

AVI BIOPHARMA INC
Form 10-Q
May 10, 2010
[Table of Contents](#)

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-Q

(Mark One)

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

For the quarterly period ended March 31, 2010

OR

o TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE EXCHANGE ACT

For the transition period from to

Commission file number 001-14895

AVI BIOPHARMA, INC.

(Exact name of registrant as specified in its charter)

Oregon

(State or other jurisdiction of incorporation or organization)

93-0797222

(I.R.S. Employer Identification No.)

3450 Monte Villa Parkway, Suite 101, Bothell, Washington

(Address of principal executive offices)

98021

(Zip Code)

Issuer's telephone number, including area code: **(425) 354-5038**

Indicate by check mark whether the issuer (1) 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 ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer or a non-accelerated filer. See definition of accelerated filer and large accelerated filer, and smaller reporting company in Rule 12b-2 of the Securities Exchange Act of 1934 (Check one):

Large accelerated filer ☐

Accelerated filer ☒

Non-accelerated filer ☐

(Do not check if a smaller reporting company)

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 ☒

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Common Stock with \$.0001 par value

110,374,160

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

(Class)

(Outstanding as of May 8, 2010)

Table of Contents

AVI BIOPHARMA, INC.

FORM 10-Q

INDEX

	Page
<u>PART I - FINANCIAL INFORMATION</u>	
<u>Item 1.</u>	<u>Financial Statements</u>
	<u>Balance Sheets</u> March 31, 2010 and December 31, 2009 (unaudited) 2
	<u>Statements of Operations</u> Three Months Ended March 31, 2010 and 2009 and from July 22, 1980 (Inception) through March 31, 2010 (unaudited) 3
	<u>Statements of Cash Flows</u> Three Months Ended March 31, 2010 and 2009 and from July 22, 1980 (Inception) through March 31, 2010 (unaudited) 4
	<u>Notes to Financial Statements (unaudited)</u> 5
<u>Item 2.</u>	<u>Management's Discussion and Analysis of Financial Condition and Results of Operations</u> 11
<u>Item 3.</u>	<u>Quantitative and Qualitative Disclosures about Market Risk</u> 13
<u>Item 4.</u>	<u>Controls and Procedures</u> 13
<u>PART II - OTHER INFORMATION</u>	
<u>Item 1.</u>	<u>Legal Proceedings</u> 13
<u>Item 1A.</u>	<u>Risk Factors</u> 13
<u>Item 1B.</u>	<u>Unresolved Staff Comments</u> 18
<u>Item 2.</u>	<u>Unregistered Sales of Equity Securities and Use of Proceeds</u> 18
<u>Item 3.</u>	<u>Defaults Upon Senior Securities</u> 18
<u>Item 4.</u>	<u>Removed and Reserved</u> 18
<u>Item 5.</u>	<u>Other Information</u> 18
<u>Item 6.</u>	<u>Exhibits</u> 19
<u>Signatures</u>	20
Exhibits	

Table of Contents**PART I FINANCIAL INFORMATION****Item 1. Financial Statements.**

AVI BIOPHARMA, INC.

(A Development Stage Company)

BALANCE SHEETS

(unaudited)

(in thousands, except per share data)

	March 31, 2010	December 31, 2009
Assets		
Current Assets:		
Cash and cash equivalents	\$ 41,438	\$ 48,275
Short-term securities available-for-sale	172	171
Accounts receivable	1,648	2,085
Other current assets	891	779
Total Current Assets	44,149	51,310
Property held for sale	2,372	2,372
Property and Equipment, net of accumulated depreciation and amortization of \$14,138 and \$14,026	2,361	2,466
Patent Costs, net of accumulated amortization of \$1,787 and \$1,762	3,832	3,759
Other assets	111	120
Total Assets	\$ 52,825	\$ 60,027
Liabilities and Shareholders' Equity		
Current Liabilities:		
Accounts payable	\$ 1,761	\$ 1,381
Accrued employee compensation	495	922
Long-term debt, current portion	78	77
Warrant valuation	20,500	27,609
Deferred revenue	3,409	3,428
Other liabilities	98	90
Total Current Liabilities	26,341	33,507
Commitments and Contingencies		
Long-term debt, non-current portion	1,903	1,924
Other long-term liabilities	1,108	966
Shareholders' Equity:		

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

Preferred stock, \$.0001 par value, 20,000,000 shares authorized; none issued and outstanding				
Common stock, \$.0001 par value, 200,000,000 shares authorized; 110,374,160 and 110,495,587 issued and outstanding		11		11
Additional paid-in capital		299,515		299,088
Deficit accumulated during the development stage		(276,053)		(275,469)
Total Shareholders' Equity		23,473		23,630
Total Liabilities and Shareholders' Equity	\$	52,825	\$	60,027

See accompanying notes to financial statements.

Table of Contents

AVI BIOPHARMA, INC.

