

2019 ANNUAL REPORT



FARM CREDIT
CAROLINA





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LETTER TO THE STOCKHOLDERS



Carolina Farm Credit has been blessed with another successful year. On behalf of the Board of Directors and staff, I would like to thank you for the contributions you have made to our success. I am pleased to report that our final net earnings as of December 31, 2019 exceeded \$38.7 million. These earnings generated a strong return on assets of 2.39%. Our core earnings remained strong and were boosted by a special patronage from our funding bank, AgFirst Farm Credit Bank. Our assets, which are primarily loans to our stockholders grew to \$1.68 billion, a record high. During the year, our credit quality improved, thanks to the good quality growth in loans that we achieved. Capital remains strong, which positions the Association for future growth and to be a stable source of credit for your operations in the years to come.

Operating as a cooperative allows us to share our success with you. Last April, we were able to pay a record cash dividend totaling \$24 million. The Board of Directors has once again approved a cash dividend based on 2019 earnings to be paid in April 2020. This will be the 32nd consecutive year that we have returned interest back to our borrowers through our patronage program. This program allows our profits to be reinvested back into the farming operations and local communities where we work and live.

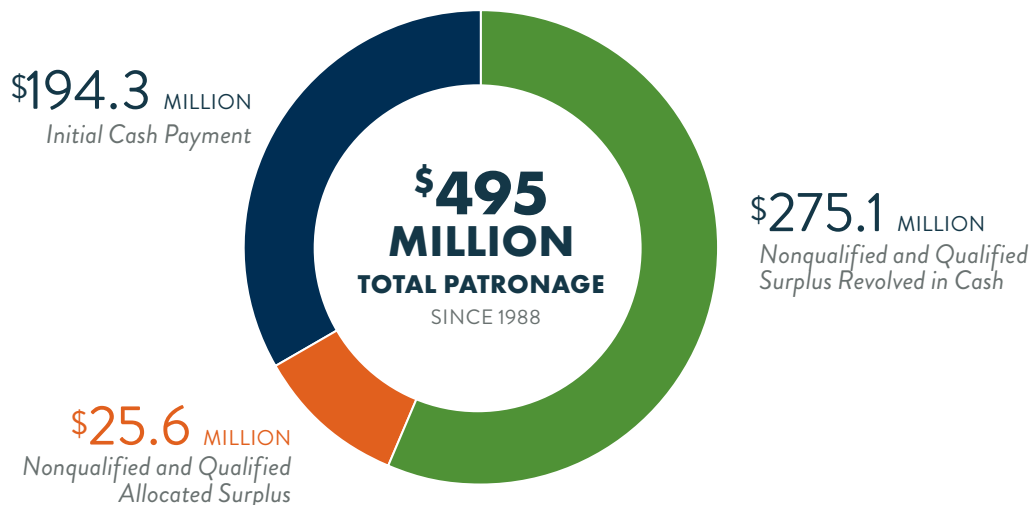
Carolina Farm Credit's passion is to support our farmers, families and rural communities. Living out this passion means that we maintain a strong financial position that allows us to be there

for our borrowers in the good times and in the bad. We want to work toward the best possible outcome for each borrower. It also means that we serve alongside our borrowers in the communities that we live. Our employees volunteer countless hours to work with 4-H clubs and local FFA chapters, as well as other service organizations. In 2019, we encouraged our employees to give of their time and money to local charities and youth events. They championed this initiative with great enthusiasm, and we recorded over 1,000 volunteer hours with more than 50 local organizations. Our employees and directors raised and donated over \$300,000 through our Corporate Mission Fund grants and other fundraisers. As is true with most "giving," we found ourselves very blessed as we attempted to bless others. We hope our efforts help to strengthen agriculture and our rural communities for years to come.

This annual report contains the details of our 2019 financial performance. You will note that the Association experienced strong financial performance and is well positioned to grow and meet the financing needs of the future. Thank you for your business! It is a privilege to support you and we look forward to a successful 2020.

Vance C Dalton Jr

Vance C. Dalton, Jr.
Chief Executive Officer





FARM CREDIT
CAROLINA

GIVING BACK

Total Donated

\$317,810



Total Volunteer Hours

1000+ HOURS

Branch Community Service Projects

\$12K DONATED **156** EMPLOYEES
24 OFFICES 24 LOCAL ORGANIZATIONS



Corporate Mission Fund

\$122K GIVEN TO **25**
LOCAL ORGANIZATIONS

Pull for Youth Events

\$107K RAISED FOR **150** SPONSORS
NC 4-H & FFA **200+** SHOOTERS



Local Organizations Helped

50+ ORGANIZATIONS

Scholarships

\$30K TO **18** COLLEGE
STUDENTS



Operation Christmas Child

71 EMPLOYEES **284** VOLUNTEER
4 HOURS EACH **HOURS**

EXECUTIVE LEADERSHIP TEAM



FROM LEFT:

CHRISTOPHER H. SCOTT

Chief Financial Officer

CHAD M. PURYEAR

Chief Lending Officer

MARGARET G. HAMM

Chief Marketing Officer

VANCE C. DALTON JR.

Chief Executive Officer

JAMES R. CRAIN

Chief Credit Officer

ELIZABETH M. BENEFIELD

General Counsel

SARAH J. RACHELS

Chief Human Resources Officer

CHRISTOPHER G. GOSS

Chief Appraisal Officer



BOARD OF DIRECTORS



JOHN M. BARNARD



E. BERNARD BECK



W. REX BELL



MARK A. BRAY



DAVID M. COLTRANE



JOSEPH A. LAIL



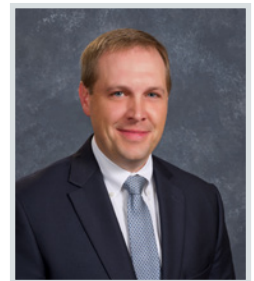
J. ERIC MCPHERSON



CLARK M. NEWLIN



THOMAS E. PORTER JR.



D. KALEB RATHBONE



LEWIS E. SMITH



VICKIE N. SMITHERMAN



LESLIE G. SPARKS, DVM



L. KIM STARNES



DR. ALTON THOMPSON



Carolina Farm Credit, ACA
2019 ANNUAL REPORT

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Report of Management

The accompanying consolidated financial statements and related financial information appearing throughout this annual report have been prepared by management of Carolina Farm Credit, ACA (Association) in accordance with generally accepted accounting principles appropriate in the circumstances. Amounts which must be based on estimates represent the best estimates and judgments of management. Management is responsible for the integrity, objectivity, consistency, and fair presentation of the consolidated financial statements and financial information contained in this report.

Management maintains and depends upon an internal accounting control system designed to provide reasonable assurance that transactions are properly authorized and recorded, that the financial records are reliable as the basis for the preparation of all financial statements, and that the assets of the Association are safeguarded. The design and implementation of all systems of internal control are based on judgments required to evaluate the costs of controls in relation to the expected benefits and to determine the appropriate balance between these costs and benefits. The Association maintains an internal audit program to monitor compliance with the systems of internal accounting control. Audits of the accounting records, accounting systems and internal controls are performed and internal audit reports, including appropriate recommendations for improvement, are submitted to the Board of Directors.

The consolidated financial statements have been audited by independent auditors, whose report appears elsewhere in this annual report. The Association is also subject to examination by the Farm Credit Administration.

The consolidated financial statements, in the opinion of management, fairly present the financial condition of the Association. The undersigned certify that we have reviewed the 2019 Annual Report of Carolina Farm Credit, ACA, that the report has been prepared under the oversight of the audit committee of the Board of Directors and 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.



David M. Coltrane
Chairman of the Board



Vance C. Dalton, Jr.
Chief Executive Officer



Christopher H. Scott, CPA
Chief Financial Officer

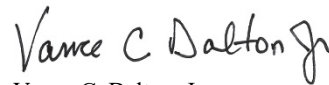
March 12, 2020

Report on Internal Control Over Financial Reporting

The Association's principal executives and principal financial officers, or persons performing similar functions, are responsible for establishing and maintaining adequate internal control over financial reporting for the Association's Consolidated Financial Statements. For purposes of this report, "internal control over financial reporting" is defined as a process designed by, or under the supervision of, the Association's principal executives and principal financial officers, or persons performing similar functions, and effected by its Board of Directors, management and other personnel, to provide reasonable assurance regarding the reliability of financial reporting information and the preparation of the Consolidated Financial Statements for external purposes in accordance with accounting principles generally accepted in the United States of America, and includes those policies and procedures that: (1) pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the Association, (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial information in accordance with accounting principles generally accepted in the United States of America, and that receipts and expenditures are being made only in accordance with authorizations of management and directors of the Association, and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Association's assets that could have a material effect on its Consolidated Financial Statements.

The Association's management has completed an assessment of the effectiveness of internal control over financial reporting as of December 31, 2019. In making the assessment, management used the framework in *Internal Control — Integrated Framework (2013)*, promulgated by the Committee of Sponsoring Organizations of the Treadway Commission, commonly referred to as the "COSO" criteria.

Based on the assessment performed, the Association's management concluded that as of December 31, 2019, the internal control over financial reporting was effective based upon the COSO criteria. Additionally, based on this assessment, the Association determined that there were no material weaknesses in the internal control over financial reporting as of December 31, 2019.



Vance C. Dalton, Jr.
Chief Executive Officer
Carolina Farm Credit, ACA



Christopher H. Scott
Chief Financial Officer
Carolina Farm Credit, ACA

March 12, 2020

Consolidated Five - Year Summary of Selected Financial Data

<i>(dollars in thousands)</i>	December 31,				
	2019	2018	2017	2016	2015
Balance Sheet Data					
Cash	\$ 3,347	\$ 2,963	\$ 11,335	\$ 2,246	\$ 7,514
Investments in debt securities	1,404	1,526	1,644	1,746	1,852
Loans	1,603,787	1,531,294	1,454,005	1,412,807	1,384,220
Allowance for loan losses	(7,595)	(7,051)	(7,837)	(7,348)	(7,402)
Net loans	1,596,192	1,524,243	1,446,168	1,405,459	1,376,818
Equity investments in other Farm Credit institutions	18,864	18,079	17,364	17,051	16,974
Other property owned	—	468	143	5,781	6,069
Other assets	60,422	64,080	68,481	69,926	73,794
Total assets	\$ 1,680,229	\$ 1,611,359	\$ 1,545,135	\$ 1,502,209	\$ 1,483,021
Notes payable to AgFirst Farm Credit Bank*	\$ 1,302,343	\$ 1,239,668	\$ 1,180,640	\$ 1,138,884	\$ 1,132,911
Accrued interest payable and other liabilities with maturities of less than one year	45,466	42,960	43,957	50,527	44,552
Total liabilities	1,347,809	1,282,628	1,224,597	1,189,411	1,177,463
Capital stock and participation certificates	9,480	9,164	8,819	8,361	8,047
Retained earnings					
Allocated	193,802	193,856	193,930	191,073	187,593
Unallocated	130,637	126,605	119,871	115,256	111,139
Accumulated other comprehensive income (loss)	(1,499)	(894)	(2,082)	(1,892)	(1,221)
Total members' equity	332,420	328,731	320,538	312,798	305,558
Total liabilities and members' equity	\$ 1,680,229	\$ 1,611,359	\$ 1,545,135	\$ 1,502,209	\$ 1,483,021
Statement of Income Data					
Net interest income	\$ 52,004	\$ 49,980	\$ 47,429	\$ 47,160	\$ 47,676
Provision for (reversal of allowance for) loan losses	2,778	(544)	175	(485)	2,501
Noninterest income (expense), net	(10,464)	(10,606)	(3,399)	(15,873)	(15,247)
Net income	\$ 38,762	\$ 39,918	\$ 43,855	\$ 31,772	\$ 29,928
Key Financial Ratios					
Rate of return on average:					
Total assets	2.39%	2.55%	2.92%	2.18%	2.10%
Total members' equity	11.29%	11.96%	13.60%	10.01%	9.62%
Net interest income as a percentage of					
average earning assets	3.33%	3.33%	3.31%	3.40%	3.50%
Net (chargeoffs) recoveries to average loans	(0.143)%	(0.016)%	0.022%	0.031%	(0.126)%
Total members' equity to total assets	19.78%	20.40%	20.74%	20.82%	20.60%
Debt to members' equity (:1)	4.05	3.90	3.82	3.80	3.85
Allowance for loan losses to loans	0.47%	0.46%	0.54%	0.52%	0.53%
Permanent capital ratio	20.49%	20.70%	20.68%	21.88%	21.62%
Total surplus ratio	**	**	**	21.28%	21.03%
Core surplus ratio	**	**	**	18.84%	18.52%
Common equity tier 1 capital ratio	18.79%	18.25%	17.41%	**	**
Tier 1 capital ratio	18.79%	18.25%	17.41%	**	**
Total regulatory capital ratio	20.87%	21.12%	21.15%	**	**
Tier 1 leverage ratio	18.19%	17.69%	17.06%	**	**
Unallocated retained earnings (URE) and					
URE equivalents leverage ratio	17.87%	17.33%	16.68%	**	**
Net Income Distribution					
Estimated patronage refunds:					
Cash	\$ 22,910	\$ 22,410	\$ 21,502	\$ 12,603	\$ 11,681
Nonqualified retained earnings	10,999	12,221	17,981	14,626	15,210

* General financing agreement is renewable on a one-year cycle. The next renewal date is December 31, 2020.

** Not applicable due to changes in regulatory capital requirements effective January 1, 2017.

Management's Discussion & Analysis of Financial Condition & Results of Operations

(dollars in thousands, except as noted)

GENERAL OVERVIEW

The following commentary summarizes the financial condition and results of operations of Carolina Farm Credit, ACA, (Association) for the year ended December 31, 2019, with comparisons to the years ended December 31, 2018, and December 31, 2017. This information should be read in conjunction with the Consolidated Financial Statements, Notes to the Consolidated Financial Statements, and other sections in this Annual Report. The accompanying Consolidated Financial Statements were prepared under the oversight of the Audit Committee of the Board of Directors (Board). For a list of the Audit Committee members, refer to the "Report of the Audit Committee", reflected in this Annual Report. Information in any part of this Annual Report may be incorporated by reference in answer, or partial answer, to any other item of the Annual Report.

The Association is an institution of the Farm Credit System (System), which was created by Congress in 1916 and has served agricultural producers for 104 years. The System's mission is to maintain and improve the income and well-being of American farmers, ranchers, and producers or harvesters of aquatic products, and farm-related businesses. The System is the largest agricultural lending organization in the United States. The System is regulated by the Farm Credit Administration, (FCA), which is an independent safety and soundness regulator.

The Association is a cooperative, which is owned by the members (also referred to throughout this Annual Report as stockholders or shareholders) served. The territory of the Association extends across a diverse agricultural region of North Carolina. Refer to Note 1, *Organization and Operations*, of the Notes to the Consolidated Financial Statements for counties in the Association's territory. The Association provides credit and other financial services to farmers, ranchers, rural residents, and agribusinesses. Our success begins with our extensive agricultural experience and knowledge of the market.

The Association obtains funding from AgFirst Farm Credit Bank (AgFirst or Bank). The Association is materially affected and shareholder investment in the Association could be affected by the financial condition and results of operations of the Bank. Copies of the Bank's Annual and Quarterly Reports are available on the AgFirst website, www.agfirst.com, or may be obtained free of charge by calling 1-800-845-1745, extension 2832, or by writing Susanne Caughman, AgFirst Farm Credit Bank, P. O. Box 1499, Columbia, SC 29202.

Copies of the Association's Annual and Quarterly reports are also available upon request free of charge on the Association's website, www.carolinafarmcredit.com, by calling 1-800-521-9952, or by writing Christopher H. Scott, CFO, Carolina Farm Credit, ACA, P.O. Box 1827, Statesville, NC 28687. The Association prepares an electronic version of the

Annual Report, which is available on our website, within 75 days after the end of the fiscal year and distributes the Annual Reports to shareholders within 90 days after the end of the fiscal year. The Association prepares an electronic version of the Quarterly report, which is available on our website, within 40 days after the end of each fiscal quarter, except that no report needs to be prepared for the fiscal quarter that coincides with the end of the fiscal year of the Association.

FORWARD LOOKING INFORMATION

This Annual Report 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," "will," or other variations of these terms are intended to identify the 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-related, 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 the Farm Credit System, as a government-sponsored enterprise, as well as investor and rating-agency reactions to events involving other government-sponsored enterprises and other financial institutions; and
- actions taken by the Federal Reserve System in implementing monetary policy.

AGRICULTURAL OUTLOOK

Production agriculture is a cyclical business that is heavily influenced by commodity prices, weather, tax and trade policies, interest rates, and various other factors that affect supply and demand. The following United States Department of Agriculture (USDA) analysis provides a general understanding of the U.S. agricultural economic outlook. However, this outlook does not take into account all aspects of the Association's business. References to USDA information in this section refer to the U.S. agricultural market data and are not limited to information/data for the Association.

Agricultural production is a major use of land in the United States, and the value of farm real estate accounted for 83 percent of the total value of the U.S. farm sector assets for 2019, according to the USDA in its February 5, 2020 forecast. Because real estate is such a significant component of the balance sheet of U.S. farms, the value of the farm real estate is a critical measure of the farm sector's financial performance. Changes in farmland values also affect the financial well-being of agricultural producers, because farm real estate serves as the principal source of collateral for farm loans.

USDA's most recent forecast anticipates that farm sector equity, the difference between farm sector assets and debt, is predicted to rise 1.9 percent in 2019. Farm real estate value is expected to increase 1.8 percent, and non-real estate farm assets are expected to increase 3.4 percent, while farm sector debt is forecast to increase 3.4 percent in 2019. Farm real estate debt as a share of total debt has been rising since 2014, and is expected to account for 61.7 percent of total farm debt in 2019.

The USDA is forecasting farm sector solvency ratios to increase slightly in 2019 to 15.5 percent for the debt-to-equity ratio, and 13.5 percent for the debt-to-asset ratio, which represent the second highest levels since 2009, but well below the peak of 28.5 percent and 22.2 percent in 1985. Working capital (which is defined as cash and cash convertible assets minus liabilities due to creditors within 12 months) is forecast to decline 12.7 percent in 2019, to \$61 billion from \$70 billion in 2018. Farm sector working capital has steadily declined since peaking at \$165 billion in 2012.

The USDA's most recent forecast estimates net farm income (income after expenses from production in the current year; a broader measure of profits) for 2019 at \$93.6 billion, a \$9.8 billion increase from 2018, \$6.8 billion above the 10-year average and 24.3 percent below its peak of \$123.7 billion in 2013. However, in terms of inflation adjusted dollars, 2019 net farm income is \$2.7 billion below the 10-year average. The forecasted increase in net farm income for 2019, compared with 2018, is primarily due to increases in direct government payments of \$10.0 billion to \$23.7 billion, primarily driven by higher payments from the Market Facilitation Program (MFP). The MFP was first implemented in 2018, and continued in 2019 to assist farmers impacted by trade disruptions.

The USDA's outlook projects net farm income for 2020 to increase to \$96.7 billion, a \$3.1 billion or 3.3 percent increase from 2019. The forecasted increase in net farm income for 2020 is primarily due to expected increases in cash receipts for animals and products of \$8.2 billion and crop receipts of \$1.9 billion, partially offset by an \$8.7 billion decrease in direct government payments, due to an expected decline in payments from the MFP. The increase in animal and products receipts reflects growth in hogs, milk, cattle, and poultry/eggs receipts, while the crop receipts are driven by fruit/nuts and corn. Soybeans receipts are anticipated to decrease as lower quantities outweigh an increase in price.

Expected agricultural commodity prices can influence production decisions of farmers and ranchers on planted/harvested acreage of crops or inventory of livestock, and thus, affect the supply of agricultural commodities. Greater area of planted/ harvested acreage and increased crop yields for some crops in recent years have contributed to increased supply, which exceeded demand. Also impacting yields are the growing conditions that are sensitive to weather conditions. Although not

generally affected by weather, livestock and dairy prices are linked to crop prices as feed is a significant input cost to these producers.

Global economic conditions also influence demand for food and agricultural products, which affects U.S. agricultural trade. Therefore, U.S. exports and imports shift to reflect changes in trade policies, world population, and economic growth. Also impacting U.S. agricultural trade is global supplies and prices, changes in the value of the U.S. dollar, and the government support for agriculture.

Severe wet weather during 2019 adversely affected growing conditions in some production areas. In addition, farmers in certain locations were also impacted by inclement weather during the fall harvest. The impact of the weather related conditions on production agriculture was partially offset by crop insurance proceeds. In addition to weather related challenges, reduced exports resulting from the trade tensions with China added to the already challenging agricultural economy. During 2018 and 2019, the MFP provided a material boost in farm sector income, and in early 2020 the United States and China agreed to a "phase one" trade deal, which includes a significant commitment from China to buy agricultural products, among other items. However, the recent spread of the coronavirus (COVID-19) has created uncertainty about China's economic outlook and its ability to fulfill phase one commitments. Furthermore, African swine fever, which has been negatively impacting Asian hog production, may produce increased U.S. exports of pork and other protein products, but could also negatively affect U.S. soybean exports.

The following table sets forth the commodity prices per bushel for certain crops, by hundredweight for hogs, milk, and beef cattle, and by pound for broilers and turkeys from December 31, 2016 to December 31, 2019:

Commodity	12/31/19	12/31/18	12/31/17	12/31/16
Hogs	\$47.30	\$43.40	\$48.60	\$43.10
Milk	\$20.70	\$16.60	\$17.20	\$18.90
Broilers	\$0.45	\$0.51	\$0.50	\$0.48
Turkeys	\$0.62	\$0.50	\$0.53	\$0.74
Corn	\$3.71	\$3.54	\$3.23	\$3.32
Soybeans	\$8.70	\$8.56	\$9.30	\$9.64
Wheat	\$4.64	\$5.28	\$4.50	\$3.90
Beef Cattle	\$118.00	\$117.00	\$118.00	\$111.00

The agricultural environment has been challenging during the past several years for many commodities. Currency fluctuations, ample inventories, and U.S. trade policies, including retaliatory actions by other countries, have adversely impacted demand and prices for agricultural exports. This has reduced net farm income and eroded working capital from peak levels in 2012. The agriculture sector continues to adjust to market conditions. While producers' financial performance generally has been negatively impacted, MFP, crop insurance, and producer operating adjustments have helped offset the severity of stress during the past two years.

Looking ahead, the MFP payments are not anticipated to continue and uncertainty remains about agricultural export markets. As a result, the Association's financial performance and credit quality may be negatively impacted, but is expected to remain sound overall. Additionally, geographic and commodity diversification across the Association coupled with off-farm income support for many borrowers, helps to mitigate the impact

of periods of less favorable agricultural conditions. However, agricultural borrowers who are more reliant on off-farm income sources may be more adversely impacted by a weakened general economy.

CRITICAL ACCOUNTING POLICIES

The financial statements are reported in conformity with 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 management must make judgments about matters that are inherently uncertain. For a complete discussion of significant accounting policies, see Note 2, *Summary of Significant Accounting Policies*, of the Notes to the Consolidated Financial Statements. The following is a summary of certain critical policies.

- *Allowance for loan losses* — 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 for loan losses is increased through provisions for loan losses and loan recoveries, and is decreased through allowance reversals and loan charge-offs. The allowance for loan losses is determined based on a periodic evaluation of the loan portfolio by management, in which numerous factors are considered, including economic and political conditions, loan portfolio composition, credit quality, and prior loan loss experience.

Significant individual loans are evaluated based on the borrower's overall financial condition, resources, 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 encompasses various judgments, evaluations, and appraisals with respect to the loans and their underlying security that, by nature, contains elements of uncertainty and imprecision. Changes in the agricultural economy and borrower repayment capacity will cause these various judgments, evaluations, and appraisals to change over time. Accordingly, actual circumstances could vary from the Association's expectations and predictions of those circumstances.

Management considers the following factors in determining and supporting the levels of allowance for loan losses: the concentration of lending in agriculture, combined with uncertainties in farmland values, commodity prices, exports, government assistance programs, regional economic effects, and weather-related influences. Changes in the factors considered by management in the evaluation of losses in the loan portfolios could result in a change in the allowance for loan losses, and could have a direct impact on the provision for loan losses and the results of operations.

- *Valuation methodologies* — Management applies various valuation methodologies to assets and liabilities that often involve a significant degree of judgment, particularly when liquid markets do not exist for the particular items

being valued. Quoted market prices are referred to when estimating fair values for certain assets for which an observable liquid market exists, such as most investment securities. Management utilizes significant estimates and assumptions to value items for which an observable liquid market does not exist. Examples of these items include impaired loans, other property owned, pension and other postretirement benefit obligations, and certain other financial instruments. These valuations require the use of various assumptions, including, among others, discount rates, rates of return on assets, repayment rates, cash flows, default rates, costs of servicing, and liquidation values. The use of different assumptions could produce significantly different results, which could have material positive or negative effects on the Association's results of operations.

ECONOMIC CONDITIONS

Overall, the economic climate in North Carolina remained largely positive in 2019, as labor markets exhibited continued strength and household indicators remained upbeat. Moderate growth is expected during 2020. Stock market volatility may impact consumer confidence; however, macroeconomic drivers are expected to continue a positive trend. Economic conditions in the poultry and part-time farm segments are expected to remain favorable in 2020, with only moderate stress expected in a small number of portfolio sectors.

