

**April 1, 2015**  
**OFFICIAL NOTICE**  
**ASSOCIATION ANNUAL MEETING INFORMATION STATEMENT**

To the Owners of Stock and Participation Certificates  
of Central Texas Farm Credit, ACA

The Annual Stockholders' Meeting of the Central Texas Farm Credit, ACA will be held:

**Tuesday, April 28, 2015**  
**Bill Franklin Center**  
**South End of Commercial Avenue, Coleman, Texas**  
**(adjacent to rodeo grounds)**  
**Registration at 6:30 PM**  
**Dinner and Cash Door Prizes**

The stockholders of the Association will consider the following:

1. Adoption of the Minutes of the 2014 Annual Stockholders meeting.
2. Review of corporate and financial operations for 2014.
3. Determination of the nominees for election of two (2) stockholders to the Board of Directors.
4. Determination of the nominees for election of the 2016 Nominating Committee.
5. Other Business.

The following information is included as part of the Annual Meeting Information Statement to comply with regulations implemented by the Farm Credit Administration.

1. The audited financial statements for the Association for the year ended December 31, 2014 were included in the Annual Report which was posted to the Association's website at [www.centraltexasaca.com](http://www.centraltexasaca.com) by March 15<sup>th</sup> and was mailed to all stockholders at the end of March. The Audit Committee selected PricewaterhouseCoopers LLP to audit its financial statements and provide an opinion thereon for its 2014 annual report. PricewaterhouseCoopers LLP's address is 300 West 6<sup>th</sup> Street, Suite 1800, Austin, Texas, 78701.

2. As of December 31, 2014, there were 1,524 eligible voting stockholders with 425,412 shares of Class B voting stock and 20 holders of Participation Certificates with 4,399 shares of non-voting PC's held in this Association. An updated list of voting stockholders will be prepared as of January 31, 2015 which will serve as the list of the stockholders eligible to vote in the 2015 Election. Any matter brought to a vote at the Annual Meeting or thereafter by mail ballot will be decided by a simple majority vote.

3. Current Director Information as of December 31, 2014:

<b>Name</b>	<b>Age at 12-31-14</b>	<b>Term Expires</b>	<b>Elected</b>	<b>Type of Agriculture Engaged In:</b>
Mike Finlay	66	2015	2008	Livestock & Crop Production
Robby Halfmann	34	2017	2008	Livestock & Crop Production
Kenneth D. Harvick	63	2016	2012	Livestock & Crop Production
Philip W. Hinds	57	2015	2009	Livestock & Crop Production
Steven R. Lehrmann	60	2017	2014	Livestock & Crop Production
Burl D. Lowery*	64	2015	2013	Certified Public Accountant

\*Mr. Lowery was appointed by the Board of Directors and is the designated "financial expert"

The Directors represent all sections of the Association territory and as nearly as possible all types of agricultural practices within the area. The current bylaws provide that the Board be limited to 5 stockholder-elected directors and 1 director-elected director.

All Directors attended more than 75% of the total number of regular Board Meetings and other Committee Meetings during the fiscal year 2014. There were no directors who resigned or declined to stand for re-election during 2014 because of a policy disagreement with the Board.

4. There have been no transactions of the type required to be disclosed, outside the normal course of business, between the association and its senior officers or directors.

5. The voting stockholders of this Association shall elect two board members, as may be required to fill the vacancy on the Board.

The Association Nominating Committee met February 20, 2015 and nominated the following eligible stockholders, who agreed to be director candidates, to be placed on the ballot for the applicable director positions to be filled at this meeting:

The following nominee information was prepared and submitted by the candidates and is for informational purposes only. The Association remains impartial towards all nominees and neither endorses nor opposes any candidate.

Each candidate has been engaged in their stated principal occupation for at least the past 5 years. Candidates for each position are listed in alphabetical order.

**Position I**  
**3 year term**

**Mike Finlay** – Mr. Finlay, age 66, is a resident of McCulloch County and currently resides near Lohn, Texas. He is a farmer and rancher in Coleman and McCulloch Counties where he farms cotton, wheat, grain sorghum, hay crops, and also runs a cattle and sheep operation. Mr. Finlay graduated from Texas Tech University with a bachelor's degree in agricultural education. He currently serves as the President of the Fife Cemetery Association and is a member of the First United Methodist Church in Brady. He formerly served as a board member for the McCulloch County Conservation District, the McCulloch County Tax Appraisal District, the Lohn Co-op Gin, the McCulloch County Soil and Water Conservation District, Lohn ISD, and the Millersview-Doole Water Supply Corporation. Mr. Finlay is currently a Director for Central Texas Farm Credit, ACA and has served since 2008.

