



2024

ANNUAL MEETING

**NOTICE AND
INFORMATION STATEMENT**

HELPING OUR MEMBERS PROSPER!



YOSEMITE FARM CREDIT, ACA

Board of Directors cordially invites you to attend
our Annual Stockholders' Dinner Meeting

Tuesday, March 5, 2024

www.yosemitefarmcredit.com/annualmeeting

For meeting information, please visit the
web address above or call (209) 667-2366.

STANISLAUS COUNTY FAIRGROUNDS

900 North Broadway, Turlock, CA

SOCIAL HOUR

5:00 p.m.

DINNER & MEETING

7:00 p.m.

INFORMATION STATEMENT

DECEMBER 31, 2023

The purpose of the meeting is to review the 2023 Association operating results (unaudited), provide insight into the current Association and District activities, and review and approve a slate of nominees for three Director positions and eight 2024-2025 Nominating Committee positions. Our 2023 Annual Report to Shareholders will be published on our website when the report is sent electronically to the Farm Credit Administration (FCA) (within 75 calendar days from December 31). You will be provided a copy within 90 days after December 31. A copy of the Association's 2022 Annual Report is available upon request and available on our website.

VOTING INFORMATION

As of December 31, 2023, the Association had 1,444 eligible voting stockholders entitled to vote with class "C" voting stock. No other class of stock is eligible to vote, and each voting stockholder is entitled to one vote regardless of the number of single or joint loans the stockholder may have with the Association. The Board of Directors has set March 7, 2024, as the record date for identifying Stockholders eligible to vote. Those eligible voting stockholders will receive a ballot for the Director and Nominating Committee positions following the Stockholders' Annual Meeting. Ballots can be returned by mail or submitted electronically. There will be no other issues on which to vote.

The Nominating Committee shall endeavor to assure representation to all sections of the Association territory and, as nearly as possible, to all types of agriculture within the territory. After the Nominating Committee announces nominations for the Director positions and the Nominating Committee positions, nominations will then be accepted from the floor for the open Director and Nominating Committee positions. Nominations from the floor:

- Must be made by an owner of Association voting stock.
- Must be seconded by an owner of Association voting stock.
- Must be accepted by the Nominee.
- Nominee must be an owner of Association voting stock and eligible to run.
- Nominee for a director position must complete all disclosures required by FCA Regulations and provide a properly completed disclosure statement to the Association President, or designee, by 10:00 AM Pacific Standard Time on March 6, 2024.
- If a Director Nominee fails to provide properly completed disclosures by the stated date and time, the Nominee will be ineligible to run and his or her name will not be placed on the ballot.

The process for floor nominations of Nominating Committee candidates shall be the same as the process used for Director candidates nominated from the floor (except that floor nominees for Nominating Committee positions are not required to complete disclosure statements).

NOMINATING COMMITTEE

The Nominating Committee met October 2, 2023, to develop a list of Director and Nominating Committee candidates. The members of the committee have worked diligently since then to select and obtain consent from eligible stockholders to be nominated for each position. The Committee contacted a number of stockholders and made a concerted effort to nominate at least two nominees for each open Director position. The Director currently holding Position I is Brian Genzoli, Position II is Dino Migliazzo, and Position III is Rick Scheuber. The final selection of the Nominating Committee for each open Director and Nominating Committee position is as follows:

Director nominee for Position I (2-Year Term) is:

Brian A. Genzoli (Turlock)

Director nominees for Position II (3-Year Term) are:

Gordon L. Heinrich (Modesto)

Dino J. Migliazzo (Atwater)

Director nominee for Position III (4-Year Term) is:

Rick J. Scheuber (Patterson)

The 2024-2025 Nominating Committee will also be elected using the same ballot process used for directors. There are eight (8) committee positions to be filled and two (2) alternate positions. The names of the nominees are as follows:

Craig Arnold (Atwater)

Mitchell V. Coit (Firebaugh)

Alison E. Cox (Turlock)

Devin Gioletti (Turlock)

James E. Kinzie (Modesto)

John M. Morris (Modesto)

Kyle Oosterkamp (Modesto)

Eric R. Ott (Modesto)

Ajitpal S. Pannu (Alamo)

Paul E. Parreira (Los Banos)

Ajinder Singh (Merced)

Kurtis Van Foeken (Hilmar)

Any other eligible stockholder who owns Association voting stock that is interested in being a director nominee for a director position should contact the Association President at (209) 667-2366, prior to March 1, 2024, and/or be prepared to be nominated from the floor during the annual meeting. In accordance with Association policies, all Association loans to nominees and their immediate family members and specified affiliated organizations were made in the ordinary course of business and on the same terms and conditions as those loan transactions with other Association stockholders, and no loan involved more than the normal risk of collectability. Director candidates also certify that they are not involved in certain legal proceedings requiring disclosure per FCA regulation 620.6(f).

ASSOCIATION BOARD OF DIRECTORS

During the last fiscal year, no incumbent director attended fewer than 75% of the Board meetings. No incumbent director attended fewer than 75% of any meetings of Board committees on which the director served.

