



March 26, 2024

OFFICIAL NOTICE: ASSOCIATION ANNUAL MEETING INFORMATION STATEMENT

To: The owners of Stock and Participation Certificates in the Plains Land Bank, FLCA

The Board of Directors has determined that the 2024 Plains Land Bank, FLCA Annual Stockholder’s Meeting shall be held April 25, 2024, at the Plains Land Bank, FLCA, 5625 Fulton Drive, Amarillo, Randall County, Texas, office. Registration will begin at 8:00 a.m., with the business session to follow. In the event of a change in format to the Plains Land Bank, FLCA Annual Stockholder’s Meeting, all stockholders will be notified via email and mail, and the change will be posted to the Association’s website and social media pages.

The stockholders of the Association will consider the following:

1. Approval of the minutes of the FY2023 Stockholder’s Meeting of the Association
2. Review of the FY2023 corporate and financial operations of the Association
3. Nominations from the floor and election of the FY2025 Nominating Committee
4. Nominations from the floor for the 2024 Plains Land Bank Board of Directors and review of the mail ballot process

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

- The audited 2023 Annual Report was approved on March 8, 2024, posted to www.plainslandbank.com on March 8, 2024, and a hard copy will be mailed to all stockholders by March 29, 2024.
- As of February 29, 2024, Plains Land Bank, FLCA, had 1,147 eligible voting stockholders with Class A stock in this Association. An updated voter list will be prepared as of March 19, 2024, to reflect any additions or deletions since February 29, 2024. Only Class A Stockholders of record on March 19, 2024, will be eligible to vote in the Association elections.
- As of February 29, 2024, the three places that will elect members to the board of directors of this Association had the following number of eligible voting stockholders with Class A stock in this Association:

Place VII: Briscoe & Floyd Counties, on the Caprock: 47 eligible voting stockholders

Place VIII: Motley County, that portion of Hall County in our territory, & all that portion of Floyd and Briscoe Counties, east of the Caprock: 27 eligible voting stockholders

Place IX: Entire Association Chartered Territory (16 ¼ Counties): 846 eligible voting stockholders

- Any matter brought to a vote at the Annual Stockholder’s Meeting will be decided by a simple majority vote of the stockholders present. A coin flip will be the method used for breaking a tie vote.
- The stockholders in attendance at this Annual Stockholder’s Meeting will be used for the purpose of constituting a quorum.
- Nominations from the floor for the 2024 Plains Land Bank Board of Directors and for the 2025 Nominating Committee are welcome. Per Association policy, nominations for director are restricted by Place. Nominees for director must reside and/or operate in the designated Place to be eligible for service and must provide all disclosures in writing.
- All eligible stockholders can vote for all director positions to be voted upon in the election.



2024 Director information:

NAME	AGE	TERM EXPIRES	PERIOD SERVED	TYPE OF AG
Eric Philipp	54	2026	June 2023	Livestock
Justin T. Noggler	40	2026	June 2023	Farming
Lynn F. Cowden	66	2026	June 2023	Livestock
Jerrell K. Key	60	2025	2019-2023	Livestock
Dustin Babcock	41	2025	September 2022 - 2023	Farming
Michael S. Harrell	56	2025	September 2022 - 2023	Farming/Livestock
Michael R. Estes	56	2024	February 2023	Farming
Walter “Rusty” Henson	67	2024	2001-2023	Farming/Livestock
Ryan T. Berry	33	2024	2021-2023	Farming
Mallory K. Vestal, Ph.D.	40	2024	2016-2023	N/A - Ph.D. Agricultural Economics
Lea Stuke, CPA	55	2026	2016-2023	N/A - CPA

The following represents the Plains Land Bank, FLCA regional place system:

Eric Philipp	Place I	Ochiltree & Lipscomb Counties
Justin T. Noggler	Place II	Randall, Oldham, & Potter Counties
Lynn F. Cowden	Place III	Hemphill, Roberts, & Gray Counties
Jerrell K. Key	Place IV	Hansford & Hutchinson Counties
Dustin Babcock	Place V	Carson & Armstrong Counties
Michael S. Harrell	Place VI	Hale County
Michael R. Estes	Place VII	Briscoe & Floyd Counties, on the Caprock
Walter “Rusty” Henson	Place VIII	Motley County, that portion of Hall County in our territory, & all that portion of Floyd and Briscoe Counties, east of the Caprock
Ryan T. Berry	Place IX	Entire Association-Chartered Territory (16 ¼ Counties)
Mallory K. Vestal, Ph.D.	Place X	One of two outside directors who is a non-stockholder, resides within the Association-chartered territory and is appointed by the Board of Directors.
Lea Stuke, CPA	Place XI	One of two outside directors who is a non-stockholder, resides within the Association-chartered territory and is appointed by the Board of Directors.

