

# 2018 FIRST QUARTER FINANCIAL STATEMENTS



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## FRESNO MADERA FARM CREDIT, ACA

## **2018 FIRST QUARTER FINANCIAL STATEMENTS**

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### FRESNO MADERA FARM CREDIT, ACA

### **2018 FIRST QUARTER FINANCIAL STATEMENTS**

#### **MESSAGE TO SHAREHOLDERS**

May 10, 2018

#### Dear Member:

These consolidated financial statements reflect the status of the Fresno Madera Farm Credit, ACA and its subsidiaries at the end of the First Quarter of 2018. Results for interim periods are not necessarily indicative of results to be expected for the year. These financial statements were prepared and reviewed under the oversight of the Association's Audit Committee.

The shareholders' investment in the Association is materially affected by the financial condition and the results of the operation of CoBank. The CoBank, ACB and CoBank District quarterly and annual reports are available free of charge by accessing CoBank's website, <a href="https://www.cobank.com">www.cobank.com</a>, or may be obtained at no charge by contacting us at 4635 W. Spruce, P.O. Box 13069, Fresno, California 93794-3069 or by calling (559) 277-7000.

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

Keith Hesterberg

President and Chief Executive Officer

Fresno Madera Farm Credit, ACA

Fresno Madera PCA, FLCA

Sincerely,

Denise Waite
Audit Committee Chair

Fresno Madera Farm Credit, ACA

Fresno Madera PCA, FLCA

Joe Soto

Senior Vice President and Chief Financial Officer

Fresno Madera Farm Credit, ACA

Fresno Madera PCA, FLCA

# Management's Discussion and Analysis Financial Condition and Results of Operations

(Dollars in thousands, except as noted)

#### **RESULTS OF OPERATIONS**

Net income for the three months ended March 31, 2018 was \$6.4 million compared to \$5.6 million from the comparative period in 2017 representing an increase of \$749 or 13%. Our earnings primarily reflect higher net interest income coupled with an increase in noninterest income related to a refund from the Farm Credit System Insurance Corporation. This was partly offset by an increase in our provision for loan losses and noninterest expense.

Net interest income increased \$762 to \$7.8 million for the three months ended March 31, 2018 from the comparative period in 2017 due to higher average loan volume and increased earnings associated with our invested capital impacted by increased interest rates.

Noninterest income for the three months ended March 31, 2018 was \$3.2 million which is an increase of \$1.1 million or 54% from the comparative period in 2017. Noninterest income was positively impacted by a non-recurring refund of premiums previously paid to the Farm Credit System Insurance Corporation (FCSIC) after the FCSIC board voted to return excess funds to the system. Noninterest income also includes patronage distributions which reflect patronage income on direct borrowings from CoBank as well as participations purchased activity with CoBank and other Farm Credit Associations. Patronage income increased due to an increase in average volume outstanding in our participations sold portfolio.

The provision for loan losses for the three months ended March 31, 2018 was \$561 compared to \$68 in the comparative period in 2017. The provision is primarily due to an increase in our allowance for loan losses as a result of an increase in outstanding loan volume as well as a slight increase in credit risk associated with our loan portfolio. The provision in prior year was primarily due to an increase in our management allowance related to underlying risk factors in select commodities.

Noninterest expenses for the three months ended March 31, 2018 increased \$643, or 19%, to \$4.0 million compared to the same period in the prior year primarily due to higher salaries and employee benefits and technology related expenses. In August 2017, the Association executed an agreement with Farm Credit Financial Partners, Inc. (FPI) to transition its technology services from its current technology provider AgVantis to FPI and is currently targeting to go-live by October 8, 2018. Of the \$431 increase in information technology (IT) expenses from prior period, \$397 is due to IT conversion related expenses. Salaries and benefits expense is higher due to an increased number of staff and the utilization of temporary staff during our technology conversion.

#### **LOAN PORTFOLIO**

Loan volume outstanding at March 31, 2018 was \$1,150 million, an increase of \$34 million from total loan volume at December 31, 2017 of \$1,116 million. Overall the increase in loan volume resulted primarily from seasonal utilization of revolving line of credits within the cooperative agribusiness segment coupled with new loan originations offset by seasonal repayment of operating loans within the production and intermediate loan segment.

# Management's Discussion and Analysis Financial Condition and Results of Operations

(Dollars in thousands, except as noted)

As of March 31, 2018, the allowance for loan losses was \$6.6 million, an increase of \$561 from December 31, 2017, with the allowance as a percentage of loans at 0.58%. The increase in allowance for loan losses is primarily the result of an increase in our average outstanding loans.

