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FIRST QUARTER 2015  
REPORT TO SHAREHOLDERS

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# FARM CREDIT WEST

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## MANAGEMENT'S DISCUSSION AND ANALYSIS

The following commentary is a review of the consolidated financial condition and results of operations of Farm Credit West, ACA and subsidiaries (Farm Credit West). These comments should be read in conjunction with the unaudited first quarter 2015 consolidated financial statements and related notes included in this report, as well as the 2014 Annual Report to Shareholders. Shareholders may obtain copies of the Quarterly or Annual Report to Shareholders free of charge by calling 916-780-1166, or by writing to Farm Credit West, 1478 Stone Point Drive, Suite 450, Roseville, CA 95661, or by accessing our website at [www.farmcreditwest.com](http://www.farmcreditwest.com).

The financial condition and results of operations of CoBank, ACB (CoBank), materially affect the risk associated with shareholder investments in Farm Credit West. Shareholders of Farm Credit West may obtain copies of CoBank's financial statements free of charge by calling 916-780-1166 or by writing to Farm Credit West, 1478 Stone Point Drive, Suite 450, Roseville, CA 95661, or by accessing CoBank's website at [www.cobank.com](http://www.cobank.com).

In January 2015, the boards of Farm Credit West, ACA and Farm Credit Services Southwest, ACA (FCSSW) approved a letter of intent to merge. FCSSW has branch offices in Tempe, Yuma and Safford, Arizona and an office in California's Imperial Valley. It is anticipated that the merged association will have more than \$8.5 billion in assets, a diversified portfolio of agricultural loans across three western states, and strong levels of capital and liquidity. The Association anticipates a merger date of October 1, 2015, subject to required regulatory approvals and stockholder vote.

### Loan and Lease Volume

Loan and lease volume (net of sold loan participations) was \$7.0 billion at March 31, 2015, a decrease of \$20.5 million since December 31, 2014. The decrease was mainly due to seasonal repayment activity.

In addition to the \$7.0 billion of loan and lease volume reported on our balance sheet, at March 31, 2015, we serviced loans and leases totaling \$1.5 billion for other institutions.

### Portfolio Quality

As shown in the following table, our loan quality statistics declined slightly during the first three months of 2015 mostly due to seasonal repayment activity on nonadversely classified loans.

	March 31, 2015	December 31, 2014	December 31, 2013
Nonadversely classified	96.8%	97.1%	95.5%
Adversely classified	3.2%	2.9%	4.5%

The outlook remains positive for most of the key commodities in our territory, although persistent unfavorable market conditions have weakened the financial position of some producers, particularly in the nursery segment of the portfolio.

Tree nuts are the largest commodity concentration in FCW's loan portfolio at 15.0%. Consumer demand for almonds, walnuts and pistachios continues to grow, thus prices for all three major nut crops have been strong. Water availability continues to be a concern for this segment of our portfolio.

FCW's dairy portfolio is the second largest commodity concentration in our loan portfolio at 13.0%. Overall the dairy industry did fairly well during 2014 as record-high milk prices helped most dairy customers to rebuild liquidity in their operations. The drought conditions in California have increased forage prices which tends to reduce margins for dairy producers. The economic outlook for the California dairy segment is expected to be more challenging than what was experienced in 2014.

California has entered a fourth consecutive year of drought, with the majority of FCW's lending territory classified by the USDA as experiencing extreme or exceptional drought conditions. The drought is impacting each of FCW's three regions in unique ways. The coastal areas are suffering from dramatic declines in well water levels, forcing many farmers to deepen existing wells, and expand the number of available wells. The Northern Region is suffering from reductions in surface water deliveries for the first time in recent history and some farmers are reactivating wells that have not been utilized in many years. The Southern San Joaquin Region is experiencing both well draw down and reduced surface water availability.

Production acreage has been reduced to adjust to water availability, and yields may be reduced due to water stress. Thus continued drought conditions can be expected to result in increased prices and decreased supplies for most agricultural products produced in our lending territory. This could result in reduced income to certain agricultural producers and processors, which in turn may increase credit stress and add credit risk to FCW's loan and lease portfolio.

## MANAGEMENT'S DISCUSSION AND ANALYSIS

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Management has taken this risk into consideration when evaluating the allowance for loan losses.