NAME	AGE	TERM EXPIRES	PERIOD SERVED	SERVICE YEARS	TYPE OF AGRICULTURE/ FARMING BACKGROUND
Brian A. Genzoli	69	2024	2006-2023	17	Almond Grower
Dino J. Migliazzo	67	2024	1994-2023	29	Almonds, Dairy, Diversified Field & Row Crops
Rick J. Scheuber	68	2024	1994-2023	29	Almonds, Diversified Field & Row Crops
Andrew L. Bloom	43	2025	2019-2023	4	Walnuts, Almonds, Diversified Field & Row Crops. Custom Farming & Harvesting
Dave F. Brown	67	2025	2019-2023	4	Almonds, Walnuts, Field Crops, & Cow/ Calf Operation
Thomas J. Maring	55	2025	2019-2023	4	Grapes, Almonds, Cherries, & Diversified Field & Row Crops
Nancy Sill	57	2025	2007-2023	16	Appointed Director
Bruce R. Burroughs	75	2026	2014-2023	9	Dairy & Almonds
Mark R. Jensen	63	2027	2014-2023	9	Practicing Attorney and Walnut Farmer
Alicia A. Madsen	45	2027	2015-2023	8	Appointed Director

DIRECTOR NOMINEES

The following is identified for each nominee in accordance with regulatory requirements as prepared and submitted by the candidate nominees; Name, city, and state of residence, business address, if any, age, and business experience during the last 5 years, including principal occupation and employment during the last 5 years. Also, listed are all business interests on whose board

of directors they serve or otherwise employed in a position of authority, and the principal business in which the business interest is engaged. Any family relationship of the nominee that would be reportable under regulatory requirements is also identified. All nominees (including incumbents) are listed below in alphabetical order, by position.

DIRECTOR TERM

In the past, Association Board Members have served 3-year terms. Effective with the 2023 election cycle, the YFC bylaws were amended to increase the board term to 4 years, to be phased in over a 3-year transition period. During the transition period, some directors will be elected to a 4-year term and others will be

elected to a one-time shorter term. This will ensure that at least one director is elected each year, as required by regulations. For the 2024 election cycle, the terms have been established as: Director Position I will be a 2-year term, Director Position II will be a 3-year term and Director Position III will be a 4-year term.



BRIAN A. GENZOLI

(Incumbent)

Residence: Turlock, CA

Business Address: 5330 S. Tegner Road, Turlock, CA

Age: 69

Business experience and principal occupation and employment:

- Self-Employed Almond Grower

Business interest or other entity where serving as director/position of authority:

- Turlock Rural Fire District – Board Member
- Genzoli Family Farms, LLC – Member

Principal Business:

- Almond Farming

Family Relationships:

- Brian, along with his spouse, son and daughter-in-law, all sign on loans with the Association.



GORDON L. HEINRICH
(Nominee)

Residence: Modesto, CA

Business Address: 3424 North Avenue,
Modesto, CA

Age: 69

Business experience and principal occupation and employment:

- Self-Employed Farmer

**Business interest or other entity where serving as director/
position of authority:**

- Heinrich Farms, Inc. – President & CEO
- Salida Hulling Association – Director & Board President
- Stanislaus Farm Supply – Board Vice President
- California Walnut Commission – Board Member
- Stanislaus County Ag Advisory – Committee Member
- Blue Diamond – Liaison Committee

Principal Business:

- Walnut and Almond Farming and Walnut Processing

Family Relationships:

- Gordon, along with his spouse, son and daughter-in-law all sign on loans with the Association.



DINO J. MIGLIAZZO
(Incumbent)

Residence: Atwater, CA

Business Address: 3645 W. Bradshaw
Road, Atwater, CA

Age: 67

Business experience and principal occupation and employment:

- Self-Employed Farmer

**Business interest or other entity where serving as director/
position of authority:**

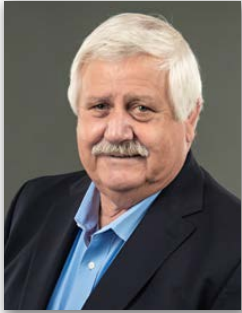
- Migliazzo & Sons Dairy, GP – Owner/Operator
- Merced College Ag Advisory Committee – Committee Member

Principal Business:

- Dairy Landlord and Almond Farming

Family Relationships:

- Dino, along with his spouse, brother and sister-in-law all sign on loans with the Association.



RICK J. SCHEUBER
(Incumbent)

Residence: Patterson, CA

Business Address: PO Box 1145, Patterson, CA

Age: 68

Business experience and principal occupation and employment:

- Self-Employed Farmer

Business interest or other entity where serving as director/position of authority:

- Scheuber Farms, LLC – Managing Member
- District Farm Credit Council Board Representative - Board Member

Principal Business:

- Farming

Family Relationships:

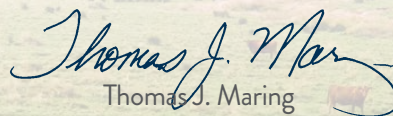
- Rick, along with his spouse, brother, sister-in-law, sister and brother-in-law all sign on loans with the Association.

CERTIFICATION STATEMENT

The undersigned certify that this statement has been prepared and reviewed in accordance with all applicable statutory or regulatory requirements and that the information contained herein is true, correct, accurate, and complete to the best of their knowledge and belief.



Nancy Sill
Board Chair



Thomas J. Maring
Board Vice-Chair



Tracy V. Sparks
President and Chief Executive Officer



Matthew McNelis
Executive Vice President and Chief Financial Officer

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