
Tigercat 234


ONE MISSION | MANY VOICES

Board of Directors

(From the left) Clarke E. Fox, Jeffrey W. Griffith, Susan D. Hance-Wells, Frankie R. Large, Jennifer U. Cuthbertson, Paul W. Rogers, Jr., John N. Mills, Jr., John F. Davis, Stanley O. Forbes, Sr., Hugh S. Jones, R. Bertsch Cox, L. Wayne Kirby, Jr., Robert H. Spiers, Jr., A. Kevin Monahan – Vice Chairman, Robert M. Jones, John E. Bickford – Chairman

Not pictured: Robert R. Womack

Leadership Team

(From the left)

Diane S. Fowlkes
Chief Financial Officer

James S. Belfield
Chief Information Officer

Paul B. Franklin, Sr.
President and Chief Executive Officer

Patrick J. Tewell
Chief Credit Officer

Michael J. Lacks
Chief Lending Officer – Commercial Loans

Ronnie G. Gill
Chief Lending Officer – Branch Operations

Karen Suzanne Nicely
Director of Human Resources and Corporate Secretary

Our core purpose

To assist farmers, growers, and harvesters of forestry and aquatic products, agribusinesses, and rural residents in achieving success.

FARM CREDIT

ONE MISSION | MANY VOICES

Our core values

- We nurture customer relationships.
- We strive to exceed our customers' expectations with superior products and services.
- We provide courteous and prompt assistance.
- We are honest and fair with everyone.
- We are good corporate citizens.
- We achieve success through teamwork.
- We price our products and services equitably based on cost, risk, and competition.
- We return as much of our profits as possible in patronage refunds.

One mission. Many voices.

When you become a Farm Credit customer, you become a member of our family – and a unique part of the Farm Credit story.

We were created for one mission and it will always remain the same: to support rural communities and agriculture with reliable, consistent credit and financial services. While your lender is a local expert who can help tailor solutions to your personal needs, our organization is more than 500,000 members strong across the United States and Puerto Rico.

As a Farm Credit member, you are part of a rich tapestry that spans more than a century. Farm Credit's "One Mission. Many Voices." campaign highlights stories from a wide variety of Farm Credit members, employees and board members. This campaign started in 2017 as a way to demonstrate to policymakers the importance of Farm Credit in helping rural America and agriculture thrive. We will continue in the months ahead to tell our story – and your story – to create greater awareness of our mission and impact. This helps ensure a stable source of funding and financial services for the people who feed, clothe and fuel the world.

Discover success stories from your neighbors and fellow Farm Credit members at farmcredit.com. And let Farm Credit help you continue writing your own success story!

FARM CREDIT

Message from the Chairman of the Board and the Chief Executive Officer

Colonial Farm Credit continued its mission of supporting rural communities and agriculture with reliable, consistent credit and financial services in 2017.

Favorable weather conditions produced average or above average crop yields for most areas and commodities in Maryland and Virginia. Although commodity prices remained low, the combination of good yields with wise marketing and risk management decisions resulted in another year of profitability for most of our customers.

Loan demand was strong for land and construction loans, but weaker for working capital and equipment compared to the past several years. Overall, loan volume was slightly lower than 2016.

Credit quality remained very sound. At year end, non-earning assets (loans for which the accrual of interest has been stopped and properties acquired through foreclosure) were 0.8 percent of total assets, the lowest level since 2008.

Net income in 2017 was a record $19.4 million, including an unexpected $4.4 million special distribution from the AgFirst Farm Credit Bank (our funding bank) and a one-time expense reduction of $4.1 million tied to an accounting change for postretirement employee benefits. Our strong credit quality, capital position, and earnings allowed your board of directors to do some exciting things:

- First, a cash patronage refund equivalent to 35 percent of the interest earned on loan accounts during 2017 will be distributed in May 2018. This compares to the budgeted 2017 refund of 25 percent of interest earned. The unexpected special distribution from AgFirst was the major factor enabling us to pay more patronage than budgeted. This is the 20th consecutive year we have returned a portion of our profits to our customers. We are pleased to be in the financial position to return these earnings to you, and we know the timing will be appreciated considering this period of lower farm profitability.

- Second, to better educate our next generation of rural leaders, we contributed $1.1 million to the Colonial Agricultural Educational Foundation. This will allow the Foundation to increase 82 existing annual scholarships, potentially by $500 each, once the funds are fully invested. We feel this contribution is important given ongoing tuition increases faced by students.

During 2018, we will continue to focus our efforts on serving the credit needs of all eligible customers and assisting customers who have been adversely impacted by lower commodity prices and adverse weather conditions.

As the Farm Credit System enters its 102nd year, your cooperative is positioned to prosper in any foreseeable environment by virtue of our strong financial position, diverse and high quality loan portfolio, sound underwriting standards, excellent employees, and exceptional governance. Our combination of competitive rates, patronage refunds, personal service, and extensive local knowledge is unmatched in the financial services world.

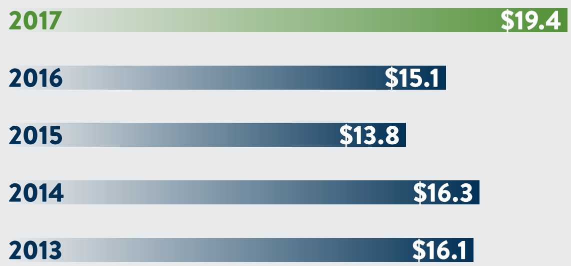
Thank you for your loyalty and support. We look forward to serving your financial needs in 2018 and beyond.

John E. Bickford
Chairman of the Board

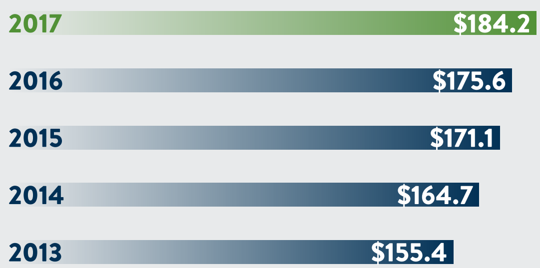
Paul B. Franklin, Sr.
President and Chief Executive Officer

March 13, 2018

Net Income *(in millions)*

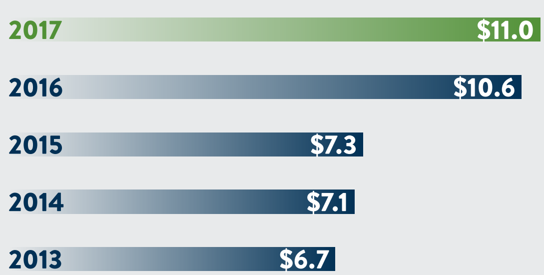


Members' Equity *(in millions)*



Total Assets *(in millions)*

Patronage Refunds *(in millions)*



Report of Management

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

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

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

The consolidated financial statements, in the opinion of management, fairly present the financial condition of the Association. The undersigned certify that we have reviewed the 2017 Annual Report of Colonial Farm Credit, ACA, that the report has been prepared under the oversight of the audit committee of the Board of Directors and in accordance with all applicable statutory or regulatory requirements, and that the information contained herein is true, accurate, and complete to the best of our knowledge and belief.

John E. Bickford
John E. Bickford
Chairman of the Board

Paul B. Franklin, Sr.
Paul B. Franklin, Sr.
Chief Executive Officer

Diane S Fowlkes
Diane S. Fowlkes
Chief Financial Officer

March 13, 2018

Report on Internal Control Over Financial Reporting

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

The Association's management has completed an assessment of the effectiveness of internal control over financial reporting as of December 31, 2017. In making the assessment, management used the framework in *Internal Control — Integrated Framework (2013)*, promulgated by the Committee of Sponsoring Organizations of the Treadway Commission, commonly referred to as the "COSO" criteria.

Based on the assessment performed, the Association's management concluded that as of December 31, 2017, 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, 2017.

Paul B. Franklin, Sr.
Chief Executive Officer

Diane S. Fowlkes
Chief Financial Officer

March 13, 2018

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Did you know?

Farm Credit is more than the first choice for farming and the forest products industry. We provide financing for all kinds of folks, from doctors and lawyers to teachers and software engineers. We can finance just about any situation and there are many advantages to doing business with Farm Credit.

Let us know if we can provide your friends and family with the same great service and financing that we provide to you and thank you for choosing Farm Credit for all of your country living needs!

Consolidated Five-Year Summary of Selected Financial Data

(dollars in thousands)	2017	2016	December 31, 2015	2014	2013
Balance Sheet Data					
Cash	**$ 66**	$ 63	$ 62	$ 94	$ 90
Loans	**636,119**	641,762	638,278	613,608	600,983
Allowance for loan losses	**(2,427)**	(3,006)	(3,762)	(3,723)	(3,865)
Net loans	**633,692**	638,756	634,516	609,885	597,118
Investments in other Farm Credit institutions	**6,890**	6,949	6,729	6,711	6,636
Other property owned	**—**	78	70	787	1,915
Other assets	**16,719**	17,677	15,980	17,295	20,120
Total assets	**$ 657,367**	$ 663,523	$ 657,357	$ 634,772	$ 625,879
Notes payable to AgFirst Farm Credit Bank*	**$ 456,390**	$ 467,883	$ 470,033	$ 454,670	$ 455,836
Accrued interest payable and other liabilities with maturities of less than one year	**16,812**	19,977	16,186	15,406	14,689
Total liabilities	**473,202**	487,860	486,219	470,076	470,525
Capital stock and participation certificates	**4,795**	4,699	4,659	4,615	4,584
Unallocated retained earnings	**179,414**	170,978	166,447	159,909	150,678
Accumulated other comprehensive income (loss)	**(44)**	(14)	32	172	92
Total members' equity	**184,165**	175,663	171,138	164,696	155,354
Total liabilities and members' equity	**$ 657,367**	$ 663,523	$ 657,357	$ 634,772	$ 625,879
Statement of Income Data					
Net interest income	**$ 19,070**	$ 19,146	$ 18,289	$ 18,057	$ 17,615
Provision for (reversal of allowance for) loan losses	**(337)**	(775)	(237)	46	(1,199)
Noninterest income (expense), net	**40**	(4,837)	(4,716)	(1,717)	(2,716)
Net income	**$ 19,447**	$ 15,084	$ 13,810	$ 16,294	$ 16,098
Key Financial Ratios					
Rate of return on average:					
Total assets	**2.99%**	2.29%	2.18%	2.60%	2.64%
Total members' equity	**10.66%**	8.46%	8.09%	10.06%	10.54%
Net interest income as a percentage of average earning assets	**3.00%**	2.97%	2.95%	2.95%	2.96%
Net (chargeoffs) recoveries to average loans	**(0.038)%**	0.003%	0.045%	(0.031)%	(0.084)%
Total members' equity to total assets	**28.02%**	26.47%	26.03%	25.95%	24.82%
Debt to members' equity (:1)	**2.57**	2.78	2.84	2.85	3.03
Allowance for loan losses to loans	**0.38%**	0.47%	0.59%	0.61%	0.64%
Permanent capital ratio	**26.05%**	25.93%	25.31%	24.39%	23.62%
Total surplus ratio	**	25.29%	24.64%	23.69%	22.90%
Core surplus ratio	**	25.29%	24.64%	23.69%	22.90%
Common equity tier 1 capital ratio	**25.94%**	**	**	**	**
Tier 1 capital ratio	**25.94%**	**	**	**	**
Total regulatory capital ratio	**26.38%**	**	**	**	**
Tier 1 leverage ratio	**27.72%**	**	**	**	**
Unallocated retained earnings (URE) and URE equivalents leverage ratio	**27.85%**	**	**	**	**
Net Income Distribution					
Estimated patronage refunds:					
Cash	**$ 11,046**	$ 10,602	$ 7,275	$ 7,069	$ 6,734

** General financing agreement is renewable on a one-year cycle. The next renewal date is December 31, 2018.*
*** Not applicable due to changes in regulatory capital requirements effective January 1, 2017.*

Who gets financing from Farm Credit?

FULL- AND PART-TIME FARMERS – Those whose primary or secondary source of income is their agricultural operation. Farm credit can lend for most agriculture, non-agriculture, and family needs.

BUSINESSES AND AGRIBUSINESSES – Those businesses that process and/or market agricultural products and those that provide services to farmers, such as crop spraying, seed cleaning, veterinary services, etc. Farm Credit also has a specialized commercial lending team dedicated to providing expertise for large and complex relationships with agribusinesses.

COUNTRY HOMEOWNERS – Those who are looking to purchase, refinance, construct, and/or improve their homes located in the country. Farm Credit also makes loans for the purchase and refinance of unimproved residential lots. Because we are a cooperative, we operate very efficiently and with very low fees and closing costs. We have a variety of loan programs with various advantages, including 10-30 year fixed rate options, no prepayment penalties, no acreage maximums or minimums, flexible draw schedules for construction loans, and much more.

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

(dollars in thousands, except as noted)

GENERAL OVERVIEW

The following commentary summarizes the financial condition and results of operations of Colonial Farm Credit, ACA, (Association) for the year ended December 31, 2017 with comparisons to the years ended December 31, 2016 and December 31, 2015. This information should be read in conjunction with the Consolidated Financial Statements, Notes to the Consolidated Financial Statements and other sections in this Annual Report. The accompanying consolidated financial statements were prepared under the oversight of the Audit Committee of the Board of Directors. For a list of the Audit Committee members, refer to the "Report of the Audit Committee" reflected in this Annual Report. Information in any part of this Annual Report may be incorporated by reference in answer or partial answer to any other item of the Annual Report.

The Association is an institution of the Farm Credit System (System), which was created by Congress in 1916 and has served agricultural producers for over 100 years. The System's mission is to maintain and improve the income and well-being of American farmers, ranchers, and producers or harvesters of aquatic products and farm-related businesses. The System is the largest agricultural lending organization in the United States. The System is regulated by the Farm Credit Administration, (FCA), which is an independent safety and soundness regulator.

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

The Association obtains funding from AgFirst Farm Credit Bank (AgFirst or Bank). The Association is materially affected and shareholder investment in the Association could be affected by the financial condition and results of operations of the Bank. Copies of the Bank's Annual and Quarterly Reports are on the AgFirst website, ***www.agfirst.com***, or may be obtained at no charge by calling 1-800-845-1745, extension 2832, or writing Susanne Caughman, AgFirst Farm Credit Bank, P. O. Box 1499, Columbia, SC 29202.

Copies of the Association's Annual and Quarterly reports are also available upon request free of charge on the Association's website, ***www.colonialfarmcredit.com***, or by calling 1-804-746-1252, or writing Diane S. Fowlkes, Colonial Farm Credit, ACA, 7104 Mechanicsville Turnpike, Mechanicsville, VA 23111. The Association prepares an electronic version of the Annual Report, which is available on the website, within 75 days after the end of the fiscal year and distributes the Annual Reports to shareholders within 90 days after the end of the fiscal year. The Association prepares an electronic version of the Quarterly report, which is available on the internet, within 40 days after the end of each fiscal quarter, except that no report needs to be prepared for the fiscal quarter that coincides with the end of the fiscal year of the Association.

FORWARD LOOKING INFORMATION

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

- political, legal, regulatory and economic conditions and developments in the United States and abroad;
- economic fluctuations in the agricultural, rural utility, international, and farm-related business sectors;
- weather-related, disease, and other adverse climatic or biological conditions that periodically occur that impact agricultural productivity and income;
- changes in United States government support of the agricultural industry and the Farm Credit System, as a government-sponsored enterprise, as well as investor and rating-agency reactions to events involving other government-sponsored enterprises and other financial institutions; and
- actions taken by the Federal Reserve System in implementing monetary policy.

AGRICULTURAL OUTLOOK

The following United States Department of Agriculture (USDA) analysis provides a general understanding of the U.S. agricultural economic outlook. However, this outlook does not take into account all aspects of Association's business. References to USDA information in this section refer to the U.S. agricultural market data and are not limited to information/data in the AgFirst District.

Management's Discussion & Analysis of Financial Condition & Results of Operations *(continued)*

The February 2018 USDA forecast estimates 2017 farmers' net cash income, which is a measure of the cash income after payment of business expenses, at $96.9 billion, up $2.9 billion from 2016 and down $9.0 billion from its 10-year average of $105.9 billion. The increase in net cash income in 2017 was primarily due to increases in livestock receipts of $12.5 billion and cash farm-related income of $1.8 billion, partially offset by a decrease in crop cash receipts of $4.7 billion and an increase in cash expenses of $5.1 billion.

The February 2018 USDA outlook for the farm economy, as a whole, forecasts 2018 farmers' net cash income to decrease to $91.9 billion, a $5.0 billion decrease from 2017, and $14.0 billion below the 10-year average. The forecasted decrease in farmers' net cash income for 2018 is primarily due to an expected increase in cash expenses of $3.0 billion and decrease in crop and livestock receipts of $2.0 billion.

The following table sets forth the commodity prices per bushel for certain crops, by hundredweight for hogs, milk, and beef cattle, and by pound for broilers and turkeys from December 31, 2014 to December 31, 2017:

Commodity	12/31/17	12/31/16	12/31/15	12/31/14
Hogs	$48.60	$43.10	$42.80	$64.30
Milk	$17.20	$18.90	$17.30	$20.40
Broilers	$0.50	$0.48	$0.47	$0.58
Turkeys	$0.53	$0.74	$0.89	$0.73
Corn	$3.23	$3.32	$3.65	$3.79
Soybeans	$9.30	$9.64	$8.76	$10.30
Wheat	$4.51	$3.90	$4.75	$6.14
Beef Cattle	$118.00	$111.00	$122.00	$164.00

The USDA's income outlook varies depending on farm size and commodity specialties. The USDA classifies all farms into four primary categories: small family farms (gross cash farm income (GCFI) less than $350 thousand), midsize family farms (GCFI between $350 thousand and under $1 million), large-scale family farms (GCFI of $1 million or more), and nonfamily farms (principal operator or individuals related to the operator do not own a majority of the business). Approximately 99 percent of U.S. farms are family farms and the remaining 1 percent is nonfamily farms. The family farms produce 90 percent of the value of agricultural output and the nonfamily farms produce the remaining 10 percent of agricultural output. The small family farms represent about 90 percent of all U.S. farms; hold 51 percent of farm land operated by farms and account for 23 percent of the value of production. Approximately 68 percent of production occurs on 9 percent of family farms classified as midsize or large-scale.

According to the USDA February 2018 forecast, farm sector equity (assets minus debt) is expected to rise 1.6 percent in 2018 to nearly $2.7 trillion. Farm sector assets are expected to rise 1.6 percent to $3.1 trillion in 2018, while farm sector debt is expected to rise 1.0 percent to $388.6 billion. Farm real estate accounts for about 84 percent of farm sector assets and the 2018 forecast anticipates a 2.1 percent increase in real estate values, continuing its long-term upward trend since the late 1980s.

Two measures of the financial health of the agricultural sector used by the USDA are the farm sector's debt-to-asset and debt-to-equity ratios. These ratios are forecast to move slightly downward in 2018 to 12.6 percent and 14.4 percent from 12.7 percent and 14.5 percent in 2017. These ratios remain well below the all-time highs of over 20 percent experienced during the 1980s.

As estimated by the USDA in February 2018, the System's market share of farm business debt (defined as debt incurred by those involved in on-farm agricultural production) increased slightly to 40.9 percent at December 31, 2016 (the latest available data), as compared with 40.6 percent at December 31, 2015.

In general, agriculture, during the past several years, experienced favorable economic conditions driven by high commodity and livestock prices and increased farmland values during this period. To date, the Association's financial results have remained favorable as a result of these favorable agricultural conditions. Production agriculture; however, remains a cyclical business that is heavily influenced by commodity prices and various other factors. In a prolonged period of less favorable economic conditions in agriculture, including extensive and extended drought conditions, and without sufficient government support programs, including USDA-sponsored crop insurance programs, the Association's financial performance and credit quality measures would likely be negatively impacted. Conditions in the general economy remain more volatile given the state of the global economy. Any negative impact from these less favorable conditions should be lessened by geographic and commodity diversification and the influence of off-farm income sources supporting agricultural-related debt. However, agricultural borrowers who are more reliant on off-farm income sources may be more adversely impacted by a weakened general economy.