### Nonearning Assets

Nonearning assets (nonaccrual loan volume plus the volume of other property owned) totaled \$72.5 million at March 31, 2015 and remained essentially unchanged from what was reported at December 31, 2014. Management initiatives are in place to continue to reduce the level of nonearning assets.

### Allowance for Loan Losses

Our allowance for loan losses totaled \$39.8 million (0.57% of loan principal and interest) at March 31, 2015, an increase of \$2.5 million since December 31, 2014. The allowance is our best estimate of the amount of probable losses existing in, and inherent in, our loan portfolio as of the balance sheet date. We determine the allowance based on a regular evaluation of the loan portfolio, which generally considers recent historic charge-off experience adjusted for relevant factors.

At March 31, 2015, net recoveries, totaled less than \$0.1 million, essentially unchanged from what was reported in the same period of 2014. Loan charge-offs in 2014 and 2013 were primarily due to recognition of collateral deficits on impaired loans in the process of collection.

### Credit Risk Management

To help manage and diversify credit risk, our credit risk management framework includes securitizing loans, obtaining credit guarantees, selling loan participation interests, limiting "hold" positions to amounts below legal lending limits, and prudently establishing individual lending limits based on asset quality. Our loan securitizations include the exchange of mortgage loans for Federal Agricultural Mortgage Corporation (Farmer Mac) guaranteed mortgage-backed securities, which are reported as investment securities on the accompanying consolidated balance sheet.

### Net Income

Net income for the three months ended March 31, 2015 was \$43.1 million with an annualized rate of return on average assets (ROA) of 2.35%. Net income for the first three months of 2014 was \$41.6 million with an ROA of 2.44%. Following are the key changes in net income year-over-year:

- ❖ Net interest income increased by \$4.2 million, or 9.4% during the first quarter of 2015 compared to the same period last year, mainly due to a \$3.9 million in favorable volume variances. Average earning assets volume for the first three months of 2015 was \$502 million (7.7%) higher than the average volume for the first three months of 2014.
- ❖ Total noninterest income increased by \$0.4 million during the first quarter of 2015 compared to the same

period last year. The increase was primarily due to a \$0.3 million increase in loan origination fees and a \$0.3 million increase in CoBank patronage accruals. These increases were partially offset by a \$0.2 million decrease in loan servicing income.

Offsetting the positive net income variances noted above:

- ❖ Provision for loan losses increased by \$2.4 million during the first quarter of 2015 compared to the same period last year.
- ❖ Noninterest expense increased by \$0.7 million, or 4.6%, to \$15.8 million during the first quarter of 2015 from \$15.1 million during the first quarter of 2014. The increase was due to a \$0.7 million increase in salaries and benefits, a \$0.2 million increase in FCSIC premiums and a \$0.2 million increase in information technology services. These increases were partially offset by a \$0.7 million reduction in losses on other property owned.

### Patronage

We distributed cash patronage dividends totaling \$57 million to eligible customers in February 2015. The patronage rate was at the target level of 75 basis points (0.75%) of average principal outstanding during 2014.

### Preferred Stock

Our preferred stock program is another means of adding value to the customer relationship. This program enables customers to provide us with the capital needed to support growth, while the customer is paid an attractive dividend on their investment. Due to the increased demand for our preferred stock, the FCW stockholders approved an increase in the preferred stock program limit from \$200 million to \$500 million in 2013. While \$500 million shares are authorized for issuance, FCW maintains an internal issuance limit based on regulatory and capital management considerations. The preferred stock limit was \$320 million at March 31, 2015. The preferred stock balance at March 31, 2015 was \$320.5 million, which remained essentially unchanged from December 31, 2014. The per annum dividend rate is 2.00%. The dividend rate has not changed since November, 2011.

### Future Payment Funds

At March 31, 2015, the customer-owned future payment funds increased by \$42.7 million to \$555.0 million compared to \$512.3 million at December 31, 2014. The current economic cycle has enabled many of our customers to maintain high levels of liquid assets. Future payment funds represent voluntary advance conditional payments and are an interest-bearing funding source for the Association. We paid interest at a rate of 1.00% on these accounts during the quarter. The interest rate on future payment funds has not changed since February, 2009.

