



Farm Credit Services of Mandan, ACA

Quarterly Report
March 31, 2019

MANAGEMENT'S DISCUSSION AND ANALYSIS

The following commentary reviews the consolidated financial condition and consolidated results of operations of Farm Credit Services of Mandan, ACA and its subsidiaries Farm Credit Services of Mandan, FLCA and Farm Credit Services of Mandan, PCA. This discussion should be read in conjunction with both the unaudited consolidated financial information and related notes included in this Quarterly Report as well as Management's Discussion and Analysis included in our Annual Report for the year ended December 31, 2018 (2018 Annual Report).

Due to the nature of our financial relationship with AgriBank, FCB (AgriBank), the financial condition and results of operations of AgriBank materially impact our members' investment. To request free copies of AgriBank financial reports or additional copies of our report, contact us at:

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FORWARD-LOOKING INFORMATION

Any forward-looking statements in this Quarterly Report are based on current expectations and are subject to uncertainty and changes in circumstances. Actual results may differ materially from expectations due to a number of risks and uncertainties. More information about these risks and uncertainties is contained in our 2018 Annual Report. We undertake no duty to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise.

AGRICULTURAL AND ECONOMIC CONDITIONS

Weather related delays prolonged the 2018 harvest resulting in some corn and sunflower acres still standing at the onset of winter. Commodity prices for some crops have dropped as a result of trade negotiations and imposed tariffs. Average or better 2018 crop production, along with Market Facilitation Program payments on certain commodities effected by the trade disruption, helped to offset the lower crop prices for grain producers.

Most feeders and producers with cow/calf operations were able to realize modest profitability in 2018. With improved moisture conditions in 2018, most producers had good pasture for grazing herds and were able to produce adequate winter feed supplies from hay acres. Livestock prices have dropped since early fall, but are still comparable to last year. Prices have recently begun to surge higher due to flood related losses in Nebraska and Iowa and hog production problems in China.

Purchases of machinery have continued to be slow resulting from producers limiting their capital purchases. The demand for real estate remains strong, and land prices have generally held steady.

Despite the above challenges, nearly all producers will continue to modify their operations to remain profitable, obtain financing and continue their farming and ranch operations.

LOAN PORTFOLIO

Loan Portfolio

Total loans were \$1.2 billion at March 31, 2019, a decrease of \$418 thousand from December 31, 2018. The decrease was primarily due to decreases in production and intermediate-term loans offset by increases in agribusiness loans affiliated with our Commercial Finance Group (CFG) alliance and traditional real estate loans.

Portfolio Credit Quality

The credit quality of our portfolio declined from December 31, 2018. Adversely classified loans increased to 2.1% of the portfolio at March 31, 2019, from 1.9% of the portfolio at December 31, 2018. Adversely classified loans are loans we have identified as showing some credit weakness outside our credit standards. We have considered portfolio credit quality in assessing the reasonableness of our allowance for loan losses.

In certain circumstances, government agency guarantee programs are used to reduce the risk of loss. At March 31, 2019, \$24.4 million of our loans were, to some level, guaranteed under these government programs.

Risk Assets

Components of Risk Assets

(dollars in thousands)	March 31	December 31
As of:	2019	2018
Loans:		
Nonaccrual	\$ 3,192	\$ 2,529
Accruing loans 90 days or more past due	720	--
Total risk loans	3,912	2,529
Other property owned	--	6
Total risk assets	\$ 3,912	\$ 2,535
Total risk loans as a percentage of total loans	0.3%	0.2%
Nonaccrual loans as a percentage of total loans	0.3%	0.2%
Current nonaccrual loans as a percentage of total nonaccrual loans	69.1%	78.6%
Total delinquencies as a percentage of total loans	1.0%	0.1%

Note: Accruing loans include accrued interest receivable.

Our risk assets have increased from December 31, 2018, but have remained at acceptable levels. Despite the increase in risk assets, total risk loans as a percentage of total loans were well within our established risk management guidelines.

The increase in nonaccrual loans was primarily due to two customers with production and intermediate-term loans moving to nonaccrual status during 2019. Nonaccrual loans remained at an acceptable level at March 31, 2019.

