



Central Kentucky Agricultural Credit Association

640 South Broadway | PO Box 1290

Lexington, KY 40588-1290

859.253.3249 | AgCreditOnline.com

Stockholder Information
TIME SENSITIVE
Please Open Immediately

Please fill
out card
and return
only if you
plan to
attend.

You can also register online at: www.AgCreditOnline.com/AnnualMeeting

I will attend: Monday 02/24/20 Lexington _____

Tuesday 02/25/20 Harrodsburg _____

Please reserve dinner for: one _____ two _____

Print Your Name _____

Your Branch Office _____

Please return by February 14, 2020.



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CENTRAL KENTUCKY AGRICULTURAL CREDIT ASSOCIATION
PO BOX 1290
LEXINGTON KY 40588-9923

2020 ANNUAL STOCKHOLDERS' MEETING



Farming is your business; serving you is ours.

Serving 17 Counties in The Heart of Kentucky
Anderson • Bourbon • Boyle • Clark • Fayette • Franklin • Garrard • Harrison • Jessamine
Lincoln • Madison • Marion • Mercer • Montgomery • Scott • Washington • Woodford

ANNUAL MEETING INFORMATION STATEMENT

8. The Association has had loans outstanding during the last full fiscal year to date to its directors and nominees for directors that;
- A. Were made in the ordinary course of business; and
 - B. Were made on the same terms, including interest rate, amortization schedule and collateral, as those prevailing, at the time for comparable transactions with other persons; and
 - C. Did not involve more than the normal risk of collectability.
9. No director, senior officer or nominee for director of the Association during the last five (5) years;
- A. Filed a petition under the federal bankruptcy laws or any state insolvency law was filed by or against, or a receiver, fiscal agent, or similar officer was appointed by a court for the business or property of such person, or any partnership in which such person was a general partner at or within 2 years before the time of such filing, or any corporation or business association of which such person was a senior officer at or within 2 years before the time of such filing;
 - B. Been convicted in a criminal proceeding or is a named party in a pending criminal proceeding;
 - C. Been the subject of any order, judgment, or decree which suspended permanently or temporarily, their engagement in any type of business practice.
10. Nominees for Director may come from any county, except a county where an active director lives, whose term is not expiring. Nominations can be made from the floor, but may only be made at the first session of the Annual Stockholders Meeting.
- In the case of a tie vote between two candidates for a director position, the tie shall be broken by a flip of a coin administered by the Tellers Committee.
- Nominees for the 2021 Nominating Committee shall include at least one candidate from each branch office. The five candidates who receive the most votes are elected as members of the Nominating Committee and the remaining candidates are elected as alternates. In the case of a tie vote between the fifth and sixth candidates, the tie shall be broken by a flip of a coin.
- Any nominee from the floor will require disclosure in accordance with FCA regulations 620.21 which requires compliance with FCA regulations 620.6(e) and (f) in writing at the first sectional meeting of the Annual Stockholders Meeting, if sectional meetings are held. Copies of these FCA regulations can be obtained at the Association's Administrative Office upon request.
11. By regulation, the Association must remain impartial and can neither endorse nor oppose any candidate.
12. The 2019 Third Quarter Report, ending September 30, 2019, should be used as supplemental information to the 2018 Annual Report provided to the Stockholders. The 2019 Annual Report will be mailed to the Stockholders on or before March 27, 2020.
13. We, the undersigned, certify that this statement has been prepared in accordance with the applicable statutory and regulatory requirements and the information contained herein is true, correct, and complete to the best of our knowledge and belief.

James W. Caldwell
President and Chief
Executive Officer

James A. Lyons
Chairman
Board of Directors


Marcus G. Barnett
Chief Financial Officer

February 6, 2020

ANNUAL MEETING INFORMATION STATEMENT

The Board of Directors has scheduled two sectional meetings for your convenience as follows:

Lexington, KY
Monday night, February 24, 2020
6:00 p.m.
Fayette County Extension Office
1140 Harry Sykes Way

Harrodsburg, KY 
Tuesday night, February 25, 2020
6:00 p.m.
The Stable at the
Mercer County Fairgrounds
560 Linden Avenue
Turn at light 6

The registration will begin at 5:30 p.m. and the buffet line will open at 6:00 p.m. Dinner will be followed by a business meeting which will include the election of two directors, election of the 2021 Nominating Committee, directors' report, financial report, remarks about the current position of your Association and other business properly presented for consideration.

You and your spouse or guest are invited to attend. Please return the enclosed reservation card or complete the online registration (www.AgCreditOnline.com/AnnualMeeting) by Friday, February 14th, 2020, so we may make the necessary arrangements for the meal.

