

# **2018 Annual Report**



**Farm Credit Services of  
North Dakota, ACA**

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# MESSAGE FROM THE CHIEF EXECUTIVE OFFICER



Dear Farm Credit Customer:

Farm producers continue facing challenges to show profits for their operation. Ongoing trade disputes have put a damper on commodity markets and have strained farm budgets. In addition, worldwide grain supplies continue to keep pressure on commodity prices. Most farmers in Northwest North Dakota enjoyed decent yields on their small grains but corn and bean yields were generally below average. Farmers and ranchers have been resilient in looking for ways to project positive net farm earnings. Even though the farm economy continues to be stressed, most farmers continue to run a profitable farm. Farm Credit understands the stress farmers have faced the last few years, and as a result, have been responsive. Since December 2017, the Federal Reserve has increased rates five times. Farm Credit Services of North Dakota has retained four of those increases. The Pat-NOW philosophy of keeping rates low should have made a difference for our customers who may have experienced critical cash flow situations.

Despite reducing spreads by keeping the Federal Reserve increases, Farm Credit's financial performance was good. Overall capital increased by 9.4% to \$295.0 million and overall earnings increased to \$25.4 million for an increase of 5.6%. While the farm economy continues to struggle, credit quality remains strong at 96.6%.

Every year we have encouraged our stockholders to come to our annual meeting for the purpose of electing representatives to serve as directors of your cooperative. While this process has served us well, the board of directors would like to see greater customer participation in the voting process. The board and management have looked at many different ways of increasing voter participation. Other cooperatives have increased their participation by incorporating a mail-in ballot process in their election procedures. For the 2019 election of directors our board has chosen this process with the goal of increasing voter participation. The 2019 annual meeting has been scheduled for June 25, 2019. The nominating committee will present the nominated candidates and there will be an opportunity for nominations from the floor. Once the annual meeting is complete, the ballot will be finalized and submitted to the voting stockholders by mail for voting. Thank you for being an important part of Farm Credit Services of North Dakota.

Our mission at Farm Credit Services of North Dakota is to provide products and services that exceed customer expectations. Our Pat-NOW philosophy has served us well. Our goal is to keep interest rates low while offering superior customer service. Thank you for using your cooperative in 2018. I look forward to 2019 being a successful year in agriculture.

Sincerely,



Claude Sem  
President and Chief Executive Officer  
Farm Credit Services of North Dakota, ACA

March 4, 2019

# CONSOLIDATED FIVE-YEAR SUMMARY OF SELECTED FINANCIAL DATA

Farm Credit Services of North Dakota, ACA

(dollars in thousands)

As of December 31	2018	2017	2016	2015	2014
<b>Statement of Condition Data</b>					
Loans	\$ 1,222,541	\$ 1,198,827	\$ 1,153,046	\$ 1,129,003	\$ 1,015,225
Allowance for loan losses	3,696	3,256	2,886	2,467	1,711
Net loans	1,218,845	1,195,571	1,150,160	1,126,536	1,013,514
Investment in AgriBank, FCB	30,361	22,294	21,386	22,587	19,745
Other assets	38,180	34,264	29,217	25,497	23,475
Total assets	\$ 1,287,386	\$ 1,252,129	\$ 1,200,763	\$ 1,174,620	\$ 1,056,734
Obligations with maturities of one year or less	\$ 13,014	\$ 9,652	\$ 954,942	\$ 949,269	\$ 850,227
Obligations with maturities greater than one year	979,366	972,874	--	--	--
Total liabilities	992,380	982,526	954,942	949,269	850,227
Capital stock and participation certificates	1,969	1,997	2,039	2,164	2,194
Unallocated surplus	293,212	267,818	243,782	223,187	204,313
Accumulated other comprehensive loss	(175)	(212)	--	--	--
Total members' equity	295,006	269,603	245,821	225,351	206,507
Total liabilities and members' equity	\$ 1,287,386	\$ 1,252,129	\$ 1,200,763	\$ 1,174,620	\$ 1,056,734
For the year ended December 31	2018	2017	2016	2015	2014
<b>Statement of Income Data</b>					
Net interest income	\$ 30,804	\$ 31,440	\$ 29,636	\$ 29,353	\$ 26,801
Provision for (reversal of) loan losses	766	475	786	1,224	(200)
Other expenses, net	4,644	6,929	8,255	9,255	7,731
Net income	\$ 25,394	\$ 24,036	\$ 20,595	\$ 18,874	\$ 19,270
<b>Key Financial Ratios</b>					
<b>For the Year</b>					
Return on average assets	2.0%	2.0%	1.7%	1.7%	2.0%
Return on average members' equity	9.0%	9.4%	8.8%	8.7%	9.8%
Net interest income as a percentage of average earning assets	2.5%	2.7%	2.6%	2.8%	2.9%
Net charge-offs as a percentage of average loans	0.0%	0.0%	0.0%	0.0%	0.0%
<b>At Year End</b>					
Members' equity as a percentage of total assets	22.9%	21.5%	20.5%	19.2%	19.5%
Allowance for loan losses as a percentage of loans	0.3%	0.3%	0.3%	0.2%	0.2%
Capital ratios effective beginning January 1, 2017:					
Common equity tier 1 ratio	18.6%	17.8%	N/A	N/A	N/A
Tier 1 capital ratio	18.6%	17.8%	N/A	N/A	N/A
Total capital ratio	18.9%	18.0%	N/A	N/A	N/A
Permanent capital ratio	18.6%	17.8%	N/A	N/A	N/A
Tier 1 leverage ratio	20.6%	19.9%	N/A	N/A	N/A
Capital ratios effective prior to 2017:					
Permanent capital ratio	N/A	N/A	16.9%	15.9%	16.2%
Total surplus ratio	N/A	N/A	16.7%	15.7%	16.1%
Core surplus ratio	N/A	N/A	16.7%	15.7%	16.1%

No income was distributed to members in the form of cash patronage, dividends, stock, or allocated surplus during the five years presented.

# MANAGEMENT'S DISCUSSION AND ANALYSIS

*Farm Credit Services of North Dakota, ACA*

The following commentary reviews the consolidated financial condition and consolidated results of operations of Farm Credit Services of North Dakota, ACA (the Association) and its subsidiaries, Farm Credit Services of North Dakota, FLCA and Farm Credit Services of North Dakota, PCA and provides additional specific information. The accompanying Consolidated Financial Statements and Notes to the Consolidated Financial Statements also contain important information about our financial condition and results of operations.

The Farm Credit System (System) is a nationwide system of cooperatively owned banks and associations established by Congress to meet the credit needs of American agriculture. As of January 1, 2019, the System consisted of three Farm Credit Banks, one Agricultural Credit Bank, and 69 customer-owned cooperative lending institutions (associations). The System serves all 50 states, Washington D.C., and Puerto Rico. This network of financial cooperatives is owned and governed by the rural customers the System serves.

AgriBank, FCB (AgriBank), a System Farm Credit Bank, and its District associations are collectively referred to as the AgriBank Farm Credit District (AgriBank District or the District). We are an association in the District.

The Farm Credit Administration (FCA) is authorized by Congress to regulate the System. The Farm Credit System Insurance Corporation (FCSIC) ensures the timely payment of principal and interest on Systemwide debt obligations and the retirement of protected borrower capital at par or stated value.

Due to the nature of our financial relationship with AgriBank, the financial condition and results of operations of AgriBank materially impact our members' investment. To request free copies of AgriBank financial reports, contact us at:

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Our Annual Report is available on our website no later than 75 days after the end of the calendar year and members are provided a copy of such report no later than 90 days after the end of the calendar year. The Quarterly Reports are available on our website no later than 40 days after the end of each calendar quarter. To request free copies of our Annual or Quarterly Reports, contact us as stated above.

## FORWARD-LOOKING INFORMATION

This Annual Report includes 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 "anticipate", "believe", "estimate", "may", "expect", "intend", "outlook", and similar expressions are used to identify such forward-looking statements. These statements reflect our current views with respect to future events. However, actual results may differ materially from our expectations due to a number of risks and uncertainties which may be beyond our control. These risks and uncertainties include, but are not limited to:

- Political, legal, regulatory, financial markets, international, and economic conditions and developments in the United States (U.S.) and abroad
- Economic fluctuations in the agricultural and farm-related business sectors
- Unfavorable weather, disease, and other adverse climatic or biological conditions that periodically occur and impact agricultural productivity and income
- Changes in U.S. government support of the agricultural industry and the System as a government-sponsored enterprise, as well as investor and rating agency actions relating to events involving the U.S. government, other government-sponsored enterprises, and other financial institutions
- Actions taken by the Federal Reserve System in implementing monetary policy
- Credit, interest rate, and liquidity risks inherent in our lending activities
- Changes in our assumptions for determining the allowance for loan and fair value measurements

## AGRICULTURAL AND ECONOMIC CONDITIONS

The harvest was completed in a timely manner in our territory. Yields and grain quality in most areas were above projected levels, and the debt servicing reports indicate a majority of producers will be able to meet repayment capacity. Some producers and areas were more affected by weather issues than others. Crop insurance should limit these individuals' losses. The recent trade disputes have created uncertainty in commodity prices. The customers however have had opportunities to lock in prices at or above projected levels. The livestock producers in our area had ample grass this year. Hay production was average as well. The prices for livestock have remained close to projected levels. The producers with feeders had a profitable year and with hedges in place it appears they should remain profitable. The demand for real estate has remained strong, however prices appear to have leveled off. These changes have not been dramatic, and have been anticipated with the current conditions. The increases in the interest rates to this point have had minimal impact upon producer's expenses. The local economy has been stimulated by additional oil activity. This provides off farm employment opportunities if desired.

The overall profitability of our producers is being challenged with the decrease in commodity prices. Despite these challenges, nearly all producers will continue to modify their operations to remain viable, obtain financing, and continue operating their farm or ranch.

## LOAN PORTFOLIO

### Loan Portfolio

Total loans were \$1.2 billion at December 31, 2018, an increase of \$23.7 million from December 31, 2017.

#### Components of Loans

(in thousands)

As of December 31	2018	2017	2016
Accrual loans:			
Real estate mortgage	\$ 449,089	\$ 436,293	\$ 417,000
Production and intermediate-term	441,641	460,901	483,766
Agribusiness	210,305	197,646	167,222
Other	112,989	95,736	79,627
Nonaccrual loans	8,517	8,251	5,431
Total loans	\$ 1,222,541	\$ 1,198,827	\$ 1,153,046

The other category is primarily comprised of energy, communication, international, and water and waste water related loans, as well as leases originated under our leasing authority.

The increase in total loans from December 31, 2017, was due primarily to growth in participation volume through our alliance with AgCountry CFG and our traditional production and intermediate-term loan volume. Producers held grain sales due to depressed commodity prices. The traditional real estate volume experienced a more modest increase as the volume of land sales and rebalances declined when compared to the prior year. On December 1, 2018, we sold to AgriBank a 100% participation interest in production and intermediate-term loans associated with the ProPartners Financial (ProPartners) alliance totaling \$55.3 million.

We offer variable, fixed, capped, indexed, and adjustable interest rate loan programs to our borrowers. We also offer lease programs through our affiliation with Farm Credit Leasing. Refer to the Relationships with other Farm Credit Institutions section of this report for further information. We determine interest margins charged on each lending program based on cost of funds, credit risk, market conditions, and the need to generate sufficient earnings.

We have sold to AgriBank participation interests in certain loans as part of a pool program. The total outstanding participation interests in this program were \$49.1 million at December 31, 2018. There were no outstanding participation interests related to pool programs at December 31, 2017 and 2016.

### Portfolio Distribution

We are chartered to serve certain counties in North Dakota. Approximately 23.7% of our total loan portfolio was in Ward, Wells and McLean counties at December 31, 2018. Our portfolio is geographically disbursed as no other counties in our territory had more than 5.0% concentration in loans.

#### Agricultural Concentrations

As of December 31	2018	2017	2016
Cash grains	59.1%	61.5%	62.9%
Livestock	9.3%	8.6%	9.5%
Rural utilities	7.2%	6.4%	5.9%
Food processing	6.9%	7.3%	6.1%
Landlords	4.1%	4.3%	5.4%
Farm machinery	4.0%	3.9%	2.9%
Other	9.4%	8.0%	7.3%
Total	100.0%	100.0%	100.0%

Commodities are based on the borrower's primary intended commodity at the time of loan origination and may change due to borrower business decisions as a result of changes in weather, prices, input costs, and other circumstances.

Our production and intermediate-term loan portfolio exhibits some seasonality relating to patterns of operating loans made to crop producers. These loans are normally at their lowest levels following the harvest and then increase in the spring and throughout the rest of the year as borrowers fund operating needs.

### Portfolio Credit Quality

The credit quality of our portfolio remained relatively stable from December 31, 2017. Adversely classified loans increased to 3.4% of the portfolio at December 31, 2018, from 2.8% of the portfolio at December 31, 2017. Adversely classified loans are loans we have identified as showing some credit weakness outside our credit standards. We have considered portfolio credit quality in assessing the reasonableness of our allowance for loan losses.

In certain circumstances, government agency guarantee programs are used to reduce the risk of loss. At December 31, 2018, \$44.5 million of our loans were, to some level, guaranteed under these government programs.

## Risk Assets

### Components of Risk Assets

(dollars in thousands)

As of December 31	2018	2017	2016
Loans:			
Nonaccrual	\$ 8,517	\$ 8,251	\$ 5,431
Accruing restructured	403	422	1,308
Accruing loans 90 days or more past due	--	--	19
Total risk loans	8,920	8,673	6,758
Other property owned	--	--	--
Total risk assets	\$ 8,920	\$ 8,673	\$ 6,758
Total risk loans as a percentage of total loans	0.7%	0.7%	0.6%
Nonaccrual loans as a percentage of total loans	0.7%	0.7%	0.5%
Current nonaccrual loans as a percentage of total nonaccrual loans	62.9%	34.7%	31.0%
Total delinquencies as a percentage of total loans	0.3%	0.7%	0.5%

Note: Accruing loans include accrued interest receivable.

Our risk assets have increased from December 31, 2017, but have remained at acceptable levels. Despite the increase in risk assets, total risk loans as a percentage of total loans were well within our established risk management guidelines.

### Allowance for Loan Losses

The allowance for loan losses is an estimate of losses on loans inherent in our portfolio as of the financial statement date. We determine the appropriate level of allowance for loan losses based on the periodic evaluation of factors such as loan loss history, estimated probability of default, estimated loss severity, portfolio quality, and current economic and environmental conditions.

#### Allowance Coverage Ratios

As of December 31	2018	2017	2016
Allowance as a percentage of:			
Loans	0.3%	0.3%	0.3%
Nonaccrual loans	43.4%	39.5%	53.1%
Total risk loans	41.4%	37.5%	42.7%
Net charge-offs as a percentage of average loans	0.0%	0.0%	0.0%
Adverse assets to risk funds	15.9%	13.4%	10.2%

Note: Risk funds includes permanent capital and allowance for loan losses.

In our opinion, the allowance for loan losses was reasonable in relation to the risk in our loan portfolio at December 31, 2018.

Additional loan information is included in Notes 3, 9, 10, and 11 to the accompanying Consolidated Financial Statements.

## RESULTS OF OPERATIONS

### Profitability Information

(dollars in thousands)

For the year ended December 31	2018	2017	2016
Net income	\$ 25,394	\$ 24,036	\$ 20,595
Return on average assets	2.0%	2.0%	1.7%
Return on average members' equity	9.0%	9.4%	8.8%

Changes in the chart above relate directly to:

- Changes in income discussed below
- Changes in assets discussed in the Loan Portfolio section
- Changes in capital discussed in the Capital Adequacy section

### Changes in Significant Components of Net Income

(in thousands)	For the year ended December 31			(Decrease) increase in net income	
	2018	2017	2016	2018 vs 2017	2017 vs 2016
Net interest income	\$ 30,804	\$ 31,440	\$ 29,636	\$ (636)	\$ 1,804
Provision for loan losses	766	475	786	(291)	311
Patronage income	5,479	4,915	4,140	564	775
Other income, net	11,419	10,174	9,986	1,245	188
Operating expenses	20,929	20,404	20,403	(525)	(1)
Provision for income taxes	613	1,614	1,978	1,001	364
Net income	\$ 25,394	\$ 24,036	\$ 20,595	\$ 1,358	\$ 3,441

### Net Interest Income

#### Changes in Net Interest Income

(in thousands)	For the year ended December 31	
	2018 vs 2017	2017 vs 2016
Changes in volume	\$ 1,651	\$ 461
Changes in interest rates	(2,268)	1,397
Changes in nonaccrual income and other	(19)	(54)
Net change	\$ (636)	\$ 1,804

Net interest income included income on nonaccrual loans that totaled \$229 thousand, \$248 thousand, and \$302 thousand in 2018, 2017, and 2016, respectively. Nonaccrual income is recognized when received in cash, collection of the recorded investment is fully expected, and prior charge-offs have been recovered.

