



# *Annual Report*

NOVEMBER 2015

Office of  
Mortgage Settlement  
Oversight

## Table of Contents

<b>I. Message from the President</b> .....	<b>2</b>
<b>II. Overview of OMSO</b> .....	<b>3</b>
a. OMSO Ocwen .....	3
b. OMSO ST .....	3
c. Board of Directors and Governance .....	4
d. Officers .....	6
e. Contractors .....	6
f. Conflicts and Protocol .....	7
g. Employees .....	7
h. Work Completed .....	8
i. Consumer Relief	
ii. Servicing Standards	
iii. Complaints	
iv. Consumer Financial Protection Bureau	
v. Public Role	
vi. Future Activities Overview	
<b>III. Appendix A: Timeline of Settlement Reports</b> .....	<b>10</b>
<b>IV. Appendix B: Audited Financial Statements</b> .....	<b>13</b>

# Message from the President

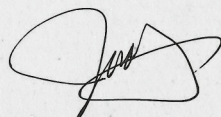
This is my third annual report as President of the Office of Mortgage Settlement Oversight and the Monitor of the National Mortgage Settlement. This report covers activities undertaken by the office from July 1, 2014, through June 30, 2015. Details in this report include:

- An overview of the organization, its Board of Directors, its contractors and its employees.
- An outline of work completed to date and priorities for the coming year.
- Audited financial statements for the period July 1, 2014, through June 30, 2015.

This report is focused entirely on the business of monitoring the National Mortgage Settlement and does not include any data related to Servicer performance of consumer relief obligations or compliance with the servicing standards under the Settlement. Reports regarding such performance and compliance can be found on the Office of Mortgage Settlement Oversight website at: [www.mortgageoversight.com](http://www.mortgageoversight.com).

As the Settlement's Monitor, I am committed to maintaining transparency in carrying out my duties and obligations. This report has been issued in furtherance of that commitment.

Sincerely,



**Joseph A. Smith, Jr.**  
**Monitor**

# Overview of OMSO

Joseph A. Smith, Jr. formed the Office of Mortgage Settlement Oversight (OMSO), a not-for-profit corporation, to help him carry out his duties as Monitor of the National Mortgage Settlement (NMS).<sup>1</sup> The Monitor is tasked with determining whether the mortgage servicer parties are in compliance with the mortgage servicing standards and consumer relief requirements set forth in the consent judgments that make up the NMS. OMSO assists the Monitor with functions related to the business of being the Monitor, including managing the OMSO budget, contracting with consultants and professional firms, hiring employees and maintaining books and records. Incorporated on February 6, 2012, OMSO is a North Carolina nonprofit corporation that is tax exempt pursuant to Section 501(c)(4) of the Internal Revenue Code.

- <sup>1</sup> In 2012, the attorneys general of 49 states and the District of Columbia, the federal government and five banks and mortgage servicers (Bank of America, Citi, JPMorgan Chase, the ResCap Parties and Wells Fargo) reached agreement on the National Mortgage Settlement (the “NMS” or “Settlement”) that created new servicing standards, provided relief to distressed homeowners and required direct payments to certain borrowers and to state and federal governments. The NMS was made formal and binding on April 5, 2012, when the United States District Court of the District of Columbia entered the consent judgments containing the Settlement terms.
- <sup>2</sup> Ocwen had been subject to NMS servicing standards for a servicing portfolio purchased from ResCap in February 2013, prior to the 2014 consent judgment. The 2014 consent judgment extended these obligations to Ocwen’s entire servicing portfolio.
- <sup>3</sup> Unless the context otherwise requires, references in this report to the “Settlement” or “NMS” also include the Ocwen consent judgment and SunTrust Mortgage, Inc. consent judgment.

## OMSO Ocwen

In February 2014, the United States District Court for the District of Columbia (Court) entered a new consent judgment reflecting the agreement reached among Ocwen, the Consumer Financial Protection Bureau (CFPB), 49 states and the District of Columbia requiring Ocwen to provide \$2 billion in consumer relief and comply with the Settlement servicing standards.<sup>2</sup> Joseph A. Smith, Jr. was appointed to the position of Monitor under the consent judgment. OMSO Ocwen, LLC, a single-member nonprofit subsidiary of OMSO, was formed to assist the Monitor with his duties in respect to that consent judgment.<sup>3</sup>

## OMSO ST

In September 2014, the United States District Court for the District of Columbia entered a new consent judgment reflecting the agreement reached among SunTrust Mortgage, Inc., the Consumer Financial Protection Bureau (CFPB), 49 states and the District of Columbia requiring SunTrust Mortgage, Inc. to provide \$500 million in consumer relief and comply with the Settlement servicing standards. Joseph A. Smith, Jr. was appointed to the position of Monitor under the consent judgment. OMSO ST, LLC, a single-member nonprofit subsidiary of OMSO, was formed to assist the Monitor with his duties in respect to that consent judgment.

## Board of Directors and Governance

OMSO enables the Monitor to carry out his duties transparently and independently with administrative oversight and support from a Board of Directors. The Board consists of the Monitor and four independent directors. The independent directors do not oversee the Settlement.

The Board consists of five members, including the Monitor, who also serves as the Chairman of the Board. Directors are:

### **JOHN S. ALLISON**

John Allison, former commissioner of the Mississippi Department of Banking and Consumer Finance, served the state from 1972 until his retirement in 2011. Over the span of his career, he held various positions within the department, including deputy commissioner and acting commissioner. His three-term appointment as commissioner spanned the final 12 years of his tenure.

In addition to his work for Mississippi, Allison was an active member of the Conference of State Bank Supervisors, the association that oversees and regulates the nation's 6,000 state-chartered commercial and savings banks and 400 state-licensed foreign banking offices. He held numerous leadership roles, chairing the organization in 2005.

