



National Council of Farmer Cooperatives

83rd ANNUAL MEETING

February 1-3, 2012 | Naples, FL | Naples Grande

President's Message

It is my pleasure to invite you to the National Council of Farmer Cooperatives' 83rd Annual Meeting, being held February 1-3, 2012, at the Naples Grande Hotel in Naples, Florida.

As you may know, 2012 has been recognized as the International Year of the Cooperative, and our gathering in Florida will give NCFC and farmer co-ops from across the country a fantastic opportunity to come together and celebrate the benefits co-ops provide to their member-owners, to the rural communities that they are part of, and to consumers here in the U.S. and around the world.

The meeting also will bring farmer co-op leaders from around the country together at a time of dynamic changes in both the political atmosphere in Washington and the global economy. In our nation's capital, agriculture is facing the prospect of reauthorizing the next farm bill at a time when the gaping federal budget deficit means that there will be fewer resources to do so. Our co-ops face sluggish consumer demand in the United States, yet see opportunities for growth in developing markets overseas. We hope that the 2012 Annual Meeting will help provide insight and spur discussion on these and other issues.

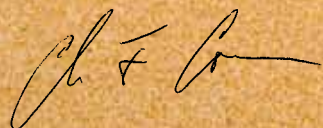
Once again, the meeting will feature our highly regarded Directors' Education Conference, which will focus on the appropriate role for boards in the public policy process and building a sustainable legacy for cooperatives.

The Legal, Tax & Accounting Conference will take place February 2-3. Topics will include a look at ongoing antitrust issues faced by cooperatives; IRS activity involving the Section 199 deduction; and a panel discussion on the farm bill.

As always, our Annual Meeting will give you opportunities to network with farmer co-op leaders from across the country, including at the Cooperators Reception sponsored by CoBank and Nationwide, and at the 20th Annual NCFC Golf Tournament to benefit the NCFC Education Foundation.

Again, thank you for your continued support of NCFC. I hope that participation in the meeting continues to be valuable to you, your staff, and your board members.

I look forward to seeing you in Florida this February.



Charles F. Conner
President & CEO

HOPE TO SEE
YOU THERE!

Wednesday, February 1

- 7:15am – 2:00pm NCFC Education Foundation Golf Tournament
- 9:00am – 5:00pm Registration Open
- 9:00am – 2:30pm State Council Meeting
- 2:00pm – 4:00pm Government Affairs Committee Meeting
- 2:30pm – 4:00pm GICL Board Meeting
- 3:00pm – 5:00pm Directors' Conference—New Director Orientation
- 4:00pm – 4:30pm NCFC CO-OP/PAC Advisory Committee**
- 4:30pm – 5:30pm NCFC Executive Council Meeting
- 5:30pm – 7:30pm Welcome Reception

Thursday, February 2

- 7:00am – 5:00pm Registration Open
- 7:00am – 8:30am Buffet Breakfast
- 7:30am – 8:30am Dairy & Livestock Breakfast Meeting
- 7:30am – 8:30am LTA Tax Roundtable
- 8:30am – 12:00pm General Session I
- 9:00am – 3:00pm Spouse Program: Explore Old Naples
- 10:30am – 12:00pm Legal, Tax & Accounting Conference
- 12:15pm – 1:45pm Industry Relations Luncheon & Awards Program
- 12:15pm – 1:45pm LTA CFO Working Group Luncheon*
- 12:15pm – 1:45pm LTA In-House General Counsels Luncheon*
- 12:15pm – 1:45pm LTA Tax Directors Forum Luncheon*
- 2:00pm – 5:00pm Directors' Education Conference
- 2:00pm – 5:00pm Legal, Tax & Accounting Conference
- 2:00pm – 4:00pm NCFC's 83rd Annual Council Meeting
- 5:00pm – 7:00pm Cooperators Reception
Sponsored by CoBank & Nationwide