Net interest margin (net interest income as a percentage of average earning assets) was 2.5%, 2.7%, and 2.6% in 2018, 2017, and 2016, respectively. We expect margins to compress in the future if interest rates continue to rise and competition increases.

### Provision for Loan Losses

The fluctuation in the provision for loan losses was related to changes in our specific reserves and estimate of losses in our portfolio, charge-off and recovery activity, and changes in loan volume. Additional discussion is included in Note 3 to the accompanying Consolidated Financial Statements.

### Patronage Income

We may receive patronage from AgriBank and other Farm Credit Institutions. Patronage distributions from AgriBank and other Farm Credit Institutions are declared solely at the discretion of each institution's Board of Directors.

#### Patronage Income

(in thousands)	For the year ended December 31		
	2018	2017	2016
Wholesale patronage	\$ 5,300	\$ 4,896	\$ 4,113
Equalization income	17	10	18
Pool program patronage	154	--	--
Other Farm Credit Institutions	8	9	9
Total patronage income	\$ 5,479	\$ 4,915	\$ 4,140

Wholesale patronage income is based on the average balance of our note payable to AgriBank. The patronage rates were 54.1 basis points, 52.1 basis points, and 25.6 basis points in 2018, 2017, and 2016, respectively. The increase in the patronage rate in 2017 was primarily due to a change in AgriBank's capital plan effective July 1, 2017. The capital plan was modified to pay out 100% of net earnings beginning in 2017. Previously, 50% of net earnings was paid. See the Relationship with AgriBank section for further discussion on patronage income.

Equalization is determined based on the quarterly average balance of stock in excess of our AgriBank required investment. Prior to 2017, we earned equalization on any stock investment in AgriBank required to be held when our growth exceeded a targeted growth rate. The equalization rate is targeted at the average cost of funds for all District associations as a group.

We have participated in a pool program in which we sell participation interests in certain loans to AgriBank. As part of this program, we received patronage income in an amount that approximated the net earnings of the loans. Net earnings represents the net interest income associated with these loans adjusted for certain fees and costs specific to the related loans as well as adjustments deemed appropriate by AgriBank related to the credit performance of the loans, as applicable.



## Other Income, Net

The change in other income, net was primarily due to increases in financially related services income and Allocated Insurance Reserve Accounts (AIRA) distribution.

Financially related services income increased primarily due to an increase in multi-peril crop insurance and crop hail insurance income.

The increase in Allocated Insurance Reserve Accounts (AIRA) was due to our share of distributions from AIRA of \$692 thousand in 2018. The AIRA was established by the Farm Credit System Insurance Corporation (FCSIC) when premiums collected increased the level of the Insurance Fund beyond the required secured base amount of 2.0% of insured debt. There were no AIRA distributions in 2017 or 2016.

## Operating Expenses

### Components of Operating Expenses

(dollars in thousands)

For the year ended December 31	2018	2017	2016
Salaries and employee benefits	\$ 13,085	\$ 12,675	\$ 12,698
Purchased and vendor services	1,469	909	1,015
Communications	177	177	175
Occupancy and equipment	1,221	1,199	1,162
Advertising and promotion	637	578	594
Examination	503	481	386
Farm Credit System insurance	900	1,443	1,645
Other	2,937	2,942	2,728
Total operating expenses	\$ 20,929	\$ 20,404	\$ 20,403
Operating rate	1.7%	1.8%	1.8%

The change in operating expenses was primarily related to increases in purchased and vendor services and salaries and employee benefits, offset by a decrease in the FCSIC expense.

The Farm Credit System insurance expense decreased in 2018 primarily due to a lower premium rate charged by FCSIC on accrual loans from 15 basis points in 2017 to 9 basis points in 2018. The FCSIC has announced premiums will remain unchanged at 9 basis points for 2019. The FCSIC Board meets periodically throughout the year to review premium rates and has the ability to change these rates at any time.

## Provision for Income Taxes

The variance in provision for income taxes was related to a decrease in income from our taxable entities and a decrease in the applicable federal tax rate under the Tax Cuts and Jobs Act. Additional discussion is included in Note 7 to the accompanying Consolidated Financial Statements.

## FUNDING AND LIQUIDITY

We borrow from AgriBank, under a note payable, in the form of a line of credit, as described in Note 5 to the accompanying Consolidated Financial Statements. This line of credit is our primary source of liquidity and is used to fund operations and meet current obligations. At December 31, 2018, we had \$615.9 million available under our line of credit. We generally apply excess cash to this line of credit.

### Note Payable Information

(dollars in thousands)

For the year ended December 31	2018	2017	2016
Average balance	\$ 982,548	\$ 942,651	\$ 937,918
Average interest rate	2.4%	1.7%	1.2%

The repricing attributes of our line of credit generally correspond to the repricing attributes of our loan portfolio, which significantly reduces our market interest rate risk. Due to the cooperative structure of the Farm Credit System and as we are a stockholder of AgriBank, we expect this borrowing relationship to continue into the foreseeable future. Our other source of lendable funds is from unallocated surplus.

## CAPITAL ADEQUACY

Total members' equity was \$295.0 million, \$269.6 million, and \$245.8 million at December 31, 2018, 2017, and 2016, respectively. Total members' equity increased \$25.4 million from December 31, 2017, primarily due to net income for the year. Accumulated other comprehensive loss is the impact of prior service cost and unamortized actuarial gain/loss related to the Pension Restoration Plan. Additional Pension Restoration Plan information is included in Note 8 to the accompanying Consolidated Financial Statements.

Effective January 1, 2017, the FCA Regulations require us to maintain minimums for our common equity tier 1, tier 1 capital, total capital, and permanent capital risk-based capital ratios. In addition, the FCA requires us to maintain minimums for our non-risk-adjusted ratios of tier 1 leverage and unallocated retained earnings and equivalents leverage.

## Regulatory Capital Requirements and Ratios

As of December 31	2018	2017	Regulatory Minimums	Capital Conservation Buffer	Total
Risk-adjusted:					
Common equity tier 1 ratio	18.6%	17.8%	4.5%	2.5%*	7.0%
Tier 1 capital ratio	18.6%	17.8%	6.0%	2.5%*	8.5%
Total capital ratio	18.9%	18.0%	8.0%	2.5%*	10.5%
Permanent capital ratio	18.6%	17.8%	7.0%	N/A	7.0%
Non-risk-adjusted:					
Tier 1 leverage ratio	20.6%	19.9%	4.0%	1.0%	5.0%
Unallocated retained earnings and equivalents leverage ratio	21.3%	20.4%	1.5%	N/A	1.5%

\*The 2.5% capital conservation buffer over risk-adjusted ratio minimums is being phased in over three years under the FCA capital requirements. The phase in period ends on December 31, 2019.

Our capital plan is designed to maintain an adequate amount of surplus and allowance for loan losses which represents our reserve for adversity prior to impairment of stock. We manage our capital to allow us to meet member needs and protect member interests, both now and in the future.

Additional discussion of these regulatory ratios is included in Note 6 to the accompanying Consolidated Financial Statements.

Capital ratios are directly impacted by changes in capital, assets, and off-balance sheet commitments. Refer to the Loan section for further discussion of the changes in assets. Additional members' equity information is included in Note 6 to the accompanying Consolidated Financial Statements. Refer to Note 6 in our Annual Report for the year ended December 31, 2016, for a more complete description of the ratios effective as of December 31, 2016. We were in compliance with the minimum required capital ratios as of December 31, 2016.

In addition to these regulatory requirements, we establish an optimum permanent capital target range. This target allows us to maintain a capital base adequate for future growth and investment in new products and services. The target is subject to revision as circumstances change. Our optimum permanent capital target range was 17% to 22%, as defined in our 2019 capital plan.

If the capital ratios fall below the total requirements, including the buffer amounts, capital distributions (equity redemptions, dividends, and patronage) and discretionary senior executive bonuses are restricted or prohibited without prior FCA approval. We do not foresee any events that would result in this prohibition in 2019.

## RELATIONSHIP WITH AGRIBANK

### Borrowing

We borrow from AgriBank to fund our lending operations in accordance with the Farm Credit Act. Approval from AgriBank is required for us to borrow elsewhere. A General Financing Agreement (GFA), as discussed in Note 5 to the accompanying Consolidated Financial Statements, governs this lending relationship.

The components of cost of funds under the GFA include:

- A marginal cost of debt component
- A spread component, which includes cost of servicing, cost of liquidity, and bank profit
- A risk premium component, if applicable

In the periods presented, we were not subject to the risk premium component. Certain factors may impact our cost of funds, which primarily include market interest rate changes impacting marginal cost of debt as well as changes to pricing methodologies impacting the spread components described above.

The marginal cost of debt approach simulates matching the cost of underlying debt with similar terms as the anticipated terms of our loans to borrowers. This approach substantially protects us from market interest rate risk. We may occasionally engage in funding strategies that result in limited interest rate risk with approval by AgriBank's Asset/Liability Committee.

### Investment

We are required to invest in AgriBank capital stock as a condition of borrowing. This investment may be in the form of purchased stock or stock representing distributed AgriBank surplus. As of December 31, 2018, we were required by AgriBank to maintain an investment equal to 2.25% of the average quarterly balance of our note payable, with an additional amount required on association growth in excess of a targeted growth rate, if the District is also growing above a targeted growth rate.

We are also required to hold additional investment in AgriBank based on a contractual agreement under a pool program.

## Patronage

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AgriBank's 2018 capital plan is intended to provide for adequate capital at AgriBank under capital regulations as well as to create a path to long-term capital optimization within the AgriBank District. The plan optimizes capital at AgriBank; distributing available AgriBank earnings in the form of patronage, either cash or stock. The plan is designed to maintain capital adequacy such that sufficient earnings will be retained in the form of unallocated retained earnings and allocated stock to meet the leverage ratio target and other regulatory or policy constraints prior to any cash patronage distributions.

We receive the following types of discretionary patronage from AgriBank:

- Wholesale patronage which includes:
  - Patronage on our note payable with AgriBank
  - Equalization patronage based on our excess stock in AgriBank
- Pool program patronage based on the net earnings of loan participation interests sold to AgriBank

Beginning in 2017, wholesale patronage income earned may be paid in cash and AgriBank stock. Wholesale patronage income for 2018, 2017, and 2016 was paid in cash. All pool program patronage distributions were paid in cash.

## Purchased Services

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We purchase various services from AgriBank, including SunStream Business Services, a division of AgriBank. The services include certain financial and retail systems, financial reporting services, tax reporting services, technology services, insurance services, and internal audit services.

The total cost of services we purchased from AgriBank was \$651 thousand, \$512 thousand, and \$518 thousand in 2018, 2017, and 2016, respectively.

## Impact on Members' Investment

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Due to the nature of our financial relationship with AgriBank, the financial condition and results of operations of AgriBank materially impact our members' investment.

## OTHER RELATIONSHIPS AND PROGRAMS

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### Relationships with Other Farm Credit Institutions

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**AgCountry CFG:** We participate in AgCountry CFG, formerly FCS Commercial Finance Group, alliance with certain other associations in the AgriBank District to better meet the financial needs of agricultural producers and agribusiness operations. AgCountry CFG is directed by representatives from participating associations. The income, expense, and credit risks are allocated based on each association's participation interest of the AgCountry CFG volume. Each association determines its commitment for new volume opportunities based on its capacity and preferences. We had \$352.5 million, \$311.5 million, and \$264.5 million of AgCountry CFG volume at December 31, 2018, 2017, and 2016, respectively. We also had \$153.6 million of available commitment on AgCountry CFG loans at December 31, 2018. The FCS Commercial Finance Group name was changed to AgCountry CFG in December 2018.

**ProPartners Financial:** We participate in ProPartners with certain other associations in the Farm Credit System to provide producer financing through agribusinesses that sell crop inputs. ProPartners is directed by representatives from participating associations. Through November 30, 2018, the income, expense, and credit risks were allocated based on each association's participation interest of the ProPartners volume. Each association's allocation was established based on mutual agreement of the owners. We had \$45.1 million and \$45.9 million of ProPartners volume at December 31, 2017, and 2016, respectively. On December 1, 2018, we sold to AgriBank our entire interest in the loans associated with ProPartners. As part of this program we receive discretionary patronage income from AgriBank that approximates the net earnings of the loans. AgriBank immediately purchases a 100% participation interest in all new ProPartners loans.

**CentRic Technology Collaboration:** We participate in CentRic Technology Collaboration (CTC) with certain other AgriBank District associations. The CTC facilitates the development and maintenance of certain retail technology systems essential to providing credit and other services to our members. The CTC operations are governed by representatives of each participating association. The expenses of CTC are allocated to each of the participating associations based on an agreed upon formula. The systems developed are owned by each of the participating associations.

**FCS of Mandan, ACA:** Effective January 1, 2017, we formed an alliance with FCS of Mandan, ACA to integrate the associations' Technology Departments. All information technology staff are jointly employed and managed by both associations.

**Farm Credit Leasing Services Corporation:** We have an agreement with Farm Credit Leasing Services Corporation (FCL), a System service corporation, which specializes in leasing products and provides industry expertise. Leases are originated and serviced by FCL and we receive a fee from FCL at the origination of the transaction. This arrangement provides our members with a broad selection of product offerings and enhanced lease expertise.

**CoBank, ACB:** We have a relationship with CoBank, ACB (CoBank), a System bank, which involves purchasing participation interests in loans. As part of this relationship, at December 31, 2018, 2017, and 2016, our equity investment in CoBank was \$7 thousand.

**Farm Credit Foundations:** We have a relationship with Farm Credit Foundations (Foundations), a System service corporation, which involves purchasing human resource information systems, and benefit, payroll, and workforce management services. As of December 31, 2018, 2017, and 2016, our investment in Foundations was \$17 thousand. The total cost of services we purchased from Foundations was \$115 thousand, \$99 thousand, and \$91 thousand in 2018, 2017, and 2016, respectively.

## Programs

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We are involved in a number of programs designed to improve our credit delivery, related services, and marketplace presence.

**Equipment Financing:** We have entered into agreements with certain dealer networks to provide alternative service delivery channels to borrowers. These trade credit opportunities create more flexible and accessible financing options to borrowers through dealer point-of-purchase financing programs.

**Farm Cash Management:** We offer Farm Cash Management to our members. Farm Cash Management links members' revolving lines of credit with an AgriBank investment bond to optimize members' use of funds.

## REGULATORY MATTERS

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### Investment Securities Eligibility

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In May 2018, the FCA Board approved a final rule to revise the requirements governing the eligibility of investment securities for System banks and associations. The new regulation revises the eligibility purpose, type, and amount of investments that a System association may hold. The regulation was effective January 1, 2019. We currently do not have investment securities on our Consolidated Statements of Condition.

# REPORT OF MANAGEMENT

*Farm Credit Services of North Dakota, ACA*



We prepare the Consolidated Financial Statements of Farm Credit Services of North Dakota, ACA (the Association) and are responsible for their integrity and objectivity, including amounts that must necessarily be based on judgments and estimates. The Consolidated Financial Statements have been prepared in conformity with accounting principles generally accepted in the United States of America. The Consolidated Financial Statements, in our opinion, fairly present the financial condition of the Association. Other financial information included in the Annual Report is consistent with that in the Consolidated Financial Statements.

To meet our responsibility for reliable financial information, we depend on accounting and internal control systems designed to provide reasonable, but not absolute assurance that assets are safeguarded and transactions are properly authorized and recorded. Costs must be reasonable in relation to the benefits derived when designing accounting and internal control systems. Financial operations audits are performed to monitor compliance. PricewaterhouseCoopers LLP, our independent auditors, audit the Consolidated Financial Statements. They also consider internal controls to the extent necessary to design audit procedures that comply with auditing standards generally accepted in the United States of America. The Farm Credit Administration also performs examinations for safety and soundness as well as compliance with applicable laws and regulations.

The Board of Directors has overall responsibility for our system of internal control and financial reporting. The Board of Directors and its Audit Committee consults regularly with us and meets periodically with the independent auditors and other auditors to review the scope and results of their work. The independent auditors have direct access to the Board of Directors, which is composed solely of directors who are not officers or employees of the Association.

