



## 2023 Annual Meeting Information Statement

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Legacy Ag Credit, ACA  
303 CONNALLY, SULPHUR SPRINGS, TEXAS 75482



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**March 29, 2023**

**OFFICIAL NOTICE**

**ANNUAL MEETING INFORMATION STATEMENT**

**To All Equity Owners and Holders of Stock and Participation Certificates in Legacy Ag Credit, ACA**

The Annual Stockholders Meeting (“Meeting”) of Legacy Ag Credit, ACA (“Association”) will be held Wednesday, April 19, 2023, at 9:00 a.m. at the Association’s administrative office located at 303 Connally, Sulphur Springs, Texas 75482.

The stockholders of the Association will consider the following:

1. Review and approval of the minutes of the 2022 Meeting.
2. Reports of corporate and financial operations for 2022 by the Chairman of the Board and the CEO.
3. Report of the Nominating Committee.
4. Determination of the nominees for election of two (2) stockholders to the Board of Directors (“Board”).
5. Determination of the nominees for election to the 2024 Nominating Committee.
6. Other business, if applicable.

Following the Meeting, light refreshments will be served.

The following information is included as part of the Annual Meeting Information Statement to comply with regulations implemented by the Farm Credit Administration (“FCA”):

1. Financial reports of the Association for the fiscal year ending December 31, 2022, are included in the 2022 Annual Report, which will be mailed to all stockholders on or before March 31, 2023. Included in the 2022 Annual Report is the “Report of Independent Accountants” discussing their audit and opinions. The 2022 Annual Report can also be accessed via the Association’s website at [www.legacyaca.com](http://www.legacyaca.com). The Association published its Annual Report on the website on March 16, 2023.

Shareholders’ investment in the Association may be materially affected by the financial condition and results of operations of the Farm Credit Bank of Texas. The Farm Credit Bank of Texas’ financial reports to its shareholders will be made available upon request. Please contact the Farm Credit Bank of Texas, The Ag Agency, P.O. Box 202590, Austin, Texas 78720-2590, call 512-483-9260 or e-mail [fcfb@farmcreditbank.com](mailto:fcfb@farmcreditbank.com).

2. As of December 31, 2022, there were 1,094 stockholders of record eligible to vote. Members owning voting stock at the close of business on February 28, 2023, will be eligible to vote if they have been designated as the voting stockholder. Any matter brought to a vote at the Meeting or thereafter by mail ballot will be decided by a simple majority vote.

3. Current director information:

Name	Current Age	Term & Expiration Period	Served (Years)	Type of Agriculture/Aquaculture Engaged In
Brandon Sides	42	2020-2023	6	Peas and beans operation
Clay Smith	37	2020-2023	3	Poultry operation
Danny Evans	71	2021-2024	5	Beef cattle operation
Tommy Goodson	52	2021-2024	2	Beef cattle operation
Terry Milligan	62	2022-2025	13	Beef yearling grazing operation
Cheryl Scott	40	2022-2025	4	Board-elected outside director
Robert C.Tiller, DVM	70	2022-2025	1	Beef cattle operation, hay and timber

The Association Bylaws provide that the Board shall have six (6) directors elected by stockholders and one (1) or more director(s) elected by stockholder-elected directors.

All directors who served during 2022 attended at least 75% of the Board meetings convened during the fiscal year ending December 31, 2022. All directors who served during 2022 attended at least 75% of the meetings of the committees on which they served during the fiscal year ending December 31, 2022. Dr. Tiller was elected in June 2022 and attended at least 75% of the Board meetings and committee meetings convened subsequent to his election.

There were no directors who resigned or declined to stand for re-election during 2022 because of a disagreement with a Board-adopted policy.

4. There have been no transactions of the type required to be disclosed in FCA Regulation Sections 620.6(e) outside the normal course of business between the Association and its senior officers, directors or their immediate family members, or any organization with which such senior officers or directors are affiliated. There has been no involvement in any legal proceedings as described in FCA Regulation Section 620.6(f) during the past five years for any directors, director nominees or senior officers.
5. The voting stockholders of this Association shall elect, by mail ballots to be sent after the 2023 Meeting, one or more directors as may be required to fill any vacancy on the Board. The Board has approved including an electronic voting option for this election.
6. As required by FCA guidance, we are sending a separate copy of these materials to each individual identified as a stockholder on our records, including each co-owner of stock. Accordingly, the same address may receive two or more copies of these materials.

