

FARM CREDIT OF THE VIRGINIAS, ACA

ANNUAL MEETING INFORMATION STATEMENT

2022 ANNUAL MEETING OF STOCKHOLDERS

THURSDAY, SEPTEMBER 29, 2022 AT 10:00 A.M.

AT THE ADMINISTRATIVE OFFICE IN STAUNTON, VA

106 Sangers Lane, Staunton, VA 24401

All stockholders of Farm Credit of the Virginias, ACA (the “Association”) are invited and encouraged to attend the 2022 Annual Meeting of Stockholders of the Association on Thursday, September 29, 2022 at 10:00 A.M. The 2022 Annual Meeting of Stockholders will be held not only in-person at the administrative office located at 106 Sangers Lane, Staunton, VA 24401, but also by video conference. To participate in the meeting by video conference, stockholders of the Association should join using the video conference link information below:

Link to Join: <https://agfirstfcb.webex.com/agfirstfcb/j.php?MTID=mba3bd1ca305e415f168a5c5a971d10c1>

Meeting Number (access code): **2345 542 4613**

Meeting Password: **FCV2022**

Election of the 2023 nominating committee and stockholder-elected directors will be conducted by ballots mailed to eligible voting stockholders following the annual meeting.

Voting Rights

Each of the voting stockholders of the Association is entitled to only one vote regardless of the number of single or joint loans the voting 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 a writing filed with the Association. The vote of a voting stockholder that is a legal entity may be cast by an individual equity owner of the entity, designated and duly authorized in a writing filed with the Association. In no event may an individual vote more than once.

Borrowers holding participation certificates or Class A Common Stock are not eligible to vote. Eligible voting stockholders were determined as of the close of business on July 31, 2022 (the “Record Date”). As of the Record Date, the number of voting stockholders entitled to vote was 10,853.

The bylaws of the Association implement the following thirteen (13) Nominating Regions for the election of stockholder-elected directors and members of the nominating committee to ensure that representation is distributed throughout the Association’s territory:

Nominating Region	Counties	Number of Voting Stockholders in the Nominating Region as of the Record Date
1	Arlington, Fairfax, Fauquier, Loudoun, and Prince William Counties, VA	939
2	Culpeper, Madison, Orange, Rappahannock, Spotsylvania and Stafford Counties, VA	870
3	Greene and Rockingham Counties, VA	853
4	Albemarle, Augusta and Nelson Counties, VA	911
5	Bedford, Botetourt, Roanoke and Rockbridge Counties, VA	837
6	Halifax and Pittsylvania Counties, VA	737
7	Floyd, Franklin, Henry, Montgomery and Patrick Counties, VA	782
8	Bland, Carroll, Giles, Grayson, Pulaski, Smyth, Tazewell and Wythe Counties, VA	954
9	Buchanan, Dickenson, Lee, Russell, Scott, Washington and Wise Counties, VA	857
10	Alleghany, Bath, Craig and Highland Counties, VA and Fayette, Greenbrier, McDowell, Mercer, Monroe, Nicholas, Pocahontas, Raleigh, Randolph, Summers, Upshur, Webster and Wyoming Counties, WV	701
11	Boone, Braxton, Cabell, Calhoun, Clay, Doddridge, Gilmer, Jackson, Kanawha, Lewis, Lincoln, Logan, Mason, Mingo, Pleasants, Putnam, Ritchie, Roane, Tyler, Wayne, Wirt and Wood Counties, WV	852
12	Allegany and Garrett Counties, MD and Barbour, Harrison, Marion, Monongalia, Preston, Taylor, Tucker, and Wetzel Counties, WV	884
13	Grant, Hampshire, Hardy, Mineral and Pendleton Counties, WV	676

A voting stockholder who neither resides nor has its farm operations headquartered in the Association’s chartered territory shall be treated as residing in the Nominating Region where their servicing branch is located but is not eligible to serve as a stockholder-elected director or member of the nominating committee. Each voting stockholder as of the Record Date, regardless of the location of the residence of the voting stockholder, is entitled to vote for each stockholder-elected director and nominating committee seat.