The undersigned certify we have reviewed the Association's Annual Report, which has been prepared in accordance with all applicable statutory or regulatory requirements. The information contained herein is true, accurate, and complete to the best of our knowledge and belief.

Steve Perdue  
Chairperson of the Board  
Farm Credit Services of North Dakota, ACA

Claude Sem  
President and Chief Executive Officer  
Farm Credit Services of North Dakota, ACA

Kent Huss  
Chief Financial Officer  
Farm Credit Services of North Dakota, ACA

March 4, 2019

# REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING

Farm Credit Services of North Dakota, ACA



The Farm Credit Services of North Dakota, ACA (the Association) 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, 2018. In making the assessment, management used the 2013 framework in Internal Control — Integrated Framework, 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 concluded that as of December 31, 2018, 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, 2018.



Claude Sem  
President and Chief Executive Officer  
Farm Credit Services of North Dakota, ACA



Kent Huss  
Chief Financial Officer  
Farm Credit Services of North Dakota, ACA

March 4, 2019

# REPORT OF AUDIT COMMITTEE

Farm Credit Services of North Dakota, ACA



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The Consolidated Financial Statements were prepared under the oversight of the Audit Committee. The Audit Committee is composed of a subset of the Board of Directors of Farm Credit Services of North Dakota, ACA (the Association). The Audit Committee oversees the scope of the Association's internal audit program, the approval, and independence of PricewaterhouseCoopers LLP (PwC) as independent auditors, the adequacy of the Association's system of internal controls and procedures, and the adequacy of management's actions with respect to recommendations arising from those auditing activities. The Audit Committee's responsibilities are described more fully in the Internal Control Policy and the Audit Committee Charter.

Management is responsible for internal controls and the preparation of the Consolidated Financial Statements in accordance with accounting principles generally accepted in the United States of America. PwC is responsible for performing an independent audit of the Consolidated Financial Statements in accordance with auditing standards generally accepted in the United States of America and to issue their report based on their audit. The Audit Committee's responsibilities include monitoring and overseeing these processes.

In this context, the Audit Committee reviewed and discussed the audited Consolidated Financial Statements for the year ended December 31, 2018, with management. The Audit Committee also reviewed with PwC the matters required to be discussed by Statement on Auditing Standards AU-C 260, *The Auditor's Communication with Those Charged with Governance*, and both PwC and the internal auditors directly provided reports on any significant matters to the Audit Committee.

The Audit Committee had discussions with and received written disclosures from PwC confirming its independence. The Audit Committee also reviewed the non-audit services provided by PwC, if any, and concluded these services were not incompatible with maintaining PwC's independence. The Audit Committee discussed with management and PwC any other matters and received any assurances from them as the Audit Committee deemed appropriate.

Based on the foregoing review and discussions, and relying thereon, the Audit Committee recommended that the Board of Directors include the audited Consolidated Financial Statements in the Annual Report for the year ended December 31, 2018.



Bryan Ankenbauer  
Chairperson of the Audit Committee  
Farm Credit Services of North Dakota, ACA

Members of the Audit Committee are:

Thomas Henry  
Phil Lowe  
Steve Perdue  
Clara Sue Price

March 4, 2019



## Report of Independent Auditors

To the Board of Directors of Farm Credit Services of North Dakota, ACA,

We have audited the accompanying Consolidated Financial Statements of Farm Credit Services of North Dakota, ACA and its subsidiaries (the Association), which comprise the consolidated statements of condition as of December 31, 2018, 2017, and 2016, and the related consolidated statements of comprehensive income, changes in members' equity and cash flows for the years then ended.

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

Management is responsible for the preparation and fair presentation of the Consolidated Financial Statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of Consolidated Financial Statements that are free from material misstatement, whether due to fraud or error.

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

Our responsibility is to express an opinion on the Consolidated Financial Statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the Consolidated Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Consolidated Financial Statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the Association's preparation and fair presentation of the Consolidated Financial Statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Association's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the Consolidated Financial Statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### ***Opinion***

In our opinion, the Consolidated Financial Statements referred to above present fairly, in all material respects, the financial position of Farm Credit Services of North Dakota, ACA and its subsidiaries as of December 31, 2018, 2017, and 2016, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

*PricewaterhouseCoopers LLP*

March 4, 2019

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*PricewaterhouseCoopers LLP, 45 South Seventh Street, Suite 3400, Minneapolis, MN 55402  
T: (612) 596 6000, [www.pwc.com/us](http://www.pwc.com/us)*



# CONSOLIDATED STATEMENTS OF CONDITION

Farm Credit Services of North Dakota, ACA

(in thousands)

As of December 31	2018	2017	2016
<b>ASSETS</b>			
Loans	\$ 1,222,541	\$ 1,198,827	\$ 1,153,046
Allowance for loan losses	3,696	3,256	2,886
Net loans	1,218,845	1,195,571	1,150,160
Investment in AgriBank, FCB	30,361	22,294	21,386
Accrued interest receivable	21,808	20,582	18,608
Deferred tax assets, net	99	--	--
Other assets	16,273	13,682	10,609
Total assets	\$ 1,287,386	\$ 1,252,129	\$ 1,200,763
<b>LIABILITIES</b>			
Note payable to AgriBank, FCB	\$ 979,366	\$ 972,874	\$ 946,611
Accrued interest payable	6,704	4,331	3,113
Deferred tax liabilities, net	--	127	30
Other liabilities	6,310	5,194	5,188
Total liabilities	992,380	982,526	954,942
Contingencies and commitments (Note 10)			
<b>MEMBERS' EQUITY</b>			
Capital stock and participation certificates	1,969	1,997	2,039
Unallocated surplus	293,212	267,818	243,782
Accumulated other comprehensive loss	(175)	(212)	--
Total members' equity	295,006	269,603	245,821
Total liabilities and members' equity	\$ 1,287,386	\$ 1,252,129	\$ 1,200,763

The accompanying notes are an integral part of these Consolidated Financial Statements.

# CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

*Farm Credit Services of North Dakota, ACA*

*(in thousands)*

For the year ended December 31	2018	2017	2016
<b>Interest income</b>	\$ 54,248	\$ 47,017	\$ 41,316
<b>Interest expense</b>	23,444	15,577	11,680
Net interest income	30,804	31,440	29,636
<b>Provision for loan losses</b>	766	475	786
Net interest income after provision for loan losses	30,038	30,965	28,850
<b>Other income</b>			
Patronage income	5,479	4,915	4,140
Financially related services income	8,841	8,056	8,058
Fee income	1,800	1,927	1,906
Allocated Insurance Reserve Accounts distribution	692	--	--
Miscellaneous income, net	86	191	22
Total other income	16,898	15,089	14,126
<b>Operating expenses</b>			
Salaries and employee benefits	13,085	12,675	12,698
Other operating expenses	7,844	7,729	7,705
Total operating expenses	20,929	20,404	20,403
Income before income taxes	26,007	25,650	22,573
<b>Provision for income taxes</b>	613	1,614	1,978
Net income	\$ 25,394	\$ 24,036	\$ 20,595
<b>Other comprehensive income</b>			
Employee benefit plans activity	\$ 37	\$ --	\$ --
Total other comprehensive income	37	--	--
Comprehensive income	\$ 25,431	\$ 24,036	\$ 20,595

*The accompanying notes are an integral part of these Consolidated Financial Statements.*

## CONSOLIDATED STATEMENTS OF CHANGES IN MEMBERS' EQUITY

Farm Credit Services of North Dakota, ACA

(in thousands)

	Capital Stock and Participation Certificates	Unallocated Surplus	Accumulated Other Comprehensive Loss	Total Members' Equity
Balance as of December 31, 2015	\$ 2,164	\$ 223,187	\$ --	\$ 225,351
Net income	--	20,595	--	20,595
Capital stock and participation certificates issued	163	--	--	163
Capital stock and participation certificates retired	(288)	--	--	(288)
Balance as of December 31, 2016	2,039	243,782	--	245,821
Net income	--	24,036	--	24,036
Other comprehensive loss	--	--	(212)	(212)
Capital stock and participation certificates issued	171	--	--	171
Capital stock and participation certificates retired	(213)	--	--	(213)
Balance as of December 31, 2017	1,997	267,818	(212)	269,603
Net income	--	25,394	--	25,394
Other comprehensive income	--	--	37	37
Capital stock and participation certificates issued	176	--	--	176
Capital stock and participation certificates retired	(204)	--	--	(204)
<b>Balance as of December 31, 2018</b>	<b>\$ 1,969</b>	<b>\$ 293,212</b>	<b>\$ (175)</b>	<b>\$ 295,006</b>

The accompanying notes are an integral part of these Consolidated Financial Statements.

# CONSOLIDATED STATEMENTS OF CASH FLOWS

Farm Credit Services of North Dakota, ACA

(in thousands)

For the year ended December 31	2018	2017	2016
<b>Cash flows from operating activities</b>			
Net income	\$ 25,394	\$ 24,036	\$ 20,595
Depreciation on premises and equipment	458	397	345
Gain on sale of premises and equipment, net	(3)	(119)	--
Depreciation on assets held for lease	8	8	12
Amortization of premiums on loans, net	78	83	21
Provision for loan losses	766	475	786
Loss on other property owned, net	--	--	1
Changes in operating assets and liabilities:			
Increase in accrued interest receivable	(1,833)	(2,787)	(1,706)
Increase in other assets	(1,713)	(1,130)	(1,501)
Increase in accrued interest payable	2,373	1,218	1,133
Increase (decrease) in other liabilities	1,026	(109)	591
Net cash provided by operating activities	26,554	22,072	20,277
<b>Cash flows from investing activities</b>			
Increase in loans, net	(23,445)	(45,116)	(23,360)
(Purchases) redemptions of investment in AgriBank, FCB, net	(8,066)	(909)	1,201
Sales of assets held for lease, net	--	1	32
Proceeds from sales of other property owned	--	--	11
Purchases of premises and equipment, net	(1,441)	(2,229)	(1,952)
Net cash used in investing activities	(32,952)	(48,253)	(24,068)
<b>Cash flows from financing activities</b>			
Increase in note payable to AgriBank, FCB, net	6,492	26,263	3,949
Capital stock and participation certificates retired, net	(94)	(82)	(158)
Net cash provided by financing activities	6,398	26,181	3,791
Net change in cash	--	--	--
Cash at beginning of year	--	--	--
Cash at end of year	\$ --	\$ --	\$ --
<b>Supplemental schedule of non-cash activities</b>			
Stock financed by loan activities	\$ 176	\$ 170	\$ 162
Stock applied against loan principal	110	130	129
Interest transferred to loans	607	813	1,050
Increase (decrease) in members' equity from employee benefits	37	(212)	--
<b>Supplemental information</b>			
Interest paid	\$ 21,071	\$ 14,359	\$ 10,547
Taxes paid, net	839	1,648	2,171

The accompanying notes are an integral part of these Consolidated Financial Statements.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

*Farm Credit Services of North Dakota, ACA*

## NOTE 1: ORGANIZATION AND OPERATIONS

### Farm Credit System and District

The Farm Credit System (System) is a nationwide system of cooperatively owned banks and associations established by Congress to meet the credit needs of American agriculture. As of January 1, 2019, the System consisted of three Farm Credit Banks, one Agricultural Credit Bank, and 69 customer-owned cooperative lending institutions (associations). AgriBank, FCB (AgriBank), a System Farm Credit Bank, and its District associations are collectively referred to as the AgriBank Farm Credit District (AgriBank District or the District). At January 1, 2019, the District consisted of 14 Agricultural Credit Associations (ACA) that each have wholly-owned Federal Land Credit Association (FLCA) and Production Credit Association (PCA) subsidiaries.

FLCAs are authorized to originate long-term real estate mortgage loans. PCAs are authorized to originate short-term and intermediate-term loans. ACAs are authorized to originate long-term real estate mortgage loans and short-term and intermediate-term loans either directly or through their subsidiaries. Associations are authorized to provide lease financing options for agricultural purposes and are also authorized to purchase and hold certain types of investments. AgriBank provides funding to all associations chartered within the District.

Associations are authorized to provide, either directly or in participation with other lenders, credit and related services to eligible borrowers. Eligible borrowers may include farmers, ranchers, producers or harvesters of aquatic products, rural residents, and farm-related service businesses. In addition, associations can participate with other lenders in loans to similar entities. Similar entities are parties that are not eligible for a loan from a System lending institution, but have operations that are functionally similar to the activities of eligible borrowers.

The Farm Credit Administration (FCA) is authorized by Congress to regulate the System banks and associations. We are examined by the FCA and certain association actions are subject to the prior approval of the FCA and/or AgriBank.

The Farm Credit Act established the Farm Credit System Insurance Corporation (FCSIC) to administer the Farm Credit Insurance Fund (Insurance Fund). The Insurance Fund is used to ensure the timely payment of principal and interest on Farm Credit Systemwide debt obligations, to ensure the retirement of protected borrower capital at par or stated value, and for other specified purposes.

At the discretion of the FCSIC, the Insurance Fund is also available to provide assistance to certain troubled System institutions and for the operating expenses of the FCSIC. Each System bank is required to pay premiums into the Insurance Fund until the assets in the Insurance Fund equal 2.0% of the aggregated insured obligations adjusted to reflect the reduced risk on loans or investments guaranteed by federal or state governments. This percentage of aggregate obligations can be changed by the FCSIC, at its sole discretion, to a percentage it determines to be actuarially sound. The basis for assessing premiums is debt outstanding with adjustments made for nonaccrual loans and impaired investment securities which are assessed a surcharge while guaranteed loans and investment securities are deductions from the premium base. AgriBank, in turn, assesses premiums to District associations each year based on similar factors.

### Association

Farm Credit Services of North Dakota, ACA (the Association) and its subsidiaries, Farm Credit Services of North Dakota, FLCA and Farm Credit Services of North Dakota, PCA (subsidiaries) are lending institutions of the System. We are a customer-owned cooperative providing credit and credit-related services to, or for the benefit of, eligible members for qualified agricultural purposes in the counties of Benson, Bottineau, Burke, Divide, Eddy, Foster, McHenry, McKenzie, northern McLean, Mountrail, Pierce, Renville, Rolette, northern Sheridan, Ward, Wells, and Williams in the state of North Dakota.

We borrow from AgriBank and provide financing and related services to our members. Our ACA holds all the stock of the FLCA and PCA subsidiaries.

We offer credit life, term life, credit disability, crop hail, and multi-peril crop insurance to borrowers and those eligible to borrow. We also offer fee appraisals, and through affiliations, retirement and succession planning to our members.

## NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### Accounting Principles and Reporting Policies

Our accounting and reporting policies conform to accounting principles generally accepted in the United States of America (GAAP) and the prevailing practices within the financial services industry. Preparing financial statements in conformity with GAAP requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the Consolidated Financial Statements and the reported amounts of revenues and expenses during the period. Actual results could differ from those estimates.

Certain amounts in prior years' financial statements have been reclassified to conform to the current year's presentation.

### Principles of Consolidation

The Consolidated Financial Statements present the consolidated financial results of Farm Credit Services of North Dakota, ACA and its subsidiaries. All material intercompany transactions and balances have been eliminated in consolidation.

## Significant Accounting Policies

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**Loans:** Loans are carried at their principal amount outstanding net of any unearned income, cumulative charge-offs, unamortized deferred fees and costs on originated loans, and unamortized premiums or discounts on purchased loans. Loan interest is accrued and credited to interest income based upon the daily principal amount outstanding. Origination fees, net of related costs, are deferred and recognized over the life of the loan as an adjustment to net interest income. The net amount of loan fees and related origination costs are not material to the Consolidated Financial Statements taken as a whole.

Generally we place loans in nonaccrual status when principal or interest is delinquent for 90 days or more (unless the loan is well secured and in the process of collection) or circumstances indicate that full collection is not expected.

When a loan is placed in nonaccrual status, we reverse current year accrued interest to the extent principal plus accrued interest before the transfer exceeds the net realizable value of the collateral. Any unpaid interest accrued in a prior year is capitalized to the recorded investment of the loan, unless the net realizable value is less than the recorded investment in the loan, then it is charged-off against the allowance for loan losses. Any cash received on nonaccrual loans is applied to reduce the recorded investment in the loan, except in those cases where the collection of the recorded investment is fully expected and the loan does not have any unrecovered prior charge-offs. In these circumstances interest is credited to income when cash is received. Loans are charged-off at the time they are determined to be uncollectible. 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, the borrower has demonstrated payment performance, and the loan is not classified as doubtful or loss.

