



John & Lance Holloway  
4th & 5th Generation  
Poultry, Timber & Cattle Operations  
Center, Texas

# 2021 Annual Report

HERITAGE LAND BANK

*We Have a Unique Perspective – Yours™*

Josey & Brice Armstrong  
Huntington, Texas



*"Every day, my boys get to be  
free-range kids"*

Josey Armstrong's twin boys are outside from sunrise to sundown, just like she was at their age.

Pallets of feed double as jungle gyms. Broken sticks become make-believe swords. And chores are what you do, so you'll have time to play when you're done.

When Josey and her husband, Chance, shared their perspective on how they wanted their boys to grow up, all of us at Heritage Land Bank got to work.

We wrote the couple a loan to help improve the family land - a loan we promise to service and never sell.

Now, with every passing day, Chance and Josey's boys can better understand the importance of owning land and just how good they all really have it.

**HERITAGE** LAND BANK  
*We Have a Unique Perspective - Yours™*

*\$660*

Million in Loans

*\$9.6*

Million in Net Income

*\$4.3*

Million in Cash-Back  
Cooperative Dividends

## Financial Highlights

	2021	2020	2019
Loans	\$660 million	\$611 million	\$552 million
Net Income	\$9.6 million	\$8.8 million	\$7.7 million
Cash-Back Cooperative Dividend	\$4.3 million	\$3.9 million	\$3.8 million

## Cash-Back Cooperative Dividend

Cooperative dividends are a unique feature of the Farm Credit System, providing member-borrowers the ability to share in the organization's financial success. We believe cooperative dividends should be paid in full and in cash, allowing customers to immediately reinvest their dividends in their communities, families, and operations.

*45%*

of Net Income returned to Borrowers

*\$57.8*

Million in Cash Dividends  
paid since 2000

# Letter from the Board Chair and CEO

Dear Shareholders:

On behalf of the Heritage Land Bank Board of Directors and management team, we are pleased to report that Heritage Land Bank had a successful 2021.

Heritage Land Bank's operating performance was excellent. Loan volume increased 8.0% to \$660 million; net income increased 8.0% to \$9.6 million, and our return on assets was 1.5%.

As a result of this strong financial performance, Heritage Land Bank's Board of Directors has approved a cash dividend of \$4.3 million of our 2021 net income to eligible customer-owners. This dividend is 45% of our net income, a record level of return that reflects the Board's ongoing commitment to share our cooperative's success with you.

Since 2000, Heritage Land Bank has returned a total of \$51.8 million in cash to borrowers to invest in their operations, families, and communities. This reflects Heritage Land Bank's commitment to share its financial success with customers. It is the intention of the Board to return a consistent, cash-back annual dividend for the foreseeable future.

2021 was a year of challenges and successes. COVID-19 and the resulting economic uncertainty presented operating challenges. Rural real estate prices reached record-highs, spurred on by unprecedented demand, soaring personal savings rates, and historically low interest rates.

Despite these challenges, Heritage Land Bank had many successes:

- We maintained excellent credit quality across our portfolio. Our portfolio's credit quality remains the best of the 14 associations in our Farm Credit district.
- We initiated a series of major technology updates that will improve internal operating efficiency and our customer's digital experience.
- We provided more than \$180,000 in support for youth scholarships and purchases from county livestock shows.
- We hosted the Texas Landowners Summit, providing relevant educational content for nearly 200 current and future landowners.
- We relocated our Fort Worth branch to a more convenient and accessible location.
- We purchased property in Athens to begin relocating and expanding that branch office.

Looking ahead to 2022 and beyond, we are focused on our mission: to deliver value to shareholders by continuing the heritage of providing superior service and competitive financial products.

We know the financial climate will continue to be a challenge. Fortunately, we believe we are positioned very well to continue serving our member-shareholders. Our overall loan portfolio is comprised of diverse, high-quality credits and we have sound underwriting practices.

We are making investments in people and technologies, which will allow us to better service our members and work with customers to find the best possible solutions to their financial needs.

On behalf of the Board of Directors and all Heritage Land Bank employees, we simply say “thank you” to our shareholders. Thank you for your business and the opportunity to serve you, your families, and businesses now and for years to come.



A handwritten signature in black ink that reads "Kevin Sampson". The signature is fluid and cursive.

Kevin Sampson  
2021 Board Chair



A handwritten signature in black ink that reads "Bill Tandy". The signature is fluid and cursive.

Bill Tandy  
Chief Executive Officer

A wide landscape photograph of a calm body of water reflecting a dense line of trees with vibrant autumn foliage in shades of orange, red, and brown. The sky is overcast with soft, grey clouds. The reflection in the water is very clear and detailed.

*"There's still a place  
the noise of the city  
can never reach"*

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## REPORT OF MANAGEMENT

The consolidated financial statements of Heritage Land Bank, ACA (Association) are prepared by management, who is responsible for the statements' integrity and objectivity, including amounts that must necessarily be based on judgments and estimates. The consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America. Other financial information included in the annual report is consistent with that in the consolidated financial statements.

To meet its responsibility for reliable financial information, management depends on the Farm Credit Bank of Texas' and the Association's accounting and internal control systems, which have been designed to provide reasonable, but not absolute, assurance that assets are safeguarded and transactions are properly authorized and recorded. The systems have been designed to recognize that the cost of controls must be related to the benefits derived. The consolidated financial statements are audited by Henry & Peters, PC, independent accountants, who also conduct a review of internal controls to the extent necessary to comply with auditing standards solely for the purpose of establishing a basis for reliance thereon in determining the nature, extent and timing of audit tests applied in the audit of the consolidated financial statements in accordance with auditing standards generally accepted in the United States of America. The Association is also examined by the Farm Credit Administration.

The board of directors has overall responsibility for the Association's systems of internal control and financial reporting. The board consults regularly with management and reviews the results of the audits and examinations referred to previously.

The undersigned certify that we have reviewed this annual report, that it has been prepared in accordance with all applicable statutory and regulatory requirements, and that the information contained herein is true, accurate and complete to the best of our knowledge or belief.



William M. Tandy, Chief Executive Officer  
*February 22, 2022*



Kevin Sampson, Chair, Board of Directors  
*February 22, 2022*



Heath Gattis, Chief Financial Officer  
*February 22, 2022*

## REPORT OF AUDIT COMMITTEE

The Audit Committee (Committee) is composed of five members of the board of directors of Heritage Land Bank, ACA. In 2021, six committee meetings were held. The committee oversees the scope of Heritage Land Bank, ACA's system of internal controls and procedures, and the adequacy of management's action with respect to recommendations arising from those auditing activities. The committee's approved responsibilities are described more fully in the Audit Committee Charter, which is available on request or on Heritage Land Bank, ACA's website. The committee approved the appointment of Henry & Peters, PC for 2021.

Management is responsible for Heritage Land Bank, ACA's internal controls and the preparation of the consolidated financial statements in accordance with accounting principles generally accepted in the United States of America. The consolidated financial statements are prepared under the oversight of the committee. Henry & Peters, PC is responsible for performing an independent audit of Heritage Land Bank, ACA's consolidated financial statements in accordance with auditing standards generally accepted in the United States of America and for issuing a report thereon. The committee's responsibilities include monitoring and overseeing these processes.

In this context, the committee reviewed and discussed Heritage Land Bank, ACA's audited consolidated financial statements for the year ended December 31, 2021 (audited consolidated financial statements) with management and Henry & Peters, PC. The committee also reviews with Henry & Peters, PC the matters required to be discussed by authoritative guidance "The Auditor's Communication With Those Charged With Governance," and both Henry & Peters, PC's and Heritage Land Bank, ACA's internal auditors directly provide reports on significant matters to the committee.

The committee discussed with Henry & Peters, PC its independence from Heritage Land Bank, ACA. The committee also reviewed the nonaudit services provided by Henry & Peters, PC and concluded that these services were not incompatible with maintaining the independent accountant's independence. The committee has discussed with management and Henry & Peters, PC such other matters and received such assurances from them as the committee deemed appropriate.

Based on the foregoing review and discussions and relying thereon, the committee recommended that the board of directors include the audited consolidated financial statements in Heritage Land Bank, ACA's Annual Report to Stockholders for the year ended December 31, 2021.

### Audit Committee Members

R. Scott Line, Chair  
Roger W. Claxton  
Bryan Pickens  
Jack S. Pullen  
Kevin Sampson

*February 22, 2022*

## HERITAGE LAND BANK, ACA

### FIVE-YEAR SUMMARY OF SELECTED CONSOLIDATED FINANCIAL DATA

(unaudited)

(dollars in thousands)

	2021	2020	2019	2018	2017
<b><u>Balance Sheet Data</u></b>					
<u>Assets</u>					
Cash	\$ 40	\$ 8	\$ 216	\$ 1,345	\$ 1,027
Investments	-	-	-	184	307
Loans	660,072	611,403	551,868	511,650	482,940
Less: allowance for loan losses	5,433	5,272	5,247	5,035	4,901
Net loans	654,639	606,131	546,621	506,615	478,039
Investment in and receivable from the Farm Credit Bank of Texas	12,412	10,757	10,070	8,692	7,988
Other property owned, net	-	1,078	1,078	1,078	1,867
Other assets	8,459	8,304	6,884	6,172	5,552
Total assets	<u>\$ 675,550</u>	<u>\$ 626,278</u>	<u>\$ 564,869</u>	<u>\$ 524,086</u>	<u>\$ 494,780</u>
<u>Liabilities</u>					
Obligations with maturities of one year or less	\$ 9,652	\$ 8,098	\$ 7,667	\$ 6,264	\$ 6,557
Obligations with maturities greater than one year	569,201	526,371	470,360	434,717	409,900
Total liabilities	578,853	534,469	478,027	440,981	416,457
<u>Members' Equity</u>					
Capital stock and participation certificates	2,718	2,648	2,512	2,397	2,317
Unallocated retained earnings	94,289	89,507	84,454	80,690	76,156
Accumulated other comprehensive (loss) income	(310)	(346)	(124)	18	(150)
Total members' equity	96,697	91,809	86,842	83,105	78,323
Total liabilities and members' equity	<u>\$ 675,550</u>	<u>\$ 626,278</u>	<u>\$ 564,869</u>	<u>\$ 524,086</u>	<u>\$ 494,780</u>
<b><u>Statement of Income Data</u></b>					
Net interest income	\$ 16,708	\$ 15,326	\$ 14,616	\$ 13,655	\$ 13,132
Loan loss reversal	-	-	-	-	22
Income from the Farm Credit Bank of Texas	3,874	3,275	2,773	2,424	2,156
Other noninterest income	834	622	371	1,215	379
Noninterest expense	(11,828)	(10,350)	(10,020)	(9,460)	(8,892)
Net income	<u>\$ 9,588</u>	<u>\$ 8,873</u>	<u>\$ 7,740</u>	<u>\$ 7,834</u>	<u>\$ 6,797</u>
<b><u>Key Financial Ratios for the Year</u></b>					
Return on average assets	1.5%	1.5%	1.4%	1.6%	1.5%
Return on average members' equity	10.2%	10.0%	9.1%	9.7%	9.2%
Net interest income as a percentage of average earning assets	2.6%	2.7%	2.7%	2.8%	2.9%
Net charge-offs (recoveries) as a percentage of average loans	0.0%	0.0%	0.0%	0.0%	-0.1%

**HERITAGE LAND BANK, ACA**

**FIVE-YEAR SUMMARY OF SELECTED CONSOLIDATED FINANCIAL DATA**  
**(unaudited)**  
**(dollars in thousands)**

	<u>2021</u>	<u>2020</u>	<u>2019</u>	<u>2018</u>	<u>2017</u>
<b><u>Key Financial Ratios at Year End *</u></b>					
Members' equity as a percentage of total assets	<b>14.3%</b>	14.7%	15.4%	15.9%	15.8%
Debt as a percentage of members' equity	<b>598.6%</b>	582.2%	550.5%	530.6%	531.7%
Allowance for loan losses as a percentage of loans	<b>0.8%</b>	0.9%	1.0%	1.0%	1.0%
Common equity tier 1 ratio	<b>13.0%</b>	13.7%	14.5%	15.2%	15.7%
Tier 1 capital ratio	<b>13.0%</b>	13.7%	14.5%	15.2%	15.7%
Total capital ratio	<b>13.8%</b>	14.6%	15.5%	16.2%	16.8%
Permanent capital ratio	<b>13.1%</b>	13.8%	14.6%	15.3%	15.9%
Tier 1 leverage ratio	<b>12.7%</b>	13.3%	14.5%	14.6%	14.9%
UREE leverage ratio	<b>13.7%</b>	14.4%	14.9%	15.6%	15.8%
<b><u>Net Income Distribution</u></b>					
Cooperative dividends accrued	<b>\$ 4,805</b>	\$ 3,820	\$ 3,976	\$ 3,300	\$ 3,583

\*Effective January 1, 2017, the new regulatory capital ratios were implemented by the Association. The Association's ratios remained well above the regulatory minimums, including the conservation and leverage buffers at December 31, 2021. For more information, see Note 11 in the accompanying consolidated financial statements, "Members Equity" included in this annual report.

**MANAGEMENT'S DISCUSSION AND ANALYSIS  
OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS  
(Unaudited)**

The following commentary explains management's assessment of the principal aspects of the consolidated financial condition and results of operations of Heritage Land Bank, ACA, including its wholly owned subsidiaries, Heritage Production Credit, PCA and Heritage Land Bank, FLCA (collectively called "the Association") for the years ended December 31, 2021, 2020, and 2019, and should be read in conjunction with the accompanying consolidated financial statements. The accompanying consolidated financial statements were prepared under the oversight of the Association's audit committee.

**Forward-Looking Information:**

This annual information statement contains forward-looking statements. These statements are not guarantees of future performance and involve certain risks, uncertainties and assumptions that are difficult to predict. Words such as "anticipates," "believes," "could," "estimates," "may," "should," "will," or other variations of these terms are intended to identify the forward-looking statements. These statements are based on assumptions and analyses made in light of experience and other historical trends, current conditions, and expected future developments. However, actual results and developments may differ materially from our expectations and predictions due to a number of risks and uncertainties, many of which are beyond our control. These risks and uncertainties include, but are not limited to:

- political, legal, regulatory, and economic conditions and developments in the United States and abroad;
- economic fluctuations in the agricultural, rural utility, international, and farm-related business sectors;
- weather-related, disease-related, and other adverse climatic or biological conditions that periodically occur that impact agricultural productivity and income;
- changes in United States government support of the agricultural industry and the System as a government-sponsored enterprise, as well as investor and rating agency reactions to events involving the U.S. government and government-sponsored enterprises;
- actions taken by the Federal Reserve System in implementing monetary policy; and
- risks associated with technology/cyber security

**Patronage Refunds Received From FCBT:**

In December 2021, the Association received a direct loan patronage of \$3,626,757 from the Bank, representing 65 basis points on the average daily balance of the Association's direct loan with the Bank. During 2021, the Association received \$186,726 in patronage payments from the Bank, based on the Association's stock investment in the Bank.

For more than 100 years, the Association has continued to provide its members with quality financial services. The board of directors and management remain committed to maintaining the financial integrity of the Association while offering competitive loan products that meet the financial needs of agricultural producers.

**Cooperative Dividend Distributions by Association:**

In 2021, 2020, and 2019, the Association paid cooperative dividends of \$3,968,144, \$3,834,399, and \$3,515,554, respectively. In January 2022, the board of directors approved a \$4,319,303 cooperative dividend to be paid in March 2022. See Note 11 to the consolidated financial statements, "Members' Equity," included in this annual report, for further information.

**COVID Discussion:**

The United States has been operating under a presidentially declared emergency since March 13, 2020 (reaffirmed on February 24, 2021) due to the Coronavirus Disease 2019 (also referred to as COVID-19). The Association continues during these unprecedented times to fulfill its mission to support agriculture and rural communities by providing access to reliable and consistent credit. The Association was able to maintain access to the Farm Credit Bank of Texas as a liquidity source without significant changes to its funding. Through December 31, 2021 and the date of this report, there have been no observable delinquencies or credit metrics materially impacting the credit quality of the Association's loan portfolio related to COVID-19. The Association is closely monitoring its loan portfolio overall and is particularly focused on sectors that may be pressured by COVID-19 and its related economic impacts, such as oil and gas, food processing, timber, and beef cattle. The Association has adjusted its portfolio monitoring and servicing practices and, if appropriate, will evaluate its allowance for loan losses as changes in outlook occur. Capital levels remained strong to support any adversity or continuing loan demand.

Operationally, the Association continues to function as normal during these challenging times. The Association has witnessed the benefits of past and current technology initiatives which allow Association personnel to work remotely and support both their families and their customer base. As it relates to the Association's internal controls over financial reporting and disclosure controls and procedures, the controls and procedures continue to operate effectively and no material changes to the controls or financial systems have occurred or are contemplated.

The overall impact of COVID-19 is evolving and future events are still uncertain. The Association continues to assess the potential impact of COVID-19 on the global, U.S., and Texas economies. The Association will continue to closely monitor the situation in the coming year.

#### **Loan Portfolio:**

The Association makes and services loans to farmers, ranchers, rural homeowners, and certain farm-related businesses. The Association's loan volume consists of long-term farm mortgage loans, production and intermediate-term loans, and farm-related business loans. These loan products are available to eligible borrowers with competitive variable, fixed, adjustable, index-based, and prime-based interest rates. Loan maturities range from one to 30 years, with annual operating loans comprising the majority of the commercial loans and 20- to 30-year maturities comprising the majority of the mortgage loans. Loans serviced by the Association offer several installment payment cycles, the timing of which usually coincides with the seasonal cash-flow capabilities of the borrower.

The composition of the Association's loan portfolio, including principal less funds held of \$660,072,336, \$611,402,936, and \$551,868,285 as of December 31, 2021, 2020, and 2019, respectively, is described more fully in detailed tables in Note 4 to the consolidated financial statements, "Loans and Allowance for Loan Losses" included in this annual report.

#### **Purchase and Sales of Loans:**

During 2021, 2020, and 2019, the Association was participating in loans with other lenders. As of December 31, 2021, 2020, and 2019, these participations totaled \$12,054,346, \$20,509,854, and \$14,167,508, or 1.8 percent, 3.4 percent, and 2.6 percent of loans, respectively. There were no participations purchased from entities outside the District during these years. The Association has also sold participations of \$24,623,211, \$19,431,479, and \$67,090,708 as of December 31, 2021, 2020 and 2019, respectively.

#### **Investments:**

The Association's Federal Agricultural Mortgage Corporation (Farmer Mac) mortgage loan balance was \$0 at December 31, 2021, 2020, and 2019, respectively. During 2021, 2020, and 2019, the Association did not exchange any additional mortgage loans that previously were covered under a long-term standby commitment to purchase agreement with Farmer Mac for a Farmer Mac guaranteed agricultural mortgage-backed security. During 2019, the Association serviced one Farmer Mac loan until its full repayment at maturity in the second quarter of 2019 and no longer carries this balance on the consolidated balance sheet.

## Risk Exposure:

High-risk assets include nonaccrual loans, loans that are past due 90 days or more and still accruing interest, formally restructured loans and other property owned, net.

The following table illustrates the Association's components and trends of high-risk assets serviced for the prior three years as of December 31:

	2021		2020		2019	
	Amount	%	Amount	%	Amount	%
Nonaccrual	\$ 194,728	71.4%	\$ 511,468	27.5%	\$ 769,944	36.1%
Formally restructured	77,800	28.6%	270,600	14.5%	283,410	13.3%
Other property owned, net	-	0.0%	1,077,925	58.0%	1,077,925	50.6%
Total	<u>\$ 272,528</u>	<u>100.0%</u>	<u>\$ 1,859,993</u>	<u>100.0%</u>	<u>\$ 2,131,279</u>	<u>100.0%</u>

At December 31, 2021, 2020 and 2019, loans that were considered impaired were \$272,528, \$782,068 and \$1,053,354, representing 0.0 percent, 0.1 percent, and 0.2 percent of loan volume, respectively. Impaired loans consist of all high-risk assets except other property owned, net.

Except for the relationship between installment due date and seasonal cash-flow capabilities of the borrower, the Association is not affected by any seasonal characteristics. The factors affecting the operations of the Association are the same factors that would affect any agricultural real estate lender.

The majority of Association borrowers have the availability of nonfarm income sources for repayment which mitigates some of the factors that would affect other agricultural lenders. To help mitigate and diversify credit risk, the Association may implement more restrictive lending standards and may employ practices including securitization of loans, obtaining credit guarantees, and engaging in loan participations.

## Allowance for Loan Losses:

The following table provides relevant information regarding the allowance for loan losses as of, or for the year ended, December 31:

	2021	2020	2019
Allowance for loan losses	\$ 5,432,897	\$ 5,272,187	\$ 5,246,590
Recoveries	100,710	109,597	161,119
Allowance for loan losses to total loans	0.8%	0.9%	1.0%
Allowance for loan losses to nonaccrual loans	2,790.0%	1,038.8%	681.4%
Allowance for loan losses to impaired loans	1,993.5%	674.1%	498.1%
Net charge-offs to average loans	0.0%	0.0%	0.0%

The allowance is based on a periodic evaluation of the loan portfolio by management in which numerous factors are considered, including economic conditions, loan portfolio composition, collateral value, portfolio quality, current production conditions and economic conditions, and prior loan loss experience. Management may consider other qualitative factors in determining and supporting the level of allowance for loan losses including but not limited to: the concentration of lending in agriculture, combined with uncertainties associated with farmland values, commodity prices, exports, government assistance programs, regional economic effects, borrower repayment capacity, depth of lender staff, and/or past trends, and weather-related influences.

Based upon ongoing risk assessment and the allowance for loan losses procedures outlined above, the allowance for loan losses of \$5,432,897, \$5,272,187, and \$5,246,590 at December 31, 2021, 2020 and 2019, respectively, is considered adequate by management to compensate for inherent losses in the loan portfolio at such dates. This is supported by net recoveries, rather than charge-offs, and acceptable loan percentage of greater than 98 percent for each of the past three years.

## Results of Operations:

The Association's net income for the year ended December 31, 2021, was \$9,587,638 as compared to \$8,873,486 for the year ended December 31, 2020, reflecting an increase of \$714,152, or 8.0 percent. The Association's net income for the year ended December 31, 2019 was \$7,739,951. Net income increased \$1,133,535, or 14.6 percent, in 2020 versus 2019.