From 2002 to 2006, Allison was a member of the State Liaison Committee of the Federal Financial Institutions Examination Council (FFIEC), serving as chairman during his last two years with the organization. While part of the FFIEC, which sets standards for the

federal examination of financial institutions and makes recommendations to improve their supervision, Allison participated in an emergency preparedness task force. That group developed a plan to help institutions prepare for a catastrophic event such as Hurricane Katrina.

In September 2007, Allison was appointed to the six-member board of managers of the State Regulatory Registry LLC, which was charged with developing and now overseeing the national licensing system for mortgage professionals.

A native of Olive Branch, Mississippi, Allison graduated from Olive Branch High School in 1965. He earned his bachelor's degree from the University of Mississippi, majoring in banking and finance. Following his undergraduate work, he served for two years in the United States Army, earning the Bronze Star Medal during a tour of duty in Vietnam.

Allison is also a graduate of the School of Banking of the South at Louisiana State University, and he has participated in a number of federal regulatory courses

and seminars. He is married to the former Jan Garner of Kosciusko, Mississippi, and they have two grown children.

### **BONNIE HANCOCK**

Bonnie Hancock is executive director of the Enterprise Risk Management Initiative at the North Carolina State University Poole College of Management, where she also teaches. Before joining academia, Hancock worked for Progress Energy, a Fortune 250 company, where she led the merger of Carolina Power & Light Company and Florida Progress. She also served as president of Progress Fuels, an unregulated subsidiary with more than \$1 billion in assets, and she held a number of executive positions during her tenure, including senior vice president, finance and information technology; vice president, strategic planning; vice president, accounting and controller; and tax manager. Hancock also held management positions at Potomac Electric Power Co. in Washington, D.C., and worked in public accounting.

Currently, Hancock teaches and consults on a range of topics from strategic planning and business valuation to



financial management and enterprise risk management. She also serves as an independent director of AgFirst Farm Credit Bank, where she chairs the risk policy committee, and she serves on the board of Powell Industries, a publicly traded company in Houston, Texas.

Hancock holds a bachelor's degree in business administration from the College of William and Mary and a master's degree in taxation from Georgetown University. She has also completed an executive management program at Duke University. She was a 1983 recipient of a Sells Award, a national recognition for performance on the CPA examination.

#### **DONALD A. PAPE**

Donald Pape is a banker and an attorney with the Norman, Oklahoma, office of Phillips Murrah P.C., an Oklahoma City-based business law firm. He also brings 36 years of experience to this position as chairman of the board of Republic Bank & Trust in Norman, where assets have grown from \$18 million to \$410 million under his leadership.

In addition, Pape serves as the past chair of the Bankers Advisory Board of the Conference of State Bank Supervisors and is a member of the Oklahoma Tobacco Settlement Endowment Trust Board of Investors.

Pape, whose law practice is focused on banking law and regulation, is admitted to practice in all Oklahoma state courts, the United States District Court for the Western District of Oklahoma and the United States Supreme Court.

#### **D. KEITH FIGUES**

D. Keith Pignes is the CEO and Founder of Luminas Strategy in Research Triangle Park, North Carolina. Luminas helps clients improve their value proposition and win in the marketplace with a unique approach to gain and apply customer insight and competitive intelligence to impact critical business decisions.

Pignes previously served as a partner with Keen Strategy, was a tenured professor and dean of the School of Business at North Carolina Central University, and was chief marketing officer or senior marketing executive at Honeywell International, Cemex, RR Donnelley, ADP (now CDK Global) and Ply Gem Industries. Earlier in his career, he served in a variety of marketing, strategic planning and sales leadership positions with companies such as IBM, Hewlett Packard and Monsanto. Pignes is coauthor of "Winning with Customers: A Playbook for B2B" (Wiley & Sons 2010), which became an inaugural selection of the C-Suite Book Club and was featured on Best Seller TV.

Pignes earned a bachelor's degree in electrical engineering from Christian Brothers University, where he was the first recipient of the university's Distinguished Young Alumnus Award. He also earned an MBA from the University of North Carolina Kenan-Flagler Business School and undertook additional graduate business studies at Manchester University in the United Kingdom.

#### **JOSEPH A. SMITH, JR.**

Joseph Smith was appointed Monitor of the NMS on April 5, 2012, by a bipartisan group of 49 state attorneys general, the District of Columbia, the United States federal government and the nation's five largest mortgage servicers. In this role, Smith oversees the banks' compliance with the 304 servicing standards, or reforms, as measured by a series of metrics, or tests, laid out in the Settlement. He also has validated the servicers' calculation of credit under the NMS for more than \$20 billion in relief to homeowners. Smith's appointment as Monitor under the five original NMS consent judgments was for a term of three-and-a-half years, which ended on October 4, 2015, with a final report to the United States District Court for the District of Columbia (Court) to be filed by him no later than April 2016. His work under the NMS was subsequently expanded by the Ocwen and SunTrust Mortgage consent judgments.

On November 19, 2013, Smith was also appointed to monitor the consumer relief obligations included in the \$13 billion settlement between the United States Department of Justice and JPMorgan Chase. In his role, Smith is responsible for validating JPMorgan Chase's assertion of credit under such settlement for \$4 billion in consumer relief to be provided by the Servicer. In addition, Smith was appointed Special Master for the U.S. Department of Education in 2015. In that role, he advises the Department on issues related to student loan debt.