The Association's loan portfolio and overall credit quality continued to improve over the course of 2019. As of December 31, 2019, the percentage of fully acceptable loans and other assets especially mentioned increased to 97.92 percent compared to 97.57 percent for the prior year end. The strong credit quality can be attributed to growth in quality loan volume and the resolution of criticized accounts.

The Association's part-time farm segment, which is heavily dependent on non-farm employment, is its largest loan portfolio concentration at 36 percent of total loans. Credit quality in this segment ended 2019 at 97.8 percent acceptable, up from 97.4 percent acceptable at December 31, 2018. North Carolina's unemployment rate was 3.3 percent as of December 31, 2019, down from 3.6 percent as of December 31, 2018. Given strong overall job growth in the Association's footprint, credit quality in the part-time farm segment is expected to remain at or near current levels, with moderate portfolio growth.

Poultry constituted 26 percent of loan volume at year-end and is the Association's second largest portfolio segment. Credit quality in the poultry segment was 96.7 percent acceptable at year-end 2019, up from 96.5 percent at prior year end. Overall, 2019 was a good year for North Carolina poultry producers. Demand for chicken, both domestic and exported, remained strong, aided by improvements in the overall economy. Expansion in most areas of the Association's footprint is expected to slow slightly in 2020, with relatively modest increases in the number of new growers and houses.

While the Association's primary portfolio segments performed well in 2019, other segments faced challenges. The dairy, grain, and tobacco segments, due primarily to depressed prices and/or adverse weather conditions, underperformed the aggregate portfolio in terms of credit quality, but stabilized mid-year and began to improve in the fourth quarter. The dairy, grain, and

tobacco segments represent 3.0, 8.6, and 3.1 percent of the Association's portfolio, respectively.

Land value trend studies completed by Association staff indicate stable to strengthening real estate values across all types of real property within the territory.

LOAN PORTFOLIO

The Association provides funds to farmers, rural homeowners, and farm-related businesses for financing of short and intermediate-term loans and long-term real estate mortgage loans through numerous product types. Loan volume grew 4.73% during 2019, primarily from part-time farmers and poultry operations.

The diversification of the Association loan volume by type for each of the past three years is shown below:

Loan Type	December 31,					
	2019		2018		2017	
	<i>(dollars in thousands)</i>					
Real estate mortgage	\$ 1,042,371	64.99%	\$ 964,605	62.99%	\$ 870,764	59.89%
Production and intermediate-term	426,238	26.58	450,693	29.43	465,985	32.05
Loans to cooperatives	7,600	0.47	6,255	0.41	6,859	0.47
Processing & marketing	40,425	2.52	14,113	0.92	29,288	2.01
Farm-related business	14,297	0.89	20,434	1.34	3,432	0.24
Communication	1,347	0.08	1,422	0.09	1,496	0.10
Power and water/waste disposal	2,123	0.13	2,625	0.17	2,906	0.20
Rural residential real estate	64,037	3.99	66,298	4.33	68,432	4.71
International	5,349	0.33	4,849	0.32	4,843	0.33
Total	\$ 1,603,787	100.00%	\$ 1,531,294	100.00%	\$ 1,454,005	100.00%

While we make loans and provide other financial services to qualified borrowers in the agricultural and rural sectors, and to certain farm-related entities, our loan portfolio is diversified.

The geographic distribution of the loan volume by branch for the past three years is as follows:

Branch	December 31,		
	2019	2018	2017
Albemarle	4.39%	4.67%	4.72%
Asheboro	5.59	5.49	4.85
Asheville	2.01	1.51	1.66
Boone	-	0.73	0.87
Brown Summit	2.14	2.09	2.11
Burnsville	2.12	2.10	2.16
Carthage	3.07	3.08	2.80
Concord	1.64	1.71	1.67
Conover	2.24	2.56	2.84
Ellerbe	5.23	5.47	5.42
Graham	4.53	4.39	4.75
Hendersonville	1.87	1.82	1.78
Jefferson	2.74	1.79	1.85
Lenoir	1.77	1.79	1.84
Lexington	2.34	2.41	2.19
Lincolnton	3.29	3.02	2.64
Monroe	5.27	5.16	4.87
Murphy	0.81	0.94	0.88
Pilot Mountain	3.26	3.28	3.07
Roxboro	2.41	2.48	2.42
Rural Hall	2.63	2.66	2.64
Salisbury	4.55	4.23	3.92
Shelby	2.09	2.27	2.39
Siler City	3.44	3.40	3.42
Sparta	1.70	1.82	1.79
Spindale	1.57	1.50	1.64
Statesville	7.47	7.68	8.33
Taylorsville	4.36	4.22	4.27
Waynesville	-	0.58	0.65
Wilkesboro	3.43	3.57	3.52
Yadkinville	5.48	5.57	5.82
Yanceyville	2.11	1.90	1.97
Participation/MRI Loans	2.99	3.05	3.51
Special Asset Management	1.45	1.08	0.71
	100.00%	100.00%	100.00%

Commodity and industry categories are based upon the Standard Industrial Classification system published by the federal government. This system is used to assign commodity or industry categories based upon the customer's primary agricultural commodity.

Loan volume by commodity group is shown below. The predominant groups are part-time farmers and poultry which constitute 62 percent of the entire portfolio.

Commodity Group	December 31,					
	2019		2018		2017	
	<i>(dollars in thousands)</i>					
Part-time	\$ 574,737	36%	\$ 488,815	32%	\$ 493,162	34%
Poultry	417,343	26	398,075	26	373,924	26
Row Crop	132,667	8	114,892	8	117,363	8
Forestry	115,315	7	112,771	7	88,919	6
Other	79,916	5	89,135	6	62,915	4
Livestock	79,346	5	80,166	5	72,464	5
Rural Home	64,470	4	66,298	4	68,432	5
Tobacco	52,249	3	60,705	4	50,112	4
Dairy	50,953	3	59,545	4	62,654	4
Horticulture	36,791	3	60,892	4	64,060	4
Total	\$ 1,603,787	100%	\$ 1,531,294	100%	\$ 1,454,005	100%

Repayment ability is closely related to the commodities produced by borrowers and, increasingly, the off-farm income of borrowers. The Association's loan portfolio contains a moderate concentration of part-time farmers within a wide range of commodities. However, many of these part-time operations are diversified, and typically are not highly dependent on the income from agricultural production. In periods of general economic stress, some of these borrowers could experience

greater difficulty in servicing debt. Poultry loans represent a moderate concentration for the Association, and these loans have a long-term history of performance.

The risk in the portfolio associated with commodity concentration and large loans is limited by the diversity in the Association's territory. Demand for meat products, prices of field grains, the housing industry, and international trade are some of the factors affecting the prices of these commodities.

During the past year, the Association has experienced a lengthening of maturities in loan assets. Given the low level of interest rates, borrowers have locked-in fixed rates, which reduces their exposure to rising rates in the future.

During 2019, the Association continued buying and selling loan participations within the System. This provided a means for the Association to spread credit concentration risk and realize non-patronage sourced interest and fee income, which strengthens our capital position. The following table shows a decrease in purchased loan volume, and an increase in sold loan volume.

Loan Participations:	December 31,		
	2019	2018	2017
	<i>(dollars in thousands)</i>		
Participations Purchased- FCS Institutions	\$ 57,067	\$ 57,974	\$ 61,523
Participations Purchased- Non-FCS Institutions	-	-	-
Participations Sold	(121,312)	(93,311)	(62,513)
Total	\$ (64,245)	\$ (35,337)	\$ (990)

The Association did not have any loans sold with recourse, retained subordinated participation interests in loans sold, or interests in pools of subordinated participation interests for the period ended December 31, 2019.

The Association sells qualified long-term mortgage loans into the secondary market. For the period ended December 31, 2019, the Association originated loans for resale totaling \$245,365, which were sold into the secondary market.

MISSION RELATED INVESTMENTS

During 2005, the FCA initiated an investment program to stimulate economic growth and development in rural areas. The FCA outlined a program to allow System institutions to hold such investments, subject to approval by the FCA on a case-by-case basis. The FCA approved the Rural America Bonds pilot program under the Mission Related Investments umbrella, as described below.

In October 2005, the FCA authorized AgFirst and the associations to make investments in Rural America Bonds. Rural America Bonds may include debt obligations issued by public and private enterprises, corporations, cooperatives, other financing institutions, or rural lenders where the proceeds would be used to support agriculture, agribusiness, rural housing, or economic development, infrastructure, or community development and revitalization projects in rural areas. Examples include investments that fund value-added food and fiber processors and marketers, agribusinesses, commercial enterprises that create and maintain employment opportunities in rural areas, community services such as schools, hospitals, government facilities and other activities

that sustain or revitalize rural communities and their economies. The objective of this pilot program was to help meet the growing and diverse financing needs of agricultural enterprises, agribusinesses, and rural communities by providing a flexible flow of money to rural areas through bond financing. These bonds are classified as Loans or Investments on the Consolidated Balance Sheets, depending on the nature of the investment. As of December 31, 2019, 2018, and 2017, the Association had \$1,820, \$1,976, and \$2,124 respectively, in Rural America Bonds.

CREDIT RISK MANAGEMENT

Credit risk arises from the potential inability of an obligor to meet its repayment obligation. As part of the process to evaluate the success of a loan, the Association continues to review the credit quality of the loan portfolio on an ongoing basis. With the approval of the Association's Board of Directors, the Association establishes underwriting standards and lending policies that provide direction to the lending staff. 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 – protection for the lender in the event of default and a potential secondary source of repayment
- Capital – ability of the operation to survive unanticipated risks
- Conditions – intended use of the loan funds and specific loan covenants

The credit risk management process begins with an analysis of the borrower's credit history, repayment capacity, overall cash flows, and financial position. Repayment capacity focuses on the borrower's ability to repay the loan based upon cash flows from operations or other sources of income, including non-farm income. Long-term real estate loans must be collateralized by first liens on real estate (collateral). As required by FCA regulations, each institution that makes loans on a collateralized basis must have collateral evaluation policies and procedures. Long-term real estate loans may be made only in amounts up to 85 percent of the original appraisal value of the property taken as collateral, or up to 97 percent of the appraisal value if guaranteed by a state, federal, or other governmental agency. The actual loan to appraised value when loans are made is generally lower than the statutory maximum percentage of 85%. Appraisals are required for real estate loans of more than \$250,000. In addition, each loan is assigned a credit risk rating based upon the underwriting standards. This credit risk rating process incorporates objective and subjective criteria to identify inherent strengths, weaknesses and risks in a particular relationship.

Management reviews the credit quality of the loan portfolio on an ongoing basis as part of our risk management practices. Each loan is classified according to the Uniform Classification System, which is used by all System institutions. Below 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 to substandard assets. However, doubtful assets have additional weaknesses in existing facts, conditions, and values that make collection in full highly questionable.
- Loss – Assets are considered uncollectible.

The following table presents selected statistics related to the credit quality of loans including accrued interest at December 31:

Credit Quality	2019	2018	2017
Acceptable & OAEM	97.92%	97.57%	97.21%
Substandard	2.08%	2.43%	2.79%
Doubtful	–%	–%	–%
Loss	–%	–%	–%
Total	100.00%	100.00%	100.00%

Nonperforming Assets

The Association’s loan portfolio is divided into performing and high-risk categories. A Special Assets Management Department is responsible for servicing loans classified as high-risk. The high-risk assets, including accrued interest, are detailed below:

High-risk Assets	December 31,		
	2019	2018	2017
	<i>(dollars in thousands)</i>		
Nonaccrual loans	\$ 22,613	\$ 16,022	\$ 9,561
Restructured loans	1,728	2,904	2,796
Accruing loans 90 days past due	–	–	–
Total high-risk loans	24,341	18,926	12,357
Other property owned	–	468	143
Total high-risk assets	\$ 24,341	\$ 19,394	\$ 12,500
Ratios			
Nonaccrual loans to total loans	1.41%	1.05%	0.66%
High-risk assets to total assets	1.45%	1.20%	0.86%

Nonaccrual loans represent all loans where there is a reasonable doubt as to the collection of principal and/or future interest accruals, under the contractual terms of the loan. In substance, nonaccrual loans reflect loans where the accrual of interest has been suspended. Nonaccrual loans increased \$6,591, or 41.14% in 2019. This increase is primarily the result of loan volume transferred into nonaccrual status exceeding repayments, transfers to accrual status, and transfers to other property owned loans. Of the \$22,613 in nonaccrual volume at December 31, 2019, \$12,035, or 53.22%, compared to 6.15% and 18.91% at December 31, 2018 and 2017, respectively, was current as to scheduled principal and interest payments, but did not meet all regulatory requirements to be transferred into accrual status.

Loan restructuring may be available to financially distressed borrowers. Restructuring of loans occurs when the Association grants a concession to a borrower based on either a court order or good faith in a borrower’s ability to return to financial viability. The concessions can be in the form of a modification of terms or rates, a compromise of amounts owed, or deed in

lieu of foreclosure. Other receipts of assets and/or equity to pay the loan in full or in part are also considered restructured loans. The type of alternative financing structure chosen is based on minimizing the loss incurred by both the Association and the borrower.

Allowance for Loan Losses

The allowance for loan losses at each period end was considered by Association management to be adequate to absorb probable losses existing in, and inherent to, its loan portfolio.

The following table presents the activity in the allowance for loan losses for the most recent three years:

Allowance for Loan Losses Activity:	Year Ended December 31,		
	2019	2018	2017
	<i>(dollars in thousands)</i>		
Balance at beginning of year	\$ 7,051	\$ 7,837	\$ 7,348
Charge-offs:			
Real estate mortgage	(1,952)	(178)	(18)
Production and intermediate term	(584)	(349)	(363)
Agribusiness	(10)	–	–
Rural residential real estate	(41)	(16)	(90)
Total charge-offs	(2,587)	(543)	(471)
Recoveries:			
Real estate mortgage	75	49	228
Production and intermediate term	262	173	362
Agribusiness	–	55	141
Rural residential real estate	16	24	54
Total recoveries	353	301	785
Net (charge-offs) recoveries	(2,234)	(242)	314
Provision for (reversal of allowance for) loan losses	2,778	(544)	175
Balance at end of year	\$ 7,595	\$ 7,051	\$ 7,837
Ratio of net (charge-offs) recoveries during the period to average loans outstanding during the period	(0.143)%	(0.016)%	0.022%

The allowance for loan losses by loan type for the most recent three years is as follows:

Allowance for Loan Losses by Type	December 31,		
	2019	2018	2017
	<i>(dollars in thousands)</i>		
Real estate mortgage	\$ 3,325	\$ 3,457	\$ 3,788
Production and intermediate term	3,658	3,050	3,750
Agribusiness	438	421	95
Communication	8	8	9
Power and water/waste disposal	62	6	5
Rural residential real estate	100	105	185
International	4	4	5
Total	\$ 7,595	\$ 7,051	\$ 7,837

The allowance for loan losses as a percentage of loans outstanding and as a percentage of certain other credit quality indicators is shown below:

Allowance for Loan Losses as a Percentage of:	December 31,		
	2019	2018	2017
Total loans	0.47%	0.46%	0.54%
Nonperforming loans	31.20%	37.26%	63.42%
Nonaccrual loans	33.59%	44.01%	81.97%

Please refer to Note 3, *Loans and Allowance for Loan Losses*, in the Notes to the Consolidated Financial Statements, for further information concerning the allowance for loan losses.

RESULTS OF OPERATIONS

Net Interest Income

Net interest income was \$52,004, \$49,980, and \$47,429 in 2019, 2018, and 2017, respectively. Net interest income is the difference between interest income and interest expense. Net interest income is the principal source of earnings for the Association and is impacted by volume, yields on assets, and cost of debt. The effects of changes in average volume and interest rates on net interest income over the past two years are presented in the following table:

Change in Net Interest Income:

	Volume*	Rate	Total
	<i>(dollars in thousands)</i>		
12/31/19 – 12/31/18			
Interest income	\$ 3,547	\$ 2,799	\$ 6,346
Interest expense	(1,620)	(2,702)	(4,322)
Change in net interest income	\$ 1,927	\$ 97	\$ 2,024
12/31/18 – 12/31/17			
Interest income	\$ 3,993	\$ 4,578	\$ 8,571
Interest expense	(1,732)	(4,288)	(6,020)
Change in net interest income	\$ 2,261	\$ 290	\$ 2,551

* Volume variances can be the result of increased/decreased loan volume or from changes in the percentage composition of assets and liabilities between periods. Variances due to rate can be caused by changes in market rates, loan rates, and/or rates paid on notes payable with AgFirst.

The Association shows higher net interest income primarily due to loan volume growth. The net interest margin in 2019 was unchanged from 2018, at 3.33%.

Noninterest Income

Noninterest income for each of the three years ended December 31 is shown in the following table:

Noninterest Income	For the Year Ended December 31,			Percentage Increase/(Decrease)	
	2019	2018	2017	2019/ 2018	2018/ 2017
	<i>(dollars in thousands)</i>				
Loan fees	\$ 3,669	\$ 3,142	\$ 3,271	16.77 %	(3.94)%
Fees for financially related services	87	151	155	(42.38)	(2.58)
Lease income	81	—	—	—	—
Patronage refund from other Farm Credit Institutions	17,591	19,522	20,151	(9.89)	(3.12)
Gains (losses) on sales of rural home loans, net	3,212	3,037	3,016	5.76	0.70
Gains (losses) on sales of premises and equipment, net	690	229	335	201.31	(31.64)
Gains (losses) on other transactions	1,021	(242)	708	521.90	(134.18)
Insurance Fund refunds	314	854	—	(63.23)	—
Other noninterest income	222	229	223	(3.06)	2.69
Total noninterest income	\$ 26,887	\$ 26,922	\$ 27,859	(0.13)%	(3.36)%

Noninterest income decreased \$35, or 0.13 percent when comparing 2019 to 2018, and decreased \$937 or 3.36 percent when comparing 2018 to 2017. The decrease in 2019 is due to decreases in fees for financially related services, patronage refunds from other Farm Credit institutions, Insurance Fund refunds, and other noninterest income. These decreases were offset by increases in loan fees, gains/(losses) on sales of rural home loans, gains/(losses) on sales of premises and equipment, and gains/(losses) on other transactions.

Noninterest Expense

Noninterest expense for each of the three years ended December 31 is shown in the following table:

Noninterest Expense	For the Year Ended December 31,			Percentage Increase/(Decrease)	
	2019	2018	2017	2019/ 2018	2018/ 2017
	<i>(dollars in thousands)</i>				
Salaries and employee benefits	\$ 26,108	\$ 26,576	\$ 25,813	(1.76)%	2.96 %
Occupancy and equipment	2,411	2,451	2,286	(1.63)	7.22
Insurance Fund premiums	1,059	1,006	1,592	5.27	(36.81)
(Gains) losses on other property owned, net	172	80	1,582	115.00	(94.94)
Other operating expenses	7,599	7,408	(18)	2.58	41,255.56
Total noninterest expense	\$ 37,349	\$ 37,521	\$ 31,255	(0.46)%	20.05%

Noninterest expense decreased \$172 or 0.46 percent, when comparing 2019 to 2018, and increased \$6,266 or 20.05 percent when comparing 2018 to 2017. The decrease in 2019 is due to decreases in salaries and employee benefits, and occupancy and equipment. These decreases were partially

offset by increases in Insurance Fund premiums, (gains)/losses on other property owned, net, and other operating expenses.

During 2017, the method of recording expenses for the Association's defined benefit pension plan and other postretirement benefit plan was modified. This change resulted

in the reduction of Other Assets by \$8,975, the reduction of Other Liabilities by \$15,480 on the Association's Balance Sheets, and a corresponding reduction of other operating expenses on the Association's Statements of Income of \$6,505 during 2017. Refer to Note 9, *Employee Benefit Plans*, of the Notes to the Consolidated Financial Statements, for further information concerning postretirement benefit expenses.

Income Taxes

The Association recorded a provision/(benefit) for income taxes of \$2 for the year ended December 31, 2019, as compared to a provision/(benefit) of \$7 for 2018 and a provision/(benefit) of \$3 for 2017. Please refer to Note 2, *Summary of Significant Accounting Policies, Income Taxes*, in the Notes to the Consolidated Financial Statements, for more information concerning Association income taxes.

Key Results of Operations Comparisons

Key results of operations comparisons for each of the twelve months ended December 31 are shown in the following table:

Key Results of Operations Comparisons	For the 12 Months Ended		
	12/31/19	12/31/18	12/31/17
Return on average assets	2.39%	2.55%	2.92%
Return on average members' equity	11.29%	11.96%	13.60%
Net interest income as a percentage of average earning assets	3.33%	3.33%	3.31%
Net (charge-offs) recoveries to average loans	(0.143)%	(0.016)%	0.022%

A key factor in the growth of net income for future years will be continued improvement in net interest and noninterest income. One of our goals is to generate earnings sufficient to fund operations, adequately capitalize the Association, and achieve an adequate rate of return for our members. To meet this goal, the Association must meet certain objectives. These objectives are to attract and maintain high quality loan volume priced at competitive rates and to manage credit risk in our entire portfolio, while efficiently meeting the credit needs of our members.

LIQUIDITY AND FUNDING SOURCES

Liquidity and Funding

The principal source of funds for the Association is the borrowing relationship established with the Bank through a General Financing Agreement (GFA). The GFA utilizes the Association's credit and fiscal performance as criteria for establishing a line of credit on which the Association may draw funds. The Bank advances the funds to the Association, creating notes payable (or direct loans) to the Bank. The Bank manages interest rate risk through direct loan pricing and asset/liability management. The notes payable are segmented into variable rate and fixed rate components. The variable rate note is utilized by the Association to fund variable rate loan advances and operating funds requirements. The fixed rate note is used specifically to fund fixed rate loan advances made by the Association. Association capital levels effectively create a borrowing margin between the amount of loans outstanding and the amount of notes payable outstanding. This margin is commonly referred to as "Loanable Funds."

Total notes payable to the Bank at December 31, 2019, was \$1,302,343 as compared to \$1,239,668 at December 31, 2018, and \$1,180,640 at December 31, 2017. The increase of 5.06% percent during 2019 is primarily attributable to the Association's growth in loan volume, offset by retention of capital. The average volume of outstanding notes payable to the Bank was \$1,253,367, \$1,202,182, and \$1,140,545 for the years ended December 31, 2019, 2018, and 2017, respectively. Please refer to Note 6, *Debt*, in the Notes to the Consolidated Financial Statements, for weighted average interest rates and maturities, and additional information concerning the Association's notes payable.

Liquidity management is the process whereby funds are made available to meet all financial commitments including the extension of credit, payment of operating expenses, and payment of debt obligations. The Association receives access to funds through its borrowing relationship with the Bank and from income generated by operations. The liquidity policy of the Association is to manage cash balances to maximize debt reduction. As borrower payments are received, they are applied to the Association's notes payable to the Bank. The Association's participation in secondary market programs provides additional liquidity. Sufficient liquid funds have been available to meet all financial obligations. There are no known trends likely to result in a liquidity deficiency for the Association.

The Association had no lines of credit from third party financial institutions as of December 31, 2019.

Funds Management

The Bank and the Association manage assets and liabilities to provide a broad range of loan products and funding options, which are designed to allow the Association to be competitive in all interest rate environments. The primary objective of the asset/liability management process is to provide stable and rising earnings, while maintaining adequate capital levels by managing exposure to credit and interest rate risks.

Demand for loan types is a driving force in establishing a funds management strategy. The Association offers fixed, adjustable, and variable rate loan products that are marginally priced according to financial market rates. Variable rate loans may be indexed to market indices such as the Prime Rate or the 30-day London Interbank Offered Rate (LIBOR). Adjustable rate mortgages are indexed to U.S. Treasury Rates. Fixed rate loans are priced based on the current cost of System debt of similar terms to maturity.

The majority of the interest rate risk in the Association's Consolidated Balance Sheets is transferred to the Bank through the notes payable structure. The Bank, in turn, actively utilizes funds management techniques to identify, quantify, and control risk associated with the loan portfolio.

Future of LIBOR

In 2017, the United Kingdom's Financial Conduct Authority, which regulates 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. The Association has exposure to LIBOR,

including in financial instruments that reference LIBOR that mature after 2021.

The exposure arises primarily from loans made to customers and the note payable to AgFirst Farm Credit Bank. Alternative reference rates that replace LIBOR may not yield the same or similar economic results over the lives of the financial instruments, which could adversely affect the value of, and return on, instruments held. In addition, to the extent that a successful transition of the LIBOR-based financial instruments to an alternative rate based index that is endorsed or supported by regulators and generally accepted by the market as a replacement to LIBOR, there could be other ramifications including those that may arise as a result of the need to redeem or terminate such instruments.

Due to the uncertainty regarding the transition of LIBOR-based financial instruments, including when it will happen, the manner in which an alternative reference rate will apply, and the mechanisms for transitioning LIBOR-based instruments to instruments with an alternative rate, the expected financial impact of the LIBOR transition cannot yet be reasonably estimated.

The FCA has issued guidelines for System institutions to follow as they prepare for the expected phase-out of LIBOR. The guidelines direct each System institution to develop a LIBOR transition plan designed to provide an orderly roadmap of actions that will reduce LIBOR exposure over time. The FCA identified the following as important considerations in the development of each entity's transition plan:

- a governance structure to manage the transition,
- an assessment of exposures to LIBOR,
- an assessment of the fallback provisions in contracts and the impact of a LIBOR phase-out under those provisions,
- the establishment of strategies for reducing each type of LIBOR exposure,
- an assessment of the operational processes that need to be changed,
- a communication strategy for customers and shareholders,
- the establishment of a process to stay abreast of industry developments and best practices,
- the establishment of a process to ensure a coordinated approach, to the extent possible, across the District, and
- a timeframe and action steps for completing key objectives.

