

# IMPORTANT STOCKHOLDER INFORMATION





**2017**

## **Annual Stockholders' Meeting Official Notice**

### **Annual Meeting Information Statement**

The annual meeting of River Valley AgCredit will be held in sectional meetings this year for your convenience.

You are invited to attend any one of the following sectional meetings:

**East Region:** Monday, November 13, 2017 – McMinn County High School, Athens, Tennessee  
Meal begins at 5:30 p.m. EST with meeting beginning at 6:30 p.m. EST

Tuesday, November 14, 2017 – Bledsoe County High School, Pikeville, Tennessee  
Meal begins at 5:30 p.m. CST with meeting beginning at 6:30 p.m. CST

**West Region:** Thursday, November 16, 2017 – Graves County High School, Mayfield, Kentucky  
Meal begins at 4:45 p.m. CST with meeting beginning at 7:00 p.m. CST

As of August 31, 2017 there were 2,848 C stockholders of River Valley AgCredit, comprised of 1,264 C stockholders in the East Region and 1,584 in the West Region. The East Region consists of the Tennessee counties of: Bledsoe, Bradley, Hamilton, Loudon, Marion, McMinn, Meigs, Monroe, Polk, Rhea, Roane, and Sequatchie. The West Region consists of the Kentucky counties of: Ballard, Calloway, Carlisle, Fulton, Graves, Hickman, McCracken, and Marshall. All C stockholders, as of the meeting dates, will be eligible to vote on candidates for director positions for West Region, Seat 3 and East Region, Seat 1. They will also vote for candidates for the 2018 Nominating Committee, which will consist of at least 11 Voting Stockholders, one from each of the following regions: Hamilton/Rhea/Marion, Bradley/Polk, Bledsoe/Sequatchie, McMinn/Meigs, Monroe/Roane/Loudon, Graves, Carlisle, Hickman, Fulton, Ballard/McCracken, Calloway/Marshall. Nominees for both director and nominating committee positions are selected from specific regional areas in order to achieve fair representation of stockholders in the Association's territory.

# Annual Meeting Information Statement

In accordance with FCA regulations 620.21, the following information must be provided to stockholders:

1. The following are the present members of the River Valley AgCredit Board of Directors:

- **Joe Campbell**, (Vice Chairman), age 66, serving a three-year term expiring in 2019. Joe Forrest has served on the Board since 2000. He has served as the Chairman of the AgFirst DAC since January 2015. Mr. Campbell operates a row-crop operation in Fulton County, Kentucky and is the owner/operator of Campbell Appraisal Services. Joe is also a member of the Kentucky and Tennessee Society of Farm Managers and Rural Appraisers. Mr. Campbell has a BS degree in Administrative Management from Murray State University.
- **Darren Grogan**, age 44, serving a three-year term expiring in 2017. Darren has served on the Board since 2008. Mr. Grogan operates a row crop operation headquartered in Carlisle County, Kentucky. He is a graduate of Ashford University with his BS degree in Economics, with specialization in finance and a minor in accounting.
- **Curtis Hancock**, age 71, serving a three-year term expiring in 2018. Curtis has served on the Board since 1991. Mr. Hancock operates a row-crop program in Hickman County, Kentucky. He received his BS in agriculture from the University of Tennessee at Martin and his MS in Ag Economics from the University of Tennessee at Knoxville. He serves as state Treasurer for Kentucky Farm Business Analysis Group, serves on the AgFirst District Farm Credit Council, serves on the national Farm Credit Council Board in Washington, DC, and serves on the AgFirst FCB Board of Directors.
- **Randall Heath**, age 66, serving a three-year term expiring in 2019. Randall has served on the Board since 2006. Mr. Heath operates a row-crop operation in Graves County, Kentucky. Randall serves as the President of Graves County Farm Bureau.
- **Tiffany Myers**, CPA, age 46, was elected by the Board of Directors as Outside Director with her term expiring in 2017. Tiffany has served on the Board since 2015. Mrs. Myers is a Certified Public Accountant and the Controller for WK&T Telecommunications. She has a BS degree from Murray State University in Accounting and a Master of Information Systems from the University of Phoenix. Tiffany is a member of the Kentucky Society of CPA's, the American Institute of Certified Public Accountant Organization,

Treasurer of the Bethel Cumberland Presbyterian Church, and serves as Luminaria Chair for the Ballard County Relay for Life.