Net interest income for 2021, 2020, and 2019 was \$16,708,056, \$15,325,681, and \$14,615,640, respectively, reflecting increases of \$1,382,375, or 9.0 percent, for 2021 versus 2020 and \$710,041, or 4.9 percent, for 2020 versus 2019. Net interest income is the principal source of earnings for the Association and is impacted by volume, yields on assets, and cost of debt. The effects of changes in average volume and interest rates on net interest income over the past three years are presented in the following tables:

	2021		2020		2019	
	Average Balance	Interest	Average Balance	Interest	Average Balance	Interest
Loans	\$ 642,534,689	\$ 27,940,802	\$ 575,990,515	\$27,792,892	\$ 534,138,172	\$ 28,656,010
Investments	-	-	-	-	63,084	3,218
Total interest-earning assets	642,534,689	27,940,802	575,990,515	27,792,892	534,201,256	28,659,228
Interest-bearing liabilities	556,195,874	11,232,746	493,844,777	12,467,211	455,655,786	14,043,588
Impact of capital	\$ 86,338,815		\$ 82,145,738		\$ 78,545,470	
Net interest income		\$ 16,708,056		\$15,325,681		\$ 14,615,640

	2021	2020	2019
	Average Yield	Average Yield	Average Yield
Yield on loans	4.35%	4.83%	5.36%
Yield on investments	0.00%	0.00%	5.10%
Total yield on interest-earning assets	4.35%	4.83%	5.36%
Cost of interest-bearing liabilities	2.02%	2.52%	3.08%
Interest rate spread	2.33%	2.31%	2.28%

	2021 vs. 2020			2020 vs. 2019		
	Increase (decrease) due to			Increase (decrease) due to		
	Volume	Rate	Total	Volume	Rate	Total
Interest income - loans	\$ 3,210,889	\$(3,062,979)	\$ 147,910	\$ 2,245,336	\$(3,108,454)	\$ (863,118)
Interest income - investments	-	-	-	(3,218)	-	(3,218)
Total interest income	3,210,889	(3,062,979)	147,910	2,242,118	(3,108,454)	(866,336)
Interest expense	1,574,053	(2,808,518)	(1,234,465)	1,177,023	(2,753,400)	(1,576,377)
Net interest income	\$ 1,636,836	\$ (254,461)	\$ 1,382,375	\$ 1,065,095	\$ (355,054)	\$ 710,041

Interest income for 2021 increased by \$147,910, or 0.5 percent, compared to 2020, primarily due to an increase in average loan volume despite a decrease in interest rates. Interest income for 2020 decreased by \$866,336, or 3.0 percent, compared to 2019, primarily due to a decrease in interest rates despite an increase in average loan volume. Interest expense for 2021 decreased by \$1,234,465, or 9.9 percent, compared to 2020, due to a decrease in the cost of funds despite an increase in average debt volume. Interest expense for 2020 decreased by \$1,576,377, or 11.2 percent, compared to 2019, due to a decrease in the cost of funds despite an increase in average loan volume.

The interest rate spread increased by 2 basis points to 2.33 percent in 2021 from 2.31 percent in 2020, primarily due to a decrease in cost of funds that outpaced a decrease in loan yields. The Association is subject to interest rate competition and compression at the origination of each loan, but the subsequent interest rate risk inherent in the Association's loan portfolio is substantially mitigated through the funding relationship with the Bank. Direct pricing through the Bank limits interest rate risk over the life of each loan. This results in a relatively stable net interest margin. The interest rate spread increased by 3 basis points to 2.31 percent in 2020 from 2.28 percent in 2019, primarily due to a decrease in loan yields that outpaced the decrease in cost of funds.

Noninterest income for 2021 increased by \$810,541, or 20.8 percent, compared to 2020, primarily due to an increase in patronage income from the Bank and a \$242,227 net gain on other property owned compared with a net loss on other property owned of

\$40,258 in the prior year. Noninterest income for 2020 increased by \$753,081, or 24.0 percent, compared to 2019, due primarily to an increase in patronage income from the Bank and loan fees.

Noninterest expenses, or operating expenses, consist primarily of salaries, employee benefits, and purchased services. Expenses for purchased services may include administrative services, marketing, information systems, accounting, and loan processing, among others. Noninterest expenses for 2021 increased by \$1,478,764, or 14.3 percent, compared to 2020 primarily due to an increase in salaries and employee benefits of \$619,799. Noninterest expenses for 2020 increased by \$329,587, or 3.3 percent, compared to 2019 primarily due to an increase in salaries and employee benefits of \$838,715, despite decreases in public and member relations and advertising of \$139,615 and \$157,641, respectively. Authoritative accounting guidance requiring the capitalization and amortization of loan origination fees and costs resulted in the capitalization of \$290,025, \$284,336, and \$219,896, for 2021, 2020, and 2019, respectively, in origination costs, which will be amortized over the life of the loans as an adjustment to yield in net interest income. The capitalized costs consisted of salaries and benefits totaling \$293,417, \$270,183, and \$309,726, for 2021, 2020, and 2019, respectively, related to the origination of loans.

The \$1,478,764 increase in operating expenses included an increase of \$413,745 in premiums to the Insurance Fund, resulting from an increase in the premium rates from 11 basis points in 2020 to 16 basis points in 2021. The \$329,587 increase in operating expenses from 2020 to 2019 included an increase of \$65,706 in premiums to the Insurance Fund, resulting from an increase in the premium rates from 8 basis points in 2019 to 11 basis points in 2020.

For the year ended December 31, 2021, the Association's return on average assets was 1.5 percent, as compared to 1.5 percent and 1.4 percent for the years ended December 31, 2020, and 2019, respectively. For the year ended December 31, 2021, the Association's return on average members' equity was 10.2 percent, as compared to 10.0 percent and 9.1 percent for the years ended December 31, 2020 and 2019, respectively.

Because the Association depends on the Bank for funding, any significant positive or negative factors affecting the operations of the Bank may have an effect on the operations of the Association.

In July 2017, the United Kingdom's Financial Conduct Authority, the authority regulating the London Inter-Bank Offered Rate (LIBOR) announced that it will stop persuading or compelling banks to submit rates for the calculation of the LIBOR after 2021. Since this announcement, central banks around the world, including the Federal Reserve, have commissioned working groups with the goal of finding suitable replacements for LIBOR. In the United States, efforts to identify a set of alternative U.S. dollar reference interest rates include proposals by the Alternative Reference Rates Committee (ARRC) of the Federal Reserve Board and the Federal Reserve Bank of New York. Specifically, the ARRC has proposed the Secured Overnight Financing Rate (SOFR) as the recommended alternative to LIBOR. SOFR is based on a broad segment of the overnight Treasury repurchase market and is a broad measure of the cost of borrowing cash overnight collateralized by Treasury securities. The Bank and its affiliated associations are currently evaluating the impacts of a potential phase-out of the LIBOR benchmark interest rate, including the possibility of using SOFR as an alternative to LIBOR. The transition from LIBOR to SOFR is expected to be complex and to include the development of term and credit adjustments to minimize, to the extent possible, discrepancies between LIBOR and SOFR. Uncertainty as to the nature of such potential changes, alternative reference rates or other reforms may adversely affect the trading market for LIBOR-based instruments, including certain of the Farm Credit Systemwide debt securities, the Bank's borrowings, loans, investments, derivatives, and other Bank assets and liabilities that are indexed to LIBOR.

The Bank established a LIBOR Workgroup, with cross-functional representation from the finance, operations, credit and legal departments. The LIBOR Workgroup is progressing in implementing its transition plan to an alternative benchmark rate. The LIBOR Workgroup coordinates outreach to our associations and with other Farm Credit System institutions, especially the Funding Corporation.

### **Liquidity and Funding Sources:**

The interest rate risk inherent in the Association's loan portfolio is substantially mitigated through the funding relationship with the Bank. The Bank manages interest rate risk through its direct loan pricing and asset/liability management process.

The primary source of liquidity and funding for the Association is a direct loan from the Bank. The outstanding balance of \$568,220,382, \$525,451,138, and \$469,151,950 as of December 31, 2021, 2020, and 2019, respectively, is recorded as a liability on the Association's balance sheet. The note carried a weighted average interest rate of 2.0 percent, 2.0 percent, and 3.0 percent at December 31, 2021, 2020, and 2019, respectively. The indebtedness is collateralized by a pledge of substantially all of the Association's assets to the Bank and is governed by a general financing agreement (GFA). The increase in note payable to the Bank and related accrued interest payable since December 31, 2020, is due to the increase in loan volume related to the growing demand for new financing. The Association's own funds, which represent the amount of the Association's loan portfolio funded by the

Association's equity, were \$91,191,789, \$85,201,901, and \$81,862,778 at December 31, 2021, 2020, and 2019, respectively. The maximum amount the Association may borrow from the Bank as of December 31, 2021, was \$660,510,432 as defined by the GFA. The indebtedness continues in effect until the expiration date of the GFA, which is September 30, 2023, unless sooner terminated by the Bank upon the occurrence of an event of default, or by the Association, in the event of a breach of this agreement by the Bank, upon giving the Bank 30 calendar days' prior written notice, or in all other circumstances, upon giving the Bank 120 days' prior written notice.

The liquidity policy of the Association is to limit cash balances to maximize debt reduction while relying on the direct loan with the Bank to fund increased accrual loan volume. This policy will continue to be pursued during 2022. As borrower payments are received, they are applied to the Association's note payable to the Bank.

The Association will continue to fund its operations through direct borrowings from the Bank, capital surplus from prior years, and borrower stock. It is management's opinion that funds available to the Association are sufficient to fund its operations for the coming year.

### Capital Resources:

The Association's capital position remains strong, with total members' equity of \$96,696,797, \$91,808,968, and \$86,841,569 at December 31, 2021, 2020, and 2019, respectively. Under regulations governing minimum permanent capital adequacy and other capitalization issues, the Association is required to maintain a minimum adjusted permanent capital of 7.0 percent of risk-weighted assets as defined by the FCA. The permanent capital ratio measures available at-risk capital relative to risk-weighted assets and off-balance sheet contingencies. The ratio is an indicator of the Association's financial capacity to absorb potential losses beyond that provided in the allowance for loss accounts. The core surplus ratio measures available core surplus capital relative to risk-weighted assets and off-balance sheet contingencies. The ratio is an indicator of the quality of capital that exists to maintain stable earnings and financial strength. The total surplus ratio measures available surplus capital relative to risk-weighted assets and off-balance sheet contingencies. The ratio is an indicator of the reserves existing to protect borrowers' investments in the Association.

Effective January 1, 2017, new regulatory capital requirements for banks and associations were adopted. These new requirements replaced the core surplus and total surplus requirements with common equity tier 1, tier 1 capital, and total capital risk-based capital ratio requirements. The new requirements also replaced the existing net collateral ratio for System banks with a tier 1 leverage ratio and an Unallocated Retained Earnings (URE) and URE Equivalents (UREE) Leverage ratio that are applicable to both the banks and associations. The permanent capital ratio continues to remain in effect; however, the risk-adjusted assets are calculated differently than in the past.

The following tables reflects the Association's capital ratios, which are in compliance with the FCA's minimum ratio requirement, at December 31:

	2021	2020	2019	2018	2017	Regulatory Minimum
Permanent capital ratio	<b>13.10%</b>	13.81%	14.61%	15.30%	15.87%	7.00%
Common equity tier 1 ratio	<b>12.99%</b>	13.69%	14.47%	15.15%	15.70%	4.50%
Tier 1 capital ratio	<b>12.99%</b>	13.69%	14.47%	15.15%	15.70%	6.00%
Total capital ratio	<b>13.84%</b>	14.61%	15.47%	16.20%	16.79%	8.00%
Tier 1 leverage ratio	<b>12.66%</b>	13.30%	13.86%	14.56%	14.92%	4.00%
UREE leverage ratio	<b>13.73%</b>	14.36%	14.91%	15.57%	15.77%	1.50%

### Significant Recent Accounting Pronouncements:

In January 2021, the FASB issued an update to Reference Rate Reform whereby certain derivative instruments may be modified to change the rate used for margining, discounting, or contract price alignment. An entity may elect to apply the new amendments on a full retrospective basis as of any date from the beginning of an interim period that includes or is subsequent to March 12, 2020, or on a prospective basis to new modifications from any date within an interim period that includes or is subsequent to the date of the update, up to the date that financial statements are available to be issued. These amendments do not apply to contract modifications made or new hedging relationships entered into after December 31, 2022, and existing hedging relationships evaluated for effectiveness in periods after December 31, 2022. The Association adopted the guidance in the first quarter of 2021 and the impact was not material to the Association's financial condition or its results of operations.

In March 2020, the Coronavirus Aid, Relief, and Economic Security Act (the "CARES Act"), which provides relief from certain requirements under GAAP, was signed into law. Section 4013 of the CARES Act gives entities temporary relief from the accounting and disclosure requirements for troubled debt restructurings (TDRs) and if certain criteria are met these loan

modifications may not need to be classified as TDRs. System entities have adopted this relief for qualifying loan modifications. In response to the CARES Act, the Farm Credit Administration issued guidance allowing for temporary relief from accounting and disclosure requirements for TDRs. This TDR guidance applied to modifications made beginning March 1, 2020 and terminated on December 31, 2020.

In March 2020, the Financial Accounting Standards Board (FASB) issued guidance entitled “Facilitation of the Effects of Reference Rate Reform on Financial Reporting.” The guidance provides optional expedients and exceptions for applying GAAP to contracts, hedging relationships and other transactions affected by reference rate reform. The guidance simplifies the accounting evaluation of contract modifications that replace a reference rate affected by reference rate reform and contemporaneous modifications of other contracts related to the replacement of the reference rate. With respect to hedge accounting, the guidance allows amendment of formal designation and documentation of hedging relationships in certain circumstances as a result of reference rate reform and provides additional expedients for different types of hedges, if certain criteria are met. The optional amendments are effective as of March 12, 2020, through December 31, 2022. The Association applied the optional accounting expedients available under the guidance to debt and derivative contract modifications related to LIBOR transition in the fourth quarter of 2020. The impact of adoption was not material to the Association’s financial condition or results of operations. In addition, the Association adopted the optional expedient as it relates to loans during the first quarter of 2021 and the impact of adoption was not material to the Association’s financial condition or results of operations.

In December 2019, the FASB issued guidance entitled “Simplifying the Accounting for Income Taxes.” This guidance eliminates certain intra period tax allocations, foreign deferred tax recognition and interim period tax calculations. In addition, the guidance simplifies disclosure regarding capital and franchise taxes, the allocation of goodwill in business combinations, subsidiary financial statements and other disclosures. The new guidance is intended to eliminate and/or simplify certain aspects of income tax accounting that are complex or that require significant judgment in application or presentation. The guidance becomes effective for fiscal years beginning after December 15, 2021. Early adoption of the guidance is permitted and the institution adopted this guidance on January 1, 2020. The adoption of this guidance did not materially impact the institution’s financial condition or results of operations; nor did the guidance impact the presentation of taxes for prior periods in the 2020 year-end financial statements.

In August 2018, the FASB issued guidance entitled “Customer’s Accounting for Implementation Costs Incurred in a Cloud Computing Arrangement That Is a Service Cost.” The guidance aligns the requirements for capitalizing implementation costs incurred in a hosting arrangement that is a service contract with the requirements for capitalizing implementation costs incurred to develop or obtain internal-use software (and hosting arrangements that include an internal-use software license). The accounting for the service element of a hosting arrangement that is a service contract is not affected by this guidance. This guidance became effective for interim and annual periods beginning after December 15, 2019. The guidance also requires an entity (customer) to expense the capitalized implementation costs of a hosting arrangement that is a service contract over the term of the hosting arrangement. It further specifies where to present expense and payments in the financial statements. The guidance is to be applied on a retrospective or prospective basis to all implementation costs incurred after the date of adoption. The adoption of this guidance did not materially impact the Association’s financial condition or its results of operations.

In August 2018, the FASB issued guidance entitled “Disclosure Framework — Changes to the Disclosure Requirements for Defined Benefit Plans.” The guidance modifies the disclosure requirements for employers that sponsor defined benefit pension or other postretirement plans. This guidance becomes effective for fiscal years ending after December 15, 2020. The guidance is to be applied on a retrospective basis for all periods. The adoption of this guidance did not impact the Association’s financial condition or its results of operations, but did impact the employee benefit plan disclosures.

In August 2018, the FASB issued guidance entitled “Disclosure Framework — Changes to the Disclosure Requirements for Fair Value Measurement.” The guidance modifies the requirements on fair value measurements by removing, modifying or adding to the disclosures. This guidance became effective for interim and annual periods beginning after December 15, 2019. Early adoption was permitted and an entity was permitted to early adopt any removal or modified disclosures and delay adoption of the additional disclosures until their effective date. The Association early adopted the removal and modified disclosures during the fourth quarter of 2019. The adoption of this guidance did not impact the Association’s financial condition or its results of operations, but did impact the fair value measurements disclosures.

In June 2016, the FASB issued guidance entitled “Measurement of Credit Losses on Financial Instruments.” The guidance replaces the current incurred loss impairment methodology with a methodology that reflects expected credit losses and requires consideration of a broader range of reasonable and supportable information to inform credit loss estimates. Credit losses relating to available-for-sale securities would also be recorded through an allowance for credit losses. For public business entities that are not U.S. Securities and Exchange Commission filers, this guidance was to become effective for interim and annual periods beginning after December 15, 2020, with early application permitted. In November 2019, the FASB issued an update that amends the mandatory effective date for this guidance for certain institutions. The change resulted from a change in the effective date

philosophy that extends and simplifies the adoption by staggering the dates between large public entities and other entities. As a result of the change, the new credit loss standard, for those institutions qualifying for the delay, becomes effective for interim and annual reporting periods beginning after December 15, 2022, with early adoption permitted. The institution qualifies for the delay in the adoption date. The Association continues to evaluate the impact of adoption on the Association's financial condition and its results of operations, with planned adoption for interim and reporting periods beginning after December 15, 2022.

In February 2016, the FASB issued guidance entitled "Leases." The guidance requires the recognition by lessees of lease assets and lease liabilities on the balance sheet for the rights and obligations created by those leases. Leases with lease terms of more than 12 months are impacted by this guidance. This guidance became effective for interim and annual periods beginning after December 15, 2018. The adoption of this guidance did not materially impact the Association's financial condition or its results of operations but did impact lease disclosures. The Association adopted this guidance January 1, 2019, and upon adoption, recorded right of use assets and lease liability in the amount of \$374,615.

### **Regulatory Matters:**

At December 31, 2021, the Association was not under written agreements with the Farm Credit Administration.

On January 5, 2021, the FCA posted an informational memorandum providing guidance to the Farm Credit System on managing challenges associated with COVID-19. The informational memorandum provided supplements on flood insurance requirements, consumer financial protection, and electronic delivery of borrower rights notices. On January 12, 2021, the FCA posted a supplement to its January 5, 2021, informational memorandum, which provided updated guidance to Farm Credit System institutions on issues related to COVID-19. The supplement covers regulatory capital requirements for Paycheck Protection Program loans. On January 28, 2021, the FCA posted a supplement to its January 5, 2021, informational memorandum, which provided updated guidance to Farm Credit System institutions on issues related to COVID-19. The supplement discusses matters related to association annual meetings and elections during the 2021 calendar year.

On February 5, 2021, the FCA posted an informational memorandum on maintaining and using stockholder lists. The informational memorandum provides institutions with guidance on maintaining the lists and using them to establish who should receive voting and financial information.

On June 30, 2021, the FCA posted an advance notice of proposed rulemaking to seek public comments on how to amend or restructure bank liquidity regulations. The FCA is considering whether to amend the existing liquidity regulatory framework so banks can better withstand crises that adversely impact liquidity. The comment period ended on November 27, 2021.

On August 26, 2021, the FCA published a proposed rule in the Federal Register on defining and establishing risk-weightings for high-volatility commercial real estate (HVCRE) exposures. The comment period ended on January 24, 2022.

On September 9, 2021, the FCA adopted a final rule on the tier 1/tier 2 capital framework. The rule clarifies the regulations, simplifies certain requirements, and changes the lending and leasing limit base calculation to be computed using total capital instead of permanent capital. It also codifies guidance provided in FCA Bookletter 068. On October 1, 2021, the FCA published the final rule on the tier 1/tier 2 capital framework in the Federal Register. The final rule became effective on January 1, 2022.

On December 8, 2021, the FCA posted an informational memorandum on managing the LIBOR transition. The informational memorandum provides institutions with guidance on the transition away from LIBOR, clarifies the meaning of new LIBOR contracts, and provides guidance on using alternative reference rates.

### **Relationship With the Bank:**

The Association's statutory obligation to borrow only from the Bank is discussed in Note 10 to the consolidated financial statements, "Note Payable to the Bank," included in this annual report.

The Bank's ability to access capital of the Association is discussed in Note 2 to the consolidated financial statements, "Summary of Significant Accounting Policies," included in this annual report, within the section "Capital Stock Investment in the Bank."

The Bank's role in mitigating the Association's exposure to interest rate risk is described in the section "Liquidity and Funding Sources" of Management's Discussion and Analysis and in Note 10 to the consolidated financial statements, "Note Payable to the Bank," included in this annual report.

The Bank provides computer systems to support the critical operations of all district associations. In addition, each association has operating systems and facility-based systems that are not supported by the Bank. As disclosed in Note 14 to the consolidated financial statements, “Related Party Transactions,” included in this annual report, the Bank provides many services that the Association can utilize, such as administrative, marketing, information systems, and accounting services. Additionally, the Bank bills District expenses to the associations, such as the Farm Credit System Insurance Corporation insurance premiums.

**Summary:**

Over the past 100 years, regardless of the state of the agricultural economy, your Association’s board of directors and management, as well as the board of directors and management of the Bank, have been committed to offering their borrowers a ready source of financing at a competitive price. Your continued support will be critical to the success of this Association.



## INDEPENDENT AUDITOR'S REPORT

To the Audit Committee and Management  
of Heritage Land Bank, ACA

### Opinion

We have audited the accompanying financial statements of Heritage Land Bank, ACA and its subsidiaries, which comprise the consolidated balance sheet as of December 31, 2021 and the related consolidated statement of comprehensive income, changes in members' equity, and cash flows for the year then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Heritage Land Bank, ACA and its subsidiaries as of December 31, 2021 and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

### Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Heritage Land Bank, ACA and its subsidiaries (the "Company") and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

### Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements, including omissions, are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.

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- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

#### **Other Information Included in the Annual Report**

Management is responsible for the other information included in the annual report. The other information comprises the report of management, report of the audit committee, five-year summary of selected financial data, management's discussion and analysis, and disclosure information and index, but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information, and we do not express an opinion or any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and consider whether a material inconsistency exists between the other information and the financial statements, or the other information otherwise appears to be materially misstated. If, based on the work performed, we conclude that an uncorrected material misstatement of the other information exists, we are required to describe it in our report.

#### **Other Matter**

The financial statements of Heritage Land Bank, ACA and its subsidiaries for the years ended December 31, 2020 and 2019 were audited by another auditor, who expressed an unmodified opinion on those statements on March 12, 2021.