In situations where, for economic or legal reasons related to the borrower's financial difficulties, we grant a concession for other than an insignificant period of time to the borrower that we would not otherwise consider, the related loan is classified as a troubled debt restructuring, also known as a formally restructured loan for regulatory purposes. A concession is generally granted in order to minimize economic loss and avoid foreclosure. Concessions vary by program and borrower and may include interest rate reductions, term extensions, payment deferrals, or an acceptance of additional collateral in lieu of payments. In limited circumstances, principal may be forgiven. Loans classified as troubled debt restructurings are considered risk loans (as defined below).

Loans that are sold as participations are transferred as entire financial assets, groups of entire financial assets, or participating interests in the loans. The transfers of such assets or participating interests are structured such that control over the transferred assets, or participating interests have been surrendered and that all of the conditions have been met to be accounted for as a sale.

**Allowance for Loan Losses:** The allowance for loan losses is our best estimate of the amount of losses on loans inherent in our portfolio as of the date of the financial statements. We determine the appropriate level of allowance for loan losses based on periodic evaluation of factors such as loan loss history, estimated probability of default, estimated loss severity, portfolio quality, and current economic and environmental conditions.

Loans in our portfolio that are considered impaired are analyzed individually to establish a specific allowance. A loan is impaired when it is probable that all amounts due will not be collected according to the contractual terms of the loan agreement. We generally measure impairment based on the net realizable value of the collateral. Risk loans include nonaccrual loans, accruing restructured loans, and accruing loans 90 days or more past due. All risk loans are considered to be impaired loans.

We record a specific allowance to reduce the carrying amount of the risk loan by the amount the recorded investment exceeds the net realizable value of collateral. When we deem a loan to be uncollectible, we charge the loan principal and prior year(s) accrued interest against the allowance for loan losses. Subsequent recoveries, if any, are added to the allowance for loan losses.

An allowance is recorded for probable and estimable credit losses as of the financial statement date for loans that are not individually assessed as impaired. We use a two-dimensional loan risk rating model that incorporates a 14-point rating scale to identify and track the probability of borrower default and a separate 6-point scale addressing the loss severity. The combination of estimated default probability and loss severity is the primary basis for recognition and measurement of loan collectability of these pools of loans. These estimated losses may be adjusted for relevant current environmental factors.

Changes in the allowance for loan losses consist of provision activity, recorded in "Provision for loan losses" in the Consolidated Statements of Comprehensive Income, recoveries, and charge-offs.

**Investment in AgriBank:** Our stock investment in AgriBank is on a cost plus allocated equities basis.

**Premises and Equipment:** The carrying amount of premises and equipment is at cost, less accumulated depreciation and is included in "Other assets" in the Consolidated Statements of Condition. Calculation of depreciation is generally on the straight-line method over the estimated useful lives of the assets. Gains or losses on disposition are included in "Miscellaneous income, net" in the Consolidated Statements of Comprehensive Income. Depreciation and maintenance and repair expenses are included in "Other operating expenses" in the Consolidated Statements of Comprehensive Income and improvements are capitalized.

**Leases:** We have finance and operating leases. Under finance leases, unearned income from lease contracts represents the excess of gross lease receivables plus residual receivables over the cost of leased equipment. We amortize net unearned finance lease income to earnings using the interest method. The carrying amount of finance leases is included in "Loans" in the Consolidated Statements of Condition and represents lease rent and residual receivables net of the unearned income. Under operating leases, property is recorded at cost and depreciated on a straight-line basis over the lease term to an estimated residual value. We recognize operating lease revenue evenly over the term of the lease and charge depreciation and other expenses against revenue as incurred in "Miscellaneous income, net" in the Consolidated Statements of Comprehensive Income. The amortized cost of operating leases is included in "Other assets" in the Consolidated Statements of Condition and represents the asset cost net of accumulated depreciation.

**Post-Employment Benefit Plans:** The District has various post-employment benefit plans in which our employees participate. Expenses related to these plans, except for the AgriBank District Pension Restoration Plan, are included in "Salaries and employee benefits" in the Consolidated Statements of Comprehensive Income.

Certain employees participate in the AgriBank District Retirement Plan. The plan is comprised of two benefit formulas. At their option, employees hired prior to October 1, 2001, are on the cash balance formula or on the final average pay formula. Benefits eligible employees hired between October 1, 2001, and December 31, 2006, are on the cash balance formula. Effective January 1, 2007, the AgriBank District Retirement Plan was closed to new employees. The AgriBank District Retirement Plan utilizes the "Projected Unit Credit" actuarial method for financial reporting and funding purposes.

Certain employees also participate in the AgriBank District Pension Restoration Plan. This plan restores retirement benefits to certain highly compensated eligible employees that would have been provided under the qualified plan if such benefits were not above certain Internal Revenue Code limits. Beginning in 2017, the pension liability attributable to the Pension Restoration Plan at the Association and the related accumulated other comprehensive loss are included in the Statements of Condition. The components of net periodic cost other than the service cost component, are included in the line item "Other operating expenses" on the Consolidated Statements of Comprehensive Income. Service costs are included in the line item "Salaries and employee benefits" on the Consolidated Statements of Comprehensive Income.

We also provide certain health insurance benefits to eligible retired employees according to the terms of those benefit plans. The anticipated cost of these benefits is accrued during the employees' active service period.

The defined contribution plan allows eligible employees to save for their retirement either pre-tax, post-tax, or both, with an employer match on a percentage of the employee's contributions. We provide benefits under this plan for those employees that do not participate in the AgriBank District Retirement Plan in the form of a fixed percentage of salary contribution in addition to the employer match. Employer contributions are expensed when incurred.

**Income Taxes:** The ACA and PCA accrue federal and state income taxes. Deferred tax assets and liabilities are recognized for future tax consequences of temporary differences between the carrying amounts and tax basis of assets and liabilities. Deferred tax assets are recorded if the deferred tax asset is more likely than not to be realized. If the realization test cannot be met, the deferred tax asset is reduced by a valuation allowance. The expected future tax consequences of uncertain income tax positions are accrued.

The FLCA is exempt from federal and other taxes to the extent provided in the Farm Credit Act.

**Off-Balance Sheet Credit Exposures:** Commitments to extend credit are agreements to lend to customers, generally having fixed expiration dates or other termination clauses. Standby letters of credit are agreements to pay a beneficiary if there is a default on a contractual arrangement. Commercial letters of credit are agreements to pay a beneficiary under specific conditions. Any reserve for unfunded lending commitments and unexercised letters of credit is based on management's best estimate of losses inherent in these instruments, but the commitments have not yet disbursed. Factors such as likelihood of disbursement and likelihood of losses given disbursement are utilized in determining a reserve, if needed. Based on our assessment, any reserve is recorded in "Other liabilities" in the Consolidated Statements of Condition and a corresponding loss is recorded in "Provision for credit losses" in the Consolidated Statements of Comprehensive Income. However, no such reserve was necessary as of December 31, 2018, 2017, or 2016.

**Cash:** For purposes of reporting cash flow, cash includes cash on hand.

**Fair Value Measurement:** The accounting guidance describes three levels of inputs that may be used to measure fair value.

Level 1 — Unadjusted quoted prices in active markets for identical assets or liabilities that the reporting entity has the ability to access at the measurement date.

Level 2 — Observable inputs other than quoted prices included within Level 1 that are observable for the asset or liability either directly or indirectly. Level 2 inputs include:

- Quoted prices for similar assets or liabilities in active markets
- Quoted prices for identical or similar assets or liabilities in markets that are not active so that they are traded less frequently than exchange-traded instruments, quoted prices that are not current, or principal market information that is not released publicly
- Inputs that are observable such as interest rates and yield curves, prepayment speeds, credit risks, and default rates
- Inputs derived principally from or corroborated by observable market data by correlation or other means

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

#### **Recently Issued or Adopted Accounting Pronouncements**

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We have assessed the potential impact of accounting standards that have been issued by the Financial Accounting Standards Board (FASB) and have determined the following standards to be applicable to our business. While we are a nonpublic entity, our financial results are closely related to the performance of the combined Farm Credit System. Therefore, we typically adopt accounting pronouncements on the public business entities effective date or aligned with other System institutions, whichever is earlier.

Standard and effective date	Description	Adoption status and financial statement impact
<p>In May 2014, the FASB issued Accounting Standards Update (ASU) 2014-09 "Revenue from Contracts with Customers." This guidance was effective for public business entities on January 1, 2018.</p>	<p>The guidance governs revenue recognition from contracts with customers and requires an entity to recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Financial instruments and other contractual rights within the scope of other guidance issued by the FASB are excluded from the scope of this guidance. The guidance sets forth the requirement for new and enhanced disclosures.</p>	<p>We adopted this guidance on January 1, 2018, using the modified retrospective approach, as the majority of our revenues are not subject to the new guidance. The adoption of the guidance did not have a material impact on the financial condition, results of operations, or cash flows.</p>
<p>In March 2017, the FASB issued ASU 2017-07 "Improving the Presentation of Net Periodic Pension Cost and Net Periodic Postretirement Cost." This guidance was effective for public business entities on January 1, 2018.</p>	<p>This guidance requires that an employer disaggregate the service cost component from the other components of net benefit cost. Specifically, the guidance requires non-service cost components of net benefit cost to be recognized in a non-operating income line item of the income statement and allow only the service cost component of net benefit cost to be eligible for capitalization.</p>	<p>We adopted this guidance on January 1, 2018. Non-service cost components of net benefit cost were reclassified from salaries and employee benefits to other operating expenses on the Statements of Comprehensive Income. The change in classification was not material. There were no changes to the Association's financial condition, cash flows, or financial statement disclosures.</p>
<p>In January 2016, the FASB issued ASU 2016-01 "Recognition and Measurement of Financial Assets and Financial Liabilities." This guidance was effective for public business entities on January 1, 2018.</p>	<p>The guidance is intended to enhance the reporting model for financial instruments to provide users of financial statements with more decision-useful information. The amendments address certain aspects of recognition, measurement, presentation, and disclosure of financial statements.</p>	<p>We adopted this guidance on January 1, 2018. The adoption of this guidance did not impact our financial condition, results of operations, or cash flows, but did impact our fair value disclosures.</p>
<p>In February 2016, the FASB issued ASU 2016-02 "Leases." In July 2018, the FASB issued ASU 2018-11 "Leases (Topic 842): Targeted Improvements." The guidance is effective for public business entities in its first quarter of 2019 and early adoption is permitted.</p>	<p>The guidance modifies the recognition and accounting for lessees and lessors and requires expanded disclosures regarding assumptions used to recognize revenue and expenses related to leases. When this guidance is adopted, a liability for lease obligations and a corresponding right-of-use asset will be recognized on the Consolidated Statements of Condition for all lease arrangements spanning more than 12 months. The guidance includes an optional transition method where an entity is permitted to apply the guidance as of the adoption date and recognize a cumulative-effect adjustment to the opening balance of retained earnings.</p>	<p>We adopted this guidance on January 1, 2019. The adoption of this guidance did not have a material impact on our financial condition, results of operations, and financial statement disclosures, and had no impact on cash flows.</p>
<p>In August 2018, the FASB issued ASU 2018-15 "Customer's Accounting for Implementation Costs Incurred in a Cloud Computing Arrangement that is a Service Contract." The guidance is effective for our first quarter of 2020 and early adoption is permitted.</p>	<p>The guidance clarifies that implementation costs incurred in a hosting arrangement that is a service contract should be accounted for in the same manner as implementation costs incurred to develop or obtain internal-use software.</p>	<p>We are in the process of reviewing the accounting standard. Based on our preliminary review and analysis, this new guidance is not expected to have a material impact on our financial condition, results of operations, cash flows, and financial statement disclosures.</p>
<p>In June 2016, the FASB issued ASU 2016-13 "Financial Instruments – Credit Losses." This guidance is effective for public business entities for non-U.S. Securities Exchange Commission filers for the first quarter of 2021 and early adoption is permitted.</p>	<p>The guidance replaces the current incurred loss impairment methodology with a methodology that reflects expected credit losses and requires consideration of a broader range of reasonable and supportable information to inform credit loss estimates. Credit losses relating to available-for-sale securities would also be recorded through an allowance for credit losses.</p>	<p>We have no plans to early adopt this guidance. We are in the process of reviewing the standard. Significant implementation matters yet to be addressed include system selection, drafting of accounting policies and disclosures, and designing processes and controls. We are currently unable to estimate the impact on the financial statements.</p>



**NOTE 3: LOANS AND ALLOWANCE FOR LOAN LOSSES**

**Loans by Type**

(dollars in thousands)

As of December 31	2018		2017		2016	
	Amount	%	Amount	%	Amount	%
Real estate mortgage	\$ 451,240	36.9%	\$ 438,632	36.6%	\$ 418,494	36.3%
Production and intermediate-term	446,655	36.5%	466,813	38.9%	487,703	42.3%
Agribusiness	210,984	17.3%	197,646	16.5%	167,222	14.5%
Other	113,662	9.3%	95,736	8.0%	79,627	6.9%
Total	\$ 1,222,541	100.0%	\$ 1,198,827	100.0%	\$ 1,153,046	100.0%

The other category is primarily comprised of energy, communication, international, and water and waste water related loans, as well as leases originated under our leasing authority.

**Portfolio Concentrations**

Concentrations exist when there are amounts loaned to multiple borrowers engaged in similar activities, which could cause them to be similarly impacted by economic conditions. We lend primarily within agricultural industries.

As of December 31, 2018, volume plus commitments to our ten largest borrowers totaled an amount equal to 5.8% of total loans and commitments.

Total loans plus any unfunded commitments represent a proportionate maximum potential credit risk. However, substantial portions of our lending activities are collateralized. Accordingly, the credit risk associated with lending activities is less than the recorded loan principal. The amount of collateral obtained, if deemed necessary upon extension of credit, is based on management's credit evaluation of the borrower. Collateral held varies, but typically includes farmland and income-producing property, such as crops and livestock. Long-term real estate loans are secured by the first liens on the underlying real property.

**Participations**

We may purchase or sell participation interests with other parties in order to diversify risk, manage loan volume, or comply with the limitations of the FCA Regulations or General Financing Agreement (GFA) with AgriBank.

**Participations Purchased and Sold**

(in thousands)	AgriBank		Other Farm		Non-Farm		Total	
	Participations		Credit Institutions		Credit Institutions		Participations	
As of December 31, 2018	Purchased	Sold	Purchased	Sold	Purchased	Sold	Purchased	Sold
Real estate mortgage	\$ --	\$ --	\$ 27,153	\$ --	\$ 592	\$ (4,586)	\$ 27,745	\$ (4,586)
Production and intermediate-term	--	(49,092)	75,847	(5,482)	1,527	(241)	77,374	(54,815)
Agribusiness	--	--	209,062	(4,338)	4,519	--	213,581	(4,338)
Other	--	--	113,662	--	--	--	113,662	--
Total	\$ --	\$ (49,092)	\$ 425,724	\$ (9,820)	\$ 6,638	\$ (4,827)	\$ 432,362	\$ (63,739)

  

As of December 31, 2017	AgriBank		Other Farm		Non-Farm		Total	
	Participations		Credit Institutions		Credit Institutions		Participations	
	Purchased	Sold	Purchased	Sold	Purchased	Sold	Purchased	Sold
Real estate mortgage	\$ --	\$ --	\$ 19,221	\$ --	\$ 1,181	\$ (4,864)	\$ 20,402	\$ (4,864)
Production and intermediate-term	--	--	68,987	(6,240)	1,773	(348)	70,760	(6,588)
Agribusiness	--	--	195,100	(4,964)	5,083	--	200,183	(4,964)
Other	--	--	95,736	--	--	--	95,736	--
Total	\$ --	\$ --	\$ 379,044	\$ (11,204)	\$ 8,037	\$ (5,212)	\$ 387,081	\$ (16,416)

As of December 31, 2016	AgriBank		Other Farm		Non-Farm		Total	
	Participations		Credit Institutions		Credit Institutions		Participations	
	Purchased	Sold	Purchased	Sold	Purchased	Sold	Purchased	Sold
Real estate mortgage	\$ --	\$ --	\$ 11,982	\$ --	\$ 1,299	\$ (3,180)	\$ 13,281	\$ (3,180)
Production and intermediate-term	--	--	65,544	(7,000)	2,108	(445)	67,652	(7,445)
Agribusiness	--	--	163,887	--	1,420	--	165,307	--
Other	--	--	79,618	--	--	--	79,618	--
<b>Total</b>	<b>\$ --</b>	<b>\$ --</b>	<b>\$ 321,031</b>	<b>\$ (7,000)</b>	<b>\$ 4,827</b>	<b>\$ (3,625)</b>	<b>\$ 325,858</b>	<b>\$ (10,625)</b>

Information in the preceding chart excludes loans entered into under our leasing authority.

