

# 2022 ANNUAL MEETING INFORMATION STATEMENT



You are cordially invited to participate in our 2022 ANNUAL MEETING to be held on MONDAY, MARCH 21 STARTING AT 4:00 P.M. at the ALBANY MARRIOTT in Albany, N.Y. You will find the Marriott at 189 WOLF ROAD.

At this meeting, as a stockholder, you will receive reports from the Board, management and nominating committee; elect next year's nominating committee; and introduce your 2022 director candidates.

The CEO's report will include key 2021 financial results, and you will have ample opportunity to ask questions. As a stockholder, you will receive a copy of the 2021 Farm Credit East Annual Report in late March. If you have opted to receive electronic delivery of regulatory materials, we will send your Annual Report to the email we have on file. The report will be posted on our website by March 16, 2022. Prior Farm Credit East Annual Reports are posted on our website. (The annual reports are incorporated in this statement by reference.)

To attend the annual meeting, please mail the enclosed reservation card or sign up on FarmCreditEast.com by Friday, March 11. This assures that you have a meal. Please help us spend your money wisely by returning the card only if you plan to attend the dinner.

Your nominating committee will formally report its slate of candidates at this meeting. Biographical information for the six director candidates is included in this statement and on FarmCreditEast.com.

Your Board is committed to keeping you informed and providing opportunities for you to communicate with the Board and management. Casting your vote in the director election supports strong cooperative governance:

Electing qualified, dedicated directors keeps
 Farm Credit East resilient and progressive.

 Candidates invest significant time in running for director. By voting, you demonstrate your support to the candidates and to Farm Credit East as a customer-owned cooperative.

#### **OVERVIEW OF 2022 DIRECTOR ELECTION**

There are three open director seats to be filled in 2022:

- One 3-year seat from the Central Region
- One 4-year seat from the Central Region
- One 4-year seat from the Western Region

Farm Credit East's by-laws specify four-year terms with a limit of four consecutive terms. The by-laws require that Farm Credit East's local service area be apportioned into three regions based on voting stockholders being approximately proportionate to the number of elected directors. As of February 1, 2022, voting stockholder numbers were:

REGION	# VOTERS	% VOTERS
Eastern	5,549	33.57
Central	5,450	32.97
Western	5,529	33.45
Farm Credit East	16,528	100.0

REGION	# DIRECTORS	% DIRECTORS
Eastern	6	40
Central	4	27
Western	5	33
Farm Credit East	15	100

Pursuant to the Merger Agreement, former Yankee Farm Credit stockholders are in the Eastern Region for director nominating purposes.

# CHANGES RESULTING FROM MERGER WITH YANKEE FARM CREDIT

Based on affirmative votes of stockholders in both associations and final approval of the Farm Credit Administration, Yankee Farm Credit merged into Farm Credit East on January 1, 2022.

Pursuant to the Merger Agreement, three directors from Yankee Farm Credit joined the Farm Credit East Board effective January 1, 2022:

- Thomas J. Colgan, was appointed to a 2-year term, expiring in 2024.
- David Folino, with a term expiring in 2026.
- Kyle Thygesen, with a seat expiring in 2026.

The following additional changes were instated to the Board structure to complete its downsizing over a period of years to achieve the final board structure:

- The director seat currently held by Michael Brooks, which expires in 2022, will be a 3-year term during the 2022 election cycle.
- The director seats currently held by Laurie Griffen and James Robbins were extended by one year to expire in 2024. In 2024, the director seats held by James Robbins and Barry Buck will merge into one Eastern Region seat.
- The director seat currently held by Lisa Sellew, which expires in 2025, will be altered to a 3-year term during the 2025 election cycle.
- The seats held by David "Skip" Hardie (expires in 2024) and David Folino (expires in 2026) will be eliminated at their respective term expirations.

With these gradual changes, the Board shall reach its final structure in 2026: 12 stockholder-elected directors and at least 2 appointed directors.

At the close of the current election cycle, the Farm Credit East Board will consist of 19 directors: 15 elected directors, two appointed customer directors and two appointed outside directors.