The Association will continue to analyze potential risks associated with the LIBOR transition, including financial, accounting, operational, legal, reputational, and compliance risks.

At this time, it is difficult to predict whether or when LIBOR will cease to be available or if SOFR will become the benchmark to replace LIBOR. Because transactions occur involving financial instruments that reference LIBOR, these developments could have a material impact on the Association, borrowers, investors, and counterparties.

The following is a summary of Association variable-rate financial instruments with LIBOR exposure at December 31, 2019:

<i>(dollars in thousands)</i>	Due in 2020	Due in 2021	Due in and after 2022	Total
Loans	\$ 24,674	\$ 8,071	\$ 42,447	\$ 75,192
Total Assets	<u>\$ 24,674</u>	<u>\$ 8,071</u>	<u>\$ 42,447</u>	<u>\$ 75,192</u>
Note Payable to AgFirst Farm Credit Bank	19,064	6,236	32,796	58,096
Total Liabilities	<u>\$ 19,064</u>	<u>\$ 6,236</u>	<u>\$ 32,796</u>	<u>\$ 58,096</u>

Relationship with the Bank

The Association's statutory obligation to borrow only from the Bank is discussed in Note 6, *Debt*, of the Notes to the Consolidated Financial Statements in this Annual Report.

The Bank's ability to access capital of the Association is also discussed in Note 6, *Debt*, in this Annual Report.

The Bank's role in mitigating the Association's exposure to interest rate risk is described in the "Liquidity and Funding Sources" section of this Management's Discussion and Analysis and in Note 6, *Debt*, in this Annual Report.

CAPITAL RESOURCES

Capital serves to support asset growth and provide protection against unexpected credit risk, interest rate risk, and operating losses. Capital is also needed for future growth and investment in new products and services.

The Association's Board of Directors establishes, adopts, and maintains a formal written capital adequacy plan to ensure that adequate capital is maintained for continued financial viability, to provide for growth necessary to meet the needs of members/borrowers, and to ensure that all stockholders are treated equitably. There were no material changes to the capital plan for 2019 that would affect minimum stock purchases or would have an effect on the Association's ability to retire stock and distribute earnings.

Total members' equity at December 31, 2019, increased 1.12 percent to \$332,420, from the December 31, 2018, total of \$328,731. At December 31, 2018, total members' equity increased 2.56 percent from the December 31, 2017, total of \$320,538. Both increases were primarily attributable to net income, offset by cash patronage and the revolvment of allocated retained earnings. Total capital stock and participation certificates totaled \$9,480 on December 31, 2019, compared to \$9,164 on December 31, 2018, and \$8,819 on December 31, 2017.

Effective January 1, 2017, the regulatory capital requirements for System Banks and associations were modified. The new regulations ensure that the System's capital requirements are comparable to the Basel III framework and the standardized approach that the federal banking regulatory agencies have adopted. New regulations replaced core surplus and total surplus ratios with common equity tier 1 (CET1) capital, tier 1 capital, and total capital risk-based capital ratios. The new regulations also include a tier 1 leverage ratio and an unallocated retained earnings equivalents (UREE) leverage ratio. The permanent capital ratio (PCR) remains in effect.

For all periods presented, the Association exceeded minimum standards for all the regulatory capital and leverage ratios.

The following sets forth the regulatory capital ratios which were effective January 1, 2017:

Ratio	Minimum Requirement	Capital Conservation Buffer*	Minimum Requirement with Capital Conservation Buffer	Capital Ratios as of December 31,		
				2019	2018	2017
Risk-adjusted ratios:						
CET1 Capital Ratio	4.5%	1.875%	6.375%	18.79%	18.25%	17.41%
Tier 1 Capital Ratio	6.0%	1.875%	7.875%	18.79%	18.25%	17.41%
Total Capital Ratio	8.0%	1.875%	9.875%	20.87%	21.12%	21.15%
Permanent Capital Ratio	7.0%	0.0%	7.0%	20.49%	20.70%	20.68%
Non-risk-adjusted:						
Tier 1 Leverage Ratio	4.0%	1.0%	5.0%	18.19%	17.69%	17.06%
UREE Leverage Ratio	1.5%	0.0%	1.5%	17.87%	17.33%	16.68%

* The capital conservation buffers had a - year phase-in period and became fully effective January 1, 2020. Risk-adjusted ratio minimums increased 0.625% each year until fully phased in. There was no phase-in period for the tier 1 leverage ratio.

According to the FCA regulations, each institution’s permanent capital ratio is calculated by dividing permanent capital by a risk-adjusted asset base. Risk-adjusted assets mean the total dollar amount of the institution’s assets adjusted by an appropriate credit conversion factor as defined by regulation.

The Association’s permanent capital ratio is the only continuing regulatory ratio for which a trend can be presented, since the total surplus and core surplus ratios were eliminated. Past trend data for these ratios, as of December 31, are shown in the following table:

	2016	2015	2014	2013	2012
Permanent capital	21.88%	21.62%	21.54%	20.34%	18.64%
Total surplus	21.28%	21.03%	19.96%	19.68%	17.95%
Core surplus	18.84%	18.52%	17.36%	16.68%	14.67%

Note: The regulatory minimums for the permanent capital, total surplus, and core surplus ratios are 7.00%, 7.00%, and 3.50%, respectively.

The slight decrease in the Association’s permanent capital ratio during 2019 was attributable to the growth in capital being less than the growth in risk-adjusted assets. There are no trends, commitments, contingencies, or events that are likely to affect the Association’s ability to meet regulatory minimum capital standards and capital adequacy requirements.

Please refer to Note 7, *Members’ Equity*, in the Notes to the Consolidated Financial Statements, for further information concerning capital resources, and currently applicable regulatory capital and leverage ratios.

PATRONAGE PROGRAM

Prior to the beginning of any fiscal year, the Association’s Board of Directors, by adoption of a resolution, may establish a Patronage Allocation Program to distribute its available consolidated net earnings. This resolution provides for the application of net earnings in the manner described in the Association’s Bylaws. This includes retaining earnings to meet minimum capital adequacy standards established by FCA Regulations, to meet Association capital adequacy standards to a level necessary to support competitive pricing at targeted earnings levels, and for reasonable reserves for necessary purposes of the Association. After excluding net earnings

attributable to (a) participation loans purchased on a non-patronage basis, and (b) other non-patronage net earnings, remaining consolidated net earnings are eligible for allocation to borrowers. Please refer to Note 7, *Members’ Equity*, of the Notes to the Consolidated Financial Statements, for more information concerning the patronage distributions. The Association recorded estimated patronage distributions of \$33,909 in 2019, \$34,631 in 2018, and \$39,483 in 2017.

YOUNG, BEGINNING, AND SMALL (YBS) FARMERS AND RANCHERS PROGRAM

The Association’s mission is to provide financial services to agriculture and the rural community, and this includes providing credit to young*, beginning**, and small*** farmers. Because of the unique needs of these individuals, and their importance to the future growth of the Association, the Association has established annual marketing goals to ensure we reach the YBS farmers. Specific marketing plans have been developed to target these groups, and resources have been designated to help ensure YBS borrowers have access to a stable source of credit. As a result, goals were established in 2019 and results are shown below:

	2019 - Goal			2019 - Actual		
	Number of Loans	Percent of Total	Percent of Volume	Number of Loans	Percent of Total	Percent of Volume
New Loans and Commitments made to :						
Young Farmers	700	13%	8%	988	18.70%	15.78%
Beginning Farmers	700	15%	10%	1,568	29.68%	27.59%
Small Farmers	2,850	63%	28%	3,577	67.71%	36.86%
Total Loans in the portfolio made to:						
Young Farmers	1,500	14%	10%	3,141	18.62%	18.5%
Beginning Farmers	2,200	17%	10%	5,011	29.70%	27.96%
Small Farmers	9,000	70%	40%	12,031	71.30%	44.19%

The 2017 USDA Ag Census data**** (the most recent data available) has been used as a benchmark to measure penetration of the Association’s marketing efforts. The census

data indicated that within the Association’s chartered territory, there were 31,281 reported farmers. Of these reported farmers, the following were classified as YBS farmers:

- Young – 3,238 or 10.35 percent
- Beginning – 9,084 or 29.04 percent
- Small – 28,873 or 92.30 percent

While the 2017 census provides the most recent data for comparison, our customer and loan volume numbers are more current. The following table reflects the loan volume and number of YBS loans in the loan portfolio for the Association at the end of 2019:

	<u>Number of Loans</u>	<u>Amount of Loans</u>
Young	3,141	\$309,256
Beginning	5,011	\$467,499
Small	12,031	\$739,380

Note: For purposes of the above table, a loan could be classified in more than one category, depending upon the characteristics of the underlying borrower.

The Association makes a concerted and cooperative effort to meet the special credit needs of eligible YBS farmers. The Association’s mission for the YBS program is:

“To provide resources and education to assist YBS farmers to be successful in agriculture, insuring an ongoing viable and stable agricultural economy in the western half of North Carolina.”

In 2019, the Association, through specific marketing strategies, outreaches, and financial support programs, conducted a program to help YBS farmers.

The Association currently has a high penetration in the YBS farmers’ market. Education is at the heart of the Association’s effort to continue to serve this segment of our market with the same enthusiasm that has led to our current high penetration levels and success. Seminars, speaking opportunities, and training sessions are conducted throughout the year. These educational opportunities are both in-house, in the form of events held by the Association, and external, when the Association is a speaker or provider of educational materials for other ag-related organizations. The focal point of these educational opportunities is the Agricultural Leadership Institute, a three-day educational seminar for YBS families, conducted by the Association along with outside professional involvement.

During 2019, the Association collaborated with AgCarolina Farm Credit, Cape Fear Farm Credit, Farm Credit of the Virginias, and Colonial Farm Credit to conduct a multi-state project, Ag Biz Planner, providing online financial management and business planning training to YBS producers. Each participant was paired with a Farm Credit loan officer who served as a mentor as they worked through ten online modules and created a business plan. The tenth class of Ag Biz Planner participants began the program in September 2018, and finished with a complete business plan for their farm in early 2019. The eleventh class was enrolled in the fall of 2019.

The Association worked with the other North Carolina Farm Credit Associations to conduct the third and fourth sessions of

the newer Ag Biz Basics program, which targets individuals who are interested in learning how to get into farming. The program included four online modules, loan officer mentors, and an evening webinar and dinner with the Ag Biz Planner participants. The Ag Biz Basics and third Ag Biz Planner groups came together for a two-day conference with subject matter experts and networking, finishing the program in January of 2020. The fourth Ag Biz Basics group began the course in fall of 2019.

The Association began using a new YBS underwriting program called StartStrong in late 2017. This program is designed with special underwriting standards to serve the YBS market.

Additionally, the Association conducts seminars on farm transition planning and financial management. The Association website, www.carolinafarmcredit.com, includes a great deal of information and resources targeted to YBS visitors. During 2019, the Association used the Carolina Farm Credit Facebook page, Instagram, Twitter, a monthly email newsletter, and a blog to reach into these markets by sharing important information about meetings and educational opportunities, helpful financial and management information, as well as recognizing outstanding accomplishments of members.

The Association provides sponsorship to local and statewide events such as 4-H and FFA, is an exhibitor for many industry and commodity trade shows, and has established and funded scholarship programs at North Carolina A&T State University, North Carolina State University, and the University of Mount Olive.

In 2019, Carolina Farm Credit awarded \$146,000 in grants to 25 organizations and 12 scholarships from the Carolina Farm Credit Corporate Mission Fund. This grant program is designed to help farmer organizations and rural communities. This was the third year grants and scholarships were awarded from the fund.

Finally, the Association provides financial support, which addresses the specific credit programs and partnerships that we have developed to help YBS farmers. This segment comprises programs such as those offered by the Farm Service Agency (FSA), which includes guaranteed and direct loans to qualifying borrowers. The Association is a ‘preferred lender,’ the highest status designated by the FSA.

The Chief Marketing Officer, Margaret G. Hamm, coordinates and oversees the Association’s YBS efforts. The Association includes YBS goals in the annual strategic plan and reports on those goals and achievements to the Board of Directors on a quarterly basis.

The Association is committed to the future success of YBS farmers.

- * Young farmers are defined as those farmers, ranchers, producers, or harvesters of aquatic products who are age 35 or younger as of the date the loan is originally made.
- ** Beginning farmers are defined as those farmers, ranchers, producers, or harvesters of aquatic products who have 10 years or less farming or ranching experience as of the date the loan is originally made.
- *** Small farmers are defined as those farmers, ranchers, producers, or harvesters of aquatic products who normally generate less than \$250 thousand in annual

gross sales of agricultural or aquatic products at the date the loan is originally made.

**** There were major changes to the 2017 AgCensus, including the elimination of the "principal operator" variable and the addition of a listed operator on the AgCensus form (now up to four, as opposed to just three operators as in previous AgCensus years.) Due to these changes, it's difficult to compare 2017 numbers to previous AgCensus years. Number of Young Operators in the 2017 Ag Census Data is the total number of operators who are under the age of 36. The Number of Operators on a Farm with a Young Operator is the total number of operators who work on a farm that also employs an operator who is under the age of 36. For example, an operation that is managed by a father, an aunt, and a son would report one young operator (son).

REGULATORY MATTERS

On February 13, 2020, the Farm Credit Administration approved a rule that clarifies the factors that System institutions should consider when categorizing high-risk loans and placing them in nonaccrual status. The rule also revises the criteria by which loans are reinstated to accrual status, and revises the application of the criteria to certain loans in nonaccrual status to distinguish between the types of risk that cause loans to be placed in nonaccrual status.

On September 18, 2019, the Farm Credit Administration issued a proposed rule to amend its investment regulations to allow System associations to purchase and hold the portion of certain loans that non-System lenders originate and sell in the

secondary market, and that the USDA unconditionally guarantees or insures as to timely payment of principal and interest. The rule would authorize associations to buy investments to augment the liquidity of rural credit markets, reduce the capital burden on community banks and other non-System lenders who choose to sell their USDA guaranteed portions of loans, and to enhance the ability of associations to manage risk. The public comment period ended on November 18, 2019.

On September 23, 2019, the Farm Credit Administration issued a proposed rule that would ensure the System's capital requirements, including certain regulatory disclosures, reflect the current expected credit losses methodology, which revises the accounting for credit losses under U.S. generally accepted accounting principles. The proposed rule identifies which credit loss allowances under the Current Expected Credit Losses (CECL) methodology in the Financial Accounting Standards Board's "Measurement of Credit Losses on Financial Instruments" are eligible for inclusion in a System institution's regulatory capital. Credit loss allowances related to loans, lessor's net investments in leases, and held-to-maturity debt securities would be included in a System institution's Tier 2 capital up to 1.25 percent of the System institution's total risk weighted assets. Credit loss allowances for available-for-sale debt securities and purchased credit impaired assets would not be eligible for inclusion in a System institution's Tier 2 capital. In addition, the proposed regulation does not include a transition phase-in period for the CECL day 1 cumulative effect adjustment to retained earnings on a System institution's regulatory capital ratios. The public comment period ended on November 22, 2019.

RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS

Please refer to Note 2, *Summary of Significant Accounting Policies*, in the Notes to the Consolidated Financial Statements for recently issued accounting pronouncements.

The following Accounting Standards Updates (ASUs) were issued by the Financial Accounting Standards Board (FASB) but have not yet been adopted:

Summary of Guidance	Adoption and Potential Financial Statement Impact
ASU 2016-13 – Financial Instruments – Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments	
<ul style="list-style-type: none"> Replaces multiple existing impairment standards by establishing a single framework for financial assets to reflect management's estimate of current expected credit losses (CECL) over the complete remaining life of the financial assets. Changes the present incurred loss impairment guidance for loans to an expected loss model. The Update also modifies the other-than-temporary impairment model for debt securities to require an allowance for credit impairment instead of a direct write-down, which allows for reversal of credit impairments in future periods based on improvements in credit. Eliminates existing guidance for purchased credit impaired (PCI) loans, and requires recognition of an allowance for expected credit losses on these financial assets. Requires a cumulative-effect adjustment to retained earnings as of the beginning of the reporting period of adoption. Effective for fiscal years beginning after December 15, 2022, and interim periods within those fiscal years. Early application is permitted. 	<ul style="list-style-type: none"> Implementation efforts began with establishing a cross-discipline governance structure. The implementation includes identification of key interpretive issues, scoping of financial instruments, and assessing existing credit loss forecasting models and processes against the new guidance. The new guidance is expected to result in a change in allowance for credit losses due to several factors, including: <ol style="list-style-type: none"> The allowance related to loans and commitments will most likely increase to cover credit losses over the full remaining expected life of the portfolio, and will consider expected future changes in macroeconomic conditions, An allowance will be established for estimated credit losses on any debt securities, The nonaccretable difference on any PCI loans will be recognized as an allowance, offset by an increase in the carrying value of the related loans. The extent of change is under evaluation, but will depend upon the nature and characteristics of the financial instrument portfolios, and the macroeconomic conditions and forecasts at the adoption date. The guidance is expected to be adopted in first quarter 2023.

Disclosure Required by Farm Credit Administration Regulations

Description of Business

Descriptions of the territory served, persons eligible to borrow, types of lending activities engaged in, financial services offered, and related Farm Credit organizations are incorporated herein by reference to Note 1, *Organization and Operations*, in the Consolidated Financial Statements 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, borrower patronage or dividends, acquisitions or dispositions of material assets, material changes in the manner of conducting the business, seasonal characteristics and concentrations of assets, and changes in patronage policies or practices, if any, is incorporated in "Management's Discussion and Analysis of Financial Condition and Results of Operations", included in this Annual Report.

The Association had no unincorporated business entities as of December 31, 2019.

Description of Property

The following table sets forth certain information regarding the properties of the reporting entity, all of which are located in North Carolina:

Location	Description	Form of Ownership
146 Victory Lane Statesville	Corporate	Owned
620 North First Street Albemarle	Branch	Owned
251 Rock Crusher Road Asheboro	Branch	Owned
701 Brevard Road Asheville	Branch	Owned
4960 Oldway Rd Brown Summit	Branch	Owned
502 West Main Street Burnsville	Branch	Owned
4444 US Hwy 15-501 Carthage	Branch	Owned
371 Old Salisbury-Concord Road Concord	Branch	Owned
1109 Conover Blvd E Conover	Branch	Owned
2186 US Hwy 220 North Ellerbe	Branch	Owned
225 North Main Street Graham	Branch	Owned
2549 Chimney Rock Hwy US 64E Hendersonville	Branch	Owned
545 East Main Street Jefferson	Branch	Owned
222 West Center Street Lexington	Branch	Owned

Location	Description	Form of Ownership
332 Morganton Boulevard Lenoir	Branch	Owned
526 North Greensboro Street Liberty	Loan Processing	Owned
813 West Hwy 150 Lincolnton	Branch	Owned
2351 Concord Avenue Monroe	Branch	Owned
105 Hiwassee Street Murphy	Branch	Owned
698 South Key Street Pilot Mountain	Branch	Owned
607 Leasburg Road Roxboro	Branch	Owned
340 Bethania – Rural Hall Road Rural Hall	Branch	Owned
2810 Statesville Boulevard Salisbury	Branch	Owned
1216 Fallston Road Shelby	Branch	Owned
110 East Beaver Street Siler City	Branch	Owned
282 North Main Street Sparta	Branch	Owned
405 Oak Street Spindale	Branch	Owned
1704 Wilkesboro Road Statesville	Branch	Owned
1218 NC Hwy 90W Taylorsville	Branch	Owned
1510 Asheville Road Waynesville	Branch	Owned
902 Curtis Bridge Road Wilkesboro	Branch	Owned
2006 Agricultural Way Yadkinville	Branch	Owned
1159 NC 86 North Yanceyville	Branch	Owned
1401 Sunset Dr. Greensboro	Future Business Center	Owned
1816 Pembroke Rd, Suite 8 Greensboro	Outpost	Leased*
411 East Main Street Franklin	Outpost	Leased**

* Annual lease – payments are \$318 per month
** Annual lease – payments are \$1,000 per month

Legal Proceedings

Information, if any, to be disclosed in this section is incorporated herein by reference to Note 11, *Commitments and Contingencies*, in the Notes to the Consolidated Financial Statements included in this Annual Report.

Description of Capital Structure

Information to be disclosed in this section is incorporated herein by reference to Note 7, *Members' Equity*, in the Notes to the Consolidated Financial Statements included in this Annual Report.

Description of Liabilities

The description of liabilities, contingent liabilities and obligations to be disclosed in this section is incorporated herein by reference to Notes 2, 6, 9, and 11 in the Notes to the Consolidated Financial Statements included in this Annual Report.

Management’s Discussion and Analysis of Financial Condition and Results of Operations

“Management’s Discussion and Analysis of Financial Condition and Results of Operations,” which appears in this Annual Report and is to be disclosed in this section, is incorporated herein by reference.

Senior Officers

The following represents certain information regarding the senior officers of the Association and their business experience for the past five years:

Senior Officer	Position
Vance C. Dalton, Jr.	<i>President and Chief Executive Officer since 2014.</i> Mr. Dalton serves on the North Carolina Foundation for Soil and Water Conservation Board, as a member of the Executive Committee and as Development Committee Chair (service org.). He also serves on the Catawba County Agricultural Foundation Board (education), Catawba Valley Community College Board of Trustees (higher education) as Chair, NC 4-H Development Fund Board (education) as Vice- Chair, Farm Credit System Presidents Planning Committee as Business Practices Committee Chair (System leadership group), and AgFirst Farm Credit Bank/FCBT Benefits Plan Sponsor Committee (benefits administration). He has been with Farm Credit since 1993.
Elizabeth M. Benefield	<i>Senior Vice President and General Counsel since 2018.</i> Since 2015, Mrs. Benefield has served as Vice President and Senior Attorney. From 2011-2015 she served as Attorney at AgFirst Farm Credit Bank. She has been with Farm Credit since 2011.
James R. Crain	<i>Senior Vice President and Chief Credit Officer since 2018.</i> Since 2015, Mr. Crain has served as Senior Vice President and Chief Risk Officer, and Vice President and Director of Credit Administration. He has been with Farm Credit since 2003.
Christopher G. Goss	<i>Senior Vice President and Chief Appraisal Officer since 2017.</i> Since 2015, Mr. Goss has served as Senior Vice President and Chief Appraiser. He has been with Farm Credit since 1987. He serves on the North Carolina Society of Farm Managers and Rural Appraisers Board (professional org.), and the American Society of Farm Managers and Rural Appraisers – NC Chapter Board (professional org.).
Margaret G. Hamm	<i>Senior Vice President and Chief Marketing Officer since 2004.</i> Mrs. Hamm has been with Farm Credit since 1991. She serves on the NC State University College of Ag & Life Sciences (NCSU CALS) Alumni Board (alumni relations), NCSU Cooperative Extension Service Foundation Board (development), NCSU CALS Center for Environmental Farming Systems (promotion of ag research, extension, and education), NCSU CALS Ag Foundation (development/research), North Carolina Tobacco Trust Fund Commission (Ag and Rural Economic Dev.), Manager of Hollis Farm, LLC (Timber), and Treasurer of MM&C Farm and Real Estate, LLC (Timber).
Chad M. Puryear	<i>Senior Vice President and Chief Lending Officer since 2015.</i> In 2015, Mr. Puryear also served as Senior Vice President and Chief Credit Officer. He has been with Farm Credit since 1996. He serves on the NC A&T State University College of Agriculture and Environmental Sciences Advisory Board (higher education).
Sarah J. Rachels	<i>Senior Vice President and Chief Human Resources Officer since 2016.</i> Since 2015, Mrs. Rachels has served as Vice President and Human Resources Director and Human Resources Manager. She has been with Farm Credit since 1998. She serves on the NC Society for Human Resource Management Board (professional org.) as Awards and Recognition Chair, Friendz of Kenz, Inc. Board as Treasurer and Co-Founder (non-profit org. for special needs children), and the Statesville Family YMCA Board as Past Chair (community org.).
Christopher H. Scott	<i>Senior Vice President and Chief Financial Officer since 2014.</i> Mr. Scott has been with Farm Credit since 1996.

The total amount of compensation earned by the CEO, and a group consisting of senior officers and other “highly compensated” employees (excluding the CEO) during the years ended December 31, 2019, 2018, and 2017, is as follows:

Name of Individual or Number in Group	Received Compensation				Perquisites and Other Compensation			
	Year	Salary	Bonus	Total Received	Change in Pension Value **	Deferred/Perq. *	Total Perq. and Other	Total Compensation
Vance C. Dalton, Jr.	2019	\$ 411,016	\$ 139,740	\$ 550,756	\$ 854,056	\$ 24,989	\$ 879,045	\$ 1,429,801
Vance C. Dalton, Jr.	2018	\$ 391,455	\$ 109,597	\$ 501,052	\$ 104,965	\$ 23,962	\$ 128,927	\$ 629,979
Vance C. Dalton, Jr.	2017	\$ 372,794	\$ 102,514	\$ 475,308	\$ 371,833	\$ 22,673	\$ 394,506	\$ 869,814
11 ***	2019	\$ 1,158,604	\$ 1,237,357	\$ 2,395,961	\$ 1,639,063	\$ 85,264	\$ 1,724,327	\$ 4,120,288
11 ***	2018	\$ 1,108,079	\$ 1,144,579	\$ 2,252,658	\$ (39,409)	\$ 105,609	\$ 66,200	\$ 2,318,858
11 ***	2017	\$ 1,139,581	\$ 1,186,010	\$ 2,325,591	\$ 1,040,960	\$ 91,216	\$ 1,132,176	\$ 3,457,767

* The Deferred/Perquisites amount disclosed in the above chart may include automobile allowance, deferred compensation, employer-match/employer-paid 401(k) contributions, life insurance, relocation reimbursement, and other compensation.

