

IMPORTANT STOCKHOLDER INFORMATION





2019

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 18, 2019 – McMinn County High School, Athens, TN
Meal begins at 5:30 p.m. EST with meeting beginning at 6:30 p.m. EST

Tuesday, November 19, 2019 – Bledsoe County High School, Pikeville, TN
Meal begins at 5:30 p.m. CST with meeting beginning at 6:30 p.m. CST

West Region: Thursday, November 21, 2019 – Graves County High School, Mayfield, KY
Meal begins at 4:45 p.m. CST with meeting beginning at 7:00 p.m. CST

As of August 31, 2019 there were 3,050 C stockholders of River Valley AgCredit, comprised of 1,415 C stockholders in the East Region and 1,635 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 1; West Region, Seat 2; and East Region, Seat 2. They will also vote for candidates for the 2020 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 68, serving a three-year term expiring in 2019. Joe has served on the Board since 2000. 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.

Andrew Falwell, age 42, serving a three-year term expiring in 2021. Andrew was elected to serve on the board in 2018. Mr. Falwell operates a row-crop, dark-tobacco, and fruit/vegetable operation in Calloway County, Kentucky. He received his BS in Agricultural Business and Agricultural Education from Murray State University and a Masters Degree in Agricultural Economics from Purdue University.

Darren Grogan, age 46, serving a three-year term expiring in 2020. 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.

Randall Heath, age 68, 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 is a board member of Graves County Farm Bureau.

Don Massengale, age 59, serving a 3 year term expiring in 2021. Don was elected to serve on the Board in 2018. Don operates a cow calf operation and a 2 house commercial breeder poultry operation. Don is Vice President of the Rhea County Fair Board, Vice President of Rhea County Cattleman's Assoc., and serves as board member for Rhea County Farm Bureau.

Tiffany Myers, CPA, age 48, was elected by the Board of Directors as Outside Director with her term expiring in 2021. Tiffany has served on the Board since 2015. Mrs.

Myers is a Certified Public Accountant and the CFO 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, and Treasurer of the Bethel Cumberland Presbyterian Church.

Dr. Buddy Ray, age 67, 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 53 serving a three-year term expiring in 2020. 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-At-Large 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.

Brandon Strasser, age 44, serving a four 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.

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 December 2018.

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 611.30 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 from a voting stockholder. 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 a runoff election between those tying shall be held, and the results shall be reported in the same manner as in the original election. However, if the tie is between only two candidates and if the candidates agree, the tie may be broken by any other method approved by the Board. If an Annual Meeting is held in Sectional Sessions and a tie vote occurs, the tie shall be broken by reballoting, by mail, those Voting Stockholders which were registered as being in attendance at a Sectional Session. Within 15 business days following the last Sectional Session, ballots shall be mailed. The election polls shall be closed at the end of the 25th business day following the date on which the ballots were mailed to the eligible Voting Stockholders.

8. The most recent 2018 Annual Report for River Valley AgCredit was provided to the membership by March 31, 2019. Quarterly financial statements are provided to all stockholders via the Association Website.

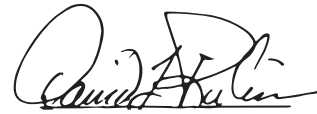
9. We, the undersigned, certify this statement has been prepared in accordance with applicable statutory and regulatory requirements, that it has been reviewed by the certifying parties as listed below, and the information contained herein is true, correct and complete to the best of our knowledge and belief.



10/27/2019

Kyle M. Yancey, Chief Executive Officer

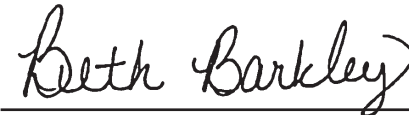
Date



10/27/2019

David Richesin, Board Chairman

Date



10/27/2019

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 1:

Nominee 1:



Randall Heath

Age: 68

City: Hickory

State: Kentucky

County: Graves

Business Address: 700 ST RT 427

Education: Symsonia High School,

Murray State University

Personal Information:

Wife, Frieda; Children, Julie, Shanna

Principal Occupation/Employments for Last 5 years:

Owns/Operates a 2500 acre grain operation as well as 300 acres of CRP. His family members have broiler chicken houses, hog farrowing operation, and beef cow/calf.

Boards on Which Nominee Serves and Nature of

Business: Graves County Farm Bureau Board. Previously served on KY Farm Bureau Board, Graves Co ASCS, and FSA Committee

Other Organizations: AgCredit Member – approximately 50 years. Trace Creek Baptist Church – Deacon, Trustee, Sunday School. Local Republican Party

West Region, Seat 2:

Nominee 1:



Aaron Wilson

Age: 44

City: LaCenter

State: Kentucky

County: Ballard

Business Address: 1493 Mosstown Rd

Education: Lone Oak High School

Transylvania University

Personal Information:

Wife, Michelle; Children, Logan, Callie

Principal Occupation/Employments for Last 5 years:

Owns/Operates a row crop and cattle operation consisting of 2300 acres of soybeans/corn and 130 head of beef cows.