## MANAGEMENT'S DISCUSSION AND ANALYSIS

### Amounts of Capital and Capital Adequacy

In the past three months, total members' equity has increased \$41.9 million (3%) primarily due to retained net income of \$43.1 million and other comprehensive gain of \$0.4 million. Partially offsetting the net income were preferred stock dividends of \$1.6 million. As shown in the following table, Farm Credit West has substantially exceeded each regulatory minimum capital requirement for all periods presented.

Type of capital as % of risk-weighted assets	For the quarter ended			Regulatory Minimum
	March 31, 2015	Dec. 31, 2014	Dec. 31, 2013	
Permanent capital	19.15%	19.62%	18.62%	7.00%
Total surplus	14.49%	14.92%	14.46%	7.00%
Core surplus	14.49%	14.90%	14.35%	3.50%

### Forward-Looking Information

This discussion contains forward looking statements. These statements are not guarantees of future performance; future operations involve certain risks, uncertainties, and assumptions that are difficult to predict. Words such as "anticipates," "believes," "could," "estimates," "may," "should," or "will" are intended to identify forward-looking statements. These statements are based on management's assumptions and analyses made in light of experience and other historical trends, current conditions, and expected future developments. However, actual results and developments may differ materially from our expectations and predictions due to a number of risks and uncertainties, many of which are beyond our control. Readers are cautioned not to place undue reliance on these forward-looking statements. We will not update any forward-looking statements to reflect events or circumstances arising after they are made.

### Certification

The undersigned certify that this report has been prepared under the oversight of the FCW Audit Committee, that it is presented 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, and we have reviewed this report.



Blake Harlan  
Chairman of the Board of Directors



Mark D. Littlefield  
President and Chief Executive Officer



Christopher J. Doherty  
Executive Vice President – Fiscal Operations  
and Chief Financial Officer

May 7, 2015

## CONSOLIDATED BALANCE SHEET

<i>(in thousands)</i>	<b>March 31, 2015 (unaudited)</b>	December 31, 2014
<b>Assets</b>		
Loans and leases	\$ 6,978,519	\$ 6,998,977
Less: allowance for loan and lease losses	(39,800)	(37,300)
Net loans and leases	<u>6,938,719</u>	<u>6,961,677</u>
Cash	—	20,223
Accrued interest receivable	45,553	46,437
Investment securities — available-for-sale	116,902	127,545
Investment securities — held-to-maturity	38,850	40,808
Investment in CoBank	213,897	212,294
Other property owned	6,304	6,337
Premises and equipment, net	19,969	19,620
Other assets	34,638	57,251
<b>Total assets</b>	<u><u>\$ 7,414,832</u></u>	<u><u>\$ 7,492,192</u></u>
<b>Liabilities</b>		
Note payable to CoBank	\$ 5,260,503	\$ 5,366,091
Future payment funds	555,040	512,308
Accrued interest payable	4,423	4,921
Patronage distribution payable	—	57,000
Unfunded disbursements	12,716	—
Other liabilities	13,367	24,972
<b>Total liabilities</b>	<u><u>5,846,049</u></u>	<u><u>5,965,292</u></u>
Commitments and contingent liabilities		
<b>Members' Equity</b>		
Preferred stock	320,544	320,544
Capital stock and participation certificates	4,136	4,130
Unallocated retained earnings	1,242,761	1,201,239
Accumulated other comprehensive income	1,342	987
<b>Total members' equity</b>	<u><u>1,568,783</u></u>	<u><u>1,526,900</u></u>
<b>Total liabilities and members' equity</b>	<u><u>\$ 7,414,832</u></u>	<u><u>\$ 7,492,192</u></u>

