



**FARM CREDIT**  
OF NORTHWEST FLORIDA

P.O. Box 7000

Marianna, FL 32447-7000

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Stockholder Information

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June 2, 2023

**OFFICIAL NOTICE**  
**ANNUAL MEETING INFORMATION STATEMENT**  
**To All Equity Owners and Holders of Stock and Participation Certificates in**  
**Farm Credit of Northwest Florida, ACA**

The Annual Stockholders Meeting ("Meeting") of Farm Credit of Northwest Florida, ACA ("Association") will be held Friday, June 23, 2023 at 8:00 a.m. at the Association's administrative office located at 5052 Highway 90 East, Marianna Florida 32446.

The stockholders of the Association will consider the following:

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

Enclosed is the Annual Meeting Information Statement, including relevant information for each Elected Director nominee. The purpose of the meeting is to elect three Elected Directors, 2024 Nominating Committee members and transact any other necessary business. There will be an opportunity for voting stockholders to nominate candidates from the floor during the meeting.

Ballots will be mailed following this meeting to all eligible voting stockholders of record as of the close of business on April 30, 2023.

We appreciate your membership and look forward to continuing to serve you in the coming years.

Sincerely,



John R. Gregory  
President/CEO

### VOTING

Voting for the director and nominating committee positions will be held by mail ballot following the conclusion of the 2023 Annual Meeting. In accordance with the Association Bylaws, ARTICLE III, Section 350.1, each Voting Stockholder shall be entitled to only one vote regardless of the number of single or joint loans the stockholder may have with the Association. In the case of joint loans, the vote may be cast by only one of the joint holders designated and duly authorized by the other joint holder(s) in writing filed with the Association. The vote of a Voting Stockholder that is a legal entity shall be cast by an individual equity owner or officer of the entity, designated and duly authorized in writing filed with the Association. In no event may an individual vote more than once, nor shall any Voting Stockholder be entitled to cumulate votes.

The record date for determination of those entitled to vote shall be the close of business on April 30, 2023.

### FLOOR NOMINATIONS

Owners of voting stock will be allowed to make floor nominations during the meeting for every open elected director position and must specify for which position a nomination is made, and regional eligibility will be based on geographic residence. Any nominated person must meet all requirements of the Bylaws and applicable law as to the eligibility and qualifications to be a Director of the Association. After receiving a floor nomination, the floor nominee must state if he or she accepts the nomination during the meeting. Each person nominated from the floor during the meeting for any position must provide, in writing, within 5 (five) business days of the 2023 Annual Meeting, the following information: full name; business experience for the past five years (including principal occupation and/or employment); any other business entity on whose Board the nominee serves and the principal business of such entity; age; and a statement that: (1) any loans, transactions or series of transactions with the Association are made in the ordinary course of business and were made on the same terms, including interest rate, amortization schedule, and collateral, as those prevailing for comparable transactions with other borrowers, (2) the individual has not been subject to certain legal proceedings and (3) the individual is aware of and will comply with the Loan Quality Standards of Directors & Officers (if such is not the case, the disclosure of pertinent facts regarding each exception must be made). In the event a nominee's biographical and disclosure information is not received in proper form by the Association before the expiration of such a five (5) business day period, the nominee shall be removed from the ballot.

Owners of voting stock will be allowed to make floor nominations for members and alternates for the 2024 Nominating Committee. Nominees for the Nominating Committee must meet the same qualifications and standards set forth for directors as outlined in Article IV, Sections 400.3 through 400.5 of the Association's bylaws.

### ELECTION OF DIRECTORS AND NOMINATING COMMITTEE

The Bylaws provide for a nominating committee to review lists of eligible owners of voting stock, ascertain the willingness of

the member to serve, and submit for election a slate of eligible individuals to run as candidates for the Association director position. Regarding the 2023 election, the Nominating Committee met on February 23, 2023, March 15, 2023, and March 29, 2023, and reviewed the names of all Association owners of voting stock. Subsequent to significant deliberation, direct contact was initiated with a number of selected owners of voting stock (including incumbents) to ascertain their interest and willingness to serve as a director.

Directors and Nominating Committee members have been nominated by region, and regional determination is based on county and/or state of residence.

### DISCLOSURE INFORMATION

Management is not aware of any transactions between the candidates and Association or its senior officers and staff which are prohibited by FCA Regulations. Additionally, loans to the candidates were made in the ordinary course of business and on the same terms, including interest rates, amortization schedule, and collateral, as those prevailing at the time for comparable transactions with other persons. No loan or other transaction to a senior officer, director, director nominee or any organization affiliated with such person, or any immediate family member who resides in the same household as such person, or in whose loan or business operation such person has a material financial or legal interest, involved more than the normal risk of collectability.