CRITICAL ACCOUNTING POLICIES

The financial statements are reported in conformity with accounting principles generally accepted in the United States of America. Our significant accounting policies are critical to the understanding of our results of operations and financial position because some accounting policies require us to make complex or subjective judgments and estimates that may affect the value of certain assets or liabilities. We consider these policies critical because management must make judgments about matters that are inherently uncertain. For a complete discussion of significant accounting policies, see Note 2, *Summary of Significant Accounting Policies*, of the Notes to the Consolidated Financial Statements. The following is a summary of certain critical policies.

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

Significant individual loans are evaluated based on the borrower's overall financial condition, resources, and payment record, the prospects for support from any financially responsible guarantor, and, if appropriate, the estimated fair value of any collateral. The allowance for loan losses encompasses various judgments, evaluations and appraisals with respect to the loans and their underlying security that, by nature, contain elements of uncertainty and imprecision. Changes in the agricultural economy and borrower repayment capacity will cause these various judgments, evaluations and appraisals to change over time. Accordingly, actual circumstances could vary from the Association's expectations and predictions of those circumstances.

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

- *Valuation methodologies* — Management applies various valuation methodologies to assets and liabilities that often involve a significant degree of judgment, particularly when liquid markets do not exist for the particular items being valued. Quoted market prices are referred to when estimating fair values for certain assets for which an observable liquid market exists, such as most investment securities.

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

ECONOMIC CONDITIONS

The US economy grew 2.3% in 2017. With a strong labor market and economic activity rising at a solid rate, the Fed raised the interest rate three times in 2017. The stock market responded to positive labor and growth statistics, and tax reform, favorably, reaching new records late in the year. Housing demand remains high, contributing to existing home sales rising about 2.2% and the median sales price increasing by 5.7 % through the first half of the year.

Economic conditions in Virginia and Maryland generally improved as payroll employment grew, business conditions strengthened and housing market indicators were fairly positive. According to *Forbes Magazine*, Virginia was named the fifth best state in the country in which to do business based on costs, labor supply, regulatory environment, current economic climate, growth prospects, and quality of life. Maryland ranked thirty-first, a five spot improvement from the previous rating.

As the period of low commodity prices continues, producers in many agricultural sectors face back to back years of reduced profitability, particularly for certain row crops. Fortunately weather conditions have been favorable allowing for above average yields in most of the territory.

The outlook for 2018 is generally forecasted to be similar to 2017, marked with moderate economic growth, continued low commodity prices, and rising interest rates.

LOAN PORTFOLIO

The Association provides funds to farmers, rural homeowners, processing and marketing operations, and farm-related businesses for financing of short and intermediate-term loans and long-term real estate mortgage loans through numerous product types.

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

	December 31,					
Loan Type	**2017**		**2016**		**2015**	
Real estate mortgage	$ 397,457	62.48 %	$ 382,056	59.53 %	$ 360,463	56.47 %
Production and intermediate-term	168,323	26.46	176,051	27.43	185,526	29.07
Loans to cooperatives	6,797	1.07	7,213	1.12	77	0.01
Processing and marketing	16,466	2.59	23,441	3.65	34,851	5.46
Farm-related business	5,868	0.92	7,414	1.16	13,576	2.13
Communication	602	0.09	520	0.08	2,647	0.41
Power and water/waste disposal	3,039	0.48	2,183	0.34	1,561	0.24
Rural residential real estate	34,572	5.43	39,891	6.22	39,577	6.20
International	2,995	0.47	2,993	0.47	–	–
Total	$ 636,119	100.00 %	$ 641,762	100.00 %	$ 638,278	100.00 %

Management's Discussion & Analysis of Financial Condition & Results of Operations *(continued)*

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

The Association has a regional office in Hughesville, Maryland. All other regional offices are in the state of Virginia. The geographic distribution of the loans by regional office for the past three years is as follows:

	December 31,		
Regional Office	**2017**	**2016**	**2015**
Farmville	26.97%	27.24%	27.75%
Hughesville	9.69	9.77	9.04
Mechanicsville	29.64	28.44	28.02
Tappahannock	8.88	9.43	9.72
Windsor	24.82	25.12	25.47
	100.00%	100.00%	100.00%

Commodity and industry categories are based upon the Standard Industrial Classification system published by the federal government. The system is used to assign commodity or industry categories based upon the largest agricultural commodity of the customer.

The major commodities in the Association's loan portfolio are shown below. As an additional hedge against agriculture industry risk, over 56 percent of the Association's loans at December 31, 2017 were made to borrowers whose repayment capacity was highly dependent upon off-farm income.

	Percent of Portfolio		
Commodity Group	**2017**	**2016**	**2015**
Field Crops	28%	28%	27%
Timber	28	27	26
Part-time Farmers and Other	23	23	24
Livestock	16	16	17
Rural Home	5	6	6
Total	100%	100%	100%

Repayment ability is closely related to the commodities produced by our borrowers, and increasingly, the off-farm income of borrowers, including part-time farmers. The Association's loan portfolio includes field crops such as cash grains, peanuts, tobacco, and cotton; timber products; and livestock operations including poultry, dairy, beef cattle, swine, and horses. Many of these operations are diversified within their enterprise and/or with crop production, which reduces overall risk exposure. Demand, supply, weather, and international trade are some of the factors affecting the prices of these commodities. Even though the number and average loan size has increased over the past several years, the agricultural enterprise mix of these loans is diversified and similar to that of the overall portfolio. The risk in the portfolio associated with commodity concentration and large loans is reduced by the range of diversity of enterprises in the Association's territory.

The decrease in gross loan volume for the twelve months ended December 31, 2017, is attributed to reduced demand for equipment and real estate purchases among agricultural borrowers due to continued trend of low commodity prices.

Over the past few years, the majority of the Association's growth has come from real estate mortgages, which make up over half of the Association's portfolio. Production and intermediate-term loans are also a substantial portion of the portfolio. The short-term portfolio, which is comprised heavily of working capital loans, normally reaches a peak balance in late summer and rapidly declines in the fall months as commodities are marketed and proceeds are applied to these loans. Sometimes, however, lines of credit are used late in the year to prepay expenses for the upcoming year.

During 2017, the Association continued buying loan participations within the System on a selective basis. This provides a means for the Association to spread credit concentration risk and realize non-patronage sourced interest and fee income. Loan balances for the participation portfolio have decreased in recent years as competition for quality credits has been strong.

	December 31,		
Loan Participations:	**2017**	**2016**	**2015**
Participations Purchased – FCS Institutions	$ 54,837	$ 58,366	$ 64,581
Participations Sold	–	–	–
Total	$ 54,837	$ 58,366	$ 64,581

The Association did not have any loans sold with recourse, retained subordinated participation interests in loans sold, or interests in pools of subordinated participation interests for the period ended December 31, 2017.

The Association sells qualified long-term residential mortgage loans into the secondary market. For the years ended December 31, the Association originated loans for resale totaling $44,775 in 2017, $49,946 in 2016, and $43,835 in 2015, which were sold into the secondary market.

CREDIT RISK MANAGEMENT

Credit risk arises from the potential inability of an obligor to meet its repayment obligation. As part of the process to evaluate the success of a loan, the Association reviews the credit quality of the loan portfolio on an ongoing basis. With the approval of the Association Board of Directors, the Association establishes underwriting standards and lending policies that provide direction to the lending staff. Underwriting standards include, among other things, an evaluation of:

- Character – borrower integrity and credit history
- Capacity – repayment capacity of the borrower based on cash flows from operations or other sources of income
- Collateral – protection for the lender in the event of default and a potential secondary source of repayment
- Capital – ability of the operation to survive unanticipated risks
- Conditions – intended use of the loan funds

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

We review the credit quality of the loan portfolio on an ongoing basis as part of our risk management practices. Each loan is classified according to the Uniform Classification System, which is used by all Farm Credit System institutions. Below are the classification definitions.

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

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

Credit Quality	2017	2016	2015
Acceptable & OAEM	98.31%	97.92%	97.45%
Substandard	1.69%	2.08%	2.55%
Total	100.00%	100.00%	100.00%

The Association had no loans with credit quality of Doubtful or Loss for the reporting periods above.

The Association's loan portfolio is divided into performing and high-risk categories. The high-risk assets, including accrued interest, are detailed below:

High-risk Assets	December 31, 2017	2016	2015
Nonaccrual loans	$ 5,123	$ 6,264	$ 7,521
Restructured loans	506	376	494
Accruing loans 90 days past due	–	–	–
Total high-risk loans	5,629	6,640	8,015
Other property owned	–	78	70
Total high-risk assets	$ 5,629	$ 6,718	$ 8,085
Ratios			
Nonaccrual loans to total loans	0.81%	0.98%	1.18%
High-risk assets to total assets	0.86%	1.01%	1.23%

Nonaccrual loans represent all loans where there is a reasonable doubt as to the collection of principal and/or future interest accruals, under the contractual terms of the loan. In substance, nonaccrual loans reflect loans where the accrual of interest has been suspended. Nonaccrual loans decreased $1,141 or 18.22 percent in 2017. Several accounts that were in nonaccrual status during the year were either fully collected or reinstated due to the improved performance of the loan. Of the $5,123 in nonaccrual volume at December 31, 2017, $3,815 or 74 percent, compared to 27 percent and 18 percent at December 31, 2016, and 2015, respectively, were current as to scheduled principal and interest payments, but did not meet all regulatory requirements to be reinstated to accrual status. One purchased participation account represents $1,629 of the total nonaccrual volume.

Loan restructuring is available to financially distressed borrowers who meet certain criteria. Restructuring of loans occurs when the Association grants a concession to a borrower based on either a court order or good faith in a borrower's ability to return to financial viability. The concessions can be in the form of a modification of terms or rates, a compromise of amounts owed, or deed in lieu of foreclosure. Other receipts of assets and/or equity to pay the loan in full or in part are also considered restructured loans. The type of alternative financing structure chosen is based on minimizing the loss incurred by both the Association and the borrower.

Allowance for Loan Losses

The allowance for loan losses at each period end was determined according to generally accepted accounting principles and considered by Association management to be adequate to absorb probable losses existing in and inherent to its loan portfolio.

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

Allowance for Loan Losses Activity:	Year Ended December 31, 2017	2016	2015
Balance at beginning of year	$ 3,006	$ 3,762	$ 3,723
Charge-offs:			
Real estate mortgage	(8)	(212)	(59)
Agribusiness	–	–	–
Rural residential real estate	(1)	(61)	–
Production and intermediate-term	(306)	(98)	(128)
Total charge-offs	(315)	(370)	(187)
Recoveries:			
Real estate mortgage	–	233	78
Agribusiness	–	–	–
Rural residential real estate	4	67	204
Production and intermediate-term	69	89	181
Total recoveries	73	389	463
Net (charge-offs) recoveries	(242)	19	276
Provision for (reversal of) loan losses	(337)	(775)	(237)
Balance at end of year	$ 2,427	$ 3,006	$ 3,762
Ratio of net (charge-offs) recoveries during the period to average loans outstanding during the period	(0.038%)	0.003%	0.045%

The net loan charge-offs were primarily associated with default occurring in loans that were under-collateralized. Several nonaccrual loans were fully collected during the year.

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

Allowance for Loan Losses by Type	December 31, 2017	2016	2015
Real estate mortgage	$ 1,287	$ 1,219	$ 1,477
Production and intermediate-term	912	1,503	1,983
Agribusiness	94	117	154
Communication	2	2	9
Power and Water/Waste Disposal	10	7	5
Rural residential real estate	112	149	134
International	10	9	–
Total allowance	$ 2,427	$ 3,006	$ 3,762

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

Allowance for Loan Losses as a Percentage of:	December 31, 2017	2016	2015
Total loans	0.38%	0.47%	0.59%
Nonperforming loans	43.12%	45.27%	46.94%
Nonaccrual loans	47.38%	47.99%	50.02%

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

RESULTS OF OPERATIONS

Net Interest Income

Net interest income, the difference between interest income and interest expense, was $19,070, $19,146 and $18,289 in 2017, 2016, and 2015, respectively. Net interest income is the principal source of earnings for the Association and is impacted by volume, yields on assets and cost of debt. The effects of changes in average volume and interest rates on net interest income over the past three years are presented in the following table:

Change in Net Interest Income:

	Volume*	Rate	Nonaccrual Income	Total
12/31/17 - 12/31/16				
Interest income	$ (404)	$ 1,257	$ (159)	$ 694
Interest expense	(369)	1,139	–	770
Change in net interest income	$ (35)	$ 118	$ (159)	$ (76)
12/31/16 - 12/31/15				
Interest income	$ 1,190	$ 594	$ 106	$ 1,890
Interest expense	444	589	–	1,033
Change in net interest income	$ 746	$ 5	$ 106	$ 857

* *Volume variances can be the result of increased/decreased loan volume or from changes in the percentage composition of assets and liabilities between periods.*

Noninterest Income

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

Noninterest Income	For the Year Ended December 31, 2017	2016	2015	Percentage Increase/(Decrease) 2017/2016	2016/2015
Loan fees	$ 456	$ 464	$ 415	(1.72)%	11.81%
Fees for financially related services	51	49	61	4.08	(19.67)
Lease income	73	90	111	(18.89)	(18.92)
Patronage refund from other Farm Credit Institutions	7,843	6,487	6,424	20.90	0.98
Gains (losses) on sales of rural home loans, net	702	820	751	(14.39)	9.19
Gains (losses) on sales of premises and equipment, net	38	67	33	(43.28)	103.03
Gains (losses) on other transactions	80	(164)	–	148.78	100.00
Other noninterest income	120	171	97	(29.82)	76.29
Total noninterest income	$ 9,363	$ 7,984	$ 7,892	17.27%	1.17%

The Association receives patronage refunds from the Bank based on its notes payable. In 2017, 2016, and 2015 the Association received a special patronage distribution of $4,377, $2,921, and $2,980 respectively, in addition to the normal patronage of 75 basis points.

Gains on sale of rural home loans decreased $118 or 14 percent for the year ended December 31, 2017 due to closing fewer rural home loans in 2017.

Gains on other transactions increased $244 or 149 percent for the year ended December 31, 2017. The increase in gains is primarily due to higher provision for unfunded commitments in the grain sector in 2016 and higher gains from pension plan change in 2017 due to market performance.

Other noninterest income decreased $51 or 30 percent in 2017 primarily as a result of a lower volume of outstanding unclaimed equities to be transferred to income than required in 2016.

Noninterest Expense

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

Noninterest Expense	For the Year Ended December 31, 2017	2016	2015	Percentage Increase/(Decrease) 2017/2016	2016/2015
Salaries and employee benefits	$ 6,387	$ 6,247	$ 5,985	2.24%	4.38%
Postretirement benefits	(1,895)	2,914	3,090	(165.03)	(5.70)
Occupancy and equipment	595	496	698	19.96	(28.94)
Insurance Fund premiums	678	791	582	(14.29)	35.92
(Gains)losses on other Property owned, net	22	23	(60)	(4.35)	138.33
Other operating expenses	3,526	2,343	2,305	50.49	1.65
Total noninterest expense	$ 9,313	$ 12,814	$ 12,600	(27.32)%	1.70%

Salaries and employee benefits increased more than normal from 2015 to 2016 primarily due to an increase in employee salaries for succession planning and increased commissions for loans sold on the secondary market.

Postretirement benefits decreased by $4,809 or 165 percent. During 2017, the method of recording expenses for the Association's defined benefit pension plan and other postretirement benefit plan was modified. This change resulted in the reduction of Other Liabilities by $4,102 on the Association's Balance Sheets, and a corresponding reduction of postretirement benefit costs on the Association's Statements of Income of $4,102 during 2017. Refer to Note 9, *Employee Benefit Plans*, of the Notes to the Consolidated Financial Statements, for further information concerning postretirement benefit expenses.

Insurance Fund premiums decreased 14 percent for the year ended December 31, 2017, compared to 2016. The Farm Credit System Insurance Corporation (FCSIC) set premiums at 15 basis points for 2017. The premium was 16 basis points the first six months and 18 basis points for the second six months of the year on adjusted insured debt outstanding for 2016. In addition, there was a 10 basis point premium on the average principal outstanding of nonaccrual loans and any other-than-temporarily impaired investments for all periods reported.

Other operating expenses increased $1,183 from 2016 to 2017 due to a $1,100 contribution to the Colonial Agricultural Educational Foundation.

Income Taxes

The Association recorded a provision for income taxes of $10 for the year ended December 31, 2017, as compared to a provision of $7 for 2016 and a provision of $8 for 2015. Refer to Note 2, *Summary of Significant Accounting Policies, Income Taxes*, and Note 12, *Income Taxes*, of the Notes to the Consolidated Financial Statements, for more information concerning Association income taxes.

Key Results of Operations Comparisons

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

Key Results of Operations Comparisons	For the Year Ended 12/31/17	12/31/16	12/31/15
Return on average assets	2.99%	2.29%	2.18%
Return on average members' equity	10.66%	8.46%	8.09%
Net interest income as a percentage of average earning assets	3.00%	2.97%	2.95%
Net (charge-offs) recoveries to average loans	(0.038)%	0.003%	0.045%

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

LIQUIDITY AND FUNDING SOURCES

Liquidity and Funding

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

Total notes payable to the Bank at December 31, 2017, was $456,390 as compared to $467,883 at December 31, 2016, and $470,033 at December 31, 2015. The decrease from 2016 to 2017 was attributable to the declining loan volume and a decrease in retained earnings; and the decrease from 2015 to

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2016 was attributable to the increase in retained earnings being greater than loan volume growth. The average volume of outstanding notes payable to the Bank was $455,005 and $468,819 for the years ended December 31, 2017 and 2016, respectively. Refer to Note 6, *Notes Payable to AgFirst Farm Credit Bank*, of the Notes to the Consolidated Financial Statements, for weighted average interest rates and maturities, and additional information concerning the Association's notes payable.

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

The Association had no lines of credit from third party financial institutions as of December 31, 2017.

Funds Management

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

Demand for loan types is a driving force in establishing a funds management strategy. The Association offers fixed, adjustable and variable rate loan products that are marginally priced according to financial market rates. Variable rate loans may be indexed to market indices such as the Prime Rate or the 90-day London Interbank Offered Rate (LIBOR). Adjustable rate mortgages are indexed to U.S. Treasury Rates. Fixed rate loans are priced based on the current cost of System debt of similar terms to maturity.

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

Relationship with the Bank

The Association's statutory obligation to borrow only from the Bank is discussed in Note 6, *Notes Payable to AgFirst Farm Credit Bank*, of the Notes to the Consolidated Financial Statements in this annual report.

The Bank's ability to access capital of the Association is discussed in Note 4, *Investment in Other Farm Credit Institutions*, of the Notes to the Consolidated Financial Statements.

The Bank's role in mitigating the Association's exposure to interest rate risk is described in the "Liquidity and Funding" section of this Management's Discussion and Analysis and in Note 6, *Notes Payable to AgFirst Farm Credit Bank*, included in this annual report.

CAPITAL RESOURCES

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

The Association Board of Directors establishes, adopts, and maintains a formal written capital adequacy plan to ensure that adequate capital is maintained for continued financial viability, to provide for growth necessary to meet the needs of members/borrowers, and to ensure that all stockholders are treated equitably. There were no material changes to the capital plan for 2017 that would affect minimum stock purchases or would have an effect on the Association's ability to retire stock and distribute earnings.

Total members' equity at December 31, 2017, increased 4.84 percent to $184,165 from the December 31, 2016 total of $175,663. At December 31, 2016, total members' equity increased 2.64 percent from the December 31, 2015 total of $171,138. The increases were attributed to net income partially offset by cash patronage.

Total capital stock and participation certificates were $4,795 on December 31, 2017, compared to $4,699 on December 31, 2016 and $4,659 on December 31, 2015. The increases in 2016 and 2017 were related to stock purchased by new members.

PATRONAGE PROGRAM

Prior to the beginning of any fiscal year, the Association's Board of Directors, by adoption of a resolution, may establish a Patronage Allocation Program to distribute its available consolidated net earnings. This resolution provides for the application of net earnings in the manner described in the Association's Bylaws. This includes the setting aside of funds to increase surplus to meet minimum capital adequacy standards established by FCA Regulations, to increase surplus to meet Association capital adequacy standards to a level necessary to support competitive pricing at targeted earnings levels, and for reasonable reserves for necessary purposes of the Association. After excluding net earnings attributable to (a) the portion of loans participated to another institution, and (b) non-patronage sourced participation loans purchased, remaining consolidated net earnings are eligible for allocation to borrowers. Refer to Note 7, *Members' Equity*, of the Notes to the Consolidated Financial Statements, for more information concerning the patronage distributions. The Association declared estimated patronage distributions of $11,046 in 2017, $10,602 in 2016, and $7,275 in 2015.