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

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

<i>For the three months ended March 31, (unaudited and in thousands)</i>	<u>2015</u>	<u>2014</u>
<b>Interest Income</b>		
Loans and leases	\$ 63,684	\$ 60,435
Investment securities	<u>1,578</u>	<u>1,896</u>
<b>Total interest income</b>	<u>65,262</u>	<u>62,331</u>
<b>Interest Expense</b>		
Note payable to CoBank	14,933	16,501
Future payment funds	<u>1,368</u>	<u>1,036</u>
<b>Total interest expense</b>	<u>16,301</u>	<u>17,537</u>
<b>Net interest income</b>	48,961	44,794
Provision for loan losses	<u>(2,455)</u>	<u>(76)</u>
<b>Net interest income after provision for loan losses</b>	<u>46,506</u>	<u>44,718</u>
<b>Noninterest Income</b>		
Patronage income	9,473	8,694
Loan and other fees	1,937	1,622
Loan servicing income	715	867
Other noninterest income	<u>302</u>	<u>891</u>
<b>Total noninterest income</b>	<u>12,427</u>	<u>12,074</u>
<b>Noninterest Expense</b>		
Salaries and employee benefits	8,978	8,231
Information technology services	1,522	1,333
Occupancy and equipment	945	967
Farm Credit Insurance Fund premiums	1,619	1,428
Supervisory and examination expense	387	352
Loss (gain) on other property owned, net	89	743
Other operating expense	<u>2,238</u>	<u>2,069</u>
<b>Total noninterest expense</b>	<u>15,778</u>	<u>15,123</u>
<b>Income before income taxes</b>	43,155	41,669
Provision for income taxes	<u>(55)</u>	<u>(63)</u>
<b>Net income</b>	<u>\$ 43,100</u>	<u>\$ 41,606</u>
<b>Other Comprehensive Income</b>		
Unrealized gain (loss) on investment securities - available-for-sale	229	34
Pension Restoration Plan adjustment	<u>126</u>	<u>116</u>
<b>Total comprehensive income</b>	<u>\$ 43,455</u>	<u>\$ 41,756</u>

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

## CONSOLIDATED STATEMENT OF CHANGES IN MEMBERS' EQUITY

<i>(unaudited and in thousands)</i>	Preferred Stock	Capital Stock and Participation Certificates	Unallocated Retained Earnings	Accumulated Other Comprehensive Income	Total Members' Equity
<b>Balance at December 31, 2013</b>	\$ 271,438	\$ 3,978	\$ 1,101,448	\$ 3,039	\$ 1,379,903
Comprehensive income			41,606	150	41,756
Preferred stock issued	62,349				62,349
Preferred stock retired	(35,793)				(35,793)
Capital stock and participation certificates issued		77			77
Capital stock and participation certificates retired		(60)			(60)
Preferred stock dividends declared and paid	1,397		(1,397)		—
<b>Balance at March 31, 2014</b>	<u>\$ 299,391</u>	<u>\$ 3,995</u>	<u>\$ 1,141,657</u>	<u>\$ 3,189</u>	<u>\$ 1,448,232</u>
 <b>Balance at December 31, 2014</b>	 \$ 320,544	 \$ 4,130	 \$ 1,201,239	 \$ 987	 \$ 1,526,900
<b>Comprehensive income</b>			<b>43,100</b>	<b>355</b>	<b>43,455</b>
<b>Preferred stock issued</b>	<b>22,346</b>				<b>22,346</b>
<b>Preferred stock retired</b>	<b>(23,924)</b>				<b>(23,924)</b>
<b>Capital stock and participation certificates issued</b>		<b>82</b>			<b>82</b>
<b>Capital stock and participation certificates retired</b>		<b>(76)</b>			<b>(76)</b>
<b>Preferred stock dividends declared and paid</b>	<b>1,578</b>		<b>(1,578)</b>		<b>—</b>
<b>Balance at March 31, 2015</b>	<u><b>\$ 320,544</b></u>	<u><b>\$ 4,136</b></u>	<u><b>\$ 1,242,761</b></u>	<u><b>\$ 1,342</b></u>	<u><b>\$ 1,568,783</b></u>

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

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### Note 1 – Organization and Operations

A description of the organization and operations of Farm Credit West, significant accounting policies followed, and the financial condition and results of operations as of and for the year ended, December 31, 2014 are contained in the 2014 Farm Credit West Annual Report to Shareholders. These unaudited first quarter 2015 financial statements should be read in conjunction with the 2014 Annual Report to Shareholders.

In January 2015, the boards of directors of Farm Credit West, ACA and Farm Credit Services Southwest, ACA approved a letter of intent to pursue a merger. In mid-February, both boards approved a joint management agreement where Farm Credit West's President and CEO was appointed chief executive officer for both associations. The Association anticipates a merger date of October 1, 2015, subject to receiving all regulatory and shareholder approvals required. The Association does not expect there to be any material negative impact to its operations as a result of the merger.