The candidates have not disclosed, and management is not aware of, any involvement the candidates may have had during the past five years concerning bankruptcy, state insolvency law, criminal proceedings, or injunctions preventing the candidate from engaging in any type of business practices. The candidates, their immediate family members or organizations with which they are affiliated have not entered into transactions other than loans with the Association in the past fiscal year other than those disclosed in this informational statement.

Since publication of the annual report, no director or senior officer has had any involvement in legal proceedings that require disclosure.

We are required to report if any incumbent directors attended less than 75% of Board meetings or assigned committee meetings during the prior fiscal year. All incumbent directors attended at least 75% of Board meetings and assigned committee meetings in 2022.

No director resigned or declined to stand for re-election since the last annual meeting because of policy disagreements with the board.

There are no other business matters to be discussed at the meeting except listed herein upon which a stockholder vote is required.

All ages listed in this AMIS are as of June 2, 2023.

## **FINANCIAL STATEMENTS AND ANNUAL REPORT**

Financial statements contained in the Association's 2022 Annual Report were mailed to shareholders on or before March 31, 2023. Included in the Annual Report was the "Report of the Independent Auditors" discussing their audit and opinion thereof. The 2022 Annual Report was also made available on [www.farmcredit-fl.com](http://www.farmcredit-fl.com) on or about March 9, 2023. Each year the Association publishes its annual report on its website when it sends the annual report electronically to the Farm Credit Administration. Stockholders should review the information contained in the report. You may also request a copy by contacting Farm Credit of Northwest Florida, ACA at 5052 Highway 90 East Marianna, FL 32446 or calling (850) 526-4910.

This 2023 Annual Meeting Information Statement will be mailed to all stockholders on or about June 2, 2023, and it will be posted on [www.farmcredit-fl.com](http://www.farmcredit-fl.com) simultaneous with its mailing. It will be available on the [www.farmcredit-fl.com](http://www.farmcredit-fl.com) website for not less than thirty (30) days. Copies of the 2023 Annual Meeting Information Statement will also be available for inspection at all offices of Farm Credit of Northwest Florida, ACA.

## **SHAREHOLDER INVESTMENT**

The Association obtains funding from AgFirst Farm Credit Bank (AgFirst or the Bank). The Association is materially affected and shareholder investment in the Association may be materially affected by the financial condition and results of operations of the Bank. Copies of the Bank's Annual and Quarterly Reports are on the AgFirst website, [www.agfirst.com](http://www.agfirst.com), or may be obtained at no charge by calling 1-800-845-1745, extension 2764, or writing Matthew Miller, AgFirst Farm Credit Bank, P.O. Box 1499, Columbia, SC 29202.

## Regional Delineations

Candidates for membership on the Board of Directors and for the Nominating Committee are nominated by geographically-defined regions, but all voting stockholders shall be entitled to vote for elected directors from all regions and all Nominating Committee positions from all regions.

If no person is elected to a position because of a tie vote, a runoff election between those tying shall be held.

The total number of stockholders of Class “C” Stock entitled to vote as of the April 30, 2023 record date is 1264. The table below shows how the number of Voting Stockholders are distributed throughout our three regions.

Election Region	Number of Voting Stockholders	Areas of Coverage
Region 1 (West Region)	440	<p>State of Florida – Chartered Counties: Escambia, Santa Rosa, Okaloosa, and Walton;</p> <p>State of Alabama Counties: Covington, Crenshaw, Lowndes, Autauga, Chilton, Shelby, Jefferson, Blount, Cullman, Morgan, Limestone, as well as all Alabama counties located to the west of these counties; and</p> <p>All states located to the west of the States of Alabama, Tennessee, Kentucky, Illinois, and Wisconsin.</p>
Region 2 (Central Region)	383	<p>State of Florida – Chartered Counties: Holmes, Washington, Bay, Jackson, Calhoun, Gulf, and Liberty;</p> <p>State of Alabama Counties: Geneva, Coffee, Pike, Montgomery, Elmore, Coosa, Talladega, St. Clair, Etowah, Marshall, Madison, as well as all Alabama counties located to the east of these counties;</p> <p>State of Georgia Counties: Miller, Baker, Calhoun, Terrell, Webster, Schley, Marion, Talbot, Upson, Pike, Spalding, Clayton, Fulton, Cherokee, Pickens, Gilmer, Fannin, as well as all Georgia counties located to the west of these counties; and</p> <p>The states of Tennessee, Kentucky, Illinois, Wisconsin and any remaining states not specifically designated for inclusion in Region 1 (West Region) and Region 3 (East Region).</p>
Region 3 (East Region)	441	<p>State of Florida – Chartered Counties: Gadsden, Leon, Jefferson, Wakulla, Franklin, Madison, and Taylor;</p> <p>All other Florida Counties not specifically designated in Region 1 (West Region), Region 2 (Central Region), or this Region 3 (East Region); and</p> <p>All State of Georgia Counties located to the east of Seminole, Miller, Baker, Calhoun, Terrell, Webster, Schley, Marion, Talbot, Upson, Pike, Spalding, Clayton, Fulton, Cherokee, Pickens, Gilmer, and Fannin (which are the Georgia counties designated for Region 2 (Central Region)).</p>