(A Development Stage Company)

STATEMENTS OF OPERATIONS

(unaudited)

(in thousands, except per share amounts)

	Three months ended March 31,		July 22, 1980
	2010	2009	(Inception) through March 31, 2010
Revenues from license fees, grants and research contracts	\$ 1,205	\$ 3,150	\$ 61,014
Operating expenses:			
Research and development	6,096	4,495	236,528
General and administrative	2,844	2,220	76,864
Acquired in-process research and development			29,461
Operating loss	(7,735)	(3,565)	(281,839)
Other income (loss):			
Interest income and other, net	42	16	8,365
(Increase) decrease on warrant valuation	7,109	2,622	10,559
Realized gain on sale of short-term securities available-for-sale			3,863
Write-down of short-term securities available-for-sale	7,151	2,638	(17,001)
			5,786
Net loss	\$ (584)	\$ (927)	\$ (276,053)
Net loss per share - basic and diluted	\$ (0.01)	\$ (0.01)	
Weighted average number of common shares outstanding for computing basic and diluted loss per share (in thousands)	110,429	80,759	

See accompanying notes to financial statements.

Table of Contents

AVI BIOPHARMA, INC.

(A Development Stage Company)

STATEMENTS OF CASH FLOWS

(unaudited)

(in thousands)

	Three months ended March 31,		For the Period July 22, 1980 (Inception) through March 31, 2010
	2010	2009	
Cash flows from operating activities:			
Net loss	\$ (584)	\$ (927)	\$ (276,053)
Adjustments to reconcile net loss to net cash flows used in operating activities:			
Depreciation and amortization	347	367	18,029
Loss on disposal of assets	189	183	1,494
Realized gain on sale of short-term securities available-for-sale			(3,863)
Write-down of short-term securities available-for-sale			17,001
Impairment charge on real estate owned			928
Stock-based compensation	426	565	23,123
Conversion of interest accrued to common stock			8
Acquired in-process research and development			29,461
(Gain) loss on warrant liability	(7,109)	(2,622)	(10,559)
(Increase) decrease in:			
Accounts receivable, other current assets, and other assets	334	1,799	(2,566)
Net increase in accounts payable, accrued employee compensation, deferred revenue, and other liabilities	85	(980)	5,359
Net cash used in operating activities	(6,312)	(1,615)	(197,638)
Cash flows from investing activities:			
Purchase of property and equipment	(207)	(37)	(18,076)
Patent costs	(297)	(259)	(7,540)
Purchase of marketable securities	(1)	(3)	(112,987)
Sale of marketable securities			117,724
Acquisition costs			(2,389)
Net cash used in investing activities	(505)	(299)	(23,268)
Cash flows from financing activities:			
Proceeds from sale of common stock, warrants, and partnership units, net of offering costs, and exercise of options and warrants		15,464	262,937

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

Repayments of long-term debt	(20)	(19)	(207)				
Buyback of common stock pursuant to rescission offering			(289)				
Withdrawal of partnership net assets			(177)				
Issuance of convertible debt			80				
Net cash provided by (used in) financing activities	(20)	15,445	262,344				
Increase (decrease) in cash and cash equivalents	(6,837)	13,531	41,438				
Issuance of Common Stock	22,170	28	197				225
Stock Option Plans							
Issuance of Common Stock through Dividend Reinvestment	69,842	87	1,641				1,728
Cash dividends paid, \$0.24 per share				(2,983)			(2,983)
BALANCES, JUNE 30, 2007	12,490,180	\$15,613	\$54,256	\$33,396	\$(2,965)		\$100,300

See notes to financial statements

(5)

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

FIRST NATIONAL COMMUNITY BANCORP, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(1) The accounting and financial reporting policies of First National Community Bancorp, Inc. and its subsidiary conform to U.S. generally accepted accounting principles and to general practice within the banking industry. The consolidated statements of First National Community Bancorp, Inc. and its subsidiary, First National Community Bank (Bank) including its subsidiary, FNCB Realty, Inc. (collectively, Company) were compiled in accordance with the accounting policies set forth in note 1 of Notes to Consolidated Financial Statements in the Company's 2006 Annual Report to Shareholders. All material intercompany accounts and transactions have been eliminated in consolidation. The accompanying interim financial statements are unaudited. In management's opinion, the consolidated financial statements reflect a fair presentation of the consolidated financial position of the Company and subsidiary, and the results of its operations and its cash flows for the interim periods presented, in conformity with U.S. generally accepted accounting principles. Also in the opinion of management, all adjustments (which include only normal recurring adjustments) necessary to present fairly the Company's financial position, results of operations and cash flows at June 30, 2007 and for all periods presented have been made.

These interim financial statements should be read in conjunction with the audited financial statements and footnote disclosures in the Company's Annual Report to Shareholders for the fiscal year ended December 31, 2006.

(2) Basic earnings per share have been computed by dividing net income (the numerator) by the weighted average number of common shares (the denominator) for the period. Such shares amounted to 12,436,003 and 12,238,577 for the periods ending June 30, 2007 and 2006, respectively.