Election Issues Requiring Vote

By mail ballot following the 2022 Annual Meeting of the stockholders, the voting stockholders of the Association as of the Record Date shall elect: (i) individuals to serve as stockholder-elected directors for the two (2) stockholder-elected director seats for Nominating Regions 2 and 9, as described above; and (ii) six (6) members and three (3) alternates of the 2023 Nominating Committee. The 2 stockholder-elected directors for Nominating Regions 2 and 9 will be elected to a four-year term. The members and alternates of the 2023 Nominating Committee will be elected to a one-year term.

The 2023 Nominating Committee shall be composed of two (2) members from each of Nominating Regions 4, 5, and 11, as described above, which are the Nominating Regions for which a stockholder-elected director shall be elected by the voting stockholders of the Association at the 2023 Annual Meeting of the stockholders. The two (2) nominees for each of such Nominating Regions receiving the greatest number of votes cast shall be elected to serve as members of the 2023 Nominating Committee. The nominee for each of such Nominating Regions receiving the next greatest number of votes cast shall be elected to serve as the alternate to the 2023 Nominating Committee for that Nominating Region. In the event a member of the Nominating Committee is unable or unwilling to serve, the vacancy on the Nominating Committee shall be filled by the alternate from the Nominating Region to which the vacancy relates.

Current Board of Directors

Director	Age	Type(s) of Agriculture	Years Served	Term of Office
Ronald L. Bennett	70	Dairy	2003-2022	2022-2025
Donna M. Brooke-Alt	57	Greenhouse, Event Building and Agri-tainment	2003-2022	2022-2025
David Wayne Campbell	69	Hereford Beef Cattle, Stockers	2019-2022	2019-2022
Robert M. Chambers, Jr.	58	Crops, Beef Cows, NAPA Dealerships	2019-2022	2019-2022
Kevin C. Craun	62	Dairy, Beef Cattle	2017-2022	2021-2024
Charles E. Horn, Jr.	54	Poultry and Dairy Heifers	2015-2022	2020-2023
Kyle E. House	37	Grain and Sod	2021-2022	2021-2024
Melody S. Jones	60	Outside Director – Designated Financial Expert	2007-2022	2019-2022
Charles R. King, Jr.	63	Beef Cattle and Crops	2021-2022	2022-2024
James F. Kinsey	43	Purebred Angus Cattle	2014-2022	2022-2025
Charles B. Leech IV	66	Dairy and Grain	2004-2022	2020-2023
Milton L. McPike, Jr.	60	Outside Director	2009-2022	2021-2024
Donald W. Reese	57	Vegetables	2006-2022	2022-2025
Alfred W. Stephens, Jr.	54	Dairy, Beef Cattle and Produce	2002-2022	2021-2024
John E. Wells	71	Beef Cattle	1987-2022	2020-2023

No incumbent directors attended less than 75% of total Board meetings and/or any committee meetings on which he or she served during the fiscal year. No director resigned or declined to stand for re-election since the Association's last annual meeting of stockholders because of policy disagreements with the Board.

Stockholder-Elected Director Seats

The Board is composed of thirteen (13) stockholder-elected directors elected by the voting stockholders of the Association, at least two (2) outside directors elected by the Board, and up to two (2) appointed stockholder directors appointed by the Board; provided however, at all times the stockholder-elected directors shall constitute at least 60 percent of the members of the Board. In order to stand for election to a stockholder-elected director seat, each candidate as of the Record Date must be a holder or joint holder of Class C Common Stock of the Association or individual designated in accordance with the bylaws to vote the Class C Common Stock held by a voting stockholder, and must be a resident of, or have the candidate's farm operations headquartered in, the Nominating Region corresponding to such seat. Stockholder-Elected Director Seats, Current Stockholder-Elected Directors, and Nomination Region Assigned to the Stockholder-Elected Director Seat are shown below:

Stockholder-Elected Director Seat and Current Stockholder-Elected Director	Nominating Region Assigned to Stockholder-Elected Director Seat
1 Kyle E. House	Arlington, Fairfax, Fauquier, Loudoun, and Prince William Counties, VA
2 Robert M. Chambers, Jr.	Culpeper, Madison, Orange, Rappahannock, Spotsylvania and Stafford Counties, VA
3 Kevin C. Craun	Greene and Rockingham Counties, VA
4 Charles E. Horn, Jr.	Albemarle, Augusta and Nelson Counties, VA
5 Charles B. Leech IV	Bedford, Botetourt, Roanoke and Rockbridge Counties, VA
6 Donald W. Reese	Halifax and Pittsylvania Counties, VA
7 Charles R. King, Jr.	Floyd, Franklin, Henry, Montgomery and Patrick Counties, VA
8 Alfred W. Stephens, Jr.	Bland, Carroll, Giles, Grayson, Pulaski, Smyth, Tazewell and Wythe Counties, VA
9 David W. Campbell	Buchanan, Dickenson, Lee, Russell, Scott, Washington and Wise Counties, VA
10 Ronald L. Bennett	Alleghany, Bath, Craig and Highland Counties, VA and Fayette, Greenbrier, McDowell, Mercer, Monroe, Nicholas, Pocahontas, Raleigh, Randolph, Summers, Upshur, Webster and Wyoming Counties, WV
11 John E. Wells	Boone, Braxton, Cabell, Calhoun, Clay, Doddridge, Gilmer, Jackson, Kanawha, Lewis, Lincoln, Logan, Mason, Mingo, Pleasants, Putnam, Ritchie, Roane, Tyler, Wayne, Wirt and Wood Counties, WV
12 James F. Kinsey	Allegany and Garrett Counties, MD and Barbour, Harrison, Marion, Monongalia, Preston, Taylor, Tucker, and Wetzel Counties, WV
13 Donna M. Brooke-Alt	Grant, Hampshire, Hardy, Mineral and Pendleton Counties, WV

An individual is deemed to reside where the individual maintains his or her primary residence, a stockholder that is an entity is deemed to reside where the individual designated to vote the Class C Common Stock of the stockholder maintains his or her primary residence, and the farm operations of a voting stockholder or nominee is deemed headquartered at the mailing address of record on file with the Association. Each voting stockholder who neither resides nor has its farm operations headquartered in the Association's chartered territory is not eligible to serve as a stockholder-elected director or as a member of the nominating committee.

Nominees for Elections to Occur in 2022

In accordance with the Association's bylaws and the Farm Credit Administration's regulations, nominees to serve if elected have been nominated by the 2022 Nominating Committee to fill the expiring terms of the stockholder-elected directors in Nominating Regions 2 and 9. Additionally, the 2022 Nominating Committee has nominated candidates to serve if elected as the members of the 2023 Nominating Committee for Regions 4, 5, and 11, as described above. See Exhibit A for a list of the 2022 Nominating Committee members.

Additional nominations may be made from the floor during the 2022 Annual Meeting of Stockholders either in-person or by video conference. Each nomination from the floor must meet the same eligibility and qualification requirements as candidates nominated by the nominating committee. **NOMINATIONS MAY BE MADE FROM THE FLOOR ONLY DURING THE SEPTEMBER 29, 2022 MEETING.** To place a nominee's name on the ballot, the person making the nomination must be a voting stockholder or individual designated in accordance with the bylaws to vote the Class C Common Stock held by a voting stockholder. Each nominee must be as of the Record Date a holder or joint holder of Class C Common Stock of the Association or individual designated in accordance with the bylaws to vote the Class C Common Stock held by a voting stockholder, and must be eligible to serve for the seat for which nominated.

No more than one stockholder jointly sharing ownership of the Class C Common Stock of the Association may simultaneously serve as a director of the Association, and that individual is not required to be designated to cast votes on behalf of all the stockholders sharing ownership of the Class C Common Stock. No person shall be nominated, elected or appointed, or allowed to continue to serve as a director of the Association, if that person is the spouse, or other adult living in the same household, of a: (i) director of the Association, (ii) nominee for election to the Board, (iii) member of the nominating committee of the Association, (iv) nominee for election to the nominating committee of the Association, or (v) salaried officer of the Association.

Additionally, only one stockholder jointly sharing ownership of the Class C Common Stock of the Association may seek the opportunity to serve on the nominating committee within an election cycle, and that individual is not required to be designated to cast votes on behalf of all the stockholders sharing ownership of the Class C Common Stock. No person shall be nominated, elected or appointed, or allowed to continue to serve as a member or alternate of the nominating committee of the Association, if that person is the spouse, or other adult living in the same household, of a: (i) director of the Association, (ii) nominee for election to the Board, (iii) member of the nominating committee of the Association, (iv) nominee for election to the nominating committee of the Association, or (v) salaried officer of the Association.