The Association Nominating Committee conducted meetings on January 25, 2023, and February 22, 2023, to nominate candidates for the open director positions. After determining the stockholders' willingness and eligibility to serve, the following candidates were nominated by the Committee:

For information purposes, a brief biographical summary for each nominee that describes the occupation, farm operation, business experience, other board positions on which the nominee serves, and any family loan relationships that may exist with the Association is furnished below:

**Director Position 1 – Three Year Term**

<b>Hunter Cooksey</b>	<b>Brandon Nolan Sides</b>
<b>Age</b> 31	<b>Age</b> 42
<b>City and State of Residence</b> Sulphur Springs, Texas	<b>City and State of Residence</b> Canton, Texas
<b>Business and Residence Address</b> 338 CR 2435 Sulphur Springs, Texas 75482 <i>Hopkins County</i>	<b>Business and Residence Address</b> 1709 FM 2909 Canton, Texas 75103 <i>Van Zandt County</i>
<b>Business Experience, including principal occupation and employment, during the past five (5) years:</b> <ul style="list-style-type: none"> <li>• Farm Country, Inc. – farm equipment sales and service</li> <li>• Cow / calf and hay ranch operation</li> <li>• Legacy Ag Credit, ACA – Loan Officer – 2015-2019</li> </ul>	<b>Business Experience, including principal occupation and employment, during the past five (5) years:</b> <ul style="list-style-type: none"> <li>• Owner/operator – Sides Pea Farm &amp; Processing Facility</li> </ul>
<b>Business interest on whose board the candidate serves or is otherwise employed in a position of authority, including the principal business in which the business interest is engaged:</b> <ul style="list-style-type: none"> <li>• Sulphur Springs Lions Club – Member</li> <li>• First Baptist Church of Sulphur Springs (religious organization) - Deacon</li> </ul>	<b>Business interest on whose board the candidate serves or is otherwise employed in a position of authority, including the principal business in which the business interest is engaged:</b> <ul style="list-style-type: none"> <li>• Legacy Ag Credit, ACA – agricultural and rural financing</li> <li>• Dallas School District Farm to School Steering Committee</li> </ul>
<b>Extent of Present Agricultural Operations:</b>  150 head cattle operation, hay production	<b>Extent of Present Agricultural Operations:</b>  2,200 acres of peas and beans, on-farm processing facility
<b>Education</b>  Texas A&M Commerce – BS Degree - Ag Business	<b>Education</b>  University of Texas – BA Degree - Political Science with a Minor in Business and Spanish
<b>Reportable Family Relationships (FCA Regulations, Part 612):</b>  The Association has loans to an immediate family member (parent) of Mr. Cooksey that were made in the ordinary course of business on the same terms including interest rates, amortization schedule and collateral, as those prevailing at the time for comparable transactions with other persons or entities and involved no more than normal risk of collectability.	<b>Reportable Family Relationships (FCA Regulations, Part 612):</b>  None

**Director Position 2 – Three Year Term**

<b>Whit Alan Dale</b>	<b>Clayton Scott Smith</b>
<b>Age</b> 38	<b>Age</b> 37
<b>City and State of Residence</b> Point, Texas	<b>City and State of Residence</b> Mineola, Texas
<b>Business and Residence Address</b> 3650 FM 47 Point, Texas 75472 <i>Rains County</i>	<b>Residence Address</b> 434 CR 2360 Mineola, Texas 75773 <i>Wood County</i>  <b>Business Address</b> 156 County Road 2363 Mineola, Texas 75773 <i>Wood County</i>
<b>Business Experience, including principal occupation and employment, during the past five (5) years:</b>  <ul style="list-style-type: none"> <li>• Highland Park Department of Public Safety – policeman, firefighter, paramedic</li> <li>• Century 21 Patterson Agency - realtor</li> <li>• Cow / calf ranch operation</li> </ul>	<b>Business Experience, including principal occupation and employment, during the past five (5) years:</b>  <ul style="list-style-type: none"> <li>• Circle S Farms, LLC – President, owner /operator – broiler houses</li> <li>• Safety and Risk Management Consultant</li> <li>• Smith Builders and Developers – President – real estate investing and residential and commercial construction</li> </ul>
<b>Business interest on whose board the candidate serves or is otherwise employed in a position of authority, including the principal business in which the business interest is engaged:</b>  None	<b>Business interest on whose board the candidate serves or is otherwise employed in a position of authority, including the principal business in which the business interest is engaged</b>  <ul style="list-style-type: none"> <li>• Legacy Ag Credit, ACA – agricultural and rural finance</li> <li>• Quitman Chamber of Commerce – President</li> <li>• Quitman Parks and Recreation – President</li> <li>• Quitman Athletic Booster Club - President</li> <li>• Upper Sabine Solid Waste Management District – Director</li> <li>• Hometown Christmas Committee – President</li> </ul>
<b>Extent of Present Agricultural Operations:</b>  Cow / calf ranch operation focusing on Simmental and Sim-Angus genetics	<b>Extent of Present Agricultural Operations:</b>  Six broiler houses
<b>Education</b>  Texas A&M Commerce – BS Degree - Animal Science	<b>Education</b>  Texas A&M Commerce – BA - Business Administration
<b>Reportable Family Relationships (FCA Regulations, Part 612)</b>  The Association has loans made to immediate family members (spouse, mother-in-law) of Mr. Dale that were made in the ordinary course of business on the same terms, including interest rates, amortization schedule and collateral, as those prevailing at the time for comparable transactions with other persons or entities and involved no more than the normal risk of collectability.	<b>Reportable Family Relationships (FCA Regulations, Part 612)</b>  The Association has loans to an immediate family member (wife) and an affiliated organization of Mr. Smith that were made in the ordinary course of business on the same terms including interest rates, amortization schedule and collateral, as those prevailing at the time for comparable transactions with other persons or entities and involved no more than normal risk of collectability.