## Region 1 – Western Region – Three Year Term

<b>Levi Findley</b>	<b>Glen B. Strange</b>
<b>Age</b> 42	<b>Age</b> 63
<b>City and State of Residence</b> Jay, Florida	<b>City and State of Residence</b> Pensacola, Florida
<b>Residence and Business Addresses</b> 3996 Pine Level Church Road      4386 Highway 4 Jay, Florida 32565                      Jay, Florida 32565 <i>Santa Rosa County</i> <i>Santa Rosa County</i>	<b>Residence and Business Addresses</b> 2465 Tronjo Circle                      5907 Southridge Drive Pensacola, Florida 32503              Milton, Florida 32572 <i>Escambia County</i> <i>Santa Rosa County</i>
<b>Business Experience, including principal occupation and employment, during the past five (5) years:</b> <ul style="list-style-type: none"> <li>Findley Farms-owner/operator-26 years</li> </ul>	<b>Business Experience, including principal occupation and employment, during the past five (5) years:</b> <ul style="list-style-type: none"> <li>Panhandle Growers, Inc.-owner/operator-37 years</li> <li>Retired Bell South Manager-23 years</li> </ul>
<b>Business interest on whose board the candidate serves or is otherwise employed in a position of authority, including the principal business in which the business interest is engaged:</b> <ul style="list-style-type: none"> <li>Farm Service Agency County Committee for Santa Rosa County-Member</li> <li>Farm Credit of Northwest Florida Young, Beginning and Small Farmer Committee-Member</li> <li>Jay Volunteer Fire Department-Board Member</li> </ul>	<b>Business interest on whose board the candidate serves or is otherwise employed in a position of authority, including the principal business in which the business interest is engaged:</b> <ul style="list-style-type: none"> <li>Farm Credit of Northwest Florida, ACA (agricultural and rural financing)-Board Member and Chairman of the Compensation Committee</li> <li>Panhandle Growers, Inc. (wholesale tree nursery)-Board Member</li> </ul>
<b>Extent of Present Agricultural Operations:</b> 550 acres with 260 acres of peanuts, 240 acres of cotton, 50 acres of corn, an additional 40 acres of oats and a small cow-calf operation	<b>Extent of Present Agricultural Operations:</b> 400-acre wholesale tree farm producing ornamental trees, ball & burlap and container plants
<b>Education</b> Jay High School Pensacola Jr. College-Two Years	<b>Education</b> Tate High School Pensacola Jr. College-Two Years
<b>Reportable Relationships (FCA Regulations, Part 612):</b> The Association has loans to an immediate family member (parent) of Mr. Findley that were made in the ordinary course of business on the same terms including interest rates, amortization schedule and collateral, as those prevailing at the time for comparable transactions with other persons or entities and involved no more than normal risk of collectability.	<b>Reportable Relationships (FCA Regulations, Part 612):</b> The Association has loans to an immediate family member (wife) and an affiliated organization of Mr. Strange that were made in the ordinary course of business on the same terms including interest rates, amortization schedule and collateral, as those prevailing at the time for comparable transactions with other persons or entities and involved no more than normal risk of collectability.



