

PARK NATIONAL CORP /OH/
Form 10-Q
November 01, 2013

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

FORM 10-Q

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

For the quarterly period ended September 30, 2013

OR

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

For the transition period from _____ to _____

Commission File Number 1-13006

Park National Corporation
(Exact name of registrant as specified in its charter)

Ohio 31-1179518
(State or other jurisdiction of incorporation or organization) (I.R.S. Employer Identification No.)

50 North Third Street, Newark, Ohio 43055
(Address of principal executive offices) (Zip Code)

(740) 349-8451
(Registrant's telephone number, including area code)

N/A
(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Yes No

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

Large accelerated filer	<input checked="" type="checkbox"/>	Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input type="checkbox"/>

(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes No

15,422,510 Common shares, no par value per share, outstanding at November 1, 2013.

PARK NATIONAL CORPORATION

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PARK NATIONAL CORPORATION AND SUBSIDIARIES

Consolidated Condensed Balance Sheets (Unaudited)

(in thousands, except share and per share data)

	September 30, 2013	December 31, 2012
Assets:		
Cash and due from banks	\$135,440	\$164,120
Money market instruments	179,434	37,185
Cash and cash equivalents	314,874	201,305
Investment securities:		
Securities available-for-sale, at fair value (amortized cost of \$1,166,888 and \$1,099,658 at September 30, 2013 and December 31, 2012, respectively)	1,129,483	1,114,454
Securities held-to-maturity, at amortized cost (fair value of \$199,941 and \$410,705 at September 30, 2013 and December 31, 2012, respectively)	193,997	401,390
Other investment securities	65,907	65,907
Total investment securities	1,389,387	1,581,751
Loans	4,573,537	4,450,322
Allowance for loan losses	(57,894) (55,537
Net loans	4,515,643	4,394,785
Bank owned life insurance	168,156	161,069
Goodwill and other intangible assets	72,334	72,671
Premises and equipment, net	56,116	53,751
Other real estate owned	35,412	35,718
Accrued interest receivable	17,954	19,710
Mortgage loan servicing rights	9,132	7,763
Other	126,883	114,280
Total assets	\$6,705,891	\$6,642,803
Liabilities and Stockholders' Equity:		
Deposits:		
Noninterest bearing	\$1,109,194	\$1,137,290
Interest bearing	3,741,498	3,578,742
Total deposits	4,850,692	4,716,032
Short-term borrowings	272,505	344,168
Long-term debt	809,336	781,658
Subordinated debentures and notes	80,250	80,250
Accrued interest payable	3,196	3,459
Other	57,167	66,870
Total liabilities	\$6,073,146	\$5,992,437
COMMITMENTS AND CONTINGENCIES		
Stockholders' equity:		
Common shares (No par value; 20,000,000 shares authorized; 16,150,952 shares issued at September 30, 2013 and 16,150,987 shares issued at December 31, 2012)	\$302,652	\$302,654
Retained earnings	457,917	441,605
Treasury stock (738,989 shares at September 30, 2013 and at December 31, 2012)	(76,375) (76,375
Accumulated other comprehensive loss, net of taxes	(51,449) (17,518
Total stockholders' equity	632,745	650,366
Total liabilities and stockholders' equity	\$6,705,891	\$6,642,803

SEE ACCOMPANYING NOTES TO UNAUDITED CONSOLIDATED CONDENSED FINANCIAL STATEMENTS

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PARK NATIONAL CORPORATION AND SUBSIDIARIES

Consolidated Condensed Statements of Income (Unaudited)

(in thousands, except share and per share data)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2013	2012	2013	2012
Interest and dividend income:				
Interest and fees on loans	\$56,337	\$58,269	\$168,500	\$176,967
Interest and dividends on:				
Obligations of U.S. Government, its agencies and other securities	8,880	12,187	27,795	39,565
Obligations of states and political subdivisions	7	33	40	121
Other interest income	186	129	546	289
Total interest and dividend income	65,410	70,618	196,881	216,942
Interest expense:				
Interest on deposits:				
Demand and savings deposits	422	636	1,391	1,992
Time deposits	2,729	3,757	8,719	12,517
Interest on borrowings:				
Short-term borrowings	132	168	410	506
Long-term debt	7,167	8,041	21,236	23,503
Total interest expense	10,450	12,602	31,756	38,518
Net interest income	54,960	58,016	165,125	178,424
Provision for loan losses	2,498	16,655	3,500	30,231
Net interest income after provision for loan losses	52,462	41,361	161,625	148,193
Other income:				
Income from fiduciary activities	4,139	4,019	12,543	11,891
Service charges on deposit accounts	4,255	4,244	12,147	12,469
Other service income	3,391	4,017	10,728	10,168
Checkcard fee income	3,326	3,038	9,625	9,390
Bank owned life insurance income	1,311	1,184	3,767	3,570
ATM fees	705	565	2,009	1,709
OREO valuation adjustments	(2,030)	(425)	(2,229)	(4,432)
Gain on sale of OREO, net	895	138	2,752	3,386
Gain on sale of the Vision Bank business	—	—	—	22,167
Miscellaneous	1,404	1,299	4,157	4,889
Total other income	17,396	18,079	55,499	75,207

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PARK NATIONAL CORPORATION

Consolidated Condensed Statements of Income (Unaudited) (Continued)