** The change in pension values, as reflected in the table, resulted primarily from changes in the actuarial assumptions for mortality, future interest rates, and future pension payments.

*** The 2019 figures include 7 senior officers and 4 commission-based employees meeting the definition of “highly compensated”. The 2018 and 2017 figures also include 7 senior officers and 4 commission-based employees. These commissions are included in the Bonus column, above.

The table below provides information on pension benefits provided to the CEO individually, and senior officers and other “highly compensated” employees, as a group.

Pension Benefits Table
As of December 31, 2019

Name of Individual or Number in Group	Year	Plan Name	Number of Years Credited Service	Actuarial Present Value of Accumulated Benefits	Payments During 2019
CEO:					
Vance C. Dalton, Jr.	2019	AgFirst Defined Benefit Retirement Plan	27.75	\$ 2,343,932	\$ -
Vance C. Dalton, Jr.	2019	Supplemental Executive Retirement Plan	27.75	1,054,657	-
		Total		\$ 3,398,589	\$ -
Senior Officers and Highly Compensated Employees:					
5, excluding the CEO	2019	AgFirst Defined Benefit Retirement Plan	26.72 *	\$ 6,506,876	\$ -

* Represents the average years of credited service for the group. Employees not included in these plans are not included in the totals.

In addition to base salary, all eligible employees, not including the CEO, can earn additional compensation under a Performance Bonus Plan. This plan is designed to motivate employees to exceed the business plan goals and specific performance targets as established by the Board. Criteria in the plan include profitability, credit quality, loan growth, and customer service measures. Bonuses are shown in the year earned. Payment of the 2019 bonus was made in January of 2020. The percentage of bonus compensation ranged from 11.57 percent to 20.00 percent of eligible wages. The Association’s commission-based mortgage loan originators do not participate in this plan. Any bonus compensation earned by the CEO is at the discretion of the Board.

Additionally, all employees are reimbursed for all direct travel expenses incurred when traveling on Association business. A copy of the travel policy is available to shareholders upon written request.

Disclosure of information on the total compensation paid during 2019 to any senior officer or to any other employee included in the aggregate group total, as reported in the table above, is available and will be disclosed to the shareholders of the institution upon request.

Directors

The following represents certain information regarding the directors of the Association, including their principal occupation and employment for the past five years. Unless specifically listed, the principal occupation of the board member for the past five years has been as a self-employed farmer.

David M. Coltrane, Chairman, from Randolph County, is a dairy farmer and raises replacement heifers. He serves on the Southern States Cooperative Board (commodity org.), Coltrane Dairy, LLC (farming operation) as Vice-President, Coltrane Properties, LLC (real estate) as Vice-President, and Grand Arbour Farm (agritourism) as President.

Vickie N. Smitherman, Vice-Chair, from Yadkin County, is a dairy farmer. She serves on the Board of Shady Grove Dairy, Inc. (farming operation) as Secretary/Treasurer.

John M. Barnard, CPA, from Iredell County, serves as an Outside Director. He is the Principal Owner/President of John

M. Barnard, CPA, PA. He is Co-Owner of LKE Properties, LLC (commercial real estate).

E. Bernard Beck, from Randolph County, is a beef cattle and hay farmer. He serves on the Randolph County Voluntary Agricultural District Board (service org.).

W. Rex Bell, from Iredell County, is a grain and hay farmer.

Mark A. Bray, from Stokes County, is a beef cattle, stocker/feeder calf, poultry, and dairy farmer. He also operates a receiving station for livestock markets. He serves on the Lawsonville Volunteer Fire Department Board (fire & rescue org.).

Susie J. Gambill, from Alleghany County, is a beef cattle, stocker steers, silage, hay, and soybean farmer. She also serves as the Alleghany County Clerk of the Superior Court. She serves on the Board of L&S Land Corporation (real estate), North Carolina Cooperative Extension Advisory Council Board of Alleghany County (service org.), and Alleghany County Agricultural Advisory Board (service org.).

Joseph A. Lail, from Cleveland County, is a grain and beef cattle farmer. He serves on the Cleveland County Farm Bureau Board (service org.).

J. Eric McPherson, from Alamance County, is a poultry and beef cattle farmer. He is also President of Mac Tire, Inc. He serves on the Board of Alamance County Farm Bureau (service org.), Alamance County Soil and Water Conservation District (service org.), Alamance County Voluntary Agricultural District (service org.), Alamance County Planning Board (service org.), and Snow Camp Volunteer Fire Department (fire and rescue org.).

Clark M. Newlin, from Alamance County, is a beef cattle, grain, and hay farmer. He serves as President of Newlin Dairy Farm, Inc. (farming operation).

Thomas E. Porter, Jr., from Cabarrus County, is a swine, poultry, and beef cattle farmer. He is Manager of The Farm at Brushharbor, LLC (cattle & agritourism) and President of Porter Farms Inc. (farming operation). He serves on the AgFirst Farm Credit Bank Board (ag. funding bank), North Carolina Poultry Federation Board (commodity org.), Cabarrus Soil and Water Conservation District Board (service org.), and Union Power

Cooperative (utility coop.). He is Chairman of the North Carolina Extension Advisory Board (service org.), Chairman of the Cabarrus County Voluntary Agricultural District Board (service org.), and President of the Cabarrus County Farm Bureau Board (service org.).

D. Kaleb Rathbone, from Haywood County, is a beef cattle and hay farmer. He is also Research Stations Division Director for the North Carolina Department of Agriculture and Consumer Services and North Carolina State University. He serves on the Haywood County Economic Development Council Board (county service org.), Haywood County Cattlemen’s Association Board (service org.), and Haywood Community College Board of Trustees (education org.).

Lewis E. Smith, from Lincoln County, is a feeder/stocker calf farmer.

Leslie G. Sparks, DVM, from Alleghany County, is a beef cattle, dairy cattle, swine, poultry, and goat farmer. She is a veterinarian and the owner of Tarheel Mobile Veterinary Services.

L. Kim Starnes, from Rowan County, is a row crop, poultry, and beef cattle farmer, and is owner of Four S Farms, LLC (farming operation). He is Chairman of the Rowan County

Agricultural Advisory Board (service org), Treasurer of the Miller Ferry Volunteer Fire Department Board, and serves on the North Carolina Angus Association Board (commodity org.).

Dr. Alton Thompson, from Guilford County, serves as an Outside Director. He is Executive Director of the Association of 1890 Research Directors. He serves on the Boards of the North Carolina Agriculture Hall of Fame (ag-related org.), Professional Agricultural Workers Conference (ag-related org.), Food Systems Leadership Institute (ag-related org.), Foundation for Food and Agriculture Research (ag-related org.), National Association of University Forest Resources Program (ag-related org.), North Carolina Foundation for Soil and Water Conservation Board (service org.), and 1890 Universities Foundation Board (education org.).

Subject to approval by the Board, the Association may allow directors honoraria of \$600 for attendance at meetings, committee meetings, or special assignments and \$100 for telephone conference meetings. Directors are paid a quarterly retainer fee of \$1,250, with the Chairman of the Board and Audit Committee Chairman receiving \$1,500 quarterly. Total compensation paid to directors as a group was \$425,900 in 2019. No director received more than \$5,000 in non-cash compensation during the year.

The following chart details committee assignments, the year the director began serving on the board, the current term expiration, the number of days served for Board meetings and other activities, compensation for regular Board meetings and retainer, other activities (if applicable), as well as total cash compensation paid for 2019:

Name of Director	Committee Assignments	Term of Office		Number of Days Served		Compensation		
		Original Election Year	Current Term Expiration	Board Meetings	Other Official Activities*	Compensation Regular Board Meetings and Retainer	Compensation for Other Activities	Total Compensation Paid During 2019
David M. Coltrane <i>Chairman</i>	Compensation, Executive	2009	2022	7	28	\$9,200	\$16,700	\$25,900
Vickie N. Smitherman <i>Vice-Chair</i>	Compensation, Governance, Executive	2009	2022	8	31	\$9,800	\$18,500	\$28,300
John M. Barnard+	Audit	2004	2022	6	28	\$9,600	\$17,050	\$26,650
E. Bernard Beck	Audit	2004	2023	8	36	\$9,800	\$21,850	\$31,650
W. Rex Bell	Compensation, Governance	2007	2020	8	41	\$10,800	\$24,000	\$34,800
Mark A. Bray	Audit	2003	2021	7	36	\$9,200	\$21,100	\$30,300
Susie J. Gambill++		2011	2019	6	32	\$8,600	\$18,600	\$27,200
Joseph A. Lail	Audit,	1997	2023	7	21	\$9,200	\$11,500	\$20,700
J. Eric McPherson	Compensation	2017	2024	7	34	\$9,200	\$19,800	\$29,000
Clark M. Newlin	Compensation, Governance	2002	2021	8	38	\$9,800	\$21,100	\$30,900
Thomas E. Porter, Jr.	Compensation, Governance	2002	2021	8	30	\$9,800	\$16,800	\$26,600
D. Kaleb Rathbone	Audit	2012	2022	6	25	\$8,600	\$14,500	\$23,100
Lewis E. Smith	Audit	2009	2020	8	36	\$9,800	\$22,100	\$31,900
Leslie G. Sparks	Governance	2019	2024	2	5	\$2,450	\$3,000	\$5,450
L. Kim Starnes	Audit,	2007	2020	8	47	\$9,800	\$27,100	\$36,900
Dr. Alton Thompson+	Compensation Governance	2004	2020	6	13	\$8,600	\$7,950	\$16,550
Total						\$144,250	\$281,650	\$425,900

+ Outside Director

++ Not Re-elected in 2019

* Includes Committee meetings and Board activities other than regular Board meetings.

Directors are reimbursed on an actual cost basis for all expenses incurred in the performance of official duties. Such expenses may include transportation, lodging, meals, tips, tolls, parking, registration fees, and other expenses associated with travel on official business. A copy of the policy is available to shareholders of the Association upon request.

The aggregate amount of reimbursement for travel, subsistence, and other related expenses for all directors as a group was \$174,820 for 2019, \$168,489 for 2018, and 170,241 for 2017.

Transactions with Senior Officers and Directors

The reporting entity’s policies on loans to and transactions with its officers and directors, to be disclosed in this section are incorporated herein by reference to Note 10, *Related Party Transactions*, in the Notes to the Consolidated Financial Statements included in this Annual Report. There have been no transactions between the Association and senior officers or directors which require reporting per FCA regulations.

Transactions Other Than Loans

There have been no transactions that occurred at any time during the year ended December 31, 2019, between the Association and senior officers or directors, their immediate family members, or any organizations with which they are affiliated, which require reporting per FCA regulations. There were no transactions with any senior officer or director related to the purchase or retirement of preferred stock of the Association for the year ended December 31, 2019.

Involvement in Certain Legal Proceedings

There were no matters which came to the attention of management or the board of directors regarding involvement of current directors or senior officers in specified legal proceedings which should be disclosed in this section. No directors or senior officers have been involved in any legal proceedings during the last five years which require reporting per FCA regulations.

Relationship with Independent Auditors

There were no changes in or material disagreements with our independent auditors on any matter of accounting principles or financial statement disclosure during this period.

Aggregate fees paid (or accrued) by the Association for services rendered by its independent auditors for the year ended December 31, 2019, were as follows:

	<u>2019</u>
<i>Independent Auditors</i>	
PricewaterhouseCoopers, LLP	
Audit services	\$ 93
Total	<u>\$ 93</u>

Audit fees were for the annual audit of the Consolidated Financial Statements.

Consolidated Financial Statements

The Consolidated Financial Statements, together with the report thereon of PricewaterhouseCoopers, LLP dated March 12, 2020, and the report of management, which appear in this Annual Report are incorporated herein by reference.

Copies of the Association’s Annual and unaudited Quarterly Reports are available upon request free of charge by calling 1-800-521-9952 or writing Christopher H. Scott, CFO, Carolina Farm Credit, ACA, P. O. Box 1827, Statesville, NC 28687-1827, or on our website, www.carolinafarmcredit.com. The Annual Report is available on the website within 75 days after the end of the fiscal year, and is distributed to shareholders within 90 days after the end of the fiscal year. The Quarterly Report is available on the website within 40 days after the end of each fiscal quarter, except that no report need be prepared for the fiscal quarter that coincides with the end of the fiscal year of the institution.

Borrower Information Regulations

Since 1972, Farm Credit Administration (FCA) regulations have required that borrower information be held in strict confidence by Farm Credit System (System) institutions, their directors, officers, and employees. These regulations provide System institutions clear guidelines for protecting their borrowers’ nonpublic personal information.

On November 10, 1999, the FCA Board adopted a policy that requires System institutions to formally inform new borrowers at loan closing of the FCA regulations on releasing borrower information and to address this information in the Annual Report. The implementation of these measures ensures that new and existing borrowers are aware of the privacy protections afforded them through FCA regulations and System institution efforts.

Credit and Services to Young, Beginning, and Small Farmers and Ranchers, and Producers or Harvesters of Aquatic Products

Information to be disclosed in this section is incorporated herein by reference to the similarly named section in the Management’s Discussion and Analysis of Financial Condition and Results of Operations section included in this Annual Report.

Shareholder Investment

Shareholder investment in the Association could be materially affected by the financial condition and results of operations of AgFirst Farm Credit Bank (Bank or AgFirst). Copies of the Bank’s Annual and Quarterly Reports are available upon request, free of charge by calling 1-800-845-1745, ext. 2832, or writing Susanne Caughman, AgFirst Farm Credit Bank, P. O. Box 1499, Columbia, SC 29202. Information concerning AgFirst can also be obtained at www.agfirst.com. The Bank prepares an electronic version of the Annual Report, which is available on the website, within 75 days after the end of the fiscal. The Bank prepares an electronic version of the Quarterly Report, which is available on the Bank’s website within 40 days after the end of each fiscal quarter, except that no report needs to be prepared for the fiscal quarter that coincides with the end of the fiscal year of the Bank.

Report of the Audit Committee

The Audit Committee of the Board of Directors (Committee) is comprised of the directors named below. No director who serves on the Committee is an employee of Carolina Farm Credit (Association) and in the opinion of the Board of Directors, each is free of any relationship with the Association or management that would interfere with the director's independent judgment on the Committee.

The Committee has adopted a written charter that has been approved by the Board of Directors. The Committee has reviewed and discussed the Association's audited financial statements with management, which has primary responsibility for the financial statements.

PricewaterhouseCoopers, LLP (PwC), the Association's independent auditors for 2019, is responsible for expressing an opinion on the conformity of the Association's audited financial statements with accounting principles generally accepted in the United States of America. The Committee has discussed with PwC the matters that are required to be discussed by Statement on Auditing Standards No. 114 (*The Auditor's Communication With Those Charged With Governance*). The Committee discussed with PwC its independence from the Association. The Committee also reviewed the non-audit services provided by PwC and concluded that these services were not incompatible with maintaining PwC's independence.

Based on the considerations referred to above, the Committee recommended to the Board of Directors that the audited financial statements be included in the Association's Annual Report for 2019. The foregoing report is provided by the following independent directors, who constitute the Committee:



John M. Barnard, CPA

Chairman of the Audit Committee

Members of Audit Committee

E. Bernard Beck
Mark A. Bray
Joseph A. Lail
D. Kaleb Rathbone
Lewis E. Smith
L. Kim Starnes

March 12, 2020



Report of Independent Auditors

To the Board of Directors and Management of Carolina Farm Credit, ACA

We have audited the accompanying consolidated financial statements of Carolina Farm Credit, ACA and its subsidiaries (the "Association"), which comprise the consolidated balance sheets as of December 31, 2019, 2018 and 2017, and the related consolidated statements of income, of comprehensive income, of changes in members' 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 Carolina Farm Credit, 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 12, 2020

Consolidated Balance Sheets

<i>(dollars in thousands)</i>	December 31,		
	2019	2018	2017
Assets			
Cash	\$ 3,347	\$ 2,963	\$ 11,335
Investments in debt securities:			
Held to maturity (fair value of \$1,407, \$1,477, and \$1,550, respectively)	1,404	1,526	1,644
Loans	1,603,787	1,531,294	1,454,005
Allowance for loan losses	(7,595)	(7,051)	(7,837)
Net loans	1,596,192	1,524,243	1,446,168
Loans held for sale	2,465	719	6,337
Accrued interest receivable	17,279	17,686	15,228
Equity investments in other Farm Credit institutions	18,864	18,079	17,364
Premises and equipment, net	18,482	15,868	16,142
Other property owned	—	468	143
Accounts receivable	17,672	19,597	20,178
Other assets	4,524	10,210	10,596
Total assets	\$ 1,680,229	\$ 1,611,359	\$ 1,545,135
Liabilities			
Notes payable to AgFirst Farm Credit Bank	\$ 1,302,343	\$ 1,239,668	\$ 1,180,640
Accrued interest payable	3,584	3,474	2,873
Patronage refunds payable	23,395	22,779	21,907
Accounts payable	2,939	2,011	2,454
Advanced conditional payments	197	—	—
Other liabilities	15,351	14,696	16,723
Total liabilities	1,347,809	1,282,628	1,224,597
Commitments and contingencies (Note 11)			
Members' Equity			
Capital stock and participation certificates	9,480	9,164	8,819
Retained earnings			
Allocated	193,802	193,856	193,930
Unallocated	130,637	126,605	119,871
Accumulated other comprehensive income (loss)	(1,499)	(894)	(2,082)
Total members' equity	332,420	328,731	320,538
Total liabilities and members' equity	\$ 1,680,229	\$ 1,611,359	\$ 1,545,135

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

Consolidated Statements of Income

<i>(dollars in thousands)</i>	For the year ended December 31,		
	2019	2018	2017
Interest Income			
Loans	\$ 94,304	\$ 87,952	\$ 79,376
Investments	77	83	88
Total interest income	94,381	88,035	79,464
Interest Expense			
Notes payable to AgFirst Farm Credit Bank	42,377	38,055	32,035
Net interest income	52,004	49,980	47,429
Provision for (reversal of allowance for) loan losses	2,778	(544)	175
Net interest income after provision for (reversal of allowance for) loan losses	49,226	50,524	47,254
Noninterest Income			
Loan fees	3,669	3,142	3,271
Fees for financially related services	87	151	155
Lease income	81	—	—
Patronage refunds from other Farm Credit institutions	17,591	19,522	20,151
Gains (losses) on sales of rural home loans, net	3,212	3,037	3,016
Gains (losses) on sales of premises and equipment, net	690	229	335
Gains (losses) on other transactions	1,021	(242)	708
Insurance Fund refunds	314	854	—
Other noninterest income	222	229	223
Total noninterest income	26,887	26,922	27,859
Noninterest Expense			
Salaries and employee benefits	26,108	26,576	25,813
Occupancy and equipment	2,411	2,451	2,286
Insurance Fund premiums	1,059	1,006	1,592
(Gains) losses on other property owned, net	172	80	1,582
Other operating expenses	7,599	7,408	(18)
Total noninterest expense	37,349	37,521	31,255
Income before income taxes	38,764	39,925	43,858
Provision for income taxes	2	7	3
Net income	\$ 38,762	\$ 39,918	\$ 43,855

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

Consolidated Statements of Comprehensive Income

<i>(dollars in thousands)</i>	For the year ended December 31,		
	2019	2018	2017
Net income	\$ 38,762	\$ 39,918	\$ 43,855
Other comprehensive income net of tax			
Employee benefit plans adjustments	(605)	1,188	(190)
Comprehensive income	\$ 38,157	\$ 41,106	\$ 43,665

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

Consolidated Statements of Changes in Members' Equity

<i>(dollars in thousands)</i>	Capital Stock and Participation Certificates	Retained Earnings		Accumulated Other Comprehensive Income (Loss)	Total Members' Equity
		Allocated	Unallocated		
Balance at December 31, 2016	\$ 8,361	\$ 191,073	\$ 115,256	\$ (1,892)	\$ 312,798
Comprehensive income			43,855	(190)	43,665
Capital stock/participation certificates issued/(retired), net	458				458
Patronage distribution					
Cash			(21,502)		(21,502)
Nonqualified retained earnings		17,981	(17,981)		—
Retained earnings retired		(12,626)			(12,626)
Patronage distribution adjustment		(2,498)	243		(2,255)
Balance at December 31, 2017	\$ 8,819	\$ 193,930	\$ 119,871	\$ (2,082)	\$ 320,538
Comprehensive income			39,918	1,188	41,106
Capital stock/participation certificates issued/(retired), net	345				345
Patronage distribution					
Cash			(22,410)		(22,410)
Nonqualified retained earnings		12,221	(12,221)		—
Retained earnings retired		(10,772)			(10,772)
Patronage distribution adjustment		(1,523)	1,447		(76)
Balance at December 31, 2018	\$ 9,164	\$ 193,856	\$ 126,605	\$ (894)	\$ 328,731
Cumulative effect of change in accounting principle			10		10
Comprehensive income			38,762	(605)	38,157
Capital stock/participation certificates issued/(retired), net	316				316
Patronage distribution					
Cash			(22,910)		(22,910)
Nonqualified retained earnings		10,999	(10,999)		—
Retained earnings retired		(10,289)			(10,289)
Patronage distribution adjustment		(764)	(831)		(1,595)
Balance at December 31, 2019	\$ 9,480	\$ 193,802	\$ 130,637	\$ (1,499)	\$ 332,420

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

Consolidated Statements of Cash Flows

<i>(dollars in thousands)</i>	For the year ended December 31,		
	2019	2018	2017
Cash flows from operating activities:			
Net income	\$ 38,762	\$ 39,918	\$ 43,855
Adjustments to reconcile net income to net cash provided by (used in) operating activities:			
Depreciation on premises and equipment	1,435	1,494	1,592
Amortization (accretion) of net deferred loan costs (fees)	(1,638)	(1,478)	(1,289)
Premium amortization (discount accretion) on investments in debt securities	(1)	—	—
Provision for (reversal of allowance for) loan losses	2,778	(544)	175
(Gains) losses on other property owned	123	55	1,553
(Gains) losses on sales of premises and equipment, net	(690)	(229)	(335)
(Gains) losses on sales of rural home loans, net	(3,212)	(3,037)	(3,016)
(Gains) losses on other transactions	(1,021)	242	(708)
Changes in operating assets and liabilities:			
Origination of loans held for sale	(245,365)	(224,665)	(223,693)
Proceeds from sales of loans held for sale, net	246,831	233,320	225,234
(Increase) decrease in accrued interest receivable	407	(2,458)	(1,049)
(Increase) decrease in accounts receivable	1,925	581	(4,264)
(Increase) decrease in other assets	5,696	386	8,045
Increase (decrease) in accrued interest payable	110	601	398
Increase (decrease) in accounts payable	928	(443)	(812)
Increase (decrease) in other liabilities	1,071	(1,081)	(13,857)
Total adjustments	9,377	2,744	(12,026)
Net cash provided by (used in) operating activities	48,139	42,662	31,829
Cash flows from investing activities:			
Proceeds from maturities of or principal payments received on investments in debt securities, held to maturity	123	118	102
Net (increase) decrease in loans	(74,246)	(76,799)	(40,028)
(Increase) decrease in equity investments in other Farm Credit institutions	(785)	(715)	(313)
Purchases of premises and equipment	(4,374)	(1,292)	(1,656)
Proceeds from sales of premises and equipment	1,015	301	587
Proceeds from sales of other property owned	1,502	366	4,518
Net cash provided by (used in) investing activities	(76,765)	(78,021)	(36,790)
Cash flows from financing activities:			
Advances on (repayment of) notes payable to AgFirst Farm Credit Bank, net	62,675	59,028	41,756
Net increase (decrease) in advanced conditional payments	197	—	—
Capital stock and participation certificates issued/(retired), net	316	345	458
Patronage refunds and dividends paid	(23,889)	(21,614)	(15,538)
Retained earnings retired	(10,289)	(10,772)	(12,626)
Net cash provided by (used in) financing activities	29,010	26,987	14,050
Net increase (decrease) in cash	384	(8,372)	9,089
Cash, beginning of period	2,963	11,335	2,246
Cash, end of period	\$ 3,347	\$ 2,963	\$ 11,335
Supplemental schedule of non-cash activities:			
Financed sales of other property owned	\$ 199	\$ 62	\$ 90
Receipt of property in settlement of loans	1,356	808	523
Estimated cash dividends or patronage distributions declared or payable	22,910	22,410	21,502
Employee benefit plans adjustments (Note 9)	605	(1,188)	190
Supplemental information:			
Interest paid	\$ 42,267	\$ 37,454	\$ 31,637
Taxes (refunded) paid, net	12	3	2

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

Notes to the Consolidated Financial Statements

(dollars in thousands, except as noted)

Note 1 — Organization and Operations

A. Organization: Carolina Farm Credit, ACA (Association) is a member-owned cooperative that provides credit and credit-related services to qualified borrowers in the counties of Alamance, Alexander, Alleghany, Anson, Ashe, Avery, Buncombe, Burke, Cabarrus, Caldwell, Caswell, Catawba, Chatham, Cherokee, Clay, Cleveland, Davidson, Davie, Durham, Forsyth, Gaston, Graham, Guilford, Haywood, Henderson, Iredell, Jackson, Lee, Lincoln, McDowell, Macon, Madison, Mecklenburg, Mitchell, Montgomery, Moore, Orange, Person, Polk, Randolph, Richmond, Rockingham, Rowan, Rutherford, Stanly, Stokes, Surry, Swain, Transylvania, Union, Watauga, Wilkes, Yadkin, and Yancey in the state of North Carolina.