The increase in accruing loans 90 days or more past due was primarily due to two customers in the production and intermediate-term loan category and two customers in the real estate mortgage loan category. Our accounting policy requires loans past due 90 days or more to be transferred into nonaccrual status unless adequately secured and in the process of collection. Based on our analysis, accruing loans 90 days or more past due were eligible to remain in accruing status.

Allowance for Loan Losses

The allowance for loan losses is an estimate of losses on loans inherent in our portfolio as of the financial statement date. We determine the appropriate level of allowance for loan losses based on periodic evaluation of factors such as loan loss history, estimated probability of default, estimated loss severity, portfolio quality, and current economic and environmental conditions.

Allowance Coverage Ratios

As of:	March 31	December 31
	2019	2018
Allowance as a percentage of:		
Loans	0.3%	0.3%
Nonaccrual loans	101.0%	127.5%
Total risk loans	82.4%	127.5%

In our opinion, the allowance for loan losses was reasonable in relation to the risk in our loan portfolio at March 31, 2019.

RESULTS OF OPERATIONS

Profitability Information

(dollars in thousands)	2019	2018
For the three months ended March 31		
Net income	\$ 6,255	\$ 6,044
Return on average assets	2.1%	2.1%
Return on average members' equity	9.8%	10.4%

Changes in the chart above relate directly to:

- Changes in income discussed below
- Changes in assets discussed in the Loan Portfolio section
- Changes in capital discussed in the Funding, Liquidity, and Capital section

Changes in Significant Components of Net Income

(in thousands)			Increase (decrease) in net income
For the three months ended March 31	2019	2018	
Net interest income	\$ 8,125	\$ 7,914	\$ 211
Reversal of loan losses	--	(22)	(22)
Patronage income	1,101	777	324
Other income, net	1,977	2,376	(399)
Operating expenses	4,761	4,860	99
Provision for income taxes	187	185	(2)
Net income	<u>\$ 6,255</u>	<u>\$ 6,044</u>	<u>\$ 211</u>

Changes in Net Interest Income

(in thousands)		
For the three months ended March 31	2019 vs 2018	
Changes in volume	\$	485
Changes in interest rates		(216)
Changes in nonaccrual income and other		(58)
Net change	<u>\$</u>	<u>211</u>

Patronage Income

(in thousands)		
For the three months ended March 31	2019	2018
Wholesale patronage	\$ 802	\$ 753
Pool program patronage	299	24
Total patronage income	<u>\$ 1,101</u>	<u>\$ 777</u>

The change in other income, net was primarily due to our share of the Allocated Insurance Reserve Accounts (AIRA) distribution received from the Farm Credit System Insurance Corporation (FCSIC) of \$273 thousand in 2019, compared to \$653 thousand in 2018. The AIRA was established by FCSIC when premiums collected increased the level of the Insurance Fund beyond the required 2% of insured debt. Refer to the 2018 Annual Report for additional information about the FCSIC.

FUNDING, LIQUIDITY, AND CAPITAL

We borrow from AgriBank, under a note payable, in the form of a line of credit. Our note payable matures on February 29, 2020, at which time the note will be renegotiated. The repricing attributes of our line of credit generally correspond to the repricing attributes of our loan portfolio, which significantly reduces our market interest rate risk. Due to the cooperative structure of the Farm Credit System and as we are a stockholder of AgriBank, we expect this borrowing relationship to continue into the foreseeable future. Our other source of lendable funds is from unallocated surplus.

The components of cost of funds associated with our note payable include:

- A marginal cost of debt component
- A spread component, which includes cost of servicing, cost of liquidity, and bank profit
- A risk premium component, if applicable

We were not subject to a risk premium at March 31, 2019, or December 31, 2018.

In addition, with approval from AgriBank, on July 24, 2006, we entered into a loan agreement with CoBank, ACB (CoBank) to obtain funding in the amount not to exceed \$20.0 million in connection with specific CoBank related transactions. The interest rate on such indebtedness will be established at the time of the related transactions.