The floor nominee must be present either in-person or by video conference during the 2022 Annual Meeting of Stockholders to state whether he or she accepts the nomination. Upon receiving a floor nomination, the annual meeting process will be stopped until initial eligibility is determined. After initial eligibility is determined, the meeting will proceed.

Subsequent due diligence will be performed to determine if the nominee meets all the eligibility requirements imposed by the regulations of the Farm Credit Administration ("FCA") and the Association's bylaws and policies. The nominees for stockholder-elected director seats shall disclose in writing to the Association no later than three (3) business days of the nomination, their name, age, business experience during the last five years including principal occupation and employment, any business entities on whose board of directors the nominee serves, identify any family relationship of the nominee that deals with Farm Credit that would be reportable under FCA regulations if elected to the Board and may be required to disclose certain transactions related to loans, transactions other than loans, and involvement in certain legal proceedings. Floor nominees meeting all eligibility requirements will be placed on the ballot mailed to the voting stockholders after the conclusion of the meeting.

Voting Process

After the 2022 Annual Meeting of stockholders, a mail-in ballot with an electronic voting option, and other election information will be mailed to each eligible voting stockholder of the Association as of the Record Date. An independent third party shall tally and certify the election results. A tie between two candidates may be broken, if mutually agreed upon by the candidates, by any method approved by the Board. The chief executive officer shall cause the election results to be announced to the stockholders of the Association.

Nominees for Directors

(The nominee receiving the greatest number of votes from each seat will be elected.)

Seat 2 – Culpeper, Madison, Orange, Rappahannock, Spotsylvania and Stafford Counties, VA — 4-year term

ROBERT (BOB) M. CHAMBERS, JR. (incumbent), 58, of Locust Grove, VA holds an interest in Brooke Farms LLC and Liberty Equipment Repair Inc. in Fredericksburg, VA. His business address is 10879 Houser Drive, Fredericksburg, VA. The farm consists of 2500 acres of crops and 200 beef cows. Along with their two sons being engaged in the family farm and business, Bob and his wife Melissa of 37 years, own and operate CCB Investments LLC, a group of 6 NAPA Auto Parts stores with 5 locations in the Fredericksburg area and 1 location in Arkansas. Mr. Chambers serves on the Ever Grow Cooperative Board (previously Orange Madison Cooperative). He has been a Farm Credit of the Virginias director since 2019 and serves on the Audit Committee. Mr. Chambers enjoys playing with his 2 granddaughters and traveling when the schedules allow. In addition to Mr. Chambers and his wife being Farm Credit customers, one son and daughter-in-law are Farm Credit customers.

JOHN DELMARE, 62, of Huntly, VA is the owner and general manager of Rappahannock Cellars, a Virginia Farm Winery and Vineyard. His business address is 14437 Hume Road, Huntly, VA. His business address is the same as his primary residence. The vineyard has been in operation since 1998. Mr. Delmare founded and has operated Rappahannock Cellars and Rappahannock Vineyards since its inception in 2008 along with his wife Marialisa of 41 years and their twelve children. Rappahannock Cellars produces approximately 20,000 cases of wine per year, and grows on site 30 acres of premium wine grapes. He serves on the board of directors for Rappahannock Cellars (Winery and Vineyard Operator), Rappahannock Vineyards LLC (Vineyard Owner), and Glenway Farms Inc (A Virginia Distillery). Mr. Delmare's previous professional background includes commercial real estate development, consulting, and winery ownership. Mr. Delmare and his wife are Farm Credit customers.