(in thousands, except share and per share data)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2013	2012	2013	2012
Other expense:				
Salaries and employee benefits	\$25,871	\$24,255	\$75,183	\$71,891
Occupancy expense	2,348	2,303	7,389	7,222
Furniture and equipment expense	2,639	2,666	8,227	8,014
Data processing fees	1,042	904	3,110	3,003
Professional fees and services	5,601	6,040	17,345	17,421
Amortization of intangibles	112	139	337	2,033
Marketing	863	924	2,664	2,472
Insurance	1,174	1,408	3,814	4,298
Communication	1,268	1,470	4,301	4,501
State taxes	929	933	2,785	2,855
Loan put provision	—	(154) —	3,209
OREO expense	687	661	2,168	2,489
Miscellaneous	2,181	4,134	10,060	10,549
Total other expense	44,715	45,683	137,383	139,957
Income before income taxes	25,143	13,757	79,741	83,443
Federal income taxes	6,114	1,775	19,968	21,100
Net income	19,029	11,982	59,773	62,343
Preferred share dividends and accretion	—	—	—	3,425
Net income available to common shareholders	\$19,029	\$11,982	\$59,773	\$58,918
Earnings per Common Share:				
Net income available to common shareholders				
Basic	\$1.23	\$0.78	\$3.88	\$3.82
Diluted	\$1.23	\$0.78	\$3.88	\$3.82
Weighted average common shares outstanding				
Basic	15,411,972	15,405,894	15,411,981	15,405,902
Diluted	15,411,972	15,405,894	15,411,981	15,409,186
Cash dividends declared	\$0.94	\$0.94	\$2.82	\$2.82

SEE ACCOMPANYING NOTES TO UNAUDITED CONSOLIDATED CONDENSED FINANCIAL STATEMENTS

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PARK NATIONAL CORPORATION AND SUBSIDIARIES

Consolidated Condensed Statements of Comprehensive Income (Unaudited)

(in thousands, except share and per share data)

	Three Months Ended		Nine Months Ended	
	September 30,		September 30,	
	2013	2012	2013	2012
Net income	\$19,029	\$11,982	\$59,773	\$62,343
Other comprehensive income (loss), net of tax:				
Change in funded status of pension plan, net of income taxes of \$222 for the nine months ended September 30, 2012	—	—	—	412
Unrealized net holding gain on cash flow hedge, net of income taxes of \$77 for the three months ended September 30, 2012 and \$216 for the nine months ended September 30, 2012	—	142	—	401
Unrealized net holding (loss) gain on securities available-for-sale, net of income tax (benefit) of \$(5,931) and \$464 for the three months ended September 30, 2013 and 2012, and \$(18,270) and \$790 for the nine months ended September 30, 2013 and 2012, respectively	(11,015)	864	(33,931)	1,468
Other comprehensive income (loss)	\$(11,015)	\$1,006	\$(33,931)	\$2,281
Comprehensive income	\$8,014	\$12,988	\$25,842	\$64,624

SEE ACCOMPANYING NOTES TO UNAUDITED CONSOLIDATED CONDENSED FINANCIAL STATEMENTS

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PARK NATIONAL CORPORATION AND SUBSIDIARIES

Consolidated Condensed Statements of Changes in Stockholders' Equity (Unaudited)

(in thousands, except per share data)

	Preferred Shares	Common Shares	Retained Earnings	Treasury Shares	Accumulated Other Comprehensive Income (Loss)
Balance at December 31, 2011	\$98,146	\$305,499	\$424,557	\$(77,007)	\$(8,831)
Net Income			62,343		
Other comprehensive income, net of tax:					
Change in funded status of pension plan, net of income taxes of \$222					412
Unrealized net holding gain on cash flow hedge, net of income taxes of \$216					401
Unrealized net holding gain on securities available-for-sale, net of income tax of \$790					1,468
Cash dividends on common stock at \$2.82 per share			(43,445)		
Cash payment for fractional shares in dividend reinvestment plan		(2)			
Common shares warrant repurchased		(2,843)			
Preferred shares repurchased	(100,000)				
Accretion of discount on preferred shares	1,854		(1,854)		
Preferred share dividends			(1,571)		
Balance at September 30, 2012	\$—	\$302,654	\$440,030	\$(77,007)	\$(6,550)
Balance at December 31, 2012	\$—	\$302,654	\$441,605	\$(76,375)	\$(17,518)
Net Income			59,773		
Other comprehensive (loss), net of tax:					
Unrealized net holding loss on securities available-for-sale, net of income tax benefit of \$(18,270)					(33,931)
Cash dividends on common shares at \$2.82 per share			(43,461)		
Cash payment for fractional shares in dividend reinvestment plan		(2)			
Balance at September 30, 2013	\$—	\$302,652	\$457,917	\$(76,375)	\$(51,449)

SEE ACCOMPANYING NOTES TO UNAUDITED CONSOLIDATED CONDENSED FINANCIAL STATEMENTS

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PARK NATIONAL CORPORATION AND SUBSIDIARIES
 Consolidated Condensed Statements of Cash Flows (Unaudited)
 (in thousands)