The Association's Board of Directors adopted a resolution for 2017 that includes a provision to exclude interest contractually due in prior years from the basis on which patronage is factored for nonaccrual loans. This provision allows a borrower whose account(s) has been in nonaccrual status to receive patronage, on the current year's interest obligation, in the year that the account(s) returns to accruing status or is paid in full. Additionally, the resolution also allows for a separate "pool" to be established for any loans originated by the Association for which a portion of the loan is sold as a participation to another lending institution.

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

The Association's mission is to provide financial services to the agricultural and rural communities, which includes providing credit to Young, Beginning and Small farmers. Because of the unique needs of these individuals, and their importance to the future growth of the Association, the Association has established annual marketing goals to increase our market share of loans to YBS farmers. Specific marketing plans have been developed to target these groups, and resources have been designated to help ensure YBS borrowers have access to a stable source of credit.

The Association is committed to the future success of Young, Beginning and Small farmers.

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

The following table outlines the loan volume and number of YBS loans in the loan portfolio for the Association.

	As of December 31, 2017	
	Number of Loans	Amount of Loans
Young	823	$64,924
Beginning	2,119	201,435
Small	4,252	344,704

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

The 2012 USDA Ag census is as a benchmark to measure penetration of the Association's marketing efforts. The census data indicated that within the Association's chartered territory there were 13,431 reported farmers of which by definition 582 or 4.3 percent were Young, 2,557 or 19.0 percent were beginning, and 12,519 or 93.2 percent were small.

Comparatively, as of December 31, 2017, the demographics of the Association's agricultural portfolio contained 4,644 farmers, of which by definition 650 or 14 percent were Young, 1,828 or 39.4 percent were Beginning, and 3,354 or 72.2 percent were Small.

The Association currently has a high market share of YBS farmers within its territory. As of December 31, 2017, the Association was doing business with 111.7 percent of the Young farmers, 71.5 percent of the Beginning farmers, and 26.8 percent of the Small farmers identified by the 2012 USDA Ag census data. In spite of that large market share, the Association made 420 loans to farmers classified as Young, Beginning, or Small for $46,687 in new volume for the year ending December 31, 2017. The Association has 39 guaranteed loans for $6,890 to Young, Beginning, and Small farmers, representing 50.17 percent of the total volume of Association loans that are guaranteed.

The board-approved YBS farmer goals for the next three years are to have loans with at least 80 percent of Young farmers, at least 50 percent of Beginning farmers, and at least 30 percent of Small farmers. These goals are based on the 2012 USDA Ag census. Progress towards meeting these goals is reported quarterly to the board of directors.

The following strategies and outreach programs have been conducted, allowing the Association to meet its objectives and goals of the YBS farmer program.

- Support of 4-H, FFA, and young farmer organizations through sponsorships and donations
- Sponsor seminars on farm transition planning and financial management.
- Promote FSA guaranteed loan program for YBS borrowers to allow the Association to manage risk while providing more opportunities and financing to this group
- Promote our youth loan program to provide loans to youth involved in 4H and FFA projects, primarily livestock or crop production
- Support the Colonial Agricultural Educational Foundation and Agriculture in the Classroom programs in Virginia and Maryland
- Participating with Virginia and Maryland Farm Bureaus in their young farmer programs
- Partner with neighboring Farm Credit Associations to offer the AgBiz Planner Program. This ten-module course teaches Young farmers about financial management and business planning
- Support YBS activities at Virginia Tech, Virginia State University, and University of Maryland
- Sponsorship and partnership with local farmers' markets and local food cooperatives
- The Association website, www.colonialfarmcredit.com, includes an entire section of information and resources for YBS visitors to the site
- Small farm loan program allows for a lower credit score threshold for applicants with small farms who meet other eligibility criteria

Management's Discussion & Analysis of Financial Condition & Results of Operations *(continued)*

REGULATORY MATTERS

Capital

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

Risk-adjusted assets have been defined by FCA Regulations as the Balance Sheet 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 which generally have the effect of increasing risk-adjusted assets (decreasing risk-based regulatory capital ratios) were as follows:

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

Calculation of PCR risk-adjusted assets includes the allowance for loan losses as a deduction from risk-adjusted assets. This differs from the other risk-based capital calculations.

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

- The CET1 capital ratio is the sum of statutory minimum purchased borrower stock, other required borrower stock held for a minimum of 7 years, allocated equities held for a minimum of 7 years or not subject to revolvement, unallocated retained earnings, paid-in capital, less certain regulatory required deductions including the amount of investments in other System institutions, divided by average risk-adjusted assets.
- The tier 1 capital ratio is CET1 capital plus non-cumulative perpetual preferred stock, divided by average risk-adjusted assets.
- The total capital ratio is tier 1 capital plus other required borrower stock held for a minimum of 5 years, subordinated debt and limited-life preferred stock greater than 5 years to maturity at issuance subject to certain limitations, allowance for loan losses and reserve for unfunded commitments under certain limitations less certain investments in other System institutions under the corresponding deduction approach, divided by average risk-adjusted assets.
- The permanent capital ratio is all at-risk borrower stock, any allocated excess stock, unallocated retained earnings, paid-in capital, subordinated debt and preferred stock subject to certain limitations, less certain investments in other System institutions, divided by PCR risk-adjusted assets.
- The tier 1 leverage ratio is tier 1 capital, divided by average assets less regulatory deductions to tier 1 capital.
- The UREE leverage ratio is unallocated retained earnings, paid-in capital, and allocated surplus not subject to revolvement less certain regulatory required deductions including the amount of allocated investments in other System institutions divided by average assets less regulatory deductions to tier 1 capital.

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

Ratio	Minimum Requirement	Capital Conservation Buffer*	Minimum Requirement with Capital Conservation Buffer	Capital Ratios as of December 31, 2017
Risk-adjusted ratios:				
CET1 Capital Ratio	4.5%	0.625%	5.125%	25.94%
Tier 1 Capital Ratio	6.0%	0.625%	6.625%	25.94%
Total Capital Ratio	8.0%	0.625%	8.625%	26.38%
Permanent Capital Ratio	7.0%	0.0%	7.0%	26.05%
Non-risk-adjusted:				
Tier 1 Leverage Ratio	4.0%	1.0%	5.0%	27.72%
UREE Leverage Ratio	1.5%	0.0%	1.5%	27.85%

** The capital conservation buffers have a 3 year phase-in period and will become fully effective January 1, 2020. Risk-adjusted ratio minimums will increase 0.625% each year until fully phased in. There is no phase-in period for the tier 1 leverage ratio.*

If the capital ratios fall below the minimum regulatory requirements, including the buffer amounts, capital distributions (equity redemptions, dividends, and patronage) and discretionary senior executive bonuses are restricted or prohibited without prior FCA approval.
The following sets forth regulatory Capital ratios as previously reported:

	Regulatory Minimum	2016	2015	2014	2013	2012
Permanent Capital Ratio	7.00%	25.93%	25.31%	24.39%	23.62%	22.26%
Total Surplus Ration	7.00%	25.29%	24.64%	23.69%	22.90%	21.52%
Core Surplus Ratio	3.50%	25.29%	24.64%	23.69%	22.90%	21.52%

On July 25, 2014, the FCA published a proposed rule in the Federal Register to revise the requirements governing the eligibility of investments for System banks and associations. The public comment period ended on October 23, 2014. The FCA expects to issue a final regulation in 2018. The stated objectives of the proposed rule are as follows:

- To strengthen the safety and soundness of System banks and associations,
- To ensure that System banks hold sufficient liquidity to continue operations and pay maturing obligations in the event of market disruption,
- To enhance the ability of the System banks to supply credit to agricultural and aquatic producers,
- To comply with the requirements of section 939A of the Dodd-Frank Act,
- To modernize the investment eligibility criteria for System banks, and
- To revise the investment regulation for System associations to improve their investment management practices so they are more resilient to risk.

FINANCIAL REGULATORY REFORM

Derivatives transactions are subject to myriad regulatory requirements including, among other things, clearing through a third-party central clearinghouse trading on regulated exchanges or other multilateral platforms. Margin is required for these transactions. Derivative transactions that are not subject to mandatory trading and clearing requirements may be subject to minimum margin and capital requirements.

The Commodity Futures Trading Commission and other federal banking regulators have exempted System institutions from certain, but not all, of these new requirements, including for swaps with members, mandatory clearing and minimum margin for non-cleared swaps.

Notwithstanding these exceptions, counterparties of System institutions may require margin or other forms of credit support as a condition to entering into non-cleared transactions because such transactions may subject these counterparties to more onerous capital, liquidity and other requirements absent such margin or credit support. Alternatively, these counterparties may pass on the capital and other costs associated with entering into transactions if insufficient margin or if other credit support is not provided.

The Dodd-Frank Act also created a new federal agency called the Consumer Financial Protection Bureau (CFPB). The CFPB is responsible for regulating the offering of consumer financial products or services under federal consumer financial laws. The Farm Credit Administration retains the responsibility to oversee and enforce compliance by System institutions with relevant rules adopted by the CFPB.

The regulatory requirements that apply to derivatives transactions could affect funding and hedging strategies and increase funding and hedging costs.

RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS

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

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

Summary of Guidance	Adoption and Potential Financial Statement Impact
ASU 2016-13 – Financial Instruments – Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments	
• Replaces multiple existing impairment standards by establishing a single framework for financial assets to reflect management's estimate of current expected credit losses (CECL) over the complete remaining life of the financial assets. • Changes the present incurred loss impairment guidance for loans to a CECL model. • The Update also modifies the other-than-temporary impairment model for debt securities to require an allowance for credit impairment instead of a direct write-down, which allows for reversal of credit impairments in future periods based on improvements in credit. • Eliminates existing guidance for purchased credit impaired (PCI) loans, and requires recognition of an allowance for expected credit losses on these financial assets. • Requires a cumulative-effect adjustment to retained earnings as of the beginning of the reporting period of adoption. • Effective for fiscal years beginning after December 15, 2020, and interim periods within those fiscal years. Early application will be permitted for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2018.	• The Association has begun implementation efforts by establishing a cross-discipline governance structure. The Association is currently identifying key interpretive issues, and assessing existing credit loss forecasting models and processes against the new guidance to determine what modifications may be required. • The Association expects that the new guidance will result in an increase in its allowance for credit losses due to several factors, including: 1. The allowance related to loans and commitments will most likely increase to cover credit losses over the full remaining expected life of the portfolio, and will consider expected future changes in macroeconomic conditions, 2. An allowance will be established for estimated credit losses on debt securities, 3. The nonaccretable difference on any PCI loans will be recognized as an allowance, offset by an increase in the carrying value of the related loans. • The extent of the increase is under evaluation, but will depend upon the nature and characteristics of the Association's portfolio at the adoption date, and the macroeconomic conditions and forecasts at that date. • The Association expects to adopt the guidance in first quarter 2021.

Management's Discussion & Analysis of Financial Condition & Results of Operations *(continued)*

ASU 2016-02 – Leases (Topic 842)	
• Requires lessees to recognize leases on the balance sheet with lease liabilities and corresponding right-of-use assets based on the present value of lease payments. • Lessor accounting activities are largely unchanged from existing lease accounting. • The Update also eliminates leveraged lease accounting but allows existing leveraged leases to continue their current accounting until maturity, termination or modification. • Also, expands qualitative and quantitative disclosures of leasing arrangements. • Requires adoption using a modified cumulative effect approach wherein the guidance is applied to all periods presented. • Effective for fiscal years beginning after December 15, 2018, including interim periods within those fiscal years. Early adoption is permitted.	• The practical expedients allow entities to largely account for existing leases consistent with current guidance, except for the incremental balance sheet recognition for lessees. • The Association has started its implementation of the Update which has included an initial evaluation of leasing contracts and activities. • As a lessee the Association is developing its methodology to estimate the right-of use assets and lease liabilities, which is based on the present value of lease payments but does not expect a material change to the timing of expense recognition. • Given the limited changes to lessor accounting, the Association does not expect material changes to recognition or measurement, but it is early in the implementation process and the impact will continue to be evaluated. • The Association is evaluating existing disclosures and may need to provide additional information as a result of adopting the Update. • The Association expects to adopt the guidance in first quarter 2019 using the modified retrospective method and practical expedients for transition.
ASU 2016-01 – Financial Instruments – Overall (Subtopic 825-10): Recognition and Measurement of Financial Assets and Financial Liabilities	
• The Update amends the presentation and accounting for certain financial instruments, including liabilities measured at fair value under the fair value option and equity investments. • Requires certain equity instruments be measured at fair value, with changes in fair value recognized in earnings. • The guidance also updates fair value presentation and disclosure requirements for financial instruments measured at amortized cost. • Effective for fiscal years beginning after December 15, 2017, including interim periods within those fiscal years.	• The Association is currently evaluating any impacts to the financial statements. The Association's implementation efforts include the identification of securities within the scope of the guidance, the evaluation of the measurement alternative available for equity securities without a readily determinable fair value, and the related impact to accounting policies, presentation, and disclosures. • Any investments in nonmarketable equity investments accounted for under the cost method of accounting (except for other Farm Credit Institution stock) will be accounted for either at fair value with unrealized gains and losses reflected in earnings or, if elected, using an alternative method. The alternative method is similar to the cost method of accounting, except that the carrying value is adjusted (through earnings) for subsequent observable transactions in the same or similar investment. The Association is currently evaluating which method will be applied to these nonmarketable equity investments. • Additionally, for purposes of disclosing the fair value of loans carried at amortized cost, the Association is evaluating valuation methods to determine the necessary changes to conform to an "exit price" notion as required by the Standard. Accordingly, the fair value amounts disclosed for such loans may change upon adoption. • The Association expects to adopt the guidance in first quarter 2018 with a cumulative-effect adjustment to retained earnings as of the beginning of the year of adoption, except for changes related to nonmarketable equity investments, which is applied prospectively. The Association expects the primary accounting changes will relate to equity investments.
ASU 2014-09 – Revenue from Contracts With Customers (Topic 606) and subsequent related Updates	
• Requires that revenue from contracts with customers be recognized upon transfer of control of a good or service, and transfers of nonfinancial assets, in an amount equaling the consideration expected to be received. • Changes the accounting for certain contract costs, including whether they may be offset against revenue in the Consolidated Statements of Income, and requires additional disclosures about revenue and contract costs. • May be adopted using a full retrospective approach or a modified, cumulative effect approach wherein the guidance is applied only to existing contracts as of the date of initial application, and to new contracts transacted after that date. • Effective for reporting periods beginning after December 15, 2017. Early application is not permitted.	• The Association's revenue is the sum of net interest income and noninterest income. The scope of the guidance explicitly excludes net interest income as well as many other revenues for financial assets and liabilities including loans, leases, securities, and derivatives. Accordingly, the majority of the Association's revenues will not be affected. • The Association is performing an assessment of revenue contracts as well as working with industry participants on matters of interpretation and application. Accounting policies will not change materially since the principles of revenue recognition from the Update are largely consistent with existing guidance and current business practices. The Association has not identified material changes to the timing or amount of revenue recognition. • The Association expects a minor change to the presentation of costs for certain underwriting activities which will be presented in expenses rather than the current presentation against the related revenues. The Association will provide qualitative disclosures of performance obligations related to revenue recognition and will continue to evaluate disaggregation for significant categories of revenue in the scope of the guidance. • The Association intends to adopt the guidance in first quarter 2018 using the modified retrospective method with a cumulative-effect adjustment to opening retained earnings.

ONE MISSION | MANY VOICES

What are the advantages to doing business with Farm Credit?

WE'RE THE EXPERTS IN RURAL FINANCE – Farm Credit has been financing land, homes, and farms in the country since 1916 and we know all of the unique situations that can arise.

PERSONAL AND LOCAL SERVICE – We have an office near you, but will even come to your home, farm, or office. When you call our office, you'll talk to a live person, not a machine. Because of our unique structure, we can analyze your operation accurately and confidentially, and provide you with a credit decision in a timely manner.

PATRONAGE REFUND PROGRAM – As a cooperative owned by our customers, we are able to share our profits with them. The patronage refund rewards you for your business and lowers your costs.

Disclosure Required by Farm Credit Administration Regulations

Description of Business

Descriptions of the territory served, persons eligible to borrow, types of lending activities engaged in, financial services offered and related Farm Credit organizations are incorporated herein by reference to Note 1, *Organization and Operations*, of the Consolidated Financial Statements included in this Annual Report to shareholders.

The description of significant developments that had or could have a material impact on earnings, interest rates to borrowers, borrower patronage or dividends, acquisitions or dispositions of material assets, material changes in the manner of conducting the business, seasonal characteristics, concentrations of assets, and changes in patronage policies or practices, if any, is incorporated in "Management's Discussion and Analysis of Financial Condition and Results of Operations" included in this Annual Report.

The association is involved in three Unincorporated Business Entities (UBE), which were organized for the purpose of acquiring and managing unusual or complex collateral associated with loans.

Ethanol Holding Company, LLC, is a Delaware Limited Liability Company. The entity was organized for stated purpose of acquiring, holding, managing, preserving and, if appropriate, operating the assets of BFE Operating Company, LLC, Buffalo Lakes Energy, LLC and Pioneer Trail Energy, LLC (the "BFE Entities") and Ethanol Holding Company Minnesota Sub, LLC and Ethanol Holding Company Nebraska Sub, LLC, until such time as such assets may be sold or otherwise disposed of pursuant to the terms of the Operating Agreement of Ethanol Holding Company, LLC.

CBF Holdings, LLC is a North Carolina limited liability company. Subject to and upon the terms of the Operating Agreement, the purpose of CBF Holdings, LLC is to acquire, maintain, operate in an idle mode, market, and re-sell the Purchased Assets (an ethanol plant) and to engage in such activities as may be approved by the Majority Interest (collectively, the "Business"), in each case subject to any limitations of the Act or the Applicable Laws of any jurisdiction in which the Company transacts business. The Company shall be authorized to engage in any and all other activities related to the foregoing.

Colonial OPO, LLC is a limited liability company in Virginia. The sole purpose of Colonial OPO is to acquire, hold, manage, preserve, and if appropriate, operate the assets of acquired property associated with loans until the time such assets may be sold or otherwise disposed.

Description of Property

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

Location	Description	Form of Ownership
7104 Mechanicsville Tnpk. Mechanicsville, VA	Administrative/ Regional Office	Owned
135 Queen Street Tappahannock, VA	Regional Office	Owned
18639 Eltham Road West Point, VA	Office	Owned
428 E. Main Street Waverly, VA	Office	Owned
11295 Windsor Boulevard Windsor, VA	Regional Office	Owned
1700-A S. Main Street Farmville, VA	Regional Office	Owned
201 E. Danville Street South Hill, VA	Office	Owned
22323 E. Main Street Courtland, VA	Office	Rented (1) ($1,001 per month)
7431 Leonardtown Road Hughesville, MD	Regional Office	Rented (2) ($3,673 per month)
13915 Boydton Plank Road Ste B Dinwiddie, VA	Office	Rented (3) ($800 per month)
22776 Timberlake Road Ste A Lynchburg, VA	Office	Rented (4) ($1,298 per month)
135 Hanbury Road Ste C - 2 Chesapeake, VA	Office	Rented (5) ($1,504 per month)
3064 River Road West Ste E Goochland, VA	Office	Rented (6) ($625 per month)

(1) 1 year lease terminating on February 28, 2018.
(2) 3 year lease terminating on May 31, 2019.
(3) 2 year lease terminating on August 31, 2019.
(4) 5 year lease terminating on February 28, 2019.
(5) 3 year lease terminating on July 31, 2020.
(6) 2 year lease terminating on January 31, 2018. Relocated to 2987 River Road West, Goochland, VA 23063 for $1,500 per month.

Legal Proceedings

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

Description of Capital Structure

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

Description of Liabilities

The description of liabilities, contingent liabilities and obligations to be disclosed in this section is incorporated herein by reference to Notes 2, 6, 9 and 12 of the Consolidated Financial Statements included in this Annual Report.