### Credit Quality and Delinquency

We utilize the FCA Uniform Classification System to categorize loans into five credit quality categories. The categories are:

- Acceptable – loans are non-criticized loans representing the highest quality. They are expected to be fully collectible. This category is further differentiated into various probabilities of default.
- Other assets especially mentioned (Special Mention) – loans are currently collectible but exhibit some potential weakness. These loans involve increased credit risk, but not to the point of justifying a substandard classification.
- Substandard – loans exhibit some serious weakness in repayment capacity, equity, and/or collateral pledged on the loan.
- Doubtful – loans exhibit similar weaknesses as substandard loans. Doubtful loans have additional weaknesses in existing factors, conditions, and values that make collection in full highly questionable.
- Loss – loans are considered uncollectible.

We had no loans categorized as loss at December 31, 2018, 2017, or 2016.

#### Credit Quality of Loans

(dollars in thousands)	Acceptable		Special Mention		Substandard/ Doubtful		Total	
	Amount	%	Amount	%	Amount	%	Amount	%
<b>As of December 31, 2018</b>								
Real estate mortgage	\$ 419,399	90.8%	\$ 20,839	4.5%	\$ 21,636	4.7%	\$ 461,874	100.0%
Production and intermediate-term	414,495	90.8%	25,350	5.5%	17,053	3.7%	456,898	100.0%
Agribusiness	205,100	96.9%	3,478	1.6%	3,097	1.5%	211,675	100.0%
Other	108,622	95.4%	4,226	3.7%	1,054	0.9%	113,902	100.0%
<b>Total</b>	<b>\$ 1,147,616</b>	<b>92.3%</b>	<b>\$ 53,893</b>	<b>4.3%</b>	<b>\$ 42,840</b>	<b>3.4%</b>	<b>\$ 1,244,349</b>	<b>100.0%</b>
<b>As of December 31, 2017</b>								
Real estate mortgage	\$ 409,516	91.4%	\$ 23,664	5.3%	\$ 14,974	3.3%	\$ 448,154	100.0%
Production and intermediate-term	439,000	92.0%	21,146	4.4%	16,917	3.6%	477,063	100.0%
Agribusiness	197,667	99.7%	--	0.0%	581	0.3%	198,248	100.0%
Other	94,145	98.1%	641	0.7%	1,158	1.2%	95,944	100.0%
<b>Total</b>	<b>\$ 1,140,328</b>	<b>93.5%</b>	<b>\$ 45,451</b>	<b>3.7%</b>	<b>\$ 33,630</b>	<b>2.8%</b>	<b>\$ 1,219,409</b>	<b>100.0%</b>
<b>As of December 31, 2016</b>								
Real estate mortgage	\$ 400,655	94.0%	\$ 17,727	4.2%	\$ 7,762	1.8%	\$ 426,144	100.0%
Production and intermediate-term	458,563	92.1%	26,378	5.3%	12,971	2.6%	497,912	100.0%
Agribusiness	165,783	98.8%	--	0.0%	2,007	1.2%	167,790	100.0%
Other	76,152	95.4%	3,208	4.0%	448	0.6%	79,808	100.0%
<b>Total</b>	<b>\$ 1,101,153</b>	<b>94.0%</b>	<b>\$ 47,313</b>	<b>4.0%</b>	<b>\$ 23,188</b>	<b>2.0%</b>	<b>\$ 1,171,654</b>	<b>100.0%</b>

Note: Accruing loans include accrued interest receivable.

### Aging Analysis of Loans

(in thousands)	30-89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or Less Than 30 Days Past Due	Total	Accruing Loans 90 Days or More Past Due
<b>As of December 31, 2018</b>						
Real estate mortgage	\$ 195	\$ 950	\$ 1,145	\$ 460,729	\$ 461,874	\$ --
Production and intermediate-term	353	2,194	2,547	454,351	456,898	--
Agribusiness	--	--	--	211,675	211,675	--
Other	--	--	--	113,902	113,902	--
<b>Total</b>	<b>\$ 548</b>	<b>\$ 3,144</b>	<b>\$ 3,692</b>	<b>\$ 1,240,657</b>	<b>\$ 1,244,349</b>	<b>\$ --</b>

(in thousands)	30-89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or Less Than 30 Days Past Due	Total	Accruing Loans 90 Days or More Past Due
<b>As of December 31, 2017</b>						
Real estate mortgage	\$ 643	\$ 951	\$ 1,594	\$ 446,560	\$ 448,154	\$ --
Production and intermediate-term	3,331	3,547	6,878	470,185	477,063	--
Agribusiness	--	--	--	198,248	198,248	--
Other	--	--	--	95,944	95,944	--
<b>Total</b>	<b>\$ 3,974</b>	<b>\$ 4,498</b>	<b>\$ 8,472</b>	<b>\$ 1,210,937</b>	<b>\$ 1,219,409</b>	<b>\$ --</b>

(in thousands)	30-89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or Less Than 30 Days Past Due	Total	Accruing Loans 90 Days or More Past Due
<b>As of December 31, 2016</b>						
Real estate mortgage	\$ 400	\$ --	\$ 400	\$ 425,744	\$ 426,144	\$ --
Production and intermediate-term	2,120	2,842	4,962	492,950	497,912	19
Agribusiness	--	--	--	167,790	167,790	--
Other	--	--	--	79,808	79,808	--
<b>Total</b>	<b>\$ 2,520</b>	<b>\$ 2,842</b>	<b>\$ 5,362</b>	<b>\$ 1,166,292</b>	<b>\$ 1,171,654</b>	<b>\$ 19</b>

Note: Accruing loans include accrued interest receivable.

All loans 90 days or more past due and still accruing interest were adequately secured and in the process of collection and, as such, were eligible to remain in accruing status.

### Risk Loans

Risk loans are loans for which it is probable that all principal and interest will not be collected according to the contractual terms. Interest income recognized and cash payments received on nonaccrual risk loans are applied as described in Note 2.

#### Risk Loan Information

(in thousands)	2018	2017	2016
<b>As of December 31</b>			
Nonaccrual loans:			
Current as to principal and interest	\$ 5,354	\$ 2,865	\$ 1,685
Past due	3,163	5,386	3,746
Total nonaccrual loans	8,517	8,251	5,431
Accruing restructured loans	403	422	1,308
Accruing loans 90 days or more past due	--	--	19
Total risk loans	\$ 8,920	\$ 8,673	\$ 6,758
Volume with specific allowance	\$ 4,474	\$ 1,334	\$ 174
Volume without specific allowance	4,446	7,339	6,584
Total risk loans	\$ 8,920	\$ 8,673	\$ 6,758
Total specific allowance	\$ 1,193	\$ 403	\$ 155
<b>For the year ended December 31</b>			
Income on accrual risk loans	\$ 40	\$ 42	\$ 69
Income on nonaccrual loans	229	248	302
Total income on risk loans	\$ 269	\$ 290	\$ 371
Average risk loans	\$ 9,230	\$ 8,531	\$ 4,007

Note: Accruing loans include accrued interest receivable.

**Nonaccrual Loans by Loan Type**

(in thousands)

As of December 31	2018	2017	2016
Real estate mortgage	\$ 2,152	\$ 2,339	\$ 1,494
Production and intermediate-term	5,013	5,912	3,937
Agribusiness	679	--	--
Other	673	--	--
<b>Total</b>	<b>\$ 8,517</b>	<b>\$ 8,251</b>	<b>\$ 5,431</b>

**Additional Impaired Loan Information by Loan Type**

(in thousands)	As of December 31, 2018			For the year ended December 31, 2018	
	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Impaired Loans	Interest Income Recognized
<b>Impaired loans with a related allowance for loan losses:</b>					
Real estate mortgage	\$ --	\$ --	\$ --	\$ --	\$ --
Production and intermediate-term	3,122	3,171	749	3,664	--
Agribusiness	679	685	211	86	--
Other	673	709	233	547	--
<b>Total</b>	<b>\$ 4,474</b>	<b>\$ 4,565</b>	<b>\$ 1,193</b>	<b>\$ 4,297</b>	<b>\$ --</b>
<b>Impaired loans with no related allowance for loan losses:</b>					
Real estate mortgage	\$ 2,555	\$ 2,625	\$ --	\$ 2,712	\$ 70
Production and intermediate-term	1,891	2,120	--	2,221	199
Agribusiness	--	--	--	--	--
Other	--	--	--	--	--
<b>Total</b>	<b>\$ 4,446</b>	<b>\$ 4,745</b>	<b>\$ --</b>	<b>\$ 4,933</b>	<b>\$ 269</b>
<b>Total impaired loans:</b>					
Real estate mortgage	\$ 2,555	\$ 2,625	\$ --	\$ 2,712	\$ 70
Production and intermediate-term	5,013	5,291	749	5,885	199
Agribusiness	679	685	211	86	--
Other	673	709	233	547	--
<b>Total</b>	<b>\$ 8,920</b>	<b>\$ 9,310</b>	<b>\$ 1,193</b>	<b>\$ 9,230</b>	<b>\$ 269</b>
<b>As of December 31, 2017</b>					
	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Impaired Loans	Interest Income Recognized
<b>Impaired loans with a related allowance for loan losses:</b>					
Real estate mortgage	\$ --	\$ --	\$ --	\$ --	\$ --
Production and intermediate-term	1,334	1,326	403	1,269	--
Agribusiness	--	--	--	--	--
Other	--	--	--	--	--
<b>Total</b>	<b>\$ 1,334</b>	<b>\$ 1,326</b>	<b>\$ 403</b>	<b>\$ 1,269</b>	<b>\$ --</b>
<b>Impaired loans with no related allowance for loan losses:</b>					
Real estate mortgage	\$ 2,753	\$ 2,774	\$ --	\$ 2,756	\$ 122
Production and intermediate-term	4,586	5,288	--	4,364	158
Agribusiness	--	--	--	--	--
Other	--	--	--	142	10
<b>Total</b>	<b>\$ 7,339</b>	<b>\$ 8,062</b>	<b>\$ --</b>	<b>\$ 7,262</b>	<b>\$ 290</b>
<b>Total impaired loans:</b>					
Real estate mortgage	\$ 2,753	\$ 2,774	\$ --	\$ 2,756	\$ 122
Production and intermediate-term	5,920	6,614	403	5,633	158
Agribusiness	--	--	--	--	--
Other	--	--	--	142	10
<b>Total</b>	<b>\$ 8,673</b>	<b>\$ 9,388</b>	<b>\$ 403</b>	<b>\$ 8,531</b>	<b>\$ 290</b>

	As of December 31, 2016			For the year ended December 31, 2016	
	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Impaired Loans	Interest Income Recognized
Impaired loans with a related allowance for loan losses:					
Real estate mortgage	\$ --	\$ --	\$ --	\$ --	\$ --
Production and intermediate-term	174	182	155	92	--
Agribusiness	--	--	--	--	--
Other	--	--	--	--	--
Total	<u>\$ 174</u>	<u>\$ 182</u>	<u>\$ 155</u>	<u>\$ 92</u>	<u>\$ --</u>
Impaired loans with no related allowance for loan losses:					
Real estate mortgage	\$ 1,922	\$ 1,883	\$ --	\$ 1,047	\$ 121
Production and intermediate-term	3,784	4,448	--	2,006	111
Agribusiness	--	--	--	--	--
Other	878	1,068	--	862	139
Total	<u>\$ 6,584</u>	<u>\$ 7,399</u>	<u>\$ --</u>	<u>\$ 3,915</u>	<u>\$ 371</u>
Total impaired loans:					
Real estate mortgage	\$ 1,922	\$ 1,883	\$ --	\$ 1,047	\$ 121
Production and intermediate-term	3,958	4,630	155	2,098	111
Agribusiness	--	--	--	--	--
Other	878	1,068	--	862	139
Total	<u>\$ 6,758</u>	<u>\$ 7,581</u>	<u>\$ 155</u>	<u>\$ 4,007</u>	<u>\$ 371</u>

The recorded investment in the loan is the unpaid principal amount increased or decreased by applicable accrued interest and unamortized premium, discount, finance charges, and acquisition costs and may also reflect a previous direct charge-off of the investment.

Unpaid principal balance represents the contractual principal balance of the loan.

We did not have any material commitments to lend additional money to borrowers whose loans were classified as risk loans at December 31, 2018.

## Troubled Debt Restructurings (TDRs)

Included within our loans are TDRs. These loans have been modified by granting a concession in order to maximize the collection of amounts due when a borrower is experiencing financial difficulties. All risk loans, including TDRs, are analyzed within our allowance for loan losses.

We completed TDRs of certain production and intermediate term loans during the years ended December 31, 2018, 2017, and 2016. Our recorded investment in these loans just prior to and immediately following the restructuring was \$30 thousand, \$96 thousand, and \$7 thousand during the years ended December 31, 2018, 2017, and 2016, respectively. The recorded investment in the loan is the unpaid principal amount of the receivable increased or decreased by applicable accrued interest and unamortized premium, discount, finance charges, and acquisition costs and may also reflect a previous direct charge-off of the investment.

The primary types of modification included extension of maturity.

We had TDRs in the production and intermediate-term loan category of \$4 thousand and \$22 thousand that defaulted during the years ended December 31, 2018 and 2017, respectively in which the modifications were within twelve months of the respective reporting period. There were no TDRs that defaulted during the year ended December 31, 2016 in which the modification was within twelve months of the respective reporting period.

<b>TDRs Outstanding</b>			
(in thousands)			
As of December 31	2018	2017	2016
Accrual status:			
Real estate mortgage	\$ 403	\$ 414	\$ 428
Production and intermediate-term	--	8	2
Other	--	--	878
Total TDRs in accrual status	<u>\$ 403</u>	<u>\$ 422</u>	<u>\$ 1,308</u>
Nonaccrual status:			
Real estate mortgage	\$ --	\$ 18	\$ 39
Production and intermediate-term	--	113	37
Other	--	--	--
Total TDRs in nonaccrual status	<u>\$ --</u>	<u>\$ 131</u>	<u>\$ 76</u>
Total TDRs:			
Real estate mortgage	\$ 403	\$ 432	\$ 467
Production and intermediate-term	--	121	39
Other	--	--	878
Total TDRs	<u>\$ 403</u>	<u>\$ 553</u>	<u>\$ 1,384</u>

There were no material commitments to lend to borrowers whose loans have been modified in a TDR at December 31, 2018.

## Allowance for Loan Losses

### Changes in Allowance for Loan Losses

(in thousands)

For the year ended December 31	2018	2017	2016
Balance at beginning of year	\$ 3,256	\$ 2,886	\$ 2,467
Provision for loan losses	766	475	786
Loan recoveries	101	162	147
Loan charge-offs	(427)	(267)	(514)
Balance at end of year	\$ 3,696	\$ 3,256	\$ 2,886

### Changes in Allowance for Loan Losses and Year End Recorded Investments by Loan Type

(in thousands)	Real Estate Mortgage	Production and Intermediate-Term	Agribusiness	Other	Total
Allowance for loan losses:					
Balance as of December 31, 2017	\$ 378	\$ 1,486	\$ 763	\$ 629	\$ 3,256
Provision for loan losses	315	154	264	33	766
Loan recoveries	--	101	--	--	101
Loan charge-offs	(136)	(291)	--	--	(427)
Balance as of December 31, 2018	\$ 557	\$ 1,450	\$ 1,027	\$ 662	\$ 3,696
Ending balance: individually evaluated for impairment	\$ --	\$ 749	\$ 211	\$ 233	\$ 1,193
Ending balance: collectively evaluated for impairment	\$ 557	\$ 701	\$ 816	\$ 429	\$ 2,503
Recorded investment in loans outstanding:					
Ending balance as of December 31, 2018	\$ 461,874	\$ 456,898	\$ 211,675	\$ 113,902	\$ 1,244,349
Ending balance: individually evaluated for impairment	\$ 2,555	\$ 5,013	\$ 679	\$ 673	\$ 8,920
Ending balance: collectively evaluated for impairment	\$ 459,319	\$ 451,885	\$ 210,996	\$ 113,229	\$ 1,235,429
Allowance for loan losses:					
Balance as of December 31, 2016	\$ 398	\$ 1,319	\$ 597	\$ 572	\$ 2,886
(Reversal of) provision for loan losses	(43)	295	166	57	475
Loan recoveries	25	137	--	--	162
Loan charge-offs	(2)	(265)	--	--	(267)
Balance as of December 31, 2017	\$ 378	\$ 1,486	\$ 763	\$ 629	\$ 3,256
Ending balance: individually evaluated for impairment	\$ --	\$ 403	\$ --	\$ --	\$ 403
Ending balance: collectively evaluated for impairment	\$ 378	\$ 1,083	\$ 763	\$ 629	\$ 2,853
Recorded investment in loans outstanding:					
Ending balance as of December 31, 2017	\$ 448,154	\$ 477,063	\$ 198,248	\$ 95,944	\$ 1,219,409
Ending balance: individually evaluated for impairment	\$ 2,753	\$ 5,920	\$ --	\$ --	\$ 8,673
Ending balance: collectively evaluated for impairment	\$ 445,401	\$ 471,143	\$ 198,248	\$ 95,944	\$ 1,210,736

	Real Estate Mortgage	Production and Intermediate-Term	Agribusiness	Other	Total
Allowance for loan losses:					
Balance as of December 31, 2015	\$ 148	\$ 1,181	\$ 651	\$ 487	\$ 2,467
Provision for (reversal of) loan losses	258	497	(54)	85	786
Loan recoveries	--	147	--	--	147
Loan charge-offs	(8)	(506)	--	--	(514)
Balance as of December 31, 2016	\$ 398	\$ 1,319	\$ 597	\$ 572	\$ 2,886
Ending balance: individually evaluated for impairment	\$ --	\$ 155	\$ --	\$ --	\$ 155
Ending balance: collectively evaluated for impairment	\$ 398	\$ 1,164	\$ 597	\$ 572	\$ 2,731
Recorded investment in loans outstanding:					
Ending balance as of December 31, 2016	\$ 426,144	\$ 497,912	\$ 167,790	\$ 79,808	\$ 1,171,654
Ending balance: individually evaluated for impairment	\$ 1,922	\$ 3,958	\$ --	\$ 878	\$ 6,758
Ending balance: collectively evaluated for impairment	\$ 424,222	\$ 493,954	\$ 167,790	\$ 78,930	\$ 1,164,896

The recorded investment in the loan is the unpaid principal amount increased or decreased by applicable accrued interest and unamortized premium, discount, finance charges, and acquisition costs and may also reflect a previous direct charge-off of the investment.