The accompanying financial statements contain all adjustments necessary for a fair presentation of the Association's interim financial condition and results of operations. Farm Credit West's accounting and reporting policies conform to accounting principles generally accepted in the United States of America (GAAP) and prevailing practices within the banking industry.

In August 2014, the Financial Accounting Standards Board (FASB) issued guidance entitled "Presentation of Financial Statements — Going Concern." The guidance governs management's responsibility to evaluate whether there is substantial doubt about an entity's ability to continue as a going concern and to provide related footnote disclosures. This guidance requires management to perform interim and annual assessments of an entity's ability to continue as a going concern within one year after the date the financial statements are issued or within one year after the financial statements are available to be issued, when applicable. Substantial doubt exists if it is probable that the entity will be unable to meet its obligations for the assessed period. This guidance becomes effective for interim and annual periods ending after December 15, 2016, and early application is permitted. Management will be required to make its initial assessment as of December 31, 2016.

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 our contracts would be excluded from the scope of this new guidance. The guidance becomes effective for the first interim reporting period within the annual reporting periods after December 15, 2016. The Association is in the process of reviewing contracts to determine the effect, if any, on the Association's financial condition or its results of operations.

### Note 2 – Loans and Allowance for Loan Losses

A summary of loan principal outstanding follows.

<i>(in thousands)</i>	March 31, 2015	December 31, 2014
Real estate mortgage loans	\$ 4,061,625	\$ 3,977,829
Production and intermediate-term loans	1,266,886	1,433,983
Agribusiness loans:		
Processing and marketing	868,705	805,160
Farm related businesses	323,911	346,102
Loans to cooperatives	125,031	115,635
Direct financing leases	180,397	182,484
Communication loans	106,447	87,849
Energy loans	45,517	49,935
Total loans	<u>\$ 6,978,519</u>	<u>\$ 6,998,977</u>

An analysis of changes in the allowance for loan losses is shown below.

<i>(in thousands)</i>	2015	2014
Balance at beginning of year	\$ 37,300	\$ 34,700
Provision for loan losses	2,455	76
Charge-offs	(14)	(133)
Recoveries	59	57
Balance at March 31,	<u>\$ 39,800</u>	<u>\$ 34,700</u>

The following table presents allowance information concerning impaired loans. Impaired loans include nonaccrual loans, accruing restructured loans and loans past due 90 days or more and still accruing interest.

<i>(in thousands)</i>	March 31, 2015	December 31, 2014
Impaired loans with related allowance	\$ 40,104	\$ 39,600
Impaired loans with no related allowance	56,690	42,719
Total impaired loans	<u>96,794</u>	<u>82,319</u>
Allowance on impaired loans	<u>\$ 12,248</u>	<u>\$ 11,810</u>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The following table presents average impaired loans and interest income recognized on impaired loans.

<i>For the three months ended March 31, (in thousands)</i>	<b>2015</b>	2014
Average impaired loans	<b>\$ 79,644</b>	\$ 92,987
Interest income recognized on impaired loans	<b>\$ 898</b>	\$ 101

A restructuring of a loan constitutes a troubled debt restructuring (TDR) if, for economic or legal reasons related to the debtor's financial difficulties, the Association grants a concession to the debtor that it would not otherwise consider. During the first three months of 2015, no loan restructuring transactions were deemed to be troubled debt restructurings.

There were no TDRs that occurred within the previous 12 months for which there was a subsequent payment default during the three months ended March 31, 2015. At December 31, 2014 there was one production and intermediate term loan for \$3.5 million for which there was a payment default during that 12 month period.

TDRs outstanding at March 31, 2015 totaled \$24.3 million, of which \$9.0 million were in nonaccrual status. At December 31, 2014, TDRs outstanding totaled \$25.1 million, of which \$9.4 million were in nonaccrual status.

Additional commitments to lend to borrowers whose loans have been modified in a TDR were \$0.3 million at March 31, 2015 and December 31, 2014.

