

**2019**  
**ANNUAL REPORT**  
**FARM CREDIT OF ENID, ACA**

## Five-Year Summary of Selected Consolidated Financial Data

(Dollars in Thousands)

	December 31				
	2019	2018	2017	2016	2015
<b>Statement of Condition Data</b>					
Loans	\$ 215,857	\$ 221,310	\$ 210,318	\$ 218,900	\$ 203,135
Less allowance for loan losses	951	978	1,076	2,073	1,772
Net loans	214,906	220,332	209,242	216,827	201,363
Investment in CoBank, ACB	6,872	6,800	6,800	6,800	5,737
Other assets	11,924	11,459	9,094	11,143	8,132
<b>Total assets</b>	<b>\$ 233,702</b>	<b>\$ 238,591</b>	<b>\$ 225,136</b>	<b>\$ 234,770</b>	<b>\$ 215,232</b>
Obligations with maturities of one year or less	\$ 2,284	\$ 2,577	\$ 2,452	\$ 2,997	\$ 2,405
Obligations with maturities longer than one year	168,098	174,965	163,897	175,353	158,624
Reserve for unfunded commitments	95	61	61	35	34
<b>Total liabilities</b>	<b>170,477</b>	<b>177,603</b>	<b>166,410</b>	<b>178,385</b>	<b>161,063</b>
Capital stock	486	494	516	543	549
Unallocated retained earnings	62,750	60,509	58,227	55,839	53,616
Accumulated other comprehensive income/(loss)	(11)	(15)	(17)	3	4
<b>Total shareholders' equity</b>	<b>63,225</b>	<b>60,988</b>	<b>58,726</b>	<b>56,385</b>	<b>54,169</b>
<b>Total liabilities and shareholders' equity</b>	<b>\$ 233,702</b>	<b>\$ 238,591</b>	<b>\$ 225,136</b>	<b>\$ 234,770</b>	<b>\$ 215,232</b>

	For the Year Ended December 31				
	2019	2018	2017	2016	2015
<b>Statement of Income/(Expense) Data</b>					
Net interest income	\$ 6,372	\$ 6,080	\$ 5,940	\$ 5,795	\$ 5,083
Patronage distribution from Farm Credit institutions	693	859	753	893	669
(Provision for credit losses)/Credit loss reversal	(93)	(93)	561	(307)	(77)
Noninterest expense, net	(4,181)	(3,864)	(4,366)	(3,658)	(3,262)
<b>Net income</b>	<b>\$ 2,791</b>	<b>\$ 2,982</b>	<b>\$ 2,888</b>	<b>\$ 2,723</b>	<b>\$ 2,413</b>
<b>Comprehensive income</b>	<b>\$ 2,795</b>	<b>\$ 2,984</b>	<b>\$ 2,868</b>	<b>\$ 2,722</b>	<b>\$ 2,412</b>

**Key Financial Ratios****For the Year**

Return on average assets	1.18%	1.29%	1.28%	1.20%	1.22%
Return on average shareholders' equity	4.46%	4.95%	4.99%	4.90%	4.51%
Net interest income as a percentage of average earning assets	2.89%	2.82%	2.80%	2.69%	2.71%
Net charge-offs as a percentage of average net loans	0.04%	0.09%	0.19%	<0.01%	-

**At Year End**

Shareholders' equity as a percentage of total assets	27.05%	25.56%	26.08%	24.02%	25.17%
Debt as a ratio to shareholders' equity	2.70:1	2.91:1	2.83:1	3.16:1	2.97:1
Allowance for loan losses as a percentage of loans	0.44%	0.44%	0.51%	0.95%	0.87%
Common equity tier 1 (CET1) capital ratio	25.89%	24.69%	24.41%	N/A	N/A
Tier 1 capital ratio	25.89%	24.69%	24.41%	N/A	N/A
Total regulatory capital ratio	26.42%	25.14%	25.09%	N/A	N/A
Tier 1 leverage ratio	24.57%	23.31%	23.63%	N/A	N/A
Unallocated retained earnings and URE equivalents (UREE) leverage ratio	26.40%	25.10%	25.54%	N/A	N/A
Permanent capital ratio	26.06%	24.86%	24.57%	22.80%	24.14%
Total surplus ratio	N/A	N/A	N/A	22.55%	23.87%
Core surplus ratio	N/A	N/A	N/A	22.55%	23.87%

**Net Income Distribution**

Cash patronage distributions paid	\$ 700	\$ 500	\$ 500	\$ 500	\$ 700
Cash patronage declared	\$ 550	\$ 700	\$ 500	\$ 500	\$ 500

# MANAGEMENT'S DISCUSSION AND ANALYSIS

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## **INTRODUCTION**

The following discussion summarizes the financial position and results of operations of Farm Credit of Enid, ACA (Association) for the year ended December 31, 2019. Comparisons with prior years are included. We have emphasized material known trends, commitments, events, or uncertainties that have impacted, or are reasonably likely to impact our financial condition and results of operations. The discussion and analysis should be read in conjunction with the accompanying consolidated financial statements, footnotes and other sections of this report. The accompanying consolidated financial statements were prepared under the oversight of our Audit Committee. The Management's Discussion and Analysis includes the following sections:

- Business Overview
- Economic Overview
- Loan Portfolio
- Credit Risk Management
- Results of Operations
- Liquidity
- Capital Resources
- Regulatory Matters
- Governance
- Forward-Looking Information
- Critical Accounting Policies and Estimates
- Customer Privacy

Our quarterly reports to shareholders are available approximately 40 days after the calendar quarter end and annual reports are available approximately 75 days after the calendar year end. The reports may be obtained free of charge on our website, [www.fcenid.com](http://www.fcenid.com), or upon request. We are located at 1605 W. Owen K. Garriott Road, Enid, Oklahoma 73703-5602 or may be contacted by calling (580) 233-3489 or (800) 814-6407.

## **BUSINESS OVERVIEW**

### ***Farm Credit System Structure and Mission***

We are one of 68 associations in the Farm Credit System (System), which was created by Congress in 1916 and has served agricultural producers for over 100 years. The System mission is to provide sound and dependable credit to American farmers, ranchers, and producers or harvesters of aquatic products and farm-related businesses through a member-owned cooperative system. This is done by making loans and providing financial services. Through its commitment and dedication to agriculture, the System continues to have the largest portfolio of agricultural loans of any lender in the United States. The Farm Credit Administration (FCA) is the System's independent safety and soundness federal regulator and was established to supervise, examine and regulate System institutions.

### ***Our Structure and Focus***

As a cooperative, we are owned by the members we serve. Our territory served extends across a diverse agricultural region of north-central Oklahoma. The counties in our territory are listed in Note 1 of the accompanying consolidated financial statements. We make long-term real estate mortgage loans to farmers, ranchers, rural residents and agribusinesses, and production and intermediate-term loans for agricultural production or operating purposes. Additionally, we provide other related services to our borrowers, such as credit and term life insurance, multi-peril crop and crop hail insurance, advance conditional payment accounts, leasing and fee appraisals. Our success begins with our extensive agricultural experience and knowledge of the market and is dependent on the level of satisfaction we provide to our borrowers.

As part of the System, we obtain the funding for our lending and operations from a Farm Credit Bank. Our funding bank, CoBank, ACB (CoBank), is a cooperative of which we are a member. CoBank, its related associations, and AgVantis, Inc. (AgVantis) are referred to as the District.

We, along with the borrower's investment in our Association, are materially affected by CoBank's financial condition and results of operations. The CoBank quarterly and annual reports are available free of charge by accessing CoBank's website, [www.cobank.com](http://www.cobank.com), or may be obtained at no charge by contacting us at 1605 W. Owen K. Garriott Road, Enid, Oklahoma 73703-5602 or by calling (580) 233-3489 or (800) 814-6407. Annual reports are available within 75 days after year end and quarterly reports are available within 40 days after the calendar quarter end.

We purchase technology and other operational services from AgVantis, which is a technology service corporation. We entered into a new agreement effective January 1, 2019, that was scheduled to expire on December 31, 2021. However, a revised service agreement was signed effective January 1, 2020 and will expire on December 31, 2022. We are a shareholder in AgVantis, along with other AgVantis customers. Farm Credit Foundations, a human resource shared service provider for a number of Farm Credit institutions, provides administration for our payroll and benefits and may provide related human resource offerings.

## **ECONOMIC OVERVIEW**

During 2019, economic conditions in our region varied. The year started with normal weather conditions and led into excessive, and near record, rainfall and flooding during the late spring. This excessive rainfall resulted in drowning out of planted crops, delayed planting and replanting of crops, soil erosion, and washing out of roads and fencing. Furthermore, the summer had an approximate 45-day period of no rainfall and above average temperatures, which had a negative impact on select crop yields. Commodity prices fluctuated during the period; however, a level to downward trend in grains and cattle prices was present until late in the fourth quarter of 2019. Wheat pasture in the fall was below average, impacting grazing opportunities.

Government trade tariffs had a negative impact on commodity prices in the short term. The Market Facilitation Program payments helped to offset lower commodity prices for main commodities grown in the territory.

Ag real estate values remained mostly stable with some decline shown in certain areas. Used farm equipment values remained under pressure with a limited number of buyers and lower demand.

Interest rates increased during the first half of the year, followed by lowering of rates by the Federal Reserve in the last half of the year. Non-farm income remained stable overall with increases seen in the wind sector and decreases in the oil and gas industry. Availability for non-farm and farm employment remained available in our territory throughout the year.

Over the last few years, our pension expense has been decreasing; however, due to certain assumptions utilized in estimating plan expenses, our 2020 pension expense is anticipated to increase significantly.

The Agricultural Improvement Act of 2018 (Farm Bill) was signed into law on December 20, 2018. This new Farm Bill will govern an array of federal farm and food programs, including commodity price support payments, farm credit, conservation programs, research, rural development and foreign and domestic food programs for five years through 2023. The Farm Bill continues to provide support for crop insurance programs and commodity support programs, strengthen livestock disaster programs, and provides dairy producers with an updated voluntary margin protection program that will provide additional risk management options to dairy operations. The Farm Bill also clarifies the Insurance Corporation's authority, role and procedures for acting as a conservator or receiver of a troubled System institution. The Farm Bill provides a range of statutory options to the Insurance Corporation including, but not limited to, marshalling and liquidating assets, satisfying claims of creditors and using interim devices such as bridge banks. Many provisions of the Farm Bill will require the United States Department of Agriculture (USDA) to develop rules and procedures to fully implement these authorities. The timing for the issuance of those rules is uncertain.

## **LOAN PORTFOLIO**

Total loans outstanding were \$215.9 million at December 31, 2019, a decrease of \$5.4 million, or 2.5%, from loans at December 31, 2018 of \$221.3 million, and an increase of \$5.6 million, or 2.6%, from loans at December 31, 2017 of \$210.3 million. The decrease in loans was primarily due to decrease in participations purchased, decrease in customer demand, and weakness in economic conditions in the agricultural sector mainly due to trade tensions. The types of loans outstanding at December 31 are reflected in the following table.

<i>(dollars in thousands)</i>	2019		2018		2017	
	Volume	Percent	Volume	Percent	Volume	Percent
Real estate mortgage loans	\$ 136,616	63.3%	\$ 143,035	64.6%	\$ 133,543	63.5%
Production and intermediate-term loans	57,611	26.7%	56,512	25.5%	52,492	25.0%
Agribusiness loans	19,578	9.0%	18,449	8.4%	17,789	8.4%
Rural infrastructure loans	2,052	1.0%	3,314	1.5%	6,486	3.1%
Rural residential real estate loans	—	—	—	—	8	—
Total	\$ 215,857	100.0%	\$ 221,310	100.0%	\$ 210,318	100.0%

Real estate mortgage loans outstanding decreased 4.5% to \$136.6 million, compared with \$143.0 million at year-end 2018, primarily due to tighter financial conditions in the agricultural sector. Long-term mortgage loans are primarily

used to purchase, refinance or improve real estate. These loans have maturities ranging from 5 to 40 years. Real estate mortgage loans are also made to rural homeowners. By federal regulation, a real estate mortgage loan must be secured by a first lien and may only be made in an amount up to 85% of the original appraised value of the property, or up to 97% of the appraised value, if the loan is guaranteed by certain state, federal, or other governmental agencies. Under our current underwriting standards, we loan less than the regulatory limit of 85% of the appraised value of the property.

The production and intermediate-term loans increased 1.9% to \$57.6 million, compared with 2018 loans of \$56.5 million, primarily due customer demand for production and intermediate-term loans including terming out operating lines of credit and purchasing or upgrading machinery and equipment. Production loans are used to finance the ongoing operating needs of agricultural producers and generally match the borrower's normal production and marketing cycle, which is typically 12 months. Intermediate-term loans are generally used to finance depreciable capital assets of a farm or ranch. Intermediate-term loans are written for a specific term, 1 to 15 years, with most loans being less than 10 years. Our production and intermediate-term loan portfolio shows some seasonality. Borrowings increase throughout the planting and growing seasons to meet farmers' operating and capital needs. These loans are normally at their lowest levels following the harvest and then increase in the spring and throughout the rest of the year as borrowers' fund operating needs.

An increase was noted in agribusiness volume while rural infrastructure loan volume decreased. At December 31, 2019, 100% of agribusiness and rural infrastructure volume was a result of loan participations.

### **Portfolio Diversification**

While we make loans and provide financially related services to qualified borrowers in agricultural and rural sectors and to certain related entities, our loan portfolio is diversified by loan participations purchased and sold, geographic locations served, commodities financed and loan size as illustrated in the following four tables.

We purchase loan participations and lease participations from other System and non-System entities to generate additional earnings and diversify risk related to existing commodities financed and our geographic area served. In addition, we sell a portion of certain large loans to other System entities to reduce risk and comply with lending limits we have established.

Our volume of participations purchased and sold as of December 31 follows.

<i>(dollars in thousands)</i>	2019	2018	2017
Participations purchased	\$ 75,869	\$ 81,333	\$ 77,993
Participations sold	\$ 7,184	\$ 7,867	\$ 8,046

The decrease in participations purchased from 2018 was due to loan availability for purchase. We have no loans sold with recourse, retained subordinated participation interests in loans sold, or interests in pools of subordinated participation interests that are held in lieu of retaining a subordinated participation interest in the loans sold.

The geographic distribution of loans by county at December 31 follows. As previously mentioned we purchase loan participations outside our territory. A majority are included in Other in the following table.

	2019	2018	2017
Alfalfa	4.52%	4.32%	4.71%
Garfield	18.13%	18.50%	17.15%
Grant	13.11%	11.20%	11.47%
Major	11.62%	12.86%	12.55%
Other Oklahoma	18.73%	18.48%	20.95%
Other Kansas	11.03%	10.17%	9.62%
Other Texas	3.45%	3.88%	3.23%
Other Oregon	6.47%	6.42%	5.21%
Other	12.94%	14.17%	15.11%
Total	100.00%	100.00%	100.00%

We are party to a Territorial Approval Agreement (Agreement) with other associations in the states of Oklahoma, Colorado, Kansas and New Mexico. The Agreement eliminates territorial restrictions and allows associations that are a party to the Agreement to make loans in any other association's territory regardless of a borrower's place of

residence, location of operations, location of loan security or location of headquarters. This Agreement can be terminated upon the earlier to occur of:

- 1) the time when all but one association has withdrawn as a party to the Agreement, or
- 2) December 31, 2025, or
- 3) when requested by FCA.

The following table shows the primary agricultural commodities produced by our borrowers based on the Standard Industrial Classification System (SIC) published by the federal government. This system is used to assign commodity or industry categories based on the primary business of the customer. A primary business category is assigned when the commodity or industry accounts for 50% or more of the total value of sales for a business; however, a large percentage of agricultural operations typically includes more than one commodity.

SIC Category	December 31		
	2019	2018	2017
Wheat	<b>28.61%</b>	28.11%	30.74%
Cow/Calf	<b>18.06%</b>	18.17%	20.39%
Beef (excluding Cow/Calf)	<b>14.09%</b>	13.38%	13.18%
Corn	<b>5.35%</b>	6.56%	6.10%
Cash Rent	<b>6.42%</b>	6.23%	5.03%
Dairy Farms and Fluid Milk	<b>2.90%</b>	1.80%	1.90%
Other	<b>24.57%</b>	25.75%	22.66%
Total	<b>100.00%</b>	100.00%	100.00%

Our loan portfolio contains a concentration of wheat, cow/calf, and beef producers. Repayment ability of our borrowers is closely related to the production and profitability of the commodities they raise. If a loan fails to perform, restructuring and/or other servicing alternatives are influenced by the underlying value of the collateral, which is impacted by industry economics. Our future performance would be negatively impacted by adverse agricultural conditions. The degree of the adverse impact would be correlated to the commodities negatively affected and the magnitude and duration of the adverse agricultural conditions to our borrowers.

In addition to commodity diversification noted in the previous table, further diversification is also achieved from loans to rural residents and part-time farmers, which typically derive most of their earnings from non-agricultural sources. These borrowers are less subject to agricultural cycles and would likely be more affected by weaknesses in the general economy. Of our outstanding loan volume at December 31, 2019, approximately 34% consists of borrowers with income not solely from agricultural sources, a decrease from 35% for 2018, and 38% for 2017.

The loans outstanding at December 31, 2019 for loans \$250 thousand or less accounted for 29.4% of loan volume and 81.1% of the number of loans. Credit risk on small loans, in many instances, may be reduced by non-farm income sources. The following table details loans outstanding by dollar size at December 31 for the last three years.

<i>(dollars in thousands)</i>	2019		2018		2017	
	Amount outstanding	Number of loans	Amount outstanding	Number of loans	Amount outstanding	Number of loans
\$1 - \$250	<b>\$ 63,401</b>	<b>882</b>	\$ 63,589	889	\$ 66,670	945
\$251 - \$500	<b>36,564</b>	<b>103</b>	39,600	108	37,363	103
\$501 - \$1,000	<b>47,189</b>	<b>64</b>	44,435	60	46,075	62
\$1,001 - \$5,000	<b>68,703</b>	<b>39</b>	73,686	38	60,210	30
Total	<b>\$ 215,857</b>	<b>1,088</b>	\$ 221,310	1,095	\$ 210,318	1,140

Approximately 20% of our loans outstanding is attributable to 10 borrowers. Due to their size, the loss of any of these loans or the failure of any of these loans to perform would adversely affect the portfolio and our future operating results.

The credit risk of some long-term real estate loans has been reduced by entering into agreements that provide long-term standby commitments by Federal Agricultural Mortgage Corporation (Farmer Mac) to purchase the loans in the event of default. The amount of loans subject to these Farmer Mac credit enhancements was \$12.3 million at December 31, 2019, \$13.2 million at December 31, 2018 and \$8.7 million at December 31, 2017. Included in other operating expenses were fees paid for these Farmer Mac commitments totaling \$61 thousand in 2019, \$44 thousand in 2018 and \$39 thousand in 2017. Under the Farmer Mac long-term standby commitment to purchase agreements, we continue to hold the loans in our portfolio, and we pay commitment fees to Farmer Mac for the right to put a loan designated in these agreements to Farmer Mac at par in the event the loan becomes significantly delinquent (typically

four months past due). If the borrower cures the default, we must repurchase the loan and the commitment remains in place. Farmer Mac long-term standby commitments to purchase agreements are further described in Note 3. Other than the contractual obligations arising from these business transactions with Farmer Mac, Farmer Mac is not liable for any debt or obligation of ours and we are not liable for any debt or obligation of Farmer Mac. For more information on Farmer Mac, refer to their website at [www.farmermac.com](http://www.farmermac.com).