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

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

Senior Officers

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

Senior Officer	Position
Greg B. Farmer	***President and Chief Executive Officer*** (April 2000 - March 2017). Served as a director for the Hanover Country Club, LLC (golf course finance investment) and Hanover Country Club, Inc. (country club).
Paul B. Franklin Sr.	***President and Chief Executive Officer*** since March 2017. Previously served as Chief Lending Officer for the Association. Serves as a director for the Hanover Education Foundation (non-profit organization) and for the Virginia Agribusiness Council (advocates for the business interests of the diversified industry of agricultural and forestry).
James S. Belfield	***Chief Information Officer*** since April 2000. Serves as a board member of the Virginia Cooperative Council (trade association for cooperatives).
Diane S. Fowlkes	***Chief Financial Officer and Treasurer*** since August 2013. Previously served as Senior Accountant for the Association. Serves as a director and finance committee member for the Virginia Foundation for Agriculture in the Classroom (provides youth agricultural education).
Ronnie G. Gill	***Chief Lending Officer -Branch Operations*** since October 2012. Previously served as Regional Lending Manager for the Association. Serves as Treasurer for the Virginia Grain Producers Association (promotion and marketing of grain). He also serves as a director for the Northern Neck Farm Museum (antique farm museum), the Virginia Tech College of Agriculture and Life Sciences Alumni Organization (support of college and alumni enrichment), and the Virginia Advisory Committee for Career and Technical Education (makes career and technical education recommendations to the Virginia Board of Education)..
Michael J. Lacks	***Chief Lending Officer-Commercial Loans*** since March 2017. Previously served as Relationship Manager in the Commercial Loan Group for the Association.
Karen Suzanne Nicely	***Director of Human Resources and Corporate Secretary*** since October 2003.
Patrick J. Tewell	***Chief Credit Officer*** since January 2017. Previously served as Examiner for Farm Credit Administration.

The total amount of compensation earned by the CEO and all senior officers and other highly compensated employees as a group during the years ended December 31, 2017, 2016, and 2015, is as follows:

Name of Individual or Number in Group	Year	Salary	Bonus	Deferred Comp.	Change in Pension Value	Perq/ Other*	Total
Paul B. Franklin	2017	$ 238,724	$ 53,750	$ –	$ 410,646	$ 13,208	$ 716,328
Greg B. Farmer (retired in March, 2017)	2017	$ 69,001	$ 14,410	$ –	$ 977,753	$ 4,088	$ 1,065,252
Greg B. Farmer	2016	$ 304,287	$ 67,258	$ –	$ 267,626	$ 16,169	$ 655,339
Greg B. Farmer	2015	$ 287,499	$ 63,451	$ –	$ (39,999)	$ 16,260	$ 327,211
7	2017	$ 846,857	$ 304,605	$ –	$ 629,890	$ 72,859	$ 1,854,211
7	2016	$ 847,542	$ 297,029	$ –	$ 687,053	$ 53,081	$ 1,884,706
6	2015	$ 777,782	$ 157,110	$ –	$ 213,435	$ 41,966	$ 1,190,293

*** The Perquisites/Other amount disclosed in the above chart includes company contributions to 401(k) plan (See Note 9, Employee Benefits Plans, to the Financial Statements), group life insurance premiums, compensation value for Association provided automobile , spouse travel expense and Farm Credit apparel expense. Company contributions to 401 (k) plans were not included in Perq/Other amounts reported in annual reports from 2015 and earlier. Amounts in Perq/Other and Total for 2015 have been revised to include such contributions.*

The present value of pension benefits is the value at a specific date of the expected future benefit payment stream based on actuarial assumptions, chiefly the discount rate. Other assumptions are also used, such as expected retirement age and life expectancy. Changes in the actuarial assumptions can increase or decrease the pension values.

The discount rate, which is derived using an AA corporate bond yield curve, is updated every year based on the interest rate environment at December 31. A decrease in the discount rate will normally increase the present values and vice versa. A decrease in the discount rate assumption from the prior year and an increase in benefits earned caused the pension values to increase at December 31, 2017.

At December 31, 2014, the life expectancy actuarial assumption was updated to reflect recent mortality studies indicating longer life spans. This change increased pension values as the benefit payments are expected to be made for a longer time span.

The disclosure of information on the total compensation paid during 2017 to any senior officer or to any other employee included in the aggregate group total as reported in the table above is available and will be disclosed to the shareholders of the institution upon request.

Three individuals included in the senior officer or other highly compensated employee group had $0 changes in the value of

Disclosure Required by Farm Credit Administration Regulations *(continued)*

pension benefits. Two were included in the AgFirst Farm Credit Cash Balance Retirement Plan, which has been terminated and benefits were distributed to participants in 2017. See *Note 9, Employee Benefit Plans* for additional details. One individual was hired after the Cash Balance Plan was closed and therefore has no pension benefits.

Prior to the end of each fiscal year the Board reviews the appropriateness of an incentive plan for all Association employees for the following year. In addition to a base salary, employees and senior officers can earn additional compensation under an incentive plan. The Association's 2017 incentive plan was designed to motivate employees to exceed the business plan goals during the fiscal year and covered all staff members employed as of December 31, 2017. A separate incentive plan is in place for appraisal personnel. The plan focused on meeting target earnings, patronage distribution, credit administration, credit quality, and customer service goals. The plan allowed for both individual and group incentives based on performance criteria. Allowable incentives ranged up to 22 percent of base pay at the end of the plan year for senior officers, and up to 19 percent of base pay in effect at the end of the plan year for other employees depending upon their position. Also, all employees are eligible to receive awards based upon 1) years of service or 2) exceptional performance as defined in the plan. Bonuses and incentives are shown in the year earned and are paid in the first quarter of the subsequent year.

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

The compensation plan for the CEO and other senior officers is approved annually by the Compensation Committee, guided by the following policy objective:

To provide a comprehensive compensation plan that assists management in attracting and retaining professional, motivated, customer-oriented employees, and which appropriately rewards employees taking into consideration competition, local-market compensation levels, expertise, experience and contributions (individual and team) to the association's success. These objectives will be accomplished by:

- Utilizing the AgFirst District salary and grade schedules, as well as other market data and studies, for grade placement, merit increases and salary level.
- Participating in AgFirst District benefit plans, as well as offering other benefits as deemed appropriate by the board.
- Utilizing a combination of salary, variable pay, benefits and special awards.
- Tying compensation to the achievement of business plan objectives and individual goals, and emphasizing balance among the four primary critical performance areas: business development, asset quality, earnings and human resources.
- Providing an honest and objective performance appraisal review to each employee at least annually.

The CEO and other senior officers participate in the identical compensation, retirement, incentive and benefit plans, with the exception of the recently retired CEO's supplemental non-qualified retirement plan, as described below.

Senior officers are paid a competitive, market-based salary commensurate with their tenure, expertise and education. Salary ranges for each position are adjusted periodically based on compensation studies. Senior officers are eligible for an annual salary increase based on merit, as determined by an annual performance appraisal review documenting individual performance relative to individual goals and business plan objectives for the calendar year. The CEO's performance evaluation and any merit increase are approved by the Board of Directors in December, upon recommendation from the Compensation Committee. The CEO prepares and approves the annual performance appraisal review and determines merit increases for other senior officers in February. Merit increases for all senior officers are effective February 1, and generally fall within ranges approved annually by the Compensation Committee. These ranges are differentiated by individual performance rating and current salary relative to the salary range midpoint. Merit increases are typically not granted once an employee reaches the mid-point of the salary range, which is considered the "market value" of the job. Salary ranges are adjusted annually based on market studies.

The Association's salary plan for senior officers (including annual merit increases) provides a base compensation plan that is market-driven, allowing for the attraction and retention of professional managers to implement the Association's strategic and annual business plans. Attracting and retaining high quality employees is critical to the Association's long-term success, including the goal of filling mid-level management and senior officer positions from within. A low rate of senior officer turnover is critical in achieving our mission and providing stable leadership and strong financial performance. Overall senior officer salaries are controlled by the Compensation Committee's approval of salary ranges and merit increase ranges.

Senior officers participate in an incentive compensation plan. The objectives of this plan are to:

- Ensure compensation structure is consistent with the Association's core purpose, core values and strategic business plan,
- Focus decisions and actions on key operating objectives that will provide long-term financial growth and stability to the Association,
- Provide competitive compensation packages in order to attract, motivate, reward and retain superior employees,
- Provide flexibility to management in assigning workload to maximize allocation of resources and expertise,
- Reinforce a sales culture,
- Emphasize teamwork, and
- Respond to an increasingly significant practice of goal oriented cash incentives among financial institutions.

This incentive plan contains several Association-level performance measures which must be met before a payout under either of the two components described below is possible, including: payment of a patronage refund, compliance with funding bank loan agreement covenants, not being under a regulatory enforcement action, and minimum credit management, credit quality and customer service measures. Payments under either component are based upon performance for the previous calendar year and are made during the first quarter, after the annual external audit is finalized.

The incentive plan contains a profit sharing component. In order to receive payment under this component, the senior officer must receive an "effective" overall annual performance rating, and the Association's core earnings must be equal to or greater than budget. Payout is in increments from 3 percent up to a maximum of 7 percent of year-end salary, depending upon the level of core earnings relative to budget.

The incentive plan also contains an individual performance incentive component, whereby the senior officer can earn up to an additional 15 percent of year-end salary if his/her annual performance rating falls into the highest quadrant ("highly effective"). The level of incentive paid to the CEO, if any, is approved by the board of directors upon recommendation from the Compensation Committee. Payments to other senior officers are determined by the CEO.

Incentive-based compensation for senior officers is reasonable and proportionate to the services performed and results achieved, and it is structured to prevent undue risk to the Association, by virtue of:

- The plan's structure which prevents payout if the Association is experiencing financial or credit problems, doesn't pay a patronage to customers, is not adequately serving its customers or is under a regulatory enforcement action,
- Senior officers having to achieve at least "effective" overall performance ratings to receive payment, and
- The total maximum payment for senior officers being a modest 22 percent of salary, with actual payout level determined by both individual and overall Association performance.

Senior officers participate in plans, depending upon their original date of employment.

A defined benefit plan is provided those officers employed prior to January 1, 2003. Benefits are determined based on years of service times highest consecutive thirty-six month average salary times 2 percent. Full benefit payments are payable upon retirement at age 65, or at age 62 with 10 years of service. Additionally, unreduced benefits are payable based on the "rule of 85", provided the officer is at least 55 years of age and his/her age plus years of service total at least 85.

Senior officers employed on or after January 1, 2003 receive a nonelective employer contribution of 3 percent of total compensation into the 401(k) savings plan. Additionally, any balances accrued under the defined contribution plan (Cash Balance Plan) were disbursed to plan participants in March 2017 according to his/her individual distribution election. See *Note 9- Employee Benefit Plans*. These distributions are represented as payments in 2017 in the pension benefits table.

The Association sponsors a non-qualified, defined-benefit, supplemental executive retirement plan for the former CEO, who recently retired. The purpose of the non-qualified plan is to provide benefits that supplement the IRS limitations imposed on the qualified defined-benefit plan in which the Association's employees participate. For eligible key employees, compensation in excess of the 401(a) (17) limit and benefits in excess of the 415(b) limit in the qualified defined-benefit plan will be made up through the non-qualified plan. As a non-qualified plan, assets have been allocated and separately invested for this plan, but are not isolated from the general creditors of the Association.

This plan does not expand total compensation or the Association's expenses, but serves only to make the employee "whole" considering IRS payment limitations on the qualified retirement plan.

The total accumulated pension benefits for the CEO and all senior officers as a group as of December 31, 2017, are as follows:

Pension Benefits Table
As of December 31, 2017

Name of Individual or Number in Group	Year	Plan Name	Number of Years Credited Service	Actuarial Present Value of Accumulated Benefits	Payments During 2017
CEO:					
Paul B. Franklin, Sr.	2017	AgFirst Retirement Plan	27	$ 1,651,512	–
Greg B. Farmer	2017	AgFirst Retirement Plan	41	3,796,117	$ 157,308
Greg B. Farmer	2017	Supplemental Executive Retirement Plan	41	527,786	22,005
				$ 4,323,903	$ 179,313
Senior Officers and Highly Compensated Employees:					
7 employees, excluding the CEO	2017	AgFirst Retirement Plan	*18	$ 4,357,052	$ 13,480
				$ 4,357,052	$ 13,480

**Represents the average years of credited service for the group*

Disclosure Required by Farm Credit Administration Regulations *(continued)*

Senior officers may also participate in a 401(k) savings plan, with the level of Association matching contributions determined by date of employment. For officers employed before January 1, 2003, the Association matches employee contributions 50 percent up to 6 percent of salary. For those hired after December 31, 2002, the Association matches employee contributions 100 percent up to 6 percent of salary. Various investment options are available for these funds, and vesting is immediate.

Market-based retirement and tax advantaged savings plans for senior officers are critical components to a competitive overall compensation plan. Such a plan is necessary for the attraction and retention of professionals capable of effectively implementing the Association's strategic and annual business plans. Association financial risk is mitigated by adjusting provisions when necessary to control costs and remain competitive, such as was done for employees hired after December 31, 2002, and subsequent changes to the defined contribution retirement plan and 401(k) savings plan.

Senior officers participate in various other benefits which are also offered to all employees, such as: medical insurance; annual, holiday and sick leave; life and disability insurance; and, milestone service awards. Additionally, senior officers are reimbursed for out-of-pocket travel, lodging and subsistence costs. A copy of the reimbursement policy is available upon request.

The Association's strong performance during 2017 in the areas of earnings, credit quality, capital, liquidity and audit results supported payouts from both components of the incentive plan described near the maximum levels. Virtually all business plan objectives and goals were met or exceeded with the exception of loan growth. Further, the individual and team performance of the CEO and other senior officers were consistent with the level of these incentive payments and with their overall compensation.

Directors

The following chart details the year the director began serving on the board, the current term of expiration, and total cash compensation paid:

DIRECTOR	ORIGINAL YEAR OF ELECTION OR APPOINTMENT	CURRENT TERM EXPIRATION	TOTAL COMP. PAID DURING 2017
John E. Bickford**	2014	2018	$15,300
Chairman			
Appointed Stockholder Director			
A. Kevin Monahan	2011	2019	11,500
Vice Chairman			
R. Bertsch Cox	2017	2021	6,400
Appointed Director			
Jennifer U. Cuthbertson,	2007	2021	10,800
Appointed Director			
John F. Davis	2005	2020	11,700
Stanley O. Forbes, Sr.,	1996	2018	9,600
Appointed Director			
Clarke E. Fox	1997	2021	13,700
Duane D. Gilliam*	2011	2019	2,000
Jeffrey W. Griffith	2014	2020	6,600
Susan D. Hance-Wells	2004	2018	7,200
Hugh S. Jones	2003	2021	12,400
Robert M. Jones	2013	2021	4,800
L. Wayne Kirby	2005	2020	11,200
Frankie R. Large*	2017	2019	1,000
John N. Mills, Jr.	1996	2019	10,000
Paul W. Rogers, Jr.	1988	2018	11,200
Robert H. Spiers, Jr.	1988	2018	8,400
Robert R. Womack	2014	2018	4,200
			$158,000

** Duane D. Gilliam resigned in July 2017; Frankie R. Large appointed on November 1, 2017 to fill remaining term..*
*** John E. Bickford also previously served from 2005-2013.*

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

Mr. John E. Bickford, Chairman of the Board, Compensation Committee, and Executive Committee, is a consulting forester involved in timber management, timber sales, and timber evaluations for non-industrial landowners. He owns Bickford Timber and Land Management, Inc., a timber consulting and management business. He also serves as a licensed real estate agent for Cox & Company Real Estate and Insurance and as a vice-chairman of Buckingham County Planning Commission.

Mr. A. Kevin Monahan, Vice Chairman of the Board and Chairman of the Governance Committee, is a row crop, beef cattle, and timber farmer and owner of Monahan Farms, LLC and Bowling Green Farms, LLC. Mr. Monahan also serves on the board of the Surry County, Virginia, Planning Commission (county planning), the Waverly Ruritan Club (community service organization), and the Colonial Agricultural

Educational Foundation (provides funding for college scholarships and other youth education).

Mr. R. Bertsch Cox is the Chief Financial Officer/CPA for James River Equipment (equipment dealer). He also serves as vice-chairman of the board and chairman of the finance committee for Virginia Foundation for Agriculture in the Classroom (provides youth agriculture education).

Mrs. Jennifer U. Cuthbertson is a watermelon, pumpkin, goat, cattle, wheat, corn, soybean, grain sorghum, timber, and hay farmer, and a tax advisor for H&R Block. Mrs. Cuthbertson was a business analyst for Southern States Cooperative (agricultural supply cooperative) until May 2009 and served as a seasonal customer service representative for FERIDIES (retail sales and promotion of Virginia peanuts).

Mr. John F. Davis, Audit Committee Chairman, is a retired farmer and self-employed farm consultant for Mill Creek Farms, LLC.

Mr. Stanley O. Forbes, Sr. retired from Federal Agricultural Mortgage Association in April 1994 (vice president in charge of agricultural finance) and was employed from March 1998 to March 1999 by Statesman Financial Corporation (senior credit officer, financial services). Mr. Forbes serves on the board of the Virginia Foundation for Agriculture in the Classroom (provides youth agricultural education).

Mr. Clarke E. Fox, Legislative Committee Chairman, serves as President of Foxhill Farms, Inc., a peanut, cotton, corn, soybean, watermelon, and timber farm. Mr. Fox also serves as a director of the Virginia Peanut Growers Association (promotes peanut industry) and as a director of the Virginia/Carolinas Peanut Promotions (promotes peanut industry).

Mr. Duane D. Gilliam is president, treasurer, co-owner, and manager of Lynchburg Livestock Market, Inc., president and owner of Cedar Rock Farms LLC (cattle farms in central Virginia), and co-owner of Falling River Properties, LLC (land, timber, and cattle). Mr. Gilliam also owns an interest in Metcalf, Gilliam, Fariss, LLC (real estate). He served as a director of Colonial Farm Credit until July 2017.

Mr. Jeffrey W. Griffith is a grain, hay, and vegetable farmer. He serves as vice president of the Anne Arundel County Farm Bureau (agriculture, insurance, service, and lobbying organization) and is a member of Future Farmers of America Alumni (promoting FFA), Maryland Soybean Board (administering checkoff), and Anne Arundel Agricultural Preservation Advisory Board (advises county on agricultural matters).

Mrs. Susan D. Hance-Wells is a hay, grain, and beef cattle farmer, owner of Battle Creek Beef, LLC. She serves as Chairman of the Calvert County Board of Appeals (zoning and critical area of regulation appeals), as honorary director of the Calvert County Farm Bureau (agriculture, insurance, service, and lobbying organization), as honorary director of the Calvert Farmland Trust (promotes agricultural land preservation, and as a director of Colonial Agricultural Educational Foundation (provides funding for college scholarships and other youth education).

Mr. Hugh S. Jones is president, majority owner, and operator of Richlands Dairy Farm, Inc. Mr. Jones also serves as a director and member of the steering committee of the Virginia Tech Southern Virginia Research Station (agricultural research) and as a director of the Nottoway Planning Commission (county planning).

Mr. Robert M. Jones is the owner of Poor House Dairy Farm. Mr. Jones also serves as a director of Farmers' Cooperative (Ag production products), Cooperative Milk Producers (milk marketing), and board member of Prince Edward County Board of Supervisors and Prince Edward County Planning Commission.

Mr. L. Wayne Kirby is a row crop farmer and owner of Creamfield Farm LLC, a production manager for a local grain farm, and a commissioned agent for Helena Chemical Company (agricultural chemical sales and consultation). Mr. Kirby serves as a director of the Virginia Grain Producers Association, Inc. (promotion and marketing of grain), a director of the Virginia Agribusiness Council (industry lobbying organization), and on the Virginia Board of Agriculture and Consumer Services (promotes Virginia agriculture interests).

Mr. Frankie R. Large is an owner/operator of Cherry Hill Farm (cow/calf operation) and a contract hog grower for Smithfield Foods. He serves as vice-president of Buckingham Farm Bureau (agriculture insurance, service, and lobbying organization), director of Buckingham Cattlemen's Association (enhance productivity, marketability, and profitability of beef cattle), and member of USDA Farm Service Agency County committee (liaison between the farm community and the U.S. Department of Agriculture).

Mr. John N. Mills, Jr., is a partner in John N. Mills & Sons family farm business (growing and marketing corn, wheat, barley, soybean, and beef cattle). He serves as a director of the Virginia Identity Preserved Grains (small grain promotion and marketing) and the King William County Farm Bureau (agriculture insurance, service, and lobbying organization). He is also a partner in H&F LLC, which is a partner in York River Mitigation Bank (wetlands mitigation development).