The Annual Meeting Information Statement, which includes the Report of the Nominating Committee, is enclosed. The 2019 Third Quarter Report is available at any office location. The 2019 Annual Report will be mailed on or before March 27, 2020. We look forward to seeing you at the Annual Meeting.

In accordance with Farm Credit Administration (FCA) regulations 620.21, the following information must be provided to stockholders:

REPORT OF NOMINATING COMMITTEE

The Nominating Committee of the Central Kentucky Agricultural Credit Association, composed of Lincoln Clifford, Stephen Mayes, George McCain, Beau Neal, and Teresa Reed, met January 10, 2020 in the conference room of the Administrative Office, Lexington, Kentucky. Also present was James W. Caldwell, President and Chief Executive Officer, who reviewed with the Nominating Committee the Association Bylaws concerning the number and qualifications of Directors and Association Standards of Conduct for Directors, including Nepotism.

The Committee selected Beau Neal to serve as Chairperson and Teresa Reed to serve as Secretary.

Let the minutes reflect that the Committee went into executive session and the President nor any Association employee was present when the Nominating Committee deliberated to select nominees.

Names from the available Class C stockholders listing were considered for the Director positions and the following persons were nominated for Position I and Position II, with their names to be placed on the ballot in alphabetical order (by last name):

POSITION I
Steven Wayne Kelly
James Alvin Lyons

POSITION II
Joshua Brown
James C. (Jim) Rankin III

Both Director positions are four-year terms.

The Nominating Committee also nominated the following persons to be voted as a Nominating Committee for 2021, with their names to be placed on the ballot in alphabetical order (by last name):

James B. Gilbert
William David Humes

Emily Milam
Andrew Newcomb
Melody Sparks

George VanHook Jr.
William Kevin Vaughn

ANNUAL MEETING INFORMATION STATEMENT

POSITION I — Position I is a four-year term

Steven Wayne Kelly, 1878 Graefenburg Road, Lawrenceburg, KY, Anderson County

Mr. Kelly and his wife, Ginger, reside in Anderson County, where they recently purchased 15 acres of land. Steve is originally from Owen County where he grew up raising tobacco and beef cattle with his dad before starting his own farming operation in 1990, raising tobacco and primarily purebred Charolais beef cattle. Steve currently owns purebred Charolais cattle and partners on others in Franklin County.

He began his career in state government right out of high school. In 2008, he accepted a position as Executive Director with the Department of Agriculture. Steve was later promoted to Deputy Commissioner for the Department of Agriculture before leaving to take a position as Executive Director of Expositions and interim CEO for the State Fair Board. After retiring from state government in 2017, he and his wife Ginger took over the ownership and operation of Commonwealth Network, an association management and lobbying firm in Frankfort.

Steve has served on numerous boards, councils, and commissions including service for the Owen County Cattleman's Association and Ag Development Council. During his time at the Department of Agriculture, he served as Chair of Kentucky Ag Finance Corporation in addition to being a member of the Kentucky State Fair Board, Council for Burley Tobacco, Soil and Water Conservation Commission, and Association of Conservation Districts.

Mr. Kelly is 52 years old. He and his wife, Ginger, attend Hope Community Church. They have four children.

James Alvin Lyons, 705 Duvall Station Road, Georgetown, KY, Scott County

Mr. Lyons and his wife, Debbie, own 320 acres and lease 400 acres in Scott County. His crop program consists of 50 acres alfalfa, 175 acres corn and 175 acres soybeans. He has a 75 head commercial cow-calf program and backgrounds his own feeder cattle.

Currently, Mr. Lyons serves as a board member of the Scott County Farm Bureau, the Scott County Beef Improvement Board and the Scott County Rural Land Management Board. He is a Magistrate on the Scott County Fiscal Court. Mr. Lyons serves as Chairman of Central Kentucky Ag Credit Board and previously served as Vice Chairman and Compensation Committee Chairman. Mr. Lyons is a member of the AgFirst Farm Credit Bank Board, serving on the Audit Committee. He previously served on the Kentucky Ag Leadership Program Advisory Board.

Alvin owns one-half interest in Lyons Family Farm LLC, a labor and equipment sharing entity. Mr. Lyons graduated from Scott County High School. He is a member and Chairman of Trustees for Long Lick Baptist Church. Mr. Lyons is 62 years old. Alvin and his wife, Debbie, have two children and four grandchildren.

POSITION II — Position II is a four-year term

Joshua Brown, 1451 KY Highway 78, Stanford, KY, Lincoln County

Mr. Brown and his wife, Miranda, own 620 acres in partnership with his brother in Lincoln County. His cropping program consists of 80 acres alfalfa and 300 acres of corn and soybeans rotated annually. He also has a 90 head commercial cow-calf operation.