The Association is a lending institution in the Farm Credit System (System), a nationwide network of cooperatively owned banks and associations. It was established by Acts of Congress and is subject to the provisions of the Farm Credit Act of 1971, as amended (Farm Credit Act). The System specializes in providing financing and related services to qualified borrowers for agricultural and rural purposes.

The nation is served by three Farm Credit Banks (FCBs) and one Agricultural Credit Bank (ACB), (collectively, the System Banks) each of which has specific lending authorities within its chartered territory. The ACB also has additional specific nationwide lending authorities.

Each System Bank serves one or more Agricultural Credit Associations (ACAs) that originate long-term, short-term and intermediate-term loans, Production Credit Associations (PCAs) that originate and service short- and intermediate-term loans, and/or Federal Land Credit Associations (FLCAs) that originate and service long-term real estate mortgage loans. These associations borrow a majority of the funds for their lending activities from their related bank. System Banks are also responsible for supervising the activities of associations within their districts. AgFirst (Bank) and its related associations (Associations or District Associations) are collectively referred to as the AgFirst District. The District Associations jointly own substantially all of AgFirst's voting stock. As of year-end, the AgFirst District consisted of the Bank and nineteen District Associations. All nineteen were structured as ACA holding companies, with PCA and FLCA subsidiaries. FLCAs are tax-exempt while ACAs and PCAs are taxable.

The Farm Credit Administration (FCA) is delegated authority by Congress to regulate the System banks and associations. The FCA examines the activities of the associations and certain actions by the associations are subject to the prior approval of the FCA and the supervising bank.

The Farm Credit Act also 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 borrower capital at par or stated value, and (3) for other specified purposes. The Insurance Fund is also available for discretionary uses 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 average adjusted outstanding Insured Debt until the assets in the Insurance Fund reach the "secure base amount." The secure base amount is defined in the Farm Credit Act as 2.0 percent 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 at 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 and may return excess funds above the secure base amount to System institutions. However, it must still ensure that reduced premiums are sufficient to maintain the level of the Insurance Fund at the secure base amount.

B. Operations: The Farm Credit Act sets forth the types of authorized lending activity and financial services that can be offered by the Association and the persons eligible to borrow.

The Associations borrow from the Bank and in turn may originate and service short- and intermediate-term loans to their members, as well as long-term real estate mortgage loans.

The Bank primarily lends to the District Associations in the form of lines of credit to fund the Associations' earning assets. These lines of credit (or Direct Notes) are collateralized by a pledge of substantially all of each Association's assets. The terms of the Direct Notes are governed by a lending agreement between the Bank and Association. Each advance is structured such that the principal cash flow, repricing characteristics, and underlying index (if any) of the advance match those of the assets being funded. By match-funding the Association loans, the Associations' exposure to interest rate risk is minimized.

In addition to providing funding for earning assets, the Bank provides District Associations with banking and support services such as accounting, human resources, information systems, and marketing. The costs of these

support services are included in the cost of the Direct Note, or in some cases billed directly to certain Associations that use a specific service.

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, rural residents, and farm-related businesses.

The Association may sell to any System borrowing member, on an optional basis, credit or term life insurance appropriate to protect the loan commitment in the event of death of the debtor(s). The sale of other insurance necessary to protect a member's farm or aquatic unit is permitted, but limited to hail and multi-peril crop insurance, and insurance necessary to protect the facilities and equipment of aquatic borrowers.

Note 2 — Summary of Significant Accounting Policies

The accounting and reporting policies of the Association conform with accounting principles generally accepted in the United States of America (GAAP) and prevailing practices within the banking industry. The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the Consolidated Financial Statements and accompanying notes. Significant estimates are discussed in these footnotes, as applicable. Actual results may differ from these estimates.

The accompanying consolidated financial statements include the accounts of the ACA, PCA and FLCA.

Certain amounts in the prior year financial statements may have been reclassified to conform to the current period presentation. Such reclassifications had no effect on net income or total members' equity of prior years.

A. **Cash:** Cash represents cash on hand and on deposit at banks. At the most recent year-end, the Association held \$3,077 in cash in excess of insured amounts.

B. **Loans and Allowance for Loan Losses:** The Association is authorized to make long-term real estate loans with maturities of 5 to 40 years and certain short- and intermediate-term loans for agricultural production or operating purposes with maturities of not more than 10 years.

Loans are carried at their principal amount outstanding adjusted for charge-offs, premiums, discounts, deferred loan fees or costs, and derivative instruments and hedging valuation adjustments, if any. Interest on loans is accrued and credited to interest income based upon the daily principal amount outstanding. The difference in the total investment in a loan and its principal amount may be deferred as part of the carrying amount of the loan and the net difference amortized over the life of the related loan as an adjustment to interest income using the effective interest method.

Impaired loans are loans for which it is probable that all principal and interest will not 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 instrument is not received on or before the due date. A loan remains contractually past due until the entire amount past due, including principal, accrued interest, and penalty interest incurred as the result of past due status, is collected or otherwise discharged in full. A formal restructuring may also cure a past due status.

Loans are generally classified as nonaccrual when principal or interest is delinquent for 90 days (unless adequately collateralized and in the process of collection) or circumstances indicate that collection of principal and/or interest is in doubt. When a loan is placed in nonaccrual status, accrued interest deemed uncollectible is reversed (if accrued in the current year) or charged against the allowance for loan losses (if accrued in the prior year).

When loans are in nonaccrual status, payments are applied against the recorded investment in the loan asset. If collection of the recorded investment in the loan is fully expected and the loan does not have a remaining unrecovered prior charge-off associated with it, the interest portion of payments received in cash may be recognized as interest income. Nonaccrual loans may be returned to accrual status when principal and interest are current, prior charge-offs have been recovered, the ability of the borrower to fulfill the contractual repayment terms is fully expected, and the loan is not classified "doubtful" or "loss." Loans are charged off at the time they are determined to be uncollectible.

In cases where the Association makes certain monetary concessions to the borrower through modifications to the contractual terms of the loan, the loan is classified as a restructured loan. A restructured loan constitutes a troubled debt restructuring (TDR) 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. If the borrower's ability to meet the revised payment schedule is uncertain, the loan is classified as a nonaccrual loan.

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 as of the report date. The allowance for loan losses is increased through provisions for loan losses and loan recoveries and is decreased through loan charge-offs and allowance reversals. A review of individual loans in each respective portfolio is performed periodically to determine the appropriateness of risk ratings and to ensure loss exposure to the Association has been identified. The allowance for loan losses is a valuation account used to reasonably estimate loan losses as of the financial statement date.

Determining the appropriate allowance for loan losses balance involves significant judgment about when a loss has been incurred and the amount of that loss.

The Association considers the following factors, among others, when determining the allowance for loan losses:

- Changes in credit risk classifications
- Changes in collateral values
- Changes in risk concentrations
- Changes in weather-related conditions
- Changes in economic conditions

A specific allowance may be established for impaired loans under Financial Accounting Standards Board (FASB) guidance on accounting by creditors for impairment of a loan. Impairment of these loans is measured based on the present value of expected future cash flows discounted at the loan's effective interest rate or, as practically expedient, at the loan's observable market price or fair value of the collateral if the loan is collateral dependent.

A general allowance may also be established under FASB guidance on accounting for contingencies, to reflect estimated probable credit losses inherent in the remainder of the loan portfolio which excludes impaired loans considered under the specific allowance discussed above. A general allowance can be evaluated on a pool basis for those loans with similar characteristics. The level of the general allowance may be based on management's best estimate of the likelihood of default adjusted for other relevant factors reflecting the current environment.

The credit risk rating methodology is a key component of the Association's allowance for loan losses evaluation, and is generally incorporated into the institution's loan underwriting standards and internal lending limit. 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. 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 ratings 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 significantly as a loan moves from a 9 to 10 (other assets especially mentioned) and grows more significantly as a loan moves to a substandard viable level of 11. A substandard non-viable rating of 12 indicates that the probability of default is almost certain. Loans risk rated 13 or 14 are generally written off.

- C. **Loans Held for Sale:** Loans are classified as held for sale when there is intent to sell the loans within a reasonable period of time. Loans intended for sale are carried at the lower of cost or fair value.
- D. **Other Property Owned (OPO):** Other property owned, consisting of real estate, personal property, and other assets acquired through a collection action, is recorded upon acquisition at fair value less estimated selling costs. 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. Revised estimates to the fair value less cost to sell 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, expenses, and carrying value adjustments related to other property owned are included in Gains (Losses) on Other Property Owned, Net in the Consolidated Statements of Income.
- E. **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. Gains and losses on dispositions are reflected in current earnings. Maintenance and repairs are charged to expense and improvements are capitalized. Premises and equipment are evaluated for impairment whenever events or circumstances indicate that the carrying value of the asset may not be recoverable.
- From time to time, assets classified as premises and equipment are transferred to held for sale for various reasons. These assets are carried in Other Assets at the lower of the recorded investment in the asset or fair value less estimated cost to sell based upon the property's appraised value at the date of transfer. Any write-down of property held for sale is recorded as a loss in the period identified.
- F. **Investments:** The Association may hold investments as described below.

Equity Investments in Other Farm Credit System Institutions

Investments in other Farm Credit System institutions are generally nonmarketable investments consisting of stock and participation certificates, allocated surplus, and reciprocal investments in other institutions regulated by the FCA. These investments are carried at cost and evaluated for impairment based on the ultimate recoverability of the par value rather than by recognizing temporary declines in value.

Investments in Debt Securities

The Association holds certain investment securities, as permitted under the FCA regulations. These investments are classified based on management's intention on the

date of purchase and are generally recorded in the Consolidated Balance Sheets as securities on the trade date.

Securities for which the Association has the intent and ability to hold to maturity are classified as held-to-maturity (HTM) and carried at amortized cost. Investment securities classified as available-for-sale (AFS) are carried at fair value with net unrealized gains and losses included as a component of Other Comprehensive Income (OCI). Purchase premiums and discounts are amortized or accreted ratably over the term of the respective security using the interest method. The amortization of premiums on certain purchased callable debt securities that have explicit, noncontingent call features and that are callable at fixed prices on preset dates are amortized to the earliest call date.

Other Equity Investments

Any equity securities with a readily determinable fair value are carried at fair value with unrealized gains and losses included in earnings. Equity securities without a readily determinable fair value are carried at cost less any impairment.

Other Investments

As discussed in Note 8, certain investments, consisting primarily of mutual funds, are held in trust and investment accounts and are reported at fair value. Holding period gains and losses are included within Noninterest Income on the Consolidated Statements of Income and the balance of these investments is included in Other Assets on the accompanying Consolidated Balance Sheets.

Impairment

The Association reviews all investments that are in a loss position in order to determine whether the unrealized loss, which is considered an impairment, is temporary or other-than-temporary. As mentioned above, changes in the fair value of AFS investments are reflected in OCI, unless the investment is deemed to be other-than-temporarily impaired (OTTI). Impairment is considered to be other-than-temporary if the present value of cash flows expected to be collected from the debt security is less than the amortized cost basis of the security (any such shortfall is referred to as a *credit loss*). If the Association intends to sell an impaired debt security or is more likely than not to be required to sell the security before recovery of its amortized cost basis less any current-period credit loss, the impairment is other-than-temporary and recognized currently in earnings in an amount equal to the entire difference between fair value and amortized cost. If a credit loss exists, but the Association does not intend to sell the impaired debt security and is not more likely than not to be required to sell before recovery, the impairment is other-than-temporary and is separated into (i) the estimated amount relating to credit loss, and (ii) the amount relating to all other factors. Only the estimated credit loss amount is charged to current earnings, with the remainder of the loss amount recognized in OCI.

In subsequent periods, if the present value of cash flows expected to be collected is less than the amortized cost

basis, the Association will record additional OTTI and adjust the yield of the security prospectively. The amount of total OTTI for an AFS security that previously was impaired is determined as the difference between its carrying amount prior to the determination of OTTI and its fair value.

Investment Income

Interest on investment securities, including amortization of premiums and accretion of discounts, is included in Interest Income. Realized gains and losses from the sales of investment securities are recognized in current earnings using the specific identification method.

Dividends from Investments in Other Farm Credit Institutions are generally recorded as patronage income and included in Noninterest Income.

G. Voluntary 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 advanced conditional payments are netted against the borrower's related loan balance. Amounts in excess of the related loan balance and amounts to which the borrower has unrestricted access are presented as other liabilities in the accompanying Consolidated Balance Sheets. Advanced conditional payments are not insured. Interest is generally paid by the Association on such accounts.

H. Employee Benefit Plans: The Association participates in District and multi-district sponsored benefit plans. These plans may include defined benefit final average pay retirement, defined benefit cash balance retirement, defined benefit other postretirement benefits, and defined contribution plans.

Defined Contribution Plans

Substantially all employees are eligible to participate in the defined contribution Farm Credit Benefit Alliance (FCBA) 401(k) Plan, subsequently referred to as the 401(k) Plan, which qualifies as a 401(k) plan as defined by the Internal Revenue Code. Employee deferrals are not to exceed the maximum deferral as determined and adjusted by the Internal Revenue Service. Company contributions to the 401(k) Plan are expensed as funded.

The Association also offers a FCBA supplemental 401(k) plan for certain key employees. This plan is nonqualified. Company contributions are expensed as funded.

Additional information may be found in Note 9.

Multiemployer Defined Benefit Plans

Substantially all employees hired before January 1, 2003 may participate in the AgFirst Farm Credit Retirement Plan (Plan), which is a defined benefit plan and considered multiemployer under FASB accounting guidance. The Plan is noncontributory and includes eligible Association and District employees. The "Projected Unit Credit" actuarial method is used for financial reporting purposes.

In addition to pension benefits, the Association provides certain health care and life insurance benefits for retired

employees (other postretirement benefits) through a multi-district sponsored retiree healthcare plan. Substantially all employees are eligible for those benefits when they reach early retirement age while working for the Association. Authoritative accounting guidance requires the accrual of the expected cost of providing these benefits to an employee, their beneficiaries and covered dependents during the years the employee renders service necessary to become eligible for benefits.

Since the foregoing plans are multiemployer, the Association does not apply the provisions of FASB guidance on employers' accounting for defined benefit pension and other postretirement plans in its stand-alone financial statements. Rather, the effects of this guidance are reflected in the Annual Information Statement of the Farm Credit System.

Additional information may be found in Note 9 and in the Notes to the Annual Information Statement of the Farm Credit System.

Single Employer Defined Benefit Plan

The Association also sponsors a single employer defined benefit supplemental retirement plan for certain key employees. This plan is nonqualified; therefore, the associated liabilities are included in the Association's Consolidated Balance Sheets in Other Liabilities.

The foregoing defined benefit plan is considered single employer, therefore the Association applies the provisions of FASB guidance on employers' accounting for defined benefit pension and other postretirement plans in its stand-alone financial statements. See Note 9 for additional information.

- I. **Income Taxes:** The Association evaluates tax positions taken in previous and current years according to FASB guidance. A tax position can result in a permanent reduction of income taxes payable, a deferral of income taxes otherwise currently payable to future years, or a change in the expected realizability of deferred tax assets. The term tax position also encompasses, but is not limited to, an entity's status, including its status as a pass-through entity or tax-exempt entity.

The Association is generally subject to Federal and certain other income taxes. As previously described, the ACA holding company has two wholly-owned subsidiaries, a PCA and a FLCA. The FLCA subsidiary is exempt from federal and state income taxes as provided in the Farm Credit Act. The ACA holding company and the PCA subsidiary are subject to federal, state and certain other income taxes.

The Association is eligible 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 surplus. Provisions for income taxes are made only on those taxable earnings that will not be distributed as qualified patronage refunds. The Association distributes patronage on the basis of book income.

The Association accounts for income taxes under the asset and liability method, recognizing deferred tax assets and liabilities for the expected future tax consequences of the temporary differences between the carrying amounts and tax bases of assets and liabilities. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be realized or settled.

The Association records a valuation allowance at the balance sheet dates against that portion of the Association's deferred tax assets that, based on management's best estimates of future events and circumstances, more likely than not (a likelihood of more than 50 percent) will not be realized. The consideration of valuation allowances involves various estimates and assumptions as to future taxable earnings, including the effects of the expected patronage program, which reduces taxable earnings.

- J. **Due from AgFirst Farm Credit Bank:** The Association records patronage refunds from the Bank and certain District Associations on an accrual basis.
- K. **Valuation Methodologies:** FASB 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. This guidance also 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. It prescribes three levels of inputs that may be used to measure fair value.

Level 1 inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets.

Level 2 inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets; quoted prices in markets that are not active; and inputs that are observable, or can be corroborated, for substantially the full term of the asset or liability.

Level 3 inputs to the valuation methodology are unobservable and supported by little or no market activity. Valuation is determined using pricing models, discounted cash flow methodologies, or similar techniques, and could include significant management judgment or estimation. Level 3 assets and liabilities also could include instruments whose price has been adjusted based on dealer quoted pricing that is different than a third-party valuation or internal model pricing.

The Association may use the Bank, internal resources or third parties to obtain fair value prices. Quoted market prices are generally used when estimating fair values of any assets or liabilities for which observable, active markets exist.

A number of methodologies may be employed to value items for which an observable active market does not exist. Examples of these items include: impaired loans, other property owned, and certain derivatives,

investment securities and other financial instruments. Inputs to these valuations can involve estimates and assumptions that require a substantial degree of judgment. Some of the assumptions used include, among others, discount rates, rates of return on assets, repayment rates, cash flows, default rates, costs of servicing, and liquidation values. The use of different assumptions could produce significantly different asset or liability values, which could have material positive or negative effects on results of operations.

Additional information may be found in Note 8.

- L. **Off-Balance-Sheet Credit Exposures:** The credit risk associated with commitments to extend credit and 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.

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.

Letters of credit are 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.

- M. **Revenue Recognition:** The Association generates income from multiple sources.

Financial Instruments

The largest source of revenue for the Association is interest income. Interest income is recognized on an accrual basis driven by nondiscretionary formulas based on written contracts, such as loan agreements or securities contracts. Credit-related fees, including letter of credit fees, finance charges and other fees are recognized in Noninterest Income when earned. Other types of noninterest revenues, such as service charges, professional services and broker fees, are accrued and recognized into income as services are provided and the amount of fees earned is reasonably determinable.

Contracts with Customers

The Association maintains contracts with customers to provide support services in various areas such as accounting, lending transactions, consulting, insurance, and information technology. As most of the contracts are to provide access to expertise or system capacity that the Association maintains, there are no material incremental costs to fulfill these contracts that should be capitalized. The Association does not generally incur costs to obtain contracts. Revenue is recognized to reflect the transfer of goods and services to customers in an amount equal to the consideration the Association receives or expects to receive.

Gains and Losses from Nonfinancial Assets

Any gains or losses on sales of Premises and Equipment and OPO are included as part of Noninterest Income.

These gains and losses are recognized, and the nonfinancial asset is derecognized, when the Association has entered into a valid contract with a noncustomer and transferred control of the asset. If the criteria to meet the definition of a contract have not been met, the Association does not derecognize the nonfinancial asset and any consideration received is recognized as a liability. If the criteria for a contract are subsequently met, or if the consideration received is or becomes nonrefundable, a gain or loss may be recognized at that time.

N. **Leases:**

Lessee

Contracts entered into are evaluated at inception to determine if they contain a lease. Assets and liabilities are recognized on the Consolidated Balance Sheets to reflect the rights and obligations created by any contracts that do. These contracts are then classified as either operating or finance leases.

In the course of normal operations, the Association may enter into leases for various business purposes. Generally, leases are for terms of three to five years and may include options to extend or terminate the arrangement. Any options are assessed individually to determine if it is reasonably certain they will be exercised.

Right-of-use (ROU) assets represent the right to use an underlying asset for the lease term, and lease liabilities represent the obligation to make the payments arising from the lease. ROU assets and lease liabilities are initially recognized based on the present value of lease payments over the lease term. Lease expense for operating leases is recognized on a straight-line basis over the lease term. Lease expense for finance leases is recognized on a declining basis over the lease term.

ROU assets are included on the Consolidated Balance Sheets in Premises and Equipment for finance leases and Other Assets for operating leases. Lease liabilities are included in Other Liabilities on the Consolidated Balance Sheets. Leases with an initial term of 12 months or less are not recorded on the Consolidated Balance Sheets and lease expense is recognized over the lease term.

Lessor

The Association acts as lessor in certain contractual arrangements. The contracts relate to office space in an owned property and are considered operating leases. Generally, leases are for terms of three to five years and may include options to extend or terminate the arrangement.

Lease income is recognized on a straight-line basis over the lease term. Lease and nonlease components are accounted for separately in the Consolidated Statements of Income. Any initial direct costs are deferred and recognized as an expense over the lease term on the same basis as lease income. Any taxes assessed by a governmental authority are excluded from consideration as variable payments.

Lease receivables and income are included in Accounts Receivable on the Consolidated Balance Sheets and Lease Income in the Consolidated Statements of Income.

O. Accounting Standards Updates (ASUs): In January 2020, the FASB issued ASU 2020-01 Investments—Equity Securities (Topic 321), Investments—Equity Method and Joint Ventures (Topic 323), and Derivatives and Hedging (Topic 815): Clarifying the Interactions between Topic 321, Topic 323, and Topic 815. The amendments clarify certain interactions between the guidance on accounting for certain equity securities under Topic 321, the guidance on accounting for investments under the equity method in Topic 323, and the guidance in Topic 815. The Update could change how an entity accounts for an equity security under the measurement alternative or a forward contract or purchased option to purchase securities that, upon settlement of the forward contract or exercise of the purchased option, would be accounted for under the equity method of accounting or the fair value option in accordance with Topic 825, Financial Instruments. The amendments are intended to improve current GAAP by reducing diversity in practice and increasing comparability of the accounting for these interactions. For public business entities, the amendments are effective for fiscal years beginning after December 15, 2020, and interim periods within those fiscal years. Early adoption is permitted, including early adoption in an interim period. Evaluation of any possible effects the guidance may have on the statements of financial condition and results of operations is in progress.

In December 2019, the FASB issued ASU 2019-12 Income Taxes (Topic 740): Simplifying the Accounting for Income Taxes. The amendments simplify the accounting for income taxes by removing the following exceptions:

- Exception to the incremental approach for intraperiod tax allocation when there is a loss from continuing operations and income or a gain from other items (for example, discontinued operations or other comprehensive income),
- Exception to the requirement to recognize a deferred tax liability for equity method investments when a foreign subsidiary becomes an equity method investment,
- Exception to the ability not to recognize a deferred tax liability for a foreign subsidiary when a foreign equity method investment becomes a subsidiary, and
- Exception to the general methodology for calculating income taxes in an interim period when a year-to-date loss exceeds the anticipated loss for the year.

The amendments also simplify the accounting for income taxes by doing the following:

- Requiring that an entity recognize a franchise tax (or similar tax) that is partially based on income as an income-based tax and account for any

incremental amount incurred as a non-income-based tax,

- Requiring that an entity evaluate when a step up in the tax basis of goodwill should be considered part of the business combination in which the book goodwill was originally recognized and when it should be considered a separate transaction,
- Specifying that an entity is not required to allocate the consolidated amount of current and deferred tax expense to a legal entity that is not subject to tax in its separate financial statements; however, an entity may elect to do so (on an entity-by-entity basis) for a legal entity that is both not subject to tax and disregarded by the taxing authority,
- Requiring that an entity reflect the effect of an enacted change in tax laws or rates in the annual effective tax rate computation in the interim period that includes the enactment date, and
- Making minor codification improvements for income taxes related to employee stock ownership plans and investments in qualified affordable housing projects accounted for using the equity method.

For public business entities, the amendments in this Update are effective for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2020. Evaluation of any possible effects the guidance may have on the statements of financial condition and results of operations is in progress.

In November 2019, the FASB issued ASU 2019-10 Financial Instruments—Credit Losses (Topic 326), Derivatives and Hedging (Topic 815), and Leases (Topic 842). On the basis of feedback obtained from outreach with stakeholders and monitoring of implementation, the Board has gained a greater understanding about the implementation challenges encountered by all types of entities when adopting a major Update. The challenges are often magnified for private companies, smaller public companies, and not-for-profit organizations. In response to those issues and requests to defer certain major Updates not yet effective for all entities, the Board developed a philosophy to extend and simplify how effective dates are staggered between larger public companies (bucket one) and all other entities (bucket two). Credit Losses guidance in ASU 2016-13 will be effective for all bucket two entities for fiscal years beginning after December 15, 2022, including interim periods within those fiscal years.

In May 2019, the FASB issued ASU 2019-05 Financial Instruments—Credit Losses (Topic 326): Targeted Transition Relief. The amendments in this Update provide entities with an option to irrevocably elect the fair value option applied on an instrument-by-instrument basis for certain financial assets upon the adoption of Topic 326. The fair value option election does not apply to held-to-maturity debt securities. For entities that have not yet adopted the amendments in ASU 2016-13, the effective date and transition methodology for the amendments in this Update are the

same as in that update. Evaluation of any possible effects the guidance may have on the statements of financial condition and results of operations is in progress.