	Nine Months Ended September 30,	
	2013	2012
Operating activities:		
Net income	\$59,773	\$62,343
Adjustments to reconcile net income to net cash provided by operating activities:		
Provision for loan losses	3,500	30,231
Loan put provision	—	3,209
Other than temporary impairment on investment securities	17	54
Amortization of loan fees and costs, net	2,547	1,340
Depreciation	5,366	5,175
Amortization of core deposit intangibles	337	2,033
Amortization/(accretion) of investment securities, net	11	(284)
Amortization of prepayment penalty on long-term debt	3,618	—
Loan originations to be sold in secondary market	(283,919)	(292,947)
Proceeds from sale of loans in secondary market	303,091	278,599
Gain on sale of loans in secondary market	3,612	5,062
OREO valuation adjustments	2,229	4,432
Bank owned life insurance income	(3,767)	(3,570)
Changes in assets and liabilities:		
Increase in other assets	(3,440)	(17,460)
Decrease in other liabilities	(9,967)	(6,580)
Net cash provided by operating activities	\$83,008	\$71,637
Investing activities:		
Proceeds from sales of Federal Home Loan Bank stock	—	1,697
Proceeds from calls and maturity of:		
Available-for-sale securities	365,637	603,889
Held-to-maturity securities	207,393	525,681
Purchases of:		
Available-for-sale securities	(432,895)	(765,636)
Held-to-maturity securities	—	(258,061)
Net loan originations, portfolio loans	(140,839)	(108,865)
Sale of assets/liabilities related to Vision Bank	—	(144,436)
Purchases of bank owned life insurance, net	(4,600)	(2,500)
Purchases of premises and equipment, net	(7,731)	(5,850)
Net cash used in investing activities	\$(13,035)	\$(154,081)
Financing activities:		
Net increase in deposits	\$134,660	\$327,963

Net (decrease) increase in short-term borrowings (71,663) 12,314

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Repayment of long-term debt	(25,940) (15,514)
Proceeds from issuance of long-term debt	50,000	30,000	
Cash payment for repurchase of common share warrant from U.S. Treasury	—	(2,843)
Repurchase of preferred shares from U.S. Treasury	—	(100,000)
Cash dividends paid on common shares and preferred shares	(43,461) (45,667)
Net cash provided by financing activities	\$43,596	\$206,253	
Increase in cash and cash equivalents	113,569	123,809	
Cash and cash equivalents at beginning of year	201,305	157,486	
Cash and cash equivalents at end of period	\$314,874	\$281,295	
Supplemental disclosures of cash flow information:			
Cash paid for:			
Interest	\$32,019	\$38,875	
Income taxes	\$12,000	\$7,000	
Loans transferred to OREO	\$17,591	\$16,295	

SEE ACCOMPANYING NOTES TO UNAUDITED CONSOLIDATED CONDENSED FINANCIAL STATEMENTS

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PARK NATIONAL CORPORATION
NOTES TO UNAUDITED CONSOLIDATED CONDENSED FINANCIAL STATEMENTS

Note 1 – Basis of Presentation

The accompanying unaudited consolidated condensed financial statements included in this report have been prepared for Park National Corporation (sometimes also referred to as the “Registrant”) and its subsidiaries. Unless the context otherwise requires, references to “Park”, the “Corporation” or the “Company” and similar terms mean Park National Corporation and its subsidiaries. In the opinion of management, all adjustments (consisting of normal recurring accruals) necessary for a fair presentation of the results of operations for the interim periods included herein have been made. The results of operations for the three-month and nine-month periods ended September 30, 2013 are not necessarily indicative of the operating results to be anticipated for the fiscal year ending December 31, 2013.

The accompanying unaudited consolidated condensed financial statements have been prepared in accordance with the instructions for Form 10-Q and, therefore, do not include all information and footnotes necessary for a fair presentation of the condensed balance sheets, condensed statements of income, condensed statements of comprehensive income, condensed statements of changes in stockholders’ equity and condensed statements of cash flows in conformity with U.S. generally accepted accounting principles (“U.S. GAAP”). These financial statements should be read in conjunction with the consolidated financial statements incorporated by reference in the Annual Report on Form 10-K of Park for the fiscal year ended December 31, 2012 from Park’s 2012 Annual Report to Shareholders (“2012 Annual Report”).

Park’s significant accounting policies are described in Note 1 of the Notes to Consolidated Financial Statements included in Park’s 2012 Annual Report. For interim reporting purposes, Park follows the same basic accounting policies, as updated by the information contained in this report, and considers each interim period an integral part of an annual period. Management has evaluated events occurring subsequent to the balance sheet date, determining no events required additional disclosure in these consolidated condensed financial statements.

Note 2 – Recent Accounting Pronouncements

Adoption of New Accounting Pronouncements:

No. 2012-02 Testing Indefinite-Lived Intangible Assets for Impairment: In July 2012, FASB issued Accounting Standards Update 2012-02, Testing Indefinite-Lived Intangible Assets for Impairment (ASU 2012-02). The ASU allows an entity to first assess qualitative factors to determine whether the existence of events or circumstances indicate that it is more likely than not that the indefinite-lived intangible asset is impaired. The new guidance is effective for annual and interim impairment tests performed for fiscal years beginning after September 15, 2012. The adoption of this guidance did not have an impact on Park's consolidated financial statements.

No. 2013-02 Reporting of Amounts Reclassified Out of Accumulated Other Comprehensive Income: In February 2013, FASB issued Accounting Standards Update 2013-02, Reporting of Amounts Reclassified Out of Accumulated Other Comprehensive Income (ASU 2013-02). The ASU requires an entity to provide information about the amounts reclassified out of accumulated other comprehensive income by component. In addition, an entity is required to present, either on the face of the statement where net income is presented or in the notes, significant amounts reclassified out of accumulated other comprehensive income by the respective line items of net income but only if the amount reclassified is required under U.S. GAAP to be reclassified to net income in its entirety in the same reporting period. For other amounts that are not required under U.S. GAAP to be reclassified in their entirety to net income, an entity is required to cross-reference to other disclosures required under U.S. GAAP that provide additional detail

about these amounts. The new guidance is effective prospectively for reporting periods beginning after December 15, 2012. The adoption of the new guidance on January 1, 2013 impacted the other comprehensive income (loss) disclosures in Note 17.