#### **CAPITAL RESOURCES**

The Association continues to have a sound capital position with a total regulatory capital ratio of 18.14% compared to the minimum of 15.50% established by the board of directors. Members' equity at March 31, 2018 was \$263.8 million representing an increase of \$6.4 million or 2.5% from December 31, 2017. The increase in Members' equity is attributed to the Association's net operating results.

For additional information, please refer to the "Notes to Consolidated Financial Statements" and the Association's 2017 Annual Report.

## **CONSOLIDATED STATEMENTS OF CONDITION**

(Dollars in thousands)

	March 31 2018		ecember 31 2017
	UNAUDITED		AUDITED
ASSETS			
Loans	\$ 1,149,802	\$	1,115,862
Less allowance for loan losses	6,619		6,058
Net loans	1,143,183		1,109,804
Cash	20		6,708
Accrued interest receivable	9,453		13,466
Investment in CoBank, ACB	32,447		32,001
Premises and equipment, net	4,258		4,304
Other assets	5,262		8,691
Total assets	\$ 1,194,623	\$	1,174,974
<b>LIABILITIES</b> Note payable to CoBank, ACB	\$ 851,228	\$	839,695
Funds held	63,496	•	60,675
Accrued interest payable	1,246		1,365
Patronage distributions payable	10,251		10,251
Other liabilities	4,620		5,598
Total liabilities	930,841		917,584
MEMBERS' EQUITY			
Capital stock and participation certificates	756		757
Unallocated retained earnings	263,026		256,633
Total members' equity	263,782		257,390
Total liabilities and members' equity	\$ 1,194,623	\$	1,174,974

The accompanying notes are an integral part of these consolidated financial statements.

## **C**ONSOLIDATED **S**TATEMENTS OF **I**NCOME

(Dollars in thousands)

## For the three months ended March 30

		2018	2017		
	UN	AUDITED	UNA	AUDITED	
INTEREST INCOME					
Loans	\$	11,955	\$	9,519	
INTEREST EXPENSE					
Note payable to CoBank, ACB		3,970		2,368	
Funds held		203		131	
Total interest expense		4,173		2,499	
Net interest income		7,782		7,020	
Provision for Loan Losses		561		68	
Net interest income after provision for loan losses		7,221		6,952	
NONINTEREST INCOME					
Patronage distribution from Farm Credit Institutions		2,277		1,894	
Farm Credit Insurance Fund rebate		673		-	
Financially related services income		105		59	
Loan fees		113		67	
Other noninterest income		33		58	
Total noninterest income		3,201		2,078	
NONINTEREST EXPENSE					
Salaries and employee benefits		2,346		1,885	
Occupancy and equipment		135		120	
Farm Credit Insurance Fund premium		176		265	
Information technology		824		393	
Supervisory and examination costs		108		108	
Other noninterest expense		438		613	
Total noninterest expense		4,027		3,384	
Income before income taxes		6,395		5,646	
Provision for income taxes		2		2	
Net income	\$	6,393	\$	5,644	

The accompanying notes are an integral part of these consolidated financial statements.

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

(Dollars in thousands)

UNAUDITED	Stoo Partio	pital ck and cipation ificates	F	nallocated Retained Earnings	N	Total lembers' Equity
Balance at December 31, 2016	\$	757	\$	246,974	\$	247,731
Net income				5,644		5,644
Capital stock and participation certificates issued		13				13
Capital stock and participation certificates retired		(30)				(30)
Balance at March 31, 2017	\$	740	\$	252,618	\$	253,358
Balance at December 31, 2017	\$	757	\$	256,633	\$	257,390
Net income				6,393		6,393
Capital stock and participation certificates issued		20				20
Capital stock and participation certificates retired		(21)				(21)
Balance at March 31, 2018	\$	756	\$	263,026	\$	263,782

The accompanying notes are an integral part of these consolidated financial statements.

(Dollars in thousands, except as noted) (Unaudited)

#### 1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

A description of the organization and operations of Fresno Madera Farm Credit, ACA (ACA) and subsidiaries, Fresno Madera Federal Land Bank Association, FLCA (FLCA) and Fresno Madera Production Credit Association, (PCA) (collectively, the Association), the significant accounting policies followed, and the financial condition and results of operations as of and for the year ended December 31, 2017 are contained in the 2017 Annual Report to Shareholders. These unaudited first quarter 2018 financial statements should be read in conjunction with the 2017 Annual Report to Shareholders.