- **Dr. Buddy Ray**, age 64, was elected by the Board of Directors as Outside Director with his term expiring in 2019. Buddy has served on the Board since 2003. Dr. Ray is a veterinarian at Bovine Consulting Associates, LLC. He also serves on the Bayer Large Animal Advisory Board. Dr. Ray received his BS degree in agriculture from Murray State University and received his DVM from Auburn University.
- **David Richesin**, (Board Chairman), age 51 serving a three-year term expiring in 2017. David has served on the Board since 2008. Mr. Richesin owns and manages a grain operation based in Loudon County, Tennessee. Currently, he serves as a director of the AgFirst Farm Credit Council. He is a State Director of the Tennessee Farm Bureau Board and President of the Loudon County Farm Bureau Board. Mr. Richesin received his BS Degree in Agriculture Business from the University of Tennessee.
- **Jack Sanders**, age 70, serving a three-year term expiring in 2017. Jack has served on the Board since 2008. Mr. Sanders operates a beef cattle and row crop farm in Bradley County, Tennessee. He is a director of Bradley County Farm Bureau and of the Farm Bureau State Insurance Board. He is also a member of Southeastern Farmers' Cooperative. Mr. Sanders received his BS degree from Mars Hill College.
- **David Singleton**, age 62, serving a three-year term expiring in 2018. David has served on the Board since 1996. Mr. Singleton operates 134 acres in Bledsoe County, Tennessee on which he raises beef cattle, hay and poultry. He is former President and Director of Bledsoe Cattlemen's Association and a former director of the Southeastern Farmer's Cooperative.
- **Brandon Strasser**, age 43, serving a three year term expiring in 2019. He operates a dairy farm located between Englewood and Athens, TN. Brandon is a member of the Tennessee Farm Bureau Dairy Policy Advisory Committee. He obtained a B.S. in Animal Science from the University of Tennessee, Knoxville, and completed his graduate course work in Agricultural Economics at Texas A&M University.
- **Aaron Wilson**, age 42, serving a three-year term expiring in 2018. Aaron has served on the Board since 2009. Mr. Wilson operates a row-crop and cow/calf farming program in Ballard County, Kentucky. Aaron serves as Chairman of the Ballard County Soil Conservation Department and is a member of the UST/MSU Ag Leadership Development Class. Mr. Wilson received his BS degree in Biology from Transylvania University.

- **Eddie Workman**, age 70, serving a three-year term expiring in 2017. Eddie has served on the Board since 2005. Mr. Workman operates a row-crop and tobacco program in Calloway County, Kentucky, with his son, Greg, as well as a feeder calf operation. Eddie serves on the Calloway County Farm Bureau Board of Directors and serves as a NRCS Supervisor for Calloway County.
2. No incumbent director attended fewer than 75 percent of the total of board meetings or any board committee on which he served during the last fiscal year.
  3. No director has resigned or declined to stand for re-election during the last fiscal year due to a policy disagreement with the Board.
  4. The employee and director loans of the River Valley AgCredit are regulated by the Employee and Director Conflict of Interest policy as approved/adopted by the Board of Directors in May 2017.
  5. River Valley AgCredit has had loans outstanding during the last fiscal year-to-date to its senior officers, directors and nominees for directors that:
    - a. were made in the normal course of business;
    - b. were made on the same terms, including interest rate, amortization schedule and collateral as those prevailing at the time from comparable transactions with other persons; and,
    - c. had not been the subject of any order, judgment or decree which suspended, permanently or temporarily, their engagement in any type of business practice.
  6. As referenced in the Nominating Committee Report, nominations for directors and nominating committee can be made from the floor at the first sectional meeting. Any nominees from the floor will require disclosure in accordance with FCA regulation 620.6(e) and (f) in writing at the first sectional meeting. Copies of these regulations can be obtained at the Administrative Office, upon request. Nominations from the floor at the first sectional meeting will require a nomination and second by separate voting stockholders. After receiving a floor nomination, the floor nominee must state if he or she accepts the nomination and must provide the appropriate disclosures as mentioned above immediately before voting occurs at the first sectional meeting.

