AgCarolina Farm Credit, ACA

THIRD QUARTER 2013

TABLE OF CONTENTS

CERTIFICATION

The undersigned certify that we have reviewed the September 30, 2013 quarterly report of AgCarolina Farm Credit, ACA, that the report has been prepared under the oversight of the Audit Committee of the Board of Directors and 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.

S. Stuart Pierce, Jr.
Chairman of the Board

David W. Corum
President
Chief Executive Officer

Matthew J. Currin
Senior Vice President
Chief Financial Officer

November 7, 2013

AgCarolina Farm Credit, ACA

Report on Internal Control Over Financial Reporting

The Association's principal executives and principal financial officers, or persons performing similar functions, are responsible for establishing and maintaining adequate internal control over financial reporting for the Association's Consolidated Financial Statements. For purposes of this report, "internal control over financial reporting" is defined as a process designed by, or under the supervision of the Association's principal executives and principal financial officers, or persons performing similar functions, and effected by its Board of Directors, management and other personnel. This process provides reasonable assurance regarding the reliability of financial reporting information and the preparation of the Consolidated Financial Statements for external purposes in accordance with accounting principles generally accepted in the United States of America.

Internal control over financial reporting includes those policies and procedures that: (1) pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the Association, (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial information in accordance with accounting principles generally accepted in the United States of America, and that receipts and expenditures are being made only in accordance with authorizations of management and directors of the Association, and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Association's assets that could have a material effect on its Consolidated Financial Statements.

The Association's management has completed an assessment of the effectiveness of internal control over financial reporting as of September 30, 2013. In making the assessment, management used the framework in *Internal Control — Integrated Framework*, promulgated by the Committee of Sponsoring Organizations of the Treadway Commission, commonly referred to as the "COSO" criteria.

Based on the assessment performed, the Association concluded that as of September 30, 2013, the internal control over financial reporting was effective based upon the COSO (1992) criteria. Additionally, based on this assessment, the Association determined that there were no material weaknesses in the internal control over financial reporting as of September 30, 2013.

David W. Corum
President
Chief Executive Officer

Matthew J. Currin
Senior Vice President
Chief Financial Officer

November 7, 2013

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

(dollars in thousands)

The following commentary reviews the financial condition and results of operations of AgCarolina Farm Credit, ACA (Association) for the nine months ended September 30, 2013. Effective September 1, 2012, AgCarolina Financial, ACA, changed its name to AgCarolina Farm Credit, ACA. These comments should be read in conjunction with the accompanying financial statements, notes to the financial statements and the 2012 annual report of the Association.

LOAN PORTFOLIO

The Association provides funds to farmers, rural homeowners, and farm-related businesses for financing of short and intermediate-term loans and long-term real estate mortgage loans. Predominant commodities in the portfolio are tobacco, cotton, and forestry, which constitute $365,779 or 38.37 percent, of the loan portfolio as of September 30, 2013. Other major farm commodities include swine, poultry, forestry, soybeans, corn, and field crops. Farm size varies and many of the borrowers in the region have diversified farming operations. This factor, along with the numerous opportunities for non-farm income in the area, somewhat reduces the level of dependency on a given commodity.

The net loan volume of the Association as of September 30, 2013, was $914,970, an increase of $33,692 or 3.82 percent as compared to $881,278 at December 31, 2012. Net loans accounted for 93.51 percent of total assets at September 30, 2013 as compared to 91.24 percent of total assets at December 31, 2012. The increase in net loan volume during the reporting period is primarily attributed to seasonal lending. The short-term portfolio, which is heavily influenced by operating-type loans, normally reaches a peak in August and declines in the fall and winter months as farm commodities are marketed and proceeds are applied to the operating loans.

There is an inherent risk in the extension of any type of credit. Portfolio credit quality continues to be maintained at an acceptable level, however, and credit administration remains satisfactory. Nonaccrual loans decreased from $28,136 at December 31, 2012 to $22,124 at September 30, 2013, a decrease of $6,011 or 21.37 percent. The decrease is due to liquidations of certain nonaccrual accounts throughout 2013.

Association management maintains an allowance for loan losses at a level considered sufficient to absorb possible losses in the loan portfolio based on current and expected future conditions. The allowance for loan losses at September 30, 2013 was $13,797 as compared to $14,669 at December 31, 2012, for a decrease of $871. The main reason for this decrease was a result of an increase in net charge-offs of $759 that were offset by a provision in the amount of $182. The ratio of the allowance for loan losses to loans at September 30, 2013 was 1.43 percent, which was less than the prior year end. The allowance was considered by management to be adequate to cover possible losses.

Other investments consists of tobacco buyout Successor-in-Interest Contracts (SIIC) which come under the FCA's Mission Related Investments. Under the SIIC, the tobacco quota holders and producers may assign their rights to receive tobacco buyout contract payments to a third party. The third party, or successor, purchases the entire contract and all related rights and obligations associated with the contract. As of September 30, 2013 the Association held tobacco buyout SIIC of $15,734, a decrease of $15,540 or 49.69 percent, as compared to $31,275 as of December 31, 2012. The decrease is due to the receipt of the scheduled annual payment from the government. The final government payment is expected to occur in January 2014.

Other property owned was $951 as of September 30, 2013, which was an increase of $90 from the December 31, 2012 balance of $861. This was the result of one property being acquired in the third quarter of 2013. The Association is actively marketing all properties for resale.

RESULTS OF OPERATIONS

For the three months ended September 30, 2013

Net income for the three months ended September 30, 2013 totaled $4,644, a decrease of $334, or 6.71 percent, as compared to the same period of 2012. The primary reason for the decrease in net income as compared to the previous period is due to a decrease in noninterest income and an increase in noninterest expense that were offset by an increase in net interest income and a favorable variance in the provision for loan losses. Noninterest income decreased by $181 and noninterest expense increased by $375. These unfavorable variances were offset by increases in net interest income of $119 and a decrease in the amount of provision for loan losses in the amount of $103.

For the three months ended September 30, 2013, total interest income decreased by $253 compared to the same period of 2012. The decrease in interest income is due primarily to reduced interest rates as compared to the same period in 2012. Interest income from nonaccrual loans was $134 for the three months ended September 30, 2013, an increase of $56 from the same period of 2012. Interest expense decreased $372 for the three months ended September 30, 2013, as compared to the same period of 2012. The decrease in interest expense is also attributed to a decline in funding rates.

Noninterest income for the three months ended September 30, 2013 totaled $2,455 as compared to $2,636 for the same period of 2012, a decrease of $181. The overall decrease is primarily due to the decrease in loan fees of $62, financially related service income of $72 and equity in earnings of other Farm Credit institutions of $33.