*Henry + Peters, P.C.*

Tyler, Texas  
February 15, 2022

**HERITAGE LAND BANK, ACA**

**CONSOLIDATED BALANCE SHEETS**

	December 31,		
	2021	2020	2019
<b><u>Assets</u></b>			
Cash	\$ 39,628	\$ 8,159	\$ 216,467
Loans	660,072,336	611,402,936	551,868,285
Less: allowance for loan losses	5,432,897	5,272,187	5,246,590
Net loans	654,639,439	606,130,749	546,621,695
Accrued interest receivable	2,560,938	2,511,032	2,378,513
Investment in and receivable from the Farm Credit Bank of Texas:			
Capital stock	11,039,020	9,791,950	9,044,195
Other	1,372,986	965,091	1,025,489
Other property owned, net	-	1,077,925	1,077,925
Premises and equipment	5,474,306	5,344,715	4,027,666
Other assets	423,448	448,503	476,708
Total assets	<b>\$ 675,549,765</b>	<b>\$ 626,278,124</b>	<b>\$ 564,868,658</b>
<b><u>Liabilities</u></b>			
Note payable to the Farm Credit Bank of Texas	\$ 568,220,382	\$ 525,451,138	\$ 469,151,950
Advance conditional payments	1,044	518	(349)
Accrued interest payable	980,745	919,566	1,208,494
Drafts outstanding	206,161	106,459	582,291
Cooperative dividends payable	4,587,000	3,750,000	3,764,000
Other liabilities	4,857,636	4,241,475	3,320,703
Total liabilities	<b>578,852,968</b>	<b>534,469,156</b>	<b>478,027,089</b>
<b><u>Members' Equity</u></b>			
Capital stock and participation certificates	2,717,525	2,648,380	2,511,430
Unallocated retained earnings	94,289,309	89,506,815	84,453,728
Accumulated other comprehensive loss	(310,037)	(346,227)	(123,589)
Total members' equity	<b>96,696,797</b>	<b>91,808,968</b>	<b>86,841,569</b>
Total liabilities and members' equity	<b>\$ 675,549,765</b>	<b>\$ 626,278,124</b>	<b>\$ 564,868,658</b>

*The accompanying notes are an integral part of these consolidated financial statements.  
Heritage Land Bank, ACA — 2021 Annual Report*

**HERITAGE LAND BANK, ACA**

**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**

	Year Ended December 31,		
	2021	2020	2019
<b><u>Interest Income</u></b>			
Loans	\$ 27,940,802	\$ 27,792,892	\$ 28,656,010
Investments	-	-	3,218
Total interest income	<u>27,940,802</u>	<u>27,792,892</u>	<u>28,659,228</u>
<b><u>Interest Expense</u></b>			
Note payable to the Farm Credit Bank of Texas	11,232,733	12,467,211	14,043,516
Advance conditional payments	13	-	72
Total interest expense	<u>11,232,746</u>	<u>12,467,211</u>	<u>14,043,588</u>
Net interest income	<u>16,708,056</u>	<u>15,325,681</u>	<u>14,615,640</u>
Provision for loan losses	-	-	-
Net interest income after provision for losses	<u>16,708,056</u>	<u>15,325,681</u>	<u>14,615,640</u>
<b><u>Noninterest Income</u></b>			
Income from the Farm Credit Bank of Texas:			
Patronage income	3,873,740	3,274,968	2,773,399
Loan fees	161,667	311,315	82,332
Refunds from Farm Credit System			
Insurance Corporation	58,567	132,471	115,187
Financially related services income	1,440	1,379	1,636
Gain (loss) on other property owned, net	242,227	(40,258)	(13,297)
Gain on sale of premises and equipment, net	-	86,215	91,415
Other noninterest income	370,193	131,203	93,540
Total noninterest income	<u>4,707,834</u>	<u>3,897,293</u>	<u>3,144,212</u>
<b><u>Noninterest Expenses</u></b>			
Salaries and employee benefits	7,258,551	6,638,752	5,800,037
Directors' expense	223,793	227,724	301,956
Purchased services	449,944	436,935	452,765
Travel	332,996	264,994	322,899
Occupancy and equipment	898,305	768,475	845,587
Communications	137,242	152,679	157,614
Advertising	642,003	576,481	734,122
Public and member relations	509,709	379,651	519,266
Supervisory and exam expense	214,267	199,256	191,008
Insurance Fund premiums	908,916	495,171	429,465
Other noninterest expense	252,526	209,370	265,182
Total noninterest expenses	<u>11,828,252</u>	<u>10,349,488</u>	<u>10,019,901</u>
<b>NET INCOME</b>	<u>9,587,638</u>	<u>8,873,486</u>	<u>7,739,951</u>
Other comprehensive income:			
Change in postretirement benefit plans	36,190	(222,638)	(141,554)
<b>COMPREHENSIVE INCOME</b>	<u>\$ 9,623,828</u>	<u>\$ 8,650,848</u>	<u>\$ 7,598,397</u>

*The accompanying notes are an integral part of these consolidated financial statements.  
Heritage Land Bank, ACA — 2021 Annual Report*

**HERITAGE LAND BANK, ACA**

**CONSOLIDATED STATEMENTS OF CHANGES IN MEMBERS' EQUITY**

	<b>Capital Stock/ Participation Certificates</b>	<b>Retained Earnings Unallocated</b>	<b>Accumulated Other Comprehensive Income (Loss)</b>	<b>Total Members' Equity</b>
Balance at December 31, 2018	\$ 2,397,570	\$ 80,689,837	\$ 17,965	\$ 83,105,372
Comprehensive income	-	7,739,951	(141,554)	7,598,397
Capital stock/participation certificates issued	432,345	-	-	432,345
Capital stock/participation certificates retired	(318,485)	-	-	(318,485)
Cooperative dividends accrued	-	(3,976,060)	-	(3,976,060)
Balance at December 31, 2019	2,511,430	84,453,728	(123,589)	86,841,569
Comprehensive income	-	8,873,486	(222,638)	8,650,848
Capital stock/participation certificates issued	583,210	-	-	583,210
Capital stock/participation certificates retired	(446,260)	-	-	(446,260)
Cooperative dividends accrued	-	(3,820,399)	-	(3,820,399)
Balance at December 31, 2020	2,648,380	89,506,815	(346,227)	91,808,968
Comprehensive income	-	9,587,638	36,190	9,623,828
Capital stock/participation certificates issued	594,455	-	-	594,455
Capital stock/participation certificates retired	(525,310)	-	-	(525,310)
Cooperative dividends accrued	-	(4,805,144)	-	(4,805,144)
<b>Balance at December 31, 2021</b>	<b>\$ 2,717,525</b>	<b>\$ 94,289,309</b>	<b>\$ (310,037)</b>	<b>\$ 96,696,797</b>

*The accompanying notes are an integral part of these consolidated financial statements.  
Heritage Land Bank, ACA — 2021 Annual Report*

**HERITAGE LAND BANK, ACA**

**CONSOLIDATED STATEMENTS OF CASH FLOWS**

	Year Ended December 31,		
	2021	2020	2019
<b>Cash flows from operating activities:</b>			
Net income	\$ 9,587,638	\$ 8,873,486	\$ 7,739,951
Adjustments to reconcile net income to net cash provided by operating activities:			
Gain on sale of other property owned, net	(242,227)	-	-
Depreciation, amortization, and accretion	532,697	490,254	378,726
Gain on sale of premises and equipment, net	-	(86,215)	(91,415)
Increase in accrued interest receivable	(49,906)	(132,519)	(113,203)
(Increase) decrease in other receivables from the Farm Credit Bank	(407,895)	60,398	(616,564)
(Increase) decrease in other assets	(59,279)	(38,393)	15,366
Increase (decrease) in accrued interest payable	61,179	(288,928)	114,585
Increase in other liabilities	796,685	680,732	151,322
Net cash provided by operating activities	<b>10,218,892</b>	9,558,815	7,578,768
<b>Cash flows from investing activities:</b>			
Increase in loans, net	(48,768,190)	(59,646,024)	(40,289,732)
Cash recoveries of loans previously charged off	100,710	109,597	161,119
Proceeds from purchase of investment in the Farm Credit Bank of Texas	(1,247,070)	(747,755)	(760,460)
Investment securities held-to-maturity			
Proceeds from maturities, calls and prepayments	-	-	183,684
Purchases of premises and equipment	(563,927)	(1,721,758)	(719,050)
Proceeds from sales of premises and equipment	429	112,043	91,684
Proceeds from sales of other property owned	1,320,152	-	-
Net cash used in investing activities	<b>(49,157,896)</b>	(61,893,897)	(41,332,755)

*The accompanying notes are an integral part of these consolidated financial statements.  
Heritage Land Bank, ACA — 2021 Annual Report*

**HERITAGE LAND BANK, ACA**

**CONSOLIDATED STATEMENTS OF CASH FLOWS**

	Year Ended December 31,		
	2021	2020	2019
<b>Cash flows from financing activities:</b>			
Net draws on note payable to the Farm Credit Bank of Texas	42,769,244	56,299,188	35,529,142
Increase (decrease) in drafts outstanding	99,702	(475,832)	510,730
Increase (decrease) in advance conditional payments	526	867	(12,346)
Issuance of capital stock and participation certificates	594,455	583,210	432,345
Retirement of capital stock and participation certificates	(525,310)	(446,260)	(318,485)
Cooperative dividends paid	(3,968,144)	(3,834,399)	(3,515,554)
Net cash provided by financing activities	38,970,473	52,126,774	32,625,832
Net increase (decrease) in cash	31,469	(208,308)	(1,128,155)
Cash at the beginning of the year	8,159	216,467	1,344,622
Cash at the end of the year	\$ 39,628	\$ 8,159	\$ 216,467
 <b>Supplemental schedule of noncash investing and financing activities:</b>			
Cooperative dividends accrued	4,805,144	3,820,399	3,976,060
Transfer of allowance for loan losses from (into) reserve for unfunded commitments	60,000	(84,000)	50,000
 <b>Supplemental cash flow information:</b>			
Cash paid during the year for:			
Interest	\$ 11,262,554	\$ 12,756,139	\$ 13,929,003

*The accompanying notes are an integral part of these consolidated financial statements.  
Heritage Land Bank, ACA — 2021 Annual Report*

**HERITAGE LAND BANK, ACA**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**NOTE 1 — ORGANIZATION AND OPERATIONS:**

- A. Organization: Heritage Land Bank, ACA, including its wholly owned subsidiaries, Heritage Production Credit, PCA and Heritage Land Bank, FLCA (collectively called “the Association”), is a member owned cooperative which provides credit and credit-related services to, or for the benefit of, eligible borrowers/stockholders for qualified agricultural purposes in the counties of Anderson, Angelina, Cherokee, Collin, Dallas, Henderson, Hunt, Nacogdoches, Panola, Rockwall, Rusk, Sabine, San Augustine, Shelby, Smith, and Tarrant in the state of Texas.

The Association is a lending institution of the Farm Credit System (System), a nationwide system of cooperatively owned banks and associations that was established by Acts of Congress to meet the credit needs of American agriculture and is subject to the provisions of the Farm Credit Act of 1971, as amended (Act). At December 31, 2021, the System consisted of three Farm Credit Banks (FCBs) and their affiliated associations, one Agricultural Credit Bank (ACB) and its affiliated associations, the Federal Farm Credit Banks Funding Corporation (Funding Corporation), and various service and other organizations.

The Farm Credit Bank of Texas (Bank) and its related associations are collectively referred to as the “District.” The Bank provides funding to all associations within the District and is responsible for supervising certain activities of the District associations. At December 31, 2021, the District consisted of the Bank, one FLCA, and 13 ACA parent companies, which have two wholly owned subsidiaries, an FLCA and a PCA, operating in or servicing the states of Alabama, Louisiana, Mississippi, New Mexico and Texas. ACA parent companies provide financing and related services through their FLCA and PCA subsidiaries. The FLCA makes secured long-term agricultural real estate and rural home mortgage loans. The PCA makes short- and intermediate-term loans for agricultural production or operating purposes.

The Farm Credit Administration (FCA) is delegated authority by Congress to regulate the System banks and associations. The FCA examines the activities of System associations to ensure their compliance with the Farm Credit Act, FCA regulations, and safe and sound banking practices.

The Act established the Farm Credit System Insurance Corporation (FCSIC) to administer the Farm Credit Insurance Fund (Insurance Fund). The Insurance Fund is required to be used (1) to ensure the timely payment of principal and interest on Systemwide debt obligations, (2) to ensure the retirement of protected borrower capital at par or stated value and (3) for other specified purposes. The Insurance Fund is also available for the discretionary uses by the FCSIC of providing assistance to certain troubled System institutions and to cover the operating expenses of the FCSIC. Each System bank has been required to pay premiums, which may be passed on to the Association, into the Insurance Fund, based on its annual average adjusted outstanding insured debt until the monies in the Insurance Fund reach the “secure base amount,” which is defined in the Farm Credit Act as 2.0 percent of the aggregate insured obligations (adjusted to reflect the reduced risk on loans or investments guaranteed by federal or state governments) or other such percentage of the aggregate obligations as the Insurance Corporation in its sole discretion determines to be actuarially sound. Under the Farm Credit Act, as amended, the FCSIC may return excess funds above the secure base amount to System banks, which may be passed on to the Association.

FCA regulations require borrower information to be held in strict confidence by Farm Credit institutions, their directors, officers, and employees. Directors and employees of the Farm Credit institutions are prohibited, except under specified circumstances, from disclosing nonpublic personal information about members.

- B. Operations: The Act sets forth the types of authorized lending activity, persons eligible to borrow and financial services that can be offered by the Association. The Association is authorized to provide, either directly or in participation with other lenders, credit, credit commitments and related services to eligible borrowers. Eligible borrowers include farmers, ranchers, producers or harvesters of aquatic products, rural residents, and farm-related businesses. The Association makes and services short- and intermediate-term loans for agricultural production or operating purposes, and secured long-term real estate mortgage loans, with funding from the Bank.

The Association’s financial condition may be affected by factors that affect the Bank. The financial condition and results of operations of the Bank may materially affect stockholders’ investments in the Association. Upon request, stockholders of the Association will be provided with the Farm Credit Bank of Texas Annual Report to Stockholders.

## NOTE 2 — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

### *Basis of Presentation and Consolidation*

The consolidated financial statements (the “financial statements”) of the Association have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP). In consolidation, all significant intercompany accounts and transactions are eliminated and all material wholly owned and majority-owned subsidiaries are consolidated unless GAAP requires otherwise.

### *Use of Estimates*

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements. Actual results could differ from those estimates. Material estimates that are particularly susceptible to significant change in the near term relate to the determination of the allowance for loan losses; the valuation of deferred tax assets; the determination of fair value of financial instruments and subsequent impairment analysis.

The accounting and reporting policies of the Association conform to accounting principles generally accepted in the United States of America (GAAP) and prevailing practices within the banking industry. The preparation of consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the consolidated financial statements and accompanying notes. Significant estimates are discussed in these footnotes, as applicable. Actual results could differ from those estimates. The consolidated financial statements include the accounts of Heritage Production Credit, PCA and Heritage Land Bank, FLCA. All significant intercompany transactions have been eliminated in consolidation.

#### A. Recently Issued or Adopted Accounting Pronouncements:

In January 2021, the FASB issued an update to Reference Rate Reform whereby certain derivative instruments may be modified to change the rate used for margining, discounting, or contract price alignment. An entity may elect to apply the new amendments on a full retrospective basis as of any date from the beginning of an interim period that includes or is subsequent to March 12, 2020, or on a prospective basis to new modifications from any date within an interim period that includes or is subsequent to the date of the update, up to the date that financial statements are available to be issued. These amendments do not apply to contract modifications made or new hedging relationships entered into after December 31, 2022, and existing hedging relationships evaluated for effectiveness in periods after December 31, 2022. The Association adopted the guidance in the first quarter of 2021 and the impact was not material to the Association’s financial condition or its results of operations.

In March 2020, the Coronavirus Aid, Relief, and Economic Security Act (the “CARES Act”), which provides relief from certain requirements under GAAP, was signed into law. Section 4013 of the CARES Act gives entities temporary relief from the accounting and disclosure requirements for troubled debt restructurings (TDRs) and if certain criteria are met these loan modifications may not need to be classified as TDRs. System entities have adopted this relief for qualifying loan modifications. In response to the CARES Act, the Farm Credit Administration issued guidance allowing for temporary relief from accounting and disclosure requirements for TDRs. This TDR guidance applied to modifications made beginning March 1, 2020 and terminated on December 31, 2020.

In March 2020, the Financial Accounting Standards Board (FASB) issued guidance entitled “Facilitation of the Effects of Reference Rate Reform on Financial Reporting.” The guidance provides optional expedients and exceptions for applying GAAP to contracts, hedging relationships and other transactions affected by reference rate reform. The guidance simplifies the accounting evaluation of contract modifications that replace a reference rate affected by reference rate reform and contemporaneous modifications of other contracts related to the replacement of the reference rate. With respect to hedge accounting, the guidance allows amendment of formal designation and documentation of hedging relationships in certain circumstances as a result of reference rate reform and provides additional expedients for different types of hedges, if certain criteria are met. The optional amendments are effective as of March 12, 2020, through December 31, 2022. The Association applied the optional accounting expedients available under the guidance to debt and derivative contract modifications related to LIBOR transition in the fourth quarter of 2020. The impact of adoption was not material to the Association’s financial condition or results of operations. In addition, the Association adopted the optional expedient as it relates to loans during the first quarter of 2021 and the impact of adoption was not material to the Association’s financial condition or results of operations.

In December 2019, the FASB issued guidance entitled “Simplifying the Accounting for Income Taxes.” This guidance eliminates certain intra period tax allocations, foreign deferred tax recognition and interim period tax calculations. In addition, the guidance simplifies disclosure regarding capital and franchise taxes, the allocation of goodwill in business combinations, subsidiary financial statements and other disclosures. The new guidance is intended to eliminate and/or simplify certain aspects of income tax accounting that are complex or that require significant judgment in application or presentation. The guidance becomes effective for fiscal years beginning after December 15, 2021. Early adoption of the guidance is permitted and the institution adopted this guidance on January 1, 2020. The adoption of this guidance did not materially impact the institution’s financial condition or results of operations; nor did the guidance impact the presentation of taxes for prior periods in the 2020 year-end financial statements.

In August 2018, the FASB issued guidance entitled “Customer’s Accounting for Implementation Costs Incurred in a Cloud Computing Arrangement That Is a Service Cost.” The guidance aligns the requirements for capitalizing implementation costs incurred in a hosting arrangement that is a service contract with the requirements for capitalizing implementation costs incurred to develop or obtain internal-use software (and hosting arrangements that include an internal-use software license). The accounting for the service element of a hosting arrangement that is a service contract is not affected by this guidance. This guidance became effective for interim and annual periods beginning after December 15, 2019. The guidance also requires an entity (customer) to expense the capitalized implementation costs of a hosting arrangement that is a service contract over the term of the hosting arrangement. It further specifies where to present expense and payments in the financial statements. The guidance is to be applied on a retrospective or prospective basis to all implementation costs incurred after the date of adoption. The adoption of this guidance did not materially impact the Association’s financial condition or its results of operations.

In August 2018, the FASB issued guidance entitled “Disclosure Framework — Changes to the Disclosure Requirements for Defined Benefit Plans.” The guidance modifies the disclosure requirements for employers that sponsor defined benefit pension or other postretirement plans. This guidance becomes effective for fiscal years ending after December 15, 2020. The guidance is to be applied on a retrospective basis for all periods. The adoption of this guidance did not impact the Association’s financial condition or its results of operations, but did impact the employee benefit plan disclosures.

In August 2018, the FASB issued guidance entitled “Disclosure Framework — Changes to the Disclosure Requirements for Fair Value Measurement.” The guidance modifies the requirements on fair value measurements by removing, modifying or adding to the disclosures. This guidance became effective for interim and annual periods beginning after December 15, 2019. Early adoption was permitted and an entity was permitted to early adopt any removal or modified disclosures and delay adoption of the additional disclosures until their effective date. The Association early adopted the removal and modified disclosures during the fourth quarter of 2019. The adoption of this guidance did not impact the Association’s financial condition or its results of operations, but did impact the fair value measurements disclosures.

In June 2016, the FASB issued guidance entitled “Measurement of Credit Losses on Financial Instruments.” The guidance replaces the current incurred loss impairment methodology with a methodology that reflects expected credit losses and requires consideration of a broader range of reasonable and supportable information to inform credit loss estimates. Credit losses relating to available-for-sale securities would also be recorded through an allowance for credit losses. For public business entities that are not U.S. Securities and Exchange Commission filers, this guidance was to become effective for interim and annual periods beginning after December 15, 2020, with early application permitted. In November 2019, the FASB issued an update that amends the mandatory effective date for this guidance for certain institutions. The change resulted from a change in the effective date philosophy that extends and simplifies the adoption by staggering the dates between large public entities and other entities. As a result of the change, the new credit loss standard, for those institutions qualifying for the delay, becomes effective for interim and annual reporting periods beginning after December 15, 2022, with early adoption permitted. The institution qualifies for the delay in the adoption date. The Association continues to evaluate the impact of adoption on the Association’s financial condition and its results of operations, with planned adoption for interim and reporting periods beginning after December 15, 2022.

In February 2016, the FASB issued guidance entitled “Leases.” The guidance requires the recognition by lessees of lease assets and lease liabilities on the balance sheet for the rights and obligations created by those leases. Leases with lease terms of more than 12 months are impacted by this guidance. This guidance became effective for interim and annual periods beginning after December 15, 2018. The adoption of this guidance did not materially impact the Association’s financial condition or its results of operations but did impact lease disclosures. The Association adopted this guidance January 1, 2019, and upon adoption, recorded right of use assets and lease liability in the amount of \$374,615.

- B. Cash: Cash, as included in the financial statements, represents cash on hand and deposits at banks.

- C. Investments: The Association's investments include mortgage-backed securities issued by Federal Agricultural Mortgage Corporation (Farmer Mac) for which the Association has the intent and ability to hold to maturity and which are consequently classified as held to maturity. Held-to-maturity investments are carried at cost, adjusted for the amortization of premiums and accretion of discounts. Changes in the fair value of these investments are not recorded unless the investment is deemed to be other-than-temporarily impaired. Impairment is considered to be other-than-temporary if the present value of cash flows expected to be collected from the debt security is less than the amortized cost basis of the security (any such shortfall is referred to as a "credit loss"). If an entity intends to sell an impaired debt security or is more likely than not to be required to sell the security before recovery of its amortized cost basis less any current-period credit loss, the impairment is other-than-temporary and should be recognized currently in earnings in an amount equal to the entire difference between fair value and amortized cost. If a credit loss exists, but an entity does not intend to sell the impaired debt security and is not more likely than not to be required to sell before recovery, the impairment is other-than-temporary and should be separated into (i) the estimated amount relating to credit loss, and (ii) the amount relating to all other factors. Only the estimated credit loss amount is recognized currently in earnings, with the remainder of the loss amount recognized in other comprehensive income.

The Association may also hold additional investments in accordance with mission-related investment and other investment programs approved by the Farm Credit Administration. These programs allow the Association to make investments that further the System's mission to serve rural America. Mission-related investments for which the Association has the intent and ability to hold to maturity are classified as held-to-maturity and carried at cost, adjusted for the amortization of premiums and accretion of discounts.

In accordance with the Farm Credit Administration regulations, the Association, with the approval of its bank, may purchase and hold investments to manage risks. The Association must identify and evaluate how the investments that it purchases contributes to management of its risks. Only securities that are issued by or are unconditionally guaranteed or insured as to the timely payment of principal and interest by the United States Government or its agencies are investments that the Association may acquire. The total amount of investments allowed must not exceed 10 percent of the Association's total outstanding loans.

