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Stockholder Information
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2020 Annual Stockholders' Meeting Official Notice

Annual Meeting Information Statement

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

You are invited to attend the virtual River Valley AgCredit Annual Stockholders' Meeting:

Monday, November 16, 2020

6:00 p.m. CT/7:00 p.m. ET

To join the meeting virtually, please visit:

www.rivervalleyagcredit.com/AnnualMeeting

Eligible Voting Stockholders shall cast their ballots in any Branch Office on Wednesday, November 18, 2020. Branches will be open from 8:00 a.m. local time to 7:00 p.m. local time.

As of August 31, 2020 there were 3,103 C stockholders of River Valley AgCredit, comprised of 1,505 C stockholders in the East Region and 1,598 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; East Region, Seat 1; and East Region, Seat 2. They will also vote for candidates for the 2021 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:

Annette Bryant, age 38, was appointed to complete a term expiring in 2020. Annette has been an Agriculture Teacher at McMinn Central High School for 12 years. She also owns and operates a cow/calf operation in McMinn County with her husband. They also raise market hogs and sheep and recently opened Harmony Hill Market, where they sell retail cuts of their beef, pork and lamb. She attended Fairview High School and the University of Tennessee at Martin, where she received her BS in Animal Science and Kansas State University where she received her MS in Ruminant Nutrition. Annette currently serves as an FFA Advisor, a committee member of McMinn Livestock Association and a committee member of McMinn Junior Livestock Association.

Andrew Falwell, age 43, 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 47, 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, (Vice Chairman), age 69, serving a three-year term expiring in 2022. Randall has served on the Board since 2006. Mr. Heath is retired from a row-crop operation in Graves County, Kentucky. Randall is a board member of Graves County Farm Bureau.

Don Massengale, age 60, serving his first three-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 Association, and serves as board member for Rhea County Farm Bureau.

Tiffany Myers, CPA, age 49, 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 and the American Institute of Certified Public Accountant Organization.

Dr. Buddy Ray, age 68, was elected by the Board of Directors as Outside Director with his term expiring in 2022. Buddy has served on the Board since 2003. Dr. Ray is a veterinarian at Bovine Consulting Associates, LLC. He also serves on the Merck Large Animal Advisory Board and the Elanco Food 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.

Aaron Wilson, age 45, serving a three-year term that expires in 2022. Aaron was elected to serve on the board in 2019. Mr. Wilson operates a row crop and beef cattle operation located in Ballard Co, KY. He received his Bachelor of Arts degree from Transylvania University. He also serves as the chairman of the Ballard Co Soil Conversation Service.

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 March 2020.
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. Nominations for directors and nominating committee can be made from the floor at the Dayton, TN Branch, located at 230 Main Street, Dayton, TN 37321, on the date of the virtual meeting, until 7:05 p.m. ET. Any nominees from the floor will require disclosure in accordance with FCA regulations prior to being placed on the ballot. Copies of these regulations can be obtained at the Administrative Office (located at 408 E Broadway, Mayfield, KY 42066), upon request. Nominations from the floor 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.
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.
8. The most recent 2019 Annual Report for River Valley AgCredit was provided to the membership by March 31, 2020. 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.



10/23/2020

Kyle M. Yancey, Chief Executive Officer


Date



10/23/2020

David Richesin, Board Chairman

Date



10/23/2020

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: 47

City: Arlington

State: Kentucky

County: Carlisle

Business Address: 330 State Route 877

Education: Carlisle County High

School, Ashford University

Personal Information:

Wife, Misty; Children, Connor, Camryn

Principal Occupation/Employments for Last 5 years:

Owns/Operates Triple G Farms, with his dad and brother.

This operation consists of corn, soybeans and wheat.

Boards on Which Nominee Serves and Nature of

Business: Director of River Valley AgCredit – 12 years

Other Organizations: AgCredit Member – 25 years,

New Harmony Baptist Church – Member, Lifeline Pilots &

Angel Flight – Volunteer Pilot.

Related Party Transactions: Spouse, Father, Mother, Brother

East Region, Seat 1:

Nominee 1:



David Richesin

Age: 54

City: Philadelphia

State: Tennessee

County: Loudon

Business Address: 25025 Stockton Valley Rd.

Education: Loudon High School, University of Tennessee

Personal Information:

Wife, Becky; Children, Jacob, Andrew, Isaac

Principal Occupation/Employments for Last 5 years:

Owns/Operates 2,300 acres consisting of corn, soybeans,

wheat, and wheat straw. He also owns and manages a grain elevator business.

Boards on Which Nominee Serves and Nature of

Business: Director of River Valley AgCredit – 12 years,

Board Chairman of River Valley AgCredit – 6 years,

AgFirst, Farm Credit Council Board, Director-at-Large – 9 years,

Loudon County Farm Bureau President – 8 years

Other Organizations: AgCredit Member – 29 years,

Fairview Baptist Tabernacle, AgCentral Farmers Co-op Member.

Related Party Transactions: Spouse

Nominee 2:



Robert Thompson

Age: 61

City: Niota

State: Tennessee

County: McMinn

Business Address: 130 County Rd. 361

Education: McMinn County High

School, University of Tennessee at Knoxville

Personal Information: Wife, Lyn; Children, Will, McKenzie

Principal Occupation/Employments for Last 5 years:

Own/Operates Lane View Farms, with his son, as a beef cattle farm. They also grow corn, grass and alfalfa hay for feed.