## Region 2 – Central Region – Three Year Term

<b>Shedrick McGriff</b>	<b>R. Allen Scheffer</b>
<b>Age</b> 61	<b>Age</b> 52
<b>City and State of Residence</b> Jay, Florida	<b>City and State of Residence</b> Graceville, Florida
<b>Residence and Business Addresses</b> Bascom, Florida	<b>Residence and Business Addresses</b> 735 Gum Creek Road Graceville, Florida 32440 <i>Jackson County</i>
<b>Business Experience, including principal occupation and employment, during the past five (5) years:</b> <ul style="list-style-type: none"> <li>McGriff Farm-owner/operator-38 years</li> <li>Florida Department of Corrections-30 years, retired in 2016 as Lieutenant</li> </ul>	<b>Business Experience, including principal occupation and employment, during the past five (5) years:</b> <ul style="list-style-type: none"> <li>Smiley B. Farms, LLC-owner/operator-18 years</li> <li>Florida Farm Bureau-District Field Representative-2007 to 2022</li> </ul>
<b>Business interest on whose board the candidate serves or is otherwise employed in a position of authority, including the principal business in which the business interest is engaged:</b> <ul style="list-style-type: none"> <li>Farm Service Agency County Committee for Jackson County-Co-Chairman</li> <li>Farm Credit of Northwest Florida Young, Beginning and Small Farmer Committee-Member and Chairman</li> </ul>	<b>Business interest on whose board the candidate serves or is otherwise employed in a position of authority, including the principal business in which the business interest is engaged:</b> <ul style="list-style-type: none"> <li>Washington County Farm Bureau (agricultural federation)-Board Member</li> <li>Jackson County Cattleman's Assn.-Board Member</li> </ul>
<b>Extent of Present Agricultural Operations:</b> Row crop and cattle operation-350 acres of corn, 50 acres of peanuts, 75 acres of cotton, 50 head brood cow herd	<b>Extent of Present Agricultural Operations:</b> Beekeeper/honey production from 500 hives, 50 head cattle operation, 80 acres of perennial peanuts
<b>Education</b> Malone High School	<b>Education</b> Marianna High School Chipola College-Associate of Arts Degree-Business Management Troy University-BS Degree-Business/Marketing
<b>Reportable Relationships (FCA Regulations, Part 612):</b> None	<b>Reportable Relationships (FCA Regulations, Part 612):</b> The Association has loans to an affiliated organization of Mr. Scheffer that were made in the ordinary course of business on the same terms including interest rates, amortization schedule and collateral, as those prevailing at the time for comparable transactions with other persons or entities and involved no more than normal risk of collectability.  Reportable non-loan transaction: Mr. Scheffer's company sold custom-labeled honey products to the Association at market value prices.

### Region 3 – East Region – Three Year Term

<b>Joshua B. Churchwell</b>	<b>Kim B. Jones</b>
<b>Age</b> 41	<b>Age</b> 65
<b>City and State of Residence</b> Madison, Florida	<b>City and State of Residence</b> Monticello, Florida
<b>Residence and Business Addresses</b> 3452 East US Highway 90 Madison, Florida 32340 <i>Madison County</i>	<b>Residence and Business Addresses</b> 4410 Boston Highway Monticello, Florida 32344 <i>Jefferson County</i>
<b>Business Experience, including principal occupation and employment, during the past five (5) years:</b> <ul style="list-style-type: none"> <li>Merck Animal Health.–territory manager for Florida, Georgia and Alabama for animal health needs-15 years</li> <li>Churchwell Farms-owner/operator-14 years</li> </ul>	<b>Business Experience, including principal occupation and employment, during the past five (5) years:</b> <ul style="list-style-type: none"> <li>Florida Georgia Citrus, LLC and Bethel Oaks Farm-owner/operator-9 years</li> <li>Retired farm equipment dealer/owner-Jones Tractor Company and GreenSouth Equipment Company-48 years</li> </ul>
<b>Business interest on whose board the candidate serves or is otherwise employed in a position of authority, including the principal business in which the business interest is engaged:</b> <ul style="list-style-type: none"> <li>Madison County Cattleman's Assn.-Vice Chairman</li> <li>Florida Cattleman's Assn.- Director &amp; Vice Chairman</li> <li>North Florida Livestock Show &amp; Sale-Beef Chairman</li> <li>Merck Animal Health-Dairy Field Advisory Board</li> <li>Farm Credit of Northwest Florida-Young, Beginning and Small Farmer Committee Member</li> </ul>	<b>Business interest on whose board the candidate serves or is otherwise employed in a position of authority, including the principal business in which the business interest is engaged:</b> <ul style="list-style-type: none"> <li>Florida Georgia Citrus, LLC and Bethel Oaks Farm-(citrus/timber farms)-Partner/Managing Member</li> <li>The Satsuma Company (fruit &amp; vegetable production)-Partner/Board Member</li> <li>70X7 (citrus packing/marketing)-Partner/Board Member</li> <li>Jefferson County Farm Bureau (agricultural federation)- Board Member</li> <li>Florida Farm Bureau Federation-Citrus Committee Chairman</li> <li>Cold Hardy Citrus Assn. (grower assn.)-Past President</li> </ul>
<b>Extent of Present Agricultural Operations:</b> 200 head cow-calf operation on 600 acres	<b>Extent of Present Agricultural Operations:</b> 64 acres citrus, 1,240 acres timberland, 50 acres cropland
<b>Education</b> Durant High School Hillsborough Community College-Associate of Arts Degree University of Florida-BS Degree in Animal Science Cornell Dairy Executive Program	<b>Education</b> Moultrie High School Abraham Baldwin Agricultural College-2 Years
<b>Reportable Relationships (FCA Regulations, Part 612):</b> The Association has loans to an immediate family member (wife) of Mr. Churchwell that were made in the ordinary course of business on the same terms including interest rates, amortization schedule and collateral, as those prevailing at the time for comparable transactions with other persons or entities and involved no more than normal risk of collectability.	<b>Reportable Relationships (FCA Regulations, Part 612):</b> The Association has loans to an immediate family member (wife) and affiliated organizations of Mr. Jones that were made in the ordinary course of business on the same terms including interest rates, amortization schedule and collateral, as those prevailing at the time for comparable transactions with other persons or entities and involved no more than normal risk of collectability.