Smith served as North Carolina Commissioner of Banks from 2002 to 2012. As Commissioner, he oversaw the licensing and regulation of banks and thrifts. He also helped implement the North Carolina Mortgage Lending Act, the North Carolina Secure and Fair Enforcement Mortgage Licensing Act and the State Home Foreclosure Prevention Project. While Commissioner, Smith also served from 2009 to 2010 as chairman of the Conference of State Bank Supervisors. He was an organizer and member of the Board of Managers of the State Regulatory Registry, LLC, an organization dedicated to creating a nationwide mortgage licensing system.

Prior to his tenure in state government, Smith spent 27 years practicing corporate, securities and banking law in North Carolina, Connecticut and New York. He is the former general counsel and secretary of a North Carolina bank holding company and is a partner at Poyner Spruill LLP.

Smith earned a bachelor's degree from Davidson College in 1971 and his Juris Doctor from the University of Virginia in 1974.

Between July 1, 2014, and June 30, 2015, the Board met five times.

The Board has established an Audit Committee, an Investment Committee and a Public Policy Committee composed of the following members:

**AUDIT COMMITTEE:**

Bonnie Hancock, Chair; John Allison

**INVESTMENT COMMITTEE:**

Donald Pape, Chair; Joseph Smith

**PUBLIC POLICY COMMITTEE:**

Keith Piques, Chair; Donald Pape

## Officers

The officers of OMSO are Joseph Smith, who serves as the President and Chairman of the Board; John Sabiston, who serves as Vice President, Treasurer and Secretary; and Christine Hood, who serves as the Assistant Secretary and is an employee of Poyner Spruill LLP.

## Contractors

The consent judgments that make up the Settlement authorize the Monitor to retain a Primary Professional Firm (PPF) and various Secondary Professional Firms (SPFs) to support him in carrying out his duties. The Monitor engaged BDO Consulting (BDO), a division of BDO USA, LLP, as his PPF.

In addition, the Monitor retained five SPFs, each of which is independent of the Servicer to which it is assigned:

- Baker Tilly Virchow Krause, LLP – Assigned to the ResCap Parties (formerly GMAC), Green Tree and Ocwen
- BKD, LLP – Assigned to Citi Mortgage
- Crowe Chizek LLP – Assigned to Bank of America and SunTrust Mortgage
- Grant Thornton LLP – Assigned to JPMorgan Chase
- RSM US LLP (formerly McGladrey) – Assigned to Wells Fargo and Ocwen IRG investigation

The Settlement also allows the Monitor to engage attorneys or other professionals to represent or assist him.

In addition to the firms mentioned above, OMSO has contracted with consultants, forensic accountants and attorneys to assist the Monitor with his role in monitoring the Settlement. OMSO retained the law firms of Poyner Spruill LLP (of which Joseph Smith is a partner) and Smith Moore Leatherwood LLP; the forensic accounting firm of Parkside Associates LLC; the accounting firm Cherry Bekaert LLP; and the communications firm Capstrat. As required by the Settlement, each firm is independent of the Servicers. Separately, OMSO retained Brooks, Pierce, McLendon, Humphrey & Leonard, LLP as general counsel.

## Conflicts and Protocol

The consent judgments provide that the Monitor and professionals in his employ shall not have any prior relationships with the Servicers that would undermine public confidence in the objectivity of their work. Prior to contracting with any firm, the Monitor conducted a thorough background review of each candidate firm to verify that there were no substantial or meaningful conflicts of interest. Additionally, all master contracts with OMSO include a provision that the contractor has no agreements, has had no agreements and will not enter into any agreements that may conflict in any way with the services to be provided. The Monitor established a corporate policy that requires each contractor to sign a conflict of interest certification every six months stating that its conflict of interest status has not changed. The consent judgments also require that any firm that performs work overseeing a Servicer must agree not to work on behalf of that Servicer for a period of six months after the conclusion of the term of engagement. OMSO has ensured compliance with these agreements.

## Employees

To handle business functions of monitoring the Settlement, the Monitor hired two staff members – John Sabiston and Maggie Beasley. Mr. Sabiston and Ms. Beasley also perform work for Joseph A. Smith, Jr. Monitoring Ltd., a subchapter S corporation owned and controlled by Joseph Smith. Additionally, Christine Hood, an employee of Poyner Spruill, provides full-time-equivalent services to OMSO.

## Work Completed

### CONSUMER RELIEF COMPLETION

The Monitor has validated and confirmed the satisfaction by all five Servicers originally party to the Settlement of their obligations to provide relief to distressed borrowers in March 2014.<sup>4</sup> In addition, the Monitor has released Ocwen and SunTrust Mortgage's self-reported gross consumer relief data in three progress reports.<sup>5</sup>

### SERVICING STANDARDS

During the fiscal year, the Monitor released two sets of reports to the Court concerning five of the seven Servicers' compliance with the servicing standards. Continued Oversight and Compliance Update included compliance testing results for Bank of America, Chase, Citi, Green Tree and Wells Fargo. The Monitor also released two reports specific to Ocwen, the first was an interim report filed in December 2014 that identified issues with Ocwen's Internal Review Group, and the other was the Ocwen Second Interim report filed in May 2015.

The Monitor's work to test the Servicers' compliance continues, and his next reports are expected to be filed with the Court in the fourth quarter of 2015 or early 2016.

#### *Ocwen IRG Investigation*

In May 2014, an Ocwen employee contacted a member of the Monitoring Committee and alleged serious deficiencies in the internal review group (IRG) process, which called into question the IRG's independence and the independence, competency and capacity of the IRG's operations. The Monitor launched an investigation into these claims and directed RSM US LLP to retest Ocwen's performance on a number of metrics deemed to be at risk. The Monitor also retained RSM US LLP to investigate issues identified by the New York State Superintendent of Financial Services related to Ocwen's dating on certain correspondence to borrowers.