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ASU 2013-11- Income Taxes (Topic 740): Presentation of an Unrecognized Tax Benefit When a Net Operating Loss Carryforward, a Similar Tax Loss, or a Tax Credit Carryforward Exists: The ASU requires that an unrecognized tax benefit, or a portion of an unrecognized tax benefit, be presented in the financial statements as a reduction to a deferred tax asset for a net operating loss carryforward, a similar tax loss, or a tax credit carryforward. However, if a net operating loss carryforward, a similar tax loss, or a tax credit carryforward is not available at the reporting date under the tax law of the applicable jurisdiction to settle any additional income taxes that would result from the disallowance of a tax position or the tax law of the applicable jurisdiction does not require the entity to use, and the entity does not intend to use, the deferred tax asset for such purpose, the unrecognized tax benefit should be presented in the financial statements as a liability and should not be combined with deferred tax assets. The amendments are effective for fiscal years, and interim periods within those years, beginning after December 15, 2013. The amendments will not have a material impact on Park's consolidated financial statements.

Note 3 – Sale of Vision Bank Business

On February 16, 2012, Park and its wholly-owned subsidiary, Vision Bank (“Vision”), a Florida state-chartered bank, completed their sale of substantially all of the performing loans, operating assets and liabilities associated with Vision to Centennial Bank (“Centennial”), an Arkansas state-chartered bank which is a wholly-owned subsidiary of Home BancShares, Inc. (“Home”), an Arkansas corporation, as contemplated by the previously announced Purchase and Assumption Agreement by and between Park, Vision, Home and Centennial, dated as of November 16, 2011, as amended by the First Amendment to Purchase and Assumption Agreement, dated as of January 25, 2012, and the Second Amendment to Purchase and Assumption Agreement, dated as of April 30, 2012 (collectively, the “Vision Agreement”) for a purchase price of \$27.9 million.

Subsequent to the transactions contemplated by the Vision Agreement, Vision was left with approximately \$22 million of performing loans (including mortgage loans held for sale) and non-performing loans with a fair value of \$88 million. Park recorded a pre-tax gain, net of expenses directly related to the sale, of approximately \$22.2 million, resulting from the transactions contemplated by the Vision Agreement. The pre-tax gain, net of expense, is summarized in the table below:

(in thousands)

Premium paid	\$27,913	
One-time gains	298	
Loss on sale of fixed assets	(2,434)
Employment and severance agreements	(1,610)
Other one-time charges, including estimates	(2,000)
Pre-tax gain	\$22,167	

Promptly following the closing of the transactions contemplated by the Vision Agreement, Vision surrendered its Florida banking charter to the Florida Office of Financial Regulation and became a non-bank Florida corporation (the “Florida Corporation”). The Florida Corporation merged with and into a wholly-owned, non-bank subsidiary of Park, SE Property Holdings, LLC (“SEPH”), with SEPH being the surviving entity.

As part of the transaction between Vision and Centennial, Park agreed to allow Centennial to “put back” up to \$7.5 million aggregate principal amount of loans, which were originally included within the loans sold in the transaction. The loan put option expired on August 16, 2012, 180 days after the closing of the transaction, which was February 16, 2012. Prior to August 16, 2012, Centennial notified Park of its intent to put back approximately \$7.5 million aggregate principal amount of loans. During 2012, Centennial put back forty-four loans, totaling approximately \$7.5 million. These forty-four loans were recorded on the books at a fair value of \$4.2 million. The difference of \$3.3 million was

written off against the loan put liability that had previously been established in the first half of 2012.

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Note 4 – Goodwill and Intangible Assets

The following table shows the activity in goodwill and core deposit intangibles for the first nine months of 2013.

(in thousands)	Goodwill	Core Deposit Intangibles	Total
December 31, 2012	\$72,334	\$337	\$72,671
Amortization	—	337	337
September 30, 2013	\$72,334	\$—	\$72,334

The core deposit intangibles were amortized to expense principally on the straight-line method, over a period of six years. These intangibles became fully amortized during the third quarter of 2013 and there is no remaining intangible asset subject to amortization.

Note 5 – Loans

The composition of the loan portfolio, by class of loan, as of September 30, 2013 and December 31, 2012 was as follows:

(In thousands)	September 30, 2013			December 31, 2012		
	Loan balance	Accrued interest receivable	Recorded investment	Loan balance	Accrued interest receivable	Recorded investment
Commercial, financial and agricultural *	\$806,864	\$3,236	\$810,100	\$823,927	\$2,976	\$826,903
Commercial real estate *	1,115,226	3,888	1,119,114	1,092,164	3,839	1,096,003
Construction real estate:						
SEPH commercial land and development *	7,611	14	7,625	15,105	37	15,142
Remaining commercial	103,866	256	104,122	115,473	331	115,804
Mortgage	27,516	77	27,593	26,373	81	26,454
Installment	7,424	25	7,449	8,577	33	8,610
Residential real estate:						
Commercial	401,894	907	402,801	392,203	959	393,162
Mortgage	1,135,632	1,789	1,137,421	1,064,787	1,399	1,066,186
HELOC	212,289	816	213,105	212,905	892	213,797
Installment	36,131	137	36,268	43,750	176	43,926
Consumer	715,763	2,564	718,327	651,930	2,835	654,765
Leases	3,321	49	3,370	3,128	29	3,157
Total loans	\$4,573,537	\$13,758	\$4,587,295	\$4,450,322	\$13,587	\$4,463,909

* Included within commercial, financial and agricultural loans, commercial real estate loans, and SEPH commercial land and development loans is an immaterial amount of consumer loans that are not broken out by class.