**DIRECTOR AND FAMILY MEMBER LOANS, NON-LOAN TRANSACTIONS, AND CANDIDATE INFORMATION**

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

**2024 NOMINATING COMMITTEE NOMINEES**

Region 1 (West)	Region 2 (Central)	Region 3 (East)
Lucas Killam	Joshua Davis	David Agner
Jacob Tyler Brown	Kenneth Stoutamire	V. Neil Blount
Region 1 Alternate	Region 2 Alternate	Region 3 Alternate
Travis Smith	Bennett Eubanks	Douglas Croley

**Directors and Nominating Committee Members Currently Serving**

**2023 SERVING NOMINATING COMMITTEE MEMBERS**

Region 1 (West)	Region 2 (Central)	Region 3 (East)
Sheldon Flinn	Cindy Jordan	Jeffrey Hamrick, Jr.
Lucas Killam	Joshua Davis	*

*\*Joshua Churchwell was elected as a member of the 2023 Nominating Committee. Per the committee’s standard procedure, however, Mr. Churchwell resigned his position prior to the committee’s first meeting to begin its work on the 2023 nominations.*

**CURRENT DIRECTORS**

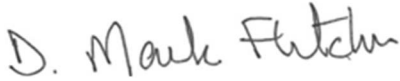
Name	Position	Type(s) of Agriculture	Age	Year First Elected	Term Expires
Damon Boutwell	Director	Cow/Calf, Timber, Hay	50	2013	2025
Dana Powell	Outside Director		46	2022	2025
Cindy Eade	Director	Dairy	66	2003	2023
D. Mark Fletcher	Chairman & Outside Director		64	2011	2023
Ernest Fulford	Director	Row Crops	54	2019	2025
Jacob Gilmore	Director	Cow/Calf, Beef Cattle	41	2021	2024
Glen Strange	Director	Nursery	63	2014	2023
Richard Terry	Director	Row Crops, Timber	77	1992	2023
Michael Thompson	Director	Cow/Calf, Row Crops	49	2013	2025
R. Douglas Walker	Vice-Chairman	Dairy, Beef Cattle, Row Crops	69	2012	2024
David Yoder	Director	Row Crops, Beef Cattle	46	2021	2024

**CERTIFICATION**

The undersigned certify that we have reviewed the 2023 Annual Meeting Information Statement of Farm Credit of Northwest Florida, ACA and that the report has been prepared in accordance with all applicable statutory or regulatory requirements, and that the information contained herein is true, accurate and complete to the best of our knowledge and belief.

DATED: 6/2/2023

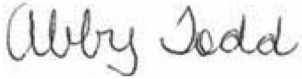
SIGNED:



D. Mark Fletcher  
Board Chairman



John R. Gregory  
Chief Executive Officer



Abby Todd  
Chief Financial Officer

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# IMPORTANT STOCKHOLDER INFORMATION



**FARM CREDIT**

OF NORTHWEST FLORIDA

*Helping Rural America Grow®*