Total members' equity increased \$5.6 million from December 31, 2018, primarily due to net income for the period. Accumulated other comprehensive loss is the impact of prior service cost and unamortized actuarial gain/loss related to the Pension Restoration Plan. Refer to Note 8 in our 2018 Annual Report for more information on the Pension Restoration Plan.

The Farm Credit Administration (FCA) Regulations require us to maintain minimums for our common equity tier 1, tier 1 capital, total capital, and permanent capital risk-based capital ratios. In addition, the FCA requires us to maintain minimums for our non-risk-adjusted ratios of tier 1 leverage and unallocated retained earnings and equivalents leverage. Refer to Note 6 in our 2018 Annual Report for a more complete description of these ratios.

Regulatory Capital Requirements and Ratios

As of:	March 31 2019	December 31 2018	Regulatory Minimums	Capital Conservation Buffer	Total
Risk-adjusted:					
Common equity tier 1 ratio	17.1%	16.7%	4.5%	2.5%*	7.0%
Tier 1 capital ratio	17.1%	16.7%	6.0%	2.5%*	8.5%
Total capital ratio	17.4%	16.9%	8.0%	2.5%*	10.5%
Permanent capital ratio	17.2%	16.7%	7.0%	N/A	7.0%
Non-risk-adjusted:					
Tier 1 leverage ratio	19.3%	19.0%	4.0%	1.0%	5.0%
Unallocated retained earnings and equivalents leverage ratio	20.3%	19.6%	1.5%	N/A	1.5%

*The 2.5% capital conservation buffer over risk-adjusted ratio minimums is being phased in over three years under the FCA capital requirements. The phase in period ends on December 31, 2019.

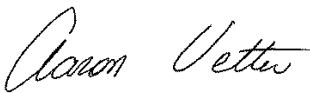
The capital adequacy ratios are directly impacted by the changes in capital as more fully explained in this section and the changes in assets as discussed in the Loan Portfolio section.

CERTIFICATION

The undersigned have reviewed the March 31, 2019, Quarterly Report of Farm Credit Services of Mandan, ACA, which has been prepared under the oversight of the Audit Committee and in accordance with all applicable statutory or regulatory requirements. The information contained herein is true, accurate, and complete to the best of our knowledge and belief.



James Vander Vorst
Chairperson of the Board
Farm Credit Services of Mandan, ACA



Aaron Vetter
Chief Executive Officer
Farm Credit Services of Mandan, ACA



Sandy Nagel
Vice President – Finance, Chief Financial Officer
Farm Credit Services of Mandan, ACA

May 7, 2019

CONSOLIDATED STATEMENTS OF CONDITION

Farm Credit Services of Mandan, ACA

(in thousands)

(Unaudited)

As of:	March 31 2019	December 31 2018
ASSETS		
Loans	\$ 1,150,211	\$ 1,150,629
Allowance for loan losses	3,224	3,225
Net loans	1,146,987	1,147,404
Investment in AgriBank, FCB	28,934	28,933
Accrued interest receivable	15,812	17,641
Other assets	17,750	16,571
Total assets	\$ 1,209,483	\$ 1,210,549
LIABILITIES		
Note payable to AgriBank, FCB	\$ 937,359	\$ 940,592
Accrued interest payable	6,534	6,307
Deferred tax liabilities, net	549	397
Patronage distribution payable	625	2,400
Other liabilities	4,521	6,567
Total liabilities	949,588	956,263
Contingencies and commitments (Note 3)		
MEMBERS' EQUITY		
Capital stock and participation certificates	2,108	2,156
Unallocated surplus	258,704	253,073
Accumulated other comprehensive loss	(917)	(943)
Total members' equity	259,895	254,286
Total liabilities and members' equity	\$ 1,209,483	\$ 1,210,549

The accompanying notes are an integral part of these Consolidated Financial Statements.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

Farm Credit Services of Mandan, ACA

(in thousands)

(Unaudited)