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Credit Quality

The following tables present the recorded investment in nonaccrual loans, accruing troubled debt restructurings, and loans past due 90 days or more and still accruing by class of loan as of September 30, 2013 and December 31, 2012:

(In thousands)	September 30, 2013			
	Nonaccrual loans	Accruing troubled debt restructurings	Loans past due 90 days or more and accruing	Total nonperforming loans
Commercial, financial and agricultural	\$ 16,965	\$ 2,916	\$—	\$ 19,881
Commercial real estate	38,405	2,604	204	41,213
Construction real estate:				
SEPH commercial land and development	6,517	—	—	6,517
Remaining commercial	13,130	2,476	—	15,606
Mortgage	75	98	—	173
Installment	39	182	—	221
Residential real estate:				
Commercial	33,343	1,134	—	34,477
Mortgage	21,607	11,434	711	33,752
HELOC	1,863	879	—	2,742
Installment	943	989	3	1,935
Consumer	3,583	1,761	778	6,122
Total loans	\$ 136,470	\$ 24,473	\$ 1,696	\$ 162,639

(In thousands)	December 31, 2012			
	Nonaccrual loans	Accruing troubled debt restructurings	Loans past due 90 days or more and accruing	Total nonperforming loans
Commercial, financial and agricultural	\$ 17,324	\$ 5,277	\$ 37	\$ 22,638
Commercial real estate	40,983	3,295	1,007	45,285
Construction real estate:				
SEPH commercial land and development	13,939	—	—	13,939
Remaining commercial	14,977	6,597	—	21,574
Mortgage	158	100	—	258
Installment	149	175	—	324
Residential real estate:				
Commercial	33,961	1,661	94	35,716
Mortgage	28,260	9,425	950	38,635
HELOC	1,689	736	—	2,425
Installment	1,670	780	54	2,504
Consumer	2,426	1,900	888	5,214
Total loans	\$ 155,536	\$ 29,946	\$ 3,030	\$ 188,512

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The following table provides additional information regarding those nonaccrual and accruing troubled debt restructured loans that were individually evaluated for impairment and those collectively evaluated for impairment as of September 30, 2013 and December 31, 2012.

(In thousands)	September 30, 2013			December 31, 2012		
	Nonaccrual and accruing troubled debt restructurings	Loans individually evaluated for impairment	Loans collectively evaluated for impairment	Nonaccrual and accruing troubled debt restructurings	Loans individually evaluated for impairment	Loans collectively evaluated for impairment
Commercial, financial and agricultural	\$ 19,881	\$ 19,871	\$ 10	\$ 22,601	\$ 22,587	\$ 14
Commercial real estate	41,009	41,009	—	44,278	44,278	—
Construction real estate:						
SEPH commercial land and development	6,517	6,489	28	13,939	13,260	679
Remaining commercial	15,606	15,606	—	21,574	21,574	—
Mortgage	173	—	173	258	—	258
Installment	221	—	221	324	—	324
Residential real estate:						
Commercial	34,477	34,477	—	35,622	35,622	—
Mortgage	33,041	—	33,041	37,685	—	37,685
HELOC	2,742	—	2,742	2,425	—	2,425
Installment	1,932	—	1,932	2,450	—	2,450
Consumer	5,344	799	4,545	4,326	18	4,308
Total loans	\$ 160,943	\$ 118,251	\$ 42,692	\$ 185,482	\$ 137,339	\$ 48,143

All of the loans individually evaluated for impairment were evaluated using the fair value of the underlying collateral or the present value of expected future cash flows as the measurement method.

The following table presents loans individually evaluated for impairment by class of loan as of September 30, 2013 and December 31, 2012.

(In thousands)	September 30, 2013			December 31, 2012		
	Unpaid principal balance	Recorded investment	Allowance for loan losses allocated	Unpaid principal balance	Recorded investment	Allowance for loan losses allocated
With no related allowance recorded:						
Commercial, financial and agricultural	\$ 25,979	\$ 15,556	\$ —	\$ 23,782	\$ 14,683	\$ —
Commercial real estate	56,433	33,657	—	56,258	35,097	—
Construction real estate:						
SEPH commercial land and development	31,362	6,489	—	56,075	12,740	—
Remaining commercial	25,349	11,380	—	29,328	14,093	—
Residential real estate:						
Commercial	38,888	32,356	—	39,918	31,957	—
Consumer	799	799	—	18	18	—

With an allowance recorded:

Commercial, financial and agricultural	8,602	4,315	1,728	12,268	7,904	3,180
Commercial real estate	7,425	7,352	5,906	11,412	9,181	1,540
Construction real estate:						
SEPH commercial land and development	—	—	—	1,271	520	—
Remaining commercial	4,267	4,226	1,221	8,071	7,481	2,277
Residential real estate:						
Commercial	2,471	2,121	442	3,944	3,665	1,279
Consumer	—	—	—	—	—	—
Total	\$201,575	\$118,251	\$9,297	\$242,345	\$137,339	\$8,276

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Management's general practice is to proactively charge down loans individually evaluated for impairment to the fair value of the underlying collateral. At September 30, 2013 and December 31, 2012, there were \$78.5 million and \$96.9 million, respectively, of partial charge-offs on loans individually evaluated for impairment with no related allowance recorded and \$4.8 million and \$8.2 million, respectively, of partial charge-offs on loans individually evaluated for impairment that also had a specific reserve allocated.