The investments may not necessarily be held to maturity and accordingly have been classified as available for sale. These investments are reported at fair value and unrealized holding gains and losses on investments that are reported as a separate component of members' equity (accumulated other comprehensive income (loss)). Changes in the fair value of these investments are reflected as direct charges or credits to other comprehensive income, unless the investment is deemed to be other than temporarily impaired. Impairment is considered to be other-than-temporary if the present value of cash flows expected to be collected from the debt security is less than the amortized cost basis of the security (any such shortfall is referred to as a "credit loss"). If an entity intends to sell an impaired debt security or is more likely than not to be required to sell the security before recovery of its amortized cost basis less any current-period credit loss, the impairment is other-than-temporary and should be recognized currently in earnings in an amount equal to the entire difference between fair value and amortized cost. If a credit loss exists, but an entity does not intend to sell the impaired debt security and is not more likely than not to be required to sell before recovery, the impairment is other-than-temporary and should be separated into (i) the estimated amount relating to credit loss, and (ii) the amount relating to all other factors. Only the estimated credit loss amount is recognized currently in earnings, with the remainder of the loss amount recognized in other comprehensive income.

In subsequent periods, if the present value of cash flows expected to be collected is less than the amortized cost basis, the institution would record an additional other-than-temporary impairment and adjust the yield of the security prospectively. The amount of total other-than-temporary impairment for an available-for-sale security that previously was impaired is determined as the difference between its carrying amount prior to the determination of other-than-temporary impairment and its fair value.

Gains and losses on the sales of investments available-for-sale are determined using the specific identification method. Premiums and discounts are amortized or accreted into interest income over the term of the respective issues. The institution does not hold investments for trading purposes.

Mortgage-backed securities issued by Farmer Mac are also considered allowable investments but are not included in the investment limitation specified by the Farm Credit Administration regulations. Farmer Mac investments are classified either as held-to-maturity or available-for-sale depending on the institution's ability and intent to hold the investment to maturity.

- D. Loans and Allowance for Loan Losses: Long-term real estate mortgage loans generally have original maturities ranging from five to 30 years. Substantially all short- and intermediate-term loans for agricultural production or operating purposes have maturities of 10 years or less. Loans are carried at their principal amount outstanding adjusted for charge-offs and net deferred loan fees or costs. Interest on loans is accrued and credited to interest income based upon the daily principal amount

outstanding. Authoritative accounting guidance requires loan origination fees and direct loan origination costs, if material, to be capitalized and the net fee or cost to be amortized over the life of the related loan as an adjustment to yield.

Impaired loans are loans for which it is probable that not all principal and interest will be collected according to the contractual terms of the loan and are generally considered substandard or doubtful, which is in accordance with the loan rating model, as described below. Impaired loans include nonaccrual loans, restructured loans, and loans past due 90 days or more and still accruing interest. A loan is considered contractually past due when any principal repayment or interest payment required by the loan instrument is not received on or before the due date. A loan shall remain contractually past due until it is formally restructured or until the entire amount past due, including principal, accrued interest and penalty interest incurred as a result of past-due status, is collected or otherwise discharged in full.

A restructured loan constitutes a troubled debt restructuring (TDR) if for economic or legal reasons related to the debtor's financial difficulties the Association grants a concession to the debtor that it would not otherwise consider. A concession is generally granted in order to minimize the Association's economic loss and avoid foreclosure. Concessions vary by program and are borrower-specific and may include interest rate reductions, term extensions, payment deferrals or the acceptance of additional collateral in lieu of payments. In limited circumstances, principal may be forgiven. A loan restructured in a troubled debt restructuring is an impaired loan.

Impaired loans are generally placed in nonaccrual status when principal or interest is delinquent for 90 days (unless adequately secured and in the process of collection), circumstances indicate that collection of principal and/or interest is in doubt or legal action, including foreclosure or other forms of collateral conveyance, has been initiated to collect the outstanding principal and interest. When a loan is placed in nonaccrual status, accrued interest deemed uncollectible is either reversed (if accrued in the current year) or charged against the allowance for loan losses (if accrued in prior years). Loans are charged-off at the time they are determined to be uncollectible.

Payments received on nonaccrual loans are generally applied to the recorded investment in the loan asset. If collection of the recorded investment in the loan is fully expected and the loan does not have a remaining unrecovered prior charge-off associated with it, the interest portion of payments is recognized as current interest income. Nonaccrual loans may be returned to accrual status when principal and interest are current, the borrower has demonstrated payment performance, and collection of future payments is no longer in doubt. If previously unrecognized interest income exists at the time the loan is transferred to accrual status, cash received at the time of or subsequent to the transfer is first recorded as interest income until such time as the recorded balance equals the contractual indebtedness of the borrower.

The Bank and related associations use a two-dimensional loan rating model based on an internally generated combined system risk-rating guidance that incorporates a 14-point risk-rating scale to identify and track the probability of borrower default and a separate scale addressing loss given default over a period of time. Probability of default is the probability that a borrower will experience a default within 12 months from the date of the determination of the risk rating. A default is considered to have occurred if the lender believes the borrower will not be able to pay its obligation in full or the borrower is past due more than 90 days. The loss given default is management's estimate as to the anticipated economic loss on a specific loan assuming default has occurred or is expected to occur within the next 12 months.

Each of the probability of default categories carries a distinct percentage of default probability. The 14-point risk-rating scale provides for granularity of the probability of default, especially in the acceptable ratings. There are nine acceptable categories that range from a borrower of the highest quality to a borrower of minimally acceptable quality. The probability of default between 1 and 9 is very narrow and would reflect almost no default to a minimal default percentage. The probability of default grows more rapidly as a loan moves from a "9" to other assets especially mentioned (OAEM) and grows significantly as a loan moves to a substandard (viable) level. A substandard (non-viable) rating indicates that the probability of default is almost certain.

The credit risk-rating methodology is a key component of the Association's allowance for loan losses evaluation and is generally incorporated into its loan underwriting standards and internal lending limit. The allowance for loan losses is maintained at a level considered adequate by management to provide for probable losses inherent in the loan portfolio. The allowance is based on a periodic evaluation of the loan portfolio by management in which numerous factors are considered, including economic conditions, loan portfolio composition, collateral value, portfolio quality, current production conditions and economic conditions, and prior loan loss experience. Management may consider other qualitative factors in determining and supporting the level of allowances for loan losses including but not limited to the concentration of lending in agriculture, combined with uncertainties associated with farmland values, commodity prices, exports, government assistance programs, regional economic effects, borrower repayment capacity, depth of lender staff, and/or past trends and weather-related

influences. The allowance for loan losses encompasses various judgments, evaluations, and appraisals with respect to the loans and their underlying security that, by their nature, contain elements of uncertainty and imprecision. Changes in the agricultural economy and their impact on borrower repayment capacity will cause these various judgments, evaluations, and appraisals to change over time.

The allowance for loan losses includes components for loans individually evaluated for impairment and loans collectively evaluated for impairment. Generally, for loans individually evaluated the allowance for loan losses represents the difference between the recorded investment in the loan and the present value of the cash flows expected to be collected discounted at the loan's effective interest rate, or at the fair value of the collateral, less estimated costs to sell, if the loan is collateral-dependent. For those loans collectively evaluated for impairment, the allowance for loan losses is determined using the risk-rating model.

Transfers of an entire financial asset, group of entire financial assets, or a participating interest in an entire financial asset are accounted for as sales when control over the assets has been surrendered. Control over transferred assets is deemed to be surrendered when (1) the assets have been isolated from the association, (2) the transferee obtains the right to pledge or exchange the transferred assets, and (3) the Association does not maintain effective control over the transferred assets.

The Association purchases loan and lease participations from other System and non-System entities to generate additional earnings and diversify risk related to existing commodities financed and the geographic area served. Additionally, the Association sells a portion of certain large loans to other System and non-System entities to reduce risk and comply with established lending limits. Loans are sold and the sale terms comply with requirements under ASC 860 "Transfers and Servicing."

- E. **Capital Stock Investment in the Farm Credit Bank of Texas:** The Association's investment in the Bank is in the form of Class A voting capital stock and allocated retained earnings. This investment is adjusted periodically based on the Association's proportional utilization of the Bank compared to other District associations. The Bank requires a minimum stock investment of 2 percent of the Association's average borrowing from the Bank. This investment is carried at cost plus allocated equities in the accompanying consolidated balance sheet.

If needed to meet regulatory capital adequacy requirements, the board of directors of the Bank may increase the percentage of stock held by an association from 2 percent of the average outstanding balance of borrowings from the Bank to a maximum of 5 percent of the average outstanding balance of borrowings from the Bank.

- F. **Other Property Owned, Net:** Other property owned, net, consists of real and personal property acquired through foreclosure or deed in lieu of foreclosure, and is recorded at fair value less estimated selling costs upon acquisition and is included in other assets in the consolidated balance sheet. Any initial reduction in the carrying amount of a loan to the fair value of the collateral received is charged to the allowance for loan losses. On at least an annual basis, revised estimates to the fair value less cost to sell are reported as adjustments to the carrying amount of the asset, provided that such adjusted value is not in excess of the carrying amount at acquisition. Income and expenses from operations and carrying value adjustments are included in net gains (losses) on other property owned in the statements of comprehensive income.
- G. **Premises and Equipment:** Premises and equipment are carried at cost less accumulated depreciation. Land is carried at cost. Depreciation is provided on the straight-line method using estimated useful lives of the assets. Generally, long-lived assets are disposed at the end of their useful lives. Gains and losses on dispositions are reflected in current operations. Maintenance and repairs are charged to operating expense, and improvements are capitalized. Long-lived assets are reviewed for impairment whenever events or circumstances indicate the carrying amount of an asset group may not be recoverable.
- H. **Advance Conditional Payments:** The Association is authorized under the Act to accept advance payments from borrowers. To the extent that the borrower's access to such funds is restricted, the advance conditional payments are netted against the borrower's related loan balance. Amounts in excess of the related loan balance and amounts to which the borrower has unrestricted access are presented as liabilities in the accompanying consolidated balance sheet. Advance conditional payments are not insured. Interest is generally paid by the Association on such accounts at rates established by the board of directors.
- I. **Employee Benefit Plans:** Employees of the Association participate in either the District defined benefit retirement plan (DB plan) or the defined contribution plan (DC plan). All eligible employees may participate in the Farm Credit Benefits Alliance 401(k) Plan. The DB plan is closed to new participants. Participants generally include employees hired prior to January 1, 1996. The DB plan is noncontributory and provides benefits based on salary and years of service. The "projected unit credit" actuarial method is used for financial reporting and funding purposes for the DB plan.

Participants in the DC plan generally include employees who elected to transfer from the DB plan prior to January 1, 1996, and employees hired on or after January 1, 1996. Participants in the DC plan direct the placement of their employers' contributions, 5.0 percent of eligible pay for the year ended December 31, 2021, made on their behalf into various investment alternatives.

The structure of the district's DB plan is characterized as multi-employer, since neither the assets, liabilities nor costs of the plan are segregated or separately accounted for by the associations. No portion of any surplus assets is available to the associations, nor are the associations required to pay for plan liabilities upon withdrawal from the plans. As a result, the associations recognize as pension cost the required contribution to the plans for the year. Contributions due and unpaid are recognized as a liability. The Association recognized pension costs for the DC plan of \$239,262, \$227,251, and \$200,496 for the years ended December 31, 2021, 2020, and 2019 respectively. For the DB plan, the Association recognized pension costs of \$175,036, \$0, and \$0 for the years ended December 31, 2021, 2020, and 2019, respectively.

The Association also participates in the Farm Credit Benefits Alliance 401(k) Plan, which requires the associations to match 100 percent of employee contributions up to 3.0 percent of eligible earnings and to match 50 percent of employee contributions for the next 2.0 percent of employee contributions, up to a maximum employer contribution of 4.0 percent of eligible earnings. Association 401(k) plan costs are expensed as incurred. The Association's contributions to the 401(k) plan were \$177,898, \$160,612, and \$149,710 for the years ended December 31, 2021, 2020, and 2019, respectively.

In addition to pension benefits, the Association provides certain health care and life insurance benefits to qualifying retired employees (other postretirement benefits). These benefits are not characterized as multi-employer and, consequently, the liability for these benefits is included in other liabilities on the consolidated balance sheet. The other postretirement benefits program is closed to new participants. Eligibility applies to those hired prior to January 1, 2005.

- J. **Income Taxes:** The ACA holding company conducts its business activities through two wholly owned subsidiaries. Long-term mortgage lending activities are operated through the wholly owned FLCA subsidiary, which is exempt from federal and state income tax. Short- and intermediate-term lending activities are operated through the wholly owned PCA subsidiary. Operating expenses are allocated to each subsidiary based on estimated relative service. All significant transactions between the subsidiaries and the parent company have been eliminated in consolidation. The ACA, along with the PCA subsidiary, is subject to income tax. The Association is eligible to operate as a cooperative that qualifies for tax treatment under Subchapter T of the Internal Revenue Code. Accordingly, under specified conditions, the Association can exclude from taxable income amounts distributed as qualified cooperative dividends in the form of cash, stock or allocated retained earnings. Provisions for income taxes are made only on those earnings that will not be distributed as qualified cooperative dividends. The Association distributes patronage on the basis of book income. Deferred taxes are recorded on the tax effect of all temporary differences based on the assumption that such temporary differences are retained by the institution and will therefore impact future tax payments. A valuation allowance is provided against deferred tax assets to the extent that it is more likely than not (over 50 percent probability), based on management's estimate, that they will not be realized. The consideration of valuation allowances involves various estimates and assumptions as to future taxable earnings, including the effects of the Association's expected patronage program, which reduces taxable earnings
- K. **Patronage Refunds From the Farm Credit Bank of Texas:** The Association records patronage refunds from the Bank on an accrual basis.
- L. **Fair Value Measurement:** The FASB guidance defines fair value, establishes a framework for measuring fair value and expands disclosures about fair value measurements. It describes three levels of inputs that may be used to measure fair value:

Level 1 — Quoted prices in active markets for identical assets or liabilities that the reporting entity has the ability to access at the measurement date. Level 1 assets and liabilities include debt and equity securities and derivative contracts that are traded in an active exchange market, as well as certain U.S. Treasury, other U.S. government and agency mortgage-backed debt securities that are highly liquid and are actively traded in over-the-counter markets. Also included in Level 1 are assets held in trust funds, which relate to deferred compensation and the supplemental retirement plan. The trust funds include investments that are actively traded and have quoted net asset values that are observable in the marketplace. Pension plan assets that are invested in equity securities, including mutual funds and fixed-income securities that are actively traded, are also included in Level 1.

Level 2 — Observable inputs other than quoted prices included within Level 1 that are observable for the asset or liability either directly or indirectly. Level 2 inputs include the following: (a) quoted prices for similar assets or liabilities in active markets; (b) quoted prices for identical or similar assets or liabilities in markets that are not active so that they are traded

less frequently than exchange-traded instruments, the prices are not current or principal market information is not released publicly; (c) inputs other than quoted prices that are observable such as interest rates and yield curves, prepayment speeds, credit risks and default rates; and (d) inputs derived principally from or corroborated by observable market data by correlation or other means. This category generally includes certain U.S. government and agency mortgage-backed debt securities, corporate debt securities, and derivative contracts. Pension plan assets that are derived from observable inputs, including corporate bonds and mortgage-backed securities, are reported in Level 2.

Level 3 — Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities are considered Level 3. These unobservable inputs reflect the reporting entity's own assumptions about assumptions that market participants would use in pricing the asset or liability. Level 3 assets and liabilities include financial instruments whose value is determined using pricing models, discounted cash flow methodologies or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation. This category generally includes certain private equity investments, retained residual interests in securitizations, asset-backed securities, highly structured or long-term derivative contracts, certain loans and other property owned. Pension plan assets such as certain mortgage-backed securities that are supported by little or no market data in determining the fair value are included in Level 3.

The fair value disclosures are presented in Note 15, "Fair Value Measurements."

- M. Off-balance-sheet credit exposures: Commitments to extend credit are agreements to lend to customers, generally having fixed expiration dates or other termination clauses that may require payment of a fee. Commercial letters of credit are conditional commitments issued to guarantee the performance of a customer to a third party. These letters of credit are issued to facilitate commerce and typically result in the commitment being funded when the underlying transaction is consummated between the customer and third party. The credit risk associated with commitments to extend credit and commercial letters of credit is essentially the same as that involved with extending loans to customers and is subject to normal credit policies. Collateral may be obtained based on management's assessment of the customer's creditworthiness.
- N. Statement of Cash Flows: Certain reclassifications and restatements have been made to the prior year consolidated statements of comprehensive income and statements of cash flows to conform with the current year's presentation. These reclassifications and restatements had no impact on net income or total equity.

### **NOTE 3 — INVESTMENTS:**

#### ***Held-to-Maturity Investments:***

During 2021 and 2020, the Association did not exchange any additional mortgage loans that previously were covered under a long-term standby commitment to purchase agreement with Farmer Mac for a Farmer Mac guaranteed agricultural mortgage-backed security. During 2019, the Association serviced one Farmer Mac loan until its full repayment at maturity in the second quarter of 2019 and no longer carries this balance on the consolidated balance sheet. The Association did not hold any Farmer Mac agricultural mortgage-backed securities as of December 31, 2021, 2020, and 2019, respectively.

**NOTE 4 — LOANS AND ALLOWANCE FOR LOAN LOSSES:**

A summary of loans as of December 31 follows:

Loan Type	2021		2020		2019	
	Amount	%	Amount	%	Amount	%
Real estate mortgage	\$ 611,698,531	92.7%	\$550,978,356	90.1%	\$483,590,514	87.6%
Rural residential real estate	30,900,995	4.7%	32,456,787	5.3%	36,939,753	6.7%
Production and intermediate term	12,038,644	1.8%	17,123,455	2.8%	15,320,383	2.8%
Agribusiness:						
Processing and marketing	4,382,896	0.7%	9,913,106	1.6%	14,746,708	2.7%
Farm-related business	747,277	0.1%	612,590	0.1%	1,236,271	0.2%
Loans to cooperatives	-	0.0%	-	0.0%	486	0.0%
Lease receivables	303,993	0.0%	318,642	0.1%	34,170	0.0%
Total	\$ 660,072,336	100.0%	\$611,402,936	100.0%	\$551,868,285	100.0%

The Association may purchase or sell participation interests with other parties in order to diversify risk, manage loan volume, and comply with Farm Credit Administration regulations. The following table presents information regarding participations purchased and sold as of December 31, 2021:

	Other Farm Credit Institutions		Non-Farm Credit Institutions		Total	
	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold
	Real estate mortgage	\$ 11,389,324	\$ 23,338,541	\$ -	\$ -	\$ 11,389,324
Production and intermediate term	665,022	-	-	-	665,022	-
Agribusiness	-	1,284,670	-	-	-	1,284,670
Total	\$ 12,054,346	\$ 24,623,211	\$ -	\$ -	\$ 12,054,346	\$ 24,623,211

### Geographic Distribution

The following percentages are based on the borrower's physical location, the borrower's headquarter location, or the physical location of the underlying collateral where applicable:

County	2021	2020	2019
Anderson	11.3%	8.7%	10.1%
Collin	10.1%	12.2%	14.4%
Hunt	9.4%	10.0%	11.0%
Cherokee	8.3%	9.9%	7.7%
Smith	5.7%	6.5%	6.3%
Henderson	5.1%	5.8%	6.4%
Grayson	3.4%	3.0%	3.2%
Fannin	3.4%	3.4%	2.5%
Rusk	2.3%	1.9%	1.5%
Angelina	2.3%	2.3%	1.9%
Kaufman	2.2%	1.8%	1.1%
Nacogdoches	1.9%	2.2%	3.1%
Van Zandt	1.7%	1.4%	1.3%
Parker	1.7%	0.8%	1.2%
Palo Pinto	1.6%	0.6%	0.5%
Hopkins	1.4%	1.2%	0.8%
Rockwall	1.3%	1.7%	2.4%
San Augustine	1.2%	0.8%	0.8%
Cooke	1.2%	1.0%	1.0%
Denton	1.1%	0.8%	0.7%
Other Counties	20.9%	22.1%	21.6%
Other States	2.5%	2.0%	0.4%
<b>Totals</b>	<b>100.0%</b>	<b>100.0%</b>	<b>100.0%</b>

The Association's concentration of credit risk in various agricultural commodities is shown in the following table. While the amounts represent the Association's maximum potential credit risk as it relates to recorded loan principal, a substantial portion of the Association's lending activities is collateralized, and the Association's exposure to credit loss associated with lending activities is reduced accordingly. An estimate of the Association's credit risk exposure is considered in the determination of the allowance for loan losses.

Operation/Commodity	2021		2020		2019	
	Amount	%	Amount	%	Amount	%
Livestock, except dairy and poultry	233,237,861	35.3%	201,793,457	33.0%	178,638,150	32.4%
Field crops except cash grains	105,772,205	16.0%	103,993,582	17.0%	82,367,321	14.9%
Timber	98,071,106	14.9%	80,041,938	13.1%	62,664,824	11.3%
Rural home loans	57,701,210	8.7%	56,312,330	9.2%	59,476,476	10.8%
Hunting, trapping and game propagation	53,584,282	8.1%	64,225,999	10.5%	60,616,179	11.0%
General farms, primarily crops	50,986,286	7.7%	33,925,126	5.5%	35,686,467	6.4%
Poultry and eggs	18,137,341	2.8%	15,083,171	2.5%	15,805,010	2.9%
Animal specialties	12,177,216	1.8%	14,507,363	2.4%	14,146,631	2.6%
Agricultural services	7,597,358	1.2%	13,056,952	2.1%	17,112,228	3.1%
Lumber and wood products, except furniture	6,373,964	1.0%	14,974,994	2.4%	11,546,710	2.1%
Other	16,433,507	2.5%	13,488,024	2.3%	13,808,289	2.5%
<b>Total</b>	<b>\$ 660,072,336</b>	<b>100.0%</b>	<b>\$ 611,402,936</b>	<b>100.0%</b>	<b>\$ 551,868,285</b>	<b>100.0%</b>

The amount of collateral obtained, if deemed necessary upon extension of credit, is based on management's credit evaluation of the borrower. Collateral held varies but typically includes farmland and income-producing property, such as crops and livestock, as well as receivables. Long-term real estate loans are secured by the first liens on the underlying real property. Federal regulations state that long-term real estate loans are not to exceed 85 percent (or 97 percent if guaranteed by a government agency) of the

property's appraised value. However, a decline in a property's market value subsequent to loan origination or advances, or other actions necessary to protect the financial interest of the Association in the collateral, may result in the loan-to-value ratios in excess of the regulatory maximum.

To mitigate the risk of loan losses, the Association has obtained loan guarantees in the form of standby commitments to purchase qualifying loans from Farmer Mac through an arrangement with the Bank. The agreements, which will remain in place until the loans are paid in full, give the Association the right to sell the loans identified in the agreements to Farmer Mac in the event of defaults (typically four months past due), subject to certain conditions. At December 31, 2021, 2020, and 2019, loans totaling \$945,437, \$1,829,819 and \$2,800,776, respectively, were guaranteed by these commitments. Fees paid for these guarantees totaled \$9,033, \$11,695, and \$16,058 in 2021, 2020, and 2019, respectively, and are included in "other noninterest expense."