#### NOTE 4: INVESTMENT IN AGRIBANK

As of December 31, 2018, we were required by AgriBank to maintain an investment equal to 2.25% of the average quarterly balance of our note payable, with an additional amount required on association growth in excess of a targeted growth rate, if the District is also growing above a targeted growth rate.

We are also required to hold AgriBank stock related to our participation in a pool program. Generally, this program requires us to hold 14.0% of the balance of loans in the program.

##### Investment in AgriBank

(in thousands)

As of December 31	2018	2017	2016
Required stock investment	\$ 29,891	\$ 21,806	\$ 21,386
Purchased excess stock investment	470	488	--
Total investment	\$ 30,361	\$ 22,294	\$ 21,386

Excess stock investment is recorded when the required investment in AgriBank is lower than our total investment.

#### NOTE 5: NOTE PAYABLE TO AGRIBANK

Our note payable to AgriBank represents borrowings, in the form of a line of credit, to fund our loan portfolio. The line of credit is governed by a GFA and our assets serve as collateral.

##### Note Payable Information

(dollars in thousands)

As of December 31	2018	2017	2016
Line of credit	\$ 1,600,000	\$ 1,600,000	\$ 1,250,000
Outstanding principal under the line of credit	979,366	972,874	946,611
Interest rate	2.7%	1.9%	1.4%

Our note payable matures September 30, 2020, at which time the note will be renegotiated.

The GFA provides for limitations on our ability to borrow funds based on specified factors or formulas relating primarily to outstanding balances, credit quality, and financial condition. Additionally, we have requirements to maintain an effective program of internal controls over financial reporting. At December 31, 2018, and throughout the year, we were not declared in default under any GFA covenants or provisions.

#### NOTE 6: MEMBERS' EQUITY

##### Capitalization Requirements

In accordance with the Farm Credit Act, each borrower is required to invest in us as a condition of obtaining a loan. As authorized by the Agricultural Credit Act and our capital bylaws, the Board of Directors has adopted a capital plan that establishes a stock purchase requirement for obtaining a loan of 2.0% of the customer's total loan(s) or one thousand dollars, whichever is less. The purchase of one participation certificate is required of all customers to whom a lease is issued, if not already a stockholder, and of all non-stockholder customers who purchase financial services. The Board of Directors may increase the



amount of required investment to the extent authorized in the capital bylaws. The borrower acquires ownership of the capital stock at the time the loan or lease is made. The aggregate par value of the stock is added to the principal amount of the related obligation. We retain a first lien on the stock or participation certificates owned by customers.

## Regulatory Capitalization Requirements

### Regulatory Capital Requirements and Ratios

As of December 31	2018	2017	Regulatory Minimums	Capital Conservation Buffer	Total
Risk-adjusted:					
Common equity tier 1 ratio	<b>18.6%</b>	17.8%	4.5%	2.5%*	7.0%
Tier 1 capital ratio	<b>18.6%</b>	17.8%	6.0%	2.5%*	8.5%
Total capital ratio	<b>18.9%</b>	18.0%	8.0%	2.5%*	10.5%
Permanent capital ratio	<b>18.6%</b>	17.8%	7.0%	N/A	7.0%
Non-risk-adjusted:					
Tier 1 leverage ratio	<b>20.6%</b>	19.9%	4.0%	1.0%	5.0%
Unallocated retained earnings and equivalents leverage ratio	<b>21.3%</b>	20.4%	1.5%	N/A	1.5%

\*The 2.5% capital conservation buffer over risk-adjusted ratio minimums is being phased in over three years under the FCA capital requirements. The phase in period ends on December 31, 2019.

Effective January 1, 2017, the regulatory capital requirements for Farm Credit System banks and associations were modified. These regulations replaced existing core surplus and total surplus ratios with common equity tier 1, tier 1 capital, and total capital risk-based capital ratios. These regulations also added a tier 1 leverage ratio and an unallocated retained earnings and equivalents (UREE) leverage ratio. The permanent capital ratio continues to remain in effect, with some modifications, to align with these regulations.

Risk-adjusted assets have been defined by the FCA Regulations as the Statement of Condition assets and off-balance-sheet commitments adjusted by various percentages, depending on the level of risk inherent in the various types of assets. The primary changes effective January 1, 2017, which generally have the impact of increasing risk-adjusted assets (decreasing risk-based regulatory capital ratios) were as follows:

- Inclusion of off-balance-sheet commitments with terms at origination of less than 14 months
- Increased risk-weighting of most loans 90 days past due or in nonaccrual status

Risk-adjusted assets is calculated differently for the permanent capital ratio (referred herein as PCR risk-adjusted assets) compared to the other risk-based capital ratios. The primary difference is the inclusion of the allowance for loan losses as a deduction to risk-adjusted assets for the permanent capital ratio.

These ratios are based on a three-month average daily balance in accordance with FCA Regulations and are calculated as follows (not all items below may be applicable to our Association):

- Common equity tier 1 ratio is statutory minimum purchased member stock, other required member stock held for a minimum of 7 years, allocated equities held for a minimum of 7 years or not subject to retirement, unallocated retained earnings as regulatorily prescribed, paid-in capital, less certain regulatory required deductions including the amount of allocated investments in other System institutions, and the amount of purchased investments in other System institutions under the corresponding deduction approach, divided by average risk-adjusted assets.
- Tier 1 capital ratio is common equity tier 1 plus non-cumulative perpetual preferred stock, divided by average risk-adjusted assets.
- Total capital is tier 1 capital plus other required member stock held for a minimum of 5 years, allocated equities 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, allowance for loan losses and reserve for credit losses subject to certain limitations, less certain investments in other System institutions under the corresponding deduction approach, divided by average risk-adjusted assets.
- Permanent capital ratio is all at-risk borrower stock, any allocated excess stock, unallocated retained earnings as regulatorily prescribed, paid-in capital, subordinated debt, and preferred stock subject to certain limitations, less certain allocated and purchased investments in other System institutions divided by PCR risk-adjusted assets.
- Tier 1 leverage ratio is tier 1 capital, including regulatory deductions, divided by average assets less regulatory deductions subject to tier 1 capital.
- UREE leverage ratio is unallocated retained earnings as regulatorily prescribed, paid-in capital, allocated surplus not subject to retirement less certain regulatory required deductions including the amount of allocated investments in other System institutions divided by average assets less regulatory deductions subject to tier 1 capital.

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

Effective January 1, 2017, the regulatory capital requirements allow for allotment agreements for only the permanent capital ratio and, as such, any stock in excess of our AgriBank required investment was not included in the common equity tier 1, tier 1 capital, total capital, or leverage ratios. We had no allocated excess stock at December 31, 2018, or 2017.

Refer to Note 6 in our 2016 Annual Report for a more complete description of the ratios effective as of December 31, 2016. We were in compliance with the minimum required capital ratios as of December 31, 2016.

## Description of Equities

The following represents information regarding classes and number of shares of stock and participation certificates outstanding. All shares and participation certificates are stated at a \$5.00 par value.

As of December 31	Number of Shares		
	2018	2017	2016
Class B common stock (at-risk)	392,713	398,185	406,350
Class E participation certificates (at-risk)	829	857	1,068

Under our bylaws, we are also authorized to issue Class C and Class D stock. Each of these classes of common stock is at-risk and nonvoting with a \$5.00 par value per share. Currently, no stock of these classes has been issued.

Only holders of Class B common stock have voting rights. Our bylaws do not prohibit us from paying dividends on any classes of stock. However, no dividends have been declared to date.

Our bylaws generally permit stock and participation certificates to be retired at the discretion of our Board of Directors and in accordance with our capitalization plans, provided prescribed capital standards have been met. At December 31, 2018, we exceeded the prescribed standards. We do not anticipate any significant changes in capital that would affect the normal retirement of stock.

In the event of our liquidation or dissolution, according to our bylaws, any remaining assets after payment or retirement of all liabilities will be distributed pro rata to holders of Class B, C, and D common stock and Class E participation certificates.

In the event of impairment, losses will be absorbed by holders of Class D common stock, then by concurrent impairment of Class B and C common stock and Class E participation certificates.

All classes of stock are transferable to other customers who are eligible to hold such class as long as we meet the regulatory minimum capital requirements.

## Patronage Distributions

The FCA Regulations prohibit patronage distributions to the extent they would reduce our permanent capital ratio below the minimum permanent capital adequacy standards. Additionally, effective January 1, 2017, patronage distributions may be restricted or prohibited without prior FCA approval if capital ratios fall below the total requirements, including the buffer amounts. However, we do not have a patronage program to make such distributions.

## NOTE 7: INCOME TAXES

The Tax Cuts and Jobs Act (the Act) was enacted in December of 2017. This Act contained various tax law changes, including a federal statutory tax rate change to 21% from 34%, effective January 1, 2018. Because deferred tax assets and liabilities are expected to be recognized in the Association's tax return in a future year, when the new statutory tax rate would be applicable, the deferred tax assets and liabilities as of December 31, 2017, were valued using a blended federal/state effective tax rate based on the new federal statutory tax rate. The effect of this revaluation was recognized in our provision for income taxes for the year ended December 31, 2017.

## Provision for Income Taxes

Provision for Income Taxes			
(dollars in thousands)			
For the year ended December 31	2018	2017	2016
Current:			
Federal	\$ 683	\$ 1,340	\$ 1,822
State	156	177	240
Total current	\$ 839	\$ 1,517	\$ 2,062
Deferred:			
Federal	\$ (187)	\$ 78	\$ (73)
State	(39)	19	(11)
Total deferred	(226)	97	(84)
Provision for income taxes	\$ 613	\$ 1,614	\$ 1,978
Effective tax rate	2.4%	6.3%	8.8%

**Reconciliation of Taxes at Federal Statutory Rate to Provision for Income Taxes**

(in thousands)			
For the year ended December 31	2018	2017	2016
Federal tax at statutory rates	\$ 5,461	\$ 8,721	\$ 7,675
State tax, net	86	129	152
Effect of non-taxable entity	(4,927)	(7,177)	(5,860)
Change in statutory tax rates due to the Tax Cuts and Jobs Act	--	(64)	--
Other	(7)	5	11
Provision for income taxes	\$ 613	\$ 1,614	\$ 1,978

**Deferred Income Taxes**

Tax laws require certain items to be included in our tax returns at different times than the items are reflected on our Consolidated Statements of Comprehensive Income. Some of these items are temporary differences that will reverse over time. We record the tax effect of temporary differences as deferred tax assets and liabilities netted on our Consolidated Statements of Condition.

**Deferred Tax Assets and Liabilities**

(in thousands)			
As of December 31	2018	2017	2016
Allowance for loan losses	\$ 354	\$ 210	\$ 270
Postretirement benefit accrual	61	62	93
Accrued incentive	255	204	332
Leasing related, net	(4)	(6)	(21)
Accrued patronage income not received	--	(200)	(224)
AgriBank 2002 allocated stock	(172)	(172)	(260)
Accrued pension asset	(232)	(156)	(132)
Depreciation	(160)	(74)	(89)
Other assets	--	5	1
Other liabilities	(3)	--	--
Deferred tax assets (liabilities), net	\$ 99	\$ (127)	\$ (30)
Gross deferred tax assets	\$ 670	\$ 481	\$ 696
Gross deferred tax liabilities	\$ (571)	\$ (608)	\$ (726)

A valuation allowance for the deferred tax assets was not necessary at December 31, 2018, 2017, or 2016.

We have not provided for deferred income taxes on patronage allocations received from AgriBank prior to 1993. Such allocations, distributed in the form of stock, are subject to tax only upon conversion to cash. Our intent is to permanently maintain this investment in AgriBank. Additionally, we have not provided deferred income taxes on accumulated FLCA earnings of \$216.0 million as it is our intent to permanently maintain this equity in the FLCA or to distribute the earnings to members in a manner that results in no additional tax liability to us.

Our income tax returns are subject to review by various United States taxing authorities. We record accruals for items that we believe may be challenged by these taxing authorities. However, we had no uncertain income tax positions at December 31, 2018. In addition, we believe we are no longer subject to income tax examinations for years prior to 2015.

**NOTE 8: EMPLOYEE BENEFIT PLANS****Pension and Post-Employment Benefit Plans**

Complete financial information for the pension and post-employment benefit plans may be found in the AgriBank 2018 Annual Report.

The Farm Credit Foundations Plan Sponsor and Trust Committees provide oversight of the benefit plans. These governance committees are comprised of elected or appointed representatives (senior leadership and/or Board of Director members) from the participating organizations. The Plan Sponsor Committee is responsible for employer decisions regarding all benefit plans including retirement benefits. These decisions could include plan design changes, vendor changes, determination of employer subsidies (if any), and termination of specific benefit plans. Any action to change or terminate the retirement plan can only occur at the direction of the AgriBank District participating employers. The Trust Committee is responsible for fiduciary and plan administrative functions.

**Pension Plan:** Certain employees participate in the AgriBank District Retirement Plan, a District-wide multi-employer defined benefit retirement plan. The Department of Labor has determined the plan to be a governmental plan; therefore, the plan is not subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). As the plan is not subject to ERISA, the plan's benefits are not insured by the Pension Benefit Guaranty Corporation. Accordingly, the amount of accumulated benefits that participants would receive in the event of the plan's termination is contingent on the sufficiency of the plan's net assets to provide benefits at that time. This plan is noncontributory and covers certain eligible District employees. The assets, liabilities, and costs of the plan are not segregated by participating entities. As such, plan assets are available for any of the participating employers' retirees at any point in time. Additionally, if a participating employer stops contributing to the plan, the unfunded obligations of

the plan may be borne by the remaining participating employers. Further, if we choose to stop participating in the plan, we may be required to pay an amount based on the underfunded status of the plan. Because of the nature of the plan, any individual employer is not able to unilaterally change the provisions of the plan. If an employee transfers to another employer within the same plan, the employee benefits under the plan transfer. Benefits are based on salary and years of service. There is no collective bargaining agreement in place as part of this plan.