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

<i>Principal and interest March 31, 2015 (in thousands)</i>	Not Past Due or Less Than 30 Days Past Due	Total Past Due	Total Loans
Real estate mortgage loans	<b>\$4,046,259</b>	<b>\$ 36,428</b>	<b>\$4,082,687</b>
Production and intermediate-term loans	<b>1,262,618</b>	<b>21,028</b>	<b>1,283,646</b>
Agribusiness loans	<b>1,317,566</b>	<b>6,015</b>	<b>1,323,581</b>
Direct financing leases	<b>180,379</b>	<b>19</b>	<b>180,398</b>
Communication loans	<b>106,508</b>	—	<b>106,508</b>
Energy loans	<b>45,588</b>	—	<b>45,588</b>
Total loans	<b>\$6,958,918</b>	<b>\$ 63,490</b>	<b>\$7,022,408</b>

<i>Principal and interest March 31, 2015 (in thousands)</i>	30-89 Days Past Due	90 Days or More Past Due	Total Past Due
Real estate mortgage loans	<b>\$ 4,721</b>	<b>\$ 31,707</b>	<b>\$ 36,428</b>
Production and intermediate-term loans	<b>6,544</b>	<b>14,484</b>	<b>21,028</b>
Agribusiness loans	<b>30</b>	<b>5,985</b>	<b>6,015</b>
Direct financing leases	—	<b>19</b>	<b>19</b>
Communication loans	—	—	—
Energy loans	—	—	—
Total loans	<b>\$ 11,295</b>	<b>\$ 52,195</b>	<b>\$ 63,490</b>

<i>Principal and interest March 31, 2014 (in thousands)</i>	Not Past Due or Less Than 30 Days Past Due	Total Past Due	Total Loans
Real estate mortgage loans	\$3,641,337	\$ 39,270	\$3,680,607
Production and intermediate-term loans	1,147,440	33,403	1,180,843
Agribusiness loans	1,191,813	8,860	1,200,673
Direct financing leases	160,183	325	160,508
Communication loans	95,801	—	95,801
Energy loans	51,213	—	51,213
Total loans	<b>\$6,287,787</b>	<b>\$ 81,858</b>	<b>\$6,369,645</b>

<i>Principal and interest March 31, 2014 (in thousands)</i>	30-89 Days Past Due	90 Days or More Past Due	Total Past Due
Real estate mortgage loans	\$ 17,651	\$ 21,619	\$ 39,270
Production and intermediate-term loans	1,101	32,302	33,403
Agribusiness loans	1,374	7,486	8,860
Direct financing leases	—	325	325
Communication loans	—	—	—
Energy loans	—	—	—
Total loans	<b>\$ 20,126</b>	<b>\$ 61,732</b>	<b>\$ 81,858</b>

### Note 3 – Investment Securities

The following is a summary of Farmer Mac agricultural mortgage-backed securities.

<i>(dollars in thousands)</i>	Mortgage-Backed Securities — Available-for-Sale				
	Amortized Cost	Gross Unrealized Gains	Losses	Fair Value	Weighted Average Yield
<b>March 31, 2015</b>	<b>\$113,127</b>	<b>\$ 3,775</b>	<b>\$ —</b>	<b>\$116,902</b>	<b>4.20%</b>
December 31, 2014	123,999	3,546	—	127,545	4.15%

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

<i>(dollars in thousands)</i>	Mortgage-Backed Securities — Held-to-Maturity			Fair Value	Weighted Average Yield
	Amortized Cost	Gross Unrealized Gains	Unrealized Losses		
<b>March 31, 2015</b>	<b>\$ 38,850</b>	<b>\$ 1,081</b>	<b>\$ —</b>	<b>\$ 39,931</b>	<b>3.83%</b>
December 31, 2014	40,808	985	—	41,793	3.80%

Substantially all mortgage-backed securities have contractual maturities in excess of ten years. However, expected and actual maturities for mortgage-backed securities will typically be shorter than contractual maturity due to scheduled and unscheduled payment activity affecting the loans underlying such securities.

None of Farm Credit West's investment securities are in an unrealized loss position at March 31, 2015. Accordingly, no investment security impairment has been recorded.

### Note 4 – Members' Equity

#### Preferred Stock

Farm Credit West is authorized to issue 500 million shares of class H preferred stock but has an internal issuance limit set at 320 million shares. Purchases may be made by individuals or entities that hold, at the time of their purchase of preferred stock, legal title to, or beneficial interest in, shares of any class of Farm Credit West common stock or participation certificates. Preferred stock is unprotected and "at-risk." Retirement of preferred stock upon the holder's request is at the sole discretion of the Board, or by Farm Credit West's president when consistent with authority delegated by the Board.