Diluted earnings per share have been computed by dividing net income (the numerator) by the weighted average number of common shares and options outstanding (the denominator) for the period. Such shares amounted to 12,700,191 and 12,544,673 for the periods ending June 30, 2007 and 2006, respectively.

(3) During the first quarter of calendar 2003, the Company adopted the fair value recognition provisions of FASB Statement No. 123, Accounting for Stock-Based Compensation, for stock-based employee compensation, effective as of January 1, 2003. Under the prospective method of adoption selected by the Company, stock-based compensation cost will be recognized using the fair value method for all awards granted, modified or settled on or after that effective date.

There were no stock option awards granted during the first two quarters of 2007 or 2006.

A summary of the status of the Corporation's stock option plans is presented below:

	Six months ended June 30, 2007		2006	
	Shares	Weighted Average Exercise Price	Shares	Weighted Average Exercise Price
Outstanding at the beginning of the period	279,870	\$13.56	332,920	\$10.80
Granted	0		0	
Exercised	(22,170)	10.13	(36,950)	7.55
Forfeited	(1,320)	28.91	0	
Outstanding at the end of the period	256,380	13.78	295,970	11.20

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

Options exercisable at June 30,	256,380	13.78	295,970	11.20
Weighted average fair value of options granted during the period		---		---

(6)

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

Information pertaining to options outstanding at June 30, 2007 is as follows:

Range of Exercise Price	Options Outstanding			Options Exercisable	
	Number	Weighted			
		Average	Weighted		Weighted
		Remaining	Average		Average
		Contractual	Exercise	Number	Exercise
	Outstanding	Life	Price	Exercisable	Price
\$6.49-\$28.91	256,380	6.2 years	\$13.78	256,380	\$13.78

(4) In February 2007, the FASB issued SFAS No. 159 "The Fair Value Option for Financial Assets and Financial Liabilities". Statement 159 permits entities to make an irrevocable election to carry almost any financial instrument at fair value. SFAS No. 159 is effective for fiscal years beginning after November 15, 2007. The company analyzed the benefits of the early adoption of SFAS No. 159, but has determined that such action is not consistent with the overall strategies of the company. The adoption of SFAS No. 159 is not expected to have a material impact on the Company's consolidated financial statements.

(7)

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

ITEM 2 - MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The consolidated financial information of First National Community Bancorp, Inc. (the company) provides a comparison of the performance of the company for the periods ended June 30, 2007 and 2006. The financial information presented should be read in conjunction with the consolidated financial statements and accompanying notes appearing elsewhere in this report.

Background

The company is a Pennsylvania Corporation, incorporated in 1997 and is registered as a financial holding company under the Bank Holding Company Act of 1956, as amended. The company became an active bank holding company on July 1, 1998 when it assumed ownership of First National Community Bank (the bank). On November 2, 2000, the Federal Reserve Bank of Philadelphia approved the company's application to change its status to a financial holding company as a complement to the company's strategic objective which includes expansion into financial services activities. The bank is a wholly-owned subsidiary of the company.

The company's primary activity consists of owning and operating the bank, which provides the customary retail and commercial banking services to individuals and businesses. The bank provides practically all of the company's earnings as a result of its banking services. As of June 30, 2007, the company had 18 full-service branch banking offices in its principal market area in Lackawanna, Luzerne, Wayne and Monroe Counties, Pennsylvania. At June 30, 2007, the company had 269 full-time equivalent employees.

The bank was established as a national banking association in 1910 as "The First National Bank of Dunmore." Based upon shareholder approval received at a Special Shareholders' Meeting held October 27, 1987, the bank changed its name to "First National Community Bank" effective March 1, 1988. The bank's operations are conducted from offices located in Lackawanna, Luzerne, Wayne and Monroe Counties, Pennsylvania:

<u>Office</u>	<u>Date Opened</u>
Main	October 1910
Scranton	September 1980
Dickson City	December 1984
Fashion Mall	July 1988
Wilkes-Barre	July 1993
Pittston Plaza	April 1995
Kingston	August 1996
Exeter	November 1998
Daleville	April 2000
Plains	June 2000
Back Mountain	October 2000
Clarks Green	October 2001
Hanover Township	January 2002
Nanticoke	April 2002
Hazleton	October 2003
Route 315	February 2004
Honesdale	November 2006
Stroudsburg	May 2007

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

The bank provides the usual commercial banking services to individuals and businesses, including a wide variety of loan, deposit instruments and investment options. As a result of the bank's partnership with INVEST, our customers are able to access alternative products such as mutual funds, bonds, equities and annuities directly from the INVEST representatives.

During 1996, FNCB Realty Inc. was formed as a wholly owned subsidiary of the Bank to manage, operate and liquidate properties acquired through foreclosure.