Noninterest expense for the three months ended September 30, 2013 was $4,346, an increase of $375, or 9.44% as compared to the same period of 2012. The reason for the overall increase is due primarily to an increase in salaries and employee benefits in the amount of $206 and insurance fund premiums of $91 for three months ended September 30, 2013. The increase in salaries and employee benefits is primarily due to a normal salary increases and increased benefit costs. The insurance fund premium increase was a result of increase premium factors in 2013.

For the nine months ended September 30, 2013

Net income for the nine months ended September 30, 2013 totaled $13,562, an increase of $130, or 0.96 percent, as compared to the same period of 2012. The primary reasons for the increase in net income are a decrease in the provision for loan losses of $1,278 over the comparable period from last year as well as an increase in net interest income of $347. These favorable variances were offset by a $1,441 decrease in noninterest income as result of the non-recurring insurance fund refund in 2012. At September 30, 2013, total interest income decreased by $843 compared to the same period in 2012. The decrease in interest income is due to a decline in interest rates as compared to the same period in 2012.

Interest income from nonaccrual loans was $333 as of September 30, 2013, an increase of $47 from the same period of 2012. Interest expense decreased $1,190 for the first nine months in 2013, as compared to the comparable period of 2012. The decrease in interest expense is also attributed to the decline in interest rates.

Noninterest income for the nine months ended September 30, 2013 totaled $8,022 as compared to $9,301 for the same period of 2012, a decrease of $1,279. The decrease is primarily due to the FCSIC Insurance Fund refund of $1,105 received in 2012 that was not duplicated in 2013 as well as a decline in fee income of $198 and financially related service income of $107.

Noninterest expense for the nine months ended September 30, 2013 was $13,063, an increase of $217 as compared to the same period of 2012. Salaries and employee benefits totaled $9,289 for the nine months ended September 30, 2013, for a decrease of $112 or 1.19 percent, as compared to the same period of 2012. The decrease is primarily due to a reduced salary base due to employee retirements and departures.

LIQUIDITY AND FUNDING SOURCES

Liquidity

Liquidity management is the process whereby funds are made available to meet all financial commitments including the extension of credit, payment of operating expenses and payment of debt obligations. The Association receives access to funds through its borrowing relationship with AgFirst Farm Credit Bank (Bank) and from income generated by operations. Sufficient liquid funds have been available to meet all financial obligations.

Funding Sources

The principal source of funds for the Association is the borrowing relationship established with the Bank through a General Financing Agreement. The General Financing Agreement utilizes the Association's credit and fiscal performance as criteria for establishing a line of credit on which the Association may draw funds. The funds are advanced by the Bank to the Association in the form of notes payable. The notes payable are segmented into variable rate and fixed rate sections. The variable rate note is utilized by the Association to fund variable rate loan advances and operating funds requirements. The fixed rate note is used specifically to fund fixed rate loan advances made by the Association. The total notes payable to the Bank at September 30, 2013 was $750,546 as compared to $752,900 at December 31, 2012. The 0.31 percent decrease during the period was a result of the increase in available equity relative to the increase in total loan volume and assets.

The Association has no lines of credit outstanding with third parties as of September 30, 2013.

CAPITAL RESOURCES

Total members' equity at September 30, 2013, increased 12.23 percent to $214,292 from the December 31, 2012, total of $190,947. The increase is attributed to the increase in retained earnings related to net income as well as an increase in preferred stock. Preferred stock was $37,425 as of September 30, 2013, as compared to $27,262 on December 31, 2012, for an increase of 37.28 percent.

Farm Credit Administration (FCA) regulations require all Farm Credit institutions to maintain minimum permanent capital, total surplus and core surplus ratios. These ratios are calculated by dividing the Association's permanent capital, total surplus and core surplus as defined in FCA regulations, by a risk-adjusted asset base. As of September 30, 2013, the Association's total surplus ratio and core surplus ratio were both 16.73 percent, and the permanent capital ratio was 20.67 percent. All three ratios were well above the minimum regulatory ratios of 7.00 percent for permanent capital and total surplus ratios and 3.50 percent for the core surplus ratio.

REGULATORY MATTERS

For the nine months ended September 30, 2013, the FCA took no enforcement action against the Association.

RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS

Please refer to Note 1, *"Organization, Significant Accounting Policies, and Recently Issued Accounting Pronouncements",* in the Notes to the Financial Statements, and the 2012 Annual Report to Shareholders for recently issued accounting pronouncements.

NOTE: Shareholder investment in the Association is materially affected by the financial condition and results of operations of AgFirst Farm Credit Bank. Copies of AgFirst's annual and quarterly reports are available upon request free of charge by calling 1-800-845-1745, ext. 2832, or writing Susanne Caughman, AgFirst Farm Credit Bank, P.O. Box 1499, Columbia, SC 29202. Information concerning AgFirst Farm Credit Bank can also be obtained at their website, *www.agfirst.com*. Copies of the Association's annual and quarterly reports are also available upon request free of charge by calling 1-919-250-9500, writing Linda Strickland, AgCarolina Farm Credit, ACA, P. O. Box 14789, Raleigh, NC 27620, or accessing the website, *www.agcarolina.com*. The Association prepares a quarterly report within 40 days after the end of each fiscal quarter, except that no report need be prepared for the fiscal quarter that coincides with the end of the fiscal year of the institution.

AgCarolina Farm Credit, ACA

Consolidated Balance Sheets

(dollars in thousands)	September 30, 2013	December 31, 2012
	(unaudited)	*(audited)*
Assets		
Cash	$ 1,452	$ 3,915
Loans	928,768	895,947
Less: allowance for loan losses	13,798	14,669
Net loans	914,970	881,278
Other investments	15,734	31,275
Accrued interest receivable	14,222	12,117
Investments in other Farm Credit institutions	10,861	10,861
Premises and equipment, net	8,499	8,661
Other property owned	951	861
Due from AgFirst Farm Credit Bank	4,331	7,432
Other assets	7,412	9,491
Total assets	$ 978,432	$ 965,891
Liabilities		
Notes payable to AgFirst Farm Credit Bank	$ 750,546	$ 752,900
Accrued interest payable	1,228	1,380
Patronage refunds payable	79	6,557
Other liabilities	12,287	14,107
Total liabilities	764,140	774,944
Commitments and contingencies		
Members' Equity		
Preferred stock	37,425	27,262
Member capital stock and participation certificates	3,217	3,294
Retained earnings		
Allocated	96,255	96,256
Unallocated	77,395	64,135
Total members' equity	214,292	190,947
Total liabilities and members' equity	$ 978,432	$ 965,891

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

AgCarolina Farm Credit, ACA

Consolidated Statements of Comprehensive Income

(unaudited)