Credit guarantees with government agencies of \$8.1 million at year-end 2019, \$8.7 million at year-end 2018 and \$5.6 million at year-end 2017 were outstanding. These credit enhancements consist primarily of loans in the USDA FSA Guaranteed Loan Program. To incent our Association to make certain loans we could not normally underwrite, typically the USDA will guarantee 90% of the loss on the debt. This program is a valuable tool used to manage credit to young/beginning/small borrowers, as well as high risk credit groups. Using the program creates constructive credit for both the borrower and the lender.

### Credit Commitments

We may participate in financial instruments with off-balance-sheet risk to satisfy the financing needs of our borrowers. These financial instruments include commitments to extend credit. The instruments involve, to varying degrees, elements of credit risk in excess of the amount recognized in our consolidated financial statements. Commitments to extend credit are agreements to lend to a borrower as long as there is not a violation of any condition established in the contract. Commitments generally have fixed expiration dates or other termination clauses and may require payment of a fee by the borrower. We may also participate in standby letters of credit to satisfy the financing needs of our borrowers. These standby letters of credit are irrevocable agreements to guarantee payments of specified financial obligations. The following table summarizes the maturity distribution of unfunded credit commitments on loans at December 31, 2019.

<i>(dollars in thousands)</i>	Less than 1 year	1 – 3 years	3 – 5 years	Over 5 years	Total
Commitments to extend credit	\$ 17,007	\$ 9,511	\$ 2,933	\$ 900	\$ 30,351
Standby letters of credit	83	5	1	–	89
Total commitments	\$ 17,090	\$ 9,516	\$ 2,934	\$ 900	\$ 30,440

Since many of these commitments are expected to expire without being drawn upon, the total commitments do not necessarily represent future cash requirements. However, these credit-related financial instruments have off-balance-sheet credit risk because their amounts are not reflected on the Consolidated Statement of Condition until funded or drawn upon. The credit risk associated with issuing commitments and letters of credit is substantially the same as that involved in extending loans to borrowers and we apply the same credit policies to these commitments. The amount of collateral obtained, if deemed necessary upon extension of credit, is based on our credit evaluation of the borrower. We consider potential losses related to unfunded commitments, and a reserve for unfunded commitments is included in the liabilities section of the Consolidated Statement of Condition. The related provision for the reserve for unfunded commitment is included as part of the provision for credit losses on the Consolidated Statement of Comprehensive Income.

### High Risk Assets

Nonperforming loan volume is comprised of nonaccrual loans, restructured loans, and loans 90 days past due still accruing interest and are referred to as impaired loans. High risk assets consist of impaired loans and other property owned. Comparative information regarding high risk assets in the portfolio, including accrued interest, follows:

<i>(dollars in thousands)</i>	2019	2018	2017
Nonaccrual loans:			
Real estate mortgage	\$ 1,920	\$ 639	\$ 665
Production and intermediate-term	859	968	1,001
Total nonaccrual loans	2,779	1,607	1,666
Total high risk assets	\$ 2,779	\$ 1,607	\$ 1,666
Nonaccrual loans to total loans	1.29%	0.73%	0.79%
High risk assets to total loans	1.29%	0.73%	0.79%
High risk assets to total shareholders' equity	4.40%	2.63%	2.84%

We had no loans classified as restructured or 90 days past due still accruing interest, and no other property owned for the years presented.

Total high risk assets, comprised entirely of nonaccrual loans, increased \$1.2 million, or 72.9%, to \$2.8 million at December 31, 2019 compared with year-end 2018. Contributing to the increase in our high risk assets were loans to borrowers adversely impacted by commodity price volatility and higher farm input costs in the current agricultural environment and borrowers who were adversely impacted due to stress in the general economy. Four customers, primarily involved in wheat and cattle production, comprise approximately 78% of total nonaccrual volume at December 31, 2019. The following table provides additional information on nonaccrual loans as of December 31 for the last three years.

<i>(dollars in thousands)</i>	2019	2018	2017
Nonaccrual loans current as to principal and interest	\$ 2,367	\$ 1,425	\$ 1,449

For the years presented, we had no cash basis nonaccrual loans and no restructured loans in nonaccrual status.

High risk asset volume is anticipated to increase in the future due to decreased commodity and livestock prices for an extended period of time.

### **Credit Quality**

We review the credit quality of the loan portfolio on an on-going basis as part of our risk management practices. Each loan is classified according to the Uniform Classification System (UCS), which is used by all System institutions. Following are the classification definitions.

- Acceptable – Assets are expected to be fully collectible and represent the highest quality.
- Other Assets Especially Mentioned (OAEM) – Assets are currently collectible but exhibit some potential weakness.
- Substandard – Assets exhibit some serious weakness in repayment capacity, equity, and/or collateral pledged on the loan.
- Doubtful – Assets exhibit similar weaknesses as substandard assets. However, doubtful assets have additional weaknesses in existing facts that make collection in full highly questionable.
- Loss – Assets are not considered collectible.

The following table presents statistics based on UCS related to the credit quality of the loan portfolio, including accrued interest at December 31 for the last three fiscal years.

	2019	2018	2017
Acceptable	92.90%	94.08%	95.19%
OAEM	3.83%	3.44%	3.72%
Substandard	3.27%	2.48%	1.09%
Total	100.00%	100.00%	100.00%

Recent economic conditions have created challenges for some borrowers and our credit quality has declined. A decline in small grain and cattle prices, along with instability in global trade has had a negative impact on the profitability of many operations. Loans classified as Acceptable and OAEM were 96.73% at December 31, 2019, 97.52% at December 31, 2018 and 98.91% at December 31, 2017. We had no loans classified as Doubtful or Loss for any of the three years presented. The financial position of most agricultural producers strengthened during the past decade, and most of our borrowers have maintained generally strong financial positions. As such, our credit quality is anticipated to remain sound in the near term. However, agriculture remains a cyclical business that is heavily influenced by production, operating costs and commodity prices. Each of these can be significantly impacted by uncontrollable events. If less favorable economic conditions continue, it will likely lead to weakening in the loan portfolio. Loan delinquencies (accruing loans 30 days or more past due) as a percentage of accruing loans increased, however, remained at a low level of 2.09% at December 31, 2019, compared with 0.16% at December 31, 2018 and 0.09% at December 31, 2017.

### **Allowance for Loan Losses**

We maintain an allowance for loan losses at a level consistent with the probable and estimable losses inherent in the loan portfolio identified by management. The allowance for loan losses at each period end was considered to be adequate to absorb probable losses existing in the loan portfolio. Because the allowance for loan losses considers factors such as current agricultural and economic conditions, loan loss experience, portfolio quality and loan portfolio composition, there will be a direct impact to the allowance for loan losses and our income statement when there is a change in any of those factors. The following table provides relevant information regarding the allowance for loan losses as of December 31 for the last three fiscal years.

<i>(dollars in thousands)</i>	2019	2018	2017
Balance at beginning of year	\$ 978	\$ 1,076	\$ 2,073
Charge-offs:			
Production and intermediate-term	86	191	450
Total charge-offs	86	191	450
Recoveries:			
Production and intermediate-term	–	–	40
Total recoveries	–	–	40
Net charge-offs	86	191	410
Provision for loan losses/(Loan loss reversal)	59	93	(587)
Balance at December 31	\$ 951	\$ 978	\$ 1,076
Net charge-offs to average net loans	0.04%	0.09%	0.19%

The following table presents the allowance for loan losses by loan type as of December 31 for the last three fiscal years.

<i>(dollars in thousands)</i>	2019	2018	2017
Real estate mortgage	\$ 252	\$ 241	\$ 196
Production and intermediate-term	655	661	777
Agribusiness	25	47	53
Rural infrastructure	19	29	50
Total	\$ 951	\$ 978	\$ 1,076

The allowance for loan losses decreased \$27 thousand from December 31, 2018, to \$951 thousand at December 31, 2019. The provision for loan losses totaled \$59 thousand, compared with \$93 thousand in 2018. The provision for loan loss for 2019 was recorded primarily due to an increase in collective impairment and specific reserves, partially offset by a reduction in subjective allowance. Also, net charge-offs of \$86 thousand were recorded during 2019. The charge-offs recorded in 2019 were production and intermediate-term loans, with primary commodities of cow/calf and cash rent. Overall, charge-off activity remains low relative to the size of our loan portfolio. During 2018, our allowance for loan losses decreased \$98 thousand from 2017 primarily due to decrease in specific reserves on impaired loans. Comparative allowance for loan losses coverage as a percentage of loans and certain other credit quality indicators as of December 31 are presented in the following table.

	2019	2018	2017
Allowance as a percentage of:			
Loans	0.44%	0.44%	0.51%
Impaired loans	34.22%	60.86%	64.59%
Nonaccrual loans	34.22%	60.86%	64.59%

We maintain a separate reserve for unfunded commitment, which is included in Liabilities on our Consolidated Statement of Condition. The related provision for the reserve for unfunded commitments is included as part of the provision for credit losses on the Consolidated Statement of Comprehensive Income, along with the provision for loan losses.

A summary of changes in the reserve for unfunded commitment follows.

	2019	2018	2017
Balance at beginning of year	\$ 61	\$ 61	\$ 35
Provision for unfunded commitments	34	–	26
Balance at December 31	\$ 95	\$ 61	\$ 61

#### **Young, Beginning and Small Farmers and Ranchers Program**

As part of the Farm Credit System, we are committed to providing sound and dependable credit and related services to young, beginning and small (YBS) farmers and ranchers. We encourage the financing of young, beginning, and small farmers, ranchers, and producers or harvesters of aquatic products. We will develop a program to meet the needs of these applicants to the fullest extent of their creditworthiness. Additionally, we will support government efforts to provide beginning farmer assistance through special programs. Following are FCA regulatory definitions for YBS farmers and ranchers.

- Young Farmer: A farmer, rancher, or producer or harvester of aquatic products who was age 35 or younger as of the date the loan was originally made.
- Beginning Farmer: A farmer, rancher, or producer or harvester of aquatic products who had 10 years or less farming or ranching experience as of the date the loan was originally made.
- Small Farmer: A farmer, rancher, or producer or harvester of aquatic products who normally generated less than \$250 thousand in annual gross sales of agricultural or aquatic products at the date the loan was originally made.

The following table outlines our percentage of YBS loans as a percentage of the number of loans in our loan portfolio while the USDA column represents the percent of farmers and ranchers classified as YBS within our territory per the 2017 USDA Agricultural Census, which is the most current data available. Due to FCA regulatory definitions, a farmer/rancher may be included in multiple categories as they would be included in each category in which the definition was met.

	USDA	2019	2018	2017
Young	13.27%	<b>18.85%</b>	22.21%	19.86%
Beginning	28.12%	<b>27.60%</b>	32.74%	27.60%
Small	85.15%	<b>47.91%</b>	57.47%	50.64%

Our percentages are based on the number of loans in our portfolio, while the USDA percentages are based on the number of farmers and ranchers. While this definition difference does exist, the information is the best comparative information available.

We establish annual marketing goals to increase market share of loans to YBS farmers and ranchers. Our goals are as follows:

- Offer related services either directly or in coordination with others that are responsive to the needs of YBS farmers and ranchers in our territory;
- Take full advantage of opportunities for coordinating credit and services offered with other System institutions in the territory and other governmental and private sources of credit who offer credit and services to those who qualify as YBS farmers and ranchers in our territory; and
- Implement effective outreach programs to attract YBS farmers and ranchers.

During 2019, we directed expertise and financial resources to meet qualitative goals. Efforts included livestock awards, livestock judging awards, citizenship awards, as well as showmanship awards for local FFA and 4-H chapters and livestock shows. Scholarships for leadership training and college education were provided. We also work with other agricultural organizations and other Farm Credit Associations in outreach and assisting YBS groups. These efforts allowed us to effectively serve this group.

Quarterly reports are provided to our Board of Directors detailing the number, volume and credit quality of our YBS customers. We have developed quantitative targets to monitor our progress.

- Loan volume and loan number goals for YBS farmers and ranchers in our territory;
- Percentage goals representative of the demographics of YBS farmers and ranchers in our territory; and
- Percentage goals for loans made to new borrowers qualifying as YBS farmers and ranchers in our territory.

	Number		Volume (in millions)	
	Target	Actual	Target	Actual
New loans to young farmers	15	21	\$ 3.0	\$ 4.26
Total loans to young farmers	132	156	\$ 12.8	\$ 20.75
New loans to beginning farmers	12	43	\$ 2.4	\$ 9.16
Total loans to beginning farmers	178	233	\$ 12.5	\$ 33.41
New loans to small farmers	22	74	\$ 4.2	\$ 8.50
Total loans to small farmers	372	399	\$ 28.0	\$ 40.83

To ensure that credit and services offered to our YBS farmers and ranchers are provided in a safe and sound manner and within our risk-bearing capacity, we utilize loan guarantee programs, fee waiver programs, or other credit enhancement programs. Additionally, we are actively involved in developing and sponsoring educational opportunities, leadership training, business financial training and insurance services for YBS farmers and ranchers.

## **CREDIT RISK MANAGEMENT**

Credit risk arises from the potential failure of a borrower to meet repayment obligations that result in a financial loss to the lender. Credit risk exists in our loan portfolio and also in our unfunded loan commitments and standby letters of credit. Credit risk is actively managed on an individual and portfolio basis through application of sound lending and underwriting standards, policies and procedures.

Purchased loan and lease participations allow the Association to utilize capital to enhance earnings for shareholders and diversify geographic, commodity, and industry risk. The Association utilizes underwriting standards, appraisal reviews, and internal controls to analyze hold positions and credit quality of participations purchased.

Underwriting standards are utilized to determine an applicant's operational, financial, and managerial resources available for repaying debt within the terms of the note and loan agreement. Underwriting standards include among other things, an evaluation of:

- character – borrower integrity and credit history;
- capacity – repayment capacity of the borrower based on cash flows from operations or other sources of income;
- collateral – to protect the lender in the event of default and also serve as a secondary source of loan repayment;
- capital – ability of the operation to survive unanticipated risks; and
- conditions – intended use of the loan funds, terms, restrictions, etc.

Processes for information gathering, balance sheet and income statement verification, loan analysis, credit approvals, disbursements of proceeds and subsequent loan servicing actions are established and followed. Underwriting standards vary by industry and are updated periodically to reflect market and industry conditions.

By regulation, we cannot have loan commitments to one borrower for more than 15% of our lending and lease limit base. The lending and lease limit base is defined as permanent capital with any applicable adjustments related to preferred stock and any investment held in connection with the sale of loan participation interest. Additionally, we set our own lending limits to manage loan concentration risk. Lending limits have been established for individual loan size, commodity type, and special lending programs. We have adopted an individual lending limit maximum of 12.5% of lending and lease limit base for our highest quality borrowers.

We have established internal lending delegations to properly control the loan approval process. Delegations to staff are based on our risk-bearing ability, loan size, complexity, type and risk, as well as the expertise and position of the credit staff member. Larger and more complex loans or loans perceived to have higher risk are typically approved by our loan committee with the most experienced and knowledgeable credit staff serving as members.

The majority of our lending is first mortgage real estate loans, which must be secured by a first lien on real estate. Production and intermediate-term lending accounts for most of the remaining volume and is typically secured by livestock, crops and equipment. Collateral evaluations are completed in compliance with FCA and Uniform Standards of Professional Appraisal Practices requirements. All property is appraised at market value. All collateral evaluations must be performed by a qualified appraiser. Certain appraisals must be performed by individuals with a state certification or license.

We use a two-dimensional risk rating model (Model) based on the Farm Credit System's Combined System Risk Rating Guidance. The Model estimates each loan's probability of default (PD) and loss given default (LGD). PD estimates the probability that a borrower will experience a default within twelve months from the date of determination. We adjust the PD factors in the Combined System Risk Rating Guidance to account for our loss emergence period which has been determined to be 21 months. LGD provides an estimation of the anticipated loss with respect to a specific financial obligation of a borrower assuming a default has occurred or will occur within the next twelve months. The Model uses objective and subjective criteria to identify inherent strengths, weaknesses, and risks in each loan. PDs and LGDs are utilized in loan and portfolio management processes and are utilized for the allowance for loan losses estimate.

The Model's 14-point probability of default scale provides for nine acceptable categories, one OAEM category, two substandard categories, one doubtful category and one loss category; each carrying a distinct percentage of default probability. The Model's LGD scale provides 6 categories, A through F, that have the following anticipated principal loss and range of economic loss expectations:

- A 0% anticipated principal loss; 0% to 5% range of economic loss
- B 0% to 3% anticipated principal loss; >5% to 15% range of economic loss

- C > 3% to 7% anticipated principal loss; >15% to 20% range of economic loss
- D > 7% to 15% anticipated principal loss; >20% to 25% range of economic loss
- E > 15% to 40% anticipated principal loss; >25% to 50% range of economic loss
- F above 40% anticipated loss; above 50% range of economic loss

## **RESULTS OF OPERATIONS**

### ***Earnings Summary***

In 2019, we recorded net income of \$2.8 million, compared with \$3.0 million in 2018, and \$2.9 million in 2017. The decrease in 2019 was primarily due to a decrease in noninterest income and an increase in noninterest expense, partially offset by an increase in net interest income. The increase in 2018 was primarily due to increase in net interest income and noninterest income and a reduction in noninterest expense. The following table presents the changes in the significant components of net income from the previous year.

<i>(dollars in thousands)</i>	<b>2019 vs. 2018</b>	2018 vs. 2017
Net income, prior year	<b>\$ 2,982</b>	\$ 2,888
Increase/(Decrease) from changes in:		
Interest income	<b>695</b>	1,090
Interest expense	<b>(403)</b>	(950)
Net interest income	<b>292</b>	140
Provision for credit losses/Credit loss reversal	<b>-</b>	(654)
Noninterest income	<b>(239)</b>	249
Noninterest expense	<b>(244)</b>	359
Total (decrease)/increase in net income	<b>(191)</b>	94
Net income, current year	<b>\$ 2,791</b>	\$ 2,982

Return on average assets decreased to 1.18% from 1.29% in 2018, and return on average shareholders' equity decreased to 4.46% from 4.95% in 2018, primarily as a result of the increase in shareholders' equity and a decline in earnings.

### ***Net Interest Income***

Net interest income for 2019 was \$6.4 million compared with \$6.1 million for 2018 and \$5.9 million for 2017. Net interest income is our principal source of earnings and is impacted by interest earning asset volume, yields on assets and cost of debt. The increase in net interest income was largely due to changes in interest rates earned and interest rates paid, along with increase in interest income on nonaccrual loans. The following table provides an analysis of the individual components of the change in net interest income during 2019 and 2018.

<i>(dollars in thousands)</i>	<b>2019 vs. 2018</b>	2018 vs. 2017
Net interest income, prior year	<b>\$ 6,080</b>	\$ 5,940
Increase/(Decrease) in net interest income from changes in:		
Interest rates earned	<b>235</b>	904
Interest rates paid	<b>(312)</b>	(895)
Volume of interest-bearing assets and liabilities	<b>152</b>	107
Interest income on nonaccrual loans	<b>217</b>	24
Increase in net interest income	<b>292</b>	140
Net interest income, current year	<b>\$ 6,372</b>	\$ 6,080

The following table illustrates net interest margin and the average interest rates on loans and debt cost and interest rate spread.

	<b>For the Year Ended December 31</b>		
	<b>2019</b>	2018	2017
Net interest margin	<b>2.89%</b>	2.82%	2.80%
Interest rate on:			
Average loan volume	<b>5.11%</b>	4.90%	4.47%
Average debt	<b>2.84%</b>	2.66%	2.13%
Interest rate spread	<b>2.27%</b>	2.24%	2.34%

The increase in interest rate spread resulted from a 21 basis point increase in interest rates on average loan volume and an 18 basis point increase in interest rates on average debt. Interest rates increased during the first half of the year, followed by lowering of rates by the Federal Reserve in the last half of the year.