After a review of the issues and subsequent review of Ocwen's work to address these concerns, the Monitor reported to the Court that he now has a measure

of assurance that the issues with Ocwen's IRG's independence, competency and capacity have been sufficiently addressed.

### COMPLAINTS

The Monitor further evaluates the Servicers through analysis of the complaints received from the Servicers, attorneys general, governmental agencies and public groups and organizations.

### CONSUMER FINANCIAL PROTECTION BUREAU

OMSO signed an agreement with the Consumer Financial Protection Bureau (CFPB) on February 8, 2013, to provide the Monitor with access to CFPB's Consumer Complaint Database government portal, an electronic delivery system operated by the CFPB that provides secure access to various complaints from individuals about the business practices of financial services firms, including the Servicers. The purpose of the agreement is to facilitate the sharing of consumer complaint data

<sup>4</sup> *Final Crediting Report*, original servicers, released March 18, 2014

<sup>5</sup> Consumer Relief Reports released  
*SunTrust Mortgage Consumer Relief, self-Reported and unverified* through fourth quarter 2014, released April 7, 2015  
*Ocwen Consumer Relief, self-Reported and unverified* through fourth quarter 2014, April 7, 2015  
*Ocwen Consumer Relief, self-Reported and unverified* through third quarter 2014, Dec. 16, 2014

<sup>6</sup> Compliance Reports released for Bank of America, Chase, Citi, Green Tree and Wells Fargo:  
*Continued Oversight*, through second quarter 2014, Dec. 16, 2014  
*Compliance Update*, through fourth quarter 2014, June 30, 2015

<sup>7</sup> Interim reports released for Ocwen:  
Ocwen Interim Report, included in Continued Oversight, Dec. 16, 2014  
Ocwen Second Interim Update, May 7, 2015



collected by the CFPB. The CFPB data supplements the complaints OMSO receives through its other channels—specifically, professional complaints captured via the OMSO website ([www.mortgageoversight.com](http://www.mortgageoversight.com)), letters sent to the Monitor’s office and executive office complaints provided by the Servicers.

## **PUBLIC ROLE**

Public engagement and transparency remain priorities for the Monitor. The Monitor has released regular updates to inform the public and policymakers. The Monitor continues to conduct regular interviews with the media, appear at speaking engagements across the county and post his reports and updates to the OMSO website and his social platforms.

## **FUTURE ACTIVITIES OVERVIEW**

As noted above, the Monitor expects to release compliance reports relating to the first half of 2015 in the fourth quarter of this year or early next year. The Monitor further expects to issue a final report with regard to four of the original Servicer parties in the first quarter of 2016. In addition, the Monitor will report on the consumer relief and servicing standards compliance of Ocwen and SunTrust Mortgage through at least 2017.

OMSO expects to continue to support Joseph A. Smith, Jr. in his role under the Settlement throughout his term as Monitor. In addition, OMSO expects to release a fourth annual report that will highlight the activities OMSO undertook during the current fiscal year (July 1, 2015, through June 30, 2016). A more detailed overview regarding expected future activities of OMSO can be found in Appendix A.



# Timelines

The infographic shows the historical dates beginning with the announcement of the National Mortgage Settlement and leading up to the release of the Monitor’s first report. It also spells out deadlines when banks must provide relief to distressed homeowners and adopt better mortgage-related practices, or servicing standards.

## Make Up of the Organization

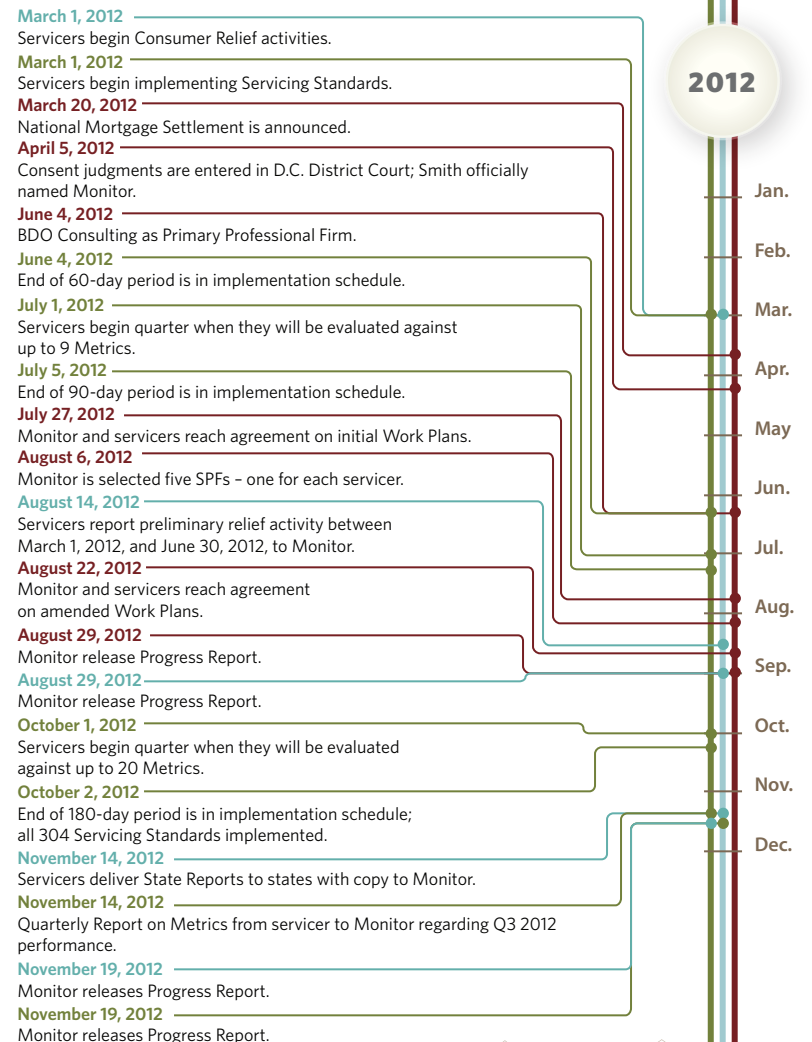
The National Mortgage Settlement reached several milestones from the appointment of the Monitor to the release of his first report.