The preferred stock dividend rate is a per annum rate which is subject to change each calendar month. For any particular month, the dividend rate shall not exceed 8% nor be less than the federal funds rate. The preferred stock dividend rate was 2.00% during the first three months of 2015 and the average preferred stock dividend rate was 2.00% for the full year in 2014.

#### Common Stock

Farm Credit West issues the following classes of common stock: class C common stock and class F participation certificates. Such equities are unprotected and "at-risk." At-risk equities can only be retired: 1) with the express approval of the Farm Credit West Board of Directors, and only if the capitalization requirements described below have been met; or 2) by Farm Credit West's president when consistent with authority delegated by the Board. At March 31, 2015, the required common investment was \$1 thousand per voting stockholder. Customers with multiple loans under common control satisfy their equity ownership requirement with a single \$1 thousand cash investment.

### Capital Adequacy

Farm Credit capital adequacy regulations require all Farm Credit associations to achieve permanent capital of 7% of risk-adjusted assets and off-balance-sheet commitments. Failure to meet the 7% capital requirement can initiate certain mandatory and possibly additional discretionary actions by our regulator that, if undertaken, could have a direct material effect on our financial statements. Associations are prohibited from reducing permanent capital by retiring stock or making certain other distributions to shareholders unless prescribed capital standards are met. Farm Credit regulations also require that additional minimum capital standards be achieved. These standards require all System institutions to achieve and maintain ratios of total surplus as a percentage of risk-adjusted assets of 7% and core surplus as a percentage of risk-adjusted assets of 3.5%. For the quarter ended March 31, 2015, Farm Credit West's permanent capital, total surplus, and core surplus ratios were 19.15%, 14.49%, and 14.49%, respectively.

The following tables present the activity in the accumulated other comprehensive loss, net of tax by component.

<i>(in thousands)</i>	Unrealized Gains on Investments Available for Sale	Pension and Other Plans	Accumulated Other Comprehensive Loss
Balance at December 31, 2014	\$ 3,546	\$ (2,559)	\$ 987
Other comprehensive income (loss) before reclassifications	229	126	355
Amounts reclassified from other comprehensive income (loss)	—	—	—
Net current period comprehensive income	<u>229</u>	<u>126</u>	<u>355</u>
Balance at March 31, 2015	<u>\$ 3,775</u>	<u>\$ (2,433)</u>	<u>\$ 1,342</u>

<i>(in thousands)</i>	Unrealized Gains on Investments Available for Sale	Pension and Other Plans	Accumulated Other Comprehensive Loss
Balance at December 31, 2013	\$ 5,067	\$ (2,028)	\$ 3,039
Other comprehensive income (loss) before reclassifications	34	116	150
Amounts reclassified from other comprehensive income (loss)	—	—	—
Net current period comprehensive income	<u>34</u>	<u>116</u>	<u>150</u>
Balance at March 31, 2014	<u>\$ 5,101</u>	<u>\$ (1,912)</u>	<u>\$ 3,189</u>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### Note 5 – Fair Value Measurements

FASB guidance defines fair value as the exchange price that would be received for an asset or paid to transfer a liability in an orderly transaction between market participants in the principal or most advantageous market for the asset or liability. For additional information, see Note 2 to the 2014 Annual Report to Shareholders – Summary of Significant Accounting Policies.

Assets measured at fair value on a recurring basis are summarized below. There were no other assets and no liabilities measured at fair value on a recurring basis for the periods presented.

<i>(in thousands)</i>	Fair Value Measurement Using Significant Unobservable Inputs (Level 3)	Total Fair Value
Assets:		
Investment securities – available-for-sale		
<b>March 31, 2015</b>	<b>\$ 116,902</b>	<b>\$ 116,902</b>
December 31, 2014	\$ 127,545	\$ 127,545

The tables below represents a reconciliation of Farm Credit West's investment securities – available-for-sale measured at fair value on a recurring basis.