Impaired loans are loans for which it is probable that all principal and interest will not be collected according to the contractual terms.

The following table presents information relating to impaired loans:

	<b>2021</b>	December 31, 2020	2019
Nonaccrual loans:			
Current as to principal and interest	\$ 125,625	\$ 457,953	\$ 124,383
Past due	<b>69,103</b>	53,515	645,561
Total nonaccrual loans	<b>194,728</b>	511,468	769,944
Impaired accrual loans:			
Restructured accrual loans	<b>77,800</b>	270,600	283,410
Total impaired accrual loans	<b>77,800</b>	270,600	283,410
Total impaired loans	<b>\$ 272,528</b>	\$ 782,068	\$ 1,053,354

Nonperforming assets (including related accrued interest) and related credit quality statistics are as follows:

	<b>December 31, 2021</b>	December 31, 2020	December 31, 2019
<b>Nonaccrual loans:</b>			
Real estate mortgage	\$ 158,892	\$ 440,182	\$ 769,944
Rural residential real estate	<b>35,836</b>	29,517	-
Production and intermediate term	-	41,769	-
Total nonaccrual loans	<b>194,728</b>	511,468	769,944
<b>Accruing restructured loans:</b>			
Real estate mortgage	<b>77,800</b>	270,600	283,410
Total accruing restructured loans	<b>77,800</b>	270,600	283,410
Total nonperforming loans	<b>272,528</b>	782,068	1,053,354
Other property owned	-	1,077,925	1,077,925
Total nonperforming assets	<b>\$ 272,528</b>	\$ 1,859,993	\$ 2,131,279

One credit quality indicator utilized by the Bank and the Association is the Farm Credit Administration's Uniform Loan Classification System that categorizes loans into five categories. The categories are defined as follows:

- Acceptable – assets are expected to be fully collectible and represent the highest quality,
- Other assets especially mentioned (OAEM) – assets are currently collectible but exhibit some potential weakness,
- Substandard – assets exhibit some serious weakness in repayment capacity, equity and/or collateral pledged on the loan,
- Doubtful – assets exhibit similar weaknesses to substandard assets; however, doubtful assets have additional weaknesses in existing factors, conditions and values that make collection in full highly questionable, and
- Loss – assets are considered uncollectible.

The following table shows loans and related accrued interest classified under the Farm Credit Administration's Uniform Loan Classification System as a percentage of total loans and related accrued interest receivable by loan type as of December 31:

	<u>2021</u>		<u>2020</u>		<u>2019</u>
Real estate mortgage					
Acceptable	<b>99.3</b>	%	98.6	%	98.7
OAEM	<b>0.5</b>		1.1		0.3
Substandard/doubtful	<b>0.2</b>		0.3		1.0
	<b>100.0</b>		100.0		100.0
Rural residential real estate					
Acceptable	<b>99.9</b>		97.5		99.8
OAEM	-		2.4		0.1
Substandard/doubtful	<b>0.1</b>		0.1		0.1
	<b>100.0</b>		100.0		100.0
Production and intermediate term					
Acceptable	<b>98.5</b>		98.6		99.0
OAEM	<b>0.9</b>		0.7		0.4
Substandard/doubtful	<b>0.6</b>		0.7		0.6
	<b>100.0</b>		100.0		100.0
Processing and marketing					
Acceptable	<b>100.0</b>		100.0		100.0
OAEM	-		-		-
Substandard/doubtful	-		-		-
	<b>100.0</b>		100.0		100.0
Farm-related business					
Acceptable	<b>100.0</b>		100.0		100.0
OAEM	-		-		-
Substandard/doubtful	-		-		-
	<b>100.0</b>		100.0		100.0
Lease receivables					
Acceptable	<b>100.0</b>		100.0		100.0
OAEM	-		-		-
Substandard/doubtful	-		-		-
	<b>100.0</b>		100.0		100.0
Total Loans					
Acceptable	<b>99.3</b>		98.6		98.8
OAEM	<b>0.5</b>		1.1		0.3
Substandard/doubtful	<b>0.2</b>		0.3		0.9
	<b>100.0</b>	%	100.0	%	100.0

There were no loans and related interest in the loss category.

The following tables provide an aging analysis of past due loans (including accrued interest) as of December 31, 2021, 2020, and 2019:

December 31, 2021:	30-89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or less than 30 Days Past Due	Total Loans	Recorded Investment >90 Days and Accruing
Real estate mortgage	\$ 866,388	\$ 18,035	\$ 884,423	\$ 613,123,833	\$ 614,008,256	\$ -
Rural residential real estate	174,675	-	174,675	30,799,134	30,973,809	-
Production and intermediate term	-	-	-	12,198,116	12,198,116	-
Processing and marketing	-	-	-	4,392,238	4,392,238	-
Farm-related business	-	-	-	755,930	755,930	-
Lease receivables	-	-	-	304,925	304,925	-
<b>Total</b>	<b>\$ 1,041,063</b>	<b>\$ 18,035</b>	<b>\$ 1,059,098</b>	<b>\$ 661,574,176</b>	<b>\$ 662,633,274</b>	<b>\$ -</b>

  

December 31, 2020:	30-89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or less than 30 Days Past Due	Total Loans	Recorded Investment >90 Days and Accruing
Real estate mortgage	\$ 3,516,804	\$ 25,435	\$ 3,542,239	\$ 549,641,200	\$ 553,183,439	\$ -
Rural residential real estate	22,254	-	22,254	32,510,084	32,532,338	-
Production and intermediate term	49,390	-	49,390	17,280,585	17,329,975	-
Processing and marketing	-	-	-	9,934,840	9,934,840	-
Farm-related business	-	-	-	614,186	614,186	-
Lease receivables	-	-	-	319,190	319,190	-
<b>Total</b>	<b>\$ 3,588,448</b>	<b>\$ 25,435</b>	<b>\$ 3,613,883</b>	<b>\$ 610,300,085</b>	<b>\$ 613,913,968</b>	<b>\$ -</b>

  

December 31, 2019:	30-89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or less than 30 Days Past Due	Total Loans	Recorded Investment >90 Days and Accruing
Real estate mortgage	\$ 1,409,717	\$ 611,174	\$ 2,020,891	\$ 483,586,898	\$ 485,607,789	\$ -
Rural residential real estate	10,330	-	10,330	37,016,126	37,026,456	-
Production and intermediate term	46,781	-	46,781	15,469,051	15,515,832	-
Processing and marketing	-	-	-	14,810,796	14,810,796	-
Farm-related business	-	-	-	1,251,755	1,251,755	-
Lease receivables	-	-	-	34,170	34,170	-
<b>Total</b>	<b>\$ 1,466,828</b>	<b>\$ 611,174</b>	<b>\$ 2,078,002</b>	<b>\$ 552,168,796</b>	<b>\$ 554,246,798</b>	<b>\$ -</b>

Note: The recorded investment in the receivable is the face amount increased or decreased by applicable accrued interest and unamortized premium, discount, finance charges or acquisition costs, and may also reflect a previous direct write-down of the investment.

A restructuring of a debt constitutes a troubled debt restructuring if the creditor for economic or legal reasons related to the debtor's financial difficulties grants a concession to the debtor that it would not otherwise consider. Troubled debt restructurings are undertaken in order to improve the likelihood of recovery on the loan and may include, but are not limited to, forgiveness of principal or interest, interest rate reductions that are lower than the current market rate for new debt with similar risk, or significant term or payment extensions.

As of December 31, 2021, the total recorded investment of troubled debt restructured loans was \$95,835, including \$18,035 classified as nonaccrual and \$77,800 classified as accrual. There was no specific allowance for TDR loan losses as of December 31, 2021. As of December 31, 2021, there were no commitments to lend funds to borrowers whose loan terms have been modified in a troubled debt restructuring.

In restructurings where principal is forgiven, the amount of the forgiveness is immediately charged off. In restructurings where accrued interest is forgiven, the interest is reversed (if current year interest) or charged off (if prior year interest). There were no TDR charge-offs recorded and no TDR defaults for the year ending December 31, 2021.

The predominant form of concession granted for troubled debt restructuring includes extensions and/or rearranging of terms. Other types of modifications include principal or accrued interest reductions, interest rate decreases and delayed payments, among others. At times these terms might be offset with incremental payments, collateral or new borrower guarantees, in which case the Association assesses all of the modified terms to determine if the overall modification qualifies as a troubled debt restructuring.

There were no material commitments to lend to borrowers whose loans have been modified in TDRs as of December 31, 2021, 2020, and 2019.

The following table provides information on outstanding loans restructured in troubled debt restructurings at period end. These loans are included as impaired loans in the impaired loan table:

	Loans Modified as TDRs		
	December 31, 2021	December 31, 2020	December 31, 2019
Troubled debt restructurings:			
Real estate mortgage	\$ 95,835	\$ 296,034	\$ 318,269
Total	\$ 95,835	\$ 296,034	\$ 318,269
	TDRs in Nonaccrual Status*		
	December 31, 2021	December 31, 2020	December 31, 2019
Troubled debt restructurings:			
Real estate mortgage	\$ 18,035	\$ 25,435	\$ 34,859
Total	\$ 18,035	\$ 25,435	\$ 34,859

\*Represents the portion of loans modified as TDRs that are in nonaccrual status.

Additional impaired loan information is as follows:

	Recorded Investment at 12/31/2021	Unpaid Principal Balance <sup>a</sup>	Related Allowance	Average Impaired Loans	Interest Income Recognized
<b>Impaired loans with a related allowance for credit losses:</b>					
Real estate mortgage	\$ -	\$ -	\$ -	\$ -	\$ -
Production and intermediate term	-	-	-	-	-
Rural residential real estate	6,497	6,497	6,944	4,193	146
Total	\$ 6,497	\$ 6,497	\$ 6,944	\$ 4,193	\$ 146
<b>Impaired loans with no related allowance for credit losses:</b>					
Real estate mortgage	\$ 236,692	\$ 236,692	\$ -	\$ 261,613	\$ 3,899
Production and intermediate term	-	-	-	30,043	2,196
Rural residential real estate	29,339	29,339	-	29,137	-
Total	\$ 266,031	\$ 266,031	\$ -	\$ 320,793	\$ 6,095
<b>Total impaired loans:</b>					
Real estate mortgage	\$ 236,692	\$ 236,692	\$ -	\$ 261,613	\$ 3,899
Production and intermediate term	-	-	-	30,043	2,196
Rural residential real estate	35,836	35,836	6,944	33,330	146
Total	\$ 272,528	\$ 272,528	\$ 6,944	\$ 324,986	\$ 6,241

<sup>a</sup>Unpaid principal balance represents the recorded principal balance of the loan.

	Recorded Investment at 12/31/2020	Unpaid Principal Balance <sup>a</sup>	Related Allowance	Average Impaired Loans	Interest Income Recognized
<b>Impaired loans with a related allowance for credit losses:</b>					
Real estate mortgage	\$ -	\$ -	\$ -	\$ -	\$ -
Production and intermediate term	-	-	-	-	-
Rural residential real estate	-	-	-	-	-
Total	\$ -	\$ -	\$ -	\$ -	\$ -
<b>Impaired loans with no related allowance for credit losses:</b>					
Real estate mortgage	\$ 710,782	\$ 709,669	\$ -	\$ 537,177	\$ 20,218
Production and intermediate term	41,769	42,033	-	26,443	-
Rural residential real estate	29,517	29,517	-	20,259	-
Total	\$ 782,068	\$ 781,219	\$ -	\$ 583,879	\$ 20,218
<b>Total impaired loans:</b>					
Real estate mortgage	\$ 710,782	\$ 709,669	\$ -	\$ 537,177	\$ 20,218
Production and intermediate term	41,769	42,033	-	26,443	-
Rural residential real estate	29,517	29,517	-	20,259	-
Total	\$ 782,068	\$ 781,219	\$ -	\$ 583,879	\$ 20,218

<sup>a</sup>Unpaid principal balance represents the recorded principal balance of the loan.

	Recorded Investment at 12/31/2019	Unpaid Principal Balance <sup>a</sup>	Related Allowance	Average Impaired Loans	Interest Income Recognized
<b>Impaired loans with a related allowance for credit losses:</b>					
Real estate mortgage	\$ -	\$ -	\$ -	\$ -	\$ -
Production and intermediate term	-	-	-	-	-
Rural residential real estate	-	-	-	-	-
Total	\$ -	\$ -	\$ -	\$ -	\$ -
<b>Impaired loans with no related allowance for credit losses:</b>					
Real estate mortgage	\$ 1,053,354	\$ 1,053,514	\$ -	\$ 574,745	\$ 54,403
Production and intermediate term	-	-	-	-	-
Rural residential real estate	-	-	-	-	-
Total	\$ 1,053,354	\$ 1,053,514	\$ -	\$ 574,745	\$ 54,403
<b>Total impaired loans:</b>					
Real estate mortgage	\$ 1,053,354	\$ 1,053,514	\$ -	\$ 574,745	\$ 54,403
Production and intermediate term	-	-	-	-	-
Rural residential real estate	-	-	-	-	-
Total	\$ 1,053,354	\$ 1,053,514	\$ -	\$ 574,745	\$ 54,403

<sup>a</sup>Unpaid principal balance represents the recorded principal balance of the loan.

There were no material commitments to lend additional funds to debtors whose loans were classified as impaired at December 31, 2021, 2020 and 2019.

Interest income on nonaccrual and accruing restructured loans that would have been recognized under the original terms of the loans at December 31:

	<u>2021</u>	<u>2020</u>	<u>2019</u>
Interest income which would have been recognized under the original terms	\$ 27,095	\$ 44,438	\$ 89,326
Less: interest income recognized	(6,241)	(20,218)	(54,403)
Foregone interest income	<u>\$ 20,854</u>	<u>\$ 24,220</u>	<u>\$ 34,923</u>

A summary of the changes in the allowance for loan losses and unfunded commitments and the ending balance of loans outstanding are as follows:

	<u>Real Estate Mortgage</u>	<u>Production and Intermediate Term</u>	<u>Agribusiness</u>	<u>Communication</u>	<u>Rural Residential Real Estate</u>	<u>Lease Receivable</u>	<u>Mission- Related Investments</u>	<u>Total</u>
<b>Allowance for Credit Losses:</b>								
Balance at December 31, 2020	\$ 2,429,067	\$ 1,315,368	\$ 1,509,584	\$ -	\$ 18,168	\$ -	\$ -	\$ 5,272,187
Charge-offs	-	-	-	-	-	-	-	-
Recoveries	24,000	76,710	-	-	-	-	-	100,710
Other	-	-	60,000	-	-	-	-	60,000
Balance at December 31, 2021	<u>\$ 2,453,067</u>	<u>\$ 1,392,078</u>	<u>\$ 1,569,584</u>	<u>\$ -</u>	<u>\$ 18,168</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 5,432,897</u>
Ending Balance: individually evaluated for impairment	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 6,944</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 6,944</u>
Ending Balance: collectively evaluated for impairment	<u>\$ 2,453,067</u>	<u>\$ 1,392,078</u>	<u>\$ 1,569,584</u>	<u>\$ -</u>	<u>\$ 11,224</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 5,425,953</u>
<b>Recorded Investment in Loans Outstanding:</b>								
Ending Balance at December 31, 2021	<u>\$614,008,256</u>	<u>\$ 12,198,116</u>	<u>\$ 5,148,168</u>	<u>\$ -</u>	<u>\$30,973,809</u>	<u>\$ 304,925</u>	<u>\$ -</u>	<u>\$ 662,633,274</u>
Ending balance for loans individually evaluated for impairment	<u>\$ 236,692</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 35,836</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 272,528</u>
Ending balance for loans collectively evaluated for impairment	<u>\$613,771,564</u>	<u>\$ 12,198,116</u>	<u>\$ 5,148,168</u>	<u>\$ -</u>	<u>\$30,937,973</u>	<u>\$ 304,925</u>	<u>\$ -</u>	<u>\$ 662,360,746</u>

	Real Estate Mortgage	Production and Intermediate Term	Agribusiness	Communication	Rural Residential Real Estate	Lease Receivable	Mission- Related Investments	Total
<b>Allowance for Credit Losses:</b>								
Balance at								
December 31, 2019	\$ 2,429,067	\$ 1,200,931	\$ 1,593,584	\$ 4,840	\$ 18,168	\$ -	\$ -	\$ 5,246,590
Charge-offs	-	-	-	-	-	-	-	-
Recoveries	-	109,597	-	-	-	-	-	109,597
Other	-	4,840	(84,000)	(4,840)	-	-	-	(84,000)
Balance at								
December 31, 2020	\$ 2,429,067	\$ 1,315,368	\$ 1,509,584	\$ -	\$ 18,168	\$ -	\$ -	\$ 5,272,187

Ending Balance: individually evaluated for impairment	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Ending Balance: collectively evaluated for impairment	\$ 2,429,067	\$ 1,315,368	\$ 1,509,584	\$ -	\$ 18,168	\$ -	\$ -	\$ 5,272,187

**Recorded Investment  
in Loans Outstanding:**

Ending Balance at December 31, 2020	\$553,183,439	\$ 17,329,975	\$10,549,026	\$ -	\$32,532,338	\$ 319,190	\$ -	\$ 613,913,968
Ending balance for loans individually evaluated for impairment	\$ -	\$ 41,768	\$ 710,782	\$ -	\$ 29,517	\$ -	\$ -	\$ 782,067
Ending balance for loans collectively evaluated for impairment	\$553,183,439	\$ 17,288,207	\$ 9,838,244	\$ -	\$32,502,821	\$ 319,190	\$ -	\$ 613,131,901

	Real Estate Mortgage	Production and Intermediate Term	Agribusiness	Communication	Rural Residential Real Estate	Lease Receivable	Mission- Related Investments	Total
<b>Allowance for Credit Losses:</b>								
Balance at								
December 31, 2018	\$ 2,429,067	\$ 987,068	\$ 1,593,584	\$ 4,840	\$ 18,168	\$ -	\$ 2,744	\$ 5,035,471
Charge-offs	-	-	-	-	-	-	-	-
Recoveries	-	161,119	-	-	-	-	-	161,119
Other	-	52,744	-	-	-	-	(2,744)	50,000
Balance at								
December 31, 2019	\$ 2,429,067	\$ 1,200,931	\$ 1,593,584	\$ 4,840	\$ 18,168	\$ -	\$ -	\$ 5,246,590

Ending Balance: individually evaluated for impairment	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Ending Balance: collectively evaluated for impairment	\$ 2,429,067	\$ 1,200,931	\$ 1,593,584	\$ 4,840	\$ 18,168	\$ -	\$ -	\$ 5,246,590

**Recorded Investment  
in Loans Outstanding:**

Ending Balance at December 31, 2019	\$485,607,789	\$ 15,515,832	\$16,062,551	\$ -	\$37,026,456	\$ 34,170	\$ -	\$ 554,246,798
Ending balance for loans individually evaluated for impairment	\$ 1,053,354	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,053,354
Ending balance for loans collectively evaluated for impairment	\$484,554,435	\$ 15,515,832	\$16,062,551	\$ -	\$37,026,456	\$ 34,170	\$ -	\$ 553,193,444

## NOTE 5 — LEASES

The components of lease expense were as follows:

<u>Classification</u>	<u>2021</u>	<u>2020</u>	<u>2019</u>
Operating lease cost	<u>\$ 71,056</u>	<u>\$ 151,789</u>	<u>\$ 175,054</u>
Net lease cost	<u>\$ 71,056</u>	<u>\$ 151,789</u>	<u>\$ 175,054</u>

Other information related to leases was as follows:

	<u>2021</u>	<u>2020</u>	<u>2019</u>
Cash paid for amounts included in the measurement of lease liabilities:			
Operating cash flows for operating leases	<u>\$ 71,056</u>	<u>\$ 151,789</u>	<u>\$ 175,054</u>

Lease term and discount rate are as follows:

	<u>2021</u>	<u>2020</u>	<u>2020</u>
Weighted average remaining lease term in years			
Operating leases	1.52	1.77	1.81
Weighted average discount rate			
Operating leases	2.84%	2.84%	2.84%

The Association leases office space in Athens and Nacogdoches. During 2021, the lease for office space in Fort Worth ended and was not renewed. The leases for office space in Athens and Nacogdoches contain renewal and escalation clauses. The Association has historically exercised the renewal options available for branch locations. Lease expense was \$71,056, \$151,789, and \$175,054 for 2021, 2020, and 2019, respectively.

Future minimum lease payments under non-cancellable leases as of December 31, 2021, were as follows:

	<u>Operating Leases</u>
2022	\$ 35,321
2023	15,680
2024	-
2025	-
2026	-
Thereafter	-
Total lease payments	<u>\$ 51,001</u>

## NOTE 6 — INVESTMENT IN THE FARM CREDIT BANK OF TEXAS

The investment in the Farm Credit Bank of Texas is a requirement of borrowing from the Bank and is carried at cost plus allocated equities in the accompanying consolidated balance sheet. Estimating the fair value of the Association's investment in the Farm Credit Bank of Texas is not practicable because the stock is not traded. The Association owned 2.7 percent of the issued stock of the Bank as of December 31, 2021, 2020, and 2019, respectively. As of those dates, the Bank's assets totaled \$33.1 billion, \$28.2 billion, and \$25.7 billion, respectively, and members' equity totaled \$2.0 billion, \$2.0 billion, and \$1.8 billion, respectively. The Bank's earnings were \$254.6 million, \$251.1 million, and \$203.0 million during 2021, 2020 and 2019, respectively.

**NOTE 7 — PREMISES AND EQUIPMENT:**

Premises and equipment consisted of the following at December 31:

	<u>2021</u>	<u>2020</u>	<u>2019</u>
Building and improvements	\$ 5,551,128	\$ 5,419,718	\$ 4,332,381
Land and improvements	1,059,768	824,768	634,268
Automobiles	880,475	753,067	603,272
Furniture and equipment	321,095	337,237	332,001
Computer equipment and software	268,749	302,297	238,804
Construction in progress	2,600	-	-
	<u>8,083,815</u>	<u>7,637,087</u>	<u>6,140,726</u>
Accumulated depreciation	<u>(2,609,509)</u>	<u>(2,292,372)</u>	<u>(2,113,060)</u>
Total	<u>\$ 5,474,306</u>	<u>\$ 5,344,715</u>	<u>\$ 4,027,666</u>

**NOTE 8 — OTHER PROPERTY OWNED, NET:**

Net gain (loss) on other property owned, net consists of the following for the years ended December 31:

	<u>2021</u>	<u>2020</u>	<u>2019</u>
Gain on sale, net	\$ 248,642	\$ -	\$ 29,751
Operating expense, net	(6,415)	(40,258)	(43,048)
Net gain (loss) on other property owned	<u>\$ 242,227</u>	<u>\$ (40,258)</u>	<u>\$ (13,297)</u>

As of December 31, 2021, the Association did not hold any acquired property.