## Consumer Relief

The banks must provide at least \$25 billion to provide struggling homeowners with relief. They must periodically report their activities, including meeting certain thresholds, by specific dates over the next three years. The Monitor must also provide reports to the United States District Court for the District of Columbia (Court) regarding bank compliance.

## Servicing Standards

The banks were required to comply with more than 300 servicing standards by October 2, 2012, and they must continue to provide quarterly reports to the Monitor regarding how well those standards are working over the next three years. The Monitor will also provide reports to the Court regarding bank compliance. The Monitor also negotiated four additional metrics to test Servicers’ compliance.



## 2013

<b>January 1, 2013</b>	IRG conducts Satisfaction Review of Consumer Relief requirements through December 31, 2012.	Jan.
<b>January 1, 2013</b>	Servicers began quarter when they will be evaluated against all 29 Metrics.	Jan.
<b>February 14, 2013</b>	Servicers delivered State Reports to states with copy to Monitor.	Feb.
<b>February 14, 2013</b>	Monitor released ResCap Parties Crediting Report.	Feb.
<b>February 14, 2013</b>	Quarterly Report on Metrics from Servicer to Monitor regarding Q4 2012 performance.	Mar.
<b>February 21, 2013</b>	Monitor released Progress Report.	Apr.
<b>February 21, 2013</b>	Monitor released Progress Report.	May
<b>February 28, 2013</b>	Servicers completed Consumer Relief activity eligible for 125% bonus credit.	Jun.
<b>May 15, 2013</b>	Servicers delivered State Reports to states with copy to Monitor.	Jul.
<b>May 15, 2013</b>	Quarterly Report on Metrics from Servicer to Monitor regarding Q1 2013 performance.	Aug.
<b>June 19, 2013</b>	Monitor issued Summary of Compliance Report.	Sep.
<b>August 14, 2013</b>	Servicers delivered State Reports to states with copy to Monitor unless Consumer Relief obligations satisfied.	Oct.
<b>August 14, 2013</b>	Quarterly Report on Metrics from Servicer to Monitor regarding Q2 2013 performance.	Nov.
<b>August 22, 2013</b>	Monitor released a Final Progress Report.	Dec.
<b>October 16, 2013</b>	Monitor released Interim Crediting Report.	Dec.
<b>November 14, 2013</b>	Servicers delivered State Reports to states with copy to Monitor unless Consumer Relief obligations already satisfied.	Dec.
<b>November 14, 2013</b>	Quarterly Report on Metrics from servicer to Monitor regarding Q3 2013 performance.	Dec.
<b>December 4, 2013</b>	Monitor Issued Report to D.C. District Court on Metrics through June 30, 2013.	Dec.
<b>December 16, 2013</b>	Monitor Issued Report to D.C. District Court on Metrics through June 30, 2013.	Dec.

## 2014

<b>January 1, 2014</b>	IRG conducted Satisfaction Review of Consumer Relief requirements unless servicer previously asserted it had satisfied obligations.	Jan.
<b>February 14, 2014</b>	Servicers deliver State Reports to states with copy to Monitor unless Consumer Relief obligations already satisfied.	Feb.
<b>February 14, 2014</b>	Quarterly Report on Metrics from Servicer to Monitor regarding Q4 2013 performance.	Feb.
<b>February 26, 2014</b>	D.C. District Court enter a new consent agreement with Ocwen, the CFPB, 49 states and the District of Columbia requiring the lender to provide \$2 billion in Consumer Relief and to comply with the servicing standards of the Settlement. Joseph A. Smith, Jr. was appointed to the position of Monitor under the consent judgment.	Mar.
<b>February 28, 2014</b>	Servicers complete at least 75% of Consumer Relief activity.	Apr.
<b>March 18, 2014</b>	Monitor issues Final Crediting Report to D.C. District Court on Servicer's satisfaction of Consumer Relief requirements.	Apr.
<b>April 7, 2014</b>	Servicers deliver State Reports to States with copy to Monitor.	May
<b>May 14, 2014</b>	Monitor issues Compliance in Progress Report on Metrics to D.C. District Court.	Jun.
<b>May 15, 2014</b>	Servicers deliver State Reports to states with copy to Monitor unless Consumer Relief obligations already satisfied.	Jul.
<b>May 15, 2014</b>	Quarterly Report on Metrics from servicer to Monitor regarding Q1 2014 performance.	Aug.
<b>August 14, 2014</b>	Servicers deliver State Reports to states with copy to Monitor unless Consumer Relief obligations already satisfied.	Sep.
<b>August 14, 2014</b>	Quarterly Report on Metrics from Servicer to Monitor regarding Q2 2014 performance.	Oct.
<b>September 30, 2014</b>	D.C. District Court enter a new consent agreement with SunTrust Mortgage, the CFPB, 49 states and the District of Columbia requiring the lender to provide \$500 million in Consumer Relief and to comply with the servicing standards of the Settlement. Joseph A. Smith, Jr. was appointed to the position of Monitor under the consent judgement.	Nov.
<b>November 14, 2014</b>	Servicers deliver State Reports to states with copy to Monitor unless Consumer Relief obligations already satisfied.	Dec.
<b>November 14, 2014</b>	Quarterly Report on Metrics from Servicer to Monitor regarding Q3 2014 performance.	Dec.
<b>December 16, 2014</b>	Servicers deliver State Reports to states with copy to Monitor.	Dec.
<b>December 16, 2014</b>	Monitor issues Continued Oversight Report on Metrics to D.C. District Court.	Dec.