7. In accordance with Section 510 of the bylaws, the candidate receiving the largest number of votes for each position shall be declared elected. In the event of a tie, the tie will be broken by the "flip of a coin".
8. The most recent 2016 annual report for River Valley AgCredit was provided to the membership by March 31, 2017. Quarterly financial statements are provided to all stockholders via the Association Website.
9. We, the undersigned, certify this statement has been prepared in accordance with applicable statutory and regulatory requirements, that it has been reviewed by the certifying parties as listed below, and the information contained herein is true, correct and complete to the best of our knowledge and belief.



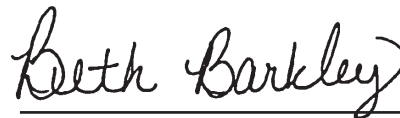
10/24/2017

Kyle M. Yancey, Chief Executive Officer      Date



10/24/2017

David Richesin, Board Chairman      Date



10/24/2017

Beth Barkley, Chief Financial Officer      Date

# Director Nominees

The following list provides the names and biographical information on each candidate nominated for director by the Nominating Committee.

## West Region, Seat 3:

### Nominee 1:



## Darren Grogan

**Age:** 44

**City:** Arlington

**State:** Kentucky

**County:** Carlisle

**Business Address:**  
330 St Rt 877

**Education:** Carlisle County High School  
Ashford University

**Personal Information:** Wife, Misty; Children, Connor, Camryn

**Principal Occupation/Employment in Last 5 Years:**  
Co-owns and operates a row crop operation consisting of approximately 19,000 acres of corn, soybeans and wheat.

**Boards on Which Nominee Serves and Nature of Business:**

Director River Valley AgCredit – 9 years

**Other Organizations:** New Harmony Baptist Church

Lifeline Pilots, Volunteer Pilot

Aviation Angels of Hope, Volunteer Pilot

AgCredit Member- 20 + years

**Related Party Transactions:** Spouse, Dad, Mother, Brother

### Nominee 2:



## Bobby Boggess

**Age:** 61

**City:** Murray

**State:** Kentucky

**County:** Calloway

**Business Address:**  
74 Astoria Court

**Education:** Holstone High School, Knoxville, TN  
Murray State University

**Personal Information:** Wife, Debra; Children, Brooke, Blair

**Principal Occupation/Employment in Last 5 Years:**  
Owns and operates a row crop operation consisting of corn and soybeans, in Marshall County. 25 years with Hutson, as Vice President over Retail Sales and General Manager of Equipment. Has been farming full time for 20 years.

**Boards on Which Nominee Serves and Nature of Business:**

N/A

**Other Organizations:** South Marshall Church

AgCredit Member- 20 years

**Related Party Transactions:** None

## East Region, Seat 1:

### Nominee 1:



## David Richesin

**Age:** 51

**City:** Philadelphia

**State:** Tennessee

**County:** Loudon

**Business Address:**  
25025 Stockton Valley Road

**Education:** Loudon High School  
University of Tennessee, BS Degree in AgBusiness

**Personal Information:** Wife, Becky; Children, Jacob, Andrew, Issac

**Principal Occupation/Employment in Last 5 Years:**  
Owner/Operator of a 2,200 acre farm operation consisting of corn, soybeans, wheat, and straw. He also operates a 340,000 bushel grain storage facility.

**Boards on Which Nominee Serves and Nature of Business:**

Director- River Valley AgCredit- 9 years

Board Chair of RVA for 3 years

AgFirst Farm Credit Council Board – 2 years

Tennessee State Farm Bureau Board – 6 years

President – Loudon County Farm Bureau

Previously served:

State Soil Conservation Board

American Farm Bureau Energy Committee

Monroe/Foothills Farmer's Co-op

**Other Organizations:**

Fairview Baptist Tabernacle, Ordained Deacon

AgCredit Member- 26 years

Fenders' Antique Tractor Club – 23 years

**Related Party Transactions:** Spouse

### Nominee 2:



## Don Massengale

**Age:** 57

**City:** Dayton

**State:** Tennessee

**County:** Rhea

**Business Address:**  
4851 Old Washington Hwy

**Education:** Rhea County High School  
Coosa Valley Tech, Paramedic

**Personal Information:** Wife, Karen; Children, Denise Evans, Brad Massengale, Brandon Massengale

**Principal Occupation/Employment in Last 5 Years:**  
Owner/Operator of a 50 head cow/calf operation with freezer beef sales and replacement heifers, Commercial Poultry Farm (layers), raises corn for silage and grain, wheat for grain and hay, and grass hay. Public Safety Officer (Fire Fighter, Police Officer, Paramedic), Paramedic, Election Machine Technician