Mr. Paul W. Rogers, Jr., is a partner of Rogers Farms Partnership, a cotton, grain, timber, and peanut farm and owner of Paul W. Rogers, Jr., LLC. Mr. Rogers serves as a director for the Peanut Standards Board (promotes peanuts).

Mr. Robert H. Spiers, Jr. is a flue tobacco, corn, wheat, milo, and soybean farmer, owning and managing Spiers Farm LLC. He served on the board of the AgFirst Farm Credit Bank (agricultural cooperative discount bank), the AgFirst District Farm Credit Council (legislative lobbying), and the national Farm Credit Council (industry legislative lobbying) through 2017. He also serves on the board of Dinwiddie County Farm Bureau (agriculture insurance, service, and lobbying organization), the Virginia Flue-Cured Tobacco Board (governs use of Virginia tobacco check off funds), the Virginia Tobacco Region Revitalization Commission (promotes economic development in Virginia's tobacco region), the Tobacco Associates Inc. Board (promotes export of tobacco), the Farm Credit Benefits Alliance Plan Sponsor Committee (governs AgFirst and Texas Farm Credit Districts employee

Disclosure Required by Farm Credit Administration Regulations *(continued)*

benefits programs), and Dinwiddie County IDA (promotes industry in Dinwiddie County).

Mr. Robert R. Womack is owner and operator of Woodville Farm, Inc., a poultry and beef cattle farm. He is vice president of Buckingham Cattleman Association (breed promotion and marketing) and a director of Farmers' Cooperative (ag products).

In accordance with board policy, the Association pays directors honoraria ranging from $200 to $600, for attendance at meetings, committee meetings, conference call meetings, or special assignments. Directors are paid a monthly retainer fee of $200, except for the chairman of the board who receives $375 and the chairmen of the Audit, Legislative, and Governance committees who receive $225. Total compensation paid to directors as a group was $158,000 for 2017. No director received more than $5, 000 in non-cash compensation during the year.

The following chart details the number of meetings, other activities and additional compensation paid for other activities (if applicable) for each director:

	Days Served			
Name of Director	**Regular Board Meetings**	**Committee Meetings**	**Committees***	**Committee Compensation ($)**
John E Bickford	5	1	Executive	600
Chairman		1	Audit	600
Appointed Stockholder		1	Compensation	600
Director		1	Governance	600
		15	Other Activities	5,400
A. Kevin Monahan	4	1	Executive	600
Vice-Chairman		1	Compensation	600
		2	Governance	1,200
		10	Other Activities	4,000
R. Bertch Cox	3	2	Audit	1,200
Appointed Director		1	Compensation	600
		5	Other Activities	1,400
Jennifer U. Cuthbertson,	5	4	Audit	2,400
Appointed Director		7	Other Activities	3,000
John F. Davis	5	4	Audit	2,400
		10	Other Activities	3,600
Stanley O. Forbes, Sr.,	5	4	Audit	2,400
Appointed Director		1	Compensation	600
		4	Other Activities	1,200
Clarke E. Fox	5	3	Audit	1,800
		17	Other Activities	6,200
Duane D. Gilliam	1	–	–	–
Jeffery W. Griffith	5	4	Other Activities	1,200
Susan D. Hance-Wells	5	2	Governance	1,200
		1	Other Activities	600
Hugh S. Jones	5	1	Executive	600
		1	Compensation	600
		1	Governance	600
		12	Other Activities	5,200
Robert M. Jones	4	–	–	–
L. Wayne Kirby	5	1	Executive	600
		1	Compensation	600
		2	Governance	1,200
		9	Other Activities	3,400
Frankie R. Large	1	–	–	–
John N. Mills, Jr.	4	1	Executive	600
		1	Compensation	600
		2	Governance	1,200
		8	Other Activities	2,800
Paul W. Rogers, Jr.	5	3	Audit	1,800
		1	Governance	600
		9	Other Activities	3,400
Robert H. Spiers, Jr.**	5	4	Audit	2,400
		1	Other Activities	600
Robert R. Womack	3	–	–	–

**Some committee meetings may be scheduled on the same day as other meetings, resulting in no additional compensation*

***Days of service disclosed for Mr. Spiers as a member of the Colonial Farm Credit board do not reflect activities in his capacity as an AgFirst Farm Credit Bank board member. For further information related to specific duties and days served in those positions, please see the AgFirst Farm Credit Bank 2017 Annual Report at www.agfirst.com.*

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

The aggregate amount of reimbursement for travel, subsistence and other related expenses for all directors as a group was $63,936 for 2017, $49,800 for 2016, and $47,160 for 2015.

Transactions with Senior Officers and Directors

The reporting entity's policies on loans to and transactions with its officers and directors, to be disclosed in this section are incorporated herein by reference to Note 10, *Related Party Transactions*, of the Consolidated Financial Statements included in this Annual Report.

Transactions Other Than Loans

There have been no transactions that occurred at any time during the year ended December 31, 2017 or in aggregate, between the Association and senior officers or directors, their immediate family members or any organizations with which they are affiliated, which exceed $5,000. There were no transactions with any senior officer or director related to the purchase or retirement of preferred stock of the Association for the year ended December 31, 2017.

Involvement in Certain Legal Proceedings

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

Relationship with Independent Auditors

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

Aggregate fees paid by the Association for services rendered by its independent auditors for the year ended December 31, 2017 were as follows:

	2017
Independent Auditors	
PricewaterhouseCoopers LLP	
Audit services	$ 66,116
Total	$ 66,116

Audit fees were for the annual audit of the consolidated financial statements.

Consolidated Financial Statements

The consolidated financial statements, together with the report thereon of PricewaterhouseCoopers LLP dated March 13, 2018 and the report of management, which appear in this Annual Report are incorporated herein by reference.

Copies of the Association's Annual and Quarterly reports are available upon request free of charge by calling (804) 746-1252, writing Diane S. Fowlkes, Chief Financial Officer, Colonial Farm Credit, ACA, 7104 Mechanicsville Turnpike, Mechanicsville, VA 23111, or accessing the website, ***www.colonialfarmcredit.com.*** The Association prepares an electronic version of the Annual Report which is available on the Association's website within 75 days after the end of the fiscal year. The Association prepares an electronic version of the Quarterly report within 40 days after the end of each fiscal quarter, except that no report need be prepared for the fiscal quarter that coincides with the end of the fiscal year of the institution.

Borrower Information Regulations

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

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

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

Information to be disclosed in this section is incorporated herein by reference to the similarly named section in the Management's Discussion and Analysis of Financial Condition and Results of Operations section included in this annual report to the shareholders.

Shareholder Investment

Shareholder investment in the Association could be materially affected by the financial condition and results of operations of AgFirst Farm Credit Bank (Bank or AgFirst). Copies of the Bank's Annual and Quarterly reports are available upon request free of charge by calling 1-800-845-1745, ext. 2832, or writing Susanne Caughman, AgFirst Farm Credit Bank, P.O. Box 1499, Columbia, SC 29202. Information concerning AgFirst Farm Credit Bank can also be obtained by going to AgFirst's website at ***www.agfirst.com***. The Bank prepares an electronic version of the Annual Report, which is available on the website, within 75 days after the end of the fiscal year and distributes the Annual Reports to shareholders within 90 days after the end of the fiscal year. The Bank prepares an electronic version of the Quarterly report, which is available on the Bank's website, within 40 days after the end of each fiscal quarter, except that no report needs to be prepared for the fiscal quarter that coincides with the end of the fiscal year of the Bank.

Report of the Audit Committee

The Audit Committee of the Board of Directors (Committee) is comprised of the directors named below. None of the directors who serve on the Committee is an employee of Colonial Farm Credit, ACA (Association) and in the opinion of the Board of Directors; each is free of any relationship with the Association or management that would interfere with the director's independent judgment on the Committee.

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

PricewaterhouseCoopers LLP (PwC), the Association's independent auditors for 2017, is responsible for expressing an opinion on the conformity of the Association's audited financial statements with accounting principles generally accepted in the United States of America. The Committee has discussed with PwC the matters that are required to be discussed by Statement on Auditing Standards No. 114 *(The Auditor's Communication With Those Charged With Governance)*. The Committee discussed with PwC its independence from Colonial Farm Credit, ACA. The Committee also reviewed the non-audit services provided by PwC and concluded that these services were not incompatible with maintaining PwC's independence.

Based on the considerations referred to above, the Committee recommended to the Board of Directors that the audited financial statements be included in the Association's Annual Report for 2017. The foregoing report is provided by the following independent directors, who constitute the Committee:

John F. Davis
Chairman of the Audit Committee

Members of Audit Committee

R. Bertsch Cox
Jennifer U. Cuthbertson
Stanley O. Forbes, Sr.
Clarke E. Fox
Robert M. Jones
Paul W. Rogers, Jr.
Robert H. Spiers, Jr.

March 13, 2018

pwc

Report of Independent Auditors

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

We have audited the accompanying consolidated financial statements of Colonial Farm Credit, ACA and its subsidiaries (the "Association"), which comprise the consolidated balance sheets as of December 31, 2017, 2016 and 2015, and the related consolidated statements of income, 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 Colonial Farm Credit, ACA and its subsidiaries as of December 31, 2017, 2016 and 2015, and the results of their operations and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

PricewaterhouseCoopers LLP

Certified Public Accountants
Miami, Florida

March 13, 2018

PricewaterhouseCoopers LLP, 333 SE 2nd Avenue, Suite 3000, Miami, FL 33131
T: (305) 375 7400, F:(305) 375 6221, www.pwc.com/us

Consolidated Balance Sheets

(dollars in thousands)	December 31, 2017	2016	2015
Assets			
Cash	**$ 66**	$ 63	$ 62
Loans	**636,119**	641,762	638,278
Allowance for loan losses	**(2,427)**	(3,006)	(3,762)
Net loans	**633,692**	638,756	634,516
Loans held for sale	**1,135**	3,567	1,308
Accrued interest receivable	**4,866**	4,798	4,602
Investments in other Farm Credit institutions	**6,890**	6,949	6,729
Premises and equipment, net	**1,708**	1,708	1,558
Other property owned	**—**	78	70
Accounts receivable	**7,874**	6,553	6,437
Other assets	**1,136**	1,051	2,075
Total assets	**$ 657,367**	$ 663,523	$ 657,357
Liabilities			
Notes payable to AgFirst Farm Credit Bank	**$ 456,390**	$ 467,883	$ 470,033
Accrued interest payable	**1,156**	1,073	1,013
Patronage refunds payable	**11,113**	10,721	7,352
Accounts payable	**1,620**	1,575	1,449
Other liabilities	**2,923**	6,608	6,372
Total liabilities	**473,202**	487,860	486,219
Commitments and contingencies (Note 11)			
Members' Equity			
Capital stock and participation certificates	**4,795**	4,699	4,659
Unallocated retained earnings	**179,414**	170,978	166,447
Accumulated other comprehensive income (loss)	**(44)**	(14)	32
Total members' equity	**184,165**	175,663	171,138
Total liabilities and members' equity	**$ 657,367**	$ 663,523	$ 657,357

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

Consolidated Statements of Income

(dollars in thousands)	For the year ended December 31, 2017	2016	2015
Interest Income			
Loans	**$ 32,366**	$ 31,672	$ 29,782
Interest Expense			
Notes payable to AgFirst Farm Credit Bank	**13,296**	12,526	11,493
Net interest income	**19,070**	19,146	18,289
Provision for (reversal of allowance for) loan losses	**(337)**	(775)	(237)
Net interest income after provision for (reversal of allowance for) loan losses	**19,407**	19,921	18,526
Noninterest Income			
Loan fees	**456**	464	415
Fees for financially related services	**51**	49	61
Lease income	**73**	90	111
Patronage refunds from other Farm Credit institutions	**7,843**	6,487	6,424
Gains (losses) on sales of rural home loans, net	**702**	820	751
Gains (losses) on sales of premises and equipment, net	**38**	67	33
Gains (losses) on other transactions	**80**	(164)	—
Other noninterest income	**120**	171	97
Total noninterest income	**9,363**	7,984	7,892
Noninterest Expense			
Salaries and employee benefits	**6,387**	6,247	5,985
Postretirement benefits (Notes 2 and 9)	**(1,895)**	2,914	3,090
Occupancy and equipment	**595**	496	698
Insurance Fund premiums	**678**	791	582
(Gains) losses on other property owned, net	**22**	23	(60)
Other operating expenses	**3,526**	2,343	2,305
Total noninterest expense	**9,313**	12,814	12,600
Income before income taxes	**19,457**	15,091	13,818
Provision for income taxes	**10**	7	8
Net income	**$ 19,447**	$ 15,084	$ 13,810

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

Consolidated Statements of Comprehensive Income

(dollars in thousands)	For the year ended December 31, 2017	2016	2015
Net income	**$ 19,447**	$ 15,084	$ 13,810
Other comprehensive income net of tax			
Employee benefit plans adjustments	**(30)**	(46)	(140)
Comprehensive income	**$ 19,417**	$ 15,038	$ 13,670

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

Consolidated Statements of Changes in Members' Equity

(dollars in thousands)	Capital Stock and Participation Certificates	Unallocated Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Total Members' Equity
Balance at December 31, 2014	$ 4,615	$ 159,909	$ 172	$ 164,696
Comprehensive income		13,810	(140)	13,670
Capital stock/participation certificates issued/(retired), net	44			44
Patronage distribution				
Cash		(7,275)		(7,275)
Patronage distribution adjustment		3		3
Balance at December 31, 2015	$ 4,659	$ 166,447	$ 32	$ 171,138
Comprehensive income		15,084	(46)	15,038
Capital stock/participation certificates issued/(retired), net	40			40
Patronage distribution				
Cash		(10,602)		(10,602)
Patronage distribution adjustment		49		49
Balance at December 31, 2016	$ 4,699	$ 170,978	$ (14)	$ 175,663
Comprehensive income		**19,447**	**(30)**	**19,417**
Capital stock/participation certificates issued/(retired), net	**96**			**96**
Patronage distribution				
Cash		**(11,046)**		**(11,046)**
Patronage distribution adjustment		**35**		**35**
Balance at December 31, 2017	**$ 4,795**	**$ 179,414**	**$ (44)**	**$ 184,165**

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

Consolidated Statements of Cash Flows

(dollars in thousands)	For the year ended December 31, 2017	2016	2015
Cash flows from operating activities:			
Net income	**$ 19,447**	$ 15,084	$ 13,810
Adjustments to reconcile net income to net cash provided by (used in) operating activities:			
Depreciation on premises and equipment	**314**	226	226
Amortization (accretion) of net deferred loan costs (fees)	**280**	190	197
Provision for (reversal of allowance for) loan losses	**(337)**	(775)	(237)
(Gains) losses on other property owned	**21**	23	(74)
(Gains) losses on sales of premises and equipment, net	**(38)**	(67)	(33)
(Gains) losses on sales of rural home loans, net	**(702)**	(820)	(751)
(Gains) losses on other transactions	**(80)**	164	—
Changes in operating assets and liabilities:			
Origination of loans held for sale	**(44,775)**	(49,946)	(43,835)
Proceeds from sales of loans held for sale, net	**47,909**	48,507	43,518
(Increase) decrease in accrued interest receivable	**(68)**	(196)	(277)
(Increase) decrease in accounts receivable	**(1,321)**	(116)	2,477
(Increase) decrease in other assets	**(85)**	1,024	64
Increase (decrease) in accrued interest payable	**83**	60	52
Increase (decrease) in accounts payable	**45**	126	(92)
Increase (decrease) in other liabilities	**(3,632)**	30	491
Total adjustments	**(2,386)**	(1,570)	1,726
Net cash provided by (used in) operating activities	**17,061**	13,514	15,536
Cash flows from investing activities:			
Net (increase) decrease in loans	**5,039**	(3,690)	(24,183)
(Increase) decrease in investment in other Farm Credit institutions	**59**	(220)	(18)
Purchases of premises and equipment	**(315)**	(385)	(108)
Proceeds from sales of premises and equipment	**39**	76	34
Proceeds from sales of other property owned	**136**	—	375
Net cash provided by (used in) investing activities	**4,958**	(4,219)	(23,900)
Cash flows from financing activities:			
Advances on (repayment of) notes payable to AgFirst Farm Credit Bank, net	**(11,493)**	(2,150)	15,363
Capital stock and participation certificates issued/(retired), net	**96**	40	44
Patronage refunds and dividends paid	**(10,619)**	(7,184)	(7,075)
Net cash provided by (used in) financing activities	**(22,016)**	(9,294)	8,332
Net increase (decrease) in cash	**3**	1	(32)
Cash, beginning of period	**63**	62	94
Cash, end of period	**$ 66**	$ 63	$ 62
Supplemental schedule of non-cash activities:			
Financed sales of other property owned	**$ —**	$ —	$ 729
Receipt of property in settlement of loans	**82**	35	321
Estimated cash dividends or patronage distributions declared or payable	**11,046**	10,602	7,275
Employee benefit plans adjustments (Note 9)	**30**	46	140
Supplemental information:			
Interest paid	**13,213**	12,466	11,441
Taxes (refunded) paid, net	**2**	4	—

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

Notes to the Consolidated Financial Statements *(Dollars in thousands, except as noted)*

Note 1 — Organization and Operations

A. **Organization:** Colonial Farm Credit, ACA (Association) is a member-owned cooperative that provides credit and credit-related services to qualified borrowers in the counties of Amelia, Amherst, Appomattox, Brunswick, Buckingham, Campbell, Caroline, Charles City, Charlotte, Chesterfield, Cumberland, Dinwiddie, Essex, Fluvanna, Gloucester, Goochland, Greensville, Hanover, Henrico, Isle of Wight, King and Queen, King George, King William, James City, Lancaster, Louisa, Lunenburg, Mathews, Mecklenburg, Middlesex, New Kent, Northumberland, Nottoway, Powhatan, Prince Edward, Prince George, Richmond, Southampton, Surry, Sussex, Westmoreland, York, and the cities of Chesapeake, Newport News, Suffolk and Virginia Beach in the state of Virginia and the counties of Anne Arundel, Calvert, Charles, Prince George's and Saint Mary's in the state of Maryland.

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

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

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

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

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

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

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

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

In addition to providing funding for earning assets, the Bank provides District Associations with banking and support services such as accounting, human resources, information systems, and marketing. The costs of these support services are included in the cost of the Direct Note, or in some cases billed directly to certain Associations that use a specific service.

The Association is authorized to provide, either directly or in participation with other lenders, credit, credit commitments, and related services to eligible borrowers. Eligible borrowers include farmers, ranchers, producers or harvesters of aquatic products, rural residents, and farm-related businesses.

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

Note 2 — Summary of Significant Accounting Policies

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

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

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

A. **Cash:** Cash represents cash on hand and on deposit at banks.

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

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

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

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

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

   Loans are charged off, wholly or partially, as appropriate, at the time they are determined to be uncollectible.

   In cases where a borrower experiences financial difficulties and the Association makes certain monetary concessions to the borrower through modifications to the contractual terms of the loan, the loan is classified as a restructured loan. A restructured loan constitutes a troubled debt restructuring (TDR) if for economic or legal reasons related to the debtor's financial difficulties the Association grants a concession to the debtor that it would not otherwise consider. If the borrower's ability to meet the revised payment schedule is uncertain, the loan is classified as a nonaccrual loan.

   The allowance for loan losses is maintained at a level considered adequate by management to provide for probable and estimable losses inherent in the loan portfolio as of the report date. The allowance for loan losses is increased through provisions for loan losses and loan recoveries and is decreased through loan charge-offs and allowance reversals. A review of individual loans in each respective portfolio is performed periodically to determine the appropriateness of risk ratings and to ensure loss exposure to the Association has been identified. The allowance for loan losses is a valuation account used to reasonably estimate loan losses as of the financial statement date. Determining the appropriate allowance for loan losses balance involves significant judgment about when a loss has been incurred and the amount of that loss.

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

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

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

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

The credit risk rating methodology is a key component of the Association's allowance for loan losses evaluation, and is generally incorporated into the institution's loan underwriting standards and internal lending limit. The Association uses a two-dimensional loan rating model based on internally generated combined system risk rating guidance that incorporates a 14-point risk rating scale to identify and track the probability of borrower default and a separate scale addressing loss given default over a period of time. Probability of default is the probability that a borrower will experience a default within 12 months from the date of the determination of the risk rating. A default is considered to have occurred if the lender believes the borrower will not be able to pay its obligation in full or the borrower is past due more than 90 days. The loss given default is management's estimate as to the anticipated economic loss on a specific loan assuming default has occurred or is expected to occur within the next 12 months.