**AgriBank District Retirement Plan Information**

(in thousands)

As of December 31	2018	2017	2016
Unfunded liability	\$ 274,450	\$ 352,516	\$ 374,305
Projected benefit obligation	1,272,063	1,371,013	1,269,625
Fair value of plan assets	997,613	1,018,497	895,320
Accumulated benefit obligation	1,125,682	1,184,550	1,096,913
<b>For the year ended December 31</b>	<b>2018</b>	<b>2017</b>	<b>2016</b>
Total plan expense	\$ 51,900	\$ 44,730	\$ 53,139
Our allocated share of plan expenses	926	782	858
Contributions by participating employers	90,000	90,000	90,000
Our allocated share of contributions	1,840	1,547	1,435

The unfunded liability reflects the net of the fair value of the plan assets and the projected benefit obligation at the date of these Consolidated Financial Statements. The projected benefit obligation is the actuarial present value of all benefits attributed by the pension benefit formula to employee service rendered prior to the measurement date based on assumed future compensation levels. The accumulated benefit obligation is the actuarial present value of the benefits attributed to employee service rendered before the measurement date and based on current employee service and compensation. The funding status is subject to many variables including performance of plan assets and interest rate levels. Therefore, changes in assumptions could significantly affect these estimates.

Costs are determined for each individual employer based on costs directly related to their current employees as well as an allocation of the remaining costs based proportionately on the estimated projected liability of the employer under this plan. We recognize our proportional share of expense and contribute a proportional share of funding. Our allocated share of plan expenses is included in "Salaries and employee benefits" in the Consolidated Statements of Comprehensive Income.

Benefits paid to participants in the District were \$68.6 million in 2018. While the plan is a governmental plan and is not subject to minimum funding requirements, the employers contribute amounts necessary on an actuarial basis to provide the plan with sufficient assets to meet the benefits to be paid to participants. The amount of the total District employer contributions expected to be paid into the pension plan during 2019 is \$90.0 million. Our allocated share of these pension contributions is expected to be \$1.9 million. The amount ultimately to be contributed and the amount ultimately recognized as expense as well as the timing of those contributions and expenses, are subject to many variables including performance of plan assets and interest rate levels. These variables could result in actual contributions and expenses being greater than or less than the amounts reflected in the District financial statements.

**Nonqualified Retirement Plan:** We also participate in the District-wide nonqualified defined benefit Pension Restoration Plan. This plan restores retirement benefits to certain highly compensated eligible employees that would have been provided under the qualified plan if such benefits were not above certain Internal Revenue Code limits.

**Pension Restoration Plan Information**

(in thousands)

As of December 31	2018	2017	2016
Our unfunded liability	\$ 761	\$ 594	\$ 187
Projected benefit obligation for the Combined District	41,205	37,190	28,514
Accumulated benefit obligation for the Combined District	33,215	29,844	22,778
<b>For the year ended December 31</b>	<b>2018</b>	<b>2017</b>	<b>2016</b>
Total plan expense	\$ 4,899	\$ 8,336	\$ 5,767
Our allocated share of plan expenses	204	196	187

The nonqualified plan is funded as the benefits are paid; therefore, there are no assets in the plan and the unfunded liability is equal to the projected benefit obligation. Beginning in 2017, the recognition of the unfunded liability includes the impact of prior service cost and unamortized gain/loss. The increase in the liability was offset against accumulated other comprehensive loss and had no impact to net income. The amount of the pension benefits funding status is subject to many variables including interest rate levels. Therefore, changes in assumptions could significantly affect these estimates.

Costs are determined for each individual employer based on costs directly related to their participants in the plan. Our allocated share of the components of net periodic benefit cost other than the service cost component, are included in "Other operating expenses" in the Consolidated Statements of Comprehensive Income. Service costs related to the plan are included in "Salaries and employee benefits" in the Consolidated Statements of Comprehensive Income. The Pension Restoration Plan is unfunded and we make annual contributions to fund benefits paid to our retirees covered by the plan. We had no cash contributions and paid no benefits during 2018, 2017, and 2016.

**Retiree Medical Plans:** District employers also provide certain health insurance benefits to eligible retired employees according to the terms of the benefit plans. The anticipated costs of these benefits are accrued during the period of the employee's active status.

**Retiree Medical Plan Information**

(in thousands)

For the year ended December 31	2018	2017	2016
Postretirement benefit (income) expense	\$ (6)	\$ 22	\$ 20
Our cash contributions	15	15	16

The 2018 postretirement benefit income is due to an actuarial gain. Postretirement benefit (income) expense is included in "Salaries and employee benefits" in the Consolidated Statements of Comprehensive Income. Our cash contributions are equal to the benefits paid.

**Defined Contribution Plans**

We participate in a District-wide defined contribution plan. For employees hired before January 1, 2007, employee contributions are matched dollar for dollar up to 2.0% and 50 cents on the dollar on the next 4.0% on both pre-tax and post-tax contributions. The maximum employer match is 4.0%. For employees hired after December 31, 2006, we contribute 3.0% of the employee's compensation and will match employee contributions dollar for dollar up to a maximum of 6.0% on both pre-tax and post-tax contributions. The maximum employer contribution is 9.0%.

Employer contribution expenses for the defined contribution plan, included in "Salaries and employee benefits" in the Consolidated Statements of Comprehensive Income, were \$619 thousand, \$586 thousand, and \$582 thousand in 2018, 2017, and 2016, respectively. These expenses were equal to our cash contributions for each year.

**NOTE 9: RELATED PARTY TRANSACTIONS**

In the ordinary course of business, we may enter into loan transactions with our officers, directors, their immediate family members, and other organizations with which such persons may be associated. Such transactions may be subject to special approval requirements contained in the FCA Regulations and are made on the same terms, including interest rates, amortization schedules, and collateral, as those prevailing at the time for comparable transactions with other persons. In our opinion, none of these loans outstanding at December 31, 2018, involved more than a normal risk of collectability.

**Related Party Loans Information**

(in thousands)

As of December 31	2018	2017	2016
Total related party loans	\$ 12,553	\$ 12,100	\$ 11,508
For the year ended December 31	2018	2017	2016
Advances to related parties	\$ 14,753	\$ 13,445	\$ 12,282
Repayments by related parties	15,038	13,748	14,628

The related parties can be different each year end primarily due to changes in the composition of the Board of Directors and the mix of organizations with which such persons may be associated. Advances and repayments on loans in the preceding chart are related to those considered related parties at year end.

As discussed in Note 5, we borrow from AgriBank, in the form of a line of credit, to fund our loan portfolio.

We purchase various services from AgriBank, including SunStream Business Services, a division of AgriBank. The services include certain financial and retail systems, financial reporting services, tax reporting services, technology services, insurance services, and internal audit services. The total cost of services we purchased from AgriBank was \$651 thousand, \$512 thousand, and \$518 thousand in 2018, 2017, and 2016, respectively.

We also purchase human resource information systems, and benefit, payroll, and workforce management services from Farm Credit Foundations (Foundations). As of December 31, 2018, 2017, and 2016, our investment in Foundations was \$17 thousand. The total cost of services purchased from Foundations was \$115 thousand, \$99 thousand, and \$91 thousand in 2018, 2017, and 2016, respectively.

**NOTE 10: CONTINGENCIES AND COMMITMENTS**

In the normal course of business, we have various contingent liabilities and commitments outstanding, which may not be reflected in the Consolidated Financial Statements. We do not anticipate any material losses because of these contingencies or commitments.

We may be named as a defendant in certain lawsuits or legal actions in the normal course of business. At the date of these Consolidated Financial Statements, our management team was not aware of any material actions. However, management cannot ensure that such actions or other contingencies will not arise in the future.

We have commitments to extend credit and letters of credit to satisfy the financing needs of our borrowers. These financial instruments involve, to varying degrees, elements of credit risk that may be 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 loan contract. Standby letters of credit are agreements to pay a beneficiary if there is a default on a contractual arrangement. Commercial letters of credit are agreements to pay a beneficiary under specific conditions. At December 31, 2018, we had commitments to extend credit and unexercised commitments related to standby letters of credit of \$340.8 million. Additionally, we had \$5.0 million of issued standby letters of credit as of December 31, 2018.

Commitments to extend credit and letters of credit generally have fixed expiration dates or other termination clauses and we may require payment of a fee. If commitments to extend credit and letters of credit remain unfulfilled or have not expired, they may have credit risk not recognized in the financial statements. Many of the commitments to extend credit and letters of credit will expire without being fully drawn upon. Therefore, the total commitments do not necessarily represent future cash requirements. Certain letters of credit may have recourse provisions that would enable us to recover from third parties amounts paid under guarantees, thereby limiting our maximum potential exposure. The credit risk involved in issuing these financial instruments is essentially the same as that involved in extending loans to borrowers and we apply the same credit policies. The amount of collateral obtained, if deemed necessary by us upon extension of credit, is based on management's credit evaluation of the borrower.

#### **NOTE 11: FAIR VALUE MEASUREMENTS**

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or most advantageous market for the asset or liability. Accounting guidance also establishes a fair value hierarchy, with three input levels that may be used to measure fair value. Refer to Note 2 for a more complete description of the three input levels.

We did not have any assets or liabilities measured at fair value on a recurring basis at December 31, 2018, 2017, or 2016.

#### **Non-Recurring**

We may be required, from time to time, to measure certain assets at fair value on a non-recurring basis.

##### **Assets Measured at Fair Value on a Non-recurring Basis**

(in thousands)

<b>As of December 31, 2018</b>	Fair Value Measurement Using			Total Fair Value
	Level 1	Level 2	Level 3	
Impaired loans	\$ --	\$ --	\$ 3,445	\$ 3,445

  

<b>As of December 31, 2017</b>	Fair Value Measurement Using			Total Fair Value
	Level 1	Level 2	Level 3	
Impaired loans	\$ --	\$ --	\$ 978	\$ 978

  

<b>As of December 31, 2016</b>	Fair Value Measurement Using			Total Fair Value
	Level 1	Level 2	Level 3	
Impaired loans	\$ --	\$ --	\$ 20	\$ 20

#### **Valuation Techniques**

**Impaired loans:** Represents the carrying amount and related write-downs of loans which were evaluated for individual impairment based on the appraised value of the underlying collateral. When the value of the collateral, less estimated costs to sell, is less than the principal balance of the loan, a specific reserve is established. Costs to sell represent transaction costs and are not included as a component of the asset's fair value. If the process uses observable market-based information, they are classified as Level 2. If the process requires significant input based on management's knowledge of and judgment about current market conditions, specific issues relating to the collateral and other matters, they are classified as Level 3.

#### **NOTE 12: SUBSEQUENT EVENTS**

We have evaluated subsequent events through March 4, 2019, which is the date the Consolidated Financial Statements were available to be issued. There have been no material subsequent events that would require recognition in our 2018 Consolidated Financial Statements or disclosure in the Notes to Consolidated Financial Statements.

# DISCLOSURE INFORMATION REQUIRED BY REGULATIONS

Farm Credit Services of North Dakota, ACA  
(Unaudited)

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## Description of Business

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General information regarding the business is incorporated herein by reference from Note 1 to the Consolidated Financial Statements in this Annual Report.

The description of significant business developments, if any, is incorporated herein by reference from the Management's Discussion and Analysis section of this Annual Report.

## Description of Property

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Property Information		
Location	Description	Usage
Bottineau	Owned	Branch
Bowbells	Leased	Bowbells Crop Insurance Office
Carrington	Owned	Branch
Crosby	Owned	Branch
Crosby	Owned	Commercial Lot
Minot	Owned	Headquarters/Branch
Minot	Owned	Commercial Lot
Minot	Owned	Ward County Crop Insurance Office
Minot	Leased	Administrative Offices
Rugby	Owned	Branch
Williston	Owned	Branch

## Legal Proceedings

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Information regarding legal proceedings is discussed in Note 10 to the Consolidated Financial Statements in this Annual Report. We were not subject to any enforcement actions as of December 31, 2018.

## Additional Regulatory Capital Disclosure

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Regulatory Capital Ratios Pursuant to FCA Regulation 620.5		
As of December 31	2013	2012
Permanent capital ratio	16.2%	15.9%
Total surplus ratio	16.0%	15.6%
Core surplus ratio	16.0%	15.6%

Refer to the Consolidated Five-Year Summary of Selected Financial Data at the beginning of this Annual Report for capital ratio calculations for the past five years.

## Description of Capital Structure

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Information regarding our capital structure is discussed in Note 6 to the Consolidated Financial Statements in this Annual Report.

## Description of Liabilities

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Information regarding liabilities is discussed in Notes 5, 7, 8, and 10 to the Consolidated Financial Statements in this Annual Report. All debt and other liabilities in the financial statements are uninsured.

## Selected Financial Data

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The Consolidated Five-Year Summary of Selected Financial Data is presented at the beginning of this Annual Report.

## Management's Discussion and Analysis

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Information regarding any material aspects of our financial condition, changes in financial condition, and results of operations are discussed in the Management's Discussion and Analysis section of this Annual Report.

## Board of Directors

### Board of Directors as of December 31, 2018, including business experience during the last five years

Name	Term	Principal occupation and other affiliations
<b>Bryan Ankenbauer</b> First Vice Chairperson of the Board Service Began: 2005	2015-2019	<b>Principal Occupation:</b> Self-employed grain farmer
<b>Thomas Henry</b> Second Vice Chairperson of the Board  Service Began: 2010	2018-2022	<b>Principal Occupation:</b> Self-employed grain farmer <b>Other Affiliations:</b> Secretary/Treasurer: Russell Grain Storage Condominium, a grain storage entity, in conjunction with Border Ag and Energy
<b>Phil Lowe</b> Outside Director  Service Began: 2006	2017-2021	<b>Principal Occupation:</b> President of Lowe's Inc., a garden center, greenhouse nursery, and floral and landscaping operation <b>Other Affiliations:</b> Managing Partner: Lowe Family Investments, a property management company
<b>Mark Martinson</b> Director  Service Began: 2016	2016-2020	<b>Principal Occupation:</b> Self-employed grain and livestock farmer <b>Other Affiliations:</b> Board Member: U.S. Durum Growers Association, which promotes the durum industry
<b>Bill Ongstad</b> Director  Service Began: 2000	2017-2021	<b>Principal Occupation:</b> Self-employed grain farmer <b>Other Affiliations:</b> Director: Garrison Diversion Conservancy District, a political subdivision Commissioner: Ag Products Utilization Commission, a division of the North Dakota Department of Commerce that provides grants to individuals and businesses to develop and market agricultural products Board Member: North Dakota Farm Credit Council
<b>Steve Perdue</b> Chairperson of the Board  Service Began: 2009	2017-2021	<b>Principal Occupation:</b> Self-employed grain farmer <b>Other Affiliations:</b> Director: U.S. Durum Growers Association, which promotes the durum industry Director: Williams Rural Water District, a rural water supply district
<b>Clara Sue Price</b> Outside Director  Service Began: 2009	2016-2020	<b>Principal Occupation:</b> Self-employed property management and livestock and vegetable farmer <b>Other Affiliations:</b> Secretary/Treasurer: MMP Investments, LLC, a property management company Treasurer: G&D Properties, LLC, a property management company Stockholder: Cal-Dak Cabinets, Inc., a custom cabinet manufacturer Board Member: North Dakota Farm Credit Council
<b>Roger Sauer</b> Director Service Began: 2018	2018-2022	<b>Principal Occupation:</b> Self-employed grain farmer
<b>Rollin Tonneson</b> Director Board Secretary  Service Began: 1999	2015-2019	<b>Principal Occupation:</b> Self-employed grain farmer <b>Other Affiliations:</b> Chairperson: AgriBank District Farm Credit Council Board Member: National Farm Credit Council

Additional transactions other than loans in the ordinary course of business involving directors and senior officers include competitive bidding for improvements to new and existing facilities. Through this competitive bidding process, during the years of 2018, 2017, and 2016, we have entered into transactions with Lowe's, Inc. (Lowe's), a garden center, greenhouse nursery, and floral and landscaping operation and Cal-Dak Cabinets, Inc., a custom cabinet manufacturer. Outside Director, Phil Lowe is the president of Lowe's and Outside Director Clara Sue Price is a stockholder in Cal-Dak Cabinets, Inc.

Pursuant to our bylaws, directors are paid a reasonable amount for attendance at board meetings, committee meetings or other special assignments. Directors are also reimbursed for reasonable expenses incurred in connection with such meetings or assignments. The Board of Directors receives \$500 per diem for each meeting in attendance or \$100 for meeting attendance by conference call. In addition, the board chairperson receives a \$3,000 annual retainer fee and the other board members receive a \$2,000 annual retainer fee paid following the Board of Director's annual reorganization meeting.