Summary:

Net income for the six months ended June 30, 2007 amounted to \$7,363,000, an increase of \$816,000 or 12% compared to the same period of the previous year. This increase can be attributed to the \$2,114,000 improvement in net interest income which reflects the benefits derived from balance sheet growth and the repricing of interest-sensitive assets and liabilities. Other income increased \$561,000 primarily due to an increase in letter of credit fees.. Other expenses increased \$1,578,000 over the same period of last year due primarily to an increase in Salaries & Benefits of \$700,000 related to the company's expansion.

Net income for the three months ended June 30, 2007 amounted to \$3,748,000, an increase of \$395,000 or 12% compared to the same period of the previous year. This increase can be attributed to the \$1,031,000 improvement in net interest income which reflects the benefits derived from balance sheet growth and the repricing of interest-sensitive assets and liabilities. Other income increased \$264,000 primarily due to an increase in letter of credit fees. Other expenses increased \$872,000, or 17%, over the same period of last year due primarily to an increase in Salaries & Benefits of \$376,000 related to the company's expansion.

RESULTS OF OPERATIONS

Net Interest Income:

The company's primary source of revenue is net interest income which totaled \$19,112,000 and \$16,938,000 (before the provision for credit losses) during the first six months of 2007 and 2006, respectively. The year to date net interest margin (tax equivalent) decreased thirteen basis points to 3.55% in 2007 compared to 2006 comprised of a forty-one basis point increase in the yield earned on earning assets which was offset by a fifty-four basis point increase in the cost of interest-bearing liabilities. Excluding investment leveraging transactions, the 2007 margin would be 3.69% which is fourteen basis points lower than the 3.83% recorded during the first six months of last year.

Earning assets increased \$64 million to \$1.248 billion during the first six months of 2007 and total 94.5% of total assets, a slight increase from the 93.5% at year-end.

(9)

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

Yield/Cost Analysis

The following tables set forth certain information relating to the company's Statement of Financial Condition and reflect the weighted average yield on assets and weighted average costs of liabilities for the periods indicated. Such yields and costs are derived by dividing the annualized income or expense by the weighted average balance of assets or liabilities, respectively, for the periods shown:

	Six months ended June 30, 2007 Average		Yield/
	Balance (Dollars in thousands)	Interest	Cost
Assets:			
Interest-earning assets:			
Loans (taxable)	\$832,244	\$31,824	7.62%
Loans (tax-free) (1)	34,014	826	7.32
Investment securities (taxable)	193,613	5,070	5.23
Investment securities (tax-free)(1)	79,063	1,828	7.01
Time deposits with banks and federal funds sold			
	720	19	5.20
Total interest-earning assets	1,139,654	39,567	7.16%
Non-interest earning assets	70,813		
Total Assets	\$1,210,467		
Liabilities and Shareholders' Equity:			
Interest-bearing liabilities:			
Deposits	\$857,436	\$16,411	3.86%
Borrowed funds	160,738	4,044	5.00
Total interest-bearing liabilities	1,018,174	20,455	4.04%
Other liabilities and shareholders' equity			
	192,293		
Total Liabilities and Shareholders' Equity			
	\$1,210,467		
Net interest income/rate spread		\$19,112	3.12%
Net yield on average interest-earning assets			3.55%
Interest-earning assets as a percentage of interest-bearing liabilities			112%

(1) Yields on tax-exempt loans and investment securities have been computed on a tax equivalent basis.

(10)

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

	Six-months ended June 30, 2006		
	Average		Yield/
	Balance	Interest	Cost
	(Dollars in thousands)		
Assets:			
Interest-earning assets:			
Loans (taxable)	\$704,328	\$25,576	7.24%
Loans (tax-free) (1)	30,970	754	7.34
Investment securities (taxable)	171,825	3,877	4.51
Investment securities (tax-free)(1)	67,695	1,615	7.23
Time deposits with banks and federal funds sold			
	2,724	59	4.39
Total interest-earning assets	977,542	31,881	6.75%
Non-interest earning assets	48,570		
Total Assets	\$1,026,112		
Liabilities and Shareholders' Equity:			
Interest-bearing liabilities:			
Deposits	\$699,815	\$11,203	3.23%
Borrowed funds	158,275	3,740	4.70
Total interest-bearing liabilities	858,090	14,943	3.50%
Other liabilities and shareholders' equity			
	168,022		
Total Liabilities and Shareholders' Equity			
	\$1,026,112		
Net interest income/rate spread		\$16,938	3.25%
Net yield on average interest-earning assets			
			3.68%
Interest-earning assets as a percentage of interest-bearing liabilities			
			114%

(1) Yields on tax-exempt loans and investment securities have been computed on a tax equivalent basis.

(11)

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

Rate Volume Analysis

The table below sets forth certain information regarding the changes in the components of net interest income for the periods indicated. For each category of interest earning asset and interest bearing liability, information is provided on changes attributed to: (1) changes in rate (change in rate multiplied by current volume); (2) changes in volume (change in volume multiplied by old rate); (3) the total. The net change attributable to the combined impact of volume and rate has been allocated proportionately to the change due to volume and the change due to rate (in thousands).