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

C. **Loans Held for Sale:** Loans are classified as held for sale when there is intent to sell the loans within a reasonable period of time. Loans intended for sale are carried at the lower of cost or fair value.

D. **Other Property Owned:** Other property owned, consisting of real estate, personal property, and other assets acquired through a collection action, is recorded upon acquisition at fair value less estimated selling costs. Any initial reduction in the carrying amount of a loan to the fair value of the collateral received is charged to the allowance for loan losses. Revised estimates to the fair value less cost to sell are reported as adjustments to the carrying amount of the asset, provided that such adjusted value is not in excess of the carrying amount at acquisition. Income, expenses, and carrying value adjustments related to other property owned are included in Gains (Losses) from Other Property Owned, Net in the Consolidated Statements of Income.

E. **Premises and Equipment:** Land is carried at cost. Premises and equipment are carried at cost less accumulated depreciation. Depreciation is provided on the straight-line method over the estimated useful lives of the assets. Gains and losses on dispositions are reflected in current earnings. Maintenance and repairs are charged to expense and improvements are capitalized. Premises and equipment are evaluated for impairment whenever events or circumstances indicate that the carrying value of the asset may not be recoverable.

   From time to time, assets classified as premises and equipment are transferred to held for sale for various reasons. These assets are carried in Other Assets at the lower of the recorded investment in the asset or fair value less estimated cost to sell based upon the property's appraised value at the date of transfer. Any write-downs of property held for sale are recorded as other non-interest expense.

F. **Investments:** The Association may hold investments as described below.

   Other Investments
   As discussed in Note 8, certain investments, consisting primarily of mutual funds, are held in trust and investment accounts and are reported at fair value. Holding period gains and losses are included within Other Noninterest Income on the Consolidated Statements of Comprehensive Income and the balance of these investments, totaling $1,044, is included in Other Assets on the accompanying Consolidated Balance Sheets as of December 31, 2017.

   Investment in Other Farm Credit Institutions
   The Association is required to maintain ownership in the Bank in the form of Class B and Class C stock, as presented on the Consolidated Balance Sheets as Investments in Other Farm Credit Institutions. Accounting for this investment is on the cost plus allocated equities basis.

Notes to the Consolidated Financial Statements *(continued)*

G. **Voluntary Advance Conditional Payments:** The Association is authorized under the Farm Credit Act to accept advance payments from borrowers. To the extent the borrower's access to such advance payments is restricted; the advanced conditional payments are netted against the borrower's related loan balance. Amounts in excess of the related loan balance and amounts to which the borrower has unrestricted access are presented as other liabilities in the accompanying Consolidated Balance Sheets. Advanced conditional payments are not insured. Interest is generally paid by the Association on such accounts.

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

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

Additional information for the above may be found in Note 9 and the Notes to the Combined Financial Statements of AgFirst Farm Credit Bank and District Associations' Annual Report.

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

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

Since the foregoing plans are multi-employer, the Association does not apply the provisions of FASB guidance on employers' accounting for defined benefit pension and other postretirement plans in its stand-alone financial statements. Rather, the effects of this guidance are reflected in the Combined Financial Statements of AgFirst Farm Credit Bank and District Associations for the pension plan and in Annual Information Statement of the Farm Credit System for the other postretirement benefits plan.

Additional information for the above may be found in Note 9 and in the Notes to the Combined Financial Statements of AgFirst Farm Credit Bank and District Associations' Annual Report and the Notes to the Annual Information Statement of the Farm Credit System.

Single Employer Defined Benefit Plans
The Association also sponsors a single employer defined benefit supplemental retirement plan and offers a FCBA supplemental 401(k) plan for certain key employees. These plans are nonqualified; therefore, the associated liabilities are included in the Association's Consolidated Balance Sheets in Other Liabilities.

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

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

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

The Association is eligible to operate as a cooperative that qualifies for tax treatment under Subchapter T of the Internal Revenue Code. Accordingly, under specified conditions, the Association can exclude from taxable income amounts distributed as qualified patronage refunds in the form of cash, stock or allocated surplus. Provisions for income taxes are made only on those taxable earnings that will not be distributed as qualified patronage refunds. The Association distributes patronage on the basis of book income.

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

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

J. **Due from AgFirst Farm Credit Bank:** The Association records patronage refunds from the Bank and certain District Associations on an accrual basis.

K. **Valuation Methodologies:** FASB guidance defines fair value as the exchange price that would be received for an asset or paid to transfer a liability in an orderly transaction between market participants in the principal or most advantageous market for the asset or liability. This guidance also establishes a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. It prescribes three levels of inputs that may be used to measure fair value.

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

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

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

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

A number of methodologies may be employed to value items for which an observable active market does not exist. Examples of these items include: impaired loans, other property owned, and certain derivatives, investment securities and other financial instruments. Inputs to these valuations can involve estimates and assumptions that require a substantial degree of judgment. Some of the assumptions used include, among others, discount rates, rates of return on assets, repayment rates, cash flows, default rates, costs of servicing, and liquidation values. The use of different assumptions could produce significantly different asset or liability values, which could have material positive or negative effects on results of operations.

Please see further discussion in Note 8.

L. **Off-Balance-Sheet Credit Exposures:** The credit risk associated with commitments to extend credit and letters of credit is essentially the same as that involved with extending loans to customers and is subject to normal credit policies. Collateral may be obtained based on management's assessment of the customer's creditworthiness.

Commitments to extend credit are agreements to lend to customers, generally having fixed expiration dates or other termination clauses that may require payment of a fee.

Letters of credit are commitments issued to guarantee the performance of a customer to a third party. These letters of credit are issued to facilitate commerce and typically result in the commitment being funded when the underlying transaction is consummated between the customer and third party.

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

N. **Accounting Standards Updates (ASUs):** In February 2018, the FASB issued ASU 2018-02 Income Statement—Reporting Comprehensive Income (Topic 220): Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income. The guidance allows a reclassification from accumulated other comprehensive income to retained earnings for stranded tax effects resulting from the Tax Cuts and Jobs Act. The amendments eliminate the stranded tax effects resulting from the Tax Cuts and Jobs Act and are intended to improve the usefulness of information reported to financial statement users. However, because the amendments only relate to the reclassification of the income tax effects of the Tax Cuts and Jobs Act, the underlying guidance that requires that the effect of a change in tax laws or rates be included in income from continuing operations is not affected. The Update also requires certain disclosures about stranded tax effects. The guidance is effective for all entities for fiscal years beginning after December 15, 2018, and interim periods within those fiscal years. Early adoption is permitted.

In March 2017, the FASB issued ASU 2017-07 Compensation—Retirement Benefits (Topic 715): Improving the Presentation of Net Periodic Pension Cost and Net Periodic Postretirement Benefit Cost related to the income statement presentation of the components of net periodic benefit cost for an entity's sponsored defined benefit pension and other postretirement plans. The amendments will be effective for the Association for interim and annual periods beginning after December 15,

Notes to the Consolidated Financial Statements *(continued)*

2017 for public business entities. Early adoption is permitted. The Association does not expect these amendments to have a material effect on its financial statements.

In February 2017, the FASB issued ASU 2017-05 Other Income—Gains and Losses from the Derecognition of Nonfinancial Assets (Subtopic 610-20): Clarifying the Scope of Asset Derecognition Guidance and Accounting for Partial Sales of Nonfinancial Assets. The Update clarifies whether certain transactions are within the scope of the guidance on derecognition and the accounting for partial sales of nonfinancial assets, and defines the term in substance nonfinancial asset. The amendments conform the derecognition guidance on nonfinancial assets with the model for transactions in the new revenue standard. The amendments will be effective for reporting periods beginning after December 15, 2017 for public business entities. The Association does not expect these amendments to have a material effect on its financial statements.

In October 2016, the FASB issued ASU 2016-16 Income Taxes (Topic 740): Intra-Entity Transfers of Assets Other Than Inventory. This Update requires an entity to recognize the income tax consequences of an intra-entity transfer of an asset other than inventory when the transfer occurs. For public business entities, the amendments are effective, on a modified retrospective basis, for annual reporting periods beginning after December 15, 2017, including interim reporting periods within those annual reporting periods. The Association does not expect these amendments to have a material effect on its financial statements.

In August 2016, the FASB issued ASU 2016-15 Statement of Cash Flows (Topic 230): Classification of Certain Cash Receipts and Cash Payments (a consensus of the Emerging Issues Task Force). This Update eliminates diversity in practice in how certain cash receipts and cash payments are presented and classified in the statement of cash flows. The Update addresses eight specific cash flow issues with the objective of reducing existing diversity in practice. The amendments are effective for public business entities for fiscal years beginning after December 15, 2017, and interim periods within those fiscal years. Early adoption is permitted, including adoption in an interim period. An entity that elects early adoption must adopt all of the amendments in the same period. The amendments are to be applied using a retrospective transition method to each period presented. The Association elected retrospective early adoption of this guidance. The criteria of the standard were not significantly different from the Association's policy in place at adoption. Application of the guidance had no impact on the Association's Statements of Cash Flows.

In June 2016, the FASB issued ASU 2016-13 Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments. The Update improves financial reporting by requiring timelier recording of credit losses on financial instruments. It requires an organization to measure all expected credit losses for financial assets held at the reporting date. Financial institutions and other organizations will use forward-looking information to better estimate their credit losses. Additionally, the ASU amends the accounting for credit losses on available-for-sale debt securities and purchased financial assets with credit deterioration. For public companies that are not SEC filers, it will take effect for fiscal years beginning after December 15, 2020, and interim periods within those fiscal years. Early application will be permitted for all organizations for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2018. The Association is in the process of evaluating what effects the guidance may have on the statements of financial condition and results of operations.

In February 2016, the FASB issued ASU 2016-02 Leases (Topic 842). This Update requires organizations that lease assets to recognize on the balance sheet the assets and liabilities for the rights and obligations created by those leases. Leases will be classified as either finance leases or operating leases. This distinction will be relevant for the pattern of expense recognition in the income statement. The amendments will be effective for fiscal years beginning after December 15, 2018, including interim periods within those fiscal years for public business entities. Early adoption is permitted. The Association is in the process of evaluating what effects the guidance may have on the statements of financial condition and results of operations.

In January 2016, the FASB issued ASU 2016-01 Financial Instruments – Overall (Subtopic 825-10): Recognition and Measurement of Financial Assets and Financial Liabilities. The Update is intended to improve the recognition and measurement of financial instruments. The new guidance makes targeted improvements to existing GAAP. The ASU will be effective for fiscal years beginning after December 15, 2017, including interim periods within those fiscal years for public business entities. The Association does not expect these amendments to have a material effect on its financial statements.

In May 2014, the FASB issued ASU 2014-09 Revenue from Contracts with Customers (Topic 606). This guidance changes the recognition of revenue from contracts with customers. The core principle of the new guidance is that an entity should recognize revenue to reflect the transfer of goods and services to customers in an amount equal to the consideration the entity receives or expects to receive. This guidance also includes expanded disclosure requirements that result in an entity providing users of financial statements with comprehensive information about the nature, amount, timing, and uncertainty of revenue and cash flows arising from the entity's contracts with customers. Based on input received from stakeholders, the FASB has issued several additional Updates that generally provide clarifying guidance where there was the potential for diversity in practice, or address the cost and complexity of applying Topic 606. The guidance and all related updates will be effective for reporting periods beginning after December 15, 2017 for public business entities. The amendments are to be applied retrospectively. The Association has identified ancillary revenues that will be affected by this Update. However, because financial instruments are not within the scope of the guidance, it is expected that adoption will not have a material impact on the Association's financial condition or results of operations. The Association expects to adopt the guidance in first quarter 2018 using the modified retrospective method and that adoption will result in additional disclosures.

Note 3 — Loans and Allowance for Loan Losses

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

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

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

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

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

- Real estate mortgage loans — loans made to full-time or part-time farmers secured by first lien real estate mortgages with maturities from five to thirty years. These loans may be made only in amounts up to 85 percent of the appraised value of the property taken as security or up to 97 percent of the appraised value if guaranteed by a federal, state, or other governmental agency. The actual percentage of loan-to-appraised value when loans are made is generally lower than the statutory required percentage.
- Production and intermediate-term loans — loans to full-time or part-time farmers that are not real estate mortgage loans. These loans fund eligible financing needs including operating inputs (such as labor, feed, fertilizer, and repairs), livestock, living expenses, income taxes, machinery or equipment, farm buildings, and other business-related expenses. Production loans may be made on a secured or unsecured basis and are most often made for a period of time that matches the borrower's normal production and marketing cycle, which is typically one year or less. Intermediate-term loans are made for a specific term, generally greater than one year and less than or equal to ten years.
- Loans to cooperatives — loans for any cooperative purpose other than for communication, power, and water and waste disposal.
- Processing and marketing loans — loans for operations to process or market the products produced by a farmer, rancher, or producer or harvester of aquatic products, or by a cooperative.
- Farm-related business loans — loans to eligible borrowers that furnish certain farm-related business services to farmers or ranchers that are directly related to their agricultural production
- Rural residential real estate loans — loans made to individuals, who are not farmers, to purchase a single-family dwelling that will be the primary residence in open country, which may include a town or village that has a population of not more than 2,500 persons. In addition, the loan may be to remodel, improve, or repair a rural home, or to refinance existing debt. These loans are generally secured by a first lien on the property.
- Communication loans — loans primarily to finance rural communication providers.
- Power loans — loans primarily to finance electric generation, transmission and distribution systems serving rural areas.
- Water and waste disposal loans — loans primarily to finance water and waste disposal systems serving rural areas.
- International loans — primarily loans or credit enhancements to other banks to support the export of U.S. agricultural commodities or supplies. The federal government guarantees a substantial portion of these loans.
- Lease receivables — the net investment for all finance leases such as direct financing leases, leveraged leases, and sales-type leases.

A summary of loans outstanding at period end follows:

	December 31, 2017	2016	2015
Real estate mortgage	$ 397,457	$ 382,056	$ 360,463
Production and intermediate-term	168,323	176,051	185,526
Loans to cooperatives	6,797	7,213	77
Processing and marketing	16,466	23,441	34,851
Farm-related business	5,868	7,414	13,576
Communication	602	520	2,647
Power and water/waste disposal	3,039	2,183	1,561
Rural residential real estate	34,572	39,891	39,577
International	2,995	2,993	–
Total loans	$ 636,119	$ 641,762	$ 638,278

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

Notes to the Consolidated Financial Statements *(continued)*

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

The Association may purchase or sell participation interests with other parties in order to diversify risk, manage loan volume, and comply with FCA regulations. The following tables present the principal balance of participation loans at periods ended:

	December 31, 2017							
	Within AgFirst District		Within Farm Credit System		Outside Farm Credit System		Total	
	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold
Real estate mortgage	$ 7,290	$ –	$ –	$ –	$ –	$ –	$ 7,290	$ –
Production and intermediate-term	15,607	–	5,148	–	–	–	20,755	–
Loans to cooperatives	6,813	–	–	–	–	–	6,813	–
Processing and marketing	12,778	–	–	–	–	–	12,778	–
Farm-related business	541	–	–	–	–	–	541	–
Communication	603	–	–	–	–	–	603	–
Power and water/waste disposal	3,057	–	–	–	–	–	3,057	–
International	3,000	–	–	–	–	–	3,000	–
Total	$ 49,689	$ –	$ 5,148	$ –	$ –	$ –	$ 54,837	$ –

	December 31, 2016							
	Within AgFirst District		Within Farm Credit System		Outside Farm Credit System		Total	
	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold
Real estate mortgage	$ 4,541	$ –	$ –	$ –	$ –	$ –	$ 4,541	$ –
Production and intermediate-term	21,053	–	911	–	–	–	21,964	–
Loans to cooperatives	7,229	–	–	–	–	–	7,229	–
Processing and marketing	18,345	–	–	–	–	–	18,345	–
Farm-related business	570	–	–	–	–	–	570	–
Communication	522	–	–	–	–	–	522	–
Power and water/waste disposal	2,195	–	–	–	–	–	2,195	–
International	3,000	–	–	–	–	–	3,000	–
Total	$ 57,455	$ –	$ 911	$ –	$ –	$ –	$ 58,366	$ –

	December 31, 2015							
	Within AgFirst District		Within Farm Credit System		Outside Farm Credit System		Total	
	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold
Real estate mortgage	$ 4,973	$ –	$ –	$ –	$ –	$ –	$ 4,973	$ –
Production and intermediate-term	20,031	–	1,031	–	–	–	21,062	–
Loans to cooperatives	82	–	–	–	–	–	82	–
Processing and marketing	28,973	–	–	–	–	–	28,973	–
Farm-related business	5,268	–	–	–	–	–	5,268	–
Communication	2,652	–	–	–	–	–	2,652	–
Power and water/waste disposal	1,571	–	–	–	–	–	1,571	–
Total	$ 63,550	$ –	$ 1,031	$ –	$ –	$ –	$ 64,581	$ –

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

	December 31, 2017			
	Due less than 1 year	Due 1 Through 5 years	Due after 5 years	Total
Real estate mortgage	$ 3,818	$ 34,281	$ 359,358	$ 397,457
Production and intermediate-term	81,223	63,883	23,217	168,323
Loans to cooperatives	–	6,797	–	6,797
Processing and marketing	3,751	10,660	2,055	16,466
Farm-related business	1,643	2,738	1,487	5,868
Communication	–	602	–	602
Power and water/waste disposal	–	701	2,338	3,039
Rural residential real estate	6,859	3,516	24,197	34,572
International	–	2,995	–	2,995
Total loans	$ 97,294	$ 126,173	$ 412,652	$ 636,119
Percentage	15.30%	19.83%	64.87%	100.00%

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

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

	December 31, 2017	2016	2015
Real estate mortgage:			
Acceptable	95.41%	95.68%	94.83%
OAEM	2.93	2.34	2.36
Substandard/doubtful/loss	1.66	1.98	2.81
	100.00%	100.00%	100.00%
Production and intermediate-term:			
Acceptable	93.54%	92.85%	93.13%
OAEM	4.54	4.61	4.25
Substandard/doubtful/loss	1.92	2.54	2.62
	100.00%	100.00%	100.00%
Loans to cooperatives:			
Acceptable	100.00%	99.52%	(6.24)%
OAEM	–	–	–
Substandard/doubtful/loss	–	0.48	106.24
	100.00%	100.00%	100.00%
Processing and marketing:			
Acceptable	99.58%	99.67%	99.76%
OAEM	–	–	0.24
Substandard/doubtful/loss	0.42	0.33	–
	100.00%	100.00%	100.00%
Farm-related business:			
Acceptable	95.88%	97.85%	99.15%
OAEM	2.37	0.76	–
Substandard/doubtful/loss	1.75	1.39	0.85
	100.00%	100.00%	100.00%

	December 31, 2017	2016	2015
Communication:			
Acceptable	100.00%	100.00%	100.00%
OAEM	–	–	–
Substandard/doubtful/loss	–	–	–
	100.00%	100.00%	100.00%
Power and water/waste disposal:			
Acceptable	100.00%	100.00%	100.00%
OAEM	–	–	–
Substandard/doubtful/loss	–	–	–
	100.00%	100.00%	100.00%
Rural residential real estate:			
Acceptable	97.32%	96.95%	96.70%
OAEM	0.46	0.36	0.62
Substandard/doubtful/loss	2.22	2.69	2.68
	100.00%	100.00%	100.00%
International:			
Acceptable	100.00%	100.00%	–%
OAEM	–	–	–
Substandard/doubtful/loss	–	–	–
	100.00%	100.00%	–%
Total Loans:			
Acceptable	95.23%	95.23%	94.83%
OAEM	3.08	2.69	2.62
Substandard/doubtful/loss	1.69	2.08	2.55
	100.00%	100.00%	100.00%

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

December 31, 2017

	30 Through 89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or Less Than 30 Days Past Due	Total Loans	Recorded Investment 90 Days or More Past Due and Accruing Interest
Real estate mortgage	$ 2,715	$ 337	$ 3,052	$ 397,366	$ 400,418	$ –
Production and intermediate-term	1,515	270	1,785	168,222	170,007	–
Loans to cooperatives	–	–	–	6,802	6,802	–
Processing and marketing	–	–	–	16,496	16,496	–
Farm-related business	–	–	–	5,887	5,887	–
Communication	–	–	–	602	602	–
Power and water/waste disposal	–	–	–	3,041	3,041	–
Rural residential real estate	88	–	88	34,636	34,724	–
International	–	–	–	3,008	3,008	–
Total	$ 4,318	$ 607	$ 4,925	$ 636,060	$ 640,985	$ –