(dollars in thousands)	For the three months ended September 30, 2013	For the three months ended September 30, 2012	For the nine months ended September 30, 2013	For the nine months ended September 30, 2012
Interest Income				
Loans	$ 10,815	$ 10,883	$ 30,493	$ 30,848
Other investments	187	371	646	1,133
Total interest income	11,002	11,254	31,139	31,981
Interest Expense				
Notes payable to AgFirst Farm Credit Bank	4,379	4,751	12,354	13,544
Net interest income	6,623	6,503	18,785	18,437
Provision for loan losses	87	190	182	1,460
Net interest income after provision for loan losses	6,536	6,313	18,603	16,977
Noninterest Income				
Loan fees	504	566	2,364	2,562
Fees for financially related services	299	371	563	670
Patronage refunds from other Farm Credit institutions	1,568	1,600	4,806	4,842
Gains (losses) on other property owned, net	(3)	(3)	2	(63)
Gains (losses) on sales of premises and equipment, net	2	9	42	26
Insurance Fund refunds	—	—	—	1,105
Other noninterest income	85	94	245	159
Total noninterest income	2,455	2,637	8,022	9,301
Noninterest Expense				
Salaries and employee benefits	3,076	2,870	9,289	9,401
Occupancy and equipment	328	308	937	857
Insurance Fund premiums	194	103	539	284
Other operating expenses	748	690	2,298	2,304
Total noninterest expense	4,346	3,971	13,063	12,846
Net income	4,645	4,979	13,562	13,432
Other comprehensive income	—	—	—	—
Comprehensive income	$ 4,645	$ 4,979	$ 13,562	$ 13,432

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

AgCarolina Farm Credit, ACA

Consolidated Statements of Changes in Members' Equity

(unaudited)

(dollars in thousands)	Preferred Stock	Member Capital Stock and Participation Certificates	Retained Earnings Allocated	Retained Earnings Unallocated	Total Members' Equity
Balance at December 31, 2011	$ 32,344	$ 3,244	$ 86,845	$ 63,133	$ 185,566
Comprehensive income				13,432	13,432
Preferred stock issued(retired), net	(2,967)				(2,967)
Member stock/participation certificates issued/(retired), net		34			34
Dividends declared/paid	308			(308)	–
Patronage distribution adjustment			(199)	199	–
Balance at September 30, 2012	$ 29,685	$ 3,278	$ 86,646	$ 76,456	$ 196,065
Balance at December 31, 2012	$ 27,262	$ 3,294	$ 96,256	$ 64,135	$ 190,947
Comprehensive income				13,562	13,562
Preferred stock issued(retired), net	9,860				9,860
Member stock/participation certificates issued/(retired), net		(77)			(77)
Dividends declared/paid	303			(303)	–
Patronage distribution adjustment			(1)	1	–
Balance at September 30, 2013	$ 37,425	$ 3,217	$ 96,255	$ 77,395	$ 214,292

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

AgCarolina Farm Credit, ACA

Notes to the Consolidated Financial Statements

(dollars in thousands, except as noted)
(unaudited)

NOTE 1 — ORGANIZATION, SIGNIFICANT ACCOUNTING POLICIES, AND RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS

Organization

The accompanying financial statements include the accounts of AgCarolina Farm Credit, ACA (the Association). A full description of the organization and operations, the significant accounting policies followed, and the financial condition and results of operations for the Association as of and for the year ended December 31, 2012, are contained in the 2012 Annual Report to Shareholders. These unaudited interim consolidated financial statements should be read in conjunction with the latest Annual Report to Shareholders.

Effective September 1, 2012, AgCarolina Financial, ACA, changed its name to AgCarolina Farm Credit, ACA.

Basis of Presentation

In the opinion of management, the accompanying consolidated financial statements contain all adjustments necessary for a fair presentation of the interim financial condition and results of operations and conform with generally accepted accounting principles (GAAP) and prevailing practices within the banking industry.

Certain amounts in the prior period's consolidated financial statements may have been reclassified to conform to the current period presentation. Such reclassifications had no effect on the prior period net income or total capital as previously reported.

The results of any interim period are not necessarily indicative of the results to be expected for a full year.

Significant Accounting Policies

The Association maintains an allowance for loan losses at a level considered adequate by management to provide for probable and estimable losses inherent in the loan portfolio as of the report date. The allowance for loan losses is increased through provisions for loan losses and loan recoveries and is decreased through loan charge-offs and allowance reversals. A review of individual loans in each respective portfolio is performed periodically to determine the appropriateness of risk ratings and to ensure loss exposure to the Association has been identified.

Recently Issued Accounting Pronouncements

In February 2013 the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2013-04, "Liabilities (Topic 405): Obligations Resulting from Joint and Several Liability Arrangements for which the Total Amount of the Obligation Is Fixed at the Reporting Date," which addresses the recognition, measurement and disclosure of certain obligations including debt arrangements, other contractual obligations, and settled litigation and judicial rulings. The amendments are to be applied retrospectively to all prior periods presented for those obligations resulting from joint and several liability arrangements within the ASU's scope that exist at the beginning of an entity's fiscal year of adoption. An entity may elect to use hindsight for the comparative periods (if it changed its accounting as a result of adopting the amendments in the ASU) and should disclose that fact. The amendments are effective for public entities for fiscal years, and interim periods within those years, beginning after December 15, 2013. For nonpublic entities, the amendments are effective for fiscal years ending after December 15, 2014, and interim periods and annual periods thereafter. Early application is permitted. It is not anticipated the adoption of this guidance will have a material impact on the Association's financial condition or results of operations but could result in additional disclosures.

In February 2013 the FASB issued ASU 2013-02, "Comprehensive Income (Topic 220): Reporting of Amounts Reclassified Out of Accumulated Other Comprehensive Income." The ASU is intended to improve the transparency of reporting reclassifications out of accumulated other comprehensive income (AOCI). The amendments do not change the requirements for reporting net income or other comprehensive income in financial statements. However, the amendments require an entity to provide information about the amounts reclassified out of accumulated other comprehensive income by component. In addition, an entity is required to present, either on the face of the statement where net income is presented or in the notes, significant amounts reclassified out of accumulated other comprehensive income by the respective line items of net income but only if the amount reclassified is required under U.S. GAAP to be reclassified to net income in its entirety in the same reporting period. For other amounts that are not required to be reclassified in their entirety to net income, an entity is required to cross-reference to other disclosures required under U.S. GAAP that provide additional detail about those amounts. For public entities, the amendments are effective prospectively for reporting periods beginning after December 15, 2012. For nonpublic entities, the amendments are effective prospectively for reporting periods beginning after December 15, 2013. Early application is permitted.

In January 2013, the FASB issued ASU 2013-01 "Balance Sheet (Topic 210): Clarifying the Scope of Disclosures about Offsetting Assets and Liabilities." The ASU clarifies that ordinary trade receivables and payables are not in the scope of ASU 2011-11, "Balance Sheet (Topic 210): Disclosures about Offsetting Assets and Liabilities." Specifically, ASU 2011-11 applies only to derivatives, repurchase agreements and reverse repurchase agreements, and securities borrowing and securities lending transactions that are either offset in accordance with specific criteria or subject to a master netting arrangement or similar agreement. The effective date is the same as that for ASU 2011-11 below.