In April 2019, the FASB issued ASU 2019-04 Codification Improvements to Topic 326 Financial Instruments—Credit Losses, Topic 815 Derivatives and Hedging, and Topic 825 Financial Instruments. The amendments in this Update clarify, correct, and improve various aspects of the guidance in the following Updates related to financial instruments: ASU 2016-01 Financial Instruments—Overall (Subtopic 825-10): Recognition and Measurement of Financial Assets and Liabilities, ASU 2016-13 Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments, and ASU 2017-12 Derivatives and Hedging (Topic 815): Targeted Improvements to Accounting for Hedging Activities. The items addressed generally are not expected to have a significant effect on current accounting practice or to create a significant administrative cost for most entities. For entities that have not yet adopted the amendments in ASU 2016-13, the effective dates and transition requirements for the amendments related to this Update are the same as the effective dates and transition requirements in ASU 2016-13. The transition adjustment includes adjustments made as a result of an entity developing or amending its accounting policy upon adoption of the amendments in this Update for determining when accrued interest receivables are deemed uncollectible and written off. For entities that have adopted the amendments in ASU 2017-12 as of the issuance date of this Update, the effective date is as of the beginning of the first annual period beginning after the issuance date of this Update. For those entities, early adoption is permitted, including adoption on any date on or after the issuance of this Update. The amendments in this Update related to ASU 2016-01 are effective for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years. Early adoption is permitted in any interim period following the issuance of this Update as long as the entity has adopted all of the amendments in ASU 2016-01. The amendments in this Update should be applied on a modified-retrospective transition basis by means of a cumulative-effect adjustment to the opening retained earnings balance in the statement of financial position as of the date an entity adopted all of the amendments in ASU 2016-01. Adoption of the guidance related to ASU 2016-01 and ASU 2017-12 is not expected to have an impact on the statements of financial condition or results of operations. Evaluation of any possible effects the ASU 2016-13 guidance may have on the statements of financial condition and results of operations is in progress.

In August 2018, the FASB issued ASU 2018-15 Intangibles—Goodwill and Other—Internal-Use Software (Subtopic 350-40): Customer’s Accounting for Implementation Costs Incurred in a Cloud Computing Arrangement That Is a Service Contract. The amendments align 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 the amendments in this Update. The guidance is effective for public business entities for fiscal years beginning after December 15, 2019, and interim periods within those fiscal years. Early adoption is permitted, including adoption in any interim period, for all entities. The amendments should be applied either retrospectively or prospectively to all implementation costs incurred after the date of adoption. The guidance will be adopted on a prospective basis in 2020 and is not expected to have a material impact on the statements of financial condition or results of operations.

In August 2018, the FASB issued ASU 2018-13 Disclosure Framework—Changes to the Disclosure Requirements for Fair Value Measurement. The amendments are part of the FASB’s disclosure framework project. The project’s objective and primary focus are to improve the effectiveness of disclosures in the notes to financial statements by facilitating clear communication of the information required by GAAP that is most important to users of each entity’s financial statements. The amendments remove, modify or add certain disclosures contained in the financial statement footnotes related to fair value. Additionally, the guidance is intended to promote the appropriate exercise of discretion by entities when considering fair value measurement disclosures and to clarify that materiality is an appropriate consideration of entities and their auditors when evaluating disclosure requirements. The amendments are effective for all entities for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2019. Certain amendments should be applied prospectively for only the most recent interim or annual period presented in the initial fiscal year of adoption. All other amendments should be applied retrospectively to all periods presented upon their effective date. Early adoption is permitted upon issuance. Entities are permitted to early adopt any removed or modified disclosures upon issuance of this Update and delay adoption of the additional disclosures until their effective date. The removed disclosures were adopted effective with the 2018 Annual Report, and the remaining disclosures were adopted with the 2019 Annual Report.

In February 2018, the FASB issued ASU 2018-02 Income Statement—Reporting Comprehensive Income (Topic 220): Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income. The guidance allows a reclassification from accumulated other comprehensive income to retained earnings for stranded tax effects resulting from the Tax Cuts and Jobs Act. The amendments eliminate the stranded tax effects resulting from the Tax Cuts and Jobs Act and are intended to improve the usefulness of information reported to financial statement users. However, because the amendments only relate to the reclassification of the income tax effects of the Tax Cuts and Jobs Act, the underlying guidance that requires that the effect of a change in tax laws or rates be included in income from

continuing operations is not affected. The Update also requires certain disclosures about stranded tax effects. The guidance was effective for all entities for fiscal years beginning after December 15, 2018, and interim periods within those fiscal years. Adoption of this guidance had no impact on the statements of financial condition and results of operations.

In March 2017, the FASB issued ASU 2017-08 Receivables—Nonrefundable Fees and Other Costs (Subtopic 310-20): Premium Amortization on Purchased Callable Debt Securities. The guidance relates to certain callable debt securities and shortens the amortization period for any premium to the earliest call date. The Update was effective for interim and annual periods beginning after December 15, 2018 for public business entities. Adoption of this guidance had no impact on the statements of financial condition and results of operations.

In June 2016, the FASB issued ASU 2016-13 Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments. This Update, and subsequent clarifying guidance issued, is intended to improve financial reporting by requiring timelier recording of credit losses on financial instruments. It requires an organization to measure all expected credit losses for financial assets held at the reporting date. Financial institutions and other organizations will use forward-looking information to estimate their credit losses. Additionally, the ASU amends the accounting for credit losses on available-for-sale debt securities and purchased financial assets with credit deterioration. For public companies that are not SEC filers, it will take effect for fiscal years beginning after December 15, 2022, and interim periods within those fiscal years. Early application will be permitted for all organizations for fiscal years, and interim periods within those fiscal years, beginning after December 31, 2018. Evaluation of any possible effects the guidance may have on the statements of financial condition and results of operations is in progress.

In February 2016, the FASB issued ASU 2016-02 Leases (Topic 842). This Update, and subsequent clarifying guidance issued, requires organizations that lease assets to recognize on the balance sheet the assets and liabilities for the rights and obligations created by those leases. Leases are classified as either finance leases or operating leases. This distinction is relevant for the pattern of expense recognition in the income statement. Lessor accounting guidance is largely unchanged from the previous standard. The Update also eliminates leveraged lease accounting but allows existing leveraged leases to continue their current accounting until maturity, termination or modification. The amendments were effective for fiscal years beginning after December 15, 2018, including interim periods within those fiscal years, for public business entities.

Transition Information

- The guidance was adopted using the optional modified retrospective method and practical expedients for transition. Under this transition

method, an entity initially applies the new leases standard at the adoption date and recognizes a cumulative-effect adjustment to the opening balance of retained earnings in the period of adoption.

- The package of practical expedients related to initial application of the guidance was elected, which allowed existing leases to be largely accounted for consistent with current guidance, except for the incremental balance sheet recognition for lessees.
- There will not be a material change to the timing of future expense recognition.
- Upon adoption, a cumulative-effect adjustment to equity of approximately \$10 was recorded. In addition, a Right of Use Asset in the amount of \$393 and Lease Liability in the amount of \$383 were recognized.
- Given the limited changes to lessor accounting, there were no material changes to recognition or measurement.

Note 3 — Loans and Allowance for Loan Losses

For a description of the Association's accounting for loans, including impaired loans, and the allowance for loan losses, see Note 2, subsection B.

Credit risk arises from the potential inability of an obligor to meet its repayment obligation which exists in outstanding loans. The Association manages credit risk associated with lending activities through an assessment of the credit risk profile of an individual obligor. The Association sets its own underwriting standards and lending policies that provide direction to the lending staff, and are approved by the Board of Directors.

The credit risk management process begins with an analysis of the obligor's credit history, repayment capacity, and financial position. Repayment capacity focuses on the obligor's ability to repay the obligation based on cash flows from operations or other sources of income, including non-farm income. Real estate mortgage loans must be secured by first liens on the real estate collateral. As required by FCA regulations, each institution that makes loans on a secured basis must have collateral evaluation policies and procedures.

The credit risk rating process for loans uses a two-dimensional structure, incorporating a 14-point probability of default scale (see further discussion in Note 2, subsection B) and a separate scale addressing estimated loss percentage in the event of default. The loan rating structure incorporates borrower risk and transaction risk. Borrower risk is the risk of loss driven by factors intrinsic to the borrower. The transaction risk or facility risk is related to the structure of a credit (tenor, terms, and collateral).

The Association's loan portfolio, which includes purchased interests in loans, has been segmented by the following loan types as defined by the FCA:

- Real estate mortgage loans — loans made to full-time or part-time farmers secured by first lien real estate

mortgages with maturities from five to thirty years. These loans may be made only in amounts up to 85 percent of the appraised value of the property taken as security or up to 97 percent of the appraised value if guaranteed by a federal, state, or other governmental agency. The actual percentage of loan-to-appraised value when loans are made is generally lower than the statutory required percentage.

- Production and intermediate-term loans — loans to full-time or part-time farmers that are not real estate mortgage loans. These loans fund eligible financing needs including operating inputs (such as labor, feed, fertilizer, and repairs), livestock, living expenses, income taxes, machinery or equipment, farm buildings, and other business-related expenses. Production loans may be made on a secured or unsecured basis and are most often made for a period of time that matches the borrower’s normal production and marketing cycle, which is typically one year or less. Intermediate-term loans are made for a specific term, generally greater than one year and less than or equal to ten years.
- Loans to cooperatives — loans for any cooperative purpose other than for communication, power, and water and waste disposal.
- Processing and marketing loans — loans for operations to process or market the products produced by a farmer, rancher, or producer or harvester of aquatic products, or by a cooperative.
- Farm-related business loans — loans to eligible borrowers that furnish certain farm-related business services to farmers or ranchers that are directly related to their agricultural production.

- Rural residential real estate loans — loans made to individuals, who are not farmers, to purchase a single-family dwelling that will be the primary residence in open country, which may include a town or village that has a population of not more than 2,500 persons. In addition, the loan may be to remodel, improve, or repair a rural home, or to refinance existing debt. These loans are generally secured by a first lien on the property.
- Communication loans — loans primarily to finance rural communication providers.
- Power loans — loans primarily to finance electric generation, transmission, and distribution systems serving rural areas.
- Water and waste disposal loans — loans primarily to finance water and waste disposal systems serving rural areas.
- International loans — primarily loans or credit enhancements to other banks to support the export of U.S. agricultural commodities or supplies. The federal government guarantees a substantial portion of these loans.
- Lease receivables — the net investment for all finance leases such as direct financing leases, leveraged leases, and sales-type leases.
- Other (including Mission Related) — additional investments in rural America approved by the FCA on a program or a case-by-case basis. Examples of such investments include partnerships with agricultural and rural community lenders, investments in rural economic development and infrastructure, and investments in obligations and mortgage securities that increase the availability of affordable housing in rural America.

A summary of loans outstanding at period end follows:

	December 31,		
	2019	2018	2017
Real estate mortgage	\$ 1,042,371	\$ 964,605	\$ 870,764
Production and intermediate-term	426,238	450,693	465,985
Loans to cooperatives	7,600	6,255	6,859
Processing and marketing	40,425	14,113	29,288
Farm-related business	14,297	20,434	3,432
Communication	1,347	1,422	1,496
Power and water/waste disposal	2,123	2,625	2,906
Rural residential real estate	64,037	66,298	68,432
International	5,349	4,849	4,843
Total loans	<u>\$ 1,603,787</u>	<u>\$ 1,531,294</u>	<u>\$ 1,454,005</u>

A substantial portion of the Association’s lending activities is collateralized and the Association’s exposure to credit loss associated with lending activities is reduced accordingly.

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, income-producing property, such as crops and livestock, and receivables. Long-term real estate loans are collateralized by the 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 by a government agency) of the property’s appraised value. However, a decline in a property’s market value subsequent to loan origination, 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 may purchase or sell participation interests with other parties in order to diversify risk, manage loan volume, and comply with FCA regulations. The following tables present the principal balance of participation loans at periods ended:

	December 31, 2019							
	Within AgFirst District		Within Farm Credit System		Outside Farm Credit System		Total	
	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold
Real estate mortgage	\$ 8,578	\$ 38,287	\$ 57	\$ –	\$ –	\$ –	\$ 8,635	\$ 38,287
Production and intermediate-term	10,284	37,265	8,799	–	–	–	19,083	37,265
Loans to cooperatives	7,589	–	–	–	–	–	7,589	–
Processing and marketing	11,808	45,761	958	–	–	–	12,766	45,761
Farm-related business	–	–	143	–	–	–	143	–
Communication	1,350	–	–	–	–	–	1,350	–
Power and water/waste disposal	2,142	–	–	–	–	–	2,142	–
International	5,360	–	–	–	–	–	5,360	–
Total	\$ 47,111	\$ 121,313	\$ 9,957	\$ –	\$ –	\$ –	\$ 57,068	\$ 121,313

	December 31, 2018							
	Within AgFirst District		Within Farm Credit System		Outside Farm Credit System		Total	
	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold
Real estate mortgage	\$ 9,742	\$ 45,063	\$ 70	\$ –	\$ –	\$ –	\$ 9,812	\$ 45,063
Production and intermediate-term	9,229	48,101	10,554	–	–	–	19,783	48,101
Loans to cooperatives	6,267	–	–	–	–	–	6,267	–
Processing and marketing	11,397	147	1,127	–	–	–	12,524	147
Farm-related business	339	–	324	–	–	–	663	–
Communication	1,425	–	–	–	–	–	1,425	–
Power and water/waste disposal	2,643	–	–	–	–	–	2,643	–
International	4,857	–	–	–	–	–	4,857	–
Total	\$ 45,899	\$ 93,311	\$ 12,075	\$ –	\$ –	\$ –	\$ 57,974	\$ 93,311

	December 31, 2017							
	Within AgFirst District		Within Farm Credit System		Outside Farm Credit System		Total	
	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold
Real estate mortgage	\$ 7,520	\$ 7,208	\$ –	\$ –	\$ –	\$ –	\$ 7,520	\$ 7,208
Production and intermediate-term	15,123	45,292	10,207	–	–	–	25,330	45,292
Loans to cooperatives	6,862	–	8	–	–	–	6,870	–
Processing and marketing	11,985	10,013	–	–	–	–	11,985	10,013
Farm-related business	158	–	374	–	–	–	532	–
Communication	1,500	–	–	–	–	–	1,500	–
Power and water/waste disposal	2,929	–	–	–	–	–	2,929	–
International	4,857	–	–	–	–	–	4,857	–
Total	\$ 50,934	\$ 62,513	\$ 10,589	\$ –	\$ –	\$ –	\$ 61,523	\$ 62,513

A significant source of liquidity for the Association is the repayment of loans. The following table presents the contractual maturity distribution of loans by loan type at the latest period end:

	December 31, 2019			
	Due Less Than 1 Year	Due 1 Through 5 Years	Due After 5 Years	Total
	Real estate mortgage	\$ 17,768	\$ 117,776	\$ 906,827
Production and intermediate term	123,503	207,520	95,215	426,238
Loans to cooperatives	–	543	7,057	7,600
Processing and marketing	3,843	14,682	21,900	40,425
Farm-related business	7,934	5,070	1,293	14,297
Communication	–	1,347	–	1,347
Power and water/waste disposal	–	2,123	–	2,123
Rural residential real estate	5,472	7,098	51,467	64,037
International	–	498	4,851	5,349
Total loans	\$ 158,520	\$ 356,657	\$ 1,088,610	\$ 1,603,787
Percentage	9.88%	22.24%	67.88%	100.00%

The recorded investment in a 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 investment.

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,				December 31,		
	2019	2018	2017		2019	2018	2017
Real estate mortgage:				Communication:			
Acceptable	96.62%	96.53%	94.19%	Acceptable	100.00%	100.00%	100.00%
OAEM	1.96	1.88	3.64	OAEM	-	-	-
Substandard/doubtful/loss	1.42	1.59	2.17	Substandard/doubtful/loss	-	-	-
	100.00%	100.00%	100.00%		100.00%	100.00%	100.00%
Production and intermediate-term:				Power and water/waste disposal:			
Acceptable	92.13%	91.13%	88.77%	Acceptable	-%	100.00%	100.00%
OAEM	3.92	4.36	6.84	OAEM	56.78	-	-
Substandard/doubtful/loss	3.95	4.51	4.39	Substandard/doubtful/loss	43.22	-	-
	100.00%	100.00%	100.00%		100.00%	100.00%	100.00%
Loans to cooperatives:				Rural residential real estate:			
Acceptable	100.00%	100.00%	99.89%	Acceptable	96.94%	95.46%	96.61%
OAEM	-	-	0.11	OAEM	1.78	2.23	1.65
Substandard/doubtful/loss	-	-	-	Substandard/doubtful/loss	1.28	2.31	1.74
	100.00%	100.00%	100.00%		100.00%	100.00%	100.00%
Processing and marketing:				International:			
Acceptable	87.94%	100.00%	100.00%	Acceptable	100.00%	100.00%	100.00%
OAEM	12.06	-	-	OAEM	-	-	-
Substandard/doubtful/loss	-	-	-	Substandard/doubtful/loss	-	-	-
	100.00%	100.00%	100.00%		100.00%	100.00%	100.00%
Farm-related business:				Total loans:			
Acceptable	97.58%	98.10%	87.27%	Acceptable	95.13%	94.98%	92.73%
OAEM	2.40	1.90	12.73	OAEM	2.79	2.59	4.48
Substandard/doubtful/loss	0.02	-	-	Substandard/doubtful/loss	2.08	2.43	2.79
	100.00%	100.00%	100.00%		100.00%	100.00%	100.00%

The following tables provide an aging analysis of past due loans and related accrued interest as of:

	December 31, 2019				
	30 Through 89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or Less Than 30 Days Past Due	Total Loans
Real estate mortgage	\$ 4,287	\$ 2,242	\$ 6,529	\$ 1,047,404	\$ 1,053,933
Production and intermediate-term	2,875	5,798	8,673	422,900	431,573
Loans to cooperatives	-	-	-	7,610	7,610
Processing and marketing	-	-	-	40,495	40,495
Farm-related business	52	-	52	14,317	14,369
Communication	-	-	-	1,347	1,347
Power and water/waste disposal	-	-	-	2,125	2,125
Rural residential real estate	198	51	249	63,987	64,236
International	-	-	-	5,372	5,372
Total	\$ 7,412	\$ 8,091	\$ 15,503	\$ 1,605,557	\$ 1,621,060

	December 31, 2018				
	30 Through 89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or Less Than 30 Days Past Due	Total Loans
Real estate mortgage	\$ 5,829	\$ 2,677	\$ 8,506	\$ 967,907	\$ 976,413
Production and intermediate-term	6,474	5,246	11,720	444,443	456,163
Loans to cooperatives	-	-	-	6,257	6,257
Processing and marketing	-	-	-	14,172	14,172
Farm-related business	-	-	-	20,538	20,538
Communication	-	-	-	1,422	1,422
Power and water/waste disposal	-	-	-	2,627	2,627
Rural residential real estate	584	749	1,333	65,175	66,508
International	-	-	-	4,874	4,874
Total	\$ 12,887	\$ 8,672	\$ 21,559	\$ 1,527,415	\$ 1,548,974

December 31, 2017

	30 Through 89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or Less Than 30 Days Past Due	Total Loans
Real estate mortgage	\$ 6,547	\$ 1,502	\$ 8,049	\$ 872,625	\$ 880,674
Production and intermediate-term	3,538	4,753	8,291	462,608	470,899
Loans to cooperatives	—	—	—	6,863	6,863
Processing and marketing	—	—	—	29,399	29,399
Farm-related business	—	—	—	3,449	3,449
Communication	—	—	—	1,501	1,501
Power and water/waste disposal	—	—	—	2,908	2,908
Rural residential real estate	511	113	624	68,047	68,671
International	—	—	—	4,862	4,862
Total	\$ 10,596	\$ 6,368	\$ 16,964	\$ 1,452,262	\$ 1,469,226

Nonperforming assets (including related accrued interest) and related credit quality statistics were as follows:

	December 31,		
	2019	2018	2017
Nonaccrual loans:			
Real estate mortgage	\$ 10,646	\$ 4,618	\$ 3,366
Production and intermediate-term	11,534	10,329	5,928
Rural residential real estate	433	1,075	267
Total	\$ 22,613	\$ 16,022	\$ 9,561
Accruing restructured loans:			
Real estate mortgage	\$ 1,092	\$ 2,179	\$ 1,871
Production and intermediate-term	236	264	306
Farm-related business	345	390	439
Rural residential real estate	55	71	180
Total	\$ 1,728	\$ 2,904	\$ 2,796
Accruing loans 90 days or more past due:			
Total	\$ —	\$ —	\$ —
Total nonperforming loans	\$ 24,341	\$ 18,926	\$ 12,357
Other property owned	—	468	143
Total nonperforming assets	\$ 24,341	\$ 19,394	\$ 12,500
Nonaccrual loans as a percentage of total loans	1.41%	1.05%	0.66%
Nonperforming assets as a percentage of total loans and other property owned	1.52%	1.27%	0.86%
Nonperforming assets as a percentage of capital	7.32%	5.90%	3.90%

The following table presents information relating to impaired loans (including accrued interest) as defined in Note 2:

	December 31,		
	2019	2018	2017
Impaired nonaccrual loans:			
Current as to principal and interest	\$ 12,035	\$ 985	\$ 1,808
Past due	10,578	15,037	7,753
Total	\$ 22,613	\$ 16,022	\$ 9,561
Impaired accrual loans:			
Restructured	\$ 1,728	\$ 2,904	\$ 2,796
90 days or more past due	—	—	—
Total	\$ 1,728	\$ 2,904	\$ 2,796
Total impaired loans	\$ 24,341	\$ 18,926	\$ 12,357
Additional commitments to lend	\$ 23	\$ 22	\$ —

The following tables present additional impaired loan information at period end. Unpaid principal balance represents the contractual principal balance of the loan.