The Association bylaws provide that the Board of Directors may, from time to time, change the number of directors, the number and boundaries of the geographic regions represented by each board position, and the manner in which directors shall be elected in accordance with the requirements of law, FCA regulations, and the Association bylaws.

All directors attended more than 75% of the total number of board meetings during the FY2023.

There was no director who resigned or declined to stand for re-election during 2023 because of a policy disagreement with the board.

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



Following the Annual Stockholders Meeting, the voting stockholders of this Association shall elect three directors to fill the three expired terms on the board. The following biographies represent the past five years business experience, principal occupation, and/or employment for each director nominee. The 2024 Nominating Committee met on February 14, 2024, and placed the following stockholders in nomination for the Plains Land Bank Board of Directors for the following three places:

PLACE VII: BRISCOE & FLOYD COUNTIES, ON THE CAPROCK:

Michael R. Estes: age 56, is a life-long resident of Briscoe County, Texas, where he also runs a farming operation. He graduated from Silverton High School and began farming in 1987 with his father. His farming operation primarily grows hay and cotton. He was elected in early 2024 to serve as County Commissioner Pct 1 for Briscoe County. Mr. Estes was appointed to the Plains Land Bank Board of Directors in 2023.

Family relationships of the nominee that would be reportable under Part 612 of FCA Regulations if elected to the Association board of directors: Nominee does not have immediate family members that are borrowers of the Association.

Eddie Lee Fortenberry: age 37, resides in Lockney, Floyd County, Texas. He is a self-employed rancher and farmer in Floyd, Hale, Hall, Briscoe, and Lubbock Counties specializing in wheat, hay, cotton, and cattle. Mr. Fortenberry holds a Bachelor of Applied Science degree from West Texas A&M University. He was nominated by the 2024 Nominating Committee to run for the Plains Land Bank Board of Directors in Place VII, Briscoe and Floyd Counties, on the Caprock.

Family relationships of the nominee that would be reportable under Part 612 of FCA Regulations if elected to the Association board of directors: Nominee does not have immediate family members that are borrowers of the Association.

PLACE VIII: MOTLEY COUNTY, THAT PORTION OF HALL COUNTY IN OUR TERRITORY, AND ALL THAT PORTION OF FLOYD & BRISCOE COUNTIES, EAST OF THE CAPROCK:

Walter “Rusty” Henson: age 67, resides in Quitaque, Briscoe County, Texas. He has been a farmer and rancher in Briscoe, Castro, Deaf Smith, and Randall Counties for the last 46 years. He is the owner and manager of Henson Farms, which consists of 14,000 acres of grassland and farmland. Mr. Henson holds a Bachelor of Science degree in Agribusiness from West Texas State University. He currently serves as a director of the Caprock Soil & Water Conservation District. Mr. Henson was first appointed to the Plains Land Bank Board of Directors to fill an unexpired board term in October 2000, and was elected to the board in 2001. He currently serves as Chairman of the Board.

Family relationships of the nominee that would be reportable under Part 612 of FCA Regulations if elected to the Association board of directors: Nominee does not have immediate family members that are borrowers of the Association.

Matthew Cole Cruse: age 39, resides in Flomot, Motley County, Texas. He is a self-employed rancher in Motley and Floyd Counties specializing in cattle and sheep. Mr. Cruse holds a Bachelor of Science degree in Wildlife Biology from West Texas A&M University and graduated from the Texas Game Warden Academy in 2008. He has been a Texas Game Warden of Motley and Cottle Counties since May of 2008. Mr. Cruse is the owner of Foothills Feed & Mineral Company and Alamosa Creek Ranch. He was nominated by the 2024 Nominating Committee to run for the Plains Land Bank Board of Directors in Place VIII, Motley County, that portion of Hall County in our territory, and all that portion of Floyd & Briscoe Counties, east of the Caprock.

Family relationships of the nominee that would be reportable under Part 612 of FCA Regulations if elected to the Association board of directors: Nominee does not have immediate family members that are borrowers of the Association.



PLACE IX: ENTIRE ASSOCIATION CHARTERED TERRITORY (16 ¼ COUNTIES):

Ryan T. Berry: age 33, resides in Panhandle, Carson County, Texas. He is the owner/operator of Berry Farms, a co-owner of Berry Brother Farms, LLC, and an investor in the Lone Star Gin LP. Both Berry Farms and Berry Brothers Farms, LLC produce corn, cotton, and grain sorghum. Mr. Berry graduated from Texas Tech University, Cum Laude in 2012, with a Bachelor of Science degree in Agricultural and Applied Economics. He was elected to the Plains Land Bank Board of Directors in 2021 and currently serves as Vice Chairman of Audit Committee.