In December 2011, the FASB issued ASU 2011-11, "Balance Sheet (Topic 210) - Disclosures about Offsetting Assets and Liabilities." The guidance requires an entity to disclose information about offsetting and related arrangements to enable users of its financial statements to understand the effect of those arrangements on its financial position. This includes the effect or potential effect of rights of setoff associated with an entity's recognized assets and recognized liabilities. The requirements apply to recognized financial instruments and derivative instruments that are offset in accordance with accounting guidance and for those recognized financial instruments and derivative instruments that are subject to an enforceable master netting arrangement or similar agreement, irrespective of whether they are offset or not. This guidance is to be applied retrospectively for all comparative periods and is effective for annual reporting periods beginning on or after January 1, 2013, and interim periods within those annual periods. The adoption of this guidance, in conjunction with ASU 2013-01 above, did not impact the Association's financial condition or its results of operations, but did result in additional disclosures.

Other recently issued accounting pronouncements are discussed in the 2012 Annual Report to Shareholders.

NOTE 2 — LOANS AND ALLOWANCE FOR LOAN LOSSES

For a complete description of the Association's accounting for loans (including impaired loans and the allowance for loan losses) and definitions of loan types, see the 2012 Annual Report to Shareholders.

Credit risk arises from the potential inability of an obligor to meet its repayment obligation. The Association manages credit risk associated with lending activities through an assessment of the credit risk profile of an individual obligor. The Association sets its own underwriting standards and lending policies that provide direction to loan officers and are approved by the board of directors.

A summary of loans outstanding at period end follows:

	September 30, 2013	December 31, 2012
Real estate mortgage	$ 379,187	$ 365,293
Production and intermediate-term	496,438	486,682
Loans to cooperatives	1,423	858
Processing and marketing	15,322	9,010
Farm-related business	10,025	8,394
Communication	–	1,340
Energy and water/waste disposal	335	–
Rural residential real estate	26,038	24,370
Total Loans	$ 928,768	$ 895,947

A substantial portion of the Association's lending activities is collateralized, and exposure to credit loss associated with lending activities is reduced accordingly.

The Association may purchase or sell participation interests with other parties in order to diversify risk, manage loan volume, and comply with Farm Credit Administration (FCA) regulations. The following tables present participation loan balances at periods ended:

	September 30, 2013							
	Within AgFirst District		Within Farm Credit System		Outside Farm Credit System		Total	
	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold
Real estate mortgage	$ 7,794	$ 12,095	$ –	$ 1,176	$ –	$ –	$ 7,794	$ 13,271
Production and intermediate-term	21,541	64,592	1,898	162,103	192,375	–	215,814	226,695
Loans to cooperatives	1,339	–	–	–	–	–	1,339	–
Processing and marketing	14,543	4,070	801	–	4,070	–	19,414	4,070
Farm-related business	2,190	–	–	–	–	–	2,190	–
Energy and water/waste disposal	335	–	–	–	–	–	335	–
Total	$ 47,742	$ 80,757	$ 2,699	$ 163,279	$ 196,445	$ –	$ 246,886	$ 244,036

	December 31, 2012							
	Within AgFirst District		Within Farm Credit System		Outside Farm Credit System		Total	
	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold	Participations Purchased	Participations Sold
Real estate mortgage	$ 7,517	$ 16,889	$ –	$ 1,279	$ –	$ –	$ 7,517	$ 18,168
Production and intermediate-term	22,874	42,206	1,516	15,264	20,291	–	44,681	57,470
Loans to cooperatives	792	–	–	–	–	–	792	–
Processing and marketing	8,055	–	961	–	–	–	9,016	–
Farm-related business	582	–	–	–	–	–	582	–
Communication	1,341	–	–	–	–	–	1,341	–
Total	$ 41,161	$ 59,095	$ 2,477	$ 16,543	$ 20,291	$ –	$ 63,929	$ 75,638

A significant source of liquidity for the Association is the repayments and maturities of loans. The following table presents the contractual maturity distribution of loans by loan type at the latest period end:

	September 30, 2013			
	Due less than 1 year	Due 1 Through 5 years	Due after 5 years	Total
Real estate mortgage	$ 40,680	$ 80,358	$ 258,149	$ 379,187
Production and intermediate-term	174,800	178,683	142,955	496,438
Loans to cooperatives	21	1,402	–	1,423
Processing and marketing	909	10,368	4,045	15,322
Farm-related business	4,418	2,875	2,732	10,025
Communication	–	–	–	–
Energy and water/waste disposal	–	335	–	335
Rural residential real estate	228	2,546	23,264	26,038
Total Loans	$ 221,056	$ 276,567	$ 431,145	$ 928,768
Percentage	23.80%	29.78%	46.42%	100.00%

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

	September 30, 2013	December 31, 2012
Real estate mortgage:		
Acceptable	85.71%	81.85%
OAEM	8.01	10.01
Substandard/doubtful/loss	6.28	8.14
	100.00%	100.00%
Production and intermediate-term:		
Acceptable	92.20%	90.13%
OAEM	5.12	5.22
Substandard/doubtful/loss	2.68	4.65
	100.00%	100.00%
Loans to cooperatives:		
Acceptable	98.46%	100.00%
OAEM	1.54	–
Substandard/doubtful/loss	–	–
	100.00%	100.00%
Processing and marketing:		
Acceptable	97.60%	89.30%
OAEM	–	10.70
Substandard/doubtful/loss	2.40	–
	100.00%	100.00%

	September 30, 2013	December 31, 2012
Farm-related business:		
Acceptable	87.46%	50.92%
OAEM	12.54	49.08
Substandard/doubtful/loss	–	–
	100.00%	100.00%
Communication:		
Acceptable	100.00%	100.00%
OAEM	–	–
Substandard/doubtful/loss	–	–
	100.00%	100.00%
Energy and water/waste disposal		
Acceptable	100.00%	–%
OAEM	–	–
Substandard/doubtful/loss	–	–
	100.00%	–%
Rural residential real estate:		
Acceptable	96.84%	93.73%
OAEM	1.53	1.94
Substandard/doubtful/loss	1.63	4.33
	100.00%	100.00%
Total Loans:		
Acceptable	89.73%	86.50%
OAEM	6.19	7.54
Substandard/doubtful/loss	4.08	5.96
	100.00%	100.00%

The following tables provide an age analysis of past due loans and related accrued interest as of:

	September 30, 2013					
	30 Through 89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or Less Than 30 Days Past Due	Total Loans	Recorded Investment 90 Days or More Past Due and Accruing Interest
Real estate mortgage	$ 5,957	$ 2,764	$ 8,721	$ 375,968	$ 384,689	$ –
Production and intermediate-term	751	3,726	4,477	500,375	504,852	–
Loans to cooperatives	–	–	–	1,426	1,426	–
Processing and marketing	–	369	369	14,983	15,352	–
Farm-related business	–	–	–	10,157	10,157	–
Communication	–	–	–	–	–	–
Energy and water/waste disposal	–	–	–	335	335	–
Rural residential real estate	110	–	110	26,069	26,179	–
Total	$ 6,818	$ 6,859	$ 13,677	$ 929,313	$ 942,990	$ –

	December 31, 2012					
	30 Through 89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or Less Than 30 Days Past Due	Total Loans	Recorded Investment 90 Days or More Past Due and Accruing Interest
Real estate mortgage	$ 2,800	$ 5,635	$ 8,435	$ 361,479	$ 369,914	$ 121
Production and intermediate-term	2,604	4,285	6,889	486,980	493,869	–
Loans to cooperatives	–	–	–	858	858	–
Processing and marketing	–	–	–	9,028	9,028	–
Farm-related business	–	–	–	8,583	8,583	–
Communication	–	–	–	1,340	1,340	–
Rural residential real estate	223	–	223	24,249	24,472	–
Total	$ 5,627	$ 9,920	$ 15,547	$ 892,517	$ 908,064	$ 121

The recorded investment in a receivable is the face amount increased or decreased by applicable accrued interest, unamortized premium, discount, finance charges, or acquisition costs and may also reflect a previous direct write-down of the investment.

Nonperforming assets (including related accrued interest) and related credit quality statistics at period end were as follows:

	September 30, 2013	December 31, 2012
Nonaccrual loans:		
Real estate mortgage	$ 13,810	$ 18,062
Production and intermediate-term	7,802	9,317
Processing and marketing	368	–
Rural residential real estate	144	757
Total nonaccrual loans	$ 22,124	$ 28,136
Accruing restructured loans:		
Real estate mortgage	$ 2,647	$ 2,785
Production and intermediate-term	–	–
Rural residential real estate	–	–
Total accruing restructured loans	$ 2,647	$ 2,785
Accruing loans 90 days or more past due:		
Real estate mortgage	$ –	$ 121
Production and intermediate-term	–	–
Rural residential real estate	–	–
Total accruing loans 90 days or more past due	$ –	$ 121
Total nonperforming loans	$ 24,771	$ 31,042
Other property owned	951	861
Nonperforming assets	$ 25,722	$ 31,903
Nonaccrual loans as a percentage of total loans	2.38%	3.14%
Nonperforming assets as a percentage of total loans and other property owned	2.77%	3.56%
Nonperforming assets as a percentage of capital	12.00%	16.71%

The following table presents information related to impaired loans (including accrued interest) at period end. Impaired loans are loans for which it is probable that all principal and interest will not be collected according to the contractual terms of the loan.

	September 30, 2013	December 31, 2012
Impaired nonaccrual loans:		
Current as to principal and interest	$ 14,876	$ 17,341
Past due	7,248	10,795
Total impaired nonaccrual loans	22,124	28,136
Impaired accrual loans:		
Restructured	2,647	2,785
90 days or more past due	–	121
Total impaired accrual loans	2,647	2,906
Total impaired loans	$ 24,771	$ 31,042

The following tables present additional impaired loan information at period end.

	September 30, 2013			Quarter Ended September 30, 2013		Nine Months Ended September 30, 2013	
	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Impaired Loans	Interest Income Recognized on Impaired Loans	Average Impaired Loans	Interest Income Recognized on Impaired Loans
Impaired loans with a related allowance for credit losses:							
Real estate mortgage	$ 8,985	$ 10,245	$ 4,384	$ 9,765	$ 61	$ 10,714	$ 136
Production and intermediate-term	275	697	114	298	2	327	4
Rural residential real estate	–	–	–	–	–	–	–
Total	$ 9,260	$ 10,942	$ 4,498	$ 10,063	$ 63	$ 11,041	$ 140
Impaired loans with no related allowance for credit losses:							
Real estate mortgage	$ 7,472	$ 8,958	$ –	$ 8,120	$ 50	$ 8,909	$ 113
Production and intermediate-term	7,527	10,917	–	8,181	51	8,976	114
Processing and marketing	368	560	–	400	2	439	6
Rural residential real estate	144	425	–	157	1	172	2
Total	$ 15,511	$ 20,860	$ –	$ 16,858	$ 104	$ 18,496	$ 235
Total impaired loans:							
Real estate mortgage	$ 16,457	$ 19,203	$ 4,384	$ 17,885	$ 111	$ 19,623	$ 249
Production and intermediate-term	7,802	11,614	114	8,479	53	9,303	118
Processing and marketing	368	560	–	400	2	439	6
Rural residential real estate	144	425	–	157	1	172	2
Total	$ 24,771	$ 31,802	$ 4,498	$ 26,921	$ 167	$ 29,537	$ 375

	December 31, 2012			Year Ended December 31, 2012	
	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Impaired Loans	Interest Income Recognized on Impaired Loans
Impaired loans with a related allowance for credit losses:					
Real estate mortgage	$ 10,640	$ 12,358	$ 4,858	$ 11,539	$ 165
Production and intermediate-term	1,959	2,274	857	2,125	30
Rural residential real estate	–	–	–	–	–
Total	$ 12,599	$ 14,632	$ 5,715	$ 13,664	$ 195
Impaired loans with no related allowance for credit losses:					
Real estate mortgage	$ 10,328	$ 11,601	$ –	$ 11,203	$ 160
Production and intermediate-term	7,358	9,728	–	7,980	114
Rural residential real estate	757	1,004	–	821	12
Total	$ 18,443	$ 22,333	$ –	$ 20,004	$ 286
Total impaired loans:					
Real estate mortgage	$ 20,968	$ 23,959	$ 4,858	$ 22,742	$ 325
Production and intermediate-term	9,317	12,002	857	10,105	144
Rural residential real estate	757	1,004	–	821	12
Total	$ 31,042	$ 36,965	$ 5,715	$ 33,668	$ 481

Unpaid principal balance represents the contractual principal balance of the loan.

There were no material commitments to lend additional funds to debtors whose loans were classified as impaired at each reporting period.