**NOTE 9 — OTHER ASSETS AND OTHER LIABILITIES:**

Other assets comprised the following at December 31:

	<u>2021</u>	<u>2020</u>	<u>2019</u>
Prepaid captive insurance premiums	\$ 247,641	\$ 238,298	\$ 214,577
Prepaid expenses	70,825	28,096	22,667
Other accounts receivable, net	(10,009)	(7,851)	210,939
Other, net	114,991	189,960	28,525
Total	<u>\$ 423,448</u>	<u>\$ 448,503</u>	<u>\$ 476,708</u>

Other liabilities comprised the following at December 31:

	<u>2021</u>	<u>2020</u>	<u>2019</u>
Accumulated postretirement benefit obligation	\$ 1,651,360	\$ 1,615,166	\$ 1,368,339
Other accrued expenses, net	2,117,863	1,789,344	1,149,796
FCS premium payable	837,214	441,686	382,951
Other, net	251,199	395,279	419,617
Total	<u>\$ 4,857,636</u>	<u>\$ 4,241,475</u>	<u>\$ 3,320,703</u>

## **NOTE 10 — NOTE PAYABLE TO THE BANK:**

The interest rate risk inherent in the Association's loan portfolio is substantially mitigated through the funding relationship with the Bank. The Bank manages interest rate risk through its direct loan pricing and asset/liability management process. The Association's indebtedness to the Bank represents borrowings by the Association to fund the majority of its loan portfolio. The indebtedness is collateralized by a pledge of substantially all of the Association's assets and is governed by a general financing agreement (GFA). The interest rate on the direct loan is based upon the Bank's cost of funding the loans the Association has outstanding to its borrowers. The indebtedness continues in effect until the expiration date of the GFA, which is September 30, 2023, unless sooner terminated by the Bank upon the occurrence of an event of default, or by the Association, in the event of a breach of this agreement by the Bank, upon giving the Bank 30 calendar days' prior written notice, or in all other circumstances, upon giving the Bank 120 days' prior written notice.

The total amount and the weighted average interest rate of the Association's direct loan from the Bank at December 31, 2021, 2020, and 2019, was \$568,220,382 at 2.00 percent, \$525,451,138 at 2.02 percent, and \$469,151,950 at 3.01 percent, respectively.

Under the Act, the Association is obligated to borrow only from the Bank unless the Bank approves borrowing from other funding sources. The Bank and FCA regulations have established limitations on the Association's ability to borrow funds based on specified factors or formulas relating primarily to credit quality and financial condition. At December 31, 2021, 2020, and 2019, the Association's note payable was within the specified limitations. The maximum amount the Association may borrow from the Bank as of December 31, 2021, was \$660,510,432, as defined by the GFA.

In addition to borrowing limits, the financing agreement establishes certain covenants including limits on leases, investments, other debt, and dividend and patronage distributions; minimum standards for return on assets and for liquidity; and provisions for conducting business, maintaining records, reporting financial information, and establishing policies and procedures. Remedies specified in the GFA associated with the covenants include additional reporting requirements, development of action plans, increases in interest rates on indebtedness, reduction of lending limits, or repayment of indebtedness. As of and for the years ended December 31, 2021, 2020, and 2019, the Association was not subject to remedies associated with the covenants in the GFA.

Other than our funding relationship with the Bank, we have no other uninsured or insured debt.

## **NOTE 11 — MEMBERS' EQUITY:**

A description of the Association's capitalization requirements, protection mechanisms, regulatory capitalization requirements and restrictions, and equities are provided below.

Protection of certain borrower equity is provided under the Act that requires the Association, when retiring protected borrower equity, to retire such equity at par or stated value regardless of its book value. Protected borrower equity includes capital stock, participation certificates and allocated equities that were outstanding as of January 6, 1988, or were issued or allocated prior to October 6, 1988. If an association is unable to retire protected borrower equity at par value or stated value, amounts required to retire this equity would be obtained from the Insurance Fund.

In accordance with the Act and the Association's capitalization bylaws, each borrower is required to invest in the Association as a condition of borrowing. The investment in Class B capital stock (for farm loans) or participation certificates (for rural home and farm-related business loans) is equal to 2.0 percent of the loan amount, up to a maximum amount of \$1,000 per individual customer or entity versus the previous requirement of 2.0 percent of the holder's aggregate loan balance outstanding, or a maximum of \$1,000 per individual loan.

The borrower acquires ownership of the capital stock or participation certificates at the time the loan is made, usually by adding the aggregate par value of the capital stock or participation certificates to the principal amount of the related loan obligation. The capital stock or participation certificates are subject to a first lien by the Association. Retirement of such equities will generally be at the lower of par or book value, and repayment of a loan does not automatically result in retirement of the corresponding capital stock or participation certificates.

If needed to meet regulatory capital adequacy requirements, the board of directors of the Association may increase the percentage of stock requirement for each borrower up to a maximum of 10 percent of the loan amount.

Each owner of Class B capital stock is entitled to a single vote, while participation certificates provide no voting rights to their owners.

Within two years of repayment of a loan, the Association capital bylaws require the conversion of any borrower's outstanding Class B to Class C stock. Class C stock has no voting rights except in a case where a new issuance of preferred stock has been submitted to stockholders affected by the preference. Redemption of Class C shares is made solely at the discretion of the Association's board of directors. At December 31, 2021, 2020, and 2019, the Association had no Class C stock.

All borrower stock is at-risk. As such, losses that result in impairment of capital stock or participation certificates shall be borne on a pro rata basis by all holders of Class B capital stock and participation certificates. In the event of liquidation of the Association, capital stock and participation certificates would be utilized as necessary to satisfy any remaining obligations in excess of the amounts realized on the sale or liquidation of assets. Any excess of the amounts realized on the sale or liquidation of assets over the Association's obligations to external parties and to the Bank would be distributed to the Association's stockholders.

Cooperative dividends may be paid on the capital stock and participation certificates of the Association, as the board of directors may determine by resolution, subject to capitalization requirements as defined by the FCA. Amounts not distributed are retained as unallocated retained earnings. The following table provides information on the cooperative dividends declared in 2021, 2020, and 2019, respectively:

<u>Consolidated Net Earnings</u> <u>Period Ended December 31:</u>	<u>Date Declared</u>	<u>Date to be Paid</u>	<u>Declared Cooperative</u> <u>Dividend</u>
2021	January 2022	March 2022	\$ 4,319,303
		<b>Total 2021 Period</b>	<b>\$ 4,319,303</b>
2020	January 2021	March 2021	\$ 3,969,854
		Total 2020 Period	\$ 3,969,854
2019	January 2020	March 2020	\$ 3,834,972 <sup>a</sup>
		Total 2019 Period	\$ 3,834,972

<sup>a</sup>\$3,834,399 was paid during 2020.

The Farm Credit Administration sets minimum regulatory capital requirements for banks and associations. Effective January 1, 2017, new regulatory capital requirements for banks and associations were adopted. These new requirements replaced the core surplus and total surplus requirements with Common Equity Tier 1, Tier 1 Capital, and Total Capital risk-based capital ratio requirements. The new requirements also replaced the existing net collateral ratio for System banks with a Tier 1 Leverage ratio and an Unallocated Retained Earnings (URE) and URE Equivalents Leverage ratio that are applicable to both the banks and associations. The Permanent Capital Ratio continues to remain in effect; however, the risk-adjusted assets are calculated differently than in the past. As of December 31, 2021, the Association is not prohibited from retiring stock or distributing earnings; furthermore, neither the board nor senior management knows of any such prohibitions that may apply during the subsequent fiscal year.

The following sets forth the regulatory capital ratio requirements and ratios at December 31, 2021:

<u>Risk-weighted:</u>	<u>Regulatory</u> <u>Minimums</u>	<u>Regulatory</u> <u>Minimums with Buffer</u>	<u>As of</u> <u>December 31, 2021</u>
Common equity tier 1 ratio	4.50%	7.00%	12.99%
Tier 1 capital ratio	6.00%	8.50%	12.99%
Total capital ratio	8.00%	10.50%	13.84%
Permanent capital ratio	7.00%	7.00%	13.10%
<u>Non-risk-weighted:</u>			
Tier 1 leverage ratio	4.00%	5.00%	12.66%
UREE leverage ratio	1.50%	1.50%	13.73%

Risk-weighted assets have been defined by FCA Regulations as the Statement of Condition assets and off-balance sheet commitments adjusted by various percentages, depending on the level of risk inherent in the various types of assets. The primary changes which generally have the impact of increasing risk-weighted assets (decreasing risk-based regulatory capital ratios) were as follows:

- Inclusion of off-balance sheet commitments less than 14 months
- Increased risk-weighting of most loans 90 days past due or in nonaccrual status

Risk-weighted assets is calculated differently for the permanent capital ratio (referred to herein as PCR risk-weighted assets) compared to the other risk-based capital ratios. The primary difference is the deduction of the allowance for loan losses from risk-weighted assets for the permanent capital ratio.

The ratios are based on a three-month average daily balance in accordance with FCA regulations and are calculated as follows:

- Common equity tier 1 ratio is statutory minimum purchased borrower stock, other required borrower stock held for a minimum of 7 years, allocated equities held for a minimum of 7 years or not subject to revolvement, unallocated retained earnings, paid-in capital, less certain regulatory required deductions including the amount of allocated investments in other System institutions, and the amount of purchased investments in other System institutions under the corresponding deduction approach, divided by average risk-weighted assets.
- Tier 1 capital ratio is common equity tier 1 plus non-cumulative perpetual preferred stock, divided by average risk-weighted assets.
- Total capital is tier 1 capital plus other required borrower stock held for a minimum of 5 years, allocated equities held for a minimum of 5 years, subordinated debt and limited-life preferred stock greater than 5 years to maturity at issuance subject to certain limitations, allowance and reserve for credit losses under certain limitations less certain investments in other System institutions under the corresponding deduction approach, divided by average risk-weighted assets.
- Permanent capital ratio (PCR) is all at-risk borrower stock, any allocated excess stock, unallocated retained earnings, paid-in capital, subordinated debt and preferred subject to certain limitations, less certain allocated and purchased investments in other System institutions, divided by PCR risk-weighted assets.
- Tier 1 leverage ratio is tier 1 capital (at least 1.5 percent must be URE and URE equivalents), including regulatory deductions, divided by average assets less regulatory deductions subject to tier 1 capital.
- UREE leverage ratio is unallocated retained earnings, paid-in capital, allocated surplus not subject to revolvement less certain regulatory required deductions including the amount of allocated investments in other System institutions divided by average assets less regulatory deductions subject to tier 1 capital.

If the capital ratios fall below the total requirements, including the buffer amounts, capital distributions (equity redemptions, dividends, and patronage) and discretionary senior executive bonuses are restricted or prohibited without prior FCA approval.

The components of the Association's risk-weighted capital, based on 90-day average balances, were as follows at December 31, 2021:

	Common equity tier 1 ratio	Tier 1 capital ratio	Total capital ratio	Permanent capital ratio
Numerator:				
Unallocated retained earnings	\$ 90,999,755	\$ 90,999,755	\$ 90,999,755	\$ 90,999,755
Common Cooperative Equities:				
Statutory minimum purchased borrower stock	2,728,645	2,728,645	2,728,645	2,728,645
Allowance for loan losses and reserve for credit losses subject to certain limitations*	-	-	5,511,601	-
Regulatory Adjustments and Deductions:				
Amount of allocated investments in other System institutions	(9,805,806)	(9,805,806)	(9,805,806)	(9,805,806)
	<u>\$ 83,922,594</u>	<u>\$ 83,922,594</u>	<u>\$ 89,434,195</u>	<u>\$ 83,922,594</u>
Denominator:				
Risk-adjusted assets excluding allowance	\$ 656,061,857	\$ 656,061,857	\$ 656,061,857	\$ 656,061,857
Regulatory Adjustments and Deductions:				
Regulatory deductions included in total capital	(9,805,806)	(9,805,806)	(9,805,806)	(9,805,806)
Allowance for loan losses	-	-	-	(5,411,601)
	<u>\$ 646,256,051</u>	<u>\$ 646,256,051</u>	<u>\$ 646,256,051</u>	<u>\$ 640,844,450</u>

\*Capped at 1.25% of risk-weighted assets and inclusive of the reserve for unfunded commitments.

The components of the Association's non-risk-weighted capital, based on 90-day average balances, were as follows at December 31, 2021:

	Tier 1 leverage ratio	UREE leverage ratio
Numerator:		
Unallocated retained earnings	\$ 90,999,755	\$ 90,999,755
Common Cooperative Equities:		
Statutory minimum purchased borrower stock	2,728,645	-
Regulatory Adjustments and Deductions:		
Amount of allocated investments in other System institutions	(9,805,806)	-
	<u>\$ 83,922,594</u>	<u>\$ 90,999,755</u>
Denominator:		
Total Assets	\$ 675,298,800	\$ 675,298,800
Regulatory Adjustments and Deductions:		
Regulatory deductions included in tier 1 capital	(12,392,068)	(12,392,068)
	<u>\$ 662,906,732</u>	<u>\$ 662,906,732</u>

An adequate level of capital is necessary for the Association to offer competitive loan products, generate earnings, withstand economic duress, and sustain growth. It is the intent of the Association board to manage the Association's capital position to support its business objectives while recognizing that the accumulation of excess capital is a direct cost to shareholders. Therefore, the establishment of the Association's capital requirement must reach a balance between the amount of capital necessary to cover business risks and the level that creates long-term value to the shareholder.

The Association has established a capital planning process that provides an objective basis for determining its capital requirement. This planning process incorporates the income, expense, capital, and business goal projections for the Association and the financial performance standards of the Bank. The Association management, the board and the Bank monitor the Association's capital ratios, asset quality, and earnings in order to gauge safety and soundness.

The board has established minimum capital goals that achieve regulatory minimum plus the buffer in Total Regulatory Capital (TRC), Tier 1 Capital (T1), Common Equity Tier 1 Capital (CET1), Unallocated Retained Earnings (URE) and URE Equivalents. Current projections support the fact that the Association will be able to maintain new loan volume, support existing loan portfolio risk and continue to maintain capital levels. However, in the event that capital for the Association falls below the minimum goal, the board and management have evaluated ways to increase its capital position and would employ one or more of these alternatives to increase the capital position to achieve the minimum levels established by the board.

An FCA regulation empowers the FCA to direct a transfer of funds or equities by one or more System institutions to another System institution under specified circumstances. The Association has not been called upon to initiate any transfers and is not aware of any proposed action under this regulation.

At December 31, the Association had the following shares of Class B stock and participation certificates outstanding at a par value of \$5 per share:

	2021	2020	2019
Class B stock	<u>486,229</u>	469,274	439,361
Participation certificates	<u>57,276</u>	60,402	62,925
Total	<u>543,505</u>	<u>529,676</u>	<u>502,286</u>

An additional component of equity is accumulated other comprehensive loss, which is reported for the years ended December 31 as follows:

	Accumulated Other Comprehensive Loss		
	2021	2020	2019
Nonpension postretirement benefits	<u>\$ (310,037)</u>	<u>\$ (346,227)</u>	<u>\$ (123,589)</u>

The Association's accumulated other comprehensive income (loss) relates entirely to its nonpension other postretirement benefits. The following table summarizes the changes in accumulated other comprehensive income (loss) and the location on the income statement for the years ended December 31:

	2021	2020	2019
Accumulated other comprehensive (loss) income at January 1	<u>\$ (346,227)</u>	<u>\$ (123,589)</u>	<u>\$ 17,965</u>
Actuarial gains (losses)	<u>16,844</u>	<u>(219,688)</u>	<u>(135,138)</u>
Amortization of prior service credit included in salaries and employee benefits	<u>(6,416)</u>	<u>(6,416)</u>	<u>(6,416)</u>
Amortization of actuarial loss included in salaries and employee benefits	<u>25,762</u>	<u>3,466</u>	<u>-</u>
Other comprehensive income (loss)	<u>36,190</u>	<u>(222,638)</u>	<u>(141,554)</u>
Accumulated other comprehensive loss at December 31	<u>\$ (310,037)</u>	<u>\$ (346,227)</u>	<u>\$ (123,589)</u>

#### NOTE 12 — INCOME TAXES:

There was no provision for income taxes for 2021, 2020, and 2019. The provision for income tax differs from the amount of income tax determined by applying the applicable U.S. statutory federal income tax rate to pretax income as follows for the years ended December 31:

	2021	2020	2019
Federal tax at statutory rate	<u>\$ 2,014,731</u>	<u>\$ 1,864,325</u>	<u>\$ 1,625,390</u>
Effect of nontaxable FLCA subsidiary	<u>(2,182,120)</u>	<u>(2,099,731)</u>	<u>(1,962,806)</u>
Change in valuation allowance	<u>156,607</u>	<u>246,188</u>	<u>337,416</u>
Other	<u>10,782</u>	<u>(10,782)</u>	<u>-</u>
Provision for income taxes	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

Deferred tax assets and liabilities in accordance with accounting guidance, "Accounting for Income Taxes," are comprised of the following at December 31:

	2021	2020	2019
<u>Deferred Tax Assets</u>			
Allowance for loan losses	<u>\$ 712,760</u>	<u>\$ 698,751</u>	<u>\$ 680,776</u>
Loss carryforwards	<u>6,280,361</u>	<u>6,137,763</u>	<u>5,909,550</u>
Gross deferred tax assets	<u>6,993,121</u>	<u>6,836,514</u>	<u>6,590,326</u>
Deferred tax asset valuation allowance	<u>(6,993,121)</u>	<u>(6,836,514)</u>	<u>(6,590,326)</u>
<u>Deferred Tax Liabilities</u>			
Other	<u>-</u>	<u>-</u>	<u>-</u>
Gross deferred tax liabilities	<u>-</u>	<u>-</u>	<u>-</u>
Net deferred tax asset (liability)	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

The calculation of tax assets and liabilities involves various management estimates and assumptions as to the future taxable earnings.

The Association carried a deferred tax asset of \$6,993,121, \$6,836,514, and \$6,590,326 as of December 31, 2021, 2020, and 2019, respectively. This asset results from the establishment of an allowance for loan losses on the short-term loan portfolio, and a net operating loss carryforward for Heritage Production Credit, PCA as shown above. The Association has recorded a full valuation allowance against the gross deferred tax asset for the years ending December 31, 2021, 2020, and 2019 based on management's estimate that it is more likely than not (over 50 percent probability) that the deferred tax asset will not be realized. The Association will continue to evaluate the realizability of the deferred tax assets and adjust the valuation allowance accordingly. The Association's net operating loss carryforward at December 31, 2021 approximates \$29,906,480, of which \$25,550,135 will begin to expire in 2024 and \$4,356,345 has an indefinite carryforward period.

#### **NOTE 13 — EMPLOYEE BENEFIT PLANS:**

**Employee Retirement Plans:** Employees of the Association participate in either the defined benefit retirement plan (DB plan) or the defined contributions plan (DC plan) and are eligible to participate in the Farm Credit Benefits Alliance 401(k) Plan. These plans are described more fully in section I of Note 2, "Summary of Significant Accounting Policies." The structure of the District's DB plan is characterized as multi-employer, since neither the assets, liabilities nor cost of any plan is segregated or separately accounted for by participating employers (Bank and associations). No portion of any surplus assets is available to any participating employer. As a result, participating employers of the plan only recognize as cost the required contributions for the period and a liability for any unpaid contributions required for the period of their financial statements. Plan obligations, assets and the components of annual benefit expenses are recorded and reported upon district combination only. The Association records current contributions to the DB plan as an expense in the current year.

The CEO and certain executive or highly-compensated employees in the Association are eligible to participate in a separate nonqualified supplemental 401(k) plan, named the Farm Credit Benefits Alliance Nonqualified Supplemental 401(k) Plan (supplemental 401(k) plan). This plan allows District employers to elect to participate in any or all of the following benefits:

- Restored Employer Contributions – to allow "make-up" contributions for eligible employees whose benefits to the qualified 401(k) plan were limited by the Internal Revenue Code during the year
- Elective Deferrals – to allow eligible employees to make pre-tax deferrals of compensation above and beyond any deferrals into the qualified 401(k) plan
- Discretionary Contributions – to allow participating employers to make a discretionary contribution to an eligible employee's account in the plan, and to designate a vesting schedule

There were no Supplemental 401(k) plans to active employees during 2021, 2020, and 2019.

The DB plan is non-contributory and benefits are based on salary and years of service. The legal name of the plan is Farm Credit Bank of Texas Pension Plan; its employer identification number is 74-1110170. The DB plan is not subject to any contractual expiration dates. The DB plan's funding policy is to fund current year benefits expected to be earned by covered employees plus an amount to improve the accumulated benefit obligation funded status by a percentage approved by the plan sponsor. The plan sponsor is the board of the Farm Credit Bank of Texas. The "projected unit credit" actuarial method is used for both financial reporting and funding purposes. District employers have the option of providing enhanced retirement benefits, under certain conditions, within the DB plan, to facilitate reorganization and/or restructuring. The actuarial present value of vested and nonvested accumulated benefit obligation exceeded the net assets of the DB plan as of December 31, 2021.

The risks of participating in these multi-employer plans are different from single-employer plans in the following aspects:

- a. Assets contributed to the multi-employer plan by one employer may be used to provide benefits to employees of other participating employers.
- b. If a participating employer stops contributing to the plan, the unfunded obligations of the plan may be borne by the remaining participating employers.
- c. If the Association chooses to stop participating in some of its multi-employer plans, it may be required to pay the plan an amount based on the underfunded status of the plan, referred to as a withdrawal liability.

The following table includes additional information regarding the funded status of the plan, the Association's contributions, and the percentage of Association contribution to total plan contributions for the years ended December 31, 2021, 2020 and 2019:

	<u>2021</u>	<u>2020</u>	<u>2019</u>
Funded status of plan	<b>70.5 %</b>	62.6 %	66.2 %
Association's contribution	<b>\$ 175,036</b>	\$ -	\$ -
Percentage of Association's contribution to total contributions	<b>1.2 %</b>	0.0 %	0.0 %

The funded status presented above is based on the percentage of plan assets to projected benefit obligations. DB plan funding is based on the percentage of plan assets to the accumulated benefit obligation, which was 72.0 percent, 64.3 percent, and 68.0 percent at December 31, 2021, 2020, and 2019, respectively.

**Other Postretirement Benefits:** In addition to pension benefits, the Association provides certain health care benefits to qualifying retired employees (other postretirement benefits). These benefits are not characterized as multi-employer and, consequently, the liability for these benefits is included in other liabilities. The other postretirement benefits program is closed to new participants. Eligibility applies to those hired prior to January 1, 2005.