Boards on Which Nominee Serves and Nature of

Business: Ballard County Soil Conservation Board – Chairman

Other Organizations: AgCredit Member – 23 years
Bethel Cumberland Presbyterian Church, Elder

East Region, Seat 2:

Nominee 1:



Samuel (Sammie) McNelley

Age: 48

City: Benton

State: Tennessee

County: Polk

Business Address: 285 Locke Lane

Education: Polk County High School, Cleveland State College

Personal Information: Wife, Amy

Principal Occupation/Employments for Last 5 years: Own/Operates a Beef Cattle and Hay operation as well as an Excavating operation.

Boards on Which Nominee Serves and Nature of

Business: Polk County Farm Bureau – Board Member, TN Farm Bureau Poultry Advisory Committee – Committee Member, Previously served on FSA County Committee for 6 years

Other Organizations: AgCredit Member – 3 years, Member of Shiloh Baptist Church

Nominee 2:



Brandon Strasser

Age: 44

City: Englewood

State: Tennessee

County: McMinn

Business Address: 698 County Road 439

Education: McMinn Central High School, University of Tennessee, Knoxville, Texas A&M - Graduate School, AgEconomics

Personal Information: Wife, Esther, Child, Grace

Principal Occupation/Employments for Last 5 years: Owner/Operator of a dairy farm operation

Boards on Which Nominee Serves and Nature

of Business: TN Farm Bureau Dairy Policy Advisory Committee, AgFirst Farm Credit Bank Nominating Committee, AgFirst Farm Credit Bank District Advisory Committee

Other Organizations: AgCredit Member – 21 years
First Baptist Church - Sunday School Teacher

Nominating Committee Report

The 2019 Nominating Committee of River Valley AgCredit consisting of Cody Payne, Calvin Curtsinger, Caleb Deweese, Lynn Major, Colby Foster, Kelly Overbey, Jacob Burnette, Chuck McSpadden, Matt Ritchey, Andy Bryant, and Jim Hull met by conference call at 8:30 am CDT/9:30 am EDT on Thursday, August 29, 2019. The purpose of this meeting was to make nominations for directors for West Region, Seat 1; West Region, Seat 2; and East Region, Seat 2 positions. The Committee also made nominations for the 2020 Nominating Committee members, all of which are to be elected at the 2019 Annual Stockholders Meetings to be held in sectional meetings on November 18, November 19 and November 21, 2019. Chuck McSpadden was elected as Chairman and Cody Payne was elected as Secretary.

The Corporate Secretary of the Association reviewed the information that was previously given at the Advisory Committee meetings, which included: the Association Bylaws, the Director Qualification Policy, the Election of Director Policy, a list of all members, the previous year's Board Self-Evaluation, the FCA publication – The Director's Role, and the FCA publication – The Role of the Farm Credit System Nominating Committee. A nomination was made, seconded and carried by the Nominating Committee to place the following candidates on the ballot for the director's positions:

WEST REGION, SEAT 1: Randall Heath

WEST REGION, SEAT 2: Aaron Wilson

EAST REGION, SEAT 2: Samuel (Sammie) Mc Nelley & Brandon Strasser

It must be noted the Nominating Committee, as directed by the Board, diligently sought to find two possible nominees for both the director position for the West Region, Seat 1 position, and the West Region, Seat 2 position, but only one nominee could be obtained for each of those seats. The Nominating Committee promptly submitted written explanation of the reasons why it was unable to find more than one such persons, directly following the Nominating Committee Meeting.

A motion was made, seconded and carried by the Nominating Committee to list all candidates in alphabetical order on the ballot.

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 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 2020 Nominating Committee. A motion was made, seconded and carried to list the nominees for the 2020 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 Nathan Wilson

BALLARD/MCCRACKEN COUNTIES:

Jay Middleton and Tyler Powell

CALLOWAY/MARSHALL COUNTIES:

David Joseph and Kelly Overbey

GRAVES COUNTY:

Daniel Heath and Keith Lowry

HAMILTON/RHEA/MARION COUNTIES:

James Housley and Heather Jewell

BRADLEY/POLK COUNTIES:

Rex Calfee and Josh Hannah

BLEDSON/SEQUATCHIE COUNTIES:

Matt Ritchey and Jason Sims

MCMINN/MEIGS COUNTIES:

Andy Bryant and Bridget McKenzie

MONROE/ROANE/LOUDON COUNTIES:

Ryan Bright and Travis McConkey

There being no further business, the meeting was adjourned

Respectfully submitted,



Cody Payne, Secretary