December 31, 2016

	30 Through 89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or Less Than 30 Days Past Due	Total Loans	Recorded Investment 90 Days or More Past Due and Accruing Interest
Real estate mortgage	$ 3,862	$ 346	$ 4,208	$ 380,705	$ 384,913	$ –
Production and intermediate-term	2,064	2,905	4,969	172,729	177,698	–
Loans to cooperatives	–	–	–	7,221	7,221	–
Processing and marketing	–	77	77	23,419	23,496	–
Farm-related business	57	–	57	7,387	7,444	–
Communication	–	–	–	520	520	–
Power and water/waste disposal	–	–	–	2,184	2,184	–
Rural residential real estate	115	–	115	39,932	40,047	–
International	–	–	–	3,037	3,037	–
Total	$ 6,098	$ 3,328	$ 9,426	$ 637,134	$ 646,560	$ –

Notes to the Consolidated Financial Statements *(continued)*

	December 31, 2015					
	30 Through 89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or Less Than 30 Days Past Due	Total Loans	Recorded Investment 90 Days or More Past Due and Accruing Interest
Real estate mortgage	$ 3,112	$ 1,849	$ 4,961	$ 358,024	$ 362,985	$ –
Production and intermediate-term	2,283	2,024	4,307	183,041	187,348	–
Loans to cooperatives	–	–	–	77	77	–
Processing and marketing	–	–	–	34,912	34,912	–
Farm-related business	–	–	–	13,621	13,621	–
Communication	–	–	–	2,647	2,647	–
Power and water/waste disposal	–	–	–	1,562	1,562	–
Rural residential real estate	295	10	305	39,423	39,728	–
Total	$ 5,690	$ 3,883	$ 9,573	$ 633,307	$ 642,880	$ –

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

	December 31,		
	2017	2016	2015
Nonaccrual loans:			
Real estate mortgage	$ 2,573	$ 2,704	$ 3,860
Production and intermediate-term	2,387	3,245	3,484
Processing and marketing	69	77	–
Rural residential real estate	94	238	177
Total	$ 5,123	$ 6,264	$ 7,521
Accruing restructured loans:			
Real estate mortgage	$ 446	$ 120	$ 211
Production and intermediate-term	14	196	218
Rural residential real estate	46	60	65
Total	$ 506	$ 376	$ 494
Accruing loans 90 days or more past due:			
Total	$ –	$ –	$ –
Total nonperforming loans	$ 5,629	$ 6,640	$ 8,015
Other property owned	–	78	70
Total nonperforming assets	$ 5,629	$ 6,718	$ 8,085
Nonaccrual loans as a percentage of total loans	0.81%	0.98%	1.18%
Nonperforming assets as a percentage of total loans and other property owned	0.88%	1.05%	1.26%
Nonperforming assets as a percentage of capital	3.06%	3.82%	4.72%

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

	December 31,		
	2017	2016	2015
Impaired nonaccrual loans:			
Current as to principal and interest	$ 3,815	$ 1,725	$ 1,364
Past due	1,308	4,539	6,157
Total	5,123	6,264	7,521
Impaired accrual loans:			
Restructured	506	376	494
90 days or more past due	–	–	–
Total	506	376	494
Total impaired loans	$ 5,629	$ 6,640	$ 8,015
Additional commitments to lend	$ –	$ –	$ –

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

	December 31, 2017			Year Ended December 31, 2017	
Impaired loans:	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Impaired Loans	Interest Income Recognized on Impaired Loans
With a related allowance for credit losses:					
Real estate mortgage	$ –	$ –	$ –	$ –	$ –
Production and intermediate-term	2,098	3,239	367	3,556	139
Processing and marketing	–	–	–	–	–
Rural residential real estate	–	–	–	–	–
Total	$ 2,098	$ 3,239	$ 367	$ 3,556	$ 139
With no related allowance for credit losses:					
Real estate mortgage	$ 3,019	$ 3,941	$ –	$ 5,116	$ 201
Production and intermediate-term	303	955	–	513	20
Processing and marketing	69	75	–	117	5
Rural residential real estate	140	327	–	238	9
Total	$ 3,531	$ 5,298	$ –	$ 5,984	$ 235
Total impaired loans:					
Real estate mortgage	$ 3,019	$ 3,941	$ –	$ 5,116	$ 201
Production and intermediate-term	2,401	4,194	367	4,069	159
Processing and marketing	69	75	–	117	5
Rural residential real estate	140	327	–	238	9
Total	$ 5,629	$ 8,537	$ 367	$ 9,540	$ 374

	December 31, 2016			Year Ended December 31, 2016	
Impaired loans:	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Impaired Loans	Interest Income Recognized on Impaired Loans
With a related allowance for credit losses:					
Real estate mortgage	$ 47	$ 74	$ 35	$ 53	$ 3
Production and intermediate-term	2,750	3,672	959	3,067	150
Processing and marketing	–	–	–	–	–
Rural residential real estate	126	167	26	140	7
Total	$ 2,923	$ 3,913	$ 1,020	$ 3,260	$ 160
With no related allowance for credit losses:					
Real estate mortgage	$ 2,777	$ 3,638	$ –	$ 3,095	151
Production and intermediate-term	691	1,072	–	770	38
Processing and marketing	77	78	–	86	4
Rural residential real estate	172	305	–	192	9
Total	$ 3,717	$ 5,093	$ –	$ 4,143	$ 202
Total impaired loans:					
Real estate mortgage	$ 2,824	$ 3,712	$ 35	$ 3,148	$ 154
Production and intermediate-term	3,441	4,744	959	3,837	188
Processing and marketing	77	78	–	86	4
Rural residential real estate	298	472	26	332	16
Total	$ 6,640	$ 9,006	$ 1,020	$ 7,403	$ 362

	December 31, 2015			Year Ended December 31, 2015	
Impaired loans:	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Impaired Loans	Interest Income Recognized on Impaired Loans
With a related allowance for credit losses:					
Real estate mortgage	$ 1,272	$ 1,254	$ 246	$ 1,180	$ 41
Production and intermediate-term	3,215	4,003	1,342	2,981	103
Rural residential real estate	–	–	–	–	–
Total	$ 4,487	$ 5,257	$ 1,588	$ 4,161	$ 144
With no related allowance for credit losses:					
Real estate mortgage	$ 2,799	$ 3,758	$ –	$ 2,596	$ 89
Production and intermediate-term	487	1,117	–	452	15
Rural residential real estate	242	474	–	224	8
Total	$ 3,528	$ 5,349	$ –	$ 3,272	$ 112
Total impaired loans:					
Real estate mortgage	$ 4,071	$ 5,012	$ 246	$ 3,776	$ 130
Production and intermediate-term	3,702	5,120	1,342	3,433	118
Rural residential real estate	242	474	–	224	8
Total	$ 8,015	$ 10,606	$ 1,588	$ 7,433	$ 256

Notes to the Consolidated Financial Statements *(continued)*

Interest income recognized on nonaccrual and accruing restructured loans was $371, $362, and $257 in 2017, 2016, and 2015, respectively.

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

	Real Estate Mortgage	Production and Intermediate-term	Agribusiness*	Communication	Power and Water/Waste Disposal	Rural Residential Real Estate	International	Total
Activity related to the allowance for credit losses:								
Balance at December 31, 2016	$ 1,219	$ 1,503	$ 117	$ 2	$ 7	$ 149	$ 9	$ 3,006
Charge-offs	(8)	(306)	–	–	–	(1)	–	(315)
Recoveries	–	69	–	–	–	4	–	73
Provision for loan losses	76	(354)	(23)	–	3	(40)	1	(337)
Balance at December 31, 2017	$ 1,287	$ 912	$ 94	$ 2	$ 10	$ 112	$ 10	$ 2,427
Balance at December 31, 2015	$ 1,477	$ 1,983	$ 154	$ 9	$ 5	$ 134	$ –	$ 3,762
Charge-offs	(212)	(98)	–	–	–	(60)	–	(370)
Recoveries	233	89	–	–	–	67	–	389
Provision for loan losses	(279)	(471)	(37)	(7)	2	8	9	(775)
Balance at December 31, 2016	$ 1,219	$ 1,503	$ 117	$ 2	$ 7	$ 149	$ 9	$ 3,006
Balance at December 31, 2014	$ 917	$ 2,574	$ 109	$ 7	$ 4	$ 112	$ –	$ 3,723
Charge-offs	(59)	(128)	–	–	–	–	–	(187)
Recoveries	78	181	–	–	–	204	–	463
Provision for loan losses	541	(644)	45	2	1	(182)	–	(237)
Balance at December 31, 2015	$ 1,477	$ 1,983	$ 154	$ 9	$ 5	$ 134	$ –	$ 3,762
Allowance on loans evaluated for impairment:								
Individually	$ –	$ 367	$ –	$ –	$ –	$ –	$ –	$ 367
Collectively	1,287	545	94	2	10	112	10	2,060
Balance at December 31, 2017	$ 1,287	$ 912	$ 94	$ 2	$ 10	$ 112	$ 10	$ 2,427
Individually	$ 35	$ 959	$ –	$ –	$ –	$ 26	$ –	$ 1,020
Collectively	1,184	544	117	2	7	123	9	1,986
Balance at December 31, 2016	$ 1,219	$ 1,503	$ 117	$ 2	$ 7	$ 149	$ 9	$ 3,006
Individually	$ 246	$ 1,342	$ –	$ –	$ –	$ –	$ –	$ 1,588
Collectively	1,231	641	154	9	5	134	–	2,174
Balance at December 31, 2015	$ 1,477	$ 1,983	$ 154	$ 9	$ 5	$ 134	$ –	$ 3,762
Recorded investment in loans evaluated for impairment:								
Individually	$ 3,019	$ 2,401	$ 69	$ –	$ –	$ 140	$ –	$ 5,629
Collectively	397,399	167,606	29,116	602	3,041	34,584	3,008	635,356
Balance at December 31, 2017	$ 400,418	$ 170,007	$ 29,185	$ 602	$ 3,041	$ 34,724	$ 3,008	$ 640,985
Individually	$ 2,824	$ 3,441	$ 77	$ –	$ –	$ 298	$ –	$ 6,640
Collectively	382,089	174,257	38,084	520	2,184	39,749	3,037	639,920
Balance at December 31, 2016	$ 384,913	$ 177,698	$ 38,161	$ 520	$ 2,184	$ 40,047	$ 3,037	$ 646,560
Individually	$ 4,071	$ 3,702	$ –	$ –	$ –	$ 242	$ –	$ 8,015
Collectively	358,914	183,646	48,609	2,648	1,562	39,486	–	634,865
Balance at December 31, 2015	$ 362,985	$ 187,348	$ 48,609	$ 2,648	$ 1,562	$ 39,728	$ –	$ 642,880

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

A restructuring of a debt constitutes a troubled debt restructuring (TDR) if the creditor for economic or legal reasons related to the debtor's financial difficulties grants a concession to the debtor that it would not otherwise consider. The following tables present additional information about pre-modification and post-modification outstanding recorded investment and the effects of the modifications that occurred during the periods presented.

	Year Ended December 31, 2017				
Outstanding Recorded Investment	**Interest Concessions**	**Principal Concessions**	**Other Concessions**	**Total**	**Charge-offs**
Pre-modification:					
Real estate mortgage	$ –	$ 266	$ –	$ 266	
Production and intermediate-term	–	248	–	248	
Processing and marketing	–	72	–	72	
Total	$ –	$ 586	$ –	$ 586	
Post-modification:					
Real estate mortgage	$ –	$ 265	$ –	$ 265	$ –
Production and intermediate-term	–	182	–	182	(66)
Processing and marketing	–	71	–	71	–
Total	$ –	$ 518	$ –	$ 518	$ (66)

Outstanding Recorded Investment	Year Ended December 31, 2016 Interest Concessions	Principal Concessions	Other Concessions	Total	Charge-offs
Pre-modification:					
Real estate mortgage	$ –	$ 344	$ –	$ 344	
Production and intermediate-term	–	501	–	501	
Total	$ –	$ 845	$ –	$ 845	
Post-modification:					
Real estate mortgage	$ –	$ 343	$ –	$ 343	$ –
Production and intermediate-term	–	463	–	463	–
Total	$ –	$ 806	$ –	$ 806	$ –

Outstanding Recorded Investment	Year Ended December 31, 2015 Interest Concessions	Principal Concessions	Other Concessions	Total	Charge-offs
Pre-modification:					
Real estate mortgage	$ –	$ 322	$ –	$ 322	
Production and intermediate-term	–	–	–	–	
Total	$ –	$ 322	$ –	$ 322	
Post-modification:					
Real estate mortgage	$ –	$ 303	$ –	$ 303	$ –
Production and intermediate-term	–	1	–	1	(28)
Total	$ –	$ 304	$ –	$ 304	$ (28)

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

There were no TDRs that occurred during the previous twelve months and for which there was a subsequent payment default during the periods presented. Payment default is defined as a payment that was thirty days or more past due.

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

	Total TDRs			Nonaccrual TDRs		
	December 31,			December 31,		
	2017	2016	2015	2017	2016	2015
Real estate mortgage	$ 753	$ 799	$ 933	$ 307	$ 679	$ 722
Production and intermediate-term	1,924	2,634	3,182	1,910	2,438	2,964
Processing and marketing	69	–	–	69	–	–
Rural residential real estate	135	158	208	89	98	143
Total Loans	$ 2,881	$ 3,591	$ 4,323	$ 2,375	$ 3,215	$ 3,829
Additional commitments to lend	$ –	$ –	$ –			

The Association had neither carrying amount of foreclosed residential real estate properties held as a result of obtaining physical possession nor recorded investment of consumer mortgage loans secured by residential real estate for which formal foreclosure proceeding are in process at December 31, 2017.

Note 4 — Investments

Investments in Other Farm Credit Institutions

Investments in other Farm Credit System institutions are generally nonmarketable investments consisting of stock and participation certificates, allocated surplus, and reciprocal investments in other institutions regulated by the FCA. The Association is required to maintain ownership in the Bank in the form of Class B or Class C stock as determined by the. The Bank may require additional capital contributions to maintain its capital requirements. Accounting for this investment is on the cost plus allocated equities basis.

The Association's investment in the Bank totaled $6,448 for 2017, $6,523 for 2016 and $6,314 for 2015. The Association owns 2.41 percent of the issued stock of the Bank as of December 31, 2017, net of any reciprocal investment. As of that date, the Bank's assets totaled $32.5 billion and shareholders' equity totaled $2.2 billion. The Bank's earnings were $345 million for 2017. In addition, the Association had an investment of $442 related to other Farm Credit institutions at December 31, 2017.

Notes to the Consolidated Financial Statements *(continued)*

Note 5 — Real Estate and Other Property

Premises and Equipment
Premises and equipment consists of the following:

	December 31, 2017	2016	2015
Land	$ 481	$ 463	$ 460
Buildings and improvements	2,305	2,206	2,186
Furniture and equipment	2,147	2,164	2,124
	4,933	4,833	4,770
Less: accumulated depreciation	3,225	3,125	3,212
Total	$ 1,708	$ 1,708	$ 1,558

The Association is obligated under a non-cancelable operating lease. At December 31, 2017, future minimum lease payments are as follows.

2018	$ 100
2019	45
2020	11
2021	–
2022	–
Subsequent years	–
Total minimum lease payments	$ 156

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

	December 31, 2017	2016	2015
(Gains) losses on sale, net	$ (1)	$ (4)	$ (16)
Carrying value unrealized (gains) losses	22	27	(58)
Operating (income) expense, net	1	–	14
(Gains) losses on other property owned, net	$ 22	$ 23	$ (60)

Gains on sales of other property owned were deferred if the sales involved financing from the Association and did not meet the criteria for immediate recognition. Deferred gains totaled $0, $3, and $7 at December 31, 2017, 2016, and 2015, respectively.

Note 6 — Debt

Notes Payable to AgFirst Farm Credit Bank
Under the Farm Credit Act, the Association is obligated to borrow only from the Bank, unless the Bank approves borrowing from other funding sources. The borrowing relationship is established with the Bank through a General Financing Agreement (GFA). The GFA utilizes the Association's credit and fiscal performance as criteria for establishing a line of credit on which the Association may draw funds. The GFA has a one year term which expires on December 31 and is renewable each year. The Association has no reason to believe the GFA will not be renewed upon expiration. The Bank, consistent with FCA regulations, has established limitations on the Association's ability to borrow funds based on specified factors or formulas relating primarily to credit quality and financial condition. At December 31, 2017, the Association's notes payable were within the specified limitations.

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

The weighted average interest rates on the variable rate advances were 2.56 percent for LIBOR-based loans and 2.66 percent for Prime-based loans, and the weighted average remaining maturities were 2.0 years and 1.6 years, respectively, at December 31, 2017. The weighted-average interest rate on the fixed rate and adjustable rate mortgage (ARM) loans which are match funded by the Bank was 3.17 percent, and the weighted average remaining maturity was 11.9 years at December 31, 2017. The weighted-average interest rate on all interest-bearing notes payable was 3.05 percent and the weighted-average remaining maturity was 9.9 years at December 31, 2017. Gross notes payable consists of approximately 20.23 percent variable rate and 79.77 percent fixed rate portions, representing a match-funding of the Association's loan volume at December 31, 2017. Notes payable to AgFirst Farm Credit Bank, as reflected on the Consolidated Balance Sheets, also includes a credit which reduces the notes payable balance and corresponding interest expense. The weighted average maturities described above are related to matched-funded loans. The direct note itself has an annual maturity as prescribed in the GFA.

Note 7 — Members' Equity

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

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

The borrower acquires ownership of the capital stock or participation certificates at the time the loan is made, but usually does not make a cash investment. The aggregate par value is generally added to the principal amount of the related loan obligation. The Association retains a first lien on the stock or participation certificates owned by borrowers. Retirement of such equities will generally be at the lower of par or book value, and repayment of a loan does not automatically result in retirement of the corresponding stock or participation certificates.

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

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

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

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

- The CET1 capital ratio is the sum of statutory minimum purchased borrower stock, other required borrower stock held for a minimum of 7 years, allocated equities held for a minimum of 7 years or not subject to revolvement, unallocated retained earnings, paid-in capital, less certain regulatory required deductions including the amount of investments in other System institutions, divided by average risk-adjusted assets.
- The tier 1 capital ratio is CET1 capital plus non-cumulative perpetual preferred stock, divided by average risk-adjusted assets.
- The total capital ratio is tier 1 capital plus other required borrower stock held for a minimum of 5 years, subordinated debt and limited-life preferred stock greater than 5 years to maturity at issuance subject to certain limitations, allowance for loan losses and reserve for unfunded commitments under certain limitations less certain investments in other System institutions under the corresponding deduction approach, divided by average risk-adjusted assets.
- The permanent capital ratio is all at-risk borrower stock, any allocated excess stock, unallocated retained earnings, paid-in capital, subordinated debt and preferred stock subject to certain limitations, less certain investments in other System institutions, divided by PCR risk-adjusted assets.
- The tier 1 leverage ratio is tier 1 capital, divided by average assets less regulatory deductions to tier 1 capital.
- The UREE leverage ratio is unallocated retained earnings, paid-in capital, and allocated surplus not subject to revolvement less certain regulatory required deductions including the amount of allocated investments in other System institutions divided by average assets less regulatory deductions to tier 1 capital.

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

Ratio	Minimum Requirement	Capital Conservation Buffer*	Minimum Requirement with Capital Conservation Buffer	Capital Ratios as of December 31, 2017
Risk-adjusted ratios:				
CET1 Capital Ratio	4.5%	0.625%	5.125%	25.94%
Tier 1 Capital Ratio	6.0%	0.625%	6.625%	25.94%
Total Capital Ratio	8.0%	0.625%	8.625%	26.38%
Permanent Capital Ratio	7.0%	0.0%	7.0%	26.05%
Non-risk-adjusted:				
Tier 1 Leverage Ratio	4.0%	1.0%	5.0%	27.72%
UREE Leverage Ratio	1.5%	0.0%	1.5%	27.85%

** The capital conservation buffers have a 3 year phase-in period and will become fully effective January 1, 2020. Risk-adjusted ratio minimums will increase 0.625% each year until fully phased in. There is no phase-in period for the tier 1 leverage ratio.*

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

C. **Description of Equities:** The Association is authorized to issue or have outstanding Class C Preferred Stock, Classes A, B, and D Common Stock, Participation Certificates and such other classes of equity as may be provided for in amendments to the bylaws in such amounts as may be necessary to conduct the Association's business. All stock

Notes to the Consolidated Financial Statements *(continued)*

and participation certificates have a par or face value of five dollars ($5.00) per share.