**Provision for Credit Losses/(Credit Loss Reversals)**

We monitor our loan portfolio and unfunded commitments on a regular basis to determine if any increase through provision for credit losses or decrease through a credit loss reversal in our allowance for loan losses or reserve for unfunded commitment is warranted based on our assessment of the probable and estimable losses inherent in our loan portfolio and unfunded commitments. We recorded net provision for credit losses of \$93 thousand in 2019, compared with \$93 thousand in 2018 and credit loss reversals of \$561 thousand in 2017. The provision for loan losses of \$59 thousand recorded during 2019 was primarily due to increase in collective impairment and specific reserves, partially offset by a reduction in subjective allowance. Also, net charge-offs of \$86 thousand were recorded during 2019. The provision for loan losses during 2018 was primarily due to a decrease in specific reserves on impaired loans. In 2017, the credit loss reversals were primarily due to improved credit quality in our portfolio, payoffs of high-risk assets, and a decrease in net loan volume. The provision for reserve for unfunded commitments in 2019 and 2017 was due to increased risk exposure.

**Noninterest Income**

During 2019, we recorded noninterest income of \$1.0 million, compared with \$1.3 million in 2018 and \$1.0 million in 2017. Patronage distributions from CoBank are our primary source of noninterest income. Patronage is accrued in the year earned and then received from CoBank in the following year. CoBank patronage is distributed in cash. The total patronage from CoBank is based on our borrowing balance (direct note patronage). Patronage earned from CoBank was \$687 thousand in 2019, \$855 thousand in 2018, which includes a one-time cash patronage distribution of \$98 thousand relating to tax reform changes, and \$748 thousand in 2017.

During August 2017, CoBank management announced changes to their capital plans and patronage programs for eligible customer-owners designed to address a number of market place challenges. The changes were intended to strengthen CoBank's long-term capacity to serve customers' borrowing needs, enhance CoBank's ability to capitalize future customer growth, and ensure equitability among different customer segments. The plan included a reduction to the patronage income in 2018 of 5 basis points on participation loans with CoBank. Additionally, the changes include a reduction in patronage related to our direct note with CoBank for all other loans of 5 basis points in 2019 and a further reduction of 4 basis points in 2020. During 2019, we received 40 basis points on our direct note with CoBank and 45 basis points in 2018.

In 2019, we recorded a cash patronage of \$6 thousand from Farm Credit Foundations, the organization that provides our payroll and human resource services, which will be paid in the following year. This compares with \$4 thousand recorded in 2018 and \$5 thousand in 2017. Patronage from Farm Credit Foundations and CoBank is included in patronage distribution from Farm Credit institutions on the Consolidated Statement of Comprehensive Income.

We received a refund of \$50 thousand during 2019 and \$136 thousand during 2018 from Farm Credit System Insurance Corporation (FCSIC). The FCSIC refund is our portion of excess funds above the secure base amount in the FCSIC Allocated Insurance Reserve Accounts.

We received mineral income of \$141 thousand during 2019, which is distributed to us quarterly by CoBank. Mineral income increased from \$129 thousand in 2018 and \$116 thousand in 2017. The increase is attributed to an increase in production revenue resulting from additional wells being brought online.

Noninterest income also includes loan fees, financially related services, and other noninterest income. Loan fees in 2019 were \$34 thousand, an increase of \$1 thousand from 2018, and an increase of \$18 thousand from 2017. This increase is primarily due to an increase in new lending, competition and market conditions. Financially related services income in 2019 was \$87 thousand, an increase of \$17 thousand from 2018 and a decrease of \$17 thousand from 2017, primarily resulting from fluctuations in appraisal fee income. Other noninterest income in 2019 was \$27 thousand, a decrease of \$17 thousand from 2018, and a decrease of \$6 thousand from 2017. The decrease in 2019 was primarily due to miscellaneous gains of \$17 thousand recorded in 2018.

**Noninterest Expense**

Noninterest expense for 2019 increased \$244 thousand, or 5.7%, to \$4.5 million compared with 2018 and decreased \$115 thousand, or 2.5% compared with 2017. Noninterest expense for each of the three years ended December 31 is summarized as follows:

<i>(dollars in thousands)</i>	<b>Percent of Change</b>				
	<b>2019</b>	2018	2017	<b>2019/2018</b>	2018/2017
Salaries & employee benefits	<b>\$ 1,914</b>	\$ 2,071	\$ 2,225	<b>(7.6%)</b>	(6.9%)
Occupancy & equipment	<b>254</b>	245	243	<b>3.7%</b>	0.8%
Purchased services from AgVantis	<b>931</b>	759	671	<b>22.7%</b>	13.1%
Supervisory & examination costs	<b>94</b>	93	91	<b>1.1%</b>	2.2%
Other	<b>1,185</b>	965	965	<b>22.8%</b>	–
Total operating expense	<b>4,378</b>	4,133	4,195	<b>5.9%</b>	(1.5%)
Losses on other property owned, net	<b>–</b>	3	208	<b>(100.0%)</b>	(98.6%)
Farm Credit Insurance Fund premium	<b>142</b>	140	232	<b>1.4%</b>	(39.7%)
Total noninterest expense	<b>\$ 4,520</b>	\$ 4,276	\$ 4,635	<b>5.7%</b>	(7.7%)

For the year ended December 31, 2019, total operating expense increased \$245 thousand, or 5.9%, compared with the year ended December 31, 2018, primarily due to increase in purchased services from AgVantis and other non-interest expense, partially offset by decrease in salaries and employee benefits expense. Insurance Fund premium increased \$2 thousand to \$142 thousand at December 31, 2019 due to an increase in average loan volume. The premium rate remained constant from 2018.

## **LIQUIDITY**

Liquidity is necessary to meet our financial obligations. Liquidity is needed to pay our note with CoBank, fund loans and other commitments, and fund business operations in a cost-effective manner. Our liquidity policy is intended to maximize debt reduction. Our direct loan with CoBank, cash on hand and borrower loan repayments provide adequate liquidity to fund our on-going operations and other commitments.

### ***Funding Sources***

Our primary source of liquidity is the ability to obtain funds for our operations through a borrowing relationship with CoBank. Our note payable to CoBank is collateralized by a pledge to CoBank of substantially all of our assets. Substantially all cash received is applied to the note payable and all cash disbursements are drawn on the note payable. The indebtedness is governed by a General Financing Agreement (GFA) with CoBank, which matures on December 31, 2022. The annual average principal balance of the note payable to CoBank was \$171.7 million in 2019, \$168.0 million in 2018 and \$166.3 million in 2017.

We plan to continue to fund lending operations through the utilization of our funding arrangement with CoBank, retained earnings from current and prior years and from borrower stock investments. CoBank's primary source of funds is the ability to issue Systemwide Debt Securities to investors through the Federal Farm Credit Bank Funding Corporation. This access has traditionally provided a dependable source of competitively priced debt that is critical for supporting our mission of providing credit to agriculture and rural America. Although financial markets experienced significant volatility in the last few years, we were able to obtain sufficient funding to meet the needs of our customers.

### ***Interest Rate Risk***

The interest rate risk inherent in our loan portfolio is substantially mitigated through our funding relationship with CoBank which allows for loans to be match-funded. Borrowings from CoBank match the pricing, maturity, and option characteristics of our loans to borrowers. CoBank manages interest rate risk through the direct loan pricing and its asset/liability management processes. Although CoBank incurs and manages the primary sources of interest rate risk, we may still be exposed to interest rate risk through the impact of interest rate changes on earnings generated from our loanable funds. To stabilize earnings from loanable funds, we have committed excess loanable funds with CoBank at a fixed rate for a specified term as a part of CoBank's Association Equity Positioning Program (AEPP). This enables us to reduce our overall cost of funds with CoBank without significantly increasing our overall interest rate risk position.

### ***Funds Management***

We offer variable and fixed rate loans to borrowers. Our Board of Directors determines the interest rate charged based on the following factors: 1) the interest rate charged by CoBank; 2) our existing rates and spreads; 3) the competitive rate environment; and 4) our profitability objectives.

**Uncertainty Surrounding the Future of LIBOR**

In 2017, the United Kingdom's Financial Conduct Authority, which regulates the London Inter-Bank Offered Rate (LIBOR), announced its intention to stop persuading or compelling the group of major banks that sustains LIBOR to submit rate quotations after 2021. As a result, it is uncertain whether LIBOR will continue to be quoted after 2021.

In the United States, efforts to identify a set of alternative U.S. dollar reference interest rates include proposals by the Alternative Reference Rates Committee (ARRC) of the Federal Reserve Board and the Federal Reserve Bank of New York. Specifically, the ARRC has proposed the Secured Overnight Financing Rate (SOFR) as the recommended alternative to LIBOR and the Federal Reserve Bank of New York began publishing SOFR in April 2018.

In September 2018, the FCA issued guidance for System institutions to follow as they prepare for the expected phase-out of LIBOR.

We continue to analyze potential risks associated with the LIBOR transition, including financial, operational, legal, tax, reputational and compliance risks. At this time, we are unable to predict whether or when LIBOR will cease to be available or if SOFR or any other alternative reference rate will become the benchmark to replace LIBOR. Because we engage in transactions involving financial instruments that reference LIBOR, these developments could have a material impact on the Association and our borrowers.

**CAPITAL RESOURCES**

Capital supports asset growth and provides protection for unexpected credit and operating losses. Capital is also needed for investments in new products and services. We believe a sound capital position is critical to our long-term financial success due to the volatility and cycles in agriculture. Over the past several years, we have been able to build capital primarily through net income retained after patronage. Shareholders' equity at December 31, 2019 totaled \$63.2 million, compared with \$61.0 million at December 31, 2018 and \$58.7 million at December 31, 2017. The increase of \$2.2 million in shareholders' equity reflects net income and a decrease in accumulated other comprehensive loss, partially offset by patronage refunds and net stock retirements. Our capital position is reflected in the following ratio comparisons.

	2019	2018	2017
Debt to shareholders' equity	2.70:1	2.91:1	2.83:1
Shareholders' equity as a percent of net loans	29.42%	27.68%	28.07%
Shareholders' equity as a percent of total assets	27.05%	25.56%	26.08%

Debt to shareholders' equity decreased and shareholders' equity as a percent of net loans and of total assets increased from 2018 primarily due to a decrease in loan volume.

**Retained Earnings**

Our retained earnings increased \$2.3 million to \$62.8 million at December 31, 2019 from \$60.5 million at December 31, 2018 and increased \$4.6 million from \$58.2 million at December 31, 2017. The increase in 2019 was a result of net income of \$2.8 million, partially offset by \$550 thousand of patronage distributions declared.

**Patronage Program**

We have a Patronage Program that allows us to distribute our available net earnings to our shareholders. This program provides for the application of net earnings in the manner described in our Bylaws. In addition to determining the amount and method of patronage to be distributed, the Bylaws address increasing surplus to meet capital adequacy standards established by Regulations; increasing surplus to a level necessary to support competitive pricing at targeted earnings levels; and increasing surplus for reasonable reserves. Patronage distributions are based on business done with us during the year. We paid cash patronage of \$700 thousand in 2019 and \$500 thousand in 2018 and 2017. During 2019, we declared patronage distributions of \$550 thousand to be paid in March 2020.

**Stock**

Our total stock decreased \$8 thousand to \$486 thousand at December 31, 2019, from \$494 thousand at December 31, 2018 and decreased from \$516 thousand at December 31, 2017. The decrease during 2019 was due to \$55 thousand of stock retirements, partially offset by \$47 thousand of stock issuances. We require a stock investment for each borrower. We have a Borrower Level Stock Program, which allows stock to be assigned to each borrower instead of each loan. This reduces the stock requirements for borrowers with multiple loans. The current stock requirement for each borrower is the lesser of one thousand dollars or 2.00% of the collective total balance of each borrower's loan(s).

**Accumulated Other Comprehensive Income or Loss**

Accumulated other comprehensive loss totaled \$11 thousand at December 31, 2019, a decrease of \$4 thousand compared with year-end 2018 and a decrease of \$6 thousand compared with year-end 2017. Certain employees participate in a non-qualified Defined Benefit Pension Restoration Plan (Plan). Accounting guidance requires recognition of the Plan's underfunded status and unamortized actuarial gains and losses and prior service costs or credits as a liability with an offsetting adjustment to accumulated other comprehensive income/loss.

**Capital Plan and Regulatory Requirements**

Our Board of Directors establishes a formal capital adequacy plan that addresses capital goals in relation to risks. The capital adequacy plan assesses the capital level necessary for financial viability and to provide for growth. Our plan is updated annually and approved by our Board of Directors. FCA regulations require the plan consider the following factors in determining optimal capital levels, including:

- Regulatory capital requirements;
- Asset quality;
- Needs of our customer base; and
- Other risk-oriented activities, such as funding and interest rate risks, contingent and off-balance sheet liabilities and other conditions warranting additional capital.

As shown in the following table, at December 31, 2019, our capital and leverage ratios exceeded regulatory minimums. If these capital standards are not met, the FCA can impose restrictions, including limiting our ability to pay patronage distributions, retire equities and pay preferred stock dividends.

	2019	2018	2017	Minimum Requirement with Buffer
Common Equity Tier 1 Capital ratio	<b>25.89%</b>	24.69%	24.41%	7.00%
Tier 1 Capital ratio	<b>25.89%</b>	24.69%	24.41%	8.50%
Total Capital ratio	<b>26.42%</b>	25.14%	25.09%	10.50%
Tier 1 Leverage ratio	<b>24.57%</b>	23.31%	23.63%	5.00%
Unallocated Retained Earnings and URE Equivalents (UREE) Leverage ratio	<b>26.40%</b>	25.10%	25.54%	1.50%
Permanent capital ratio	<b>26.06%</b>	24.86%	24.57%	7.00%

The minimum ratios established were not meant to be adopted as the optimum capital level, so we have established goals in excess of the regulatory minimum. As of December 31, 2019, we have exceeded our goals. Due to our strong capital position, we will continue to be able to retire at-risk stock.

As displayed in the following table we exceeded the minimum regulatory capital requirements in effect through December 31, 2016.

	2016	2015	2014	2013	2012	Regulatory Minimum
Permanent capital ratio	22.80%	24.14%	26.97%	26.00%	26.35%	7.00%
Total surplus ratio	22.55%	23.87%	26.65%	25.68%	26.02%	7.00%
Core surplus ratio	22.55%	23.87%	26.56%	25.44%	25.89%	3.50%

Refer to Note 8, Shareholders' Equity, in this report for additional information on our capital and related requirements and restrictions.

**REGULATORY MATTERS**

As of December 31, 2019, we had no enforcement actions in effect and FCA took no enforcement actions on us during the year.

**GOVERNANCE*****Board of Directors***

We are governed by a six member board that provides direction and oversees our management. Of these directors, four are elected by the shareholders and two are appointed by the elected directors. Our Board of Directors

represents the interests of our shareholders. The Board of Directors meets regularly to perform the following functions, among others:

- selects, evaluates and compensates the chief executive officer;
- approves the strategic plan, capital plan, financial plan and the annual operating budget;
- oversees the lending operations;
- directs management on significant issues; and
- oversees the financial reporting process, communications with shareholders and our legal and regulatory compliance.

#### **Director Independence**

All directors must exercise sound judgment in deciding matters in our interest. All our directors are independent from the perspective that none of our management or staff serves as Board members. However, we are a financial services cooperative, and the Farm Credit Act and FCA Regulations require our elected directors to have a loan relationship with us.

The elected directors, as borrowers, have a vested interest in ensuring our Association remains strong and successful. However, our borrowing relationship could be viewed as having the potential to compromise the independence of an elected director. For this reason, the Board has established independence criteria to ensure that a loan relationship does not compromise the independence of our Board. Annually, in conjunction with our independence analysis and reporting on our loans to directors, each director provides financial information and any other documentation and/or assertions needed for the Board to determine the independence of each Board member.

#### **Audit Committee**

The Audit Committee is composed of the full Board of Directors. During 2019, nine meetings were held. The Audit Committee responsibilities generally include, but are not limited to:

- oversight of the financial reporting risk and the accuracy of the quarterly and annual shareholder reports;
- the oversight of the system of internal controls related to the preparation of quarterly and annual shareholder reports;
- the review and assessment of the impact of accounting and auditing developments on the consolidated financial statements; and
- the establishment and maintenance of procedures for the receipt, retention and treatment of confidential and anonymous submission of concerns regarding accounting, internal accounting controls or auditing matters.

#### **Compensation Committee**

The Compensation Committee is responsible for the oversight of employee and director compensation. The Compensation Committee is composed of the full Board of Directors. The Committee annually reviews, evaluates and approves the compensation policies, programs and plans for senior officers and employees including benefits programs.

#### **Other Governance**

The Board has monitored the requirements of public companies under the Sarbanes-Oxley Act. While we are not subject to the requirements of this law, we are striving to implement steps to strengthen governance and financial reporting. We strive to maintain strong governance and financial reporting through the following actions:

- a system for the receipt and treatment of whistleblower complaints;
- a code of ethics for all our employees;
- open lines of communication between the independent auditors, management, and the Audit Committee;
- “plain English” disclosures;
- officer certification of accuracy and completeness of the consolidated financial statements; and
- information disclosure through our website.

#### **Code of Ethics**

Our directors and employees are responsible for maintaining the highest of standards in conducting our business. In that regard, we established a Code of Ethics for the Board of Directors and a Code of Ethics for the Chief Executive Officer, Chief Financial Officer, Chief Credit Officer, and other senior financial professionals who are involved, directly or indirectly, with the preparation of our financial statements and the maintenance of financial records supporting the financial statements. These Codes of Ethics supplement our Standards of Conduct Policies for Directors and Employees. Annually, each employee and director files a written and signed disclosure statement as required under

the Standards of Conduct Policies. Likewise, all employees certify compliance with our Code of Ethics on an annual basis.

### **Whistleblower Program**

We maintain a program for employee complaints related to accounting, financial reporting, internal accounting controls, or auditing matters. This program allows employees to submit confidential, anonymous concerns regarding accounting, financial reporting, internal accounting controls, fraud or auditing matters without the fear of reprisal, retaliation or adverse action being taken against any employee who, in good faith, reports or assists in the investigation of a violation or suspected violation, or who makes an inquiry about the appropriateness of an anticipated or actual course of action.

## **FORWARD-LOOKING INFORMATION**

Our discussion contains forward-looking statements. These statements are not guarantees of future performance and involve certain risks, uncertainties and assumptions that are difficult to predict. Words such as “anticipates,” “believes,” “could,” “estimates,” “may,” “should,” and “will,” or other variations of these terms are intended to identify forward-looking statements. These statements are based on assumptions and analyses made in light of experience and other historical trends, current conditions, and expected future developments. However, actual results and developments may differ materially from our expectations and predictions due to a number of risks and uncertainties, many of which are beyond our control. These risks and uncertainties include, but are not limited to:

- political, legal, regulatory and economic conditions and developments in the United States and abroad;
- economic fluctuations in the agricultural, rural utility, international, and farm-related business sectors;
- weather, disease, and other adverse climatic or biological conditions that periodically occur that impact agricultural productivity and income;
- changes in United States government support of the agricultural industry and/or the Farm Credit System; and
- actions taken by the Federal Reserve System in implementing monetary policy.