A summary of changes in the allowance for loan losses and recorded investment in loans for each reporting period follows:

	Real Estate Mortgage	Production and Intermediate-term	Agribusiness*	Communication	Energy and Water/Waste Disposal	Rural Residential Real Estate	Total
Allowance for credit losses:							
Balance at June 30, 2013	$ 7,874	$ 5,744	$ 157	$ 13	$ –	$ 243	$ 14,031
Charge-offs	(65)	(303)	–	–	–	–	(368)
Recoveries	13	31	–	–	–	4	48
Provision for loan losses	359	(211)	(65)	(13)	3	14	87
Loan type reclassification	–	(176)	176	–	–	–	–
Balance at September 30, 2013	$ 8,181	$ 5,085	$ 268	$ –	$ 3	$ 261	$ 13,798
Balance at December 31, 2012	$ 8,505	$ 5,727	$ 182	$ 13	$ –	$ 242	$ 14,669
Charge-offs	(293)	(835)	–	–	–	–	(1,128)
Recoveries	43	26	–	–	–	6	75
Provision for loan losses	(74)	343	(90)	(13)	3	13	182
Loan type reclassification	–	(176)	176	–	–	–	–
Balance at September 30, 2013	$ 8,181	$ 5,085	$ 268	$ –	$ 3	$ 261	$ 13,798
Balance at June 30, 2012	$ 6,877	$ 5,632	$ 192	$ 14	$ –	$ 236	$ 12,951
Charge-offs	(62)	(33)	–	–	–	–	(95)
Recoveries	22	80	–	–	–	–	102
Provision for loan losses	119	42	23	–	–	6	190
Balance at September 30, 2012	$ 6,956	$ 5,721	$ 215	$ 14	$ –	$ 242	$ 13,148
Balance at December 31, 2011	$ 7,162	$ 5,317	$ 182	$ 13	$ –	$ 216	$ 12,890
Charge-offs	(1,329)	(82)	–	–	–	–	(1,411)
Recoveries	23	186	–	–	–	–	209
Provision for loan losses	1,100	300	33	1	–	26	1,460
Balance at September 30, 2012	$ 6,956	$ 5,721	$ 215	$ 14	$ –	$ 242	$ 13,148
Loans individually evaluated for impairment	$ 4,384	$ 114	$ –	$ –	$ –	$ –	$ 4,498
Loans collectively evaluated for impairment	3,797	4,971	268	–	3	261	9,300
Balance at September 30, 2013	$ 8,181	$ 5,085	$ 268	$ –	$ 3	$ 261	$ 13,798
Loans individually evaluated for impairment	$ 4,858	$ 857	$ –	$ –	$ –	$ –	$ 5,715
Loans collectively evaluated for impairment	3,647	4,870	182	13	–	242	8,954
Balance at December 31, 2012	$ 8,505	$ 5,727	$ 182	$ 13	$ –	$ 242	$ 14,669
Recorded investment in loans outstanding:							
Loans individually evaluated for impairment	$ 12,724	$ 7,811	$ 387	$ –	$ –	$ 144	$ 21,066
Loans collectively evaluated for impairment	371,965	497,041	26,548	–	335	26,035	921,924
Ending balance at September 30, 2013	$ 384,689	$ 504,852	$ 26,935	$ –	$ 335	$ 26,179	$ 942,990
Loans individually evaluated for impairment	$ 20,968	$ 9,317	$ –	$ –	$ –	$ 757	$ 31,042
Loans collectively evaluated for impairment	348,946	484,552	18,469	1,340	–	23,715	877,022
Ending balance at December 31, 2012	$ 369,914	$ 493,869	$ 18,469	$ 1,340	$ –	$ 24,472	$ 908,064

**Includes the loan types; Loans to cooperatives, Processing and marketing, and Farm-related business.*

A restructuring of a debt constitutes a troubled debt restructuring (TDR) if the creditor for economic or legal reasons related to the debtor's financial difficulties grants a concession to the debtor that it would not otherwise consider. The following tables present additional information about activity that occurred during the periods presented related to TDRs. There were no TDRs for the three or nine month periods ended September 30, 2013.

	Three months ended September 30, 2012			
	Pre-modification Outstanding Recorded Investment			
	Interest Concessions	Principal Concessions	Other Concessions	Total
Troubled debt restructurings:				
Real estate mortgage	$ –	$ 960	$ –	$ 960
Production and intermediate-term	–	599	–	599
Total	$ –	$ 1,559	$ –	$ 1,559

Three months ended September 30, 2012						
	Post-modification Outstanding Recorded Investment				Effects of Modification	
	Interest Concessions	Principal Concessions	Other Concessions	Total	Provisions	Charge-offs
Troubled debt restructurings:						
Real estate mortgage	$ –	$ 1,187	$ –	$ 1,187	$ –	$ –
Production and intermediate-term	–	374	–	374	–	–
Total	$ –	$ 1,561	$ –	$ 1,561	$ –	$ –

Nine months ended September 30, 2012				
	Pre-modification Outstanding Recorded Investment			
	Interest Concessions	Principal Concessions	Other Concessions	Total
Troubled debt restructurings:				
Real estate mortgage	$ –	$ 1,042	$ 17	$ 1,059
Production and intermediate-term	25	1,079	67	1,171
Total	$ 25	$ 2,121	$ 84	$ 2,230

Nine months ended September 30, 2012						
	Post-modification Outstanding Recorded Investment				Effects of Modification	
	Interest Concessions	Principal Concessions	Other Concessions	Total	Provisions	Charge-offs
Troubled debt restructurings:						
Real estate mortgage	$ –	$ 1,280	$ 17	$ 1,297	$ –	$ –
Production and intermediate-term	30	854	67	951	3	(3)
Total	$ 30	$ 2,134	$ 84	$ 2,248	$ 3	$ (3)

Interest concessions may include interest forgiveness and interest deferment. Principal concessions may include principal forgiveness, principal deferment, and maturity extension. Other concessions may include additional compensation received which might be in the form of cash or other assets.

There were no TDRs that occurred during the previous twelve months and for which there was a subsequent payment default during the periods presented. Payment default is defined as a payment that was thirty days or more past due.

The following table provides information at period end on outstanding loans restructured in troubled debt restructurings. These loans are included as impaired loans in the impaired loan table:

	Total TDRs		Nonaccrual TDRs	
	September 30, 2013	December 31, 2012	September 30 2013	December 31, 2012
Real estate mortgage	$ 11,014	$ 12,845	$ 8,367	$ 10,060
Production and intermediate-term	824	1,422	824	1,422
Processing and marketing	369	–	369	–
Total Loans	$ 12,207	$ 14,267	$ 9,560	$ 11,482
Additional commitments to lend	$ –	$ 326		

NOTE 3 — EMPLOYEE BENEFIT PLANS

The following is a table of retirement and other postretirement benefit expenses for the Association:

	For the three months ended September 30,		For the nine months ended September 30,	
	2013	2012	2013	2012
Pension	$ 676	$ 676	$ 2,027	$ 2,027
401(k)	94	85	294	273
Other postretirement benefits	112	94	338	283
Total	$ 882	$ 855	$ 2,659	$ 2,583

The following is a table of retirement and other postretirement benefit contributions for the Association:

	Actual YTD Through 9/30/13	Projected Contributions For Remainder of 2013	Projected Total Contributions 2013
Pension	$ –	$ 2,816	$ 2,816
Other postretirement benefits	271	113	384
Total	$ 271	$ 2,929	$ 3,200

Contributions in the above table include allocated estimates of funding for multi-employer plans in which the Association participates. These amounts may change when a total funding amount and allocation is determined by the respective Plan's Sponsor Committee. Also, market conditions could impact discount rates and return on plan assets which could change contributions necessary before the next plan measurement date of December 31, 2013.