DAVID (WAYNE) W. CAMPBELL (incumbent), 69, of Abingdon, VA is a beef cattle farmer in Washington County. His business address is 26023 Old Saltworks Road, Abingdon, VA. His business address is the same as his primary residence. Mr. Campbell grew up on a multi-generational farm with a small dairy herd, beef cattle, feeder pigs, hay, corn and Burley tobacco. Mr. Campbell's operation today consists of commercial cow-calf and seed stock Herefords and stockers. Mr. Campbell retired from Southern States Cooperative with 36 ½ years of service where he managed the Wythe County Cooperative at Rural Retreat and the Southern States Russell County Cooperatives in Lebanon and Honaker. He now farms full time along with his wife Becky of 47 years. Mr. Campbell is president of Virginia Cattlemen, serving on the Policy Committee, past chairman of the Washington County Service Authority and current commissioner, Smyth/Washington Cattlemen Board, and treasurer/board member of Abingdon Feeder Cattle. Mr. Campbell has been a Farm Credit of the Virginias director since 2019 and serves on the Audit Committee. Mr. Campbell is a Farm Credit customer.

MICHAEL L. HILTON II, 52, of Rosedale, VA owns and operates a 300 head stocker cattle operation. His business address is 18182 Route 19 North, Rosedale, VA. Mr. Hilton is co-owner and operator of H & H Log Yard, Inc. The operation consists of three log yard locations that involves buying logs, purchasing standing timber, and working with timber contractors. Logs are exported and sold to various parts of the country depending on the type of wood and highest and best use. The operation has two sawmills to cut private timber, and owns and contracts trucks for distribution. Mr. Hilton and his wife Ava of 31 years have a son attending Marshall University and a daughter attending East Tennessee State University. In addition to Mr. Hilton being a Farm Credit customer, his father-in-law and brothers-in-law are Farm Credit customers.

Nominees for the 2023 Nominating Committee

(Two from each of the Nominating Regions 4, 5, and 11 which are the Nominating Regions for which a stockholder-elected director shall be elected by the voting stockholders of the Association at the 2023 Annual Meeting of the Stockholders.)

Seat 4

CHARLES W. CURRY, 75, of Mt. Solon, VA owns and operates Shady Grove Farm, LLC. The farm is a seed stock producer of registered Angus cattle and has been in operation for sixty-eight years, during which he has used Farm Credit for financial support. Dr. Curry has a bachelor's degree in agricultural education and a doctoral degree in vocational education from Virginia Tech and a master's degree in secondary education from James Madison University. He has served as president and board member for the Augusta County Farm Bureau for many years prior to his retirement in 2021. He also served on the Augusta County Board of Supervisors for 12 years and the Augusta County School Board for 8 years. He is a member of Parnassus United Methodist Church where he serves as lay leader.

TRAVIS CLINTON KINCAID, 33, of Staunton, VA owns and operates a 107 acre farm with his wife Rachel in Augusta County. The farm consists of two George's broiler houses, 200 cow/calf pairs, and 800 rented acres. Along with his own farming operation, Mr. Kincaid has been employed as farm manager for Bells Lane Farm, a beef operation, since 2013.

JUAN (JC) C. MARTINEZ, 44, of Fairfax Station, VA owns and operates Ruckers Run Ranch, LLC with his family. The 400 acre ranch consists of cow-calf, feeder cow, and hay operations. Along with being a beginning military veteran rancher, Mr. Martinez is employed by the Virginia Department of Health as a Business Manager and produces a Part-time Weekend Rancher video series on YouTube. Mr. Martinez serves as treasurer for the Timberlane Homeowners Association and is a member of the Virginia Government Finance Officers' Association.

Seat 5

REBECCA C. HARRIS, 50, of Rockbridge Baths, VA owns and operates a 176 acre farm consisting of wheat, corn, soybeans, hay, and a small cow-calf herd. Ms. Harris is a professor in the business school at Washington and Lee University. She teaches public policy and farm policy.

JON LESLIE McDONALD, 48, of Rockbridge Baths, VA is the farm manager for Triple J Farm. The farm consists of two turkey barns and 275 brood cows. The farm operation also sells bred heifers and hay. Mr. McDonald serves on the Rockbridge Farmers' Cooperative Board and the Rockbridge County Farm Bureau Board. He and his wife Jane have five children.

JONATHAN P. REPAIR, 69, of Glasgow, VA owns and operates Rainbow Ridge Farm with his family. The farm is an Angus and Hereford seed stock operation with a total of 250 brood cows, and also operates a Farm to Plate retail beef business. Mr. Repair owns Agricultural Vision Consulting Company and works with Ag Producers across several states. He also works as a Crop Insurance Adjuster for American Farm Bureau Crop Insurance. Mr. Repair currently serves as a Board Member of the Virginia Cattlemen's Foundation and continues to serve as a Board Member and Producer Advisor for the Virginia Forage and Grassland Council. He is a member of the Board of Directors of the American Forage and Grassland Council, the Marketing Chairman for the 2023 International Grassland Conference, and serves as a member of the VT Steeles Tavern AREC Advisory Committee.