## **CRITICAL ACCOUNTING POLICIES AND ESTIMATES**

Our consolidated financial statements are based on accounting principles generally accepted in the United States of America. Our significant accounting policies are critical to the understanding of our results of operations and financial position because some accounting policies require us to make complex or subjective judgments and estimates that may affect the value of certain assets or liabilities. We consider these policies critical because we have to make judgments about matters that are inherently uncertain. For a complete discussion of significant accounting policies, see Note 2 of the accompanying consolidated financial statements. The development and selection of critical accounting policies, and the related disclosures, have been reviewed by our Audit Committee. A summary of critical policies relating to the determination of the allowance for loan losses follows.

### ***Allowance for Loan Losses/Reserve for Unfunded Commitment***

The allowance for loan losses is our best estimate of the amount of probable loan losses existing in and inherent in our loan portfolio as of the balance sheet date. The allowance for loan losses is increased through provisions for loan losses and loan recoveries and is decreased through loan loss reversals and loan charge-offs. Additionally, we provide line of credit financing to our customers. We have established a reserve for unfunded commitment to cover probable losses. This reserve is reported as a liability in our consolidated balance sheet. The reserve for unfunded commitment is increased through provision for the reserve for unfunded commitments and is decreased through reversals of the reserve for unfunded commitments. Provision for loan losses and provision for reserve for unfunded commitments are referred to as a provision for credit losses on the Consolidated Statement of Comprehensive Income. We determine the allowance for loan losses and the reserve for unfunded commitment based on a regular evaluation of the loan and commitment portfolios, which generally considers recent historical charge-off experience adjusted for relevant factors.

Loans are evaluated based on the borrower’s overall financial condition, resources, and payment record; the prospects for support from any financially responsible guarantor; and, if appropriate, the estimated net realizable value of any collateral. The allowance for loan losses attributable to these loans is established by a process that estimates the probable loss inherent in the loans, taking into account various historical factors, internal risk ratings, regulatory oversight, and geographic, industry and other factors.

Changes in the factors we consider in the evaluation of losses in the loan portfolio could occur for various credit related reasons and could result in a change in the allowance for loan losses, which would have a direct impact on

the provision for loan losses and results of operations. See Notes 2 and 3 to the accompanying consolidated financial statements for detailed information regarding the allowance for loan losses.

**CUSTOMER PRIVACY**

FCA regulations require that borrower information be held in confidence by Farm Credit institutions, their directors, officers and employees. FCA regulations and our Standards of Conduct Policies specifically restrict Farm Credit institution directors and employees from disclosing information not normally contained in published reports or press releases about the institution or its borrowers or members. These regulations also provide Farm Credit institutions clear guidelines for protecting their borrowers' nonpublic information.



## REPORT OF MANAGEMENT

The consolidated financial statements of Farm Credit of Enid, ACA (Association) are prepared by management, who is responsible for their integrity and objectivity, including amounts that must necessarily be based on judgments and estimates. The consolidated financial statements have been prepared in conformity with generally accepted accounting principles appropriate in the circumstances, and in the opinion of management, fairly present the financial condition of the Association. Other financial information included in the 2019 annual report is consistent with that in the financial statements.

To meet its responsibility for reliable financial information, management depends on the Association's accounting and internal control systems, which have been designed to provide reasonable, but not absolute, assurance that assets are safeguarded and transactions are properly authorized and recorded. To monitor compliance, management engaged a third party independent auditor to perform audits of the accounting records, review accounting systems and internal controls, and recommend improvements as appropriate. The Association is also examined by the Farm Credit Administration.

The Audit Committee of the Board of Directors has overall responsibility for the Association's system of internal control and financial reporting. The Audit Committee consults regularly with management and reviews the results of the examinations by the various entities named above. The independent auditors have direct access to the Audit Committee.

The undersigned certify the Farm Credit of Enid, ACA Annual Report has been reviewed and prepared in accordance with all applicable statutory or regulatory requirements, and that the information contained herein is true, accurate, and complete to the best of our knowledge and belief.

  
Lyndal Skaggs  
Chairman of the Board

  
Kyle Hohmann  
President and Chief Executive Officer

  
Brittany Carter  
Chief Financial Officer

March 9, 2020



## AUDIT COMMITTEE REPORT

The Audit Committee (Committee) includes six members from the Board of Directors of Farm Credit of Enid, ACA (Association). In 2019, nine Committee meetings were held. The Committee oversees the scope of the Association's internal audit program, the independence of the outside auditors, the adequacy of the Association's system of internal controls and procedures, and the adequacy of management's action with respect to recommendations arising from those auditing activities. The Committee's responsibilities are described more fully in the Internal Control Policy and the Audit Committee Charter. The Committee approved the appointment of PricewaterhouseCoopers, LLP (PwC) as the Association's independent auditors for 2019.

The fees for professional services rendered for the Association by its independent auditor, PwC, during 2019 were \$76,700 for audit services and \$8,800 for tax services.

The Committee reviewed the non-audit services provided by PwC and concluded these services were not incompatible with maintaining the independent auditor's independence.

Management is responsible for the Association's internal controls and the preparation of the consolidated financial statements in accordance with accounting principles generally accepted in the United States of America. PwC is responsible for performing an independent audit of the Association's consolidated financial statements in accordance with auditing standards generally accepted in the United States of America and to issue a report thereon. The Committee's responsibilities include monitoring and overseeing these processes.

In this context, the Committee reviewed and discussed the Association's Quarterly Reports and the Association's audited financial statements for the year ended December 31, 2019 (the "Financial Statements") with management. The Committee also reviews with PwC the matters required to be discussed by Statements on Auditing Standards. Both PwC and the Association's internal auditors directly provide reports on significant matters to the Committee.

Based on the foregoing review and discussions and relying thereon, the Committee recommended that the Board of Directors include the Financial Statements in the Association's Annual Report to Shareholders for the year ended December 31, 2019 and for filing with the Farm Credit Administration.

Karen Pittman, Chair of the Audit Committee

Audit Committee Members  
Dennis Schultz, Vice Chair  
James Wuerflein, Member  
Lyndal Skaggs, Member  
Bryan Fischer, Member  
Scott Neufeld, Member



## Report of Independent Auditors

To the Board of Directors of  
Farm Credit of Enid, ACA

We have audited the accompanying consolidated financial statements of Farm Credit of Enid, ACA and its subsidiaries (the Association), which comprise the consolidated statements of condition as of December 31, 2019, 2018 and 2017, and the related consolidated statements of comprehensive income, of changes in shareholders' equity, and of cash flows for the years then ended.

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

Management is responsible for the preparation and fair presentation of the 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.

### ***Auditors' Responsibility***

Our responsibility is to express an opinion on the consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from 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 our 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, we consider internal control relevant to the Association'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 the Association'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 financial position of Farm Credit of Enid, ACA and its subsidiaries as of December 31, 2019, 2018 and 2017, and the results of their operations and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

*PricewaterhouseCoopers LLP*

March 9, 2020

**Consolidated Statement of Condition**

(Dollars in Thousands)

	<b>December 31</b>		
	<b>2019</b>	2018	2017
<b>ASSETS</b>			
Loans	\$ 215,857	\$ 221,310	\$ 210,318
Less allowance for loan losses	951	978	1,076
Net loans	214,906	220,332	209,242
Cash	3,105	2,655	1,237
Accrued interest receivable	3,364	3,536	2,769
Investment in CoBank, ACB	6,872	6,800	6,800
Premises and equipment, net	3,050	3,117	3,195
Prepaid benefit expense	936	622	425
Other assets	1,469	1,529	1,468
<b>Total assets</b>	<b>\$ 233,702</b>	<b>\$ 238,591</b>	<b>\$ 225,136</b>
<b>LIABILITIES</b>			
Note payable to CoBank, ACB	\$ 167,730	\$ 174,548	\$ 163,584
Advance conditional payments	342	525	438
Accrued interest payable	368	417	313
Patronage distributions payable	550	700	500
Accrued benefits liability	39	57	64
Reserve for unfunded commitments	95	61	61
Other liabilities	1,353	1,295	1,450
<b>Total liabilities</b>	<b>\$ 170,477</b>	<b>\$ 177,603</b>	<b>\$ 166,410</b>
<b>Commitments and Contingencies (See Note 14)</b>			
<b>SHAREHOLDERS' EQUITY</b>			
Capital stock	486	494	516
Unallocated retained earnings	62,750	60,509	58,227
Accumulated other comprehensive income/(loss)	(11)	(15)	(17)
<b>Total shareholders' equity</b>	<b>63,225</b>	<b>60,988</b>	<b>58,726</b>
<b>Total liabilities and shareholders' equity</b>	<b>\$ 233,702</b>	<b>\$ 238,591</b>	<b>\$ 225,136</b>

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

## Consolidated Statement of Comprehensive Income

(Dollars in Thousands)

	For the Year Ended December 31		
	2019	2018	2017
<b>INTEREST INCOME</b>			
Loans	\$ 11,263	\$ 10,568	\$ 9,478
<b>Total interest income</b>	<b>11,263</b>	<b>10,568</b>	<b>9,478</b>
<b>INTEREST EXPENSE</b>			
Note payable to CoBank, ACB	4,885	4,475	3,532
Other	6	13	6
<b>Total interest expense</b>	<b>4,891</b>	<b>4,488</b>	<b>3,538</b>
Net interest income	6,372	6,080	5,940
Provision for credit losses/(Credit loss reversal)	93	93	(561)
Net interest income after provision for credit losses/(credit loss reversal)	6,279	5,987	6,501
<b>NONINTEREST INCOME</b>			
Financially related services income	87	70	104
Loan fees	34	33	16
Patronage distribution from Farm Credit institutions	693	859	753
Farm Credit Insurance Fund distribution	50	136	-
Mineral income	141	129	116
Other noninterest income	27	44	33
<b>Total noninterest income</b>	<b>1,032</b>	<b>1,271</b>	<b>1,022</b>
<b>NONINTEREST EXPENSE</b>			
Salaries and employee benefits	1,914	2,071	2,225
Occupancy and equipment	254	245	243
Purchased services from AgVantis, Inc.	931	759	671
Losses on other property owned, net	-	3	208
Farm Credit Insurance Fund premium	142	140	232
Supervisory and examination costs	94	93	91
Other noninterest expense	1,185	965	965
<b>Total noninterest expense</b>	<b>4,520</b>	<b>4,276</b>	<b>4,635</b>
<b>Net income</b>	<b>2,791</b>	<b>2,982</b>	<b>2,888</b>
<b>COMPREHENSIVE INCOME</b>			
Amortization of retirement costs/(credits)	3	4	(1)
Actuarial gain/(loss) in retirement obligation	1	(2)	(19)
<b>Total comprehensive income</b>	<b>\$ 2,795</b>	<b>\$ 2,984</b>	<b>\$ 2,868</b>

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

## Consolidated Statement of Changes in Shareholders' Equity

(Dollars in Thousands)

	Capital Stock	Unallocated Retained Earnings	Accumulated Other Comprehensive Income/(Loss)	Total Shareholders' Equity
<b>Balance at December 31, 2016</b>	\$ 543	\$ 55,839	\$ 3	\$ 56,385
Comprehensive income		2,888	(20)	2,868
Stock issued	31			31
Stock retired	(58)			(58)
Patronage Distributions: Cash		(500)		(500)
<b>Balance at December 31, 2017</b>	516	58,227	(17)	58,726
Comprehensive income		2,982	2	2,984
Stock issued	40			40
Stock retired	(62)			(62)
Patronage distributions: Cash		(700)		(700)
<b>Balance at December 31, 2018</b>	494	60,509	(15)	60,988
Comprehensive income		2,791	4	2,795
Stock issued	47			47
Stock retired	(55)			(55)
Patronage distributions: Cash		(550)		(550)
<b>Balance at December 31, 2019</b>	<b>\$ 486</b>	<b>\$ 62,750</b>	<b>\$ (11)</b>	<b>\$ 63,225</b>

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

**Consolidated Statement of Cash Flows**

(Dollars in Thousands)

	For the Year Ended December 31		
	2019	2018	2017
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>			
Net income	\$ 2,791	\$ 2,982	\$ 2,888
Adjustments to reconcile net income to net cash provided by/(used in) operating activities:			
Depreciation	119	117	123
Provision for credit losses/(Credit loss reversal)	93	93	(561)
Gains on sales of premises and equipment	(10)	(8)	-
Losses on sales of other property owned	-	-	15
Change in assets and liabilities:			
Decrease/(Increase) in accrued interest receivable	172	(767)	143
Increase in prepaid benefit expense	(314)	(197)	(161)
Decrease/(Increase) in other assets	60	(61)	7
(Decrease)/Increase in accrued interest payable	(49)	104	53
Decrease in accrued benefits liability	(14)	(5)	(11)
Increase/(Decrease) in other liabilities	58	(155)	(126)
Total adjustments	115	(879)	(518)
Net cash provided by operating activities	2,906	2,103	2,370
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>			
Decrease/(Increase) in loans, net	5,367	(11,183)	7,887
Increase in investment in CoBank, ACB	(72)	-	-
Expenditures for premises and equipment	(52)	(39)	(19)
Proceeds from sales of premises and equipment	10	8	-
Proceeds from sales of other property owned	-	-	270
Net cash provided by/(used in) investing activities	5,253	(11,214)	8,138
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>			
Net (repayment of)/draw on note payable to CoBank, ACB	(6,818)	10,964	(11,509)
(Decrease)/Increase in advance conditional payments	(183)	87	(428)
Capital stock retired	(55)	(62)	(58)
Capital stock issued	47	40	31
Cash patronage distributions paid	(700)	(500)	(500)
Net cash (used in)/provided by financing activities	(7,709)	10,529	(12,464)
Net increase/(decrease) in cash	450	1,418	(1,956)
Cash at beginning of year	2,655	1,237	3,193
Cash at end of year	\$ 3,105	\$ 2,655	\$ 1,237
<b>SUPPLEMENTAL CASH INFORMATION:</b>			
Cash paid during the year for interest	\$ 4,939	\$ 4,384	\$ 3,485
<b>SUPPLEMENTAL SCHEDULE OF NON-CASH INVESTING AND FINANCING ACTIVITIES:</b>			
Loans transferred to other property owned	\$ -	\$ -	\$ 285
Net charge-offs	\$ 86	\$ 191	\$ 410
Patronage distributions payable	\$ 550	\$ 700	\$ 500
Change in accumulated other comprehensive income/(loss)	\$ 4	\$ 2	\$ (20)

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

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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(Dollars in Thousands, Except as Noted)

### **NOTE 1 – ORGANIZATION AND OPERATIONS**

- A. Organization: Farm Credit of Enid, ACA and its subsidiaries, Farm Credit of Enid, FLCA, (Federal Land Credit Association (FLCA)) and Farm Credit of Enid, PCA, (Production Credit Association (PCA)), (collectively called “the Association”) are member-owned cooperatives which provide credit and credit-related services to or for the benefit of eligible borrowers/shareholders for qualified agricultural purposes in the counties of Alfalfa, Garfield, Grant and Major in the state of Oklahoma.

The Association is a lending institution of the Farm Credit System (System), a nationwide system of cooperatively owned banks and associations, which was established by Acts of Congress to meet the credit needs of American agriculture and is subject to the provisions of the Farm Credit Act of 1971, as amended (the Farm Credit Act). At December 31, 2019, the System was comprised of three Farm Credit Banks and one Agricultural Credit Bank (System Banks) and 68 associations.

CoBank, ACB (funding bank or the “Bank”), its related associations and AgVantis, Inc. (AgVantis) are collectively referred to as the District. CoBank provides the funding to associations within the District and is responsible for supervising certain activities of the District Associations. AgVantis, which is owned by the entities it serves, provides technology and other operational services to certain associations and to CoBank. The CoBank District consists of CoBank, 21 Agricultural Credit Associations (ACA), which each have two wholly owned subsidiaries, (a FLCA and a PCA) and AgVantis.

ACA parent companies provide financing and related services through their FLCA and PCA subsidiaries. Generally, the FLCA makes secured long-term agricultural real estate and rural home mortgage loans and the PCA makes short- and intermediate-term loans for agricultural production or operating purposes.

The Farm Credit Administration (FCA) is delegated authority by Congress to regulate the System Banks and Associations. The FCA examines the activities of System institutions to ensure their compliance with the Farm Credit Act, FCA regulations and safe and sound banking practices.

The Farm Credit Act established the Farm Credit System Insurance Corporation (Insurance Corporation) to administer the Farm Credit Insurance Fund (Insurance Fund). The Insurance Fund is required to be used (1) to ensure the timely payment of principal and interest on Systemwide debt obligations (Insured Debt), (2) to ensure the retirement of protected stock at par or stated value, and (3) for other specified purposes. The Insurance Fund is also available for discretionary use by the Insurance Corporation to provide assistance to certain troubled System institutions and to cover the operating expenses of the Insurance Corporation. Each System Bank has been required to pay premiums, which may be passed on to the Association, into the Insurance Fund based on its annual average adjusted outstanding insured debt until the monies in the Insurance Fund reach the “secure base amount,” which is defined in the Farm Credit Act as 2.0% of the aggregate Insured obligations (adjusted to reflect the reduced risk on loans or investments guaranteed by federal or state governments) or such other percentage of the aggregate obligations as the Insurance Corporation, in its sole discretion, determines to be actuarially sound. When the amount in the Insurance Fund exceeds the secure base amount, the Insurance Corporation is required to reduce premiums, as necessary to maintain the Insurance Fund at the 2.0% level. As required by the Farm Credit Act, as amended, the Insurance Corporation may return excess funds above the secure base amount to System institutions.

- B. Operations: The Farm Credit Act sets forth the types of authorized lending activity, persons eligible to borrow, and financial services which can be offered by the Association. The Association is authorized to provide, either directly or in participation with other lenders, credit, credit commitments and related services to eligible borrowers. Eligible borrowers include farmers, ranchers, producers or harvesters of aquatic products, their cooperatives, rural residents and farm-related businesses.

The Association also serves as an intermediary in offering credit and term life insurance, multi-peril crop and crop hail insurance, advance conditional payment accounts and provides additional services to borrowers such as leasing and fee appraisals.

The Association’s financial condition may be impacted by factors affecting CoBank. The CoBank Annual Report is available free of charge on CoBank’s website, [www.cobank.com](http://www.cobank.com); or may be obtained at no charge by contacting the Association at 1605 W. Owen K. Garriott Road, Enid, Oklahoma 73703-5602 or by calling

(580) 233-3489 or (800) 814-6407. Upon request, Association shareholders will be provided with a copy of the CoBank Annual Report. The CoBank Annual Report discusses the material aspects of CoBank's and District's financial condition, changes in financial condition, and results of operations. In addition, the CoBank Annual Report identifies favorable and unfavorable trends, significant events, uncertainties and the impact of activities of the Insurance Corporation.

In addition, the Farm Credit Council acts as a full-service federated trade association, which represents the System before Congress, the Executive Branch and others, and provides support services to System institutions on a fee basis.

## **NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### ***Basis of Presentation and Consolidation***

The consolidated financial statements (the "financial statements") of the Association have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP). The consolidated financial statements include the accounts of Farm Credit of Enid, PCA and Farm Credit of Enid, FLCA and reflect the investments in and allocated earnings of the service organizations in which the Association has partial ownership interests. Inter-company transactions have been eliminated in consolidation.

### ***Reclassifications***

Certain amounts in prior year's financial statements have been reclassified to conform to current financial statement presentation. The accounting and reporting policies of the Association conform to GAAP and prevailing practices within the banking industry.

### ***Use of Estimates***

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements. Actual results could differ from those estimates. Material estimates that are particularly susceptible to significant change in the near term relate to the determination of the allowance for loan losses.