For the period ended March 31	Three Months Ended	
	2019	2018
Interest income	\$ 14,659	\$ 12,499
Interest expense	6,534	4,585
Net interest income	8,125	7,914
Reversal of loan losses	--	(22)
Net interest income after reversal of loan losses	8,125	7,936
Other income		
Patronage income	1,101	777
Financially related services income	1,418	1,402
Fee income	249	294
Allocated Insurance Reserve Accounts distribution	273	653
Miscellaneous income, net	37	27
Total other income	3,078	3,153
Operating expenses		
Salaries and employee benefits	2,871	2,926
Other operating expenses	1,890	1,934
Total operating expenses	4,761	4,860
Income before income taxes	6,442	6,229
Provision for income taxes	187	185
Net income	\$ 6,255	\$ 6,044
Other comprehensive income		
Employee benefit plans activity	\$ 26	\$ 37
Total other comprehensive income	26	37
Comprehensive income	\$ 6,281	\$ 6,081

The accompanying notes are an integral part of these Consolidated Financial Statements.

CONSOLIDATED STATEMENTS OF CHANGES IN MEMBERS' EQUITY

Farm Credit Services of Mandan, ACA

(in thousands)

(Unaudited)

	Capital Stock and Participation Certificates	Unallocated Surplus	Accumulated Other Comprehensive Loss	Total Members' Equity
Balance at December 31, 2017	\$ 2,272	\$ 229,866	\$ (1,136)	\$ 231,002
Net income	--	6,044	--	6,044
Other comprehensive income	--	--	37	37
Unallocated surplus designated for patronage distributions	--	(600)	--	(600)
Capital stock and participation certificates issued	19	--	--	19
Capital stock and participation certificates retired	(74)	--	--	(74)
Balance at March 31, 2018	\$ 2,217	\$ 235,310	\$ (1,099)	\$ 236,428
Balance at December 31, 2018	\$ 2,156	\$ 253,073	\$ (943)	\$ 254,286
Net income	--	6,255	--	6,255
Other comprehensive income	--	--	26	26
Unallocated surplus designated for patronage distributions	--	(624)	--	(624)
Capital stock and participation certificates issued	29	--	--	29
Capital stock and participation certificates retired	(77)	--	--	(77)
Balance at March 31, 2019	\$ 2,108	\$ 258,704	\$ (917)	\$ 259,895

The accompanying notes are an integral part of these Consolidated Financial Statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1: ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

The Consolidated Financial Statements contain all adjustments necessary for a fair presentation of the interim Consolidated Statements of Condition and Consolidated Statements of Comprehensive Income. Our accounting policies conform to accounting principles generally accepted in the United States of America (GAAP) and the prevailing practices within the financial services industry. This interim Quarterly Report is prepared based upon statutory and regulatory requirements and in accordance with GAAP. However, certain disclosures required by GAAP are omitted. The results of the three months ended March 31, 2019, are not necessarily indicative of the results to be expected for the year ending December 31, 2019. The interim financial statements and the related notes in this Quarterly Report should be read in conjunction with the Consolidated Financial Statements and related notes included in our Annual Report for the year ended December 31, 2018 (2018 Annual Report).

The Consolidated Financial Statements present the consolidated financial results of Farm Credit Services of Mandan, ACA (the Association) and its subsidiaries Farm Credit Services of Mandan, FLCA and Farm Credit Services of Mandan, PCA (the subsidiaries). All material intercompany transactions and balances have been eliminated in consolidation.

Recently Issued or Adopted Accounting Pronouncements

We have assessed the potential impact of accounting standards that have been issued by the Financial Accounting Standards Board (FASB) and have determined the following standards to be applicable to our business. While we are a nonpublic entity, our financial results are closely related to the performance of the combined Farm Credit System. Therefore, we typically adopt accounting pronouncements on the public business entities effective date or aligned with other System institutions, whichever is earlier.