Seat 11

JOE W. CASTO, 67, of Ripley, WV owns and operates a 90 head cow/calf operation on a Century Farm. Mr. Casto retired from Farm Credit of the Virginias on December 31, 2016 with 38 years of service. Mr. Casto is a loan committee member of the WV Department of Agriculture Rural Rehabilitation. Mr. Casto serves as a director and treasurer of the WV Beef Industry Council, County Committee Member of Jackson County Farm Service Agency, director and vice president of the Jackson County Farm Bureau, board member of the Cedar Lakes Foundation, and Western Conservation District Supervisor.

CINDA B. FRANCIS, 51, of Sandyville, WV owns and operates a beef cattle farm with her family. The 350 acre farm consists of hay, pasture, and timber. Ms. Francis is co-owner/manager of the Farmers' Feed of Ripley, Inc. She is the Health, Safety, and Environmental Manager for Francis Brothers, LLC, a trucking company, and a small gas line and water line installation and repair service. Ms. Francis serves as vice president of the Jackson County Chamber of Commerce, and is a Sunday school teacher for the Calvary United Methodist Church in Ripley.

PHYLLIS L. HINTERER, 61, of Jane Lew, WV is co-owner of PSP Farm. The farm is a cow-calf beef operation of 100 cows. Ms. Hinterer is a registered professional engineer and is employed as a Director Area Transmission Operations for BHE GT&S, a Berkshire Hathaway Energy Company. She serves on the Lewis County Board of Education, the Lewis County Extension Committee, a Rotary Club member, and president of the Lewis County School Board. Ms. Hinterer attends St. Johannes Lutheran Church where she is a member of the Church Council and serves as organist.

TIMOTHY RAY ROBINSON, 63, of Tanner, WV raises beef cattle with his eldest son. Mr. Robinson is retired from a local building materials business after nearly 30 years of service. He is a Sunday school adult class teacher and Trustee for Tanner Chapel Community Church. Since his retirement in May 2020, he is enjoying his three grandchildren, farming, and gardening.

Annual Report

Stockholders are encouraged to review the 2021 Annual Report that was published and sent to each stockholder in March 2022. The 2021 Annual Report is also made available on the Association's website www.farmcreditofvirginias.com. Annually the Association publishes its annual report on its website when it sends the annual report electronically to the FCA. Stockholders may also request a copy by contacting Farm Credit of the Virginias, ACA at P.O. Box 899, Staunton, Virginia 24402, or calling (540) 886-3435.

Mailing Date and Online Availability of Annual Meeting Information Statement

This 2022 Annual Meeting Information Statement was mailed to all stockholders on or about September 12, 2022, and was posted on www.farmcreditofvirginias.com simultaneous with its mailing. It will be available on the Association's website for not less than thirty days. Copies of the 2022 Annual Meeting Information Statement are also available for inspection at all offices of the Association.

Other Business

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

Additional Disclosure

During the preceding year, the Association had loans outstanding to its senior officers and directors, their immediate family members, or organizations with which such senior officers or directors are affiliated. All such loans were made in the ordinary course of business and were made on the same terms, including interest rate, amortization schedule, and collateral, as those prevailing at the time for comparable transactions with other persons. No such loans involved more than the normal risk of collectability.

Certification

The undersigned certify that this statement has been reviewed and 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 his knowledge and belief.


Donald W. Reese
Chairman


Justin Weekley
Chief Financial Officer


Brad Cornelius
Chief Executive Officer

September 12, 2022

EXHIBIT A: 2022 NOMINATING COMMITTEE

Nominating Region	Name	City of Residence or Business Headquarters
2	John G. Lamb II	Rochelle, VA
2	Kenneth (Scott) Smith	Culpeper, VA
9	Charles Keith Beavers	Abingdon, VA
9	Ashley M. Clark – Committee Chair	Gate City, VA