**Director and Family Member Loans**

Directors and their family members are eligible for loans under the same terms and conditions available to any person. Loans outstanding with the nominees listed herein and with any family members were made in the ordinary course of business, on the same terms, including interest rate, amortization schedule and collateral, as those prevailing at the time for comparable transactions with other persons and involved no more than normal risk of collectability. Except as disclosed herein, none of the nominees have had any non-loan transactions with the Association. The director candidate information shown above was prepared and submitted by the respective candidates and is for educational purposes only. By regulation, the Association must remain impartial and can neither endorse nor oppose any candidate.

**Nominations from the Floor**

During the Meeting, nominations may be made from the floor for Director Positions 1 and 2. Any owner of voting stock may make a nomination from the floor and when nominations cease, the presiding officer shall close the call for nominations from the floor. All nominees from the floor who wish to be considered must accept the nomination, must be eligible owners of voting stock and must provide the required disclosures, in writing, at the Meeting or within five (5) business days of the Meeting, in compliance with FCA regulations 611.330 and 620.6(e) and (f). Under these regulations any occurrence that would require disclosure must be disclosed. No person may be a nominee for director who does not accept the nomination, provide the disclosures required by regulations, or whose loan performance status would preclude them from serving, in accordance with Association Bylaws.

The Association’s Nominating Committee conducted meetings on January 25, 2023, and February 22, 2023, to select candidates for the three (3) member positions (1, 2 and 3 herein below) and three (3) alternate positions (4, 5, and 6 herein below) for the 2024 Committee. After determining each stockholder’s willingness and eligibility to serve, the following candidates were nominated by the Committee:

- |                           |                                  |
|---------------------------|----------------------------------|
| 1. <u>Joey Hooton</u>     | 4. <u>R. Clayton Conway, Jr.</u> |
| 2. <u>Dr. Herb Marlow</u> | 5. <u>R. Michael Groom</u>       |
| 3. <u>Kevin Carter</u>    | 6. <u>Amanda Hazel</u>           |

The election of two (2) eligible stockholders for Director Positions 1 and 2, and the election of the 2024 Nominating Committee members and alternates will be accomplished by mail ballots, which will be sent to eligible voting stockholders not more than ten (10) business days after the Meeting. The Board has approved including an electronic voting option for this election.

**Certification**

By signing below, I hereby certify that I have reviewed this Annual Meeting Information Statement and the information contained herein, and further certify that the report has been prepared in accordance with all applicable statutory and regulatory requirements and that the information is true, accurate and complete to the best of my knowledge and belief.

\_\_\_\_\_  
Terry Milligan, Chairman of the Board

Date of Signature: 3/29/2023

\_\_\_\_\_  
Derrell Chapman, Chief Executive Officer

Date of Signature: 3/29/2023

\_\_\_\_\_  
Heather Johnson, Chief Financial Officer

Date of Signature: 3/29/2023

Legacy Ag Credit, ACA

303 CONNALLY, SULPHUR SPRINGS, TEXAS 75482



c/o Survey & Ballot Systems  
7653 Anagram Dr  
Eden Prairie, MN 5534