Standard and effective date	Description	Adoption status and financial statement impact
In February 2016, the FASB issued Accounting Standards Update (ASU) 2016-02 "Leases." In July 2018, the FASB issued ASU 2018-11 "Leases (Topic 842): Targeted Improvements." The guidance is effective for public business entities in its first quarter of 2019 and early adoption is permitted.	The guidance modifies the recognition and accounting for lessees and lessors and requires expanded disclosures regarding assumptions used to recognize revenue and expenses related to leases. When this guidance is adopted, a liability for lease obligations and a corresponding right-of-use asset will be recognized on the Consolidated Statements of Condition for all lease arrangements spanning more than 12 months. The guidance includes an optional transition method where an entity is permitted to apply the guidance as of the adoption date and recognize a cumulative-effect adjustment to the opening balance of retained earnings.	We adopted this guidance on January 1, 2019. The adoption of this guidance did not have a material impact on our financial condition, results of operations, and financial statement disclosures, and had no impact on cash flows.
In June 2016, the FASB issued ASU 2016-13 "Financial Instruments – Credit Losses." This guidance is effective for public business entities for non-U.S. Securities Exchange Commission filers for the first quarter of 2021 and early adoption is permitted.	The guidance replaces the current incurred loss impairment methodology with a methodology that reflects expected credit losses and requires consideration of a broader range of reasonable and supportable information to inform credit loss estimates. Credit losses relating to available-for-sale securities would also be recorded through an allowance for credit losses.	We have no plans to early adopt this guidance. We have reviewed the accounting standard, selected our system, and are in the process of drafting disclosures. Significant implementation matters yet to be addressed include system development and testing, drafting of accounting policies, and designing processes and controls. We are currently unable to estimate the impact on the financial statements.

NOTE 2: LOANS AND ALLOWANCE FOR LOAN LOSSES

Loans by Type

(dollars in thousands)

As of:	March 31, 2019		December 31, 2018	
	Amount	%	Amount	%
Real estate mortgage	\$ 409,584	35.6%	\$ 405,266	35.2%
Production and intermediate-term	380,669	33.1%	403,481	35.1%
Agribusiness	236,165	20.5%	220,616	19.2%
Other	123,793	10.8%	121,266	10.5%
Total	\$ 1,150,211	100.0%	\$ 1,150,629	100.0%

The other category is primarily comprised of energy, communication, agricultural export finance, water and waste water related loans and certain assets originated under the mission related investment authority.

Delinquency

Aging Analysis of Loans

(in thousands)	30-89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or Less than 30 Days Past Due	Total	Accruing Loans 90 Days or More Past Due
As of March 31, 2019						
Real estate mortgage	\$ 3,788	\$ 338	\$ 4,126	\$ 413,701	\$ 417,827	\$ 338
Production and intermediate-term	7,339	667	8,006	378,886	386,892	382
Agribusiness	--	--	--	237,094	237,094	--
Other	--	--	--	124,210	124,210	--
Total	\$ 11,127	\$ 1,005	\$ 12,132	\$ 1,153,891	\$ 1,166,023	\$ 720
As of December 31, 2018						
Real estate mortgage	\$ 392	\$ 334	\$ 726	\$ 413,941	\$ 414,667	\$ --
Production and intermediate-term	369	183	552	410,213	410,765	--
Agribusiness	--	--	--	221,326	221,326	--
Other	--	--	--	121,512	121,512	--
Total	\$ 761	\$ 517	\$ 1,278	\$ 1,166,992	\$ 1,168,270	\$ --

Note: Accruing loans include accrued interest receivable.

Risk Loans

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

Risk Loan Information

(in thousands)	March 31 2019	December 31 2018
As of:		
Volume with specific allowance	\$ 1,650	\$ 1,518
Volume without specific allowance	2,262	1,011
Total risk loans	\$ 3,912	\$ 2,529
Total specific allowance	\$ 522	\$ 522
For the three months ended March 31	2019	2018
Income on accrual risk loans	\$ 4	\$ 29
Income on nonaccrual loans	42	100
Total income on risk loans	\$ 46	\$ 129
Average risk loans	\$ 2,814	\$ 3,226

Note: Accruing loans include accrued interest receivable.

We did not have any material commitments to lend additional money to borrowers whose loans were classified as risk loans at March 31, 2019.