Boards on Which Nominee Serves and Nature of Business: none

Other Organizations: AgCredit Member – 37 years,

Ag Central Co-op. Smoky Mountain Feeder Calf

Association, McMinn County Livestock Association,

Mt. Harmony Baptist Church – Member.

Related Party Transactions: Spouse, Son, Daughter-In-Law

East Region, Seat 2:

Nominee 1:



Annette Bryant

Age: 38

City: Athens

State: Tennessee

County: McMinn

Business Address: 429 County Rd. 415

Education: Fairview High School,

University of Tennessee, Martin; Kansas State University

Personal Information: Husband, Andy; Children, Addison, Browder, Rossie, Baxter

Principal Occupation/Employments for Last 5 years: Agriculture Teacher at McMinn Central High School. She also owns and operates. Bryant-Thomas Ranch, a cow/calf operation in McMinn County with her husband.

Boards on Which Nominee Serves and Nature of Business: FFA Advisor, Director of River Valley AgCredit

Other Organizations: AgCredit Member – 3 years, McMinn Livestock Association Committee, McMinn Junior Livestock Association, Clearwater Baptist Church – Member and serve.

Related Party Transactions: Spouse

Nominee 2:



John Goddard

Age: 63

City: Lenoir City

State: Tennessee

County: Loudon

Business Address: 22999 Hines Valley Rd.

Education: Friendsville High School,

University of Tennessee, Knoxville

Personal Information: Wife, Paige; Children, Gage, Greer (deceased); Grandchild, Gemma

Principal Occupation/Employments for Last 5 years: Extension Ag Agent with the University of Tennessee Extension Agency. He also runs an Angus beef cattle, cow calf operation and owns and rents hay/pasture ground.

Boards on Which Nominee Serves and Nature of Business: Loudon County Leadership Alumni Board, Loudon County Farm Bureau Board, Lenoir City FFA Advisory Board.

Other Organizations: AgCredit Member – 30 years, UT Faculty Senate, UT Exempt Staff Council, UT Row Crops Educational Committee, UT Forestry & Wildlife Committee, UT Dairy Farmers Educational Committee, Loudon County Livestock Association, East TN Regional Leadership Association, East Regional 4-H/FFA Sheep Show Committee, East Regional 4-H/FFA Sheep Market Hog Show Committee, Tennessee 4-H/FFA Market Hog Show Committee, 4-H Volunteer, Livestock Judging Coach, Livestock Skillathon Coach, Benefit Auctioneer.

Related Party Transactions: Spouse

Nominating Committee Report

The 2020 Nominating Committee of River Valley AgCredit consisting of Keith Lowry, Larry Reddick, Randy Deweese, Lynn Major, Jay Middleton, Kelly Overbey, James Housley, Rex Calfee, Jason Sims, Bridget McKenzie, and Travis McConkey met by conference call at 8:30 a.m. CDT/9:30 a.m. EDT on Friday, August 21, 2020. The purpose of this meeting was to make nominations for directors for West Region, Seat 3; East Region, Seat 1; and East Region, Seat 2 positions. The Committee also made nominations for the 2021 Nominating Committee members, all of which are to be elected at the 2020 Annual Stockholders Meetings. Keith Lowry was elected as Chairman and James Housley 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 3: Darren Grogan

EAST REGION, SEAT 1: David Richesin and Robert Thompson

EAST REGION, SEAT 2: Annette Bryant and John Goddard

It must be noted the Nominating Committee, as directed by the Board, diligently sought to find two possible nominees for the director position for the West Region, Seat 3 position, but only one nominee could be obtained for that seat. 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 director candidates on the ballot, listing the incumbent director first on the ballot.

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 2021 Nominating Committee. A motion was made, seconded and carried to list the nominees for the 2021 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:

Calvin Curtsinger and Nick Teasley

HICKMAN COUNTY:

Randy Deweese and Paul Stahr

FULTON COUNTY:

Nathan Campbell and Matt Moss

BALLARD/MCCRACKEN COUNTIES:

Colby Foster and Tyler Powell

CALLOWAY/MARSHALL COUNTIES:

David Joseph and Kelly Overbey

GRAVES COUNTY:

Jan Miller and Cody Payne

HAMILTON/RHEA/MARION COUNTIES:

James Housley and Jeff Pritchett

BRADLEY/POLK COUNTIES:

Adam Hair and Charles McSpadden, Jr

BLEDSON/SEQUATCHIE COUNTIES:

Matt Ritchey and Justin Jackson

MCMINN/MEIGS COUNTIES:

Scott Brady and Bridget McKenzie

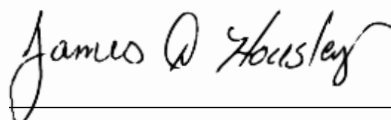
MONROE/ROANE/LOUDON COUNTIES:

Michael J Miller and Jonathan Rhea

There being no further business, the meeting was adjourned.

Please note: After the Nominating Committee met, the Board voted to hold the 2020 Annual Meeting virtually. Logistics will be adjusted accordingly.

Respectfully submitted,



James Housley, Secretary

IMPORTANT STOCKHOLDER INFORMATION