## 2015

**January 1, 2015**

IRG conducts Satisfaction Review of Consumer Relief requirements unless servicer previously asserted it had satisfied obligations.

**February 14, 2015**

Servicers deliver State Reports to states with copy to Monitor unless Consumer Relief obligations were already satisfied.

**February 14, 2015**

Quarterly Report on Metrics from Servicer to Monitor regarding Q4 2014 performance.

**February 28, 2015**

Servicers complete 100% of Consumer Relief activity or make payment of at least 125% of unmet obligation.

**March 1, 2015**

IRG conduct final Satisfaction Review of Consumer Relief requirements unless servicer previously asserted it had satisfied obligations.

**April 7, 2015**

Ocwen deliver State Reports to states with copy to Monitor with data through the fourth quarter of 2014.

**April 7, 2015**

SunTrust Mortgage deliver State Reports to states with copy to Monitor with data through the fourth quarter of 2014.

**April 14, 2015**

Monitor issues Monitor Report to D.C. District Court on servicer's satisfaction of Consumer Relief requirements unless already satisfied.

**May 15, 2015**

Quarterly Report on Metrics from Servicer to Monitor regarding Q1 2015 performance.

**June 30, 2015**

Monitor issues Compliance Update Report to D.C. District Court on Metrics.

**August 11, 2015**

Monitor releases SunTrust Mortgage Consumer Relief Report.

**August 11, 2015**

Servicers deliver State Reports to states with copy to Monitor.

**August 11, 2015**

Monitor releases Ocwen Consumer Relief Report on Metrics to D.C. District Court through December 31, 2014.

**August 11, 2015**

Monitor releases Ocwen Compliance Update Report on Metrics to D.C. District Court.

**August 14, 2015**

Quarterly Report on Metrics from Servicer to Monitor regarding Q2 2015 performance.

**November 14, 2015**

Quarterly Report on Metrics from Servicer to Monitor regarding Q3 and part of Q4 2015 performance.

Jan.

Feb.

Mar.

Apr.

May

Jun.

Jul.

Aug.

Sep.

Oct.

Nov.

Dec.

## 2016

Jan.

Feb.

Mar.

Apr.

May

Jun.

Jul.

Aug.

Sep.

Oct.

Nov.

Dec.

**April 5, 2016**

Date by which Monitor will issue last Monitor Report to D.C. District Court on Metrics for Bank of America, Chase, Citi, Green Tree and Wells Fargo.

## 2017

**December 31, 2017**

Extended date through which Ocwen will be subject to review by the Monitor for Metrics included in the Servicer's Global Corrective Action Plan.

## 2018

**September 30, 2018**

Date by which Monitor will issue last Monitor Report to D.C. District Court on Metrics for SunTrust Mortgage.



**OFFICE OF MORTGAGE SETTLEMENT  
OVERSIGHT AND SUBSIDIARIES**

CONSOLIDATED FINANCIAL STATEMENTS  
AND SUPPLEMENTAL SCHEDULE

*As of and for the Year Ended June 30, 2015*

*And Report of Independent Auditor*



# OFFICE OF MORTGAGE SETTLEMENT OVERSIGHT AND SUBSIDIARIES

## TABLE OF CONTENTS

---

<b>REPORT OF INDEPENDENT AUDITOR .....</b>	<b>1-2</b>
--	------------

### **CONSOLIDATED FINANCIAL STATEMENTS**

Consolidated Statement of Financial Position .....	3
Consolidated Statement of Activities and Changes in Net Assets .....	4
Consolidated Statement of Cash Flows .....	5
Notes to the Consolidated Financial Statements.....	6-8

### **SUPPLEMENTAL SCHEDULE**

Consolidated Schedule of Functional Expenses .....	9
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## **Report of Independent Auditor**

Board of Directors  
Office of Mortgage Settlement Oversight and Subsidiaries  
Raleigh, North Carolina

### **Report on the Consolidated Financial Statements**

We have audited the accompanying consolidated financial statements of the Office of Mortgage Settlement Oversight (a non-profit organization) (“OMSO”) and Subsidiaries, which comprise the consolidated statement of financial position as of June 30, 2015, and the related consolidated statements of activities and changes in net assets and cash flows for the year then ended, and the related notes to the consolidated financial statements.

### **Management’s Responsibility for the Consolidated Financial Statements**

Management is responsible for the preparation and fair presentation of these consolidated 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 consolidated financial statements that are free from material misstatement, whether due to fraud or error.

### **Auditor’s Responsibility**

Our responsibility is to express an opinion on these consolidated 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 consolidated financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to OMSO’s preparation and fair presentation of the consolidated 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 OMSO’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 consolidated 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 consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of OMSO as of June 30, 2015, 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 Supplementary Information**

Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The consolidated supplemental schedule, as listed in the table of contents, is presented for purposes of additional analysis and is not a required part of the consolidated 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 consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated 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 consolidated financial statements as a whole.