Troubled Debt Restructurings (TDRs)

In situations where, for economic or legal reasons related to the borrower's financial difficulties, we grant a concession for other than an insignificant period of time to the borrower that we would not otherwise consider, the related loan is classified as a troubled debt restructuring, also known as a restructured loan. A concession is generally granted in order to minimize economic loss and avoid foreclosure. Concessions vary by program and borrower and may include interest rate reductions, term extensions, payment deferrals, or an acceptance of additional collateral in lieu of payments. In limited circumstances, principal may be forgiven. Loans classified as TDRs are considered risk loans. All risk loans are analyzed within our allowance for loan losses. We record a specific allowance to reduce the carrying amount of the restructured loan to the lower of book value or net realizable value of collateral.

There were no TDRs that occurred during the three months ended March 31, 2019.

We completed TDRs of certain production and intermediate-term loans during the three months ended March 31, 2018. Our recorded investment in these loans just prior to and immediately following the restructuring was \$13 thousand during the three months ended March 31, 2018. The recorded investment in the loan is the unpaid principal amount of the receivable increased or decreased by applicable accrued interest and unamortized premium, discount, finance charges, and acquisition costs and may also reflect a previous direct charge-off.

The primary types of modification included extension of maturity.

There were no TDRs that defaulted during the three months ended March 31, 2019 in which the modification was within twelve months of the respective reporting period. We had TDRs in the production and intermediate-term loan category of \$37 thousand that defaulted during the three months ended March 31, 2018 in which the modifications were within twelve months of the respective reporting period.

Allowance for Loan Losses

Changes in Allowance for Loan Losses

(in thousands)			
Three months ended March 31	2019		2018
Balance at beginning of period	\$	3,225	\$ 2,992
Reversal of loan losses		--	(22)
Loan recoveries		--	26
Loan charge-offs		(1)	(7)
Balance at end of period	\$	3,224	\$ 2,989

NOTE 3: CONTINGENCIES AND COMMITMENTS

In the normal course of business, we have various contingent liabilities and commitments outstanding, primarily commitments to extend credit, which may not be reflected in the Consolidated Financial Statements. We do not anticipate any material losses because of these contingencies or commitments.

We may be named as a defendant in certain lawsuits or legal actions in the normal course of business. At the date of these Consolidated Financial Statements, our management team was not aware of any material actions. However, management cannot ensure that such actions or other contingencies will not arise in the future.

NOTE 4: FAIR VALUE MEASUREMENTS

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or most advantageous market for the asset or liability. Accounting guidance also establishes a fair value hierarchy, with three input levels that may be used to measure fair value. Refer to Note 2 in our 2018 Annual Report for a more complete description of the three input levels.

We did not have any assets or liabilities measured at fair value on a recurring basis at March 31, 2019, or December 31, 2018.

Non-Recurring

We may be required, from time to time, to measure certain assets at fair value on a non-recurring basis.

Assets Measured at Fair Value on a Non-recurring Basis

(in thousands)				
As of March 31, 2019				
	Fair Value Measurement Using			Total Fair Value
	Level 1	Level 2	Level 3	
Impaired loans	\$ --	\$ --	\$ 1,184	\$ 1,184
As of December 31, 2018				
	Fair Value Measurement Using			Total Fair Value
	Level 1	Level 2	Level 3	
Impaired loans	\$ --	\$ --	\$ 1,046	\$ 1,046

Valuation Techniques

Impaired loans: Represents the carrying amount and related write-downs of loans which were evaluated for individual impairment based on the appraised value of the underlying collateral. When the value of the collateral, less estimated costs to sell, is less than the principal balance of the loan, a specific reserve is established. Costs to sell represent transaction costs and are not included as a component of the asset's fair value. If the process uses observable market-based information, they are classified as Level 2. If the process requires significant input based on management's knowledge of and judgment about current market conditions, specific issues relating to the collateral and other matters, they are classified as Level 3.

NOTE 5: SUBSEQUENT EVENTS

We have evaluated subsequent events through May 7, 2019, which is the date the Consolidated Financial Statements were available to be issued. There have been no material subsequent events that would require recognition in our Quarterly Report or disclosure in the Notes to Consolidated Financial Statements.