<i>(in thousands)</i>	Fair Value Measurement Using Significant Unobservable Inputs (Level 3) Investment securities – available-for-sale	
	2015	2014
Balance at beginning of year	<b>\$ 127,545</b>	\$ 150,673
Unrealized (losses) gains included in other comprehensive (loss) income	<b>229</b>	34
Settlements	<b>(10,872)</b>	(7,145)
Balance at March 31,	<b>\$ 116,902</b>	\$ 143,562

Assets measured at fair value on a non-recurring basis are summarized in the following table. There were no other assets and no liabilities measured at fair value on a non-recurring basis for the periods presented.

<i>(in thousands)</i>	Fair Value Measurement Using Significant Unobservable Inputs (Level 3)	Total Fair Value	Total (Losses)/Gains Incurred During the Year
Assets:			
Nonaccrual loans, net of related specific allowance			
<b>March 31, 2015</b>	<b>\$ 27,856</b>	<b>\$ 27,856</b>	<b>\$ (438)</b>
December 31, 2014	27,790	27,790	(3,822)
Other property owned, appraised value			
<b>March 31, 2015</b>	<b>\$ 7,430</b>	<b>\$ 7,430</b>	<b>\$ —</b>
December 31, 2014	7,464	7,464	(577)

### Valuation Techniques

As more fully discussed in Note 2 to the 2014 Annual Report to Shareholders, the FASB established a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The following represents a brief summary of the valuation technique used by Farm Credit West for assets and liabilities subject to fair value measurement. For a more complete description, see Notes to the 2014 Annual Report to Shareholders.

**Investment Securities:** Where quoted prices are available in an active market, available-for-sale securities would be classified as Level 1. If quoted prices are not available in an active market, the fair value of securities are estimated using pricing models, quoted prices for similar securities received from pricing services or discounted cash flows. Generally, these securities would be classified as Level 2. This would include certain mortgage-backed and asset-backed securities. Where there is limited activity or less transparency around inputs to the valuation, the securities are classified as Level 3. Securities classified as Level 3 include Farm Credit West's mortgage-backed securities issued by the Federal Agricultural Mortgage Corporation.

Farm Credit West's held-to-maturity investment securities are carried at amortized cost.

**Loans Evaluated for impairment:** For certain loans evaluated for impairment under FASB impairment guidance, the fair value was based on the underlying real estate collateral for collateral-dependent loans. At March 31, 2015, substantially all of the Association's impaired loans that are recorded at fair value are secured by real estate. The fair value measurement process uses appraisals performed by independent licensed appraisers and other market-based information, but in many cases it also requires significant

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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input based on management's knowledge of and judgment about current market conditions, specific issues relating to the collateral and other matters. As a result, a majority of these loans have fair value measurements that fall within Level 3 of the fair value hierarchy. When the value of the real estate, less estimated costs to sell, is less than the principal balance of the loan, a specific reserve is established.

**Other Property Owned:** The process for measuring the fair value of other property owned involves the use of appraisals or other market-based information. Costs to sell represent transaction costs and are not included as a component of the asset's fair value. As a result, these fair value measurements fall within Level 3 of the hierarchy.

### Note 6 – Income Taxes

Farm Credit West, ACA conducts its business activities through two wholly-owned subsidiaries. Long-term mortgage lending activities are conducted through a wholly-owned FLCA subsidiary which is exempt from federal and state income tax. Short- and intermediate-term lending activities are conducted through a wholly-owned PCA subsidiary. As with the PCA subsidiary, the ACA holding company is subject to income tax. Farm Credit West operates as a cooperative that qualifies for tax treatment under Subchapter T of the Internal Revenue Code. Accordingly, under specified conditions, Farm Credit West can exclude from taxable income amounts distributed as qualified patronage dividends in the form of cash, stock, or allocated retained earnings. Provisions for income taxes are made only on those taxable earnings that will not be distributed as qualified patronage dividends.

### Note 7 – Subsequent Events

The Association has evaluated subsequent events through May 7, 2015, which is the date the financial statements were issued.

In April, the board of directors for Farm Credit West completed due diligence and signed a definitive merger agreement with Farm Credit Services Southwest, ACA. The merger agreement is subject to the approval of the FCA, CoBank and the voting shareholders of the Association and Farm Credit Services Southwest, ACA. The parties currently anticipate an October 1, 2015 effective date for the merger.