*Cherry Behaert LLP*

Raleigh, North Carolina  
September 18, 2015

**OFFICE OF MORTGAGE SETTLEMENT OVERSIGHT AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

*JUNE 30, 2015*

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**ASSETS**

Current Assets:

Cash and cash equivalents	\$	15,651,721
Accounts receivable		<u>1,856</u>
Total Current Assets		15,653,577

Other Assets:

Prepaid expenses		<u>1,163,359</u>
<b>Total Assets</b>	<b>\$</b>	<b><u><u>16,816,936</u></u></b>

**LIABILITIES AND NET ASSETS**

Current Liabilities:

Accounts payable	\$	9,862,789
Accrued liabilities		<u>23,599</u>
<b>Total Liabilities</b>		<u>9,886,388</u>

Net Assets:

Unrestricted		<u>6,930,548</u>
<b>Total Net Assets</b>		<u>6,930,548</u>
<b>Total Liabilities and Net Assets</b>	<b>\$</b>	<b><u><u>16,816,936</u></u></b>

**OFFICE OF MORTGAGE SETTLEMENT OVERSIGHT AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS**

*YEAR ENDED JUNE 30, 2015*

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Unrestricted Revenue and Other Support:	
Service income	\$ 79,938,899
Interest income	<u>6,348</u>
Total Unrestricted Revenue and Other Support	<u>79,945,247</u>
Expenses:	
Professional services	71,664,919
Management and general	<u>2,547,129</u>
Total Expenses	<u>74,212,048</u>
Increase in unrestricted net assets	5,733,199
Net unrestricted assets, beginning of year	<u>1,197,349</u>
Net unrestricted assets, end of year	<u>\$ 6,930,548</u>



**OFFICE OF MORTGAGE SETTLEMENT OVERSIGHT AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENT OF CASH FLOWS**

*YEAR ENDED JUNE 30, 2015*

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**Cash flows from operating activities:**

Increase in unrestricted net assets	\$	5,733,199
Adjustments to reconcile increase in net assets to net cash provided by operating activities:		
Change in the following accounts:		
Increase in prepaid expenses		1,102,166
Decrease in accounts receivable		(601)
Increase in accrued liabilities		2,876
Increase in accounts payable		405,080
Net cash provided by operating activities		<u>7,242,720</u>
Net increase in cash and cash equivalents		7,242,720
Cash and cash equivalents, beginning of year		<u>8,409,001</u>
Cash and cash equivalents, end of year	\$	<u><u>15,651,721</u></u>

# OFFICE OF MORTGAGE SETTLEMENT OVERSIGHT AND SUBSIDIARIES

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

JUNE 30, 2015

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### **Note 1—Organization and summary of significant accounting policies**

*Organization* – Office of Mortgage Settlement Oversight (“OMSO”) was incorporated as a non-profit corporation in North Carolina on February 6, 2012. OMMSO was formed by the Monitor, Joseph Smith, to help him carry out the duties he was given in the National Mortgage Settlement, as described below. On May 16, 2014 and July 8, 2014 two Limited Liability Companies were created to assist the Monitor in carrying out his duties.

On February 9, 2012, the attorneys general of 49 states and the District of Columbia, the federal government, and five banks and mortgage servicers reached an agreement on a mortgage “Settlement” that will create new servicing standards, provide loan modification relief to distressed homeowners, and provide funding for state and federal governments. The Settlement was made formal and binding on April 5, 2012, when the U.S. District Court in Washington, District of Columbia entered the consent judgments containing the Settlement terms. The terms of the Settlement will remain in full force and effect for three and one-half years from the binding date with an additional six months for the Monitor to review the final report.

On December 19, 2013, the attorneys general of 49 states and the District of Columbia, the federal government, and a nonbank mortgage loan servicer reached an agreement on mortgage settlement. The Settlement was made formal and binding on February 26, 2014. The terms of the Settlement will remain in full force and effect for three and one-half years from the binding date with an additional six months for the Monitor to review the final report.

On June 17, 2014, the attorneys general of 49 states and the District of Columbia, the federal government, and a mortgage servicer reached an agreement on mortgage Settlement. The Settlement was made formal and binding on September 30, 2014. The terms of the Settlement will remain in full force and effect for three years from the binding date, provided they meet the terms as presented in the Consent Judgment, with an additional six months for the Monitor to review the final report.

*Basis of Accounting* – OMMSO’s consolidated financial statements are prepared on the accrual basis of accounting, whereby income is recognized when earned and expenses are recognized when incurred in accordance with accounting principles generally accepted in the United States of America.

*Basis of Presentation* – Financial statement presentation follows the recommendations of the Financial Accounting Standards Board in its Accounting Standard Codification No. 958, *Financial Statements of Not-for-Profit Organizations*. This statement requires that not-for-profit organizations provide a statement of financial position, a statement of activities and changes in net assets, and a statement of cash flows. Also, the statement requires classification of an organization’s net assets, revenues, and expenses based on the existence or absence of donor-imposed restrictions (permanently restricted, temporarily restricted, or unrestricted). All net assets of OMMSO and changes therein are considered unrestricted net assets.

*Principles of Consolidation* – During the year ending June 30, 2015, two subsidiaries of OMMSO were created to support the activities of OMMSO with the addition of the two agreements reached in December 2013 and June 2014. Although these subsidiaries are separate legal entities with their own accounting records, their financial position and changes in net assets have been included in the accompanying consolidated financial statements due to OMMSO having an economic interest in and exercising control over the subsidiaries. Intercompany transactions have been eliminated in the consolidated financial statements.

*Use of Estimates* – The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

# OFFICE OF MORTGAGE SETTLEMENT OVERSIGHT AND SUBSIDIARIES

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

JUNE 30, 2015

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### **Note 1—Organization and summary of significant accounting policies (continued)**

*Cash and Cash Equivalents* – For the purposes of the statement of cash flows, OMSO considers all highly liquid investments available for current use with an initial maturity of three months or less to be cash equivalents. OMSO places its cash and cash equivalents on deposit with financial institutions in the United States. The Federal Deposit Insurance Corporation covers \$250,000 for substantially all depository accounts. As of June 30, 2015, OMSO had no amounts in excess of these insured amounts.