The Association had the following shares outstanding at December 31, 2017:

		Shares Outstanding	
Class	**Protected**	**Number**	**Aggregate Par Value**
C Common/Voting	No	853,807	$ 4,269
Participation Certificates/Nonvoting	No	105,118	526
Total Capital Stock and Participation Certificates		958,925	$ 4,795

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

Retained Earnings

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

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

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

Allocated equities shall be retired solely at the discretion of the Board; provided, however, that minimum capital standards established by the FCA and the Board are met.

Dividends

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

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

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

Patronage Distributions

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

If the Association meets its capital adequacy standards after making the patronage distributions, the patronage distributions may be in cash, authorized stock of the Association, allocations of earnings retained in an allocated members' equity account, or any one or more of such forms of distribution. Patronage distributions of the Association's earnings may be paid on either a qualified or nonqualified basis, or a combination of both, as determined by the Board. A minimum of 20 percent of the total qualified patronage distribution to any borrower for any fiscal year shall always be paid in cash.

Transfer

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

Impairment

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

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

Liquidation

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

1. Class C Preferred Stock
2. Classes A, B, and D Common Stock and Participation Certificates
3. Holders of allocated retained earnings pro rata, until an amount equal to the total account has been distributed.

D. **Accumulated Other Comprehensive Income (AOCI):**

Changes in Accumulated Other Comprehensive income by Component *(a)*

	For the years ended December 31,		
	2017	**2016**	**2015**
Employee Benefit Plans:			
Balance at beginning of period	$ (14)	$ 32	$ 172
Other comprehensive income before reclassifications	(30)	(46)	(7)
Amounts reclassified from AOCI	–	–	(133)
Net current period OCI	(30)	(46)	(140)
Balance at end of period	$ (44)	$ (14)	$ 32

Reclassifications Out of Accumulated Other Comprehensive Income *(b)*

	2017	**2016**	**2015**	**Income Statement Line Item**
Defined Benefit Pension Plans:				
Periodic pension costs	$ –	$ –	$ 133	See Note 9.
Amounts reclassified	$ –	$ –	$ 133	

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

Note 8 — Fair Value Measurement

Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability in an orderly transaction between market participants in the principal or most advantageous market for the asset or liability.

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

Estimating the fair value of the Association's investment in the Bank and Other Farm Credit Institutions is not practicable because the stock is not traded. The net investment is a requirement of borrowing from the Bank and is carried at cost plus allocated equities.

The classifications within the fair value hierarchy (See Note 2) are as follows:

Level 1
Assets held in trust funds, related to deferred compensation plans, and assets held in mutual funds, related to the Association's Corporate Giving Fund, are classified as Level 1. The trust funds include investments in securities that are actively traded and have quoted net asset value prices that are directly observable in the marketplace.

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

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

Level 3
Because no active market exists for the Association's accruing loans, fair value is estimated by discounting the expected future cash flows using the Association's current interest rates at which similar loans currently would be made to borrowers with similar credit risk. The loan portfolio is segregated into pools of loans with homogeneous characteristics based upon repricing and credit risk. Expected future cash flows and interest rates reflecting appropriate credit risk are separately determined for each individual pool.

Fair values of loans in a nonaccrual status are estimated to be the carrying amount of the loan less specific reserves. Certain loans evaluated for impairment under FASB guidance have fair values based upon the underlying collateral, as the loans were collateral-dependent. Specific reserves were established for these loans when the value of the collateral, less estimated cost to sell, was less than the principal balance of the loan. The fair value measurement process uses independent appraisals and other market-based information, but in many cases it also requires significant input based on management's knowledge of and judgment about current market conditions, specific issues relating to the collateral and other matters.

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

Notes to the Consolidated Financial Statements *(continued)*

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

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

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

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

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

	December 31, 2017				
	Total Carrying Amount	**Level 1**	**Level 2**	**Level 3**	**Total Fair Value**
Recurring Measurements					
Assets:					
Assets held in trust funds	$ 1,044	$ 1,044	$ –	$ –	$ 1,044
Recurring Assets	$ 1,044	$ 1,044	$ –	$ –	$ 1,044
Liabilities:					
Recurring Liabilities	$ –	$ –	$ –	$ –	$ –
	–	–	–	–	–
Nonrecurring Measurements					
Assets:					
Impaired loans	$ 1,731	$ –	$ –	$ 1,731	$ 1,731
Other property owned	–	–	–	–	–
Nonrecurring Assets	$ 1,731	$ –	$ –	$ 1,731	$ 1,731
Other Financial Instruments					
Assets:					
Cash	$ 66	$ 66	$ –	$ –	$ 66
Loans	633,096	–	–	625,427	625,427
Other Financial Assets	$ 633,162	$ 66	$ –	$ 625,427	$ 625,493
Liabilities:					
Notes payable to AgFirst Farm Credit Bank	$ 456,390	$ –	$ –	$ 452,761	$ 452,761
Other Financial Liabilities	$ 456,390	$ –	$ –	$ 452,761	$ 452,761

	December 31, 2016				
	Total Carrying Amount	Level 1	Level 2	Level 3	Total Fair Value
Recurring Measurements					
Assets:					
Assets held in trust funds	$ 957	$ 957	$ –	$ –	$ 957
Recurring Assets	$ 957	$ 957	$ –	$ –	$ 957
Liabilities:					
Recurring Liabilities	$ –	$ –	$ –	$ –	$
Nonrecurring Measurements					
Assets:					
Impaired loans	$ 1,903	$ –	$ –	$ 1,903	$ 1,903
Other property owned	78	–	–	90	90
Nonrecurring Assets	$ 1,981	$ –	$ –	$ 1,993	$ 1,993
Other Financial Instruments					
Assets:					
Cash	$ 63	$ 63	$ –	$ –	$ 63
Loans	640,420	–	–	631,036	631,036
Other Financial Assets	$ 640,483	$ 63	$ –	$ 631,036	$ 631,099
Liabilities:					
Notes payable to AgFirst Farm Credit Bank	$ 467,883	$ –	$ –	$ 462,272	$ 462,272
Other Financial Liabilities	$ 467,883	$ –	$ –	$ 462,272	$ 462,272

	December 31, 2015				
	Total Carrying Amount	Level 1	Level 2	Level 3	Total Fair Value
Recurring Measurements					
Assets:					
Assets held in trust funds	$ 943	$ 943	$ –	$ –	$ 943
Recurring Assets	$ 943	$ 943	$ –	$ –	$ 943
Liabilities:					
Recurring Liabilities	$ –	$ –	$ –	$ –	$ –
Nonrecurring Measurements					
Assets:					
Impaired loans	$ 2,899	$ –	$ –	$ 2,899	$ 2,899
Other property owned	70	–	–	80	80
Nonrecurring Assets	$ 2,969	$ –	$ –	$ 2,979	$ 2,979
Other Financial Instruments					
Assets:					
Cash	$ 62	$ 62	$ –	$ –	$ 62
Loans	632,925	–	–	629,327	629,327
Other Financial Assets	$ 632,987	$ 62	$ –	$ 629,327	$ 629,389
Liabilities:					
Notes payable to AgFirst Farm Credit Bank	$ 470,033	$ –	$ –	$ 467,146	$ 467,146
Other Financial Liabilities	$ 470,033	$ –	$ –	$ 467,146	$ 467,146

SENSITIVITY TO CHANGES IN SIGNIFICANT UNOBSERVABLE INPUTS

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

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

Inputs to Valuation Techniques

Management determines the Association's valuation policies and procedures. The Bank performs the majority of the Association's valuations, and its valuation processes are calibrated annually by an independent consultant. The fair value measurements are analyzed on a quarterly basis. For other valuations, documentation is obtained for third party

Notes to the Consolidated Financial Statements *(continued)*

information, such as pricing, and periodically evaluated alongside internal information and pricing that is available.

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

Quantitative Information about Recurring and Nonrecurring Level 3 Fair Value Measurements

	Fair Value	Valuation Technique(s)	Unobservable Input	Range
Impaired loans	$ 1,731	Appraisal	Income and expense	*
			Comparable sales	*
			Replacement costs	*
			Comparability adjustments	*

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

Information about Other Financial Instrument Fair Value Measurements

	Valuation Technique(s)	Input
Cash	Carrying Value	Par/Principal and appropriate interest yield
Loans	Discounted cash flow	Prepayment forecasts
		Probability of default
		Loss severity
Notes payable to AgFirst Farm Credit Bank	Discounted cash flow	Prepayment forecasts
		Probability of default
		Loss severity

Note 9 — Employee Benefit Plans

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

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

The Association previously participated in a separate multi-employer plan, the AgFirst Farm Credit Cash Balance Retirement Plan which is a cash balance plan (CB Plan). In November 2014, the AgFirst Plan Sponsor Committee approved and executed amendments to the CB Plan that included the following changes:

1. The CB Plan was closed to new participants effective as of December 31, 2014. Based on the plan's eligibility provisions, this change affected employees hired on or after November 4, 2014.
2. Employer contributions were discontinued effective as of January 1, 2015.
3. All participants who were not already fully vested in the CB Plan became fully vested as of December 31, 2014.
4. The CB Plan was terminated effective as of December 31, 2015.

Curtailment accounting, as prescribed in ASC 715 "Compensation – Retirement Benefits", was initiated upon execution of the plan amendments and did not have a material impact on the Association's financial condition or results of operations.

A favorable determination letter was received from the Internal Revenue Service, and as a result of the termination of the CB Plan, vested benefits were distributed to participants in 2017.

Beginning on January 1, 2015, for participants in the CB Plan and eligible employees hired on or after November 4, 2014, additional employer contributions are made to the 401(k) Plan equal to 3.00 percent of the participants' eligible compensation.

The District's multi-employer plans are not subject to ERISA and no Form 5500 is required. As such, the following information is neither available for nor applicable to the plans:

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

4. The expiration date(s) of collective-bargaining agreement(s).

During 2017, the method of recording expenses at participating District entities for the FAP and OPEB Plans was modified. Prior to 2017, expense was recorded based on allocations of actuarially-determined costs and any differences between recorded expense and actual contributions were recorded in Other Assets or Other Liabilities on the Consolidated Balance Sheets. For 2017 and future years, participating entities will record employee benefit costs based on the actual contributions to the Plans. This change caused the Association to modify its accounting estimates recorded in Other Assets and Other Liabilities since the assets and liabilities do not impact future contributions to the Plans. The change in estimate resulted in the reduction of Other Liabilities by $4,102 on the Association's Balance Sheets, and a total reduction of employee benefit costs on the Association's Statements of Income of $4,102 during 2017.

The FAP Plan includes other District employees that are not employees of the Association and is accounted for as a multiemployer plan. The related net benefit plan obligations are not included in the Association's Balance Sheets but are included in the Combined Balance Sheets for the AgFirst District. FAP Plan expenses included in employee benefit costs on the Association's Statements of Income were $1,572 for 2017, $2,079 for 2016, and $2,254 for 2015. At December 31, 2017, 2016, and 2015, the total liability balance for the FAP Plan presented in the District Combined Balance Sheets is $139,104, $119,000, and $123,902, respectively. The FAP Plan is 86.41%, 86.96%, and 85.73% percent funded to the projected benefit obligation as of December 31, 2017, 2016, and 2015, respectively.

In addition to providing pension benefits, the Association provides certain medical and dental benefits for eligible retired employees through the OPEB Plan. Substantially all of the Association employees may become eligible for the benefits if they reach early retirement age while working for the Association. Early retirement age is defined as a minimum of age 55 and 10 years of service. Employees hired after December 31, 2002, and employees who separate from service between age 50 and age 55, are required to pay the full cost of their retiree health insurance coverage. Employees who retire subsequent to December 1, 2007 are no longer provided retiree life insurance benefits. The OPEB Plan includes other Farm Credit System employees that are not employees of the Association or District and is accounted for as a multiemployer plan. The related net benefit plan obligations are not included in the Association's Balance Sheets but are included in the Combined Statement of Condition for the Farm Credit System. The OPEB Plan is unfunded with expenses paid as incurred. Postretirement benefits other than pensions included in employee benefit costs on the Association's Statements of Income were $258 for 2017, $476 for 2016, and $628 for 2015. At December 31, 2017, the total AgFirst District liability balance for the OPEB Plan presented in the Farm Credit System Combined Statement of Condition is $216,259.

The Association also participates in a defined contribution Farm Credit Benefits Alliance (FCBA) 401(k) Plan, which qualifies as a 401(k) plan as defined by the Internal Revenue Code. For employees hired on or prior to December 31, 2002, the Association contributes $0.50 for each $1.00 of the employee's first 6.00 percent of contribution (based on total compensation) up to the maximum employer contribution of 3.00 percent of total compensation. For employees hired on or after January 1, 2003, the Association contributes $1.00 for each $1.00 of the employee's first 6.00 percent of contribution up to the maximum employer contribution of 6.00 percent of total compensation. Employee deferrals are not to exceed the maximum deferral as determined and adjusted by the Internal Revenue Service. The 401(k) Plan costs are expensed as funded. Employer contributions to this plan included in salaries and employee benefit costs were $356, $328, and $315 for the years ended December 31, 2017, 2016, and 2015, respectively. Beginning in 2015, contributions include additional amounts related to the discontinuation of the CB Plan as discussed above.

FASB guidance further requires the determination of the fair value of plan assets and recognition of actuarial gains and losses, prior service costs or credits, and transition assets or obligations as a component of AOCI. Under the guidance, these amounts are subsequently recognized as components of net periodic benefit costs over time. For 2017, 2016, and 2015, $(30), $(46), and $(140), respectively, have been recognized as net debits to AOCI to reflect these elements.

The supplemental retirement plan is unfunded and had a projected benefit obligation of $522 and a net under-funded status of $522 at December 31, 2017. Net periodic pension cost was $21, $31, and $(107) for 2017, 2016, and 2015, respectively. Assumptions used to determine the projected benefit obligation as of December 31, 2017 included a discount rate of 3.75 percent and a rate of compensation increase of 0.00 percent.

Additional information for the above may be found in Note 9 in the Notes to the Combined Financial Statements of AgFirst Farm Credit Bank and District Associations' Annual Report and the Notes to the Annual Information Statement of the Farm Credit System.

Note 10 — Related Party Transactions

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

Total loans to such persons at December 31, 2017 amounted to $13,780. During 2017, $9,196 of new loans were made and repayments totaled $8,148. Additionally, $490 was added and $97 was removed due to changes in directors throughout the year. In the opinion of management, none of these loans outstanding at December 31, 2017 involved more than a normal risk of collectability.

Notes to the Consolidated Financial Statements *(continued)*

Note 11 — Commitments and Contingencies

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

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

The instruments involve, to varying degrees, elements of credit risk in excess of the amount recognized in the financial statements. Commitments to extend credit are agreements to lend to a borrower as long as there is not a violation of any condition established in the contract. Commercial letters of credit are agreements to pay a beneficiary under conditions specified in the letter of credit. Commitments and letters of credit generally have fixed expiration dates or other termination clauses and may require payment of a fee.

Since many of these commitments are expected to expire without being drawn upon, the total commitments do not necessarily represent future cash requirements. However, these credit-related financial instruments have off-balance-sheet credit risk because their amounts are not reflected on the Consolidated Balance Sheets until funded or drawn upon. The credit risk associated with issuing commitments and letters of credit is substantially the same as that involved in extending loans to borrowers and management applies the same credit policies to these commitments. Upon fully funding a commitment, the credit risk amounts are equal to the contract amounts, assuming that borrowers fail completely to meet their obligations and the collateral or other security is of no value. The amount of collateral obtained, if deemed necessary upon extension of credit, is based on management's credit evaluation of the borrower. At December 31, 2017, $136,020 of commitments to extend credit and no commercial letters of credit were outstanding. A related reserve for unfunded commitments of $222 is included in Other Liabilities in the Consolidated Balance Sheets.

The Association also participates in standby letters of credit to satisfy the financing needs of its borrowers. These letters of credit are irrevocable agreements to guarantee payments of specified financial obligations. At December 31, 2017, standby letters of credit outstanding totaled $807 with expiration dates ranging from January 1, 2018 to May 1, 2013. The maximum potential amount of future payments that may be required under these guarantees was $807.

Note 12 — Income Taxes

The provision (benefit) for income taxes follows:

	Year Ended December 31,		
	2017	2016	2015
Current:			
Federal	$ 7	$ 5	$ 6
State	3	2	2
	10	7	8
Deferred:			
Federal	–	–	–
State	–	–	–
Total provision (benefit) for income taxes	$ 10	$ 7	$ 8

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

	December 31,		
	2017	2016	2015
Federal tax at statutory rate	$ 6,810	$ 5,282	$ 4,836
State tax, net	1	2	2
Patronage distributions	(3,866)	(3,711)	(2,546)
Tax-exempt FLCA earnings	(2,875)	(1,504)	(2,355)
Changes in tax law/rates	139	(8)	(9)
Change in deferred tax asset valuation allowance	(201)	(58)	81
Other	2	4	(1)
Provision (benefit) for income taxes	$ 10	$ 7	$ 8

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

	December 31,		
	2017	2016	2015
Deferred income tax assets:			
Allowance for loan losses	$ 311	$ 561	$ 593
Other property owned writedown	–	–	–
Nonaccrual loan interest	76	90	99
Fixed assets (asset)	11	–	–
Gross deferred tax assets	398	651	692
Less: valuation allowance	(272)	(472)	(530)
Gross deferred tax assets, net of valuation allowance	126	179	162
Deferred income tax liabilities:			
Depreciation	–	(13)	(18)
Loan origination fees	(126)	(166)	(144)
Gross deferred tax liability	(126)	(179)	(162)
Net deferred tax asset (liability)	$ –	$ –	$ –

At December 31, 2017, deferred income taxes have not been provided by the Association on approximately $0.9 million of patronage refunds received from the Bank prior to January 1, 1993. Such refunds, distributed in the form of stock, are subject to tax only upon conversion to cash. The tax liability related to future conversions is not expected to be material.

The Association recorded a valuation allowance of $272, $472, and $530 as of December 31, 2017, 2016 and 2015, respectively. The Association will continue to evaluate the realizability of these deferred tax assets and adjust the valuation allowance accordingly.

There were no uncertain tax positions identified related to the current year and the Association has no unrecognized tax benefits at December 31, 2017 for which liabilities have been established. The Association recognizes interest and penalties, if any, related to unrecognized tax benefits as a component of income tax expense. The tax years that remain open for federal and major state income tax jurisdictions are 2014 and forward.

Note 13 — Additional Financial Information

Quarterly Financial Information (Unaudited)

	2017				
	First	Second	Third	Fourth	Total
Net interest income	$ 4,620	$ 4,737	$ 4,889	$ 4,824	$ 19,070
Provision for (reversal of allowance for) loan losses	(97)	22	161	(423)	(337)
Noninterest income (expense), net	(1,920)	(1,601)	(1,616)	5,177	40
Net income	$ 2,797	$ 3,114	$ 3,112	$ 10,424	$ 19,447

	2016				
	First	Second	Third	Fourth	Total
Net interest income	$ 4,623	$ 4,892	$ 4,865	$ 4,766	$ 19,146
Provision for (reversal of allowance for) loan losses	(432)	(257)	80	(166)	(775)
Noninterest income (expense), net	(2,120)	(1,642)	(1,847)	772	(4,837)
Net income	$ 2,935	$ 3,507	$ 2,938	$ 5,704	$ 15,084

	2015				
	First	Second	Third	Fourth	Total
Net interest income	$ 4,397	$ 4,444	$ 4,649	$ 4,799	$ 18,289
Provision for (reversal of allowance for) loan losses	(26)	(58)	356	(509)	(237)
Noninterest income (expense), net	(1,813)	(1,866)	(1,757)	720	(4,716)
Net income	$ 2,610	$ 2,636	$ 2,536	$ 6,028	$ 13,810

Note 14 — Subsequent Events

The Association evaluated subsequent events and determined that there were none requiring disclosure through March 13, 2018, which was the date the financial statements were issued.

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