The following table reflects the benefit obligation, cost, and actuarial assumptions for the Association's other postretirement benefits:

<b>Disclosure Information Related to Retirement Benefits</b>	<b>2021</b>	<b>2020</b>	<b>2019</b>
<b>Change in Accumulated Postretirement Benefit Obligation</b>			
Accumulated postretirement benefit obligation, beginning of year	\$ 1,618,224	\$ 1,368,337	\$ 1,200,673
Service cost	38,917	22,835	18,166
Interest cost	44,707	46,461	55,846
Plan participants' contributions	3,319	3,390	4,753
Actuarial (gain) loss	(16,844)	219,688	135,138
Benefits paid	(36,963)	(42,487)	(46,237)
Accumulated postretirement benefit obligation, end of year	<u>\$ 1,651,360</u>	<u>\$ 1,618,224</u>	<u>\$ 1,368,339</u>
<b>Change in Plan Assets</b>			
Plan assets at fair value, beginning of year	\$ -	\$ -	\$ -
Company contributions	33,644	39,097	41,484
Plan participants' contributions	3,319	3,390	4,753
Benefits paid	(36,963)	(42,487)	(46,237)
Plan assets at fair value, end of year	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Funded status of the plan	<u>\$ (1,651,360)</u>	<u>\$ (1,618,224)</u>	<u>\$ (1,368,339)</u>
<b>Amounts Recognized on the Balance Sheets</b>			
Other liabilities	<u>\$ (1,651,360)</u>	<u>\$ (1,618,224)</u>	<u>\$ (1,368,339)</u>
<b>Amounts Recognized in Accumulated Other Comprehensive Income</b>			
Net actuarial loss	\$ 342,370	\$ 384,976	\$ 168,754
Prior service credit	(32,333)	(38,749)	(45,165)
Total	<u>\$ 310,037</u>	<u>\$ 346,227</u>	<u>\$ 123,589</u>
<b>Weighted-Average Assumptions Used to Determine Obligations at Year End</b>			
Measurement date	<b>12/31/2021</b>	12/31/2020	12/31/2019
Discount rate	<b>3.15%</b>	2.80%	3.45%
Health care cost trend rate assumed for next year (pre-/post-65) - medical	<b>6.80%/6.00%</b>	6.60%/6.20%	6.90%/6.40%
Ultimate health care cost trend rate	<b>4.50%</b>	4.50%	4.50%
Year that the rate reaches the ultimate trend rate	<b>2030/2030</b>	2028/2029	2028/2029

<b>Total Cost</b>	<b>2021</b>	<b>2020</b>	<b>2019</b>
Service cost	\$ 38,917	\$ 22,835	\$ 18,166
Interest cost	44,707	46,461	55,846
Amortization of:			
Unrecognized prior service credit	(6,416)	(6,416)	(6,416)
Unrecognized net loss	25,762	3,466	-
Net postretirement benefit cost	\$ 102,970	\$ 66,346	\$ 67,596
<b>Other Changes in Plan Assets and Projected Benefit Obligation</b>			
<b>Recognized in Other Comprehensive Income</b>			
Net actuarial (gain) loss	\$ (16,844)	\$ 219,688	\$ 135,138
Amortization of net actuarial gain	(25,762)	(3,466)	-
Amortization of prior service credit	6,416	6,416	6,416
Total recognized in other comprehensive income	\$ (36,190)	\$ 222,638	\$ 141,554
<b>AOCI Amounts Expected to be Amortized Into Expense in 2022</b>			
Unrecognized prior service credit	(6,416)	(6,416)	(6,416)
Unrecognized net loss	22,406	25,762	3,416
Total	\$ 15,990	\$ 19,346	\$ (3,000)
<b>Weighted-Average Assumptions Used to Determine Benefit Cost</b>			
Measurement date	12/31/2020	12/31/2019	12/31/2018
Discount rate	2.80%	3.45%	4.75%
Health care cost trend rate assumed for next year (pre-/post-65) - medical	6.60%/6.20%	6.90%/6.40%	7.30%/6.90%
Ultimate health care cost trend rate	4.50%	4.50%	4.50%
Year that the rate reaches the ultimate trend rate	2029	2028/2029	2026/2027
<b>Expected Future Cash Flows</b>			
<b>Expected Benefit Payments (net of employee contributions)</b>			
Fiscal 2022	\$ 47,060		
Fiscal 2023	46,183		
Fiscal 2024	47,014		
Fiscal 2025	52,957		
Fiscal 2026	59,397		
Fiscal 2027–2031	409,387		
<b>Expected Contributions</b>			
Fiscal 2022	\$ 47,060		

**NOTE 14 — RELATED PARTY TRANSACTIONS:**

Directors of the Association, except for any director-elected directors, are required to be borrowers/stockholders of the Association. Also, in the ordinary course of business, the Association may enter into loan origination or servicing transactions with its officers, relatives of officers and directors, or with organizations with which such persons are associated. Such loans are subject to special approval requirements contained in FCA regulations and are made on the same terms, including interest rates, amortization schedule and collateral, as those prevailing at the time for comparable transactions with unrelated borrowers.

Total loans to such persons at December 31, 2021, 2020, and 2019 for the Association amounted to \$5,544,060, \$5,692,277, and \$1,752,789, respectively. During 2021, 2020, and 2019, \$2,281,387, \$2,666,185, and \$1,907,551, respectively, of new loans were made, and repayments totaled \$3,140,127, \$1,235,028, and \$1,151,835, respectively. In the opinion of management, no such loans outstanding at December 31, 2021, 2020, and 2019 involved more than a normal risk of collectability.

Expenses included in purchased services may include purchased services such as administrative services, marketing, information systems and accounting services, and allocations of expenses incurred by the Bank and passed through to the associations, such as FCSIC expenses. The Bank charges the individual associations directly for these services based on each association's proportionate usage. These expenses totaled \$886,831, \$489,208, and \$429,150 in 2021, 2020, and 2019, respectively.

The Association accrued patronage payments from the Bank totaling \$3,873,740, \$3,274,968, and \$2,773,399 during 2021, 2020, and 2019, respectively.

**NOTE 15 — FAIR VALUE MEASUREMENTS:**

Accounting guidance defines fair value as the exchange price that would be received for an asset or paid to transfer a liability in an orderly transaction between market participants in the principal or most advantageous market for the asset or liability. See Note 2, "Summary of Significant Accounting Policies," for additional information.

Assets measured at fair value on a recurring basis at December 31, 2021, 2020, and 2019 for each of the fair value hierarchy values are summarized below:

<b>December 31, 2021</b>	<b>Fair Value Measurement Using</b>			<b>Total Fair Value</b>
	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	
<b>Assets:</b>				
<b>Assets held in nonqualified benefit trusts</b>	<b>\$ 65,760</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 65,760</b>
<b>Total assets</b>	<b>\$ 65,760</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 65,760</b>
 December 31, 2020	<b>Fair Value Measurement Using</b>			<b>Total Fair Value</b>
	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	
<b>Assets:</b>				
<b>Assets held in nonqualified benefit trusts</b>	<b>\$ 50,942</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 50,942</b>
<b>Total assets</b>	<b>\$ 50,942</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 50,942</b>
 December 31, 2019	<b>Fair Value Measurement Using</b>			<b>Total Fair Value</b>
	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	
<b>Assets:</b>				
<b>Assets held in nonqualified benefit trusts</b>	<b>\$ 36,607</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 36,607</b>
<b>Total assets</b>	<b>\$ 36,607</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 36,607</b>

Assets measured at fair value on a nonrecurring basis for each of the fair value hierarchy values are summarized below:

<b>December 31, 2021</b>	<b>Fair Value Measurement Using</b>			<b>Total Fair Value</b>
	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	
<b>Assets:</b>				
<b>Other property owned</b>	-	-	-	-
<b>December 31, 2020</b>	<b>Fair Value Measurement Using</b>			<b>Total Fair Value</b>
	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	
<b>Assets:</b>				
<b>Other property owned</b>	-	-	1,077,925	1,077,925
<b>December 31, 2019</b>	<b>Fair Value Measurement Using</b>			<b>Total Fair Value</b>
	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	
<b>Assets:</b>				
<b>Other property owned</b>	-	-	1,077,925	1,077,925

With regard to impaired loans and other property owned, it is not practicable to provide specific information on inputs as each collateral property is unique. System institutions utilize appraisals to value these loans and other property owned and take into account unobservable inputs such as income and expense, comparable sales, replacement cost, and comparability adjustments.

The Association did not have any nonfinancial liabilities that were assessed at fair value on a recurring or nonrecurring basis for the years ended December 31, 2021, 2020, and 2019.

Financial assets and financial liabilities measured at carrying amounts and not measured at fair value on the consolidated balance sheets for each of the fair value hierarchy values are summarized as follows:

	<b>December 31, 2021</b>				<b>Total Fair Value</b>
	<b>Fair Value Measurement Using</b>				
	<b>Total Carrying Amount</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	
<b>Assets:</b>					
<b>Cash</b>	\$ 39,628	\$ 39,628	\$ -	\$ -	\$ 39,628
<b>Net loans</b>	654,639,439	-	-	644,122,269	644,122,269
<b>Total Assets</b>	<u>\$ 654,679,067</u>	<u>\$ 39,628</u>	<u>\$ -</u>	<u>\$ 644,122,269</u>	<u>\$ 644,161,897</u>
<b>Liabilities:</b>					
<b>Bank</b>	\$ 568,220,382	\$ -	\$ -	\$ 559,166,722	\$ 559,166,722
<b>Total Liabilities</b>	<u>\$ 568,220,382</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 559,166,722</u>	<u>\$ 559,166,722</u>

December 31, 2020  
Fair Value Measurement Using

	Total Carrying Amount	Level 1	Level 2	Level 3	Total Fair Value
<b>Assets:</b>					
Cash	\$ 8,159	\$ 8,159	\$ -	\$ -	\$ 8,159
Net loans	606,130,749	-	-	610,822,681	610,822,681
Total Assets	<u>\$ 606,138,908</u>	<u>\$ 8,159</u>	<u>\$ -</u>	<u>\$ 610,822,681</u>	<u>\$610,830,840</u>
<b>Liabilities:</b>					
Note payable to Bank	\$ 525,451,138	\$ -	\$ -	\$ 529,483,472	\$529,483,472
Total Liabilities	<u>\$ 525,451,138</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 529,483,472</u>	<u>\$529,483,472</u>

December 31, 2019  
Fair Value Measurement Using

	Total Carrying Amount	Level 1	Level 2	Level 3	Total Fair Value
<b>Assets:</b>					
Cash	\$ 216,467	\$ 216,467	\$ -	\$ -	\$ 216,467
Net loans	546,621,695	-	-	547,070,554	547,070,554
Total Assets	<u>\$ 546,838,162</u>	<u>\$ 216,467</u>	<u>\$ -</u>	<u>\$ 547,070,554</u>	<u>\$547,287,021</u>
<b>Liabilities:</b>					
Note payable to Bank	\$ 469,151,950	\$ -	\$ -	\$ 469,533,532	\$469,533,532
Total Liabilities	<u>\$ 469,151,950</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 469,533,532</u>	<u>\$469,533,532</u>

***Uncertainty of Fair Value Measurements***

For recurring fair value measurements categorized within Level 3 of the fair value hierarchy, the significant unobservable inputs used in the fair value measurement of the mortgage-backed securities are prepayment rates, probability of default and loss severity in the event of default. Significant increases (decreases) in any of those inputs in isolation would have resulted in a significantly lower (higher) fair value measurement.

Generally, a change in the assumption used for the probability of default would have been accompanied by a directionally similar change in the assumption used for the loss severity and a directionally opposite change in the assumption used for prepayment rates.

Quoted market prices are generally not available for the instruments presented below. Accordingly, fair values are based on internal models that consider judgments regarding anticipated cash flows, future expected loss experience, current economic conditions, risk characteristics of various financial instruments and other factors. These estimates involve uncertainties and matters of judgment, and therefore cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

With regard to nonrecurring measurements for impaired loans and other property owned, it is not practicable to provide specific information on inputs as each collateral property is unique. System institutions utilize appraisals to value these loans and other property owned and take into account unobservable inputs such as income and expense, comparable sales, replacement cost and comparability adjustments.

## Valuation Techniques

As more fully discussed in Note 2, “Summary of Significant Accounting Policies,” accounting guidance establishes a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. Fair values of financial instruments represent the estimated amount to be received to sell an asset or paid to transfer or extinguish a liability in active markets among willing participants at the reporting date. Due to the uncertainty of expected cash flows resulting from financial instruments, the use of different assumptions and valuation methodologies could significantly affect the estimated fair value amounts. Accordingly, certain of the estimated fair values may not be indicative of the amounts for which the financial instruments could be exchanged in a current or future market transaction. The following represent a brief summary of the valuation techniques used by the association for assets and liabilities:

### *Investments*

Where quoted prices are available in an active market, available-for-sale securities would be classified as Level 1. If quoted prices are not available in an active market, the fair value of securities is estimated using pricing models that utilize observable inputs, quoted prices for similar securities received from pricing services or discounted cash flows. Generally, these securities would be classified as Level 2. This would include certain mortgage-backed and asset-backed securities. Where there is limited activity or less transparency around inputs to the valuation, the securities are classified as Level 3. Securities classified within Level 3 include a small portion of asset-backed securities and certain mortgage-backed securities, including private label-FHA/VA securities and those issued by Farmer Mac.

### *Assets Held in Nonqualified Benefits Trusts*

Assets held in trust funds related to deferred compensation and supplemental retirement plans are classified within Level 1. The trust funds include investments that are actively traded and have quoted net asset values that are observable in the marketplace.

### *Standby Letters of Credit*

The fair value of letters of credit approximate the fees currently charged for similar agreements or the estimated cost to terminate or otherwise settle similar obligations.

### *Loans Evaluated for Impairment*

For certain loans evaluated for impairment under impairment guidance, the fair value is based upon the underlying collateral since the loans are collateral-dependent loans for which real estate is the collateral. The fair value measurement process uses independent appraisals and other market-based information, but in many cases it also requires significant input based on management’s knowledge of and judgment about current market conditions, specific issues relating to the collateral and other matters. As a result, a majority of these loans have fair value measurements that fall within Level 3 of the fair value hierarchy. When the value of the real estate, less estimated costs to sell, is less than the principal balance of the loan, a specific reserve is established.

### *Other Property Owned*

Other property owned is generally classified as Level 3 of the fair value hierarchy. The process for measuring the fair value of other property owned involves the use of appraisals or other market-based information. Costs to sell represent transaction costs and are not included as a component of the asset’s fair value.

## **NOTE 16 — COMMITMENTS AND CONTINGENCIES**

In addition to those commitments and contingencies discussed in Note 2, “Summary of Significant Accounting Policies,” the Association is involved in various legal proceedings in the ordinary course of business. In the opinion of legal counsel and management, there are no legal proceedings at this time that are likely to materially affect the Association.

The Association may participate in financial instruments with off-balance sheet risk to satisfy the financing needs of its borrowers in the form of commitments to extend credit and commercial letters of credit. These financial instruments involve, to varying degrees, elements of credit risk in excess of the amount recognized in the financial statements. Commitments to extend credit are agreements to lend to a borrower as long as there is not a violation of any condition established in the contract. Commercial letters of credit are agreements to pay a beneficiary under conditions specified in the letter of credit. Commitments and letters of credit

generally have fixed expiration dates or other termination clauses and may require payment of a fee. At December 31, 2021, commitments to extend credit to borrowers totaled \$16,839,882. There were no commercial letters of credit outstanding.

Since many of these commitments are expected to expire without being drawn upon, the total commitments do not necessarily represent future cash requirements. However, these credit-related financial instruments have off-balance sheet credit risk because their amounts are not reflected on the consolidated balance sheets until funded or drawn upon. The credit risk associated with issuing commitments and letters of credit is substantially the same as that involved in extending loans to borrowers, and management applies the same credit policies to these commitments. Upon fully funding a commitment, the credit risk amounts are equal to the contract amounts, assuming that borrowers fail completely to meet their obligations and the collateral or other security is of no value. The amount of collateral obtained, if deemed necessary upon extension of credit, is based on management's credit evaluation of the borrower.

#### **NOTE 17 — REGULATORY ENFORCEMENT MATTERS**

As of December 31, 2021, there were no cease and desist orders, temporary cease and desist orders, supervisory or other written agreements, notices of charges, prohibitions and removals of officers and directors, civil money penalties, and other enforcement matters which have or could have a significant impact on the financial statements. Refer to Note 11, "Members' Equity," for enforcement action taken, if any, with respect to regulatory capitalization.

#### **NOTE 18 — QUARTERLY FINANCIAL INFORMATION (UNAUDITED):**

Quarterly results of operations for the years ended December 31 (in thousands) follow:

	<b>2021</b>				
	<b>First</b>	<b>Second</b>	<b>Third</b>	<b>Fourth</b>	<b>Total</b>
<b>Net interest income</b>	<b>\$ 4,112</b>	<b>\$ 4,135</b>	<b>\$ 4,204</b>	<b>\$ 4,257</b>	<b>\$ 16,708</b>
<b>Noninterest expense, net</b>	<b>(1,726)</b>	<b>(1,985)</b>	<b>(1,932)</b>	<b>(1,477)</b>	<b>(7,120)</b>
<b>Net income</b>	<b>\$ 2,386</b>	<b>\$ 2,150</b>	<b>\$ 2,272</b>	<b>\$ 2,780</b>	<b>\$ 9,588</b>
	<b>2020</b>				
	<b>First</b>	<b>Second</b>	<b>Third</b>	<b>Fourth</b>	<b>Total</b>
Net interest income	\$ 3,789	\$ 3,781	\$ 3,815	\$ 3,940	\$ 15,325
Noninterest expense, net	(1,507)	(1,894)	(1,612)	(1,439)	(6,452)
Net income	\$ 2,282	\$ 1,887	\$ 2,203	\$ 2,501	\$ 8,873
	<b>2019</b>				
	<b>First</b>	<b>Second</b>	<b>Third</b>	<b>Fourth</b>	<b>Total</b>
Net interest income	\$ 3,618	\$ 3,630	\$ 3,670	\$ 3,698	\$ 14,616
Noninterest expense, net	(1,575)	(1,886)	(1,708)	(1,707)	(6,876)
Net income	\$ 2,043	\$ 1,744	\$ 1,962	\$ 1,991	\$ 7,740

#### **NOTE 19 — SUBSEQUENT EVENTS:**

The Association has evaluated subsequent events through February 15, 2022, which is the date the financial statements were issued or available to be issued and has determined that there were no other events requiring disclosure.

## **DISCLOSURE INFORMATION AND INDEX**

(Unaudited)

*Disclosures Required by Farm Credit Administration Regulations*

### **DESCRIPTION OF BUSINESS**

The description of the territory served, the persons eligible to borrow, the types of lending activities engaged in and the financial services offered, and related Farm Credit organizations required to be disclosed in this section is incorporated herein by reference from Note 1 to the consolidated financial statements, "Organization and Operations," included in this annual report.

The descriptions of significant developments that had or could have a material impact on earnings, interest rates to borrowers, patronage, or dividends and acquisitions or dispositions of material assets, changes in the reporting entity, changes in patronage policies or practices and financial assistance provided by or to the Association through loss sharing or capital preservation agreements or from any other source, if any, required to be disclosed in this section are incorporated herein by reference from "Management's Discussion and Analysis of Financial Condition and Results of Operations," included in this annual report.

### **DESCRIPTION OF PROPERTY**

The Heritage Land Bank, ACA (Association) serves its 16-county territory through its main administrative and lending office at 4608 Kinsey Drive in Tyler, Texas. Additionally, there are nine branch lending offices located throughout the territory. The Association owns the office buildings in Fort Worth, Greenville, Lindale, Lufkin, McKinney, Palestine, and Tyler, free of debt. The Association leases office buildings in Athens and Nacogdoches.

### **LEGAL PROCEEDINGS**

In the ordinary course of business, the Association is involved in various legal proceedings. In the opinion of legal counsel and management, there are no legal proceedings at this time that are likely to materially affect the consolidated financial statements of the Association.

### **DESCRIPTION OF CAPITAL STRUCTURE**

The information required to be disclosed in this section is incorporated herein by reference from Note 11 to the consolidated financial statements, "Members' Equity," included in this annual report.

### **DESCRIPTION OF LIABILITIES**

The description of liabilities required to be disclosed in this section is incorporated herein by reference from Note 10, "Note Payable to the Bank," Note 13, "Employee Benefit Plans," and in "Management's Discussion and Analysis of Financial Condition and Results of Operations," included in this annual report.

The description of contingent liabilities required to be disclosed in this section is incorporated herein by reference from Notes 2 and 16 to the consolidated financial statements, "Summary of Significant Accounting Policies" and "Commitments and Contingencies," respectively, included in this annual report.

### **RELATIONSHIP WITH THE FARM CREDIT BANK OF TEXAS**

The Association's financial condition may be impacted by factors that affect the Farm Credit Bank of Texas (Bank), as discussed in Note 1 to the consolidated financial statements, "Organization and Operations," included in this annual report. The financial condition and results of operations of the Bank may materially affect the stockholders' investment in the Association.

The annual and quarterly stockholder reports of the Farm Credit Bank of Texas (Bank) are available free of charge, upon request. These reports can be obtained by writing to Farm Credit Bank of Texas, Corporate Communications, P.O. Box 202590, Austin, Texas 78720-2590 or calling (512) 465-1881. Copies of the Bank annual and quarterly stockholder reports can also be requested by e-mailing [fcf@farmcreditbank.com](mailto:fcf@farmcreditbank.com). The annual and quarterly stockholder reports are also available on its website at [www.farmcreditbank.com](http://www.farmcreditbank.com).

The Association's quarterly stockholder reports are also available free of charge, upon request. These reports will be available approximately 40 days after quarter end and can be obtained by writing to Heritage Land Bank, ACA, 4608 Kinsey Drive, Tyler,

Texas 75703 or calling (903) 534-4975. Copies of the Association’s quarterly stockholder reports can also be accessed on the Association’s website at [www.heritagelandbank.com](http://www.heritagelandbank.com). The Association’s annual stockholder report is available on its website 75 days after the fiscal year end. Copies of the Association’s annual stockholder report can also be requested 90 days after the fiscal year end.

## SELECTED FINANCIAL DATA

The selected financial data for the five years ended December 31, 2021, required to be disclosed, is incorporated herein by reference to the “Five-Year Summary of Selected Consolidated Financial Data” included in this annual report to stockholders.

## MANAGEMENT’S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

“Management’s Discussion and Analysis,” which precedes the consolidated financial statements in this annual report, is incorporated herein by reference.

## DIRECTORS AND SENIOR OFFICERS

The Association’s member-elected and director-elected board of directors and senior officers are as follows:

<u>Name</u>	<u>Position</u>	<u>Date Elected / Employed</u>	<u>Term Expires</u>
Kevin Sampson	Chair	2006	2024
Roger W. Claxton	Vice-Chair	2010	2022
Bryan Pickens	Director-Elect	2019	2024
Gary W. Ray	Director-Elect	2019	2022
Jack S. Pullen	Director	1982	2024
James Tarrant, Jr.	Director	2009	2024
R. Scott Line	Director	2014	2023
John Holloway	Director	2019	2022
Jeff Striplin	Director	2020	2023
William M. Tandy	CEO	2011	
Charlotte Sellers	CCO	2011	
Heath Gattis	CFO	2010	

A brief statement of the business and employment background of each director and senior officer is provided for informational purposes.