Friday, February 3

- 7:00am – 5:00pm Registration Open
- 7:00am – 8:30am Buffet Breakfast
- 7:00am – 8:30am Chairman's Breakfast Roundtable*
- 7:00am – 8:30am NSAC Tax Committee Breakfast Meeting
- 8:30am – 12:00pm Legal, Tax & Accounting Conference
- 8:30am – 11:45am Directors' Education Conference
- 8:45am – 11:30am Optional Tour: Naples Princess Yacht Cruise
- 12:00pm – 1:00pm Directors' Education Conference Luncheon
- 12:00pm – 1:00pm CEO Luncheon*
- 12:30pm – 2:30pm LTA Executive Committee Luncheon Meeting*
- 1:00pm – 2:00pm Directors' Education Conference
- 1:00pm – 4:30pm NSAC Roundtable
- 1:00pm – 3:30pm Spouse Program: Painting Party
- 2:30pm – 5:00pm General Session II
- 6:30pm – 9:30pm Closing Reception & Dinner

Saturday, February 4

- 7:30am – 3:00pm NSAC Board Meeting

* By Invitation Only ** Solicitation Approval Required

NCFC DIRECTORS' EDUCATION CONFERENCE

- Wednesday, February 1 3:00pm – 5:00pm (*New Director Orientation*)
- Thursday, February 2 2:00pm – 5:00pm
- Friday, February 3 8:30am – 11:45am
- Friday, February 3 1:00pm – 2:00pm

This year's Directors' Education Conference will look at the responsibilities that farmer co-op board members have for building the legacy of their cooperative to ensure that the co-op can meet the needs of the next generation of members.

Sessions will focus on contemporary governance issues, including board conflict both inside and outside the boardroom, and how boards deal with increasingly diverse memberships. Other sessions will look at the directors' role in the co-op's social responsibility efforts and in political involvement.

The Directors' Conference will begin on Wednesday, February 1st, with an optional program to introduce new directors and first-time attendees to the National Council of Farmer Cooperatives and the conference. The main session of the conference will begin on Thursday, February 2nd, after the Annual Meeting's opening general session.

NCFC LEGAL, TAX & ACCOUNTING CONFERENCE

- Thursday, February 2 10:30am – 12:00pm
- Thursday, February 2 2:00pm – 5:00pm
- Friday, February 3 8:30am – 12:00pm

The 2012 NCFC Legal, Tax and Accounting Conference will feature recent developments in antitrust suits affecting farmer cooperatives; an update on IRS activity involving the Section 199 deduction; and an accounting update from a member of the Financial Accounting Standards Board staff.

Other timely topics will include enterprise risk management; international trade including trademark protection; an update on federal legislation and outcomes from the deficit reduction talks; and a panel discussion regarding the upcoming farm bill. The conference also will include a co-op tax roundtable and luncheon discussions for NCFC member CFOs, in-house counsels and tax directors.



HOTEL INFORMATION & ROOM RESERVATION

This year, NCFC will be hosting its Annual Meeting at the Naples Grande (475 Seagate Drive, Naples, FL 34103). Guests will be responsible for making their own reservations; to do so, call 1-888-722-1270 and identify yourself as part of the National Council of Farmer Cooperatives group. The room rate is \$185 for single or double rooms. Remember to make your reservation before Saturday, December 31, 2011, to receive this special rate!

- The Naples Grande is located on 23 waterfront acres along the Gulf Coast of Florida, minutes from trendy shopping, thrilling attractions, and the Caribbean Gardens and Florida Everglades.
- The hotel is twenty-nine miles south of the Fort Myers — Southwest Florida International Airport (RSW) and seven miles northwest of Naples Municipal Airport (APF).
- Visit the hotel's web site at www.naplesgranderesort.com for an overview of the resort.
- Additional updates on the Annual Meeting will be posted on the NCFC web site, www.ncfc.org, under the 'Events' tab.
- If you have additional questions, please contact Kate Disbrow at kdisbrow@ncfc.org | (202) 626-8700.

MEETING ATTIRE GUIDELINES & SPECIAL ASSISTANCE

Attire for the meeting sessions and reception is resort casual (golf or collared shirts, jackets optional; ties not required). In accordance with the Americans with Disabilities Act, the National Council of Farmer Cooperatives is pleased to meet the needs of registrants for auxiliary aids, services or special diets. Please indicate those needs on your registration form in the section provided.

GOLF TOURNAMENT

To Benefit the NCFC Education Foundation

Wednesday, February 1 7:15am – 2:00pm

The 20th Annual Golf Tournament to benefit the NCFC Education Foundation gives NCFC members the opportunity to enjoy the company of other farmer cooperative leaders while raising funds for cooperative education.