The accompanying unaudited financial statements have been prepared in accordance with accounting principles generally accepted in the U.S. (GAAP) for interim financial information. Accordingly, they do not include all of the disclosures required by GAAP for annual financial statements and should be read in conjunction with the audited financial statements as of and for the year ended December 31, 2017 as contained in the 2017 Annual Report to Shareholders.

In the opinion of management, the unaudited financial information is complete and reflects all adjustments, consisting of normal recurring adjustments, necessary for a fair statement of results for the interim periods. The preparation of financial statements in accordance with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates. The results of operations for interim periods are not necessarily indicative of the results to be expected for the full year ending December 31, 2018. Descriptions of the significant accounting policies are included in the 2017 Annual Report to Shareholders. In the opinion of management, these policies and the presentation of the interim financial condition and results of operations conform with GAAP and prevailing practices within the banking industry.

In August 2016, the Financial Accounting Standards Board (FASB) issued guidance entitled "Classification of Certain Cash Receipts and Cash Payments." The guidance addresses specific cash flow issues with the objective of reducing the diversity in the classification of these cash flows. Included in the cash flow issues are debt prepayment or debt extinguishment costs and settlement of zero-coupon debt instruments or other debt instruments with coupon interest rates that are insignificant in relation to the effective interest rate of the borrowing. This guidance becomes effective for interim and annual periods beginning after December 15, 2017. The adoption of this guidance did not impact the Association's financial condition or its results of operations.

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. For public business entities that are not U.S. Securities and Exchange Commission filers this guidance becomes effective for interim and annual periods beginning after December 15, 2020, with early application permitted. The Association is evaluating the impact of adoption on its financial condition and results of operations.

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. This guidance becomes effective for interim and annual periods beginning after December 15, 2018, with early application permitted. The Association is evaluating the impact of adoption on its financial condition and results of operations.

(Dollars in thousands, except as noted) (Unaudited)

In May 2014, the FASB issued guidance entitled, "Revenue from Contracts with Customers." The guidance governs revenue recognition from contracts with customers and requires an entity to recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Financial instruments and other contractual rights within the scope of other guidance issued by the FASB are excluded from the scope of this new revenue recognition guidance. In this regard, a majority of the Association's contracts are excluded from the scope of this new guidance. The guidance sets forth the requirement for new and enhanced disclosures. The Association adopted the new standard effective January 1, 2018. As the majority of the Association's revenues are not subject to the new guidance, the adoption of the guidance did not have a material impact on the financial position, results of operations, equity or cash flows.

Certain amounts in the prior period financial statements have been reclassified to conform to current financial statement presentation.

#### 2. Loans and Allowance for Loan Losses

A summary of loans follows:

	М	arch 31, 2018	De	cember 31, 2017
Real estate mortgage	\$	722,041	\$	714,765
Production and intermediate-term		204,154		218,455
Agribusiness:				
Cooperatives		106,247		66,224
Processing and marketing		80,720		78,580
Farm-related business		969		1,069
Energy		6,517		6,533
Lease receivables		29,154		30,236
Total loans	\$	1,149,802	\$	1,115,862

Unamortized deferred loan fees and costs totaled \$4.4 million and \$4.5 million as of March 31, 2018 and December 31, 2017, respectively.

The Association purchases and sells 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 March 31, 2018:

	Other Farm Credit Institutions					Non-Farn Institu			Total			
	Pu	Purchased		Sold	Purchased		Sold		Purchased		Sold	
Real estate mortgage Production and intermediate-term Agribusiness	\$	80,101 16,827 162,225	\$	188,508 132,329 54,906	\$	1,958 - -	\$	- - -	\$	82,059 16,827 162,225	\$	188,508 132,329 54,906
Lease receivables Energy		29,155 6,517		-		-		-		29,155 6,517		- -
Total loans	\$	294,825	\$	375,743	\$	1,958	\$	-	\$	296,783	\$	375,743

(Dollars in thousands, except as noted) (Unaudited)

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

	March 31, 2018	December 31, 2017
Real estate mortgage		
Acceptable	97.98%	97.88%
OAEM	0.48%	1.52%
Substandard	1.54%	0.60%
Total	100.00%	100.00%
Production and intermediate-te	erm	
Acceptable	89.40%	90.91%
OAEM	3.98%	8.63%
Substandard	6.62%	0.46%
Total	100.00%	100.00%
Agribusiness		
Acceptable	96.25%	97.82%
OAEM	1.99%	1.97%
Substandard	1.76%	0.21%
Total	100.00%	100.00%
Energy		
Acceptable	100.00%	100.00%
Total	100.00%	100.00%
Lease receivables		
Acceptable	88.08%	99.69%
OAEM	0.18%	0.31%
Substandard	11.74%	0.00%
Total	100.00%	100.00%
Total Loans		
Acceptable	95.94%	96.57%
OAEM	1.34%	2.93%
Substandard	2.72%	0.50%
Total	100.00%	100.00%