#### ROLE OF THE BOARD OF DIRECTORS

The Board's duties include:

- Hiring, coaching and ongoing evaluation of the CEO
- Setting overall ACA vision and strategic direction, including approval of the annual business plan
- Ensuring safety and soundness through monitoring financial and other reports (This includes working closely with PwC, Farm Credit East's independent auditor.)
- Enacting overall policy guiding day-to-day operations
- For more information on the role of your Board of Directors, please ask your local representative for a copy of the Farm Credit Administration (FCA) publication *The Director's Role*. Also, for a copy of the Board's charter, please see: FarmCreditEast.com/BoardCharter.

#### 2022 SLATE OF DIRECTOR CANDIDATES

There are total of six candidates seeking election for three seats. The nominating committee conducted an extensive candidate search starting with fall Customer Service Council meetings, followed by a committee conference phone call in December and then a meeting in January. Potential qualified candidates were actively solicited for all positions.

Farm Credit East by-laws also provide for the nomination of candidates by petition. An eligible nominee by petition must provide the secretary of the association with the signatures of at least 50 voting members at least 60 calendar days prior to the annual meeting. This information was posted on Farm Credit East's website on January 5, 2022. As of the January 21 deadline, there were no petitions presented. Also, floor nominations will be accepted for eligible candidates at the annual meeting. For additional information on the floor nomination or petition process, please contact General Counsel and Corporate Secretary Alena Gfeller at (860) 741-4380 or alena.gfeller@farmcrediteast.com.

# **ELECTION PROCESS**

Voting for directors will be by mail or online ballot sent within 10 business days following the annual meeting. Voters must be a stockholder of record as of March 1, 2022.

Candidates are listed by open seat and alphabetically by name. The election polls shall be closed no earlier than fifteen calendar days following the date on which the ballots are mailed to stockholders. The election for each position shall be conducted independently with each voting stockholder given an opportunity to vote for each of the three open positions. You will have the option to complete a paper ballot or an online ballot. A third-party election tabulator will count the votes and declare the winners within five business days of the voting deadline. The candidate receiving the largest number of votes for each position shall be declared elected.

### ELECTED AND APPOINTED DIRECTORS WHOSE TERMS CONTINUE BEYOND 2022

	REGION	PROFILE	AGE <sup>1</sup>	INITIAL SERVICE DATE <sup>2</sup>	TERM EXPIRES
Kurt W. Alstede	Central	Elected Fruit & Vegetable	58	2019	2023
Barry A. Buck	Eastern	Elected Cash Crop/Potato	47	2020	2024
Peter R. Call	Western	Elected Vegetable	65	2015	2023
Tim C. Chan	At Large	Outside Appointed	71	2015	2023
Thomas J. Colgan	At Large	Customer Appointed	68	2022	2024
David Folino	Eastern	Elected Maple	67	2022	2026
Laurie K. Griffen	Central	Elected Sod	58	2011	2024
David E. Hardie	Western	Elected Dairy	71	2016	2024
LouAnne F. King	Eastern	Elected Dairy	58	2017	2025
John P. Knopf	Western	Elected Dairy	61	2013	2025
Joseph W. McWatters	At Large	Outside Appointed	63	2021	2025
James A. Robbins II	Eastern	Elected Forestry	49	2019	2024
Lisa P. Sellew	Eastern	Elected Nursery	64	2013	2025
Douglas W. Shelmidine	Western	Elected Dairy	65	2012	2024
Kyle Thygesen	Eastern	Elected Dairy	48	2022	2026
Peter H. Triandafillou	At Large	Customer Appointed	65	2016	2026

<sup>&</sup>lt;sup>1</sup> Each director's age is as of May 1, 2022.

# 2023 NOMINATING COMMITTEE ELECTION

In keeping with its responsibility under the association's by-laws, the nominating committee presents the following slate of candidates for the 2023 nominating committee to be elected at the

annual meeting. There are 27 regular members and 26 alternates. Additional nominations for the 2023 nominating committee members may be made from the floor at the annual meeting.