Period Ended June 30,

2007 vs 2006
Increase (Decrease)

	Due to Rate	Volume	Total
Loans (taxable)	\$1,644	\$4,604	\$6,248
Loans (tax-free)	(2)	74	72
Investment securities (taxable)	720	473	1,193
Investment securities (tax-free)	(58)	271	213
Time deposits with banks and federal funds sold	1	(41)	(40)
Total interest income	\$2,305	\$5,381	\$7,686
Deposits	\$2,323	\$2,885	\$5,208
Borrowed funds	246	58	304
Total interest expense	\$2,569	\$2,943	\$5,512
Net change in net interest income	\$ (264)	\$2,438	\$2,174

Period Ended June 30,

2006 vs 2005
Increase (Decrease)

	Due to Rate	Volume	Total
Loans (taxable)	\$3,992	\$2,881	\$6,873
Loans (tax-free)	43	12	55
Investment securities (taxable)	303	(73)	230
Investment securities (tax-free)	(48)	295	247
Time deposits with banks and federal funds sold	22	(11)	11
Total interest income	\$4,312	\$3,104	\$7,416
Deposits	\$3,741	\$ 996	\$4,737
Borrowed funds	215	31	246
Total interest expense	\$3,956	\$1,027	\$4,983
Net change in net interest income	\$ 356	\$2,077	\$2,433

(12)

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

Other Income and Expenses:

Other income in the first six months of 2007 increased \$561,000 in comparison to the same period of 2006. Service charges and fees increased \$446,000, or 21%, over the prior period. Income from service charges on deposits increased \$78,000, or 6%, in comparison to the same period of last year due to the addition of two community offices. Other fee income increased \$368,000, or 45% primarily due to a \$284,000 increase in letter of credit fee income. Net gains from asset sales increased \$115,000.

On a quarterly basis, other income for the second quarter of 2007 increased \$264,000 in comparison to the same quarter of 2006. Service charges and fees increased \$220,000, or 20%, over the prior period. Income from service charges increased \$41,000, or 6%, in comparison to the same period of last year while other fee income increased \$179,000, or 42%, due to increased letter of credit fees. Net gains from asset sales increased \$44,000 when compared to the second quarter of 2006.

Other expenses increased \$1,578,000 or 16% for the period ended June 30, 2007 compared to the same period of the previous year. Salaries and Benefits costs added \$700,000, or 14% in comparison to the first six months of 2007 due to the opening of two new branch offices, additional staff and merit increases. Occupancy and equipment costs increased \$295,000, or 20%, advertising costs rose 17%, data processing costs rose 3%, and other operating expenses increased \$501,000, or 22%.

Other expenses for the second quarter of 2007 increased \$872,000, or 17% in comparison to the same period of 2006. Salaries and Benefits costs increased \$376,000, or 15%. Occupancy and equipment costs increased \$163,000, or 22%, advertising costs rose 17%, data processing costs rose 2%, and other operating expenses increased \$296,000, or 25%.

Other Comprehensive Income:

The Company's other comprehensive income includes unrealized holding gains (losses) on securities which it has classified as available-for-sale in accordance with FASB 115, Accounting for Certain Investments in Debt and Equity Securities.

Provision for Income Taxes:

The provision for income taxes is calculated based on annualized taxable income. The provision for income taxes differs from the amount of income tax determined applying the applicable U.S. statutory federal income tax rate to pre-tax income from continuing operations as a result of the following differences:

	2007	2006
Provision at statutory rate	\$3,325	\$2,987
Add (Deduct):		
Tax effect of non-taxable interest income	(1,002)	(908)
Non-deductible interest expense	146	120
Tax benefit from stock options exercised	(58)	(68)
Deferred tax benefits	(11)	0
Other items, net	26	14
Income tax expense	\$2,426	\$2,145

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

Securities:

Carrying amounts and approximate fair value of investment securities are summarized as follows (in thousands):

	June 30, 2007 Carrying	Fair	December 31, 2006 Carrying	Fair
	Amount	Value	Amount	Value
U.S. Treasury securities and obligations of U.S. government agencies	\$ 52,315	\$ 52,315	\$ 59,347	\$ 59,347
Obligations of state & political subdivisions				
	80,498	80,603	77,128	77,308
Collateralized mortgage obligations	70,109	70,109	63,288	63,288
Mortgage-backed securities	37,796	37,796	42,501	42,501
Corporate debt securities	19,972	19,972	20,006	20,006
Equity securities and mutual funds	980	980	995	995
Total	\$261,670	\$261,775	\$263,265	\$263,445

The following summarizes the amortized cost, approximate fair value, gross unrealized holding gains, and gross unrealized holding losses at June 30, 2007 of the company's Investment Securities classified as available-for-sale (in thousands):