*Prepaid Expenses* – OMSO purchased a general liability insurance policy in the amount of \$4,352,000 with a policy period of April 1, 2012 through April 1, 2017. The policy has a limit of liability of \$50,000,000 in the aggregate for each policy period. In connection with the Settlement agreements on February 26, 2014 and September 30, 2014, OMSO renewed its general liability insurance policy for the additional exposure. The premium paid for the additional exposure totaled \$250,425 and \$57,375, respectively. These payments are being accounted for as a prepaid, with the policy expense being amortized accordingly.

*Property and Equipment* – OMSO leases predominantly all property and equipment due to the finite life of the organization.

*Revenue Recognition* – Revenue is recognized in the consolidated statement of activities and changes in net assets generally when cash is received by OMSO.

*Income Taxes* – OMSO received Internal Revenue Service (“IRS”) approval as a tax exempt organization on December 12, 2013 under Section 501(c)(4) of the Internal Revenue Code, and accordingly, is not subject to federal income tax. Management has evaluated the effect of the guidance provided by U.S. Generally Accepted Accounting Principles on Accounting for Uncertainty in Income Taxes. Management believes that OMSO continues to satisfy the requirements of a tax-exempt organization at June 30, 2015. Management has evaluated all other tax positions that could have a significant effect on the consolidated financial statements and determined OMSO had no uncertain income tax positions at June 30, 2015. OMSO’s federal Exempt Organization Business Income Tax Returns (Form 990) are subject to examination by the IRS, generally for three years after they are filed.

*Net Assets* – Net assets and revenues, expenses, gains and losses are classified based on the existence or absence of restrictions imposed by a third party. Accordingly, net assets of OMSO and changes therein are classified and reported as follows:

*Unrestricted* – Unrestricted net assets are not subject to third-party imposed stipulations. Unrestricted net assets may be designated for specific purposes by action of the Board of Directors.

*Temporarily Restricted* – Temporarily restricted net assets are subject to third-party imposed stipulations that may or will be met by the occurrence of a specific event or the passage of time. When a third-party restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

*Permanently Restricted* – Permanently restricted net assets are those net assets for which use is restricted in perpetuity by a third party.

# OFFICE OF MORTGAGE SETTLEMENT OVERSIGHT AND SUBSIDIARIES

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

JUNE 30, 2015

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### Note 2—Operating lease

OMSO leases its operating space under an operating lease expiring in 2016. The lease term is 53 months with monthly payments of \$9,622 for the first seven months. The monthly payment increases by approximately two percent each year through the term of the lease.

On March 31, 2014, OMSO amended their existing sublease agreement with the law firm Poyner Spruill, LLP to provide Poyner Spruill, LLP the capability of subleasing OMSO's operating space to a co-tenant and reducing the monthly payment and parking rates charged to OMSO. Under the amended agreement, OMSO and the co-tenant are allocated their proportional share of the base rent based on a usage factor that is determined by their respective share of the total number of billable hours generated by OMSO and the co-tenants subcontractors with respect to their businesses for a given calendar year. The current monthly payment is \$8,928 plus an annual additional adjustment for operating expenses of the facility.

Rent expense amounted to \$106,347 for the year ended June 30, 2015.

Future minimum lease payment is as follows:

Year Ending June 30,  
2016

\$ 108,283

### Note 3—Related party transactions

OMSO has a sublease agreement with the law firm Poyner Spruill LLP. OMSO's operating lease agreement details are listed above in Note 2. The leased space is used as the office space for OMSO's employee and management team. The office space is sublet from Poyner Spruill at the same rate as Poyner Spruill's lease agreement. OMSO also has a Legal and Consulting Services agreement with Poyner Spruill for legal and administrative support. The Monitor, Joseph A. Smith, Jr., who is President and a Director of OMSO, has been "Of Counsel" with Poyner Spruill LLP since the inception of OMSO. On April 21, 2015, the Monitor became a Partner with Poyner Spruill LLP.

The expenses associated with the lease agreement and the legal and consulting services agreement are included in the consolidated statement of activities and changes in net assets for the year ended June 30, 2015.

### Note 4—Commitments and contingencies

OMSO is subject to various claims, legal proceedings, and investigations covering a wide range of matters that arise in the ordinary course of business. In the opinion of management, all such matters are adequately covered by insurance, and if not so covered are without merit or are of such kind, or involve such amounts, as would not have a significant effect on the financial position or results of activities of OMSO if disposed of unfavorably.

### Note 5—Subsequent events

OMSO has evaluated subsequent events through September 18, 2015, in connection with the preparation of these consolidated financial statements, which is the date the consolidated financial statements were available to be issued.

## **SUPPLEMENTAL SCHEDULE**



**OFFICE OF MORTGAGE SETTLEMENT OVERSIGHT AND SUBSIDIARIES**  
**CONSOLIDATED SCHEDULE OF FUNCTIONAL EXPENSES**

*JUNE 30, 2015*

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	<b>Professional Services</b>	<b>General and Managerial</b>	<b>Total</b>
Functional Expenses:			
Professional fees	\$ 71,664,919	\$ -	\$ 71,664,919
Payroll expense	-	906,242	906,242
Board of Director fees	-	129,500	129,500
Travel	-	51,946	51,946
Rent	-	106,347	106,347
Telephone	-	11,767	11,767
Other office	-	175,293	175,293
Utilities	-	3,600	3,600
Insurance	-	1,162,206	1,162,206
Miscellaneous expenses	-	228	228
Total Functional Expenses	<u>\$ 71,664,919</u>	<u>\$ 2,547,129</u>	<u>\$ 74,212,048</u>