After graduating from Lincoln County High School, Mr. Brown worked for ten years at First Southern National Bank in Monticello as a Loan Officer, before moving back home to help with the farm. Mr. Brown is an active member of Farm Bureau and serves as the current President for Lincoln County.

Mr. Brown is 44 years old. He is an active member of Pleasant View Baptist Church where he is a deacon and serves as head of the finance committee and moderator. Josh and his wife, Miranda, have two children.

James C. ("Jim") Rankin, 1161 Hume Bedford Road, Paris, KY, Bourbon County

Mr. Rankin and his wife, Elizabeth, own 115 acres and lease 130 acres in Bourbon County. His cropping program consists of 75 acres alfalfa. Mr. Rankin also has one-half interest in a 60 head cow-calf operation with one son, and one-third interest in a 200 head cow-calf operation, and backgrounding 500 feeders annually with both sons. Mr. Rankin owns thoroughbred mares and offspring, along with boarding mares and foals for clients.

Mr. Rankin serves on the Board of Central Kentucky Ag Credit as Vice Chairman. Mr. Rankin has served two terms on the Central Kentucky Ag Credit Board of Directors. Mr. Rankin is a member of the District Advisory Council for AgFirst Farm Credit Bank.

Mr. Rankin graduated from UK with a degree in agriculture. Mr. Rankin is 63 years old. He currently attends Disciples of Christ Church. Jim and his wife, Elizabeth, have two children, both married, and three grandchildren.

ANNUAL MEETING INFORMATION STATEMENT

1. A. The 2020 Annual Stockholders Meeting of Central Kentucky Agricultural Credit Association (the Association) will be held in two sectional meetings as follows:

Lexington, KY:

Monday night, February 24, 2020, 6:00 p.m.
Fayette County Extension Office
1140 Harry Sykes Way

* New Location – Harrodsburg, KY:

Tuesday night, February 25, 2020, 6:00 p.m.
The Stable at the Mercer County Fairgrounds
560 Linden Avenue (*turn at light 6*)

- B. Each voting stockholder shall be entitled to only one vote regardless of the number of single loans, joint loans or legal entity loans the stockholder may have with the Association.
2. As of December 31, 2019, there were 3,320 eligible voting stockholders. All voting stockholders as of February 25, 2020 will be eligible to vote upon the candidates for director positions and candidates for the 2020 Nominating Committee as referenced in the Nominating Committee Report.
3. The Report of the Nominating Committee is hereby incorporated by reference.
4. No incumbent director attended fewer than 75 percent of the total of Association Board meetings or any Board committee meetings on which he served during the last fiscal year.
5. The following are the present members of the Association Board of Directors:

Dan Grigson

Age 66, elected by Board of Directors as Outside Director in 2017 pursuant to the Agricultural Credit Act of 1987. Mr. Grigson's term will expire in 2021.

Patrick Higginbotham

Age 42, serving a four-year term expiring in 2023. Mr. Higginbotham was first elected to the board in 2019. Mr. Higginbotham owns a horse boarding operation, and is a Pharmacist.

Mary-Lynn Hinkel

Age 62, elected by Board of Directors as Outside Director in 2014, pursuant to the Agricultural Credit Act of 1987. Mrs. Hinkel's term will expire in 2020.

Lee Hood

Age 37, serving a four-year term expiring in 2021. Ms. Hood was first elected to the Board in 2017. Ms. Hood raises hay and cattle, and is the Chief Financial Officer for Clements Ag Supply in Springfield.

James Alvin Lyons

Age 62, serving a four-year term expiring in 2020. Mr. Lyons was first elected to the Board in 2001. Mr. Lyons raises tobacco, corn, alfalfa, stocker cattle and has cow/calf operation.

Joe Myers

Age 56, serving a four-year term expiring in 2022. Mr. Myers was first elected to the Board in 2014. Mr. Myers raises purebred Angus cattle.

James C. Rankin III

Age 63, serving a four-year term expiring in 2020. Mr. Rankin was first elected to the board in 2012. Mr. Rankin raises soybeans, wheat and alfalfa and has a cow/calf operation. Mr. Rankin raises, boards, trains and races thoroughbred horses.

6. No director has resigned or declined to stand for re-election during the last fiscal year due to a policy disagreement with the Board.
7. The Employee and Director loans of the Association are regulated by the Standards of Conduct - Employee Policy and Standards of Conduct - Director Policy respectively, as adopted by the Association Board of Directors and last revised on January 1, 2017 and December 15, 2011, respectively.