	June 30, 2007	Gross	Gross	
		Unrealized	Unrealized	
	Amortized	Holding	Holding	Fair
	Cost	Gains	Losses	Value
U.S. Treasury securities and obligations of U.S. government agencies:				
	\$ 53,243	\$ 48	\$ 976	\$ 52,315
Obligations of state and political subdivisions:				
	79,327	894	1,403	78,818
Collateralized mortgage obligations:				
	71,565	37	1,493	70,109
Mortgage-backed securities:	39,266	0	1,470	37,796
Corporate debt securities:	20,071	130	229	19,972
Equity securities and mutual funds:				
	1,010	0	30	980
Total	\$264,482	\$1,109	\$5,601	\$259,990

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

The following summarizes the amortized cost, approximate fair value, gross unrealized holding gains, and gross unrealized holding losses at June 30, 2007 of the company's Investment Securities classified as held-to-maturity (dollars in thousands):

	June 30, 2007	Gross	Gross	
		Unrealized	Unrealized	
	Amortized	Holding	Holding	Fair
	Cost	Gains	Losses	Value
Obligations of state and political subdivisions:	\$ 1,680	\$105	\$ 0	\$ 1,785
Total	\$1,680	\$105	\$ 0	\$ 1,785
(14)				

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

The following table shows the amortized cost and approximate fair value of the company's debt securities at June 30, 2007 using contractual maturities. Expected maturities will differ from contractual maturity because issuers may have the right to call or prepay obligations with or without call or prepayment penalties (in thousands).

	Available- for sale		Held-to-maturity	
	Amortized	Fair	Amortized	Fair
	Cost	Value	Cost	Value
Amounts maturing in:				
One year or less	\$ 500	\$ 499	\$ 0	\$ 0
After one year through five years	4,638	4,601	0	0
After five years through ten years	44,197	44,102	0	0
After ten years	103,306	101,903	1,680	1,785
Collateralized mortgage obligations	71,565	70,109	0	0
Mortgage-backed securities	39,266	37,796	0	0
Total	\$263,472	\$259,010	\$1,680	\$1,785

Gross proceeds from the sale of investment securities for the periods ended June 30, 2007 and 2006 were \$28,074,658 and \$6,196,266 respectively with the gross realized gains being \$272,433 and \$27,900 respectively, and gross realized losses being \$244,415 and \$28,736, respectively.

At June 30, 2007 and 2006, investment securities with a carrying amount of \$185,431,136 and \$176,373,830 respectively, were pledged as collateral to secure public deposits and for other purposes.

Loans:

The following table sets forth detailed information concerning the composition of the company's loan portfolio as of the dates specified (in thousands):

	June 30, 2007		December 31, 2006	
	Amount	%	Amount	%
Real estate loans, secured by residential properties	\$158,113	17.4	\$151,470	18.1
Real estate loans, secured by nonfarm, nonresidential properties				
	418,006	46.0	415,560	49.6
Commercial & industrial loans	205,029	22.6	157,837	18.9
Loans to individuals for household, family and other personal expenditures				
	87,022	9.6	80,770	9.6
Loans to state and political subdivisions	40,025	4.4	31,355	3.8
All other loans, including overdrafts	421	0.0	236	0.0
Total Gross Loans	\$908,616	100.0	\$837,228	100.0
Less: Allow. for Credit Losses	(8,097)		(7,538)	
Less: Unearned Discount	(519)		(569)	
Net Loans	\$900,000		\$829,121	

(15)

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

The following table sets forth certain information with respect to the company's allowance for credit losses and charge-offs (in thousands)

	Six months Ended	Year to date Ended
	June 30, 2007	Dec. 31, 2006
Balance, January 1	\$7,538	\$7,528
Recoveries Credited	191	350
Losses Charged	(232)	(2,420)
Provision for Credit Losses	600	2,080
Balance at End of Period	\$8,097	\$7,538

The following table presents information about the company's non-performing assets for the periods indicated (in thousands):

	June 30, 2007	Dec. 31, 2006
Nonaccrual loans:		
Impaired	\$ 0	\$ 0
Other	2,279	2,299
Loans past due 90 days or more and still accruing	5,715	412
Total non-performing loans	7,994	2,711
Other Real Estate Owned	2,188	2,188
Total non-performing assets	\$10,182	\$4,899
Non-performing loans as a percentage of gross loans	0.9%	0.3%
Non-performing assets as a percentage of total assets	0.8%	0.4%

Non-performing assets are comprised of non-accrual loans and loans past due 90 days or more and still accruing, and other real estate owned. Loans are placed in nonaccrual status when management believes that the collection of interest or principal is doubtful, or generally when a default of interest or principal has existed for 90 days or more, unless such loan is fully secured and in the process of collection. When interest accrual is discontinued, interest credited to income in the current year is reversed and interest accrued in prior years is charged against the allowance for credit losses. Any payments received are applied, first to the outstanding loan amounts, then to the recovery of any charged-off loan amounts. Any excess is treated as a recovery of lost interest. Nonaccrual loans at June 30, 2007 were comprised of five credits which are adequately secured by mortgages or UCC's on the property. The company currently anticipates that any loss recognized on these credits would not exceed \$100,000.