Impaired loans:	December 31, 2019			Year Ended December 31, 2019	
	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Impaired Loans	Interest Income Recognized on Impaired Loans
With a related allowance for credit losses:					
Real estate mortgage	\$ 2,099	\$ 2,177	\$ –	\$ 1,999	\$ 89
Production and intermediate-term	2,266	2,310	684	2,159	97
Farm-related business	–	–	–	–	–
Rural residential real estate	–	–	–	–	–
Total	\$ 4,365	\$ 4,487	\$ 684	\$ 4,158	\$ 186
With no related allowance for credit losses:					
Real estate mortgage	\$ 9,639	\$ 10,381	\$ –	\$ 9,184	\$ 412
Production and intermediate-term	9,504	10,851	–	9,054	405
Farm-related business	345	344	–	329	15
Rural residential real estate	488	582	–	465	21
Total	\$ 19,976	\$ 22,158	\$ –	\$ 19,032	\$ 853
Total:					
Real estate mortgage	\$ 11,738	\$ 12,558	\$ –	\$ 11,183	\$ 501
Production and intermediate-term	11,770	13,161	684	11,213	502
Farm-related business	345	344	–	329	15
Rural residential real estate	488	582	–	465	21
Total	\$ 24,341	\$ 26,645	\$ 684	\$ 23,190	\$ 1,039

Impaired loans:	December 31, 2018			Year Ended December 31, 2018	
	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Impaired Loans	Interest Income Recognized on Impaired Loans
With a related allowance for credit losses:					
Real estate mortgage	\$ –	\$ –	\$ –	\$ –	\$ –
Production and intermediate-term	1,556	1,619	93	1,170	76
Farm-related business	–	–	–	–	–
Rural residential real estate	–	–	–	–	–
Total	\$ 1,556	\$ 1,619	\$ 93	\$ 1,170	\$ 76
With no related allowance for credit losses:					
Real estate mortgage	\$ 6,797	\$ 7,524	\$ –	\$ 5,112	\$ 333
Production and intermediate-term	9,037	9,551	–	6,797	443
Farm-related business	390	388	–	293	19
Rural residential real estate	1,146	1,210	–	862	56
Total	\$ 17,370	\$ 18,673	\$ –	\$ 13,064	\$ 851
Total:					
Real estate mortgage	\$ 6,797	\$ 7,524	\$ –	\$ 5,112	\$ 333
Production and intermediate-term	10,593	11,170	93	7,967	519
Farm-related business	390	388	–	293	19
Rural residential real estate	1,146	1,210	–	862	56
Total	\$ 18,926	\$ 20,292	\$ 93	\$ 14,234	\$ 927

Impaired loans:	December 31, 2017			Year Ended December 31, 2017	
	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Impaired Loans	Interest Income Recognized on Impaired Loans
With a related allowance for credit losses:					
Real estate mortgage	\$ 525	\$ 543	\$ 228	\$ 588	\$ 25
Production and intermediate-term	1,147	1,188	261	1,286	56
Farm-related business	–	–	–	–	–
Rural residential real estate	36	36	19	41	2
Total	\$ 1,708	\$ 1,767	\$ 508	\$ 1,915	\$ 83
With no related allowance for credit losses:					
Real estate mortgage	\$ 4,712	\$ 5,529	\$ –	\$ 5,285	\$ 229
Production and intermediate-term	5,087	5,807	–	5,705	246
Farm-related business	439	436	–	492	21
Rural residential real estate	411	449	–	461	20
Total	\$ 10,649	\$ 12,221	\$ –	\$ 11,943	\$ 516
Total:					
Real estate mortgage	\$ 5,237	\$ 6,072	\$ 228	\$ 5,873	\$ 254
Production and intermediate-term	6,234	6,995	261	6,991	302
Farm-related business	439	436	–	492	21
Rural residential real estate	447	485	19	502	22
Total	\$ 12,357	\$ 13,988	\$ 508	\$ 13,858	\$ 599

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

	Real Estate Mortgage	Production and Intermediate- term	Agribusiness*	Communication	Power and Water/Waste Disposal	Rural Residential Real Estate	International	Total
Activity related to the allowance for credit losses:								
Balance at December 31, 2018	\$ 3,457	\$ 3,050	\$ 421	\$ 8	\$ 6	\$ 105	\$ 4	\$ 7,051
Charge-offs	(1,952)	(584)	(10)	–	–	(41)	–	(2,587)
Recoveries	75	262	–	–	–	16	–	353
Provision for loan losses	1,745	930	27	–	56	20	–	2,778
Balance at December 31, 2019	\$ 3,325	\$ 3,658	\$ 438	\$ 8	\$ 62	\$ 100	\$ 4	\$ 7,595
Balance at December 31, 2017	\$ 3,788	\$ 3,750	\$ 95	\$ 9	\$ 5	\$ 185	\$ 5	\$ 7,837
Charge-offs	(178)	(349)	–	–	–	(16)	–	(543)
Recoveries	49	173	55	–	–	24	–	301
Provision for loan losses	(202)	(524)	271	(1)	1	(88)	(1)	(544)
Balance at December 31, 2018	\$ 3,457	\$ 3,050	\$ 421	\$ 8	\$ 6	\$ 105	\$ 4	\$ 7,051
Balance at December 31, 2016	\$ 3,132	\$ 3,841	\$ 44	\$ 31	\$ 4	\$ 291	\$ 5	\$ 7,348
Charge-offs	(18)	(363)	–	–	–	(90)	–	(471)
Recoveries	228	362	141	–	–	54	–	785
Provision for loan losses	446	(90)	(90)	(22)	1	(70)	–	175
Balance at December 31, 2017	\$ 3,788	\$ 3,750	\$ 95	\$ 9	\$ 5	\$ 185	\$ 5	\$ 7,837
Allowance on loans evaluated for impairment:								
Individually	\$ –	\$ 684	\$ –	\$ –	\$ –	\$ –	\$ –	\$ 684
Collectively	3,325	2,974	438	8	62	100	4	6,911
Balance at December 31, 2019	\$ 3,325	\$ 3,658	\$ 438	\$ 8	\$ 62	\$ 100	\$ 4	\$ 7,595
Individually	\$ –	\$ 93	\$ –	\$ –	\$ –	\$ –	\$ –	\$ 93
Collectively	3,457	2,957	421	8	6	105	4	6,958
Balance at December 31, 2018	\$ 3,457	\$ 3,050	\$ 421	\$ 8	\$ 6	\$ 105	\$ 4	\$ 7,051
Individually	\$ 228	\$ 261	\$ –	\$ –	\$ –	\$ 19	\$ –	\$ 508
Collectively	3,560	3,489	95	9	5	166	5	7,329
Balance at December 31, 2017	\$ 3,788	\$ 3,750	\$ 95	\$ 9	\$ 5	\$ 185	\$ 5	\$ 7,837
Recorded investment in loans evaluated for impairment:								
Individually	\$ 10,646	\$ 11,534	\$ –	\$ –	\$ –	\$ 433	\$ –	\$ 22,613
Collectively	1,043,287	420,039	62,474	1,347	2,125	63,803	5,372	1,598,447
Balance at December 31, 2019	\$ 1,053,933	\$ 431,573	\$ 62,474	\$ 1,347	\$ 2,125	\$ 64,236	\$ 5,372	\$ 1,621,060
Individually	\$ 4,618	\$ 10,329	\$ –	\$ –	\$ –	\$ 1,075	\$ –	\$ 16,022
Collectively	971,795	445,834	40,967	1,422	2,627	65,433	4,874	1,532,952
Balance at December 31, 2018	\$ 976,413	\$ 456,163	\$ 40,967	\$ 1,422	\$ 2,627	\$ 66,508	\$ 4,874	\$ 1,548,974
Individually	\$ 3,366	\$ 5,928	\$ –	\$ –	\$ –	\$ 267	\$ –	\$ 9,561
Collectively	877,308	464,971	39,711	1,501	2,908	68,404	4,862	1,459,665
Balance at December 31, 2017	\$ 880,674	\$ 470,899	\$ 39,711	\$ 1,501	\$ 2,908	\$ 68,671	\$ 4,862	\$ 1,469,226

*Includes the loan types: Loans to cooperatives, Processing and marketing, and Farm-related business.

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 following tables present additional information about pre-modification and post-modification outstanding recorded investment and the effects of the modifications that occurred during the periods presented. There were no new TDRs that occurred during the year ended December 31, 2018.

Outstanding Recorded Investment	Year Ended December 31, 2019				
	Interest Concessions	Principal Concessions	Other Concessions	Total	Charge-offs
Pre-modification:					
Real estate mortgage	\$ –	\$ 7,442	\$ –	\$ 7,442	
Production and intermediate-term	–	4,327	–	4,327	
Total	\$ –	\$ 11,769	\$ –	\$ 11,769	
Post-modification:					
Real estate mortgage	\$ –	\$ 6,582	\$ –	\$ 6,582	\$ (1,765)
Production and intermediate-term	–	3,332	–	3,332	–
Total	\$ –	\$ 9,914	\$ –	\$ 9,914	\$ (1,765)

Outstanding Recorded Investment	Year Ended December 31, 2017				
	Interest Concessions	Principal Concessions	Other Concessions	Total	Charge-offs
Pre-modification:					
Production and intermediate-term	\$ -	\$ 86	\$ -	\$ 86	
Rural residential real estate	-	92	-	92	
Total	\$ -	\$ 178	\$ -	\$ 178	
Post-modification:					
Production and intermediate-term	\$ -	\$ 86	\$ -	\$ 86	\$ -
Rural residential real estate	-	93	-	93	-
Total	\$ -	\$ 179	\$ -	\$ 179	\$ -

Interest concessions may include interest forgiveness or interest deferment. Principal concessions may include principal forgiveness, principal deferment, or maturity extension. Other concessions may include additional compensation received which might be in the form of cash or other assets.

The following table presents outstanding recorded investment for TDRs that occurred during the calendar year shown, and for which there was a subsequent payment default during the period. Payment default is defined as a payment that was thirty days or more past due.

Defaulted troubled debt restructurings	Year Ended December 31,		
	2019	2018	2017
Production and intermediate-term	\$ 1,348	\$ -	\$ -
Total	\$ 1,348	\$ -	\$ -

The following table provides information at period end on outstanding loans restructured in troubled debt restructurings. These loans are included as impaired loans in the impaired loan table:

	Total TDRs			Nonaccrual TDRs		
	December 31,			December 31,		
	2019	2018	2017	2019	2018	2017
Real estate mortgage	\$ 8,102	\$ 2,179	\$ 2,074	\$ 7,010	\$ -	\$ 203
Production and intermediate-term	2,164	343	394	1,928	79	88
Farm-related business	345	390	439	-	-	-
Rural residential real estate	134	160	180	79	89	-
Total loans	\$ 10,745	\$ 3,072	\$ 3,087	\$ 9,017	\$ 168	\$ 291
Additional commitments to lend	\$ -	\$ -	\$ -			

The following table presents information as of period end:

	December 31, 2019
Carrying amount of foreclosed residential real estate properties held as a result of obtaining physical possession	\$ -
Recorded investment of consumer mortgage loans secured by residential real estate for which formal foreclosure proceedings are in process	\$ 21

Note 4 — Investments

Investments in Debt Securities

The Association's investments consist primarily of Rural America Bonds (RABs), which are private placement securities purchased under the Mission Related Investment (MRI) program approved by the FCA. In its Conditions of Approval for the program, the FCA generally considers a RAB ineligible if its investment rating, based on the internal 14-point risk rating scale used to also grade loans, falls below 9, and requires System institutions to provide notification to FCA when a security becomes ineligible. Any other bonds purchased under the MRI program, approved on a case-by-case basis by FCA, may have different eligibility requirements. As of December 31, 2019, the Association held no RABs whose credit quality had deteriorated beyond the program limits.

A summary of the amortized cost and fair value of held-to-maturity (HTM) investment securities follows:

	December 31, 2019				
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value	Yield
RABs	\$ 1,404	\$ 6	\$ (3)	\$ 1,407	5.16%
	December 31, 2018				
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value	Yield
RABs	\$ 1,526	\$ -	\$ (49)	\$ 1,477	5.11%
	December 31, 2017				
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value	Yield
RABs	\$ 1,644	\$ -	\$ (94)	\$ 1,550	5.07%

A summary of the contractual maturity, amortized cost, and estimated fair value of HTM investment securities follows:

	December 31, 2019		
	Amortized Cost	Fair Value	Weighted Average Yield
In one year or less	\$ -	\$ -	-%
After one year through five years	-	-	-
After five years through ten years	424	422	4.25
After ten years	980	985	5.55
Total	\$ 1,404	1,407	5.16%

Some of these investments have contractual maturities in excess of ten years. However, expected maturities for these types of securities can differ from contractual maturities because borrowers may have the right to prepay obligations with or without prepayment penalties.

An investment is considered impaired if its fair value is less than its cost. The following tables show the fair value and gross unrealized losses for investments that were in a continuous unrealized loss position aggregated by investment category at each reporting period. A continuous unrealized loss position for an investment is measured from the date when the impairment was first identified.

	December 31, 2019			
	Less than 12 Months		12 Months or Greater	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
RABs	\$ 250	(1)	342	(2)

	December 31, 2018			
	Less than 12 Months		12 Months or Greater	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
RABs	\$ -	\$ -	\$ 1,477	\$ (49)

	December 31, 2017			
	Less than 12 Months		12 Months or Greater	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
RABs	\$ -	\$ -	\$ 1,550	\$ (94)

The recording of an impairment loss is predicated on: (1) whether or not management intends to sell the security, (2) whether it is more likely than not that management would be required to sell the security before recovering its costs, and (3) whether management expects to recover the security's entire amortized cost basis (even if there is no intention to sell). If the Association intends to sell the security or it is more likely than not that it would be required to sell the security, the impairment loss equals the full difference between amortized cost and fair value of the security. When the Association does not intend to sell securities in an unrealized loss position and it is not more likely than not that it would be required to sell the securities, other-than-temporary impairment loss is separated into credit loss and non-credit loss. Credit loss is defined as the shortfall of the present value of the cash flows expected to be collected in relation to the amortized cost basis.

The Association performs periodic credit reviews, including other-than-temporary impairment analyses, on its investment securities portfolio. The objective is to quantify future possible loss of principal or interest due on securities in the portfolio. Factors considered in determining whether an impairment is other-than-temporary include among others: (1) the length of time and the extent to which the fair value is less than cost, (2) adverse conditions specifically related to the industry, (3) geographic area and the condition of the underlying collateral, (4) payment structure of the security, (5) ratings by rating agencies, (6) the credit worthiness of bond insurers, and (7) volatility of the fair value changes.

The Association uses the present value of cash flows expected to be collected from each debt security to determine the amount of credit loss. This technique requires assumptions related to the underlying collateral, including default rates, amount and timing of prepayments, and loss severity. Assumptions can vary widely from security to security and are influenced by such factors as loan interest rate, geographical location of the borrower, borrower characteristics, and collateral type.

Significant inputs used to estimate the amount of credit loss include, but are not limited to, performance indicators of the underlying assets in the security (including default rates, delinquency rates, and percentage of nonperforming assets), loan-to-collateral value ratios, third-party guarantees, current levels of subordination, vintage, geographic concentration, and credit ratings. The Association may obtain assumptions for the default rate, prepayment rate, and loss severity rate from an independent third party, or generate the assumptions internally.

The Association has not recognized any credit losses, as any impairments were deemed temporary and resulted from non-credit related factors. The Association has the ability and intent to hold these temporarily impaired investments until a recovery of unrealized losses occurs, which may be at maturity, and at this time expects to collect the full principal amount and interest due on these securities, especially after considering credit enhancements.

Equity Investments in Other Farm Credit Institutions

Equity investments in other Farm Credit System institutions are generally nonmarketable investments consisting of stock and participation certificates, allocated surplus, and reciprocal investments in other institutions regulated by the FCA. These investments are carried at cost and evaluated for impairment based on the ultimate recoverability of the par value rather than by recognizing temporary declines in value.

The Association is required to maintain ownership in the Bank in the form of Class B or Class C stock as determined by the Bank. The Bank may require additional capital contributions to maintain its capital requirements. The Association's investment in the Bank totaled \$17,339 for 2019, \$16,518 for 2018 and \$15,748 for 2017. The Association owned 6.13 percent of the issued stock of the Bank as of December 31, 2019, net of any reciprocal investment. As of that date, the Bank's assets totaled \$34.5 billion and shareholders' equity totaled \$2.3 billion. The Bank's earnings were \$272 million for 2019. In addition, the Association had investments of \$1,525 related to other Farm Credit institutions at December 31, 2019.

Note 5 — Real Estate and Other Property**Premises and Equipment**

Premises and equipment consists of the following:

	December 31,		
	2019	2018	2017
Land	\$ 4,286	\$ 4,424	\$ 4,424
Buildings and improvements	20,302	18,129	17,675
Furniture and equipment	7,749	7,550	7,915
	32,337	30,103	30,014
Less: accumulated depreciation	13,855	14,235	13,872
Total	\$ 18,482	\$ 15,868	\$ 16,142

Depreciation expense for the years 2019, 2018, and 2017 was \$1,435, \$1,494 and \$1,592, respectively.

Other Property Owned

Net (gains) losses on other property owned consist of the following:

	Year Ended December 31,		
	2019	2018	2017
(Gains) losses on sale, net	\$ 583	\$ 51	\$ 1,628
Carrying value unrealized (gains) losses	(460)	4	(75)
Operating (income) expense, net	49	25	29
(Gains) losses on other property owned, net	\$ 172	\$ 80	\$ 1,582

Gains on sales of other property owned were deferred if the sales involved financing from the Association and did not meet the criteria for immediate recognition. There were no deferred gains at December 31, 2019, 2018, and 2017.

Note 6 — Debt**Notes Payable to AgFirst Farm Credit Bank**

Under the Farm Credit Act, the Association is obligated to borrow only from the Bank, unless the Bank approves borrowing from other funding sources. The borrowing relationship is established with the Bank through a General Financing Agreement (GFA). The GFA utilizes the Association's credit and fiscal performance as criteria for establishing a line of credit on which the Association may draw funds. The GFA has a one year term which expires on December 31 and is renewable each year. The Association has no reason to believe the GFA will not be renewed upon expiration. The Bank, 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 were within the specified limitations.

The Association's indebtedness to the Bank represents borrowings by the Association to fund its earning assets. This indebtedness is collateralized by a pledge of substantially all of the Association's assets and the terms of the revolving lines of credit are governed by the GFA. Interest rates on both variable and fixed rate advances are generally established loan-by-loan based on the Bank's marginal cost of funds, capital position, operating costs, and return objectives. In the event of prepayment of any portion of a fixed rate advance, the Association may incur a prepayment penalty in accordance with the terms of the GFA and which will be included in interest expense. The interest rate

is periodically adjusted by the Bank based upon agreement between the Bank and the Association.

The weighted average interest rates on the variable rate advances were 2.79 percent for LIBOR-based loans and 2.91 percent for Prime-based loans, and the weighted average remaining maturities were 3.3 years and 2.2 years, respectively, at December 31, 2019. The weighted-average interest rate on the fixed rate and adjustable rate mortgage (ARM) loans which are match funded by the Bank was 3.36 percent, and the weighted average remaining maturity was 11.2 years at December 31, 2019. The weighted-average interest rate on all interest-bearing notes payable was 3.30 percent and the weighted-average remaining maturity was 10.2 years at December 31, 2019. Gross notes payable consist of approximately 11.44 percent variable rate and 88.56 percent fixed rate portions, representing a match-funding of the Association's loan volume at December 31, 2019. Notes Payable to AgFirst Farm Credit Bank, as reflected on the Consolidated Balance Sheets, also includes a credit which reduces the notes payable balance and corresponding interest expense. The direct note itself has an annual maturity as prescribed in the GFA.

Note 7 — Members' Equity

A description of the Association's capitalization requirements, protection mechanisms, regulatory capitalization requirements and restrictions, and equities follow:

- A. **Protected Borrower Equity:** The Association had no protected borrower equity outstanding as of December 31, 2019.
- B. **Capital Stock and Participation Certificates:** In accordance with the Farm Credit Act and the Association's capitalization bylaws, each borrower is required to invest in Class C stock for agricultural loans, or participation certificates in the case of rural home and farm-related business loans, as a condition of borrowing. The initial borrower investment, through either purchase or transfer, must be in an amount equal to the lesser of \$1 thousand or 2.0 percent of the amount of the loan. The Board may increase the amount of investment if necessary to meet the Association's capital needs. Loans designated for sale or sold into the Secondary Market on or after April 16, 1996, will have no voting stock or participation certificate purchase requirement if sold within 180 days following the date of designation.

The borrower acquires ownership of the capital stock or participation certificates at the time the loan is made, but usually does not make a cash investment. The aggregate par value is generally added to the principal amount of the related loan obligation. The Association retains a first lien on the stock or participation certificates owned by 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 or participation certificates.

- C. **Regulatory Capitalization Requirements and Restrictions:** 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. The Association has not been called upon to

initiate any transfers and is not aware of any proposed action under this regulation.

There are currently no prohibitions in place that would prevent the Association from retiring stock, distributing earnings, or paying dividends per the statutory and regulatory restrictions, and the Association has no reason to believe any such restrictions may apply in the future.

Effective January 1, 2017, the regulatory capital requirements for System banks and associations were modified. These regulations ensure that the System's capital requirements are comparable to the Basel III framework and the standardized approach that the federal banking regulatory agencies have adopted. Regulatory ratios include common equity tier 1 (CET1) capital, tier 1 capital, and total capital risk-based ratios. The regulations also include a tier 1 leverage ratio and an unallocated retained earnings (URE) and URE equivalents (UREE) leverage ratio. The permanent capital ratio (PCR) remains in effect.

The ratios are calculated using three-month average daily balances, in accordance with FCA regulations, as follows:

- The CET1 capital ratio is the sum of statutory minimum purchased borrower stock, other required borrower stock held for a minimum of 7 years, allocated equities held for a minimum of 7 years or not subject to revolvement, unallocated retained earnings, and paid-in capital, less certain regulatory required deductions including the

amount of investments in other System institutions, divided by average risk-adjusted assets.

- The tier 1 capital ratio is CET1 capital plus non-cumulative perpetual preferred stock, divided by average risk-adjusted assets.
- The total capital ratio is tier 1 capital plus other required borrower stock held for a minimum of 5 years, subordinated debt and limited-life preferred stock greater than 5 years to maturity at issuance subject to certain limitations, and allowance for loan losses and reserve for unfunded commitments under certain limitations less certain investments in other System institutions under the corresponding deduction approach, divided by average risk-adjusted assets.
- The permanent capital ratio is all at-risk borrower stock, any allocated excess stock, unallocated retained earnings, paid-in capital, subordinated debt and preferred stock subject to certain limitations, less certain investments in other System institutions, divided by PCR risk-adjusted assets.
- The tier 1 leverage ratio is tier 1 capital, divided by average total assets less regulatory deductions to tier 1 capital.
- The URE and UREE leverage ratio is unallocated retained earnings, paid-in capital, and allocated surplus not subject to revolvement less certain regulatory required deductions including the amount of allocated investments in other System institutions divided by average total assets less regulatory deductions to tier 1 capital.

The following sets forth the regulatory capital ratios which were effective January 1, 2017:

Ratio	Minimum Requirement	Capital Conservation Buffer*	Minimum Requirement with Capital Conservation Buffer	Capital Ratios as of December 31,		
				2019	2018	2017
Risk-adjusted ratios:						
CET1 Capital	4.5%	1.875%	6.375%	18.79%	18.25%	17.41%
Tier 1 Capital	6.0%	1.875%	7.875%	18.79%	18.25%	17.41%
Total Capital	8.0%	1.875%	9.875%	20.87%	21.12%	21.15%
Permanent Capital	7.0%	0.0%	7.0%	20.49%	20.70%	20.68%
Non-risk-adjusted ratios:						
Tier 1 Leverage	4.0%	1.0%	5.0%	18.19%	17.69%	17.06%
URE and UREE Leverage	1.5%	0.0%	1.5%	17.87%	17.33%	16.68%

* The capital conservation buffers had a 3-year phase-in period and became fully effective January 1, 2020. Risk-adjusted ratio minimums increased 0.625% each year until fully phased in. There was no phase-in period for the tier 1 leverage ratio.

If the capital ratios fall below the minimum regulatory 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.

D. Description of Equities: The Association is authorized to issue or have outstanding Classes A and D Preferred Stock, Classes A, B and C Common Stock, Classes B and C Participation Certificates, and such other classes of equity as may be provided for in amendments to the bylaws in such amounts as may be necessary to conduct the Association's business. All stock and participation certificates have a par or face value of five dollars (\$5.00) per share.

The Association had the following shares outstanding at December 31, 2019:

Class	Protected	Shares Outstanding	
		Number	Aggregate Par Value
C Common/Voting	No	1,702,938	\$ 8,515
C Participation Certificates/Nonvoting	No	193,005	965
Total Capital Stock and Participation Certificates		1,895,943	\$ 9,480

At-risk common stock and participation certificates are retired at the sole discretion of the Board at book value not to exceed par or face amounts, provided the minimum capital adequacy standards established by the Board are met.

Retained Earnings:

The Association maintains an unallocated retained earnings account and an allocated retained earnings account. The minimum aggregate amount of these two accounts is determined by the Board. At the end of any fiscal year, if the retained earnings accounts otherwise would be less than the minimum amount determined by the Board as necessary to maintain adequate capital reserves to meet the commitments of the Association, the Association shall apply earnings for the year to the unallocated retained earnings account in such amounts as may be determined necessary by the Board. Unallocated retained earnings are maintained for each borrower to permit liquidation on a patronage basis.

The Association maintains an allocated retained earnings account consisting of earnings held and allocated to borrowers on a patronage basis. In the event of a net loss for any fiscal year, such allocated retained earnings account will be subject to full impairment in the order specified in the bylaws beginning with the most recent allocation.

The Association has a first lien and security interest on all retained earnings account allocations owned by any borrowers, and all distributions thereof, as additional collateral for their indebtedness to the Association. When the debt of a borrower is in default or is in the process of final liquidation by payment or otherwise, the Association, upon approval of the Board, may order any and all retained earnings account allocations owned by such borrower to be applied to the indebtedness.

Allocated equities shall be retired solely at the discretion of the Board, provided that minimum capital standards established by the FCA and the Board are met. Nonqualified retained surplus is considered to be permanently invested in the Association and as such, there is no plan to revolve or retire this surplus. All nonqualified distributions are tax deductible only when redeemed.

At December 31, 2019, allocated members' equity consisted of \$16,333 of qualified allocated surplus, \$9,228 of nonqualified allocated surplus, and \$168,241 of nonqualified retained surplus.

Patronage Distributions

Prior to the beginning of any fiscal year, the Board, by adoption of a resolution, may obligate the Association to distribute to borrowers on a patronage basis all or any portion of available net earnings for such fiscal year or for that and subsequent fiscal years. Patronage distributions are based on the proportion of the borrower's interest to the amount of interest earned by the Association on its total loans unless another proportionate patronage basis is approved by the Board.

If the Association meets its capital adequacy standards after making the patronage distributions, the patronage distributions may be in cash, authorized stock of the Association, allocations of earnings retained in an allocated members' equity account, or any one or more of such forms of distribution. Patronage distributions of the Association's earnings may be paid on either a qualified or nonqualified basis, or a combination of both, as determined by the

Board. A minimum of 20 percent of the total qualified patronage distribution to any borrower for any fiscal year shall always be paid in cash.

Dividends

The Association may declare noncumulative dividends on its capital stock and participation certificates provided the dividend rate does not exceed 20 percent of the par value of the respective capital stock and participation certificates. Such dividends may be paid solely on Classes A or D Preferred Stock or on all classes of stock and participation certificates.

The rate of dividends paid on Class A Preferred Stock for any fiscal year may not be less than the rate of dividend paid on Classes A, B, or C Common Stock or participation certificates for such year. The rate of dividends on Class A, B, and C Common Stock and participation certificates shall be at the same rate per share.

Dividends may not be declared if, after recording the liability, the Association would not meet its capital adequacy standards. No dividends were declared by the Association for any of the periods included in these Consolidated Financial Statements.

Transfer

Classes A and D Preferred, Classes A, B, and C Common Stocks, and Classes B and C Participation Certificates may be transferred to persons or entities eligible to purchase or hold such equities.