The allowance for loan losses included specific reserves related to loans individually evaluated for impairment at September 30, 2013 and December 31, 2012 of \$9.3 million and \$8.3 million, respectively. These loans with specific reserves had a recorded investment of \$18.0 million and \$28.8 million as of September 30, 2013 and December 31, 2012, respectively.

Interest income on loans individually evaluated for impairment is recognized on a cash basis. The following table presents the average recorded investment and interest income recognized on loans individually evaluated for impairment as of and for the three and nine months ended September 30, 2013 and September 30, 2012:

(In thousands)	Three Months Ended September 30, 2013			Three Months Ended September 30, 2012		
	Recorded investment as of September 30, 2013	Average recorded investment	Interest income recognized	Recorded investment as of September 30, 2012	Average recorded investment	Interest income recognized
Commercial, financial and agricultural	\$19,871	\$20,803	\$124	\$22,103	\$35,720	\$100
Commercial real estate	41,009	41,417	329	42,978	43,499	351
Construction real estate:						
SEPH commercial land and development	6,489	7,579	—	13,261	14,991	—
Remaining commercial	15,606	17,249	136	27,418	28,400	411
Residential real estate:						
Commercial	34,477	34,860	115	36,583	37,121	233
Consumer	799	799	—	19	19	—
Total	\$118,251	\$122,707	\$704	\$142,362	\$159,750	\$1,095
(In thousands)	Nine Months Ended September 30, 2013			Nine Months Ended September 30, 2012		
	Recorded investment as of September 30, 2013	Average recorded investment	Interest income recognized	Recorded investment as of September 30, 2012	Average recorded investment	Interest income recognized
Commercial, financial and agricultural	\$19,871	\$21,182	\$334	\$22,103	\$38,989	\$410
Commercial real estate	41,009	41,642	844	42,978	45,026	845
Construction real estate:						
SEPH commercial land and development	6,489	9,722	—	13,261	18,481	—
Remaining commercial	15,606	19,118	548	27,418	28,633	861
Residential real estate:						
Commercial	34,477	35,531	357	36,583	40,199	398
Consumer	799	561	—	19	19	1

Total	\$118,251	\$127,756	\$2,083	\$142,362	\$171,347	\$2,515
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The following tables present the aging of the recorded investment in past due loans as of September 30, 2013 and December 31, 2012 by class of loan.

(In thousands)	September 30, 2013		Total past due	Total current	Total recorded investment
	Accruing loans past due 30-89 days	Past due nonaccrual loans and loans past due 90 days or more and accruing*			
Commercial, financial and agricultural	\$3,004	\$ 13,424	\$ 16,428	\$793,672	\$ 810,100
Commercial real estate	421	16,980	17,401	1,101,713	1,119,114
Construction real estate:					
SEPH commercial land and development	—	5,540	5,540	2,085	7,625
Remaining commercial	396	4,463	4,859	99,263	104,122
Mortgage	234	75	309	27,284	27,593
Installment	99	15	114	7,335	7,449
Residential real estate:					
Commercial	339	4,675	5,014	397,787	402,801
Mortgage	12,750	11,817	24,567	1,112,854	1,137,421
HELOC	636	501	1,137	211,968	213,105
Installment	429	239	668	35,600	36,268
Consumer	10,143	3,832	13,975	704,352	718,327
Leases	—	—	—	3,370	3,370
Total loans	\$28,451	\$ 61,561	\$ 90,012	\$4,497,283	\$ 4,587,295

* Includes \$1.7 million of loans past due 90 days or more and accruing. The remaining are past due, nonaccrual loans and accruing troubled debt restructurings.

(in thousands)	December 31, 2012		Total past due	Total current	Total recorded investment
	Accruing loans past due 30-89 days	Past due nonaccrual loans and loans past due 90 days or more and accruing*			
Commercial, financial and agricultural	\$6,251	\$ 11,811	\$ 18,062	\$808,841	\$ 826,903
Commercial real estate	2,212	26,355	28,567	1,067,436	1,096,003
Construction real estate:					
SEPH commercial land and development	686	11,314	12,000	3,142	15,142
Remaining commercial	3,652	5,838	9,490	106,314	115,804
Mortgage	171	85	256	26,198	26,454
Installment	135	40	175	8,435	8,610
Residential real estate:					
Commercial	1,163	5,917	7,080	386,082	393,162
Mortgage	11,948	17,370	29,318	1,036,868	1,066,186
HELOC	620	309	929	212,868	213,797
Installment	563	787	1,350	42,576	43,926
Consumer	12,924	2,688	15,612	639,153	654,765

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Leases	—	—	—	3,157	3,157
Total loans	\$40,325	\$ 82,514	\$ 122,839	\$4,341,070	\$ 4,463,909

* Includes \$3.0 million of loans past due 90 days or more and accruing. The remaining are past due, nonaccrual loans and accruing troubled debt restructurings.