Provision for Credit Losses:

The provision for credit losses varies from year to year based on management's evaluation of the adequacy of the allowance for credit losses in relation to the risks inherent in the loan portfolio. In its evaluation, management considers credit quality, changes in loan volume, composition of the loan portfolio, past experience, delinquency trends, and the economic condition. Consideration is also given to examinations performed by regulatory authorities and the company's independent accountants. A monthly provision of \$100,000 was credited to the allowance during the first six months of 2007. A monthly provision of \$90,000 was credited to the allowance during the first six months of 2006. The ratio of the loan loss reserve to total loans at June 30, 2007 and 2006 was 0.89% and 1.02%, respectively.

Asset/Liability Management, Interest Rate Sensitivity and Inflation

The major objectives of the company's asset and liability management are to (1) manage exposure to changes in the interest rate environment to achieve a neutral interest sensitivity position within reasonable ranges, (2) ensure adequate liquidity and funding, (3) maintain a strong capital base, and (4) maximize net interest income opportunities. The bank manages these objectives through its Senior Management and Asset and Liability Management Committees. Members of the committees meet regularly to develop balance sheet strategies affecting the future level of net interest income, liquidity and capital. Items that are considered in asset and liability management include balance sheet forecasts, the economic environment, the anticipated direction of interest rates and the bank's earnings sensitivity to changes in these rates.

The company analyzes its interest sensitivity position to manage the risk associated with interest rate movements through the use of gap analysis and simulation modeling. Because of the limitations of the gap reports, the bank uses simulation modeling to project future net interest income streams incorporating the current gap position, the forecasted balance sheet mix, and the anticipated spread relationships between market rates and bank products under a variety of interest rate scenarios.

Economic conditions affect financial institutions, as they do other businesses, in a number of ways. Rising inflation affects all businesses through increased operating costs but affects banks primarily through the manner in which they manage their interest sensitive assets and liabilities in a rising rate environment. Economic recession can also have a material effect on financial institutions as the assets and liabilities affected by a decrease in interest rates must be managed in a way that will maximize the largest component of a bank's income, that being net interest income. Recessionary periods may also tend to decrease borrowing needs and increase the uncertainty inherent in the borrowers' ability to pay previously advanced loans. Additionally, reinvestment of investment portfolio maturities can pose a problem as attractive rates are not as available. Management closely monitors the interest rate risk of the balance sheet and the credit risk inherent in the loan portfolio in order to minimize the effects of fluctuations caused by changes in general economic conditions.

Liquidity

The term liquidity refers to the ability of the company to generate sufficient amounts of cash to meet its cash-flow needs. Liquidity is required to fulfill the borrowing needs of the bank's credit customers and the withdrawal and maturity requirements of its deposit customers, as well as to meet other financial commitments.

The short-term liquidity position of the company is strong as evidenced by \$19,408,000 in cash and cash equivalents. A secondary source of liquidity is provided by the investment portfolio with \$36 million or 13% of the portfolio maturing or expected to provide cash flow within one year through maturities, projected calls or principal reductions.

The company's focus is on retail deposits as a source of funds, although short-term needs can be funded with municipal deposits. The bank has the ability to sell Federal funds to invest excess cash; however, the bank can also borrow in the Federal Funds market to meet temporary liquidity needs. Other sources of potential liquidity include Federal Home Loan Bank advances, the Federal Reserve Discount Window, CDARS deposits and the Brokered CD market.

Capital Management

A strong capital base is essential to the continued growth and profitability of the company and in that regard the maintenance of appropriate levels of capital is a management priority. The company's principal capital planning goals are to provide an adequate return to shareholders while retaining a sufficient base from which to provide for future growth, while at the same time complying with all regulatory standards. As more fully described in Note 15 to the year end audited financial statements, regulatory authorities have prescribed specified minimum capital ratios as guidelines for determining capital adequacy to help insure the safety and soundness of financial institutions.

Total stockholders' equity increased \$3,438,000 or 4% during the first six months of 2007 comprised of an increase in retained earnings in the amount of \$4,380,000 after paying cash dividends, \$1,953,000 from stock issued through Dividend Reinvestment and Stock Option Plans offset by a \$2,895,000 decrease in other comprehensive income. During the same period of 2006, total stockholders' equity increased \$2,699,000, or 3%, comprised of an increase in retained earnings of \$3,972,000, after paying cash dividends and \$1,813,000 from stock issued through Dividend Reinvestment and a \$3,086,000 decrease in other comprehensive income. The total dividend payout during

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

the first six months of 2007 and 2006 represents \$.24 per share and \$.22 per share. Excluding the impact due to securities valuation, increases in core equity amounted to \$6,333,000 and \$5,785,000, respectively.