### ***Recently Issued Accounting Pronouncements***

In August 2018, the Financial Accounting Standards Board (FASB) issued guidance entitled "Customer's Accounting for Implementation Costs Incurred in a Cloud Computing Arrangement That Is a Service Cost." The guidance aligns the requirements for capitalizing implementation costs incurred in a hosting arrangement that is a service contract with the requirements for capitalizing implementation costs incurred to develop or obtain internal-use software (and hosting arrangements that include an internal-use software license). The accounting for the service element of a hosting arrangement that is a service contract is not affected by this guidance. This guidance became effective for interim and annual periods beginning after December 15, 2019. The guidance also requires an entity (customer) to expense the capitalized implementation costs of a hosting arrangement that is a service contract over the term of the hosting arrangement. It further specifies where to present expense and payments in the financial statements. Early adoption is permitted. The guidance is to be applied on a retrospective or prospective basis to all implementation costs incurred after the date of adoption. The Association has evaluated the impact of adoption on the Association's financial condition and its results of operations and determined the impact to be immaterial.

In August 2018, the FASB issued guidance entitled "Disclosure Framework — Changes to the Disclosure Requirements for Defined Benefit Plans." The guidance modifies the disclosure requirements for employers that sponsor defined benefit pension or other postretirement plans. This guidance becomes effective for fiscal years ending after December 15, 2020. Early adoption is permitted. The guidance is to be applied on a retrospective basis for all periods. The adoption of this guidance will not impact the Association's financial condition or its results of operations, but will impact the employee benefit plan disclosures.

In August 2018, the FASB issued guidance entitled "Disclosure Framework — Changes to the Disclosure Requirements for Fair Value Measurement." The guidance modifies the requirements on fair value measurements by removing, modifying or adding to the disclosures. This guidance became effective for interim and annual periods beginning after December 15, 2019. Early adoption is permitted and an entity is permitted to early adopt any removal or modified disclosures and delay adoption of the additional disclosures until their effective date. The adoption of this guidance will not impact the Association's financial condition or its results of operations, but will impact the fair value measurements disclosures. The Association early adopted the removal and modified disclosures during the fourth quarter of 2018.

In June 2016, the FASB issued guidance entitled "Measurement of Credit Losses on Financial Instruments." The guidance replaces the current incurred loss impairment methodology with a methodology that reflects expected credit losses and requires consideration of a broader range of reasonable and supportable information to inform credit loss estimates. Credit losses relating to available-for-sale securities would also be recorded through an allowance for credit losses. For public business entities that are not U.S. Securities and Exchange Commission filers, this guidance becomes effective for interim and annual periods beginning after December 15, 2020, with early application permitted. On October 16, 2019, the FASB approved deferral of the effective date for certain entities for this guidance by two years, which will result in the new credit loss standard becoming effective for interim and annual reporting periods beginning after December 15, 2022. The Association qualifies for the delay in the adoption date. The Association continues to evaluate the impact of adoption on its financial condition and its results of operations.

In February 2016, the FASB issued guidance entitled "Leases." The guidance requires the recognition by lessees of lease assets and lease liabilities on the balance sheet for the rights and obligations created by those leases. Leases with lease terms of more than 12 months are impacted by this guidance. The guidance became effective for interim and annual periods beginning after December 15, 2018. The adoption of this guidance did not materially impact the Association's financial condition or its results of operations.

### **Summary of the Association's Significant Accounting Policies**

- A. Loans and Allowance for Loan Losses: Long-term real estate mortgage loans generally have original maturities ranging from five to 40 years. Substantially all short- and intermediate-term loans made for agricultural production or operating purposes have maturities of ten years or less. Loans are carried at their principal amount outstanding adjusted for charge-offs and deferred loan fees or costs. Interest on loans is accrued and credited to interest income based upon the daily principal amount outstanding. Loan origination fees and direct loan origination costs are capitalized and the net fee or cost is amortized over the life of the related loan as an adjustment to yield.

Impaired loans are loans for which it is probable that not all principal and interest will be collected according to the contractual terms of the loan and are generally considered substandard or doubtful, which is in accordance with the loan rating model, as described below. Impaired loans include nonaccrual loans, restructured loans and loans past due 90 days or more and still accruing interest. A loan is considered contractually past due when any principal repayment or interest payment required by the loan contract is not received on or before the due date. A loan shall remain contractually past due until it is formally restructured or until the entire amount past due, including principal, accrued interest, and penalty interest incurred is collected or otherwise discharged in full.

Loans are generally placed in nonaccrual status when principal or interest is delinquent for 90 days or more (unless adequately collateralized and in the process of collection) or when circumstances indicate that collection of principal and/or interest is in doubt. Additionally, all loans over 180 days past due are placed in nonaccrual status. When a loan is placed in nonaccrual status, accrued interest deemed uncollectible is reversed (if accrued in the current year) and/or included in the recorded nonaccrual balance (if accrued in prior years). Loans are charged-off at the time they are determined to be uncollectible.

A restructured loan constitutes a troubled debt restructuring if for economic or legal reasons related to the debtor's financial difficulties the Association grants a concession to the debtor that it would not otherwise consider. A concession is generally granted in order to minimize the Association's economic loss and avoid foreclosure. Concessions vary by program and are borrower-specific and may include interest rate reductions, term extensions, payment deferrals or the acceptance of additional collateral in lieu of payments. In limited circumstances, principal may be forgiven. A loan restructured in a troubled debt restructuring is an impaired loan.

When loans are in nonaccrual status, loan payments are generally applied against the recorded nonaccrual balance. A nonaccrual loan may, at times, be maintained on a cash basis. As a cash basis nonaccrual loan, the recognition of interest income from cash payments received is allowed when the collectability of the recorded investment in the loan is no longer in doubt and the loan does not have a remaining unrecovered charge-off associated with it. Nonaccrual loans may be returned to accrual status when all contractual principal and interest is current, the borrower has demonstrated payment performance, there are no unrecovered prior charge-offs and collection of future payments is no longer in doubt. If previously unrecognized interest income exists at the time the loan is transferred to accrual status, cash received at the time of or subsequent to the transfer is first recorded as interest income until such time as the recorded balance equals the contractual indebtedness of the borrower.

The Association purchases loan and lease participations from other System and non-System entities to generate additional earnings and diversify risk. Additionally, the Association sells a portion of certain large loans to other System entities to reduce risk and comply with established lending limits. Loans are sold and the sale terms comply with requirements under Accounting Standards Codification (ASC) 860 "Transfers and Servicing."

The Association uses a two-dimensional loan rating model based on internally generated combined System risk rating guidance that incorporates a 14-point risk-rating scale to identify and track the probability of borrower default and a separate scale addressing loss given default over a period of time. Probability of default is the probability that a borrower will experience a default within 12 months from the date of the determination of the risk rating. A default is considered to have occurred if the lender believes the borrower will not be able to pay its obligation in full or the borrower is past due more than 90 days. We adjust the PD factors in the combined System risk rating guidance to account for the loss emergence period, which has been determined to be 21 months. The loss given default is management's estimate as to the anticipated economic loss on a specific loan assuming default has occurred or is expected to occur within the next 12 months.

Each of the probability of default categories carries a distinct percentage of default probability. The 14-point risk rating scale provides for granularity of the probability of default, especially in the acceptable ratings. There are nine acceptable categories that range from a borrower of the highest quality to a borrower of minimally acceptable quality. The probability of default between 1 and 9 is very narrow and would reflect almost no default to a minimal default percentage. The probability of default grows more rapidly as a loan moves from a "9" to other assets especially mentioned and grows significantly as a loan moves to a substandard (viable) level. A substandard (non-viable) rating indicates that the probability of default is almost certain.

The credit risk rating methodology is a key component of the Association's allowance for loan losses evaluation, and is generally incorporated into its loan underwriting standards and internal lending limit. The allowance for loan losses is maintained at a level considered adequate by management to provide for probable and estimable losses inherent in the loan portfolio. The allowance is increased through provision for loan losses and loan recoveries and is decreased through loan loss reversals and loan charge-offs. The allowance is based on a periodic evaluation of the loan portfolio by management in which numerous factors are considered, including economic conditions, environmental conditions, loan portfolio composition, collateral value, portfolio quality, current production conditions and prior loan loss experience. The allowance for loan losses encompasses various judgments, evaluations and appraisals with respect to the loans and their underlying collateral that, by their nature, contain elements of uncertainty, imprecision and variability. Changes in the agricultural economy and environment and their impact on borrower repayment capacity will cause various judgments, evaluations and appraisals to change over time. Management considers the following macro-economic factors in determining and supporting the level of allowance for loan losses: the concentration of lending in agriculture, combined with uncertainties associated with farmland values, commodity prices, exports, government assistance programs, regional economic effects and weather-related influences.

The allowance for loan losses includes components for loans individually evaluated for impairment and loans collectively evaluated for impairment. Generally, for loans individually evaluated, the allowance for loan losses represents the difference between the recorded investment in the loan and the present value of the cash flows expected to be collected discounted at the loan's effective interest rate, or at the fair value of the collateral, if the loan is collateral dependent. For those loans collectively evaluated for impairment, the allowance for loan losses is determined using the risk-rating model as previously discussed.

- B. Cash: Cash, as included in the consolidated financial statements, represents cash on hand and on deposit at financial institutions. At times, cash deposits may be in excess of federally insured limits.
- C. Investment in CoBank: The Association's required investment in CoBank is in the form of Class A Stock. The minimum required investment is 4.00 percent of the prior year's average direct loan volume. The investment in CoBank is comprised of patronage based stock and purchased stock.
- D. Premises and Equipment: Land is carried at cost. Premises and equipment are carried at cost less accumulated depreciation. Depreciation is provided on the straight-line method over the estimated useful lives of the assets. Estimated useful life for the building is 40 years and ranges from 2 to 5 years for furniture and equipment and from 3 to 5 years for automobiles. Gains and losses on dispositions are reflected in current operating results. Maintenance and repairs are expensed and improvements above certain thresholds are capitalized.
- E. Other Property Owned: Other property owned, consisting of real and personal property acquired through foreclosure or deed in lieu of foreclosure, is recorded at fair value less estimated selling costs upon acquisition. Any initial reduction in the carrying amount of a loan to the fair value of the collateral received is charged to the allowance for loan losses. On at least an annual basis, revised estimates to the fair value are reported as adjustments to the carrying amount of the asset, provided that such adjusted value is not in excess of the carrying amount at acquisition. Income and expenses from operations and carrying value adjustments are included in net losses on other property owned in the Consolidated Statement of Comprehensive Income.

- F. **Other Assets and Other Liabilities:** Other assets are comprised primarily of accounts receivable, prepaid expenses, and investment in Farm Credit institutions other than CoBank. Significant components of other liabilities primarily include accounts payable and employee benefits.
- G. **Advance Conditional Payments:** The Association is authorized under the Farm Credit Act to accept advance payments from borrowers. To the extent the borrower's access to such advance payments is restricted, the advance conditional payments are netted against the borrower's related loan balance. Unrestricted advance conditional payments are included in liabilities. Restricted advance conditional payments are associated with mortgage and production and intermediate-term loans, while unrestricted are typically related to production and intermediate-term loans and insurance proceeds on mortgage loans. Advance conditional payments are not insured. Interest is generally paid by the Association on advance conditional payments.
- H. **Employee Benefit Plans:** Substantially all employees of the Association participate in the Ninth Farm Credit District Pension Plan (Pension Plan) and/or the Farm Credit Foundations Defined Contribution/401(k) Plan (401(k) Plan). The Pension Plan is a non-contributory defined benefit plan. Benefits are based on compensation and years of service. The Association recognizes its proportional share of expense and contributes its proportional share of funding. The Pension Plan was closed to employees beginning January 1, 2007.

The 401(k) Plan has two components. Employees who do not participate in the Pension Plan may receive benefits through the Employer Contribution portion of the Defined Contribution Plan. In this plan, the Association provides a monthly contribution based on a defined percentage of the employee's salary. Employees may also participate in a Salary Deferral Plan governed by Section 401(k) of the Internal Revenue code. The Association matches a certain percentage of employee contributions. All defined contribution costs are expensed in the same period that participants earn employer contributions.

The Association also participates in the Farm Credit Foundations Retiree Medical Plan. These postretirement benefits (other than pensions) are provided to eligible retired employees of the Association. The anticipated costs of these benefits were accrued during the period of the employee's active service. The authoritative accounting guidance requires the accrual of the expected cost of providing postretirement benefits during the years that the employee renders service necessary to become eligible for these benefits.

The Association also participates in the Ninth District nonqualified defined benefit Pension Restoration Plan. This plan provides retirement benefits above the Internal Revenue Code compensation limit to certain highly compensated eligible employees. Benefits payable under this plan are offset by the benefits payable from the pension plan.

Certain eligible employees may also participate in a nonqualified deferred compensation plan where they are able to defer a portion of their compensation. The Association matches a certain percentage of employee contributions to the plan.

- I. **Patronage Distribution from CoBank:** Patronage distributions from CoBank are accrued by the Association in the year earned.
- J. **Income Taxes:** As previously described, the ACA holding company conducts its business activities through two wholly owned subsidiaries. Long-term mortgage lending activities are operated through a wholly owned FLCA subsidiary which is exempt from federal and state income tax. Short- and intermediate-term lending activities are operated through a wholly owned PCA subsidiary. Operating expenses are allocated to each subsidiary based on estimated relative service. All significant transactions between the subsidiaries and the parent company have been eliminated in consolidation. The ACA, along with the PCA subsidiary, is subject to income taxes. The Association accounts for income taxes under the liability method. Accordingly, deferred taxes are recognized for estimated taxes ultimately payable or recoverable based on federal, state or local laws.

The Association elected to operate as a cooperative that qualifies for tax treatment under Subchapter T of the Internal Revenue Code. Accordingly, under specified conditions, the Association can exclude from taxable income amounts distributed as qualified patronage refunds in the form of cash, stock or allocated retained earnings. Provisions for income taxes are made only on those earnings that will not be distributed as qualified patronage distributions. Deferred taxes are recorded on the tax effect of all temporary differences based on the assumption that such temporary differences are retained by the Association and will therefore impact future tax payments. A valuation allowance is provided against deferred tax assets to the extent that it is more likely than not (over 50 percent probability), based on management's estimate, the deferred tax assets will not be realized. The consideration of valuation allowances involves various estimates and assumptions as to future taxable earnings, including the effects of the Association's expected patronage program, which reduces taxable earnings.

- K. Other Comprehensive Income/Loss: Other comprehensive income refers to revenue, expenses, gains and losses that under GAAP are recorded as an element of shareholders' equity and comprehensive income but are excluded from net income. Accumulated other comprehensive income/loss refers to the balance of these transactions. The Association records other comprehensive income/loss associated with the liability under the Pension Restoration Plan. See Note 8 for further information.
- L. Fair Value Measurement: Accounting guidance defines fair value, establishes a framework for measuring fair value and expands disclosures about fair value measurements. It describes three levels of inputs that may be used to measure fair value:

Level 1 — Quoted prices in active markets for identical assets or liabilities that the reporting entity has the ability to access at the measurement date. Level 1 assets include assets held in trust funds which relate to the Association's deferred compensation plan and supplemental retirement plan. The trust funds include investments that are actively traded and have quoted net asset values that are observable in the marketplace.

Level 2 — Observable inputs other than quoted prices included within Level 1 that are observable for the asset or liability either directly or indirectly. Level 2 inputs include the following: (a) quoted prices for similar assets or liabilities in active markets; (b) quoted prices for identical or similar assets or liabilities in markets that are not active so that they are traded less frequently than exchange-traded instruments, the prices are not current or principal market information is not released publicly; (c) inputs other than quoted prices that are observable such as interest rates and yield curves, prepayment speeds, credit risks and default rates; and, (d) inputs derived principally from or corroborated by observable market data by correlation or other means.

Level 3 — Unobservable inputs are those that are supported by little or no market activity and that are significant to the determination of the fair value of the assets or liabilities. These unobservable inputs reflect the reporting entity's own assumptions about factors that market participants would use in pricing the asset or liability. Level 3 assets and liabilities include financial instruments whose values are determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation. Level 3 assets include other property owned.

The fair value disclosures are presented in Note 15.

- M. Off-balance-sheet credit exposures: Commitments to extend credit are agreements to lend to customers, generally having fixed expiration dates or other termination clauses that may require payment of a fee. Commercial letters of credit are conditional commitments issued to guarantee the performance of a customer to a third party. These letters of credit are issued to facilitate commerce and typically result in the commitment being funded when the underlying transaction is consummated between the customer and third party. The credit risk associated with commitments to extend credit and commercial letters of credit is essentially the same as that involved with extending loans to customers and is subject to normal credit policies. Collateral may be obtained based on management's assessment of the customer's creditworthiness.

### **NOTE 3 – LOANS AND ALLOWANCE FOR LOAN LOSSES**

A summary of loans follows.

	<b>December 31</b>		
	<b>2019</b>	<b>2018</b>	<b>2017</b>
Real estate mortgage	<b>\$ 136,616</b>	\$ 143,035	\$ 133,543
Production and intermediate-term	<b>57,611</b>	56,512	52,492
Agribusiness	<b>19,578</b>	18,449	17,789
Rural infrastructure	<b>2,052</b>	3,314	6,486
Rural residential real estate	<b>—</b>	—	8
<b>Total loans</b>	<b>\$ 215,857</b>	<b>\$ 221,310</b>	<b>\$ 210,318</b>

The Association purchases or sells loan participations with other parties in order to diversify risk, manage loan volume and comply with FCA regulations. The following table presents information regarding participations purchased and sold as of December 31, 2019.

	Other Farm Credit Institutions		Non-Farm Credit Institutions		Total	
	Purchased	Sold	Purchased	Sold	Purchased	Sold
Real estate mortgage	\$ 9,253	\$ 4,673	\$ 31,006	\$ -	\$ 40,259	\$ 4,673
Production and intermediate-term	13,980	2,511	-	-	13,980	2,511
Agribusiness	19,578	-	-	-	19,578	-
Rural infrastructure	2,052	-	-	-	2,052	-
Total	\$ 44,863	\$ 7,184	\$ 31,006	-	\$ 75,869	\$ 7,184

A substantial portion of the Association's loans are collateralized. The amount of collateral obtained, if deemed necessary upon extension of credit, is based on management's credit evaluation of the borrower. Collateral held varies, but typically includes farmland and income-producing property, such as crops and livestock, as well as receivables. Long-term real estate loans are secured by first liens on the underlying real property. Federal regulations state that long-term real estate loans are not to exceed 85 percent (97 percent if guaranteed or enhanced by a government agency) of the property's appraised value. However, a decline in a property's market value subsequent to loan origination or advances, or other actions necessary to protect the financial interest of the Association in the collateral, may result in loan to value ratios in excess of the regulatory maximum.

The Association has obtained credit enhancements by entering into Standby Commitment to Purchase Agreements (Agreements) with Federal Agricultural Mortgage Corporation (Farmer Mac), covering loans with principal balance outstanding of \$12.3 million, \$13.2 million and \$8.7 million at December 31, 2019, 2018 and 2017, respectively. Under the Agreements, Farmer Mac agrees to purchase loans from the Association in the event of default (typically four months past due), subject to certain conditions, thereby mitigating the risk of loss from covered loans. In return, the Association pays Farmer Mac commitment fees based on the outstanding balance of loans covered by the Agreements. Such fees, totaling \$61 for 2019, \$44 for 2018 and \$39 in 2017 are reflected in noninterest expense.

In addition to Farmer Mac, credit enhancements with federal government agencies of \$8.1 million at year-end 2019, \$8.7 million at year-end 2018 and \$5.6 million at year-end 2017 were outstanding. These credit enhancements consist primarily of loans in the USDA FSA Guaranteed Loan Program. To incent the Association to make certain loans we could not normally underwrite, the USDA typically will guarantee 90% of the loss on the debt. This program is a valuable tool used to manage credit to young/beginning/small borrowers, as well as high risk credit groups. Using the program creates constructive credit for both the borrower and the lender.

