28,031</u>
Operating Expenses				
Bond interest	412	156	16,556	17,124
Servicing fees	503	618	3,115	4,236
Legal fees	5	5	5	15
Trustee fees	6	10	109	125
Surveillance fees	2	2	34	38
Listing fees	2	2	-	4
Borrower rebates	-	-	110	110
Consolidation loan fees	1,061	1,301	4,859	7,221
Uncollectible accounts	<u>15</u>	<u>20</u>	<u>107</u>	<u>142</u>
Total operating expenses	<u>2,006</u>	<u>2,114</u>	<u>24,895</u>	<u>29,015</u>
General and administrative expense				
Management fee	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total general and administrative expenses	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Change in net assets	1,478	1,885	(4,347)	(984)
NET ASSETS				
BEGINNING OF YEAR	<u>32,204</u>	<u>31,904</u>	<u>(18,996)</u>	<u>45,112</u>
END OF YEAR	<u>\$ 33,682</u>	<u>\$ 33,789</u>	<u>\$ (23,343)</u>	<u>\$ 44,128</u>

See Independent Auditor's Report.

MONTANA HIGHER EDUCATION STUDENT ASSISTANCE CORPORATION
 SCHEDULE OF REACH HIGHER MONTANA ACTIVITY
 For the Year Ended June 30, 2017
 (expressed in thousands)

Reach Higher Montana Programs Delivery

Program delivery \$ 706,421

Campus outreach

Outreach staff & offices 494,942

Outreach programs

Financial literacy & other programs 13,395

Foster Care Program 278,614

Montana College Access Network 20,336

RHM College Goal - FAFSA Completion 11,297

RHM rebranding 53,032

Grants awarded

Access Grants for STEM Scholarships 210,500

Scholarships

Reach Higher Montana Scholarships 75,000

Circle of Success Scholarships 28,500

High School Business Challenge 4,125

Jobs for Montana Graduates Scholarships 1,500

Miscellaneous scholarships 638

Youth Serve Montana 50,000

Sponsorships

Bozeman Schools Foundation 1,500

Exploration Works 1,500

Governor's Office of Community Service 1,500

Helena Education Foundation 8,500

Helena Family YMCA 1,000

Leadership Montana 2,500

Miscellaneous Sponsorships 7,400

Montana Association of Student Councils 1,000

Montana Chamber Foundation 10,000

Montana College Access Network 1,000

Montana Family, Career & Community Leaders of America 1,000

Montana Non-Profit Association 3,000

Montana Post Secondary Educational Opportunity Council 10,000

Montana School Counselor Association 2,025

\$ 2,000,225

See Independent Auditor's Report.