Further details regarding employee benefit plans are contained in the 2012 Annual Report to Shareholders.

NOTE 4 — COMMITMENTS AND CONTINGENT LIABILITIES

From time to time, legal actions are pending against the Association in which claims for money damages are asserted. On at least a quarterly basis, the Association assesses its liabilities and contingencies in connection with outstanding legal proceedings utilizing the latest information available. While the outcome of legal proceedings is inherently uncertain, on the basis of information presently available, management, after consultation with legal counsel, is of the opinion that the ultimate liability, if any, from these actions, would not be material in relation to the financial position of the Association. Because it is not probable that the Association will incur a loss or the loss is not estimable, no liability has been recorded for any claims that may be pending.

NOTE 5 — NOTES PAYABLE TO AGFIRST FARM CREDIT BANK

The Association's indebtedness to AgFirst Farm Credit Bank (AgFirst or the Bank) represents borrowings by the Association primarily to fund its loan portfolio. This indebtedness is collateralized by a pledge of substantially all of the Association's assets. The contractual terms of the revolving line of credit are contained in the General Financing Agreement (GFA). The GFA also defines Association performance criteria for borrowing from the Bank, which includes borrowing base margin, earnings and capital covenants, among others.

NOTE 6 — FAIR VALUE MEASUREMENT

Fair value is defined 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.

Accounting guidance establishes a hierarchy for disclosure of fair value measurements to maximize the use of observable inputs, that is, inputs that reflect the assumptions market participants would use in pricing an asset or liability based on market data obtained from sources independent of the reporting entity. The hierarchy is based upon the transparency of inputs to the valuation of an asset or liability as of the measurement date. A financial instrument's categorization within the hierarchy tiers is based upon the lowest level of input that is significant to the fair value measurement.

Estimating the fair value of the Association's investment in the Bank and Other Farm Credit Institutions is not practicable because the stock is not traded. The net investment is a requirement of borrowing from the Bank and is carried at cost plus allocated equities in the accompanying Consolidated Balance Sheets. The Association owns 3.91 percent of the issued stock of the Bank as of September 30, 2013 net of any reciprocal investment. As of that date, the Bank's assets totaled $28.5 billion and shareholders' equity totaled $2.4 billion. The Bank's earnings were $350 million for the first nine months of 2013. In addition, the Association has an investment of $81 related to other Farm Credit institutions.

The classifications of the Association's financial instruments within the fair value hierarchy are as follows:

Level 1

Level 1 inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets.

Assets held in trust funds, related to deferred compensation plans, and assets held in mutual funds, related to the Association's Corporate Giving Fund, are classified as Level 1. The trust funds include investments in securities that are actively traded and have quoted net asset value prices that are directly observable in the marketplace. For cash, the carrying value is primarily utilized as a reasonable estimate of fair value.

Level 2

Level 2 inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets; quoted prices in markets that are not active; and inputs that are observable, or can be corroborated, for substantially the full term of the asset or liability. The Association has no Level 2 assets and liabilities measured at fair value.

Level 3

Level 3 inputs to the valuation methodology are unobservable and supported by little or no market activity. Valuation is determined using pricing models, discounted cash flow methodologies, or similar techniques, and could include significant management judgment or estimation. Level 3 assets and liabilities could also include instruments whose price has been adjusted based on dealer quoted pricing that is different than the third-party valuation or internal model pricing.

Because no active market exists for the Association's accruing loans, fair value is estimated by discounting the expected future cash flows using the Association's current interest rates at which similar loans currently would be made to borrowers with similar credit risk. The loan portfolio is segregated into pools of loans with homogeneous characteristics based upon repricing and credit risk. Expected future cash flows and interest rates reflecting appropriate credit risk are separately determined for each individual pool.

Fair values of loans in a nonaccrual status are estimated to be the carrying amount of the loan less specific reserves. Certain loans evaluated for impairment under FASB guidance have fair values based upon the underlying collateral, as the loans were collateral-dependent. Specific reserves were established for these loans when the value of the collateral, less estimated cost to sell, was less than the principal balance of the loan. The fair value measurement process uses independent appraisals and other market-based information, but in many cases it also requires significant input based on management's knowledge of and judgment about current market conditions, specific issues relating to the collateral and other matters.

The notes payable are segregated into pricing pools according to the types and terms of the loans (or other assets) which they fund. Fair value of the notes payable is estimated by discounting the anticipated cash flows of each pricing pool using the current rate that would be charged for additional borrowings. For purposes of this estimate it is assumed the cash flow on the notes is equal to the principal payments on the Association’s loan receivables. This assumption implies that earnings on the Association’s interest margin are used to fund operating expenses and capital expenditures.

For other investments, which consist of Tobacco Buyout Successor-in-Interest Contracts (SIIC), fair value is determined by discounting estimated future cash flows using prevailing rates for similar instruments.

Other property owned is classified as a level 3 asset. The fair value is generally determined using formal appraisals of each individual property. These assets are held for sale. Costs to sell represent transaction costs and are not included as a component of the fair value of other property owned. Other property owned consists of real and personal property acquired through foreclosure or deed in lieu of foreclosure and is carried as an asset held for sale, which is generally not its highest and best use. These properties are part of the Association's credit risk mitigation efforts, not its ongoing business. In addition, FCA regulations require that these types of property be disposed of within a reasonable period of time.

For commitments to extend credit, the estimated market value of off-balance-sheet commitments is minimal since the committed rate approximates current rates offered for commitments with similar rate and maturity characteristics; therefore, the related credit risk is not significant.

The following tables present the changes in Level 3 assets and liabilities measured at fair value on a recurring basis for the periods presented. The Association had no transfers of assets or liabilities into or out of Level 1 or Level 2 during the periods presented.

	Standby Letters Of Credit
Balance at January 1, 2013	$ 15
Issuances	–
Settlements	(6)
Transfers in and/or out of level 3	–
Balance at September 30, 2013	$ 9

	Standby Letters Of Credit
Balance at January 1, 2012	$ 27
Issuances	–
Settlements	(14)
Transfers in and/or out of level 3	–
Balance at September 30, 2012	$ 13

SENSITIVITY TO CHANGES IN SIGNIFICANT UNOBSERVABLE INPUTS

Discounted cash flow or similar modeling techniques are generally used to determine the recurring fair value measurements for Level 3 assets and liabilities. Use of these techniques requires determination of relevant inputs and assumptions, some of which represent significant unobservable inputs as indicated in the tables that follow. Accordingly, changes in these unobservable inputs may have a significant impact on fair value.