EASTERN REGION	MEMBER	ALTERNATE	
Auburn	Jacob Pierson	Peter Carrier	
Bedford	Jonathan Huntington	Leigh Byers-Hardy	
Dayville	James Smith	Ellen Puccetti	
Derby	Paul Gingue	Todd Hardie	
Enfield	Stephen Basile	Ryan Van Wilgen	
Middlebury	William Nop	Mark Wrisley	
Middleboro	Stanley Kravitz	Matt Piscitelli	
Potsdam	Patrick Smith	Patricia Gilbert	
Presque Isle	Matt Griffeth	Brian Souers	
Riverhead	Eve Kaplan-Walbrecht	Cristina Kawasaki-Sheehan	
St. Albans	Arnold Mercy	David Conant	
White River Jct.	Paul Franklin		
CENTRAL REGION	MEMBER	ALTERNATE	
Bridgeton	Frank Tedesco	James Brown	
Claverack	Ulderic Boisvert	Robert Graves	
Cooperstown	Ryan Kelly	Christopher Hoefele	
	Lukas George	Corey Mosher	
Flemington	Lisa Applegate	Michael Puglisi	
Greenwich	Ian Murray	Sean Quinn	
Middletown	Richard Byma	Greg DeBuck	
WESTERN REGION	MEMBER	ALTERNATE	
Batavia	Brad Macauley	Brett Kreher	
	Andrew Milleville	Bob Brown	
Burrville	David Fralick	Jonathan Beller	
Cortland	Kimberly Brayman	Joel Riehlman	
Geneva	Matthew Young	Todd DuMond	
	Barb Bauman	Bob Norris	
Hornell	Darleen Krisher-Meehan	Daniel Schumacher	
Mayville	Kevin Powell	Sam Sheehy	

<sup>&</sup>lt;sup>2</sup> Directors' date of service is as of the April Board meeting, except for Joseph W. McWatters, Thomas Colgan, David Folino and Kyle Thygesen, which is January 1.

## 2022 DIRECTOR CANDIDATES Candidate ages are listed as of May 1, 2022

NOMINATED FROM THE CENTRAL REGION Bridgeton, Claverack, Cooperstown, Flemington, Greenwich and Middletown offices

**SEAT ONE** / Two candidates are running for a three-year term.

MICHAEL N. BROOKS (age 40) of Elmer, NJ Business address: 327 Garrison Road, Elmer, NJ 08318

Served by the Bridgeton Branch

Business Experience (past 5 years): Managing partner of Dusty Lane Farms LLC, a 2,000-acre irrigated vegetable and grain farm. The diverse vegetable farm grows white potatoes for the chip industry, peppers, spinach, sweet corn, cabbage, corn, soybeans and wheat. Mike manages all day-to-day operations of the business. Learn more at www.DustyLaneFarms.com.

Farm Credit/Community Involvement: Current Farm Credit East director, serving on the Governance/Stewardship Committee. Mike has served on the USA Potatoes Board and the Salem County Board of Agriculture. Mike is also past president of the Woodstown FFA Alumni Association and past chair of the Woodstown-Pilesgrove Agricultural Education Advisory Council.

Additional Business Interests/Affiliations: None

Family members who transact business with Farm Credit East: Parents, sister and brother-in-law

### **SEAT TWO** / Two candidates are running for a four-year term.



PHILIP "JAMIE" JONES (age 46) of Shelton, Conn.

Business address: 606 Walnut Tree Hill Road, Shelton, CT 06484

Served by the Middletown Branch

Business Experience (past 5 years): Managing member of Jones Family Farms alongside his parents, Terry and Jean, and wife, Christiana. Established in the 1850's, the Jones family's 500-acre farm produces and direct markets strawberries, blueberries, pumpkins and Christmas trees. Additionally, Jamie established a vineyard and winery that currently produces 6,000 cases. His primary role is coordinating crop management and winery production. Learn more at Jones Family Farms.com.

Farm Credit/Community Involvement: Current Farm Credit East Director, serving as chair of the Governance/Stewardship Committee. Jamie has also served as the vice president of Connecticut Farm Bureau and president of the Connecticut Vineyard and Winery Association, among involvement with numerous other agricultural organizations.

Additional Business Interests/Affiliations: Jones Farmlands LLC, Israel Hill Greenspace LLC and 1906 McEwen Farm LLC.