High risk assets consist of impaired loans and other property owned. These nonperforming assets (including related accrued interest) and related credit quality are as follows:

	March 31, 2018	3	December 31, 2017		
Nonaccrual loans:					
	<b>*</b>	_	ے ا	6	
Real estate mortgage	<b>&gt;</b>	3	)	0	
Production and intermediate-term		-		48	
Total non-accrual loans		3		54	
Accruing restructured loans		-		-	
Accruing loans 90 days past due		-		-	
Other property owned		-		-	
Total high risk assets	\$	3	\$	54	

(Dollars in thousands, except as noted) (Unaudited)

Additional impaired loan information is as follows:

	March 31, 2018						December 31, 2017					
			U	npaid			Unpaid					
	Carrying Principal Related							arrying	Ρ	rincipal	Rela	ated
	Value		Ва	alance	ΑI	lowance		Value	В	alance	Allow	/ance
Impaired loans with no related												
allowance for credit losses:												
Real estate mortgage	\$	3	\$	33	\$	-	\$	6	\$	34	\$	-
Production and intermediate-term		-		-		-		48		52		-
Total impaired loans	\$	3	\$	33	\$	-	\$	54	\$	86	\$	-

The decrease in impaired loans during the three months ended March 31, 2018 is primarily due to principal paydowns from existing impaired loans.

E	41	Th	84 41	
For	tne	ınree	wontns	Ended

	Marc	:h 31, 2018	March 3	31, 2017							
	Average	Interest	Average	Interest							
	Impaired	Income	Impaired	Income							
	Loans	Recognized	Loans	Recognized							
Impaired loans with a related											
allowance for credit losses:											
Agribusiness											
Process and marketing	\$ -	\$ -	\$ 17	\$ -							
Total	-	-	17	-							
Impaired loans with no related											
allowance for credit losses:											
Real estate mortgage		4 -	12	-							
Total		4 -	12	-							
Total impaired loans	\$	4 \$ -	\$ 29	\$ -							

The following tables provide an age analysis of past due loans (including accrued interest).

March 31, 2018	Cur	rent Loans	30-89 Days Past Due		90 Days or More Past Due	Total Loans Outstanding	Accrual loans 90 days or More Past Due
Real estate mortgage	\$	728,996	\$ 51	\$	-	\$ 729,047	\$ -
Production and intermediate-term		205,875	-		-	205,875	-
Agribusiness		188,515	-		-	188,515	-
Energy		6,522				6,522	
Lease receivables		29,296	-		-	29,296	-
Total	\$	1,159,204	\$ 51	\$	-	\$ 1,159,255	\$ -
December 31, 2017	1			1			
Real estate mortgage	\$	725,625	\$ -	\$		\$ 725,631	\$ -
Production and intermediate-term		217,998	2,390		48	\$ 220,436	-
Agribusiness		146,344	-		-	146,344	-
Energy		6,536	-		-	6,536	-
Lease receivables		30,381	-		-	30,381	-
Total	\$	1,126,884	\$ 2,390	\$	54	\$ 1,129,328	\$ -

(Dollars in thousands, except as noted) (Unaudited)

A summary of changes in the allowance for loan losses by loan type is as follows:

For the Three Months Ended March 31, 2018	Real estate mortgage	-	 oduction and mediate- term	А	Agribusiness	Energy		Lease receivables	Total
Allowance for Credit Losses:									
Balance at December 31, 2017	\$ 3	93	\$ 3,203	\$	1,422 \$		41	\$ 999	\$ 6,058
Charge-offs		-	-		-		-	-	-
Recoveries		-	-		-		-	=	-
Provision for Loan Losses/(Loan loss reversal)	(1	04)	480		177		(16)	24	561
Balance at March 31, 2018	\$ 2	89	\$ 3,683	\$	1,599 \$		25	\$ 1,023	\$ 6,619