**Douglas Hemphill** – Mr. Hemphill, age 49, is a resident of McCulloch County and currently resides near Lohn, Texas. He is a farmer and rancher in McCulloch County where he raises wheat, cotton and hay crops and maintains a cow/calf operation. In addition, he is a real estate broker at Texas Prime Country Real Estate, LLC located at 2101 S. Bridge St., Brady, TX 76825. Mr. Hemphill earned a bachelor's degree in agriculture from Tarleton State University. He serves on the Lohn ISD School Board and the Lohn Water Supply Corporation Board. He is a McCulloch County 4-H Adult Leader and serves on the Lohn Volunteer Fire Department. He is a former member of the Lohn Gin Board, the McCulloch County Livestock Association, the McCulloch County Leadership Advisory Board, and the McCulloch County Agriculture & Natural Resources Committee. Mr. Hemphill is also a member of the Sunset Ridge Church of Christ in Brady.

**Position II**  
**3 year term**

**Philip Hinds** – Mr. Hinds, age 57, is a resident of Coleman County and currently resides near Coleman, TX. His principal business is that of owner/operator of Bargain House Furniture located at 711 South Concho, Coleman, TX 76834, and he also has a stock farming operation in Coleman County. Mr. Hinds is a Life Member of the National Rifle Association and a member of the First Baptist Church in Coleman. He formerly served as a member of the Coleman County Rodeo Association. Mr. Hinds is currently a Director for Central Texas Farm Credit, ACA and has served since January 2009.

**Nan K. Markland** – Ms. Markland, age 62, is a resident of Coleman County and currently resides near Burkett, TX. She attended Howard Payne and Texas Tech Universities. Ms. Markland is responsible for the recordkeeping, accounting, legal, financial and banking activities of three entities that she owns along with other family members, all of which are located at 112 South Concho, Coleman, TX 76834. Knox & Knox and M7KM, Ltd. house the Knox family's cattle and farming operations while K-M Oil Company, Inc. houses the family's oil and gas investments. Individually, she feeds cattle, run steers, and has a hunting operation on separate property. She is currently the treasurer for the Miller Building and is very active in other local organizations. Ms. Markland formerly served on the Board of Central Colorado River Authority and West Central Texas Workforce Development Board, currently Workforce Solutions in Texas. She has also worked with TSCRA on the labor committee. Ms. Markland regularly attends the First United Methodist Church of Coleman.

Officers and Directors are eligible for loans under the same terms and conditions available to any person. Loans outstanding with the nominees listed herein were made in the ordinary course of business, 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, and do not involve more than the normal risk of collection. Under Section 620.5 (k) of the regulations, the nominees have no occurrences that would require disclosure. None of the nominees have had any non-loan transactions with the Association.

Nominations for these positions will be opened to the floor at the meeting. Floor nominees must agree to accept the nomination and must provide the required disclosures, **in writing**, within five (5) business days after the 2015 Annual Meeting. No person may be a nominee for Director who does not provide the disclosures required by FCA regulations Part 620, Subpart B, Section 620.5(j), Section 620.5(k) and FCA regulations Part 611, Section 611.330(a)(2).

The Association approved method for breaking a tie vote will be to flip a coin.

The 2015 Nominating Committee met February 20, 2015 and placed the names of the following stockholders in nomination for member and alternates for the 2016 Nominating Committee:

<b>Region</b>	<b>Member</b>	<b>1<sup>st</sup> Alternate</b>	<b>2<sup>nd</sup> Alternate</b>	<b>3<sup>rd</sup> Alternate</b>
Brownwood	Gerald Burns	Carter Damron	Terry Wayne Barnes	Justin Holland
Coleman	William C. Earp	Henry W. Dodson	Sara Lemoine Knox	Collier R. Watson
Haskell	Larry Warren Short	Steve Dreyer	Luke Spraberry	Phil Coleman
San Angelo	Leta Caston	Allen J. Gully	Mike Zuniga III	Monte B. Biedermann
Brady	Mickey D. Dillard	Ricky McKinnerney	Max L. Stabel	Holden Jacoby


Nominations for the 2016 Nominating Committee will be opened to the floor at the meeting under the same procedures as those for the director nominations. A member and three alternates for each region must be elected.

The election of two Directors and the election of the 2016 Nominating Committee will be accomplished by mail-in ballots which will be sent to eligible voting stockholders not more than fifteen (15) business days after the 2015 Annual Meeting.

In order for us to complete the meeting arrangements, please fill out the RSVP Dinner Reservation card or call us at 1-877-229-0221 toll free on or before **April 21, 2015**.

The Directors and employees hope to see you on April 28th in Coleman.

  
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Boyd J. Chambers  
Chief Executive Officer

  
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Robby Halfmann, Chairman  
Board of Directors