Impairment

Any net losses recorded by the Association shall first be applied against unallocated members' equity. To the extent that such losses would exceed unallocated members' equity, such losses would be applied consistent with the Association's bylaws and distributed pro rata to each share and/or unit outstanding in the class, in the following order:

1. Class C Common Stock and Class C Participation Certificates
2. Classes A and B Common Stock and Class B Participation Certificates
3. Classes A and D Preferred Stock

Liquidation

In the event of the liquidation or dissolution of the Association, any assets of the Association remaining after payment or retirement of all liabilities shall be distributed to the holders of the outstanding stock and participation certificates in the following order of priority:

1. Holders of Classes A and D Preferred Stock
2. Holders of Classes A and B Common and Class B Participation Certificates
3. Holders of Class C Common Stock and Class C Participation Certificates
4. 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, until all such allocated surplus has been distributed

- | | |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>5. Holders of allocated surplus evidenced by nonqualified written notices of allocation, in the order of year of issuance and pro-rata by year of issuances first, until all such allocated surplus has been distributed</p> <p>6. All unallocated surplus issued after January 1, 1995, shall be distributed to Patrons of the Association from the period beginning January 1, 1995, through the date of liquidation on a patronage basis</p> | <p>7. Any remaining assets of the Association after such distribution shall be distributed ratably to the holders of all classes of stock and participation certificates in proportion to the number of shares or units of such class of stock or participation certificates held by such holders</p> |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

E. Accumulated Other Comprehensive Income (AOCI):

	Changes in Accumulated Other Comprehensive Income by Component (a)					
	For the Year Ended December 31,					
	2019		2018		2017	
Employee Benefit Plans:						
Balance at beginning of period	\$	(894)	\$	(2,082)	\$	(1,892)
Other comprehensive income before reclassifications		(667)		1,023		(327)
Amounts reclassified from AOCI		62		165		137
Net current period OCI		(605)		1,188		(190)
Balance at end of period	\$	(1,499)	\$	(894)	\$	(2,082)

	Reclassifications Out of Accumulated Other Comprehensive Income (b)			
	For the Year Ended December 31,			
	2019	2018	2017	Income Statement Line Item
Employee Benefit Plans:				
Periodic pension costs	\$ (62)	\$ (165)	\$ (137)	See Note 9.
Amounts reclassified	\$ (62)	\$ (165)	\$ (137)	

(a) Amounts in parentheses indicate debits to AOCI.
 (b) Amounts in parentheses indicate debits to profit/loss.

Note 8 — Fair Value Measurement

Fair value is defined 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.

Accounting guidance establishes a hierarchy for disclosure of fair value measurements to maximize the use of observable inputs, that is, inputs that reflect the assumptions market participants would use in pricing an asset or liability based on market data obtained from sources independent of the reporting entity. The hierarchy is based upon the transparency of inputs to the valuation of an asset or liability as of the measurement date. A financial instrument's categorization within the hierarchy tiers is based upon the lowest level of input that is significant to the fair value measurement.

Estimating the fair value of the Association's equity investment in the Bank and other Farm Credit institutions is not practicable because the stock is not traded. The net investment is a requirement of borrowing from the Bank and is carried at cost.

The classifications of the Association's financial instruments within the fair value hierarchy (See Note 2) are as follows:

Level 1

Assets held in trust funds, related to deferred compensation plans, are classified as Level 1. The trust funds include investments in securities that are actively traded and have quoted net asset value prices that are directly observable in the marketplace. These funds may be redeemed on any business day on which the New York Stock Exchange is open for regular trading.

For cash, the carrying value is primarily utilized as a reasonable estimate of fair value.

Level 2

The Association had no Level 2 assets and liabilities measured at fair value on a recurring basis.

Level 3

Because no active market exists for the Association's accruing loans, fair value is estimated by discounting the expected future cash flows using the Association's current interest rates at which similar loans currently would be made to borrowers with similar credit risk. The loan portfolio is segregated into pools of loans with homogeneous characteristics based upon repricing and credit risk. Expected future cash flows and interest rates reflecting appropriate credit risk are separately determined for each individual pool.

Fair values of loans in a nonaccrual status are estimated to be the carrying amount of the loan less specific reserves. Certain loans evaluated for impairment under FASB guidance have fair values based upon the underlying collateral, as the loans were collateral-dependent. Specific reserves were established for these loans when the value of the collateral, less estimated cost to sell, was less than the principal balance of the loan. 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.

Notes payable are segregated into pricing pools according to the types and terms of the loans (or other assets) which they fund. Fair value of the notes payable is estimated by discounting the

anticipated cash flows of each pricing pool using the current rate that would be charged for additional borrowings. For purposes of this estimate, it is assumed the cash flow on the notes is equal to the principal payments on the Association's loan receivables. This assumption implies that earnings on the Association's interest margin are used to fund operating expenses and capital expenditures.

Other property owned is classified as a Level 3 asset. The fair value is generally determined using formal appraisals of each individual property. These assets are held for sale. Costs to sell represent transaction costs and are not included as a component of the fair value of other property owned. Other property owned consists of real and personal property acquired through foreclosure or deed in lieu of foreclosure and is carried as an asset held for sale, which is generally not its highest and best use. These properties are part of the Association's credit risk mitigation efforts, not its ongoing business. In addition, FCA

regulations require that these types of property be disposed of within a reasonable period of time.

For commitments to extend credit, the estimated market value of off-balance-sheet commitments is minimal since the committed rate approximates current rates offered for commitments with similar rate and maturity characteristics; therefore, the related credit risk is not significant.

The fair value of investments in debt securities is determined by discounting estimated future cash flows using prevailing interest rates for similar instruments.

There were no Level 3 assets and liabilities measured at fair value on a recurring basis for the periods presented. The Association had no transfers of assets or liabilities into or out of Level 1 or Level 2 during the periods presented.

Fair values are estimated at each period end date for assets and liabilities measured at fair value on a recurring basis. Other Financial Instruments are not measured at fair value in the statement of financial position, but their fair values are estimated as of each period end date. The following tables summarize the carrying amounts of these assets and liabilities at period end, and their related fair values.

		December 31, 2019				
		Total Carrying Amount	Level 1	Level 2	Level 3	Total Fair Value
Recurring Measurements						
Assets:						
Assets held in trust funds	\$	3,864	\$ 3,864	\$ -	\$ -	\$ 3,864
Recurring Assets	\$	3,864	\$ 3,864	\$ -	\$ -	\$ 3,864
Liabilities:						
Recurring Liabilities	\$	-	\$ -	\$ -	\$ -	\$ -
Nonrecurring Measurements						
Assets:						
Impaired loans	\$	3,681	\$ -	\$ -	\$ 3,681	\$ 3,681
Other property owned	-	-	-	-	-	-
Nonrecurring Assets	\$	3,681	\$ -	\$ -	\$ 3,681	\$ 3,681
Other Financial Instruments						
Assets:						
Cash	\$	3,347	\$ 3,347	\$ -	\$ -	\$ 3,347
Investments in debt securities, held-to-maturity	1,404	-	-	1,407	1,407	-
Loans	1,594,976	-	-	1,610,322	1,610,322	-
Other Financial Assets	\$	1,599,727	\$ 3,347	\$ -	\$ 1,611,729	\$ 1,615,076
Liabilities:						
Notes payable to AgFirst Farm Credit Bank	\$	1,302,343	\$ -	\$ -	\$ 1,305,093	\$ 1,305,093
Other Financial Liabilities	\$	1,302,343	\$ -	\$ -	\$ 1,305,093	\$ 1,305,093

December 31, 2018						
	Total Carrying Amount	Level 1	Level 2	Level 3	Total Fair Value	
Recurring Measurements						
Assets:						
Assets held in trust funds	\$ 3,542	\$ 3,542	\$ –	\$ –	\$ 3,542	
Recurring Assets	\$ 3,542	\$ 3,542	\$ –	\$ –	\$ 3,542	
Liabilities:						
Recurring Liabilities	\$ –	\$ –	\$ –	\$ –	\$ –	
Nonrecurring Measurements						
Assets:						
Impaired loans	\$ 1,463	\$ –	\$ –	\$ 1,463	\$ 1,463	
Other property owned	468	–	–	505	505	
Nonrecurring Assets	\$ 1,931	\$ –	\$ –	\$ 1,968	\$ 1,968	
Other Financial Instruments						
Assets:						
Cash	\$ 2,963	\$ 2,963	\$ –	\$ –	\$ 2,963	
Investments in debt securities, held-to-maturity	1,526	–	–	1,477	1,477	
Loans	1,523,499	–	–	1,508,923	1,508,923	
Other Financial Assets	\$ 1,527,988	\$ 2,963	\$ –	\$ 1,510,400	\$ 1,513,363	
Liabilities:						
Notes payable to AgFirst Farm Credit Bank	\$ 1,239,668	\$ –	\$ –	\$ 1,220,703	\$ 1,220,703	
Other Financial Liabilities	\$ 1,239,668	\$ –	\$ –	\$ 1,220,703	\$ 1,220,703	

December 31, 2017						
	Total Carrying Amount	Level 1	Level 2	Level 3	Total Fair Value	
Recurring Measurements						
Assets:						
Assets held in trust funds	\$ 3,530	\$ 3,530	\$ –	\$ –	\$ 3,530	
Recurring Assets	\$ 3,530	\$ 3,530	\$ –	\$ –	\$ 3,530	
Liabilities:						
Recurring Liabilities	\$ –	\$ –	\$ –	\$ –	\$ –	
Nonrecurring Measurements						
Assets:						
Impaired loans	\$ 1,200	\$ –	\$ –	\$ 1,200	\$ 1,200	
Other property owned	143	–	–	163	163	
Nonrecurring Assets	\$ 1,343	\$ –	\$ –	\$ 1,363	\$ 1,363	
Other Financial Instruments						
Assets:						
Cash	\$ 11,335	\$ 11,335	\$ –	\$ –	\$ 11,335	
Investments in debt securities, held-to-maturity	1,644	–	–	1,550	1,550	
Loans	1,451,305	–	–	1,448,756	1,448,756	
Other Financial Assets	\$ 1,464,284	\$ 11,335	\$ –	\$ 1,450,306	\$ 1,461,641	
Liabilities:						
Notes payable to AgFirst Farm Credit Bank	\$ 1,180,640	\$ –	\$ –	\$ 1,167,424	\$ 1,167,424	
Other Financial Liabilities	\$ 1,180,640	\$ –	\$ –	\$ 1,167,424	\$ 1,167,424	

Uncertainty in Measurements of Fair Value

Discounted cash flow or similar modeling techniques are generally used to determine the recurring fair value measurements for Level 3 assets and liabilities. Use of these techniques requires determination of relevant inputs and assumptions, some of which represent significant unobservable inputs as indicated in the tables that follow. Accordingly, changes in these unobservable inputs may have a significant impact on fair value.

Certain of these unobservable inputs will (in isolation) have a directionally consistent impact on the fair value of the instrument for a given change in that input. Alternatively, the fair value of the instrument may move in an opposite direction for a given change in another input. Where multiple inputs are used within the valuation technique of an asset or liability, a change in one input in a certain direction may be offset by an opposite change in another input having a potentially muted

impact to the overall fair value of that particular instrument. Additionally, a change in one unobservable input may result in a change to another unobservable input (that is, changes in certain inputs are interrelated with one another), which may counteract or magnify the fair value impact.

Investments in Debt Securities

The fair values of predominantly all Level 3 investments in debt securities have consistent inputs, valuation techniques, and correlation to changes in underlying inputs. The models used to determine fair value for these instruments use certain significant unobservable inputs within a discounted cash flow or market comparable pricing valuation technique. Such inputs generally include discount rate components including risk premiums, prepayment estimates, default estimates, and loss severities.

These Level 3 assets would decrease (increase) in value based upon an increase (decrease) in discount rates, defaults, or loss

severities. Conversely, the fair value of these assets would generally increase (decrease) in value if the prepayment input were to increase (decrease).

Generally, a change in the assumption used for defaults is accompanied by a directionally similar change in the risk premium component of the discount rate (specifically, the portion related to credit risk) and a directionally opposite change in the assumption used for prepayments. Unobservable inputs for loss severities do not normally increase or decrease based on movements in the other significant unobservable inputs for these Level 3 assets.

Inputs to Valuation Techniques

Management determines the Association’s valuation policies and procedures. The Bank performs the majority of the Association’s valuations, and its valuation processes are calibrated annually by an independent consultant. The fair value measurements are analyzed on a quarterly basis. For other valuations, documentation is obtained for third party information, such as pricing, and periodically evaluated alongside internal information and pricing that is available.

Quoted market prices are generally not available for the instruments presented below. Accordingly fair values are based on judgments regarding anticipated cash flows, future expected loss experience, current economic conditions, risk characteristics of various financial instruments, and other factors. These estimates involve uncertainties and matters of judgment, and therefore cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

Quantitative Information about Recurring and Nonrecurring Level 3 Fair Value Measurements

	Fair Value	Valuation Technique(s)	Unobservable Input	Range
Impaired loans and other property owned	\$ 3,681	Appraisal	Income and expense	*
			Comparable sales	*
			Replacement costs	*
			Comparability adjustments	*

* Ranges for this type of input are not useful because each collateral property is unique.

Information about Other Financial Instrument Fair Value Measurements

	Valuation Technique(s)	Input
Cash	Carrying value	Par/principal and appropriate interest yield
Loans	Discounted cash flow	Prepayment forecasts Probability of default Loss severity
Investments in debt securities, held-to-maturity	Discounted cash flow	Prepayment rates Risk adjusted discount rate
Notes payable to AgFirst Farm Credit Bank	Discounted cash flow	Prepayment forecasts Probability of default Loss severity

Note 9 — Employee Benefit Plans

The Association participates in three District sponsored benefit plans. These plans include a multiemployer defined benefit pension plan, the AgFirst Farm Credit Retirement Plan, which is a final average pay plan (FAP Plan). In addition, the Association participates in a multiemployer defined benefit other postretirement benefits plan (OPEB Plan), the Farm Credit Benefits Alliance Retiree and Disabled Medical and Dental Plan, and a defined contribution 401(k) plan. The risks of participating in these multiemployer plans are different from single employer plans in the following aspects:

1. Assets contributed to multiemployer plans by one employer may be used to provide benefits to employees of other participating employers.
2. If a participating employer stops contributing to the plan, the unfunded obligations of the plan may be borne by the remaining participating employers.
3. If the Association chooses to stop participating in some of its multiemployer plans, the Association may be required to contribute to eliminate the underfunded status of the plan.

The District’s multiemployer plans are not subject to ERISA and no Form 5500 is required to be filed. As such, the following information is neither available for, nor applicable to, the plans:

1. The Employer Identification Number (EIN) and three-digit Pension Plan Number
2. The most recent Pension Protection Act (PPA) zone status. Among other factors, plans in the red zone are generally less than 65 percent funded, plans in the yellow zone are less than 80 percent funded, and plans in the green zone are at least 80 percent funded.
3. The "FIP/RP Status" indicating whether a financial improvement plan (FIP) or a rehabilitation plan (RP) is either pending or has been implemented.
4. The expiration date(s) of collective-bargaining agreement(s).

The FAP Plan covers employees hired prior to January 1, 2003, and includes other District employees that are not employees of the Association. It is accounted for as a multiemployer plan. The related net benefit plan obligations are not included in the Association’s Balance Sheets but are included in the Combined Balance Sheets for the AgFirst District. FAP Plan expenses included in employee benefit costs on the Association’s Statements of Income were \$3,571 for 2019, \$4,866 for 2018, and \$4,704 for 2017. At December 31, 2019, 2018, and 2017,

the total liability balance for the FAP Plan presented in the District Combined Balance Sheets was \$129,713, \$94,491, and \$139,104, respectively. The FAP Plan was 87.55 percent, 89.56 percent, and 86.41 percent funded to the projected benefit obligation as of December 31, 2019, 2018, and 2017, respectively.

In addition to providing pension benefits, the Association provides certain medical and dental benefits for eligible retired employees through the OPEB Plan. Substantially all of the Association employees may become eligible for the benefits if they reach early retirement age while working for the Association. Early retirement age is defined as a minimum of age 55 and 10 years of service. Employees hired after December 31, 2002, and employees who separate from service between age 50 and age 55, are required to pay the full cost of their retiree health insurance coverage. Employees who retire subsequent to December 1, 2007, are no longer provided retiree life insurance benefits. The OPEB Plan includes other Farm Credit System employees that are not employees of the Association or District and is accounted for as a multiemployer plan. The related net benefit plan obligations are not included in the Association's Balance Sheets but are included in the Combined Statement of Condition for the Farm Credit System. The OPEB Plan is unfunded with expenses paid as incurred. Postretirement benefits other than pensions included in employee benefit costs on the Association's Statements of Income were \$851 for 2019, \$816 for 2018, and \$701 for 2017. At December 31, 2019, the total AgFirst District liability balance for the OPEB Plan presented in the Farm Credit System Combined Statement of Condition was \$209,531.

During 2017, the method of recording expenses at participating District entities for the FAP and OPEB Plans was modified. Prior to 2017, expense was recorded based on allocations of actuarially-determined costs and any differences between recorded expense and actual contributions were recorded in Other Assets or Other Liabilities on the Consolidated Balance Sheets. For 2017 and future years, participating entities will record employee benefit costs based on the actual contributions to the Plans. This change caused the Association to modify its accounting estimates recorded in Other Assets and Other Liabilities since the assets and liabilities do not impact future contributions to the Plans. The change in estimate resulted in the reduction of Other Assets by \$8,975 and the reduction of Other Liabilities by \$15,480 on the Association's Balance Sheets, and a total reduction of noninterest expenses on the Association's Statements of Income of \$6,505 during 2017.

The Association also participates in a defined contribution Farm Credit Benefits Alliance (FCBA) 401(k) Plan (401(k) Plan), which qualifies as a 401(k) plan as defined by the Internal Revenue Code. For employees hired on or prior to December 31, 2002, the Association contributes \$0.50 for each \$1.00 of the employee's first 6.00 percent of contribution (based on total compensation) up to the maximum employer contribution of 3.00 percent of total compensation. For employees hired on or after January 1, 2003, the Association contributes \$1.00 for each \$1.00 of the employee's first 6.00 percent of contribution up to the maximum employer contribution of 6.00 percent of total compensation. Employee deferrals are not to exceed the maximum deferral as determined and adjusted by the Internal Revenue Service. The 401(k) Plan costs are expensed as funded. Employer contributions to this plan included in salaries and employee benefit costs were \$958, \$876, and \$818 for the years ended December 31, 2019, 2018, and 2017, respectively.

Beginning in 2015, contributions include an additional 3.00 percent of eligible compensation for employees hired after December 31, 2002.

FASB guidance further requires the determination of the fair value of plan assets and recognition of actuarial gains and losses, prior service costs or credits, and transition assets or obligations as a component of AOCI. Under the guidance, these amounts are subsequently recognized as components of net periodic benefit costs over time. For 2019, 2018, and 2017, \$(605), \$1,188, and \$(190), respectively, has been recognized as a net debit, a net credit, and a net debit to AOCI to reflect these elements.

Additional information for the above may be found in the Notes to the Annual Information Statement of the Farm Credit System.

In addition to the multiemployer plans described above, the Association sponsors nonqualified supplemental retirement and 401(k) plans. The supplemental retirement plan is unfunded and had a projected benefit obligation of \$4,104 and a net underfunded status of \$4,104 at December 31, 2019. Assumptions used to determine the projected benefit obligation as of December 31, 2019, included a discount rate of 3.30 percent and a rate of compensation increase of 5.00 percent. Expenses of these nonqualified plans included in noninterest expenses were \$266, \$414, and \$380 for 2019, 2018, and 2017, respectively.

Note 10 — 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 rate, amortization schedule, and collateral, as those prevailing at the time for comparable transactions with unaffiliated borrowers.

Total loans to such persons at December 31, 2019, amounted to \$11,787. During 2019, \$6,618 of new loans and advances on existing loans were made, and repayments totaled \$7,655. In the opinion of management, none of these loans outstanding at December 31, 2019, involved more than a normal risk of collectibility.

Note 11 — Commitments and Contingencies

Occasionally, legal actions are pending against the Association in which claims for money damages are asserted. On a quarterly basis, the Association assesses its liabilities and contingencies in connection with outstanding legal proceedings utilizing the latest information available. While the outcome of legal proceedings is inherently uncertain, on the basis of information presently available, management, after consultation with legal counsel, is of the opinion that the ultimate liability, if any, from these actions, would not be material in relation to the financial position of the Association. Because it is not probable that the Association will incur a loss or the loss is not estimable, no liability has been recorded for any claims that may be pending.

In the normal course of business, the Association may participate in financial instruments with off-balance-sheet risk to satisfy the financing needs of its borrowers. These financial

instruments may include commitments to extend credit or letters of credit.

The instruments involve, to varying degrees, elements of credit risk in excess of the amount recognized in the 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. Commercial letters of credit are agreements to pay a beneficiary under conditions specified in the letter of credit. Commitments and letters of credit generally have fixed expiration dates or other termination clauses and may require payment of a fee.

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 Balance Sheets 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 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. At December 31, 2019, \$158,379 of commitments to extend credit and no commercial letters of credit were outstanding.

The Association also participates in standby letters of credit 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, standby letters of credit outstanding totaled \$277 with expiration dates ranging from January 1, 2020 to December 12, 2023. The maximum potential amount of future payments that may be required under these guarantees was \$277.

The total reserve for unfunded commitments, which is classified in Other Liabilities in the Consolidated Balance Sheets, was \$325 at December 31, 2019. During 2019, the Association recorded a provision reversal for unfunded commitments totaling \$138.

Note 12 — Income Taxes

The provision (benefit) for income taxes follows:

	Year Ended December 31,		
	2019	2018	2017
Current:			
Federal	\$ 2	\$ 6	\$ 2
State	—	1	1
Federal refunds	—	—	—
State refunds related to long-term lending	—	—	—
	<u>\$ 2</u>	<u>7</u>	<u>3</u>
Deferred:			
Federal	—	—	—
State	—	—	—
Total provision (benefit) for income taxes	<u>\$ 2</u>	<u>\$ 7</u>	<u>\$ 3</u>

The provision (benefit) for 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:

	December 31,		
	2019	2018	2017
Federal tax at statutory rate	\$ 8,141	\$ 8,384	\$ 15,350
State tax, net	—	1	1
Patronage distributions	(4,811)	(4,706)	(7,526)
Tax-exempt FLCA earnings	(3,430)	(3,576)	(7,236)
Change in valuation allowance	62	(129)	(2,332)
Federal refund	—	—	—
Future tax rate change	—	—	1,119
Other	40	33	627
Provision (benefit) for income taxes	<u>\$ 2</u>	<u>\$ 7</u>	<u>\$ 3</u>

In late December 2017, federal tax legislation was enacted which, among other things, lowered the federal corporate tax rate from 35% to 21% beginning on January 1, 2018. The change to the lower corporate tax rate led to an insignificant remeasurement of the deferred tax liabilities and deferred tax assets in 2017, the period of enactment. Deferred tax assets and liabilities are comprised of the following:

	December 31,		
	2019	2018	2017
Deferred income tax assets:			
Allowance for loan losses	\$ 926	\$ 783	\$ 885
Employee benefit plan and compensation	269	263	282
Nonaccrual loan interest	389	318	300
Loan fees	195	212	213
Depreciation	—	9	—
Other	82	123	173
Gross deferred tax assets	<u>\$ 1,861</u>	<u>1,708</u>	<u>1,853</u>
Less: valuation allowance	(1,770)	(1,708)	(1,837)
Gross deferred tax assets, net of valuation allowance	<u>91</u>	<u>—</u>	<u>16</u>
Deferred income tax liabilities:			
Depreciation	(91)	—	(16)
Gross deferred tax liability	<u>(91)</u>	<u>—</u>	<u>(16)</u>
Net deferred tax asset (liability)	<u>\$ —</u>	<u>\$ —</u>	<u>\$ —</u>

At December 31, 2019, deferred income taxes have not been provided by the Association on approximately \$8.9 million of patronage refunds received from the Bank prior to January 1, 1993. Such refunds, distributed in the form of stock, are subject to tax only upon conversion to cash. The tax liability related to future conversions is not expected to be material.

The Association maintained valuation allowances of \$1,770, \$1,708, and \$1,837 as of December 31, 2019, 2018 and 2017, respectively. The Association will continue to evaluate the realizability of these deferred tax assets and adjust the valuation allowance accordingly.

There were no uncertain tax positions identified related to the current year and the Association has no unrecognized tax benefits at December 31, 2019, for which liabilities have been established. The Association recognizes interest and penalties, if any, related to unrecognized tax benefits as a component of income tax expense.

The tax years that remain open for federal and major state income tax jurisdictions are 2016 and forward.

Note 13 — Additional Financial Information**Quarterly Financial Information (Unaudited)**

	2019				
	First	Second	Third	Fourth	Total
Net interest income	\$ 12,738	\$ 12,703	\$ 13,117	\$ 13,446	\$ 52,004
Provision for (reversal of allowance for) loan losses	(35)	123	522	2,168	2,778
Noninterest income (expense), net	(3,328)	(4,306)	(4,512)	1,682	(10,464)
Net income	\$ 9,445	\$ 8,274	\$ 8,083	\$ 12,960	\$ 38,762

	2018				
	First	Second	Third	Fourth	Total
Net interest income	\$ 12,064	\$ 12,306	\$ 12,623	\$ 12,987	\$ 49,980
Provision for (reversal of allowance for) loan losses	(233)	205	(183)	(333)	(544)
Noninterest income (expense), net	(4,420)	(4,943)	(4,584)	3,341	(10,606)
Net income	\$ 7,877	\$ 7,158	\$ 8,222	\$ 16,661	\$ 39,918

	2017				
	First	Second	Third	Fourth	Total
Net interest income	\$ 11,531	\$ 11,732	\$ 12,131	\$ 12,035	\$ 47,429
Provision for (reversal of allowance for) loan losses	(496)	453	163	55	175
Noninterest income (expense), net	(5,591)	(5,161)	(4,908)	12,261	(3,399)
Net income	\$ 6,436	\$ 6,118	\$ 7,060	\$ 24,241	\$ 43,855

Note 14 — Subsequent Events

The Association evaluated subsequent events and determined there were none requiring disclosure through March 12, 2020, which was the date the financial statements were issued.



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