

December 20, 2014

Mr. Barry Maddock
Deputy Director, Office of Regulatory Policy
Farm Credit Administration
1501 Farm Credit Drive
McLean, Virginia 22101-5090

Dear Mr. Maddock,

Thank you for the opportunity to comment on Farm Credit Administration's (FCA or Agency) proposed capital rule. The Agency's efforts to modernize Farm Credit System (FCS) capital requirements will result in a framework that is consistent with Basel III standards for the FCS will enhance other financial institutions. I believe adopting strength and increase marketability on third-party capital and debt securities, especially in periods of stress, thereby enabling the FCS to fulfill its mission.

I appreciate the Agency's efforts to carefully consider and accommodate the FCS's cooperative structure in developing the proposed capital framework. While FCA has done an admirable job in drafting the proposed capital rule, I am concerned that it does not strike the appropriate balance between supporting and protecting the cooperative structure on which Congress based the FCS and aligning with the Basel III concepts written for joint stock companies. Unfortunately, parts of the Agency's proposed rule undermine the cooperative structure. As a result, I ask that FCA revise the proposed rule as outlined below to make it workable and supportive of the FCS's congressionally mandated cooperative structure:

1. Eliminate the requirement that the FCS institutions obtain shareholder votes on the capitalization bylaw changes required by the proposed rule. This requirement results in a meaningless vote that puts the institution and its member-customers in an impossible situation. If member-customers do not approve the bylaw changes, the institution faces capitalization challenges. If member-customers approve the bylaw changes, they undermine the institution's ability to function consistent with cooperative principles. I appreciate FCA's desire to ensure that the capital plan features of each FCS institution are effectively communicated to their member-owners. However, rather than direct capitalization bylaw changes, the FCA could rely on board policies, directives, loan documentation or capital plans for such communication. Structurally, a board directive or similar document can accomplish that same outcome as a capitalization bylaw vote. Board directions Basel III framework.

2. Reduce the proposed revolvment period for Common Equity Tier 1 (CET1) to 7 years and permit the normal revolving features of loan-based cooperative equity plans. there is no basis in Basel III for the proposed 10-year revolvment cycle of an individual share, and it is overly stringent and fundamentally inconsistent with cooperative principle. It I also unnecessary given the other proposed capital controls. The proposed rule limits distributions to current year earnings unless specifically approved by FCA. FCA also proposes additional limits if capital

levels fall below the proposed conservation buffer that is far above minimum standards. These control and FCA proper approval eliminate any possible member-customer expectations for the distribution of income or retirement of stock an effectively makes cooperative shares permanent. Given these controls, a 7-year revolvment cycle on a loan basis is easily justified. For cooperative capital, the length of time a share is outstanding is irrelevant to permanence. Rather, permanence is determined by member-customers' clear understanding that their shares are at-risk and committed to the long-term financial stability of their cooperative.

3. Revise the "safe harbor" provision that authorizes limited distributions, including stock requirements, without FCA prior approval to be consistent with similar provisions implemented by European ban regulators. the proposed limit of no reduction in CET1 provides no reasonable room for boards to manage capital without first seeking FCA proper approval. This burdensome requirement is far more restrictive than the approach taken by foreign bank regulators that implemented Basel III for the cooperatives under their jurisdiction . FCA should follow the same standards as these regulators and allow up to a 2% reduction in CET1 as long as capital ratios remain above the conservation buffer. In addition, the "haircut deduction" for early distributions is punitive and should be eliminated for the proposed regulations and handled through examination as there no basis for this Basel III.

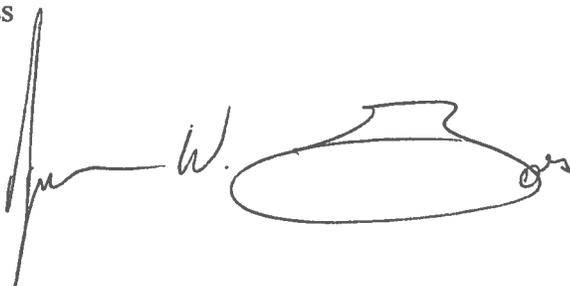
4. Reduce the proposed Tier 1 leverage requirement to 4% to be consistent with the Basel III standards implemented by regulators across the globe. From my perspective, the proposed 5% standard is an arbitrary and capricious deviation from Basel III. there is simply no quantitative analysis or loss experience that justifies a 5% Tier 1 leverage ratio for the FCS while all other regulated financial institutions regardless of structure are subject to a 4% requirement. It is clear to me that the FCA's proposal is excessive, unsupported, creates an unnecessary inconsistency with Basel III and would result in higher borrowing costs to the member-customers. This inconsistency with Basel III and with the approach taken by regulators around the globe will raise questions about the FCS's risk profile compared to other lending institutions. Such questions will irreparably harm the FCS and it mission achievement. I ask FCA to establish a 4% Tier 1 leverage ratio consistent with the Basel III guidance.

The refinements I ask FCA to make ensure that the FCS can function consistent with cooperative principles of the benefit of its member-customers as Congress clearly intended.

I appreciate the opportunity to comment on this proposed rules and FCA's willingness to consider my feedback.

Sincerely,

Jason W. Goss

A handwritten signature in black ink, appearing to read "Jason W. Goss". The signature is written in a cursive style with a large, looped flourish at the end.