Family members who transact business with Farm Credit East: Parents and spouse

#### NOMINATED FROM THE WESTERN REGION Batavia, Burrville, Cortland, Geneva, Hornell and Mayville offices

### **SEAT THREE** / Two candidates are running for a four-year term.



TERRY R. ZITTEL (age 63) of Eden, NY

Business address: 3275 Webster Road, Eden, NY 14057

Served by the Mayville Branch

Business Experience (past 5 years): Business executive and treasurer of Amos Zittel & Sons, Inc., a fifth-generation 400-acre wholesale vegetable and flower business growing fresh market, hand harvested vegetables as well as rooted liners and a potted flower crop. Terry has over 39 years of experience implementing and managing a fully integrated accounting, inventory, order entry and point of sale system for all the enterprises as well as managing wholesale flower sales, shipping, human resources utilizing H2A and migrant labor, strategy and marketing. Learn more at Zittels.com.

Farm Credit/Community Involvement: Current Farm Credit East Director, serving on the Audit Committee. Terry is also director and past president of the Eden Community Foundation, a 501c3 private giving for public good, and director of Harvest Malawi, an irrigation/education project in Africa.

Additional Business Interests/Affiliations: Eden Community Foundation, Newton Farms, TREWR2, LLC, O. A. Newton & Sons, and Harvest Malawi, a 501c3 agricultural development organization.

Family members who transact business with Farm Credit East: Spouse, brother-in-law, cousin and nephew



AMY L. WALKER-BAILEY (age 57) of Fort Ann, NY Business address: 5565 State Route 4, Fort Ann, NY 12827

Served by the Greenwich Branch

Business Experience (past 5 years): Chief financial officer of Walker Farms, LLC, a 1,300-cow family dairy operation. In this role, Amy analyzes finances and provides information to aid in decision making. The family also operates a large farm store, which Amy is the general manager and chief financial officer responsible for all daily business decisions. Learn more at WalkersFarmHomeAndTack.com.

Farm Credit/Community Involvement: Current member of the Greenwich office Customer Service Council. Amy has served as a delegate for Dairy Farmers of America and was the 2007 National Milk Producers Federation Young Cooperator Chaircouple. She also served as the chair of the Washington Country Dairy Princess for 15 years and served on the Fort Ann Central School Board for 10 years, including three years as president.

Additional Business Interests/Affiliations: Walker's Farm, Home & Tack, MGK Enterprises, LLC, and Walker Bailey LLC.

Family members who transact business with Farm Credit East: Spouse



DAVID S. LUCAS (age 59) of New Woodstock, NY

Business address: 121 Main Street, Morris, NY 13122

Served by the Cooperstown Branch

Business Experience (past 5 years): President of Lucas Homestead, LLC, which owns and rents 700 acres, and president of H. W. Naylor, an FDA registered animal health manufacturer operating under the Dr. Naylor brand to produce topical medications used on all forms of agricultural animals in the U.S. and abroad. David has owned this company for the last 14 years. Learn more at DRNaylor.com.

Farm Credit/Community Involvement: Current board member of Thousand Island Land Trust and the Central New York International Business Association. As a member of the Cazenovia Area Planning Project, he helped pass the Right to Farm Law in Cazenovia.

Additional Business Interests/Affiliations: Hunter Spring Farm, Butternut Holdings, and Naylor DISC

Family members who transact business with Farm Credit East: None



EARL C. LAGROU III (age 57) of Oakfield, NY

Business address: 601 West Main Street, Springville, NY 14141

Served by the Batavia Branch

Business Experience (past 5 years): Chief financial officer and secretary of Lamb & Webster Inc, an agricultural equipment company conducting business in sales, parts and service. In this position, Earl is responsible for all financial transactions and the financial health of the company. He also leads human resources, advertising and general operations, overseeing 70 employees. Learn more at LambAndWebster.com.

Farm Credit/Community Involvement: Chair of the Genesee County Water Resources Agency, former chair of the County Public Service Committee, the Parks and Forest County Board, the Genesee County Management review committee, the Town of Alabama Planning board, and the County Ag and Farmland Protection Board. Earl has also served on the Genesee County Legislature for six years and served on the boards of the County Soil and Water Conservation, Cornell Cooperative Extension and County Ways and Means.

Additional Business Interests/Affiliations: Triple L Property LLC

Family members who transact business with Farm Credit East: Spouse



# INFORMATION STATEMENT

2022 ANNUAL MEETING

### **CERTIFICATION**

The undersigned certify that this statement 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 their knowledge and belief.

Michael J. Reynolds
Chief Executive Officer

Michael A. Beynolds family

Laurie K. Griffen *Chair of the Board* 

Andrew N. Grant Chief Financial Officer

Andre M. Anne