One credit quality indicator utilized by the Association is the Farm Credit Administration Uniform Loan Classification System that categorizes loans into five categories. The categories are defined as follows:

- Acceptable – assets are expected to be fully collectible and represent the highest quality.
- Other assets especially mentioned (OAE) – assets are currently collectible but exhibit some potential weakness.
- Substandard – assets exhibit some serious weakness in repayment capacity, equity, and/or collateral pledged on the loan.
- Doubtful – assets exhibit similar weaknesses to substandard assets; however, doubtful assets have additional weaknesses in existing factors, conditions and values that make collection in full highly questionable.
- Loss – assets are considered uncollectible.

The following table shows loans and related accrued interest classified under the FCA Uniform Loan Classification system as a percentage of total loans and related accrued interest receivable by loan type as of December 31.

	2019	2018	2017
Real estate mortgage			
Acceptable	91.10%	93.06%	93.47%
OAEM	4.69%	4.17%	5.56%
Substandard	4.21%	2.77%	0.97%
Total	100.00%	100.00%	100.00%
Production and intermediate-term			
Acceptable	94.53%	94.39%	97.36%
OAEM	3.22%	2.90%	0.74%
Substandard	2.25%	2.71%	1.90%
Total	100.00%	100.00%	100.00%
Agribusiness			
Acceptable	100.00%	100.00%	100.00%
Total	100.00%	100.00%	100.00%
Rural infrastructure			
Acceptable	100.00%	100.00%	100.00%
Total	100.00%	100.00%	100.00%
Rural residential real estate			
Acceptable	—	—	100.00%
Total	—	—	100.00%
Total Loans			
Acceptable	92.90%	94.08%	95.19%
OAEM	3.83%	3.44%	3.72%
Substandard	3.27%	2.48%	1.09%
Total	100.00%	100.00%	100.00%

Impaired loans are loans for which it is probable that all principal and interest will not be collected according to the contractual terms. The following presents information relating to impaired loans including accrued interest.

	December 31		
	2019	2018	2017
Nonaccrual loans:			
Current as to principal and interest	\$ 2,367	\$ 1,425	\$ 1,449
Past due	412	182	217
Total impaired loans	\$ 2,779	\$ 1,607	\$ 1,666

The Association had no loans classified as accruing restructured or accruing loans 90 days or more past due for the years presented.

There were no material commitments to lend additional funds to debtors whose loans were classified impaired for the years presented.

High risk assets consist of impaired loans and other property owned. The following table presents these in a more detailed manner than the previous table. These nonperforming assets (including related accrued interest) are as follows:

	December 31		
(dollars in thousands)	2019	2018	2017
Nonaccrual loans			
Real estate mortgage	\$ 1,920	\$ 639	\$ 665
Production and intermediate-term	859	968	1,001
Total nonaccrual loans	2,779	1,607	1,666
Total impaired loans	\$ 2,779	\$ 1,607	\$ 1,666

The Association had no other property owned for the years presented.

Additional impaired loan information is as follows:

	Recorded Investment at 12/31/19	Unpaid Principal Balance*	Related Allowance	Average Impaired Loans	Interest Income Recognized
Impaired loans with a related allowance for credit losses: Production and intermediate-term	\$ 362	\$ 355	\$ 144	\$ 355	\$ –
Total	\$ 362	\$ 355	\$ 144	\$ 355	\$ –
Impaired loans with no related allowance for credit losses:					
Real estate mortgage	\$ 1,920	\$ 2,117		\$ 1,048	\$ 159
Production and intermediate-term	497	496		743	83
Total	\$ 2,417	\$ 2,613		\$ 1,791	\$ 242
Total impaired loans:					
Real estate mortgage	\$ 1,920	\$ 2,117	\$ –	\$ 1,048	\$ 159
Production and intermediate-term	859	851	144	1,098	83
Total	\$ 2,779	\$ 2,968	\$ 144	\$ 2,146	\$ 242

	Recorded Investment at 12/31/18	Unpaid Principal Balance*	Related Allowance	Average Impaired Loans	Interest Income Recognized
Impaired loans with a related allowance for credit losses: Production and intermediate-term	\$ 456	\$ 450	\$ 101	\$ 582	\$ –
Total	\$ 456	\$ 450	\$ 101	\$ 582	\$ –
Impaired loans with no related allowance for credit losses:					
Real estate mortgage	\$ 639	\$ 900		\$ 1,043	\$ 15
Production and intermediate-term	512	541		302	21
Total	\$ 1,151	\$ 1,441		\$ 1,345	\$ 36
Total impaired loans:					
Real estate mortgage	\$ 639	\$ 900	\$ –	\$ 1,042	\$ 15
Production and intermediate-term	968	991	101	885	21
Total	\$ 1,607	\$ 1,891	\$ 101	\$ 1,927	\$ 36

	Recorded Investment at 12/31/17	Unpaid Principal Balance*	Related Allowance	Average Impaired Loans	Interest Income Recognized
Impaired loans with a related allowance for credit losses:					
Production and intermediate-term	\$ 754	\$ 780	\$ 465	\$ 641	\$ –
Total	\$ 754	\$ 780	\$ 465	\$ 641	\$ –
Impaired loans with no related allowance for credit losses:					
Real estate mortgage	\$ 665	\$ 880		\$ 948	\$ 134
Production and intermediate-term	247	260		794	84
Total	\$ 912	\$ 1,140		\$ 1,742	\$ 218
Total impaired loans:					
Real estate mortgage	\$ 665	\$ 880	\$ –	\$ 948	\$ 134
Production and intermediate-term	1,001	1,040	465	1,435	84
Total	\$ 1,666	\$ 1,920	\$ 465	\$ 2,383	\$ 218

\* Unpaid principal balance represents the recorded principal balance of the loan

Interest income is recognized and cash payments are applied on nonaccrual impaired loans as described in Note 2. The following table presents interest income recognized on impaired loans.

	Year Ended December 31		
	2019	2018	2017
Interest income recognized on:			
Nonaccrual loans	\$ 241	\$ 24	\$ 214
Accrual loans 90 days or more past due	1	12	4
Interest income recognized on impaired loans	\$ 242	\$ 36	\$ 218

Interest income on nonaccrual and accruing restructured loans that would have been recognized under the original terms of the loans follows.

	Year Ended December 31		
	2019	2018	2017
Interest income which would have been recognized under the original loan terms	\$ 215	\$ 137	\$ 227
Less: interest income recognized	241	24	214
Interest income (recognized)/not recognized	\$ (26)	\$ 113	\$ 13

The following table provides an age analysis of past due loans (including accrued interest).

	30-89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or less than 30 Days Past Due	Recorded Investment in Loans Outstanding	Recorded Investment > 90 Days and Accruing
<b>December 31, 2019</b>						
Real estate mortgage	\$ 4,262	\$ 45	\$ 4,307	\$ 134,691	\$ 138,998	\$ –
Production and intermediate-term	527	103	630	57,897	58,527	–
Agribusiness	–	–	–	19,640	19,640	–
Rural infrastructure	–	–	–	2,056	2,056	–
Total	\$ 4,789	\$ 148	\$ 4,937	\$ 214,284	\$ 219,221	\$ –

	30-89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or less than 30 Days Past Due	Recorded Investment in Loans Outstanding	Recorded Investment > 90 Days and Accruing
December 31, 2018						
Real estate mortgage	\$ 52	\$ –	\$ 52	\$ 145,365	\$ 145,417	\$ –
Production and intermediate-term	359	130	489	57,091	57,580	–
Agribusiness	–	–	–	18,529	18,529	–
Rural infrastructure	–	–	–	3,320	3,320	–
Total	\$ 411	\$ 130	\$ 541	\$ 224,305	\$ 224,846	\$ –

	30-89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or less than 30 Days Past Due	Recorded Investment in Loans Outstanding	Recorded Investment > 90 Days and Accruing
December 31, 2017						
Real estate mortgage	\$ 189	\$ –	\$ 189	\$ 135,177	\$ 135,366	\$ –
Production and intermediate-term	61	168	229	53,131	53,360	–
Agribusiness	–	–	–	17,851	17,851	–
Rural infrastructure	–	–	–	6,502	6,502	–
Rural residential real estate	–	–	–	8	8	–
Total	\$ 250	\$ 168	\$ 418	\$ 212,669	\$ 213,087	\$ –

Note: The recorded investment in the loan receivable is the face amount increased or decreased by applicable accrued interest and unamortized premium, discount, finance charges, or acquisition costs and may also reflect a previous direct write-down of the loan receivable.

A restructuring of a debt constitutes a troubled debt restructuring (TDR) if the creditor for economic or legal reasons related to the debtor's financial difficulties grants a concession to the debtor that it would not otherwise consider. The Association had no new TDRs during the periods presented and had no TDRs in the portfolio as of December 31, 2019, 2018 and 2017.

A summary of changes in the allowance for loan losses and period end recorded investment in loans is as follows:

	Balance at December 31, 2018	Charge-offs	Recoveries	Provision for Loan Losses/(Loan Loss Reversals)	Balance at December 31, 2019
Real estate mortgage	\$ 241	\$ –	\$ –	\$ 11	\$ 252
Production and intermediate-term	661	86	–	80	655
Agribusiness	47	–	–	(22)	25
Rural infrastructure	29	–	–	(10)	19
Total	\$ 978	\$ 86	\$ –	\$ 59	\$ 951

	Balance at December 31, 2017	Charge-offs	Recoveries	Provision for Loan Losses/(Loan Loss Reversals)	Balance at December 31, 2018
Real estate mortgage	\$ 196	\$ –	\$ –	\$ 45	\$ 241
Production and intermediate-term	777	191	–	75	661
Agribusiness	53	–	–	(6)	47
Rural infrastructure	50	–	–	(21)	29
Total	\$ 1,076	\$ 191	\$ –	\$ 93	\$ 978

	Balance at December 31, 2016	Charge-offs	Recoveries	Provision for Loan Losses/(Loan Loss Reversals)	Balance at December 31, 2017
Real estate mortgage	\$ 128	\$ –	\$ –	\$ 68	\$ 196
Production and intermediate-term	1,712	450	40	(525)	777
Agribusiness	217	–	–	(164)	53
Rural infrastructure	16	–	–	34	50
<b>Total</b>	<b>\$ 2,073</b>	<b>\$ 450</b>	<b>\$ 40</b>	<b>\$ (587)</b>	<b>\$ 1,076</b>

The Association maintains a separate reserve for unfunded commitments, which is included in Liabilities on our Consolidated Statement of Condition. The related provision for the reserve for unfunded commitments is included as part of the provision for credit losses on the Consolidated Statement of Comprehensive Income, along with the provision for loan losses.

A summary of changes in the reserve for unfunded commitments follows.

	For the Year Ended December 31		
	2019	2018	2017
Balance at beginning of period	\$ 61	\$ 61	\$ 35
Provision for unfunded commitments	34	–	26
<b>Total</b>	<b>\$ 95</b>	<b>\$ 61</b>	<b>\$ 61</b>

Additional information on the allowance for loan losses follows:

	Allowance for Loan Losses Ending Balance at December 31, 2019		Recorded Investment in Loans Outstanding Ending Balance at December 31, 2019	
	Individually evaluated for impairment	Collectively evaluated for impairment	Individually evaluated for impairment	Collectively evaluated for impairment
Real estate mortgage	\$ –	\$ 252	\$ 1,920	\$ 137,078
Production and intermediate-term	144	511	859	57,668
Agribusiness	–	25	–	19,640
Rural infrastructure	–	19	–	2,056
<b>Total</b>	<b>\$ 144</b>	<b>\$ 807</b>	<b>\$ 2,779</b>	<b>\$ 216,442</b>

	Allowance for Loan Losses Ending Balance at December 31, 2018		Recorded Investment in Loans Outstanding Ending Balance at December 31, 2018	
	Individually evaluated for impairment	Collectively evaluated for impairment	Individually evaluated for impairment	Collectively evaluated for impairment
Real estate mortgage	\$ –	\$ 241	\$ 639	\$ 144,778
Production and intermediate-term	101	560	968	56,612
Agribusiness	–	47	–	18,529
Rural infrastructure	–	29	–	3,320
<b>Total</b>	<b>\$ 101</b>	<b>\$ 877</b>	<b>\$ 1,607</b>	<b>\$ 223,239</b>

	Allowance for Loan Losses Ending Balance at December 31, 2017		Recorded Investment in Loans Outstanding Ending Balance at December 31, 2017	
	Individually evaluated for impairment	Collectively evaluated for impairment	Individually evaluated for impairment	Collectively evaluated for impairment
Real estate mortgage	\$ –	\$ 196	\$ 665	\$ 134,701
Production and intermediate-term	465	312	1,001	52,359
Agribusiness	–	53	–	17,851
Rural infrastructure	–	50	–	6,502
Rural residential real estate	–	–	–	8
<b>Total</b>	<b>\$ 465</b>	<b>\$ 611</b>	<b>\$ 1,666</b>	<b>\$ 211,421</b>

#### **NOTE 4 – INVESTMENT IN COBANK**

At December 31, 2019, the Association's investment in CoBank is in the form of Class A stock with a par value of \$100.00 per share. The Association is required to own stock in CoBank to capitalize its direct loan balance and participation loans sold to CoBank. The current requirement for capitalizing its direct loan from CoBank is 4.00 percent of the Association's prior year average direct loan balance. The capital plan is evaluated annually by CoBank's board of directors and management and is subject to change.

CoBank may require the holders of its equities to subscribe for such additional capital as may be needed to meet its capital requirements for its joint and several liability under the Farm Credit Act and regulations. In making such a capital call, CoBank shall take into account the financial condition of each such holder and such other considerations, as it deems appropriate.

The Association owned 0.19 percent of the outstanding common stock of CoBank at December 31, 2019, compared with 0.20 percent at December 31, 2018 and 0.21 percent at December 31, 2017.

#### **NOTE 5 – PREMISES AND EQUIPMENT**

Premises and equipment consisted of the following.

	December 31		
	2019	2018	2017
Land	\$ 408	\$ 408	\$ 408
Building and leasehold improvements	3,659	3,659	3,659
Furniture, equipment and automobiles	487	463	470
	<b>4,554</b>	4,530	4,537
Less: accumulated depreciation	1,504	1,413	1,342
<b>Total</b>	<b>\$ 3,050</b>	<b>\$ 3,117</b>	<b>\$ 3,195</b>

#### **NOTE 6 – OTHER PROPERTY OWNED**

Losses on other property owned, net as reflected on the Consolidated Statement of Comprehensive Income consisted of the following.

	December 31		
	2019	2018	2017
Losses/(Gains) on sale, net	\$ –	\$ –	\$ 15
Operating expense, net	–	3	193
<b>Losses on other property owned, net</b>	<b>\$ –</b>	<b>\$ 3</b>	<b>\$ 208</b>

#### **NOTE 7 – NOTE PAYABLE TO COBANK**

The Association's indebtedness to CoBank represents borrowings by the Association to fund its loan portfolio. This indebtedness is collateralized by a pledge of substantially all of the Association's assets and is governed by a General Financing Agreement (GFA). According to the agreement, the aggregate outstanding amount of principal and accrued interest shall not at any time exceed the line of credit. The GFA is subject to periodic renewals in the normal course of business. The GFA will mature on December 31, 2022. The Association was in compliance with the terms and conditions of the GFA as of December 31, 2019. Substantially all borrower loans are match-funded with

CoBank. Payments and disbursements are made on the note payable to CoBank on the same basis the Association collects payments from and disburses on borrower loans. The interest rate may periodically be adjusted by CoBank based on the terms and conditions of the borrowing.

	December 31		
	2019	2018	2017
Line of credit	\$ 200,000	\$ 200,000	\$ 200,000
Outstanding principal and accrued interest balance	\$ 168,097	\$ 174,964	\$ 163,897
Average outstanding principal balance under the line of credit	\$ 171,682	\$ 168,039	\$ 166,255
Weighted average interest rate	2.85%	2.66%	2.12%

Under the Farm Credit Act, the Association is obligated to borrow only from CoBank, unless CoBank gives approval to borrow elsewhere. Other than the funding relationship with the Bank, and our advanced conditional payments, the Association has no other uninsured or insured debt. See Note 2 for additional information. CoBank, consistent with FCA regulations, has established limitations on the Association's ability to borrow funds based on specified factors or formulas relating primarily to credit quality and financial condition. At December 31, 2019, the Association's notes payable was within the specified limitations.

The Association has the opportunity to commit loanable funds with CoBank under a variety of programs at either fixed or variable rates for specified timeframes. Participants in the program receive a credit on the committed loanable funds balance classified as a reduction of interest expense. These committed funds are netted against the note payable to the Bank. The average committed funds as of December 31 are as follows:

	2019	2018	2017
Average committed funds	\$ 48,790	\$ 47,559	\$ 45,993
Average rates	2.14%	1.79%	1.01%

## **NOTE 8 – SHAREHOLDERS' EQUITY**

Descriptions of the Association's capitalization, protection mechanisms, regulatory capitalization requirements and restrictions, and equities are provided below.

### A. Protected Borrower Stock

Protection of certain stock is provided under the Farm Credit Act which requires the Association, when retiring protected stock, to retire it at par or stated value regardless of its book value. Protected stock includes stock and allocated equities which were outstanding as of January 6, 1988, or were issued or allocated prior to October 6, 1988.

### B. Capital Stock

In accordance with the Farm Credit Act, each borrower is required to invest in the Association as a condition of borrowing. The borrower normally acquires ownership of the stock at the time the loan is made, but usually does not make a cash investment. Generally, the aggregate par value of the stock is added to the principal amount of the related loan obligation. The Association has a first lien on the stock owned by its borrowers. Retirement of such equities will generally be at the lower of par or book value, and repayment of a loan does not automatically result in retirement of the corresponding stock. Our bylaws generally permit stock to be retired at the discretion of the Board of Directors and in compliance with our capitalization plans, provided prescribed capital standards have been met. At December 31, 2019, we exceeded the prescribed standards. We do not anticipate any significant changes in capital that would affect the normal retirement of stock.

Capitalization bylaws allow stock requirements to range from the lesser of one thousand dollars or 2.00 percent of the amount of the loan to 10.00 percent of the loan. The Board of Directors has the authority to change the minimum required stock level of a shareholder as long as the change is within this range. Currently, the Association has a stock requirement of the lesser of one thousand dollars or 2.00 percent of the amount of the borrower's combined loan volume.

### C. Regulatory Capitalization Requirements and Restrictions

The Farm Credit Administration sets minimum regulatory capital requirements for Banks and Associations. Effective January 1, 2017, new regulatory capital surplus requirements for Banks and Associations were

adopted. These new requirements replaced the core surplus and total surplus requirements with Common Equity Tier 1, Tier 1 Capital and Total Capital risk-based capital ratio requirements. The new requirements also replaced the existing net collateral ratio for System Banks with a Tier 1 Leverage ratio and an Unallocated Retained Earnings (URE) and URE Equivalents Leverage ratio that are applicable to both the Banks and Associations. The Permanent Capital Ratio continues to remain in effect; however, the risk-adjusted assets are calculated differently than in the past.

The following sets forth the regulatory capital ratio requirements and ratios at December 31.