Information regarding compensation paid to each director who served during 2018 follows:

Name	Number of Days Served		Compensation Paid for Service on a Board Committee	Name of Committee	Total Compensation Paid in 2018
	Board Meetings	Other Official Activities			
Bryan Ankenbauer	10	25	\$ 900 500	Audit Planning	\$ 21,819
Thomas Henry	9	16	800 500	Audit Planning	16,025
Phil Lowe	10	19	800 500	Audit Planning	17,125
Mark Martinson	10	27	500 500	Board Policy Planning	22,375
Bill Ongstad	10	23	500 500	Board Policy Planning	20,350
Steve Perdue	10	20	800 500	Audit Planning	20,675
Clara Sue Price	10	20	800 500	Audit Planning	17,575
Roger Sauer <sup>1</sup>	6	12	500 500	Board Policy Planning	11,663
Rollin Tonneson	9	19	500 500	Board Policy Planning	16,933
					\$ 164,540

<sup>1</sup>New director elected at annual meeting in March 2018.

## Senior Officers

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### Senior Officers as of December 31, 2018, including business experience during the last five years

Name and Position	Business experience and other business affiliations
<b>Claude Sem</b> President/Chief Executive Officer	<b>Business experience:</b> Association President/Chief Executive Officer <b>Appointed as Senior Officer:</b> January 2000
<b>Kathy Berg</b> Vice President - Human Resources	<b>Business experience:</b> Association Vice President - Human Resources since January 2017 Association Human Resources Director from November 2013 to December 2016 <b>Appointed as Senior Officer:</b> April 2016
<b>Dan Beyer</b> Senior Vice President - Marketing	<b>Business experience:</b> Association Senior Vice President - Marketing since February 2018 Association Vice President - Marketing from July 2015 to January 2018 Farm Credit Services of Mandan Vice President - Financial Services from October 2004 to July 2015 <b>Appointed as Senior Officer:</b> July 2015
<b>Becky Braaten</b> Vice President - Insurance Services	<b>Business experience:</b> Association Vice President - Insurance Services <b>Appointed as Senior Officer:</b> March 2000
<b>Kent Huss</b> Chief Financial Officer	<b>Business experience:</b> Association Chief Financial Officer <b>Appointed as Senior Officer:</b> March 1997
<b>Wade Iverson</b> Vice President Valuation - Facilities	<b>Business experience:</b> Association Vice President Valuation – Facilities <b>Appointed as Senior Officer:</b> March 2000
<b>Brad Limke</b> Senior Vice President - Chief Credit Officer	<b>Business experience:</b> Association Senior Vice President - Chief Credit Officer since September 2016 Association Director of Internal Audit from August 2005 to September 2016 <b>Appointed as Senior Officer:</b> September 2016

Dave Brossart retired from the company in November 2018.

Claude Sem has announced his plans to retire from the association in 2019. We are currently in the selection process for his replacement.

### Senior Officer Compensation

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**Compensation Risk Management:** We believe the design and governance of our CEO, senior officer, and highly compensated individuals compensation program is consistent with the highest standards of risk management and provides total compensation that promotes our mission to ensure a safe, sound, and dependable source of credit and related services for agriculture and rural America. Our compensation philosophy aims to provide a competitive total rewards package that will enable us to attract and retain highly qualified officers with the requisite expertise and skills while achieving desired business results aligned with the best interests of our members. The design of our CEO, senior officer, and highly compensated individuals compensation program supports our risk management goals through a set of checks and balances, including (1) a balanced mix of base and variable pay, (2) a balanced use of performance measures that are risk-adjusted where appropriate, and (3) a pay-for-performance process that allocates individual awards based on both results and how those results were achieved.

**Elements of Compensation:** The CEO, senior officers, and highly compensated individuals are compensated with a mix of direct cash and short-term incentives as well as retirement plans generally available to all employees. Our Board of Directors approves the overall salary structure for all senior officers, including the CEO, and highly compensated individuals which includes the variable incentive plan targeting various objectives throughout the year keeping in mind their fiduciary responsibilities to their members. Base salary and short-term incentives are intended to be competitive with annual compensation for comparable positions at peer organizations.

**Base Salary:** The CEO, senior officer, and highly compensated individuals base salaries reflect the employee's experience and level of responsibility. The salary structure is subject to review and approval by the Compensation Committee of our Board of Directors and are subject to adjustment based on changes in responsibilities or competitive market conditions.

**Short-term Incentives:** The CEO, senior officers, and highly compensated individuals incentives are paid annually based on performance criteria established by our Board of Directors. The criteria related to the overall association performance includes permanent capital ratio, loan volume, credit quality, credit administration, risk score, net operating rate, and related services income. Additionally, performance criteria related to personal performance includes attainment of personal objectives and performance ratings. We calculate the incentives after the end of the plan year (the plan year is the calendar year). Employees must be employed on the date paid, March 15<sup>th</sup> of the following year, to collect incentive pay.

**Retirement Plans:** We have various post-employment benefit plans which are generally available to all Association employees, including the CEO and senior officers, and highly compensated individuals, based on dates of service to the Association and are not otherwise differentiated by position, unless specifically stated. Information regarding the post-employment benefit plans is included in Notes 2 and 8 to the Consolidated Financial Statements in this Annual Report.

**Other Components of Compensation:** Additionally, compensation associated with group term life insurance premiums, disability insurance premiums, or other taxable reimbursements may be made available to the CEO, senior officers, and highly compensated individuals based on job criteria or similar plans available to all employees.

**Compensation to the CEO, Senior Officers, and Highly Compensated Individuals**

(in thousands)					Deferred/ Perquisites	Other	Total
Name	Year	Salary	Bonus				
Claude Sem, CEO	2018	\$ 370	\$ 148	\$ 4	\$ 188	\$ 710	
Claude Sem, CEO	2017	345	104	4	598	1,051	
Claude Sem, CEO	2016	325	106	4	529	964	
Aggregate Number of Senior Officers and Highly Compensated Individuals, excluding CEO							
Eight	2018	\$ 1,099	\$ 301	\$ 8	\$ 351	\$ 1,759	
Ten	2017	1,252	284	10	1,059	2,605	
Eleven	2016	1,182	317	10	534	2,043	

The composition of senior officers may change during the year based on business needs of the association. During 2018, one senior officer retired in November. During 2017, one senior officer retired in June, and one senior officer resigned in December. During 2016, we had two new senior officers appointed in April and September and one senior officer ending in February. The amounts above reflect compensation earned during the time employees served as senior officers. The composition of the senior officers and highly compensated individuals can change due to base salary or other incentives available to employees as described above.

The amount in the "Other" category in the preceding table primarily includes:

- Employer match on defined contribution plans available to all employees.
- Changes in the value of pension benefits. The change in value of the pension benefits is defined as the change in the vested portion of the present value of the accumulated benefit obligation from December 31 of the prior year to December 31 of the most recent year for the District-wide Pension Plan and the Pension Restoration Plan, as applicable, as disclosed in Note 8 to the Consolidated Financial Statements in this Annual Report. This change in value does not represent cash payments made by the Association during the year, but rather is an estimate of the change in the Association's future obligations under the pension plans. The change in the value of the pension benefits is highly sensitive to discount rates used to value the plan liabilities to participants.

Any dollar value of tax reimbursement provided to the CEO, senior officers, and highly compensated individuals is included in the column for which the reimbursement was provided. Minor tax reimbursements are made to the CEO, senior officers, and highly compensated individuals.

The "Deferred/Perquisites" primarily includes group-term life insurance premiums and long-term disability premiums.

The value of the pension benefits from December 31, 2017 to December 31, 2018, changed primarily due to interest cost, accumulation of an additional year of credited service by plan participants, and changes in actuarial assumptions.

Members may request information on the compensation to the individuals included in the preceding table during 2018.

**Pension Benefits Attributable to the CEO and Senior Officers**

(dollars in thousands)			Present Value	Payments
2018		Years of	of Accumulated	Made During the
Name	Plan	Credited Service	Benefits	Reporting Period
Claude Sem, CEO	AgriBank District Retirement Plan	42.5	\$ 2,918	\$ --
	AgriBank District Pension Restoration Plan	42.5	821	--
Aggregate Number of Senior Officers, excluding CEO				
Six	AgriBank District Retirement Plan	28.1	\$ 3,206	\$ 572

Senior officers in the above table includes those who retired during the year.

The change in composition of the aggregate senior officers can have a significant impact on the calculation of the accumulated pension benefits.

Effective January 1, 2007, the AgriBank District Retirement Plan was closed to new employees. Therefore, any employee starting employment with the AgriBank District after that date is not eligible to be in the plan.

The AgriBank District Pension Restoration Plan restores retirement benefits to certain highly compensated employees that would have been provided under the qualified plan if such benefits were not above certain Internal Revenue Code limits. Not all senior officers or highly compensated employees are eligible to participate in this plan.

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#### **Transactions with Senior Officers and Directors**

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Information regarding related party transactions is discussed in this Disclosure Information Required by Regulations section and Note 9 to the Consolidated Financial Statements in this Annual Report.

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#### **Travel, Subsistence, and Other Related Expenses**

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Directors and senior officers are reimbursed for reasonable travel, subsistence, and other related expenses associated with business functions. A copy of our policy for reimbursing these costs is available by contacting us at:

Post Office Box 70  
Minot, ND 58702-0070  
(701) 852-1265  
www.farmcreditnd.com  
info@farmcreditnd.com

The total directors' travel, subsistence, and other related expenses were \$120 thousand, \$107 thousand, and \$89 thousand in 2018, 2017, and 2016, respectively.

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#### **Involvement in Certain Legal Proceedings**

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No events occurred during the past five years that are material to evaluating the ability or integrity of any person who served as a director or senior officer on January 1, 2019, or at any time during 2018.

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#### **Member Privacy**

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The FCA Regulations protect members' nonpublic personal financial information. Our directors and employees are restricted from disclosing information about our Association or our members not normally contained in published reports or press releases.

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#### **Relationship with Qualified Public Accountant**

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There were no changes in independent auditors since the last Annual Report to members and we are in agreement with the opinion expressed by the independent auditors. The total financial statement audit fees paid during 2018 were \$64 thousand. Our engagement letter commits to reimbursing the external auditor for reasonable out-of-pocket expenses as incurred for travel.

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#### **Financial Statements**

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The Report of Management, Report on Internal Control Over Financial Reporting, Report of Audit Committee, Report of Independent Auditors, Consolidated Financial Statements, and Notes to Consolidated Financial Statements are presented prior to this portion of the Consolidated Financial Statements in this Annual Report.

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

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Information regarding credit and services to young, beginning, and small farmers and ranchers, and producers or harvesters of aquatic products is discussed in an addendum to this Annual Report.

# YOUNG, BEGINNING, AND SMALL FARMERS AND RANCHERS

Farm Credit Services of North Dakota, ACA

(Unaudited)

We have specific programs in place to serve the credit and related needs of young, beginning, and small farmers and ranchers (YBS) in our territory.

The definitions of YBS as developed by the Farm Credit Administration (FCA) follow:

- Young: A farmer, rancher, or producer or harvester of aquatic products who is age 35 or younger as of the loan transaction date.
- Beginning: A farmer, rancher, or producer or harvester of aquatic products who has 10 years or less farming or ranching experience as of the loan transaction date.
- Small: A farmer, rancher, or producer or harvester of aquatic products who normally generates less than \$250 thousand in annual gross sales of agricultural or aquatic products.

The demographics of the young, beginning, and small farmers in our territory were compiled from the 2012 USDA Ag-Census. At the time of the census there were a total of 9,517 farmers in Farm Credit Services of North Dakota, ACA's territory. This included 709 young farmers, 1,393 beginning farmers, and 7,009 small farmers in our territory. The 2017 census data is scheduled to be released early 2019.

Our mission statement for the Young, Beginning, and Small Farmers Program is "to assist young, beginning, and small farmers and ranchers to succeed in business in their agricultural environment." The specific means to meet the objective of this mission statement follows:

- Our volume goal for young farmers is \$376.1 million which is 140% of risk funds. At December 31, 2018, we had \$221.9 million in loans to young farmers which was 83% of risk funds.
- Our volume goal for beginning farmers is \$335.8 million which is 125% of risk funds. At December 31, 2018, we had \$187.8 million in loans to beginning farmers which was 70% of risk funds.
- Our volume goal for small farmers is \$365.3 million which is the available debt per the 2012 census. This is less than the 400% parameter of risk funds. At December 31, 2018, we had \$150.5 million in loan volume to small farmers which was 56% of risk funds.
- Our goal for the number of loans is 1,340 of loans to young farmers, 1,320 of loans to beginning farmers, and 2,025 of loans to small farmers. At December 31, 2018, we had 1,178 loans to young farmers, 1,197 loans to beginning farmers, and 1,761 loans to small farmers.

We also have the opportunity to coordinate with the Bank of North Dakota and the Farm Service Agency in originating new loans. Our goal through coordinating with these two entities was to make 10 new loans to young farmers for \$500 thousand in loan volume, 10 new loans to beginning farmers for \$500 thousand in loan volume, and 25 new loans to small farmers for \$1.3 million in loan volume. With this coordination effort in 2018, we made 11 loans to young farmers for \$5.7 million, 10 loans to beginning farmers for \$3.2 million and 8 loans for \$2.0 million to small farmers.

We also provide related services to this segment of our portfolio with a goal of continued growth equal to or greater than what our overall related services are growing. To date, the number of farmers served with certain services includes:

	Young	Beginning	Small
Hail Insurance	154	143	133
Multi-Peril Insurance	102	126	190
Life Insurance	91	82	102

We also have a plan for marketing and outreach activities for this segment of our territory. We had goals of distributing 1,077 Future Farmers of America (FFA) handbooks to 36 schools and actually gave 1,355 handbooks to 38 schools. Our goal was to attend 6 FFA banquets and 5 were attended. We planned to attend 6 FFA Alumni Meetings and 3 were attended. We had a goal of attending 12 4-H premium sales with 15 attended. We have participated with the other Farm Credit System associations in North Dakota in granting 4 innovative grants for a total of approximately \$4 thousand. We planned for and awarded six \$1 thousand scholarships to sons and daughters of the agriculture community. We had planned presentations to 5 agriculture classes with 0 completed. We had a goal of attending 5 Adult Farm Management events with 1 attended. We had a goal to hold 18 insurance meetings and 20 were completed. We had a goal of attending 15 marketing club meetings with 1 attended. Our goal was to participate in 8 agriculture shows with 10 completed. We had a goal of 10 direct mailings to young, beginning, and small farmers in our area with 7 completed. We had a goal of staff to attend 100 key community agriculture events in our territory and 330 were attended. We also had a goal to participate in 3 kid's farm safety events with 2 completed.

Our website has a page dedicated to our Young, Beginning, and Small Farmers Program along with information sent in our customer magazine targeted at the young, beginning, and small farmers segment of our territory.

Our specifically designed credit programs and services for young, beginning, and small farmers include underwriting standards and use of guarantees or other credit enhancements to ensure the program is conducted in a manner that protects the safety and soundness of Farm Credit Service of North Dakota, ACA.

# FUNDS HELD PROGRAM

*Farm Credit Services of North Dakota, ACA*  
(Unaudited)

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## **Objective**

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To allow members the opportunity to deposit funds in excess of regular loan payments in a funds held account.

## **Maximum Deposit Balance**

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Mortgage Loans: The funds held balance may not exceed the unpaid principal balance of the outstanding balance on the related loan.

Commercial Loans: The funds held balance may not exceed the amount of the Borrower's outstanding loan commitments. The outstanding commitments must be based upon historic or reasonably projected borrowing needs for the entity during the current operating cycle.

Loans with Prepayment Penalties (Mortgage or Commercial): On loans with prepayment penalties, the maximum allowed funds held on that particular loan is limited to 10% of the original commitment or the limits for mortgage and commercial loans as set forth above, whichever is the lesser amount.

## **Interest Rate**

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The funds held interest rate will be a fixed rate priced at 50 basis points below the Association average marginal cost of debt and adjusted monthly. The rate paid will not exceed the rate charged on the related loan at any time.

## **Deposits**

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Deposits may be made at any time. Money received after the billing of a scheduled payment (generally 30 days), but prior to a payment due date will be applied directly to the billed payment and will not earn interest. In all other cases, money deposited into funds held will earn interest from the day deposited until the day withdrawn.

## **Withdrawals**

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Money in a funds held account may be available to be returned to Borrowers, upon request, for an eligible loan purpose in lieu of increasing the Borrower's loan. It is recommended that no more than twelve withdrawals per year are allowed per Borrower/entity from the funds held account.

Management has the authority to apply limitations to withdrawals or decline withdrawal requests if it adversely affects the credit.

## **Rate Changes**

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Farm Credit Administration Regulations do not require disclosure when funds held rates change. Customers will be notified of funds held rate changes via the statement of account.

## **Uninsured Account**

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Funds held is not a depository account and is not insured by an agency of the federal government. In the event of Association liquidation, customers having balances in funds held shall be notified according to Farm Credit Administration Regulations.