Family relationships of the nominee that would be reportable under Part 612 of FCA Regulations if elected to the Association board of directors: Nominee has immediate family members that are borrowers of the Association.

Ryan E. Wieck: age 42, resides in Umbarger, Randall County, Texas. Mr. Wieck graduated from Canyon High School and attended West Texas A&M University. He is the owner/operator of Ryan Wieck Farms and the vice president of R&R Wieck Farms. Mr. Wieck operates in Deaf Smith and Randall Counties specializing in cotton, wheat, corn, grain sorghum, hay grazer, and cattle. He currently serves on the Randall County Farm Bureau Board, was recently appointed as a representative of Plains Cotton Growers for Hereford Grain Co-op Gin and serves on the Randall County Beef and Crops Committee. He was nominated by the 2024 Nominating Committee to run for the Plains Land Bank Board of Directors in Place IX, Entire Association-Chartered Territory (16 ¼ Counties).

Family relationships of the nominee that would be reportable under Part 612 of FCA Regulations if elected to the Association board of directors: Nominee has immediate family members that are borrowers of the Association.



Officers and directors are eligible for loans under the same terms and conditions available to any person. Loans outstanding with the nominees listed herein were made in the ordinary course of business, were made on the same terms, including interest rate, amortization schedule, and collateral, as those prevailing at the time for comparable transactions with other persons, and do not involve more than the normal risk of collection. As required by FCA Regulation 620.21, the nominees have no occurrence that would require disclosure. None of the nominees have had any non-loan transactions with the Association.

Nominations for these positions will be opened to the floor at the Annual Stockholder’s Meeting held in Amarillo. Floor nominees must reside and/or operate in the geographic areas/places up for election and must provide all disclosures in writing at the meeting as required by FCA regulations. These disclosures include name, age, other directorships held by the nominee, business experience, and principal occupation. Also, to be disclosed are certain relationships and related transactions with the Association concerning the nominee’s immediate family and the nominee’s involvement in certain legal proceedings. No person may be a nominee for director who does not provide the disclosures required by FCA regulations.

The 2024 Nominating Committee has put forth a slate of Nominating Committee members and alternates for 2025 to be representative of all areas of the Association’s territory. The proposed slate for the 2025 Nominating Committee is:

Region	Member	Alternates
North	Austin Pshigoda	Timothy M. Stedje & Steven E. Waide
Central West	Brittan C. Gruhlkey	Jerry D. Glasscock & Michael M. Menke
Central East	Chance Bowers	Jesse K. Wieners & Madison Bagwell
South	Edward J. Foster	Jay Ray Sageser & Steven Carl Ebeling

Nominations for the four Nominating Committee positions can be made at the Annual Stockholder’s Meeting held in Amarillo, Randall County, Texas. A voice vote will be called to consider the 2025 slate of Nominating Committee members and alternates.

As of February 29, 2024, the geographic areas/places had the following number of eligible voting stockholders with Class A stock in this Association.

PLACE	REGIONS	ELIGIBLE VOTING STOCKHOLDERS
Place I	Ochiltree & Lipscomb Counties	88
Place II	Randall, Oldham, & Potter Counties	278
Place III	Hemphill, Roberts, & Gray Counties	94
Place IV	Hansford & Hutchinson Counties	59
Place V	Carson & Armstrong Counties	90
Place VI	Hale County	163
Place VII	Briscoe & Floyd Counties, on the Caprock	47
Place VIII	Motley County, that portion of Hall County in our territory, and all that portion of Floyd & Briscoe Counties, east of the Caprock	27
Place IX	Entire Association-Chartered Territory (16 ¼ Counties)	846
Place X	Outside Director - non-stockholder, resides within the Association-chartered territory, and is appointed by the Board of Directors	
Place XI	Outside Director - non-stockholder, resides within the Association-chartered territory, and is appointed by the Board of Directors	



The undersign certify that we have reviewed the Annual Meeting Information Statement, that the statement is financially accurate, that it was prepared in accordance with all applicable statutory or regulatory requirements, and that the information is true, accurate and complete to the best of their knowledge and belief.

Walter Hense

Walter "Rusty" Henson, Chairman of the Board

March 26, 2024

Date

Kay Lynn McLaughlin

Kay Lynn McLaughlin, Chief Executive Officer

March 26, 2024

Date

Brooke Alvis

Brooke Alvis, Chief Financial Officer

March 26, 2024

Date