For the Three Months Ended March 31, 2017	Real esta mortgag		 roduction and ermediate- term	P	Agribusiness	Energy		Lease receivables	Total
Allowance for Credit Losses:									
Balance at December 31, 2016	\$	470	\$ 2,016	\$	2,046 \$		3	\$ 1,245	\$ 5,780
Charge-offs		-	-		(93)		-	-	(93)
Recoveries		-	-		-		-	-	-
Provision for Loan Losses/(Loan loss reversal)		79	112		44		-	(166)	69
Balance at March 31, 2017	\$	549	\$ 2,128	\$	1,997 \$		3	\$ 1,079	\$ 5,756

A summary of the allowance for loan losses and period end recorded investment in loans (including accrued interest) is as follows:

,	Real estate		Production and		_	Lease	
Allowance for Credit Losses:	mortgage	ın	termediate- term	 Agribusiness	Energy	receivables	 Total
Ending balance: Allowance individually							
evaluated for impairment	\$	- \$	-	\$ -	\$ -	\$ -	\$ -
Ending balance: Allowance collectively							
evaluated for impairment	28	9	3,683	1,599	25	1,023	6,619
Balance at March 31, 2018	\$ 28	9 \$	3,683	\$ 1,599	\$ 25	\$ 1,023	\$ 6,619
Recorded Investments in Loans Outstanding:							
Ending balance: Loans individually							
evaluated for impairment	\$	3 \$	-	\$ _	\$ -	\$ -	\$ 3
Ending balance: Loans collectively							
evaluated for impairment	729,04	4	205,875	188,515	6,522	29,296	1,159,252
Balance at March 31, 2018	\$ 729,04	7 \$	205,875	\$ 188,515	\$ 6,522	\$ 29,296	\$ 1,159,255

	·	Real estate mortgage		roduction and ermediate- term	A	Agribusiness	Energy	r	Lease eceivables	Total
Allowance for Credit Losses:										
Ending balance: Allowance individually										
evaluated for impairment	\$		- \$	=	\$	-	\$ -	\$	=	\$ =
Ending balance: Allowance collectively										
evaluated for impairment		393	3	3,203		1,422	41		999	6,058
Balance at December 31, 2017	\$	39	\$	3,203	\$	1,422	\$ 41	\$	999	\$ 6,058
Recorded Investments in Loans Outstanding:										
Ending balance: Loans individually										
evaluated for impairment	\$		\$	48	\$	-	\$ -	\$	-	\$ 54
Ending balance: Loans collectively										
evaluated for impairment		725,625	;	220,388		146,344	6,536		30,381	1,129,274
Balance at December 31, 2017	\$	725,63	\$	220,436	\$	146,344	\$ 6,536	\$	30,381	\$ 1,129,328

The Association recorded no troubled debt restructurings during the three months ended March 31, 2018.

### **Notes to Consolidated Financial Statements**

(Dollars in thousands, except as noted) (Unaudited)

#### 3. CAPITAL

A summary of select capital ratios based on a three-month average and minimums set by the Farm Credit Administration follows:

				Capital	
		December 31,	Regulatory	Conservation	
	March 31, 2018	2017	Minumums	Buffer	Total
Risk Adjusted:					
Common equity tier 1 ratio	17.64%	18.16%	4.50%	2.5%*	7.00%
Tier 1 capital ratio	17.64%	18.16%	6.00%	2.5%*	8.50%
Total capital ratio	18.14%	18.67%	8.00%	2.5%*	10.50%
Permanent capital ratio	17.73%	18.25%	7.00%	-	7.00%
Non-risk-adjusted:					
Tier 1 leverage ratio	20.27%	21.08%	4.00%	1.00%	5.00%
Unallocated retained earnings and					
equivalents leverage ratio	21.00%	21.81%	1.50%	_	1.50%

<sup>\*</sup> The 2.5% capital conservation buffer over risk-adjusted ratio minimums will be phased in over three years under the FCA capital requirements.

#### 4. INCOME TAXES

The Tax Cuts and Jobs Act of 2017 enacted in late 2017, among other changes, lowered the federal corporate tax rate from 35 percent to 21 percent beginning in 2018. Refer to the 2017 Annual Report to Shareholders for additional information.

#### **5. 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 the principal or most advantageous market for the asset or liability. Refer to Note 2 in the 2017 Annual Report to Shareholders for a more complete description.

The Association had no assets or liabilities measured at fair value on a recurring or non-recurring basis at March 31, 2018 or December 31, 2017.

#### **6. SUBSEQUENT EVENTS**

The Association has evaluated subsequent events through May 10, 2018 which is the date the financial statements were issued, and no material subsequent events were identified.





## Fresno Madera Farm Credit, ACA

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