<b>Ratio</b>	<b>Primary Components of Numerator</b>	<b>Denominator</b>	<b>2019</b>	<b>2018</b>	<b>2017</b>	<b>Minimum with Buffer*</b>	<b>Minimum Requirement</b>
Common Equity Tier 1 (CET1) Capital	Unallocated retained earnings (URE), common cooperative equities (qualifying capital stock and allocated equity) <sup>1</sup>	Risk-adjusted assets	25.89%	24.69%	24.41%	7.0%	4.5%
Tier 1 Capital	CET1 Capital, noncumulative perpetual preferred stock	Risk-adjusted assets	25.89%	24.69%	24.41%	8.5%	6.0%
Total Capital	Tier 1 Capital, allowance for loan losses <sup>2</sup> , common cooperative equities <sup>3</sup> , and term preferred stock and subordinated debt <sup>4</sup>	Risk-adjusted assets	26.42%	25.14%	25.09%	10.5%	8.0%
Tier 1 Leverage**	Tier 1 Capital	Total assets	24.57%	23.31%	23.63%	5.0%	4.0%
Unallocated Retained Earnings and URE Equivalents (UREE) Leverage	URE and URE Equivalents	Total assets	26.40%	25.10%	25.54%	–	1.5%
Permanent Capital	Retained earnings, common stock, non-cumulative perpetual preferred stock and subordinated debt, subject to certain limits	Risk-adjusted assets	26.06%	24.86%	24.57%	–	7.0%

\* The new capital requirements have a three-year phase-in of the capital conservation buffer applied to the risk-adjusted capital ratios. There is no phase-in of the leverage buffer. Amounts shown reflect the full capital conservation buffer.

\*\* Must include the regulatory minimum requirement for the URE and UREE Leverage ratio.

<sup>1</sup> Equities outstanding 7 or more years

- <sup>2</sup> Capped at 1.25% of risk-adjusted assets
- <sup>3</sup> Outstanding 5 or more years, but less than 7 years
- <sup>4</sup> Outstanding 5 or more years

If the capital ratios fall below the total requirements, including the buffer amounts, capital distributions (equity redemptions, dividends and patronage) and discretionary senior executive bonuses are restricted or prohibited without prior FCA approval.

An FCA regulation empowers it to direct a transfer of funds or equities by one or more System institutions to another System institution under specified circumstances. This regulation has not been utilized to date. The Association has not been called upon to initiate any transfers and is not aware of any proposed action under this regulation.

#### D. Description of Equities

The following paragraphs describe the attributes of each class of stock authorized by the Association bylaws and indicate the number of shares outstanding at December 31, 2019. Unless otherwise indicated, all classes of stock have a par value of \$5.00. All classes of stock are transferable to other customers who are eligible to hold such class of stock. Transfers of stock are only allowed as long as the Association meets the regulatory minimum capital requirements. Refer to the Management's Discussion and Analysis Capital Resources discussion for further information.

- Class A Common Stock (Nonvoting, at-risk, no shares outstanding) – Issued in exchange for Class B Common Stock or Class C Common Stock; as a patronage refund; as a dividend; or in exchange for allocated surplus. Retirement is at the sole discretion of the Board of Directors.
- Class B Common Stock (Voting, at-risk, 97,319 shares outstanding) – Issued solely to, and shall be acquired by, borrowers and other applicants who are farmers, ranchers, or producers or harvesters of aquatic products and who are eligible to vote. Class B Common Stock may also be held by those borrowers who exchanged one share of Class F Common Stock for one share of Class B Common Stock. Each Class B Common shareholder shall hold at least one share as long as the holder continues business with the Association. Within two years after the holder terminates its relationship with the Association, any outstanding Class B Common Stock shall be converted to Class A Common Stock. Retirement is at the sole discretion of the Board of Directors.
- Class C Common Stock (Nonvoting, at-risk, no shares outstanding) – Class C Common Stock may be issued to borrowers or applicants who are: (a) rural residents, including persons eligible to hold voting stock, to capitalize rural housing loans; (b) persons or organizations furnishing farm-related services; (c) other persons or organizations who are eligible to borrow from or participate with the Association but who are not eligible to hold voting stock. Class C Common Stock may be issued to any person who is not a shareholder but who is eligible to borrow from the Association for the purpose of qualifying such person for technical assistance, financially related services and leasing services offered by the Association. Within two years after the holder terminates its relationship with the Association, any outstanding Class C Common Stock shall be converted to Class A Common Stock. Retirement is at the sole discretion of the Board of Directors.
- Class D Common Stock (Nonvoting, at-risk, no shares outstanding, par value of one thousand dollars) – Issued to CoBank or to any person through direct sale.
- Class E Preferred Stock (Nonvoting, at-risk, no shares outstanding, par value as may be determined by any agreement of financial assistance between the Association and CoBank) – Issued only to CoBank in consideration of financial assistance to the Association from CoBank. Retirement is at the sole discretion of the Board of Directors.
- Class F Common Stock (Voting, protected, no shares outstanding) – Shall be issued to those individuals and entities who held the same class of stock in a predecessor to the Association. The Association shall not issue any additional Class F Common Stock. Each Class F Common shareholder shall hold at least one share as long as the holder continues business with the Association. Within two years after the holder terminates its relationship with the Association, any outstanding Class F Common Stock shall be converted to Class G Common Stock. Retirement is at the sole discretion of the Board of Directors.

Class G Common Stock (Nonvoting, protected, no shares outstanding) – Issued only to those individuals and entities who held the same class of stock in a predecessor to the Association and as necessary for conversions from Class F Common Stock. No further shares of Class G Common Stock will be issued. It must be retired upon repayment of the loan.

The changes in the number of shares of protected and capital stock outstanding during 2019 are summarized in the following table.

<i>Shares in whole numbers</i>	Capital
Balance outstanding at January 1, 2019	98,943
Issuances	9,377
Retirements	(11,001)
<b>Balance outstanding at December 31, 2019</b>	<b>97,319</b>

#### E. Patronage and/or Dividends

Dividends may be declared or patronage distributions allocated to holders of Class B, C, F and G Stock out of the whole or any part of net earnings which remain at the end of the fiscal year, as the Board of Directors may determine, in accordance with the regulations for banks and associations of the System. However, distributions and retirements are precluded by regulation until the minimum capital adequacy standards have been attained. Amounts not distributed are retained as unallocated retained earnings. The Association made a cash patronage distribution of \$700 in 2019 and \$500 in 2018 and 2017. The Association declared a cash patronage of \$550 in 2019 for distribution in 2020.

In the event of liquidation or dissolution of the Association, any assets of the Association remaining after payment or retirement of all liabilities shall be distributed to retire stock in the following order of priority: First, pro rata to all classes of preferred stock; second, pro rata to all classes of common stock; third, to the holders of allocated surplus evidenced by qualified written notices of allocation, in the order of year of issuance and pro rata by year of issuance; fourth, to the holders of allocated surplus evidenced by non-qualified written notices of allocation, in the order of year of issuance and pro rata by year of issuance. Any remaining assets of the Association after such distributions shall be distributed to present and former Patrons on a patronage basis, to the extent practicable.

At each year end, the Board of Directors evaluates whether to retain the Association's net income to strengthen its capital position or to distribute a portion of the net income to customers by declaring a qualified/cash patronage refund. For 2019, the Association allocated 19.71 percent of its patronage-sourced net income to its patrons.

#### F. Accumulated Other Comprehensive Income/Loss

The Association reports accumulated other comprehensive income/loss in its Consolidated Statement of Changes in Shareholders' Equity. As more fully described in Note 2, accumulated other comprehensive income/loss results from the recognition of the Pension Restoration Plan's net unamortized gains and losses and prior service costs or credits. The Association has accumulated other comprehensive loss of \$11 in 2019, \$15 in 2018 and \$17 in 2017. There were no other items affecting comprehensive income or loss.

The following table presents activity in the accumulated other comprehensive income/(loss), net of tax by component.

	2019	2018	2017
Pension benefit plan:			
Beginning balance	\$ (15)	\$ (17)	\$ 3
Other comprehensive income/(loss) before reclassifications	1	(2)	(19)
Amounts reclassified from accumulated other comprehensive loss	3	4	(1)
Net current period other comprehensive income/(loss)	4	2	(20)
Year-end balance	\$ (11)	\$ (15)	\$ (17)

The following table represents reclassifications out of accumulated other comprehensive income/(loss).

	Amount Reclassified from Accumulated Other Comprehensive Income/(Loss)			Location of Gain/Loss Recognized in Statement of Income
	December 31			
	2019	2018	2017	
Pension benefit plan:				
Net actuarial (loss)/gain	\$ (3)	\$ (4)	\$ 1	Salaries and employee benefits
Total reclassifications	\$ (3)	\$ (4)	\$ 1	

### **NOTE 9 – PATRONAGE DISTRIBUTION FROM FARM CREDIT INSTITUTIONS**

Patronage income recognized from Farm Credit institutions to the Association follows.

	2019	2018	2017
CoBank	\$ 687	\$ 855	\$ 748
Farm Credit Foundations	6	4	5
Total	\$ 693	\$ 859	\$ 753

Patronage distributed from CoBank was in cash. The amount earned in 2019 was accrued and will be paid by CoBank in March 2020. The amount earned and accrued in 2018 and 2017 was paid by CoBank in March of the following year. In 2018, the Association received a one-time cash patronage distribution from CoBank of \$98 relating to tax reform changes.

Patronage distributed by Farm Credit Foundations was accrued at the end of the year and will be paid in March 2020. Farm Credit Foundations, a human resource service provider for a number of Farm Credit institutions, provides our payroll and human resource services.

### **NOTE 10 – INCOME TAXES**

The provision for/(benefit from) income tax differs from the amount of income tax determined by applying the applicable U.S. statutory federal income tax rate to pretax income as follows.

	Year Ended December 31		
	2019	2018	2017
Federal tax at statutory rate	\$ 586	\$ 626	\$ 982
Effect of nontaxable entity	(727)	(743)	(1,163)
Change in valuation allowance	141	117	(427)
Change in tax rates	–	–	608
Provision for income taxes	\$ –	\$ –	\$ –

Deferred tax assets and liabilities are comprised of the following.

	December 31		
	2019	2018	2017
Deferred income tax assets:			
Allowance for loan losses	\$ 172	\$ 157	\$ 186
Nonaccrual loan interest	14	17	12
Net operating loss carryforwards	1,541	1,327	1,217
Gross deferred tax assets	1,727	1,501	1,415
Deferred tax asset valuation allowance	(1,597)	(1,425)	(1,282)
Deferred income tax liabilities:			
Investment in Bank	(76)	(76)	(76)
Bank patronage allocation	(54)	-	(57)
Gross deferred tax liability	(130)	(76)	(133)
Net deferred tax asset	\$ -	\$ -	\$ -

The calculation of deferred tax assets and liabilities involves various management estimates and assumptions as to future taxable earnings, including the amount of non-patronage income and patronage income retained. The expected future tax rates are based upon enacted tax laws.

The Association recorded a valuation allowance of \$1.6 million in 2019, \$1.4 million in 2018 and \$1.3 million in 2017. The Association will continue to evaluate the realizability of the deferred tax assets and adjust the valuation allowance accordingly. Due to tax reform, the federal and state net operating loss recorded in 2019 of \$214 and \$110 in 2018 have an indefinite carryforward period. At December 31, 2017, the Association had federal and state net operating loss carryforwards of \$1.2 million that expire from 2021 to 2037.

Tax expense in 2017 was impacted by the enactment of federal tax legislation in late December 2017, which, among other things, lowered the federal corporate tax rate from 35 percent to 21 percent beginning in 2018. In accordance with GAAP, the change to the lower corporate tax rate led to a revaluation of the Association's deferred tax assets and deferred tax liabilities in the period of enactment (2017).

The Association has no uncertain tax positions as of December 31, 2019, 2018, or 2017. The Association recognizes interest and penalties related to unrecognized tax positions as an adjustment to income tax expense. The tax years that remain open for federal and major state income tax jurisdictions are 2016 and forward.

## **NOTE 11 – EMPLOYEE BENEFIT PLANS**

Certain employees participate in the Ninth Retirement Plan, a multi-employer defined benefit retirement plan. The Department of Labor has determined the plan to be a governmental plan; therefore, the plan is not subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). As the plan is not subject to ERISA, the plan's benefits are not insured by the Pension Benefit Guaranty Corporation. Accordingly, the amount of accumulated benefits that participants would receive in the event of the plan's termination is contingent on the sufficiency of the plan's net assets to provide benefits at that time. This Plan is noncontributory and covers eligible employees. The assets, liabilities, and costs of the plan are not segregated by participating entities. As such, plan assets are available for any of the participating employers' retirees at any point in time. Additionally, if a participating employer stops contributing to the plan, the unfunded obligations of the plan may be borne by the remaining participating employers. Further, if the Association chooses to stop participating in the plan, the Association may be required to pay an amount based on the underfunded status of the plan, referred to as a withdrawal liability. Because of the multi-employer nature of the plan, any individual employer is not able to unilaterally change the provisions of the plan. If an employee moves to another employer within the same plan, the employee benefits under the plan transfer. Benefits are based on salary and years of service. There is no collective bargaining agreement in place as part of this plan.

The defined benefit pension plan reflects an unfunded liability totaling \$81.2 million at December 31, 2019. The pension benefits funding status reflects the net of the fair value of the plan assets and the projected benefit obligation at the date of these consolidated financial statements. The projected benefit obligation is the actuarial present value of all benefits attributed by the pension benefit formula to employee service rendered prior to the measurement date based on assumed future compensation levels. The projected benefit obligation of the plan was \$333.7 million at December 31, 2019, \$274.4 million at December 31, 2018 and \$292.6 million at December 31, 2017. The fair value of the plan assets was \$252.5 million at December 31, 2019, \$204.9 million at December 31, 2018 and \$208.0 million at December 31, 2017. The amount of the pension benefits funding status is subject to many variables including

performance of plan assets and interest rate levels. Therefore, changes in assumptions could significantly affect these estimates.

Costs are determined for each individual employer based on costs directly related to its current employees as well as an allocation of the remaining costs based proportionately on the estimated ownership percentage of the employer under this plan. The Association recognizes its proportional share of expense and contributes a proportional share of funding. Total plan expense for participating employers was \$6.8 million in 2019, \$10.8 million in 2018 and \$12.7 million in 2017. The Association's allocated share of plan expenses included in salaries and employee benefits was \$162 in 2019, \$231 in 2018, and \$281 in 2017. Participating employers contributed \$20.0 million in 2019, \$20.0 million in 2018 and \$20.0 million in 2017 to the plan. The Association's allocated share of these pension contributions was \$475 in 2019, \$429 in 2018, and \$442 in 2017. While the plan is a governmental plan and is not subject to minimum funding requirements, the employers contribute amounts necessary on an actuarial basis to provide the plan with sufficient assets to meet the benefits to be paid to participants. The amount of the total employer contributions expected to be paid into the pension plans during 2020 is \$30.0 million. The Association's allocated share of these pension contributions is expected to be \$698. The amount ultimately to be contributed and the amount ultimately recognized as expense as well as the timing of those contributions and expenses, are subject to many variables including performance of plan assets and interest rate levels. These variables could result in actual contributions and expenses being greater than or less than anticipated.

Postretirement benefits other than pensions are provided through the Farm Credit Foundations Retiree Medical Plan to retired employees of the Association. Benefits provided are determined on a graduated scale based on years of service. The anticipated costs of these benefits were accrued during the period of the employee's active service. Postretirement benefits (primarily health care benefits) included in salaries and employee benefits were income of \$1 in 2019, \$1 in 2018 and \$1 in 2017. The Association made cash contributions of \$9 in 2019, \$9 in 2018 and \$9 in 2017.

The Association participates in a non-qualified defined benefit Pension Restoration Plan that is unfunded. The plan provides retirement benefits above the Internal Revenue Code compensation limit to certain highly compensated eligible employees. Benefits payable under the Pension Restoration Plan are offset by the benefits payable from the Pension Plan. Pension Restoration Plan expenses included in salaries and employee benefits were expense of \$4 in 2019 and in 2018 and income of \$1 in 2017.

The funding status and the amounts recognized in the Consolidated Statement of Condition for the Association's Pension Restoration Plan follows.

	<b>Nonqualified Pension Restoration Benefits</b>		
	<b>2019</b>	<b>2018</b>	<b>2017</b>
<b>Change in benefit obligation:</b>			
Benefit obligation at the beginning of the period	\$ 21	\$ 19	\$ –
Interest cost	1	–	–
Actuarial loss	–	2	19
Actual benefits paid	(8)	–	–
Benefit obligation at the end of the period	\$ 14	\$ 21	\$ 19
<b>Change in plan assets</b>			
Company contributions	8	–	–
Benefits paid	(8)	–	–
Fair value of plan assets at the end of the period	\$ –	\$ –	\$ –
Funded status of the plan	\$ (14)	\$ (21)	\$ (19)
<b>Amounts recognized in the Consolidated Statement of Condition consist of:</b>			
Liabilities	\$ 14	\$ 21	\$ 19
Net amount recognized	\$ 14	\$ 21	\$ 19

The following table represents the amounts included in accumulated other comprehensive income/loss for the Pension Restoration Plan at December 31.

	<b>2019</b>	<b>2018</b>	<b>2017</b>
Net actuarial (loss)/gain	\$ (11)	\$ (15)	\$ (17)
Total amount recognized in AOCI/(loss)	\$ (11)	\$ (15)	\$ (17)

An estimated net actuarial loss of \$4 for the Pension Restoration Plan will be amortized into income over the next year.

The projected and accumulated benefit obligation for the Pension Restoration Plan at December 31 was:

	2019	2018	2017
Projected benefit obligation	\$ 14	\$ 21	\$ 19
Accumulated benefit obligation	\$ 14	\$ 21	\$ 19

The net periodic pension expense for the Pension Restoration Plan included in the Consolidated Statement of Comprehensive Income is comprised of the following at December 31.

	Pension Benefits		
	2019	2018	2017
<b>Components of net periodic benefit cost/(income)</b>			
Interest cost	\$ 1	\$ –	\$ –
Net amortization and deferral	3	(4)	(1)
Net periodic benefit expense/(income)	\$ 4	\$ (4)	\$ (1)

Changes in benefit obligation recognized in accumulated other comprehensive income/(loss) are included in the following table.

	2019	2018	2017
Current year net actuarial gain/(loss)	\$ 1	\$ (2)	\$ (19)
Amortization of net actuarial loss/(gain)	3	4	(1)
Total recognized in other comprehensive income/(loss)	\$ 4	\$ 2	\$ (20)

Weighted average assumptions used to determine benefit obligation at December 31:

	Pension Benefits		
	2019	2018	2017
Discount rate	2.59%	4.06%	3.35%
Rate of compensation increase	5.40%	5.00%	5.00%

Beginning in 2019, the rate of compensation increase for the pension benefits was modified to an age-based scale beginning at 5.50%, decreasing ultimately to 3.50%.

Weighted average assumptions used to determine net periodic benefit cost for the years ended December 31:

	Pension Benefits		
	2019	2018	2017
Discount rate			
Projected benefit obligation	4.06%	3.35%	3.51%
Service cost	4.11%	3.39%	3.58%
Interest cost	3.93%	3.13%	3.04%
Rate of compensation increase	5.00%	5.00%	5.00%

The Association expects to contribute \$8 to the Pension Restoration Plan in 2020.

#### Estimated Future Benefit Payments

The following benefit payments, which reflect expected future service, as appropriate, are expected to be paid.

	Pension Restoration Benefits	
2020	\$	8
2021	\$	8
2022	\$	–
2023	\$	–
2024	\$	–
2025 – 2029	\$	–

The Association also participates in the Farm Credit Foundations Defined Contribution/401(k) Plan. Employees who do not participate in the Pension Plan may receive benefits through the Employer Contribution portion of the Contribution Plan. In this plan, the Association provides a monthly contribution based on a defined percentage of the employee's salary. Employees may also participate in a Salary Deferral Plan governed by Section 401(k) of the Internal Revenue Code. The Association matches a certain percentage of employee contributions to the plan. Employer contributions to the Contribution Plan were \$129 in 2019, \$134 in 2018 and \$135 in 2017.