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Credit Quality Indicators

Management utilizes past due information as a credit quality indicator across the loan portfolio. Past due information as of September 30, 2013 and December 31, 2012 is included in the tables above. The past due information is the primary credit quality indicator within the following classes of loans: (1) mortgage loans and installment loans in the construction real estate segment; (2) mortgage loans, HELOC and installment loans in the residential real estate segment; and (3) consumer loans. The primary credit indicator for commercial loans is based on an internal grading system that grades all commercial loans from 1 to 8. Credit grades are continuously monitored by the respective loan officer and adjustments are made when appropriate. A grade of 1 indicates little or no credit risk and a grade of 8 is considered a loss. Commercial loans with grades of 1 to 4.5 (pass-rated) are considered to be of acceptable credit risk. Commercial loans graded a 5 (special mention) are considered to be watch list credits and a higher loan loss reserve percentage is allocated to these loans. Loans classified as special mention have potential weaknesses that require management's close attention. If left uncorrected, these potential weaknesses may result in deterioration of the repayment prospects for the loan or of the institution's credit position at some future date. Commercial loans graded 6 (substandard), also considered watch list credits, are considered to represent higher credit risk and, as a result, a higher loan loss reserve percentage is allocated to these loans. Loans classified as substandard are inadequately protected by the current sound worth and paying capacity of the obligor or the value of the collateral pledged, if any. Loans so classified have a well defined weakness or weaknesses that jeopardize the liquidation of the debt. They are characterized by the distinct possibility that Park will sustain some loss if the deficiencies are not corrected. Commercial loans that are graded a 7 (doubtful) are shown as nonaccrual and Park generally charges these loans down to their fair value by taking a partial charge-off or recording a specific reserve. Loans classified as doubtful have all the weaknesses inherent in those classified as substandard with the added characteristic that the weaknesses make collection or liquidation in full, on the basis of currently existing facts, conditions and values, highly questionable and improbable. Certain 6-rated loans and all 7-rated loans are included within the impaired category. A loan is deemed impaired when management determines the borrower's ability to perform in accordance with the contractual loan agreement is in doubt. Any commercial loan graded an 8 (loss) is completely charged off.

The tables below present the recorded investment by loan grade at September 30, 2013 and December 31, 2012 for all commercial loans:

(In thousands)	September 30, 2013				Recorded Investment
	5 Rated	6 Rated	Impaired	Pass Rated	
Commercial, financial and agricultural *	\$18,956	\$710	\$19,881	\$770,553	\$810,100
Commercial real estate *	16,975	1,047	41,009	1,060,083	1,119,114
Construction real estate:					
SEPH commercial land and development *	370	—	6,517	738	7,625
Remaining commercial	4,818	2	15,606	83,696	104,122
Residential real estate:					
Commercial	7,738	555	34,477	360,031	402,801
Leases	—	—	—	3,370	3,370
Total Commercial Loans	\$48,857	\$2,314	\$117,490	\$2,278,471	\$2,447,132

* Included within commercial, financial and agricultural loans, commercial real estate loans, and SEPH commercial land and development loans is an immaterial amount of consumer loans that are not broken out by class.

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(In thousands)	December 31, 2012				Recorded Investment
	5 Rated	6 Rated	Impaired	Pass Rated	
Commercial, financial and agricultural *	\$9,537	\$10,874	\$22,601	\$783,891	\$826,903
Commercial real estate *	25,616	3,960	44,278	1,022,149	1,096,003
Construction real estate:					
SEPH commercial land and development *	411	—	13,939	792	15,142
Remaining commercial	6,734	—	21,574	87,496	115,804
Residential real estate:					
Commercial	8,994	2,053	35,622	346,493	393,162
Leases	—	—	—	3,157	3,157
Total Commercial Loans	\$51,292	\$16,887	\$138,014	\$2,243,978	\$2,450,171

* Included within commercial, financial and agricultural loans, commercial real estate loans, and SEPH commercial land and development loans is an immaterial amount of consumer loans that are not broken out by class.

Troubled Debt Restructurings (TDRs)

Management classifies loans as TDRs when a borrower is experiencing financial difficulties and Park has granted a concession to the borrower as part of a modification or in the loan renewal process. In order to determine whether a borrower is experiencing financial difficulty, an evaluation is performed of the probability that the borrower will be in payment default on any of the borrower's debt in the foreseeable future without the modification. This evaluation is performed in accordance with the Company's internal underwriting policy. Management's policy is to modify loans by extending the term or by granting a temporary or permanent contractual interest rate below the market rate, not by forgiving debt. Certain loans which were modified during the period ended September 30, 2013 did not meet the definition of a TDR as the modification was a delay in a payment that was considered to be insignificant. Management considers a forbearance period of up to three months or a delay in payment of up to 30 days to be insignificant. TDRs may be classified as accruing if the borrower has been current for a period of at least six months with respect to loan payments and management expects that the borrower will be able to continue to make payments in accordance with the terms of the restructured note. Management reviews all accruing TDRs quarterly to ensure payments continue to be made in accordance with the modified terms.