**Kevin Sampson**, (Chair) age 53, is the chief engineer for M.P. Industries, Inc. in Tyler, Texas, where he has been employed for more than 25 years. He runs a cow-calf operation in Smith County. Additionally, Mr. Sampson produces hay, forage, Tifton 85 sprigs and timber. Mr. Sampson serves on the Smith County Appraisal District Agriculture Advisory Committee. He has served as president, vice-president and on the budget committee of the Smith County Farm Bureau, as well as the resolutions committee for the Texas Farm Bureau. He is a graduate of the University of Texas at Austin with a bachelor’s degree in Mechanical Engineering. Mr. Sampson has served on the board of Heritage Land Bank since 2006.

**Roger W. Claxton**, (Vice-Chair) age 63, owns and operates Claxton Farms, which consists primarily of a stocker cattle operation. Mr. Claxton is a retired Agricultural Science Teacher. Mr. Claxton serves on the Hunt County Board of the Farm Bureau, Hunt County Junior Livestock Association, Board Member of Northeast Texas Farmers Co-op, a member of the Texas and Southwestern Cattle Raisers Association, and is a lifetime member of the Vocational Agricultural Teachers Association of Texas. Mr. Claxton is an Elder of the Church of Christ. Mr. Claxton is a graduate of East Texas State University with a bachelor’s and master’s degree in Agricultural Economics. He and his wife, Kathryn, have been married for 43 years and have three grown children. Mr. Claxton has served on the board of Heritage Land Bank since 2010.

**Bryan Pickens**, age 48, is a partner and broker associate with Republic Ranches, a full-service farm and ranch brokerage company serving clients across Texas, Oklahoma, Arkansas, Colorado, and New Mexico. Mr. Pickens serves on the board of directors for the

Texas Wildlife Association Foundation and is a former advisory board member for the Boy Scouts of America Circle Ten Council and a former board member for the Texas Parks and Wildlife Foundation. He is a landowner in Henderson County and spends his volunteer time with groups that encourage and support youth and family involvement in the outdoors. He received his bachelor's degree from Vanderbilt University and MBA from Southern Methodist University. He and his wife, Jennifer, are the proud parents of four daughters. Mr. Pickens has served on the board of Heritage Land Bank since 2019.

**Gary W. Ray**, age 66, is founder and owner of MODCO Insurance Agency Inc. He has 37 years of experience insuring oil and gas wells, ranches, and jets. He is a supporter and fundraiser for 4-H and FFA kids showing at the Fort Worth Stock Show and Rodeo, as well as past chairman and 32-year member of the Fort Worth Stock Show Syndicate, a founding member of the U Ol' Goats Committee, and co-founder of the Tallest Hog at the Trough Syndicate. Mr. Ray serves on the board of directors for Southwestern Exposition and Livestock Show and is a member of Port Bay Hunting and Fishing Club. Mr. Ray has served on the board of Heritage Land Bank since 2019.

**Jack S. Pullen**, age 75, is a Texas A&M graduate and a retired right-of-way agent with the Texas Department of Transportation. He owns a cow-calf operation in Rockwall County specializing in breeding club calves and registered Hereford cattle. In addition, he is involved in real estate and hay and small grains production. Mr. Pullen has been a self-employed rancher for over 50 years. He is president of RCH Water Corporation, past president of Rockwall Youth Fair, former city councilman for McLendon/Chisholm. He is a member of Rockwall Lions Club, Texas Polled Hereford Association, Rockwall County Historical Society, Rockwall County Farm Bureau board of directors, the Texas Hereford Association board of directors and First Baptist Church of Rockwall and a charter member of the Rockwall County A&M Club. Mr. Pullen has served on the board of Heritage Land Bank since 1982.

**James Tarrant, Jr.**, age 65, has owned and operated Consolidated Wood Products in Bullard, Texas for over 35 years. He is a former loan officer and credit analyst for North Texas PCA and AgriLand Farm Credit Services. Mr. Tarrant has served as a director for the Cherokee County Electric Coop, the North Cherokee Water Corp., Texas National Bank, Cherokee County Appraisal District and served 12 years on the Jacksonville ISD School Board, including two years as president. Mr. Tarrant has been a member of the Bullard Rotary Club. Among other honors and distinctions, Mr. Tarrant is a 1989 graduate of the Texas Agricultural Lifetime Leadership Program, service on the 2002 Texas A&M College of Agriculture Development Council, was a delegate to the State Republican Convention, and was an adult Sunday school teacher for over 20 years. He graduated from Texas A&M University in 1979 with a degree in range science and agricultural economics. He and his wife, Meredith, have five grown children and five grandchildren. Mr. Tarrant has served on the board of Heritage Land Bank since 2009.

**R. Scott Line**, age 66, is owner and operator of Line Land and Cattle, LLC, a cow-calf operation in Cherokee County with approximately 300 head of cattle, excluding calves. He is a retired Certified Public Accountant and has been self-employed for over 30 years. Mr. Line is the previous owner of Map Production Co., Inc., a small, independent oil and gas company. He is a graduate of Texas Tech University with a bachelor's degree in Accounting. Mr. Line serves as a director of Highland Park Estates HOA. is a member of Texas and Southwest Cattle Raisers Association and is a former member of the Texas State Society of CPAs. Mr. Line has served on the board of Heritage Land Bank since 2014.

**John Holloway**, age 47, is the Live Operations Complex Manager for Tyson Foods in Center, Texas. He has 24 years of experience in the poultry industry with Tyson Foods and Pilgrim's Pride. Mr. Holloway owns and operates six broiler houses for Tyson Foods. He also owns and manages a cow-calf operation and timber land. Mr. Holloway earned a bachelor's degree in Poultry Science from Texas A&M University. He currently serves as the chairman of the board of the Shelby Soil and Water Conservation District and is a member of the Board of Trustees for Center Independent School District. Mr. Holloway also previously served on the boards of the Attoyac Bayou Steering Committee and the Nacogdoches/Angelina Ground Water District. He and his wife Chelsea have two sons and are members of the First Baptist Church of Center, Texas. Mr. Holloway has served on the board of Heritage Land Bank since 2019.

**Jeff Striplin**, age 50, is the assistant water system manager – treatment for the North Texas Municipal Water District in Wylie, Texas where he has worked for 26 years. He is also a first-generation rancher with a cow-calf operation on 115 acres and raises stocker calves, dairy heifer replacements, club lambs, and replacement ewes. Mr. Striplin serves on the Hunt County Farm Bureau board, Hunt County Fair and Junior Livestock Association board, is secretary of the Bland ISD School Board and is immediate past president of the Bland Youth Sports Association. He's also president of the Cotton Belt District of the Texas Water Utilities Association. He was a member of Texas Association of School Boards 2020 – 2021 Legislative Advisory Council and previously was assistant Area 45 director for District 50 of Toastmasters International and served on the Texas Farm Bureau resolutions committee. Striplin is a member of Texas Farm Bureau, Northeast Texas Farmers Co-op, Texas and Southwestern Cattle Raisers Association, American Water Works Association, Texas Water Utilities Association, Water Environment Association of Texas, Water Environment Federation, Hunt County Junior Livestock Association and Toastmasters International. He and his wife,

Samantha, have two children. Previously, Striplin served on Heritage Land Bank’s advisory and nominating Committees. Mr. Striplin has served on the board of Heritage Land Bank since 2020.

**William M. Tandy**, age 66, chief executive officer (CEO), was employed by the Association on January 1, 2011. Mr. Tandy received his bachelor’s degree in Business Finance from the University of Montana and his MBA from Southern Methodist University. He has worked in the banking industry for 40 years, serving as bank president and CEO for nearly 29 of those years. He has extensive experience in raising capital, working out problem loans, and managing regulatory relationships. He also worked in the liquidation division of the Federal Deposit Insurance Corporation, where he assisted and managed the reorganization and/or closing of numerous banks.

**Charlotte Sellers**, age 56, chief credit officer (CCO), has been employed by the Association since February 2011. Mrs. Sellers received her bachelor’s degree in Business Administration from Murray State University in Kentucky. She is also a graduate of the Economic Development Institute in Norman, Oklahoma. Mrs. Sellers has 19 years of banking experience in management, growing accrual loans as a CCO, commercial and residential lending, collections, working out problem assets, credit underwriting, and compliance.

**Heath Gattis**, age 54, chief financial officer (CFO), was employed by the Association in November of 2010 and was elevated to his current role in May of 2018. Mr. Gattis received his bachelor’s degree in Business Administration-Finance from Texas A&M University in College Station, Texas, in 1992. He has worked in the banking industry for 29 years with experience in state bank supervision and auditing, CEO of a community bank, and roles in credit administration, credit underwriting, compliance, and direct lending.

### COMPENSATION OF DIRECTORS

Directors were compensated for their service to the Association in the form of an honorarium for director meetings and committee meetings. Outside directors, the Chair, and stockholder-elected directors were compensated at a rate of \$1,000 per day, \$800 per day, and \$700 per day, respectively, and they were reimbursed for certain expenses incurred while representing the Association in an official capacity. Mileage for attending official meetings during 2021 was paid at the IRS-approved rate of 56 cents per mile. A copy of the travel policy is available to stockholders of the Association upon request.

Director	Number of Days Served Associated With		Total Compensation in 2021
	Board Meetings	Other Official Activities	
Kevin Sampson	12	10	\$ 21,100
Roger W. Claxton	12	17	24,350
Bryan Pickens	9	6	14,600
Gary W. Ray	12	10	21,800
Jack S. Pullen	12	9	17,500
James Tarrant, Jr.	11	8	14,000
R. Scott Line	12	9	17,600
John Holloway	11	9	16,800
Jeff Striplin	12	11	20,700
			\$ 168,450

The aggregate compensation paid to directors in 2021, 2020, and 2019 was \$168,450, \$193,619, and \$196,400, respectively. Additional detail regarding director compensation paid for committee service (which is included in the table above) is as follows for 2021:

<b>Director</b>	<b>Committee</b>	
	<b>Audit / Compensation</b>	<b>Risk</b>
Kevin Sampson	\$ 4,200	\$ -
Roger W. Claxton	4,200	-
Bryan Pickens	2,800	-
Gary W. Ray	-	4,900
Jack S. Pullen	4,200	-
James Tarrant, Jr.	-	4,900
R. Scott Line	4,200	-
John Holloway	-	4,200
Jeff Striplin	-	4,900
	<u>\$ 19,600</u>	<u>\$ 18,900</u>

The aggregate amount of reimbursement for travel, subsistence and other related expenses paid to directors and on their behalf was \$55,343, \$67,225, and \$105,556 in 2021, 2020, and 2019, respectively.

## **COMPENSATION OF SENIOR OFFICERS**

### **Compensation Discussion and Analysis – CEO and Senior Officers**

The compensation program of the Association should provide in addition to attractive employee benefits, the administration of a salary plan including incentive compensation, which is consistent within the industry for the area. The Association’s board of directors believes that an integral part of the salary plan should be incentive compensation, which rewards employees for the overall financial success of the Association and their contribution to that success.

Senior officers, including the CEO, are eligible to participate in the Farm Credit Benefits Alliance Nonqualified Supplemental 401(k) plan (the Plan). The Plan is a defined contribution plan and is sponsored by the AgFirst/FCBT Plan Sponsor Committee. This plan allows district employers to elect to participate in any or all of the following benefits:

- Restored Employer Contributions – to allow “make-up” contributions for eligible employees whose benefits to the qualified 401(k) plan were limited by the Internal Revenue Code during the year.
- Elective Deferrals – to allow eligible employees to make pre-tax deferrals of compensation above and beyond any deferrals into the qualified 401(k) plan.
- Discretionary Contributions – to allow participating employers to make a discretionary contribution to an eligible employee’s account in the plan, and to designate a vesting schedule.

The Association elected to participate in the above-mentioned benefit elections. There were no contributions or payments to/from the Supplemental 401(k) plan to active employees during 2021, 2020, or 2019.

The Association currently has no active employees participating in the defined benefit retirement plan (DB Plan).

## Summary Compensation Table

The following table summarizes the compensation paid to the CEO and all senior officers of the Association during 2021, 2020, and 2019. This may include other non-senior officers if their total compensation is within the top five highest paid employees. Amounts reflected in the table are presented in the year the compensation was earned.

<b>Name of Individual or Number in Group<sup>a</sup></b>	<b>Year</b>	<b>Salary<sup>b</sup></b>	<b>Bonus<sup>c</sup></b>	<b>Deferred/ Perquisite<sup>d</sup></b>	<b>Total</b>
William M. Tandy, CEO	<b>2021</b>	<b>\$ 316,009</b>	<b>\$ 75,000</b>	<b>\$ 9,483</b>	<b>\$ 400,492</b>
	2020	307,012	70,000	10,742	387,754
	2019	302,012	65,000	7,409	374,421
Top Five Senior Officers	<b>2021</b>	<b>\$ 754,022</b>	<b>\$ 173,300</b>	<b>\$ 24,935</b>	<b>\$ 952,257</b>
	2020	743,029	116,000	22,199	881,228
	2019	699,029	126,000	21,340	846,369

<sup>a</sup> Aggregate number of senior officers/highly compensated individuals, excluding CEO.

<sup>b</sup> Gross salary, including retention plan compensation for certain senior officers.

<sup>c</sup> Bonuses paid within the first 30 days of the subsequent calendar year.

<sup>d</sup> Deferred/Perquisites include contributions to 401(k) and defined contribution plans, supplemental 401(k) discretionary contributions, automobile benefits and premiums paid for life insurance.

The CEO and senior officers of the Association are paid a salary and are eligible for incentive compensation based on the achievement of annual goals set by the board of directors. In setting salaries, the Association utilizes salary surveys to gauge the market value of benchmark jobs. This comparison of internal salary grades and ranges to salary survey data allows the Association to make any needed range adjustments to remain competitive in the labor market. All full-time employees are also eligible to participate in incentive compensation. The effective date of the incentive compensation shall be the fiscal year end of the Association. Payouts will occur no later than February of each year after confirmation and verification of results of the prior year by the board of directors. Branch office employees' incentive will be based on performance criteria related to their individual branches' profitability and individual performance evaluations. The Association considered profitability to include return on loan assets, loan growth, delinquency percentage, loan pricing, credit administration and credit quality of the loan portfolio.

Corporate office employee incentive compensation is to reward those who support the lending staff and administration of the Association. The corporate office incentive will be based on overall Association performance standards, which include return on assets and equity, capital adequacy and efficiency ratios, loan portfolio credit quality and Association loan growth as well as each employee's individual performance evaluation. Corporate office employees include accounting, loan processing, credit analysts, technical support, the CFO, and the CCO. The CEO is excluded, and any incentive compensation will be determined separately by the board of directors taking into account the overall performance of the Association and incentive compensation paid to employees.

Employees assigned association automobiles reimburse the Association for personal miles at a board-established rate. Employees who use their personal automobiles for business purposes were reimbursed during 2021 at the IRS-approved rate of 56 cents per mile.

Neither the CEO nor any other senior officer received noncash compensation exceeding \$5,000 in 2021, 2020, and 2019.

Senior officers, including the CEO, are reimbursed for reasonable travel, subsistence, and other related expenses while conducting Association business. A copy of the Association's travel policy is available to shareholders upon request.

## **TRANSACTIONS WITH DIRECTORS AND SENIOR OFFICERS**

The Association's policies on loans to and transactions with its officers and directors, required to be disclosed in this section, are incorporated herein by reference from Note 14 to the consolidated financial statements, "Related Party Transactions," included in this annual report.

### **DIRECTORS' AND SENIOR OFFICERS' INVOLVEMENT IN CERTAIN LEGAL PROCEEDINGS**

The Association had no certain legal proceedings during the last five years that were material to the evaluation of the ability of any person who served as a director or was employed as a senior officer in 2021.

### **RELATIONSHIP WITH INDEPENDENT AUDITOR**

The Audit Committee approved the appointment of Henry & Peters PC, for 2021, representing a change in auditor since the last annual report to stockholders. No disagreements with auditors have occurred that the Association is required to report to the Farm Credit Administration under §621 of the FCA regulations governing this disclosure. The previous auditor, PricewaterhouseCoopers LLC of 835 West 6<sup>th</sup> Street, Suite 1600, Austin, Texas 78703, was replaced as a result of a competitive bidding process for the 2021 audit. Fees incurred for audit, tax, and other non-audit services rendered by the independent auditors during the year ended December 31, 2021 were \$22,950, \$6,000, and \$9,393, respectively. The other non-audit services related to vote tabulation services provided for the Association's director elections. No other services were rendered by the independent auditors.

### **RELATIONSHIP WITH UNINCORPORATED BUSINESS ENTITIES**

Heritage Land Bank, ACA is a participant in a UBE known as Pickens County Properties, LLC, a South Carolina limited liability corporation. The UBE is owned by the Association along with other participants according to each participant's interest in a former multiple-lender loan transaction. The UBE was established as the acquired property, which was sold in 2019. Securing the loan was considered unusual and complex. The purpose of the UBE was to (1) make credit bids at a foreclosure sale, or other court approved auction, of property collateralizing the Association's indebtedness that is in default, and (2) hold and manage acquired property to minimize losses, protect the property's value, and limit potential liability to the Association, including taking appropriate actions to limit the potential for environmental contamination liability. With the sale completed in 2019 and there being no other assets of the UBE, the entity was dissolved in 2020.

## **FINANCIAL STATEMENTS**

The financial statements, together with the report thereon of Henry & Peters, PC dated February 15, 2022, and the report of management in this annual report to stockholders, are incorporated herein by reference.

### **MEMBER/SHAREHOLDER PRIVACY**

Members' nonpublic personal financial information is protected by Farm Credit Administration regulation. Our directors and employees are restricted from disclosing information not normally contained in published reports or press releases about the Association or its members.

### **CREDIT AND SERVICES TO YOUNG, BEGINNING AND SMALL FARMERS AND RANCHERS, AND PRODUCERS OR HARVESTERS OF AQUATIC PRODUCTS**

Heritage Land Bank, ACA (Association) recognizes that adequate capital resources are a significant obstacle facing young, beginning, and small (YBS) farmers and ranchers. The Association is aware that the future success of America's agricultural and/or aquatic production is dependent on adding and retaining a new generation of producers who are well trained in production and marketing and have access to a steady source of financing. Since lending support to YBS operators is of utmost importance, the Association has designed a program with special underwriting criteria along with other enhancements. The Association continues to actively support other programs, events, scholarships, and educational activities that benefit young individuals who will become the next generation of agricultural providers.

The following are definitions for "young," "beginning," and "small" farmers and ranchers used by the Association:

*Young Farmer and Rancher* – A farmer, rancher or producer or harvester of aquatic products who is age 35 or younger as of the date the loan was originally made.

*Beginning Farmer and Rancher* – A farmer, rancher or producer or harvester of aquatic products who has 10 years or less of experience at farming, ranching or producing or harvesting aquatic products as of the date the loan was originally made.

*Small Farmer and Rancher* – A farmer, rancher, or producer or harvester of aquatic products who normally generates less than \$250,000 in annual gross sales of agricultural or aquatic products at the date the loan was originally made.

The Association provides quarterly and annual reports measuring achievement with respect to the Association’s performance against YBS goals and the demographics of the territory it serves using USDA AgCensus data. The Association’s YBS data for the 16 chartered counties serviced as compared to the 2017 USDA-NASS AgCensus data for 2021 and 2020 is shown below:

<b>Heritage Land Bank, ACA</b>					
	<b>2017 USDA AgCensus</b>	<b>2021</b>	<b>% of Market Segment</b>	<b>2020</b>	<b>% of Market Segment</b>
Young Farmers	1,376	<b>498</b>	<b>36.2%</b>	511	37.1%
Beginning Farmers	9,339	<b>2,195</b>	<b>23.5%</b>	2,061	22.1%
Small Farmers	22,876	<b>2,793</b>	<b>12.2%</b>	2,698	11.8%

The Association’s YBS loan activity for 2021 and 2020 is reflected in the following table:

	<b>2021 Loan Figures</b>		<b>2020 Loan Figures</b>		<b>Increase (Decrease)</b>		<b>% Change</b>	
	<b>Total # of Loans</b>	<b>Total Loan Volume</b>						
Young Farmers	<b>498</b>	<b>\$110,985</b>	511	\$100,454	(13)	\$ 10,531	-2.5%	10.5%
Beginning Farmers	<b>2,195</b>	<b>495,120</b>	2,061	431,293	134	63,827	6.5	14.8
Small Farmers	<b>2,793</b>	<b>572,052</b>	2,698	513,233	95	58,819	3.5	11.5

In 2021, the Association projected a 3.0 percent, 2.0 percent, and 2.8 percent growth in number and volume of young, beginning, and small loans, respectively. At December 31, 2021, the Association’s growth in number and volume of beginning and small farmers loans exceed projected growth. The Association’s growth in volume of young farmers loans exceeded projected growth. However, the growth in number of young farmers loans did not exceed the projection. The Association continues to actively participate in many outreach activities including, youth livestock shows, hay shows, County Extension programs, local Farm Day, 4-H and FFA events, and Chamber activities.

# About Heritage Land Bank

Heritage Land Bank provides innovative financing solutions other banks simply can't offer when it comes to rural real estate, agricultural operations, agribusinesses, and country homes. Founded in 1917, Heritage Land Bank is a member of the Farm Credit System, a nationwide network of rural lending cooperatives.

With headquarters located in Tyler, Heritage Land Bank operates across 16 Texas counties ranging from Dallas-Fort Worth to Lufkin. To learn more, visit [heritagelandbank.com](http://heritagelandbank.com).

**HERITAGE LAND BANK**  
*We Have a Unique Perspective - Yours™*

A map of Texas highlighting 16 counties in shades of green. The highlighted counties are: Cooke, Grayson, Fannin, Lamar, Delta, Wise, Denton, Collin, Hunt, Hopkins, Parker, Tarrant, Dallas, Rockwall, Rains, Wood, Upshur, Harrison, Hood, Johnson, Ellis, Kaufman, Van Zandt, Smith, Gregg, Henderson, Navarro, Anderson, Cherokee, Rusk, Panola, Freestone, Cherokee, Shelby, Nacogdoches, San Augustin, Sabine, Leon, Houston, Trinity, Angelina, Polk, Tyler, Jasper, and Newton. The Heritage Land Bank logo (a stylized 'H') is placed in each of these counties.

Athens	903-675-8010
Fort Worth	817-986-0910
Greenville	903-455-2835
Lindale	903-638-8511
Lufkin	936-899-7051
McKinney	972-562-6906
Nacogdoches	936-564-8271
Palestine	903-729-4667
Tyler	903-534-5040

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John Holloway  
Center, Texas



“My great-grandfather  
would be proud  
*of what we've created*”

John Holloway's great-grandfather built one of the first poultry houses in East Texas.

Today, the Holloway family business also includes cattle, land, and timber.

Helping families like the Holloways succeed is a big reason why Heritage Land Bank focuses on agribusiness.

It's also why we've never sold a single loan.

Because, like the Holloways, we believe the truest measure of success is family legacy handed down from generation to generation.

**HERITAGE LAND BANK**  
*We Have a Unique Perspective - Yours™*