**Boards on Which Nominee Serves and Nature of Business:**

Vice President, Rhea County Fair Board

Past member: Rhea County Ambulance Committee

**Other Organizations:**

AgCredit Member -16 years

New Union Baptist Church

Rhea County Fair

American Red Cross Volunteer

Member Rhea County Farm Bureau

Volunteer for Rhea County Farm-City Day

Member TN Cattleman's Association

Member TN Poultry Association

Provide Pink Tractor barrel train rides for RVA at Strawberry Festival

CPR Instructor and Emergency Medical Responder Instructor

**Related Party Transactions:** Spouse, Brother, Sister

# Nominating Committee Report

The 2017 Nominating Committee of River Valley AgCredit consisting of Marty Moses, Keith Elliott, Tommy Webb, Ralph Wayne Adams, Tyler Powell, David Joseph, James Housley, James Wright, Jason Sims, Andy Bryant, David Brashears, and Jim Hull met by conference call at 9:30 am EDT/8:30 am CDT on Thursday, August 31, 2017. The purpose of this meeting was to make nominations for directors for West Region, Seat 3 and East Region, Seat 1 positions. The Committee also made nominations for the 2018 Nominating Committee members, all of which are to be elected at the 2017 Annual Stockholders Meeting to be held in sectional meetings on November 13, November 14 and November 16, 2017. David Brashears was elected as Chairman and Tyler Powell was elected as Secretary.

The Corporate Secretary of the Association explained the duties and responsibilities of a director. A motion was made, seconded and carried by the Nominating Committee to list the candidates, with incumbents listed first on the ballot.

## **WEST REGION, SEAT 3:**

Darren Grogan  
Bobby Boggess

## **EAST REGION, SEAT 1:**

David Richesin  
Don Massengale

Since the Association will be holding sectional meetings, nominations from the floor for both Director candidates and Nominating Committee members will be handled as follows:

- Will be considered for every open stockholder-elected Director position or Nominating Committee member
- Will be accepted at the first sectional meeting only
- Must be made by a voting stockholder
- Must be seconded by a voting stockholder
- Must be accepted by the nominee
- Nominee must complete in writing at the meeting all disclosures required by FCA regulation

It was noted by the Nominating Committee that all nominees had been contacted personally by a committee member from the respective counties.

Also a motion was made, seconded and carried to nominate the following candidates for the 2018 Nominating Committee. A motion was made, seconded and carried to list the nominees for the 2018 Nominating Committee in alphabetical order on the ballot. From the Nominating Committee candidates, one will be elected as the Nominating Committee member and the others will serve as the Nominating Committee alternates.

## **CARLISLE COUNTY:**

Ben Beasley and Calvin Curtsinger

## **HICKMAN COUNTY:**

Randy Deweese and Paul Stahr

## **FULTON COUNTY:**

Lynn Major and Judy Wilson

## **BALLARD/MCCRACKEN COUNTIES:**

Clint Flowers and Jay Middleton

## **CALLOWAY/MARSHALL COUNTIES:**

Kelly Overbey and Chris Thorn

## **GRAVES COUNTY:**

Keith Lowry and Jan Miller

## **HAMILTON/RHEA/MARION COUNTIES:**

Dewayne Bowers, James Housley and Jeremy Mickel

## **BRADLEY/POLK COUNTIES:**

Josh Hannah and Chuck McSpadden

## **BLEDSON/SEQUATCHIE COUNTIES:**

Darvin Oakes and Jason Sims

## **MCMINN/MEIGS COUNTIES:**

Andy Bryant and Bridget McKenzie

## **MONROE/ROANE/LOUDON COUNTIES:**

Darrell Holt and Catherine Ivey

There being no further business, the meeting was adjourned.

Respectfully submitted,



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Tyler Powell, Secretary



408 East Broadway  
Mayfield, Kentucky 42066

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Stockholder Information

**TIME SENSITIVE**

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