Management reviews renewals/modifications of loans previously identified as TDRs to consider if it is appropriate to remove the TDR classification. If the borrower is no longer experiencing financial difficulty and the renewal/modification does not contain a concessionary interest rate or other concessionary terms, management considers the potential removal of the TDR classification. If deemed appropriate, the TDR classification is removed as the borrower has complied with the terms of the loan at the date of the renewal/modification and there was a reasonable expectation that the borrower would continue to comply with the terms of the loan subsequent to the date of the renewal/modification. The majority of these TDRs were originally considered restructurings in a prior year as a result of a modification with an interest rate that was not commensurate with the risk of the underlying loan. During the three-month and nine-month periods ended September 30, 2013, Park removed the TDR classification on \$728,000 and \$3.6 million, respectively, of loans that met the requirements discussed above.

At September 30, 2013 and December 31, 2012, there were \$78.5 million and \$84.7 million, respectively, of TDRs included in nonaccrual loan totals. At September 30, 2013 and December 31, 2012, \$57.2 million and \$52.6 million of these nonaccrual TDRs were performing in accordance with the terms of the restructured note. As of September 30, 2013 and December 31, 2012, there were \$24.5 million and \$29.9 million, respectively, of TDRs included in accruing loan totals. Management will continue to review the restructured loans and may determine it appropriate to move certain of the loans back to accrual status in the future. At September 30, 2013 and December 31, 2012, Park had commitments to lend \$6.9 million and \$5.0 million, respectively, of additional funds to borrowers whose outstanding

loan terms had been modified in a TDR.

The specific reserve related to TDRs at September 30, 2013 and December 31, 2012 was \$7.7 million and \$5.6 million, respectively. Modifications made in 2012 and 2013 were largely the result of renewals, extending the maturity date of the loan, at terms consistent with the original note. These modifications were deemed to be TDRs primarily due to Park's conclusion that the borrower would likely not have qualified for similar terms through another lender. Many of the modifications deemed to be TDRs were previously identified as impaired loans, and thus were also previously evaluated for impairment under ASC 310. Additional specific reserves of \$474,000 and \$745,000 were recorded during the three-month and nine-month periods ending September 30, 2013, respectively, as a result of TDRs identified in the 2013 year. Additional specific reserves of \$167,000 and

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\$1.2 million were recorded during the three-month and nine-month periods ending September 30, 2012, respectively, as a result of TDRs identified in the 2012 year.

The terms of certain other loans were modified during the nine-month periods ended September 30, 2013 and September 30, 2012 that did not meet the definition of a TDR. Modified substandard commercial loans which did not meet the definition of a TDR had a total recorded investment as of September 30, 2013 and September 30, 2012 of \$541,000 and \$2.1 million, respectively. The modification of these loans: (1) involved a modification of the terms of a loan to a borrower who was not experiencing financial difficulties, (2) resulted in a delay in a payment that was considered to be insignificant, or (3) resulted in Park obtaining additional collateral or guarantees that improved the likelihood of the ultimate collection of the loan such that the modification was deemed to be at market terms. Modified consumer loans which did not meet the definition of a TDR had a total recorded investment as of September 30, 2013 and September 30, 2012 of \$19.6 million and \$20.5 million, respectively. Many of these loans were to borrowers who were not experiencing financial difficulties but who were looking to reduce their cost of funds.

The following tables detail the number of contracts modified as TDRs during the three-month and nine-month periods ended September 30, 2013 and September 30, 2012, as well as the recorded investment of these contracts at September 30, 2013 and September 30, 2012. The recorded investment pre- and post-modification is generally the same due to the fact that Park does not typically provide for forgiveness of principal.

(In thousands)	Three Months Ended September 30, 2013			Total Recorded Investment
	Number of Contracts	Accruing	Nonaccrual	
Commercial, financial and agricultural	7	\$2,806	\$678	\$3,484
Commercial real estate	9	—	5,671	5,671
Construction real estate:				
SEPH commercial land and development	—	—	—	—
Remaining commercial	—	—	—	—
Mortgage	—	—	—	—
Installment	1	15	—	15
Residential real estate:				
Commercial	—	—	—	—
Mortgage	8	120	393	513
HELOC	6	129	—	129
Installment	5	52	41	93
Consumer	76	419	208	627
Total loans	112	\$3,541	\$6,991	\$10,532

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(In thousands)	Three Months Ended September 30, 2012			Total Recorded Investment
	Number of Contracts	Accruing	Nonaccrual	
Commercial, financial and agricultural	12	\$121	\$418	\$539
Commercial real estate	2	—	257	257
Construction real estate:				
SEPH commercial land and development	2	—	60	60
Remaining commercial	3	—	369	369
Mortgage	2	101	85	186
Installment	6	177	97	274
Residential real estate:				
Commercial	5	—	610	610
Mortgage	82	3,780	2,000	5,780
HELOC	43	718	143	861
Installment	48	675	271	946
Consumer	526	2,047	895	2,942
Total loans	731	\$7,619	\$5,205	\$12,824

Of those loans which were modified during the three-month period ended September 30, 2013, \$751,000 were on nonaccrual status as of December 31, 2012, but were not classified as TDRs. Of those loans which were modified during the three-month period ended September 30, 2012, \$1.2 million were on nonaccrual status as of December 31, 2011, but were not classified as TDRs.

(In thousands)	Nine Months Ended September 30, 2013			Total Recorded Investment
	Number of Contracts	Accruing	Nonaccrual	
Commercial, financial and agricultural	21	\$2,813	\$1,052	\$3,865
Commercial real estate	16	—	6,635	6,635
Construction real estate:				
SEPH commercial land and development	—	—	—	—
Remaining commercial	2	403	—	403
Mortgage	—	—	—	—
Installment	3	15	24	39
Residential real estate:				