Certain of these unobservable inputs will (in isolation) have a directionally consistent impact on the fair value of the instrument for a given change in that input. Alternatively, the fair value of the instrument may move in an opposite direction for a given change in another input. Where multiple inputs are used within the valuation technique of an asset or liability, a change in one input in a certain direction may be offset by an opposite change in another input having a potentially muted impact to the overall fair value of that particular instrument. Additionally, a change in one unobservable input may result in a change to another unobservable input (that is, changes in certain inputs are interrelated with one another), which may counteract or magnify the fair value impact.

Other Property Owned/Impaired Loans

Other property owned and impaired loans are valued using appraisals, market comparable sales, replacement costs and income and expense (cash flow) techniques. Certain unobservable inputs are used within these techniques to determine the level 3 fair value of these properties. The significant unobservable inputs are primarily sensitive only to industry, geographic and overall economic conditions, and/or specific attributes of each property.

Inputs to Valuation Techniques

Management determines the Association's valuation policies and procedures. The Bank performs the majority of the Association's valuations, and its valuation processes are calibrated annually by an independent consultant. The fair value measurements are analyzed on a quarterly basis. For other valuations, documentation is obtained for third party information, such as pricing, and periodically evaluated alongside internal information and pricing that is available.

Quoted market prices are generally not available for the instuments presented below. Accordingly fair values are based on judgments regarding anticipated cash flows, future expected loss experience, current economic conditions, risk characteristics of various financial instruments, and other factors. These estimates involve uncertainties and matters of judgment, and therefore cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

Quantitative Information about Recurring and Nonrecurring Level 3 Fair Value Measurements

	Fair Value	Valuation Technique(s)	Unobservable Input	Range
Impaired loans and other property owned	$ 7,077	Appraisal	Income and expense	*
			Comparable sales	*
			Replacement costs	*
			Comparability adjustments	*

** Ranges for this type of input are not useful because each collateral property is unique.*

Information about Other Financial Instrument Fair Value Measurements

	Valuation Technique(s)	Input
Cash	Carrying value	Par/Principal and appropriate interest yield
Loans	Discounted cash flow	Prepayment forecasts Probability of default Loss severity
Other investments	Discounted cash flow	Prepayment rates Risk adjusted discount rate
Notes payable to AgFirst Farm Credit Bank	Discounted cash flow	Prepayment forecasts Probability of default Loss severity

The following tables present the carrying amounts and fair values of assets and liabilities that are measured at fair value on a recurring and nonrecurring basis, as well as those financial instruments not measured at fair value, for each of the hierarchy levels at the period ended:

At or for the Nine Months Ended September 30, 2013

	Total Carrying Amount	Level 1	Level 2	Level 3	Total Fair Value	Fair Value Effects On Earnings
<u>**Recurring Measurements**</u>						
Assets:						
Assets held in Mutual funds	$ 1,978	$ 1,978	$ –	$ –	$ 1,978	
Recurring Assets	$ 1,978	$ 1,978	$ –	$ –	$ 1,978	
Liabilities:						
Standby letters of credit	$ 9	$ –	$ –	$ 9	$ 9	
Recurring Liabilities	$ 9	$ –	$ –	$ 9	$ 9	
<u>**Nonrecurring Measurements**</u>						
Assets:						
Impaired loans*	$ 6,047	$ –	$ –	$ 6,047	$ 6,047	$ 164
Other property owned	951	–	–	1,030	1,030	–
Nonrecurring Assets	$ 6,998	$ –	$ –	$ 7,077	$ 7,077	$ 164
<u>**Other Financial Instruments**</u>						
Assets:						
Cash	$ 1,452	$ 1,452	$ –	$ –	$ 1,452	
Loans	908,923	–	–	894,192	894,192	
Other investments	15,734	–	–	16,121	16,121	
Other Assets	$ 926,109	$ 1,452	$ –	$ 910,313	$ 911,765	
Liabilities:						
Notes payable to AgFirst Farm Credit Bank	$ 750,546	$ –	$ –	$ 739,250	$ 739,250	
Other Liabilities	$ 750,546	$ –	$ –	$ 739,250	$ 739,250	

	At or for the Year Ended December 31, 2012					
	Total Carrying Amount	Level 1	Level 2	Level 3	Total Fair Value	Fair Value Effects On Earnings
Recurring Measurements						
Assets:						
Assets held in Mutual funds	$ 2,908	$ 2,908	$ –	$ –	$ 2,908	
Recurring Assets	$ 2,908	$ 2,908	$ –	$ –	$ 2,908	
Liabilities:						
Standby letters of credit	$ 15	$ –	$ –	$ 15	$ 15	
Recurring Liabilities	$ 15	$ –	$ –	$ 15	$ 15	
Nonrecurring Measurements						
Assets:						
Impaired loans**	$ 7,772	$ –	$ –	$ 7,772	$ 7,772	$ (3,015)
Other property owned	861	–	–	928	928	(748)
Nonrecurring Assets	$ 8,633	$ –	$ –	$ 8,700	$ 8,700	$ (3,763)
Other Financial Instruments						
Assets:						
Cash	$ 3,915	$ 3,915	$ –	$ –	$ 3,915	
Loans	873,506	–	–	870,685	870,685	
Other investments	31,275	–	–	32,110	32,110	
Other Assets	$ 908,696	$ 3,915	$ –	$ 902,795	$ 906,710	
Liabilities:						
Notes payable to AgFirst Farm Credit Bank	$ 752,900	$ –	$ –	$ 753,587	$ 753,587	
Deferred compensation liability	1,945	1,945	–	–	1,945	
Other Liabilities	$ 754,845	$ 1,945	$ –	$ 753,587	$ 755,532	

**Carrying value of impaired loans is the balance of loans with a related specific reserve ($9,260) less related specific reserves ($4,498) associated with impaired loans plus impaired loans with no specific reserve with an associated charge-off ($1,285).*

***Carrying value of impaired loans is the balance of loans with a related specific reserve ($12,599) less related specific reserves ($5,715) associated with impaired loans plus impaired loans with no specific reserve with an associated charge-off ($888).*

NOTE 7 – SUBSEQUENT EVENTS

The Association has evaluated subsequent events and has determined that, except as described below, there are none requiring disclosure through November 7, 2013, which is the date the financial statements were issued.

On October 21, 2013, AgFirst's Board of Directors declared a special patronage distribution to be paid on January 1, 2014. The Association will receive approximately $9,885 which will be recorded in October 2013 as patronage refunds from other Farm Credit institutions.