The Board of Governors of the Federal Reserve System and other various regulatory agencies have specified guidelines for purposes of evaluating a bank's capital adequacy. Currently, banks must maintain a leverage ratio of core capital to total assets at a prescribed level, namely 3%. In addition, bank regulators have issued risk-based capital guidelines. Under such guidelines, minimum ratios of core capital and total qualifying capital as a percentage of risk-weighted assets and certain off-balance sheet items of 4% and 8% are required. As of June 30, 2007, the bank met all capital requirements with a leverage ratio of 8.46% and core capital and total risk-based capital ratios of 9.92% and 10.70%, respectively. On a consolidated basis, the company's leverage ratio, core capital and total risk-based capital ratios at June 30, 2007 were 8.48%, 9.95% and 10.73%, respectively.

ITEM 3 QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

There has been no material change in the company's exposure to market risk during the first six months of 2007. For discussion of the company's exposure to market risk, refer to Item 7A, Quantitative and Qualitative Disclosure about Market Risk, contained in the company's Annual Report incorporated by reference in Form 10-K for the year ended December 31, 2006.

ITEM 4. CONTROLS AND PROCEDURES

The company carried out an evaluation, under the supervision and with the participation of the company's management, including the company's Chief Executive Officer along with the company's Chief Financial Officer, of the effectiveness of the design and operation of the Company's disclosure controls and procedures, as such term is defined under Rule 13a-15(e) promulgated under the Securities Exchange Act of 1934, as amended (the Exchange Act). Based upon that evaluation, the company's Chief Executive Officer along with the company's Chief Financial Officer concluded that the company's disclosure controls and procedures are effective in timely alerting them to material information relating to the company (including its consolidated subsidiaries) required to be included in the company's periodic SEC filings.

The management of the company is responsible for (1) the preparation of the accompanying financial statements; (2) establishing and maintaining internal controls over financial reporting; and (3) the assessment of the effectiveness of internal control over financial reporting. The Securities and Exchange Commission defines effective internal control over financial reporting as a process designed under the supervision of the company's principal executive officer and principal financial officer, and implemented in conjunction with management and other personnel, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with generally accepted accounting principles.

The company's internal control over financial reporting is supported by written policies and procedures. All internal control systems, no matter how well designed, have inherent limitations and provide only reasonable assurance that the objectives of the control system are met. Therefore, no evaluation of controls can provide absolute assurance that all control issues and misstatements due to error or fraud, if any, within the company have been detected. Additionally, any system of controls is subject to the risk that controls may become inadequate due to changes in conditions or that compliance with policies or procedures may deteriorate.

As of June 30, 2007, management of the company conducted an assessment of the effectiveness of the company's internal control over financial reporting based on criteria established in Internal Control - Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). Based on this assessment, management has concluded that the company's internal control over financial reporting was effective as of June 30, 2007.

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

There were no changes in our internal control over financial reporting that occurred during the period covered by this quarterly report that have materially affected, or are, reasonably likely to materially affect, the company's internal controls over financial reporting.

Part II Other Information

Item 1 - Legal Proceedings.

The bank is not involved in any material pending legal proceedings, other than routine litigation incidental to the business.

Item 1A. Risk Factors.

No material changes in risk factors occurred from those previously disclosed in the company's Form 10-K for the year ended December 31, 2006.

Item 2 Unregistered Sales of Equity Securities and Use of Proceeds.

None

Item 3 - Defaults upon Senior Securities.

None

Item 4 - Submission of Matters to a Vote of Security Holders.

The 2007 Annual Meeting of Shareholders of First National Community Bancorp, Inc. was held on May 16, 2007 at the company's Exeter Office, 1625 Wyoming Avenue, Exeter, Pennsylvania.

The following matters were voted upon at the Annual Meeting of Shareholders:

1. The election of four Class C Directors to serve for a three-year term.
The following Class C Directors were elected to serve until 2010:

	Votes For	Votes Against
Joseph Coccia	9,303,504	6,741
William P. Conaboy	9,292,253	17,991
Dominick L. DeNaples	9,265,314	44,931
John P. Moses	9,297,584	12,660

2. A proposal to ratify the Audit Committee's selection of Demetrius & Company, L.L.C., Certified Public Accountants of Wayne, New Jersey, as the auditors of the company for the year ending December 31, 2007.

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

	Votes For	Votes Against
Auditors	9,304,053	2,483

Item 5 - Other Information.

None

Item 6 Exhibits.

Exhibit 31.1	Certification of Principal Executive Officer Pursuant to Section 302 of the Sarbanes-Oxley Act
Exhibit 31.2	Certification of Principal Financial Officer Pursuant to Section 302 of the Sarbanes-Oxley Act
Exhibit 32.1	Certification of Principal Executive Officer Pursuant to Section 906 of the Sarbanes-Oxley Act
Exhibit 32.2	Certification of Principal Financial Officer

(19)

Edgar Filing: AVI BIOPHARMA INC - Form 10-Q

Pursuant to Section 906 of the Sarbanes-Oxley Act

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Registrant: FIRST NATIONAL COMMUNITY BANCORP, INC

Date: August 3, 2007

/s/ J. David Lombardi
J. David Lombardi, President/
Chief Executive Officer

Date: August 3, 2007

/s/ William Lance, Treasurer
William Lance, Treasurer/
Principal Financial Officer

(20)