## **NOTE 12 – RELATED PARTY TRANSACTIONS**

In the ordinary course of business, the Association enters into loan transactions with officers and directors of the Association, their immediate families and other organizations with which such persons may be associated. Such loans are subject to special approval requirements contained in the FCA regulations and are made on the same terms, including interest rates, amortization schedules and collateral, as those prevailing at the time for comparable transactions with unrelated borrowers.

The Association has a policy that loans to directors and senior officers must be maintained at an Acceptable or Other Assets Especially Mentioned (OAEM) credit classification. If the loan falls below the OAEM credit classification, corrective action must be taken and the loan brought back to either Acceptable or OAEM within a year. If not, the director or senior officer must resign from the Board of Directors or employment.

Loan information to related parties for the years ended December 31 is shown below.

	2019	2018	2017
Beginning balance	\$ 748	\$ 591	\$ 416
New loans	812	1,185	690
Repayments	(1,018)	(1,028)	(727)
Reclassifications*	–	–	212
Ending balance	\$ 542	\$ 748	\$ 591

\* Represents loans that were once considered related party, but are no longer considered related party, or loans that were not related party that subsequently became related party loans.

In the opinion of management, none of the loans outstanding to officers and directors at December 31, 2019 involved more than a normal risk of collectibility.

The Association also has business relationships with certain other System entities. The Association paid \$931 in 2019, \$759 in 2018 and \$671 in 2017 to AgVantis for technology services and \$16 in 2019, \$17 in 2018 and \$18 in 2017 to CoBank for operational services. The Association paid \$85 in 2019, \$72 in 2018, and \$73 in 2017 to Foundations for human resource services.

## **NOTE 13 – REGULATORY ENFORCEMENT MATTERS**

There are no regulatory enforcement actions in effect for the Association.

## **NOTE 14 – COMMITMENTS AND CONTINGENCIES**

The Association has various commitments outstanding and contingent liabilities. With regard to contingent liabilities, there are no actions pending against the Association in which claims for monetary damages are asserted.

The Association may participate in financial instruments with off-balance sheet risk to satisfy the financing needs of its borrowers and to manage their exposure to interest-rate risk. These financial instruments include commitments to extend credit. The instruments involve, to varying degrees, elements of credit risk in excess of the amount recognized in the consolidated financial statements. Commitments to extend credit are agreements to lend to a borrower as long as there is not a violation of any condition established in the contract. Commitments generally have fixed expiration dates or other termination clauses and may require payment of a fee by the borrower. At December 31, 2019, \$30.4 million of commitments to extend credit were outstanding.

Since many of these commitments are expected to expire without being drawn upon, the total commitments do not necessarily represent future cash requirements. However, these credit-related financial instruments have off-balance-sheet credit risk because their amounts are not reflected on the Consolidated Statement of Condition until funded or drawn upon. The credit risk associated with issuing commitments is substantially the same as that involved in extending loans to borrowers and management applies the same credit policies to these commitments. Upon fully

funding a commitment, the credit risk amounts are equal to the contract amounts, assuming that borrowers fail completely to meet their obligations and the collateral or other security is of no value. The amount of collateral obtained, if deemed necessary upon extension of credit, is based on management's credit evaluation of the borrower.

The Association also participates in standby letters of credits to satisfy the financing needs of its borrowers. These letters of credit are irrevocable agreements to guarantee payments of specified financial obligations. At December 31, 2019, \$89 of standby letters of credit were outstanding with a nominal fair value. Outstanding standby letters of credit have expiration dates ranging from 2020 to 2024. The maximum potential amount of future payments the Association is required to make under the guarantees is \$89. Payment/performance risk of the standby letters of credit guarantee is assessed using the same internal customer credit ratings that we use to manage credit risk in our loan portfolio.

## **NOTE 15 – FAIR VALUE MEASUREMENTS**

Accounting guidance defines fair value as the exchange price that would be received for an asset or paid to transfer a liability in an orderly transaction between market participants in the principal or most advantageous market for the asset or liability. The fair value measurement is not an indication of liquidity. See Note 2 for additional information.

Assets measured at fair value on a recurring basis at December 31 for each of the fair value hierarchy values are summarized as follows:

	Fair Value Measurement Using			Total Fair Value
	Level 1	Level 2	Level 3	
Assets held in nonqualified benefits trusts				
<b>2019</b>	\$ 347	\$ –	\$ –	\$ 347
2018	\$ 336	\$ –	\$ –	\$ 336
2017	\$ 283	\$ –	\$ –	\$ 283

The Association has no liabilities measured at fair value on a recurring basis for the periods presented.

Assets measured at fair value on a non-recurring basis at December 31 for each of the fair value hierarchy values are summarized as follows:

	Fair Value Measurement Using			Total Fair Value
	Level 1	Level 2	Level 3	
Loans:				
<b>2019</b>	\$ –	\$ –	\$ 218	\$ 218
2018	\$ –	\$ –	\$ 354	\$ 354
2017	\$ –	\$ –	\$ 289	\$ 289

The Association has no liabilities measured at fair value on a non-recurring basis for any of the periods presented.

### ***Valuation Techniques***

As more fully discussed in Note 2, accounting guidance establishes a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. Fair values of financial instruments represent the estimated amount to be received to sell an asset or paid to transfer or extinguish a liability in active markets among willing participants at the reporting date. Due to the uncertainty of expected cash flows resulting from financial instruments, the use of different assumptions and valuation methodologies could significantly affect the estimated fair value amounts. Accordingly, the estimated fair values may not be indicative of the amounts for which the financial instruments could be exchanged in a current or future market transaction. The following presents a brief summary of the valuation techniques used by the Association for assets and liabilities subject to fair value measurement.

#### ***Assets Held in Non-Qualified Benefits Trusts***

Assets held in trust funds related to deferred compensation and supplemental retirement plans are classified within Level 1. The trust funds include investments that are actively traded and have quoted net asset values that are observable in the marketplace.

#### ***Loans***

For impaired loans measured on a non-recurring basis, the fair value is based upon the underlying collateral since the loans are collateral-dependent loans. The fair value measurement process uses independent appraisals and other

market-based information, but in many cases it also requires significant input based on management's knowledge of and judgment about current market conditions, specific issues relating to the collateral and other matters. As a result, a majority of these loans have fair value measurements that fall within Level 3 of the fair value hierarchy. When the value of the collateral, less estimated costs to sell, is less than the principal balance of the loan, a specific reserve is established. The fair value of these loans would fall under Level 2 of the hierarchy if the process only uses independent appraisals and other market-based information.

### **NOTE 16 – QUARTERLY FINANCIAL INFORMATION (UNAUDITED)**

Quarterly results of operations for the years ended December 31, 2019, 2018, and 2017, follow.

	2019				
	First	Second	Third	Fourth	Total
Net interest income	\$ 1,640	\$ 1,712	\$ 1,547	\$ 1,473	\$ 6,372
Provision for credit losses/(Credit loss reversals)	59	(1)	140	(105)	93
Noninterest expense, net	792	816	842	1,038	3,488
<b>Net income</b>	<b>\$ 789</b>	<b>\$ 897</b>	<b>\$ 565</b>	<b>\$ 540</b>	<b>\$ 2,791</b>

	2018				
	First	Second	Third	Fourth	Total
Net interest income	\$ 1,463	\$ 1,497	\$ 1,552	\$ 1,568	\$ 6,080
Provision for credit losses/(Credit loss reversals)	17	124	(127)	79	93
Noninterest expense, net	652	817	627	909	3,005
<b>Net income</b>	<b>\$ 794</b>	<b>\$ 556</b>	<b>\$ 1,052</b>	<b>\$ 580</b>	<b>\$ 2,982</b>

	2017				
	First	Second	Third	Fourth	Total
Net interest income	\$ 1,470	\$ 1,481	\$ 1,504	\$ 1,485	\$ 5,940
(Credit loss reversals)	(171)	(18)	(97)	(275)	(561)
Noninterest expense, net	772	888	941	1,012	3,613
<b>Net income</b>	<b>\$ 869</b>	<b>\$ 611</b>	<b>\$ 660</b>	<b>\$ 748</b>	<b>\$ 2,888</b>

### **NOTE 17 – SUBSEQUENT EVENTS**

The Association has evaluated subsequent events through March 9, 2020 which is the date the financial statements were issued, and no material subsequent events were identified.

# DISCLOSURE INFORMATION REQUIRED BY FARM CREDIT ADMINISTRATION REGULATIONS

(Amounts in Whole Dollars)

## **DESCRIPTION OF BUSINESS**

The description of the territory served, persons eligible to borrow, types of lending activities engaged in and financial services offered, and related Farm Credit organizations required to be disclosed in this section is incorporated herein by reference from Note 1 to the financial statements, "Organization and Operations," included in this annual report to shareholders.

The description of significant developments that had or could have a material impact on earnings or interest rates to borrowers, acquisitions or dispositions of material assets, material changes in the manner of conducting the business, seasonal characteristics, and concentrations of assets, if any, required to be disclosed in this section, is incorporated herein by reference from "Management's Discussion and Analysis" (MD&A) included in this annual report to shareholders.

## **DESCRIPTION OF PROPERTY**

The following table sets forth certain information regarding the properties of the Association:

Location	Description	Form of Ownership
1605 W. Owen K. Garriott Road Enid, Oklahoma 73703-5602	Office Building	Owned

## **LEGAL PROCEEDINGS AND ENFORCEMENT ACTIONS**

Information required to be disclosed in this section is incorporated herein by reference from Note 13 to the financial statements, "Regulatory Enforcement Matters," and Note 14 to the financial statements, "Commitments and Contingencies," included in this annual report to shareholders.

## **DESCRIPTION OF CAPITAL STRUCTURE**

Information required to be disclosed in this section is incorporated herein by reference from Note 8 to the financial statements, "Shareholders' Equity," included in this annual report to shareholders.

## **DESCRIPTION OF LIABILITIES**

The description of debt outstanding required to be disclosed in this section is incorporated herein by reference from Note 7 to the financial statements, "Note Payable to CoBank," included in this annual report to shareholders.

The description of advance conditional payments is incorporated herein by reference to Note 2 to the financial statements, "Summary of Significant Accounting Policies," included in this annual report to shareholders.

The description of contingent liabilities required to be disclosed in this section is incorporated herein by reference from Note 14 included in this annual report to shareholders.

## **SELECTED FINANCIAL DATA**

The selected financial data for the five years ended December 31, 2019, required to be disclosed in this section is incorporated herein by reference from the "Five-Year Summary of Selected Consolidated Financial Data," included in this annual report to shareholders.

## **MANAGEMENT'S DISCUSSION AND ANALYSIS**

"Management's Discussion and Analysis," which appears within this annual report to shareholders and is required to be disclosed in this section, is incorporated herein by reference.

**DIRECTORS AND SENIOR OFFICERS**

The following reflects the past five year's business experience for each director and senior officer and represents certain information regarding the directors and senior officers of the Association.

**DIRECTORS**

- Lyndal Skaggs - Chairman. Mr. Skaggs is a farmer and rancher and was employed by ConocoPhillips as a Senior IT Analyst until his retirement in 2018. He is serving a three-year term as appointed director which expires in 2022. He was first elected to the board in 1987 and became an appointed director in 2009. He is a partner of Skaggs Brothers Minerals, a mineral rights purchasing business. Mr. Skaggs has a controlling interest in his family farming and investment company, Skaggs Family LLC, since early 2019.
- Bryan Fischer - Vice-Chairman. Mr. Fischer is a farmer and rancher serving a three-year term expiring in 2022. He was first elected to the board in 2001. He served as a Trustee on the Executive Committee of the Northwestern Oklahoma State University Foundation until 2019. The Foundation was established for the purpose of receiving, investing, and distributing scholarships and awards for the University. He served as Chairman of the Farm Service Agency County Committee, until his term ended in January 2014. Mr. Fischer also served on the CoBank Nominating Committee from 2016 to 2019. Mr. Fisher has served as a delegate for the Association to the Farm Credit Association Leadership Committee and the Farm Credit Council from 2017 until present.
- Scott Neufeld - Director. Mr. Neufeld is serving a three-year term expiring in 2020. He was first elected to the board in 2017. Mr. Neufeld is a farmer and rancher. He is a partner of L & S Farms, LLC, a farming limited liability company and was a co-owner of L & S Farms Partnership until 2016. He served on the Oklahoma Farm Bureau State Resolutions Committee in 2015 and in 2017 and is Chairman of the Board for Major County Farm Bureau, a service-oriented organization. Mr. Neufeld is a member of the Oklahoma Wheat Growers Association. Mr. Neufeld also served as Moderator for Fairview Mennonite Brethren Church from 2015 to 2017.
- Karen Pittman - Appointed Director. Ms. Pittman was first appointed to the board in July 2019. She is serving a three-year term expiring in 2022. Ms. Pittman previously served as Vice President and Chief Financial Officer of the Association until her retirement in June 2018. Prior to her retirement, she served in the Farm Credit System since 1975.
- Dennis Schultz - Director. Mr. Schultz is a farmer and rancher serving a three-year term expiring in 2021. He was first elected to the board in 2003. He is a partner of Schultz Brothers, a family farming business. Mr. Schultz currently serves as finance chairman for the United Methodist Church of Pond Creek and served as treasurer for the Pond Creek Lion's Club until 2017.
- James Wuerflein - Director. Mr. Wuerflein is a farmer and rancher serving a three-year term expiring in 2020, having been elected in 2014. He is also a former seed dealer in the Kremlin area for Channel Seed, a seed company. Mr. Wuerflein served as a member of the board for Farmers Grain Company until 2017, a provider of goods and services to the farming community. Until his retirement in December 2014, he was a member of the board for United Sorghum Checkoff Program, a promotion board investing in research and education projects for the sorghum industry.

**SENIOR OFFICERS**

- Kyle Hohmann - President and Chief Executive Officer. Mr. Hohmann has served in the Farm Credit System since August 6, 1984. He has served as Chief Executive Officer since 1992. Mr. Hohmann is a member of the board for Autry Technology Center, a vocational-technical school in Enid, Oklahoma. He also has a family farming and ranching operation, other non-agriculture business entity with family, and is on the Advisory Board for the Oklahoma Agricultural Enhancement and Diversification Program, an organization to develop diversification and enhance value of agriculture products in the State of Oklahoma.
- Fred Slater - Executive Vice President and Chief Credit Officer. Mr. Slater has served in the Farm Credit System since April 24, 1995. He has served as Chief Credit Officer since June 1, 2008. Mr. Slater served as a member of the board for Major County Farm Bureau, a service-oriented organization until 2017. He was a member of the Oklahoma State University Animal Science Alumni Board until 2016 and the Oklahoma FFA Foundation Board until 2017, both for fundraising.

Brittany Carter - Vice President and Chief Financial Officer. Ms. Carter has served in the Farm Credit System since March 18, 2013. She has served as Chief Financial Officer since April 1, 2018.

### **COMPENSATION OF DIRECTORS AND SENIOR OFFICERS**

Directors of the Association were compensated for services on a per diem basis at the rate of \$650 per day, and were reimbursed mileage at the rate of \$0.58 per mile while on official business. The Compensation and Audit committee meetings were held in conjunction with the regular board meetings, so no additional compensation was paid to the directors for these meetings. Included in total compensation amounts in the table below, is a one-time cash gift of \$500 paid to each active director.

Additional information for each director is provided below:

Name	Number of Days Served at Board Meetings	Number of Days Served in Other Official Activities	Board Meetings and Other Official Duties Comp	Total Compensation Paid During 2019
Lyndal Skaggs	9	12	\$ 14,150	\$ 14,150
Bryan Fischer	9	15	16,100	16,100
Scott Neufeld	9	10	12,850	12,850
Karen Pittman	5	8	8,950	8,950
Dennis Schultz	9	8	11,550	11,550
James Wuerflein	9	9	12,200	12,200
Total Compensation			\$ 75,800	\$ 75,800

Directors and senior officers are reimbursed for travel, subsistence and other expenses related to Association business according to Association policy. A copy of this policy is available to shareholders upon request. Aggregate reimbursements to directors for travel, subsistence and other related expenses were \$44,278 in 2019, \$24,566 in 2018 and \$36,316 in 2017. As a group, directors received no noncash compensation during 2019.

Required senior officer compensation information is included in the Association's Annual Meeting Information Statement mailed to all stockholders. The Annual Meeting Information Statement is also available for public inspection at the Association office. Disclosure of information on the total compensation paid during the last fiscal year to any senior officer, or to any other officer included, is available and will be disclosed to shareholders upon request.

### **TRANSACTIONS WITH SENIOR OFFICERS AND DIRECTORS**

The Association's policies on loans to and transactions with its officers and directors, required to be disclosed in this section are incorporated herein by reference from Note 12 to the financial statements, "Related Party Transactions," included in this annual report to shareholders.

### **INVOLVEMENT OF SENIOR OFFICERS AND DIRECTORS IN CERTAIN LEGAL PROCEEDINGS**

There were no matters which came to the attention of management or the Board of Directors regarding involvement of senior officers or current directors in specified legal proceedings which are required to be disclosed in this section.

### **RELATIONSHIP WITH INDEPENDENT AUDITORS**

There were no changes in independent auditors since the prior annual report to shareholders and there were no material disagreements with our independent auditors on any matter of accounting principles or financial statement disclosure during this period.

### **RELATIONSHIP WITH COBANK, ACB (COBANK)**

The Association is materially affected by CoBank's financial condition and results of operations.

The Association's statutory obligation to borrow from CoBank is discussed in Note 7. Financial assistance agreements between the Association and CoBank are discussed in Note 8. Association requirement to invest in CoBank and CoBank's ability to access capital of the Association is discussed in Note 4 to the financial statements, "Investment in CoBank," included in this annual report to shareholders. CoBank's role in mitigating the Association's exposure to interest rate risk is discussed in the MD&A section – Liquidity.

CoBank is required to distribute its Annual Report to shareholders of the Association if the bank experiences a significant event that has a material effect on the Association as defined by FCA regulations.

### **BORROWER PRIVACY STATEMENT**

Since 1972, Farm Credit Administration (FCA) regulations have forbidden the directors and employees of Farm Credit institutions from disclosing personal borrower information to others without borrower consent. The Association does not sell or trade customers' personal information to marketing companies or information brokers. Additional information regarding FCA rules governing the disclosure of customer information can be obtained by contacting the Association.

### **FINANCIAL STATEMENTS**

The financial statements, together with the report thereon of PricewaterhouseCoopers LLP dated March 9, 2020, and the Report of Management, appearing as part of this annual report to shareholders, are incorporated herein by reference.

### **COBANK ANNUAL AND QUARTERLY REPORTS TO SHAREHOLDERS**

The shareholders' investment in the Association is materially affected by the financial condition and results of operations of CoBank. Consequently, the Association's annual and quarterly reports should be read in conjunction with CoBank's 2019 Annual and Quarterly Reports to Shareholders. Quarterly reports are available approximately 40 days after the calendar quarter end and annual reports are available approximately 75 days after the calendar year end. A copy of these reports may be obtained free upon request from the Association. The Association is located at 1605 W. Owen K. Garriott Road, Enid, Oklahoma 73703-5602, or may be contacted by calling (580) 233-3489 or (800) 814-6407. The reports may also be obtained free of charge by visiting CoBank's website at [www.cobank.com](http://www.cobank.com).