Experience the exhilaration and challenge of the Naples Grande Golf Club, a course expertly designed by the renowned Rees Jones. Tee off and take in the brilliant panoramic views of native Florida pine hammocks and natural waterways at this award-winning golf resort. Voted one of the "10 Best New Golf Courses in Florida" by Travel & Leisure Golf and given a 4.5 out of 5-Star rating by Golf Magazine.

The entry fee of \$185 includes round-trip transportation to the course, a continental breakfast, green fees, cart rental, and boxed lunch. Equipment rental is available when registering for the meeting. Rental fees are: \$70 for Nike Golf Clubs and \$17 for Soft Spike Shoes. Proceeds from the tournament will help fund the NCFC Education Foundation.

MARK YOUR CALENDAR & PLAN TO ATTEND FUTURE NCFC MEETINGS

EXECUTIVE COUNCIL MEETING
Washington, DC | Phoenix Park Hotel
April 26-27, 2012

WASHINGTON CONFERENCE
Washington, DC | Hyatt Regency
June 20-22, 2012

EXECUTIVE COUNCIL MEETING
Washington, DC | Liason Hotel
September 25-26, 2012

ANNUAL MEETING
Phoenix, AZ | Westin Kierland
February 6-8, 2013

WASHINGTON CONFERENCE
Washington, DC | L'Enfant Plaza Hotel
June 10-12, 2013



Spouse Program & Optional Tours

THURSDAY, FEBRUARY 2, 2012 - EXPLORE OLD NAPLES

9:00am – 3:00pm

Enjoy a day exploring Old Naples downtown charms. With its tropically landscaped streets and avenues, dotted with sidewalk cafes, shops and galleries and the Naples Pier a short stroll away, there is something for everyone!

Shopping is an art form in Naples. Stroll Fifth Avenue South with its boutiques and art galleries, then head a few blocks away and do it all again along Third Street South - home to Gallery Row, fashion boutiques and interior design stores.

FRIDAY, FEBRUARY 3, 2012 - NAPLES PRINCESS YACHT CRUISE & PAINTING PARTY

8:45am – 11:30am

This tour is part of the spouse program and is also open to all CEOs, senior management, and cooperative staff.

Cruise the Naples Bay and Port Royal aboard the Naples Princess. You will experience the views of spectacular homes, historic Naples Bay, majestic Port Royal and splashing southwest Florida dolphins. Salty bay breezes, sparkling waves and matchless natural beauty make Naples perfect for cruising any time of the year.

1:00pm – 3:30pm

Come and express your artistic side and be surprised at the hidden talent that we all have inside us! Follow instructors as they lead you through a step-by-step system that can make an artist out of anyone. Walk away with a feeling of accomplishment and your very own masterpiece. We promise that no art experience or ability to draw is necessary. Anyone can paint with this easy process! All paintings are done in acrylic paint and completed on a carry-on friendly canvas board.





National Council of Farmer Cooperatives
83rd ANNUAL MEETING
 February 1-3, 2012 | Naples, FL | Naples Grande

Two easy ways to register:

- Register online at our 'Events' page at www.ncfc.org
- Fill out the form below and mail or fax it to NCFC's Office
 Attn: Kate Disbrow
 Mail: National Council of Farmer Cooperatives
 50 F Street, NW, Suite 900
 Washington, DC 20001
 Fax: 202.626.8722

Annual Meeting Registration Form

REGISTRATION INFORMATION:

Please provide your name and organization as you would like them to appear on your badge.

NAME _____
 TITLE _____
 ORGANIZATION _____
 MAILING ADDRESS _____
 CITY STATE ZIP CODE _____
 PHONE FAX _____
 REGISTRANT'S E-MAIL _____

EMERGENCY CONTACT PHONE _____
 Please check here if you require special accommodations to fully participate or you have special dietary needs. Attach a written description of your needs.

REGISTRATION FEES AND PACKAGES:

Choose a registration category.

Individual Registration	Prior to 1/13/12	After 1/13/12
Member	<input type="checkbox"/> \$875	<input type="checkbox"/> \$975
State Council/USDA	<input type="checkbox"/> \$400	<input type="checkbox"/> \$500
Non-Member	<input type="checkbox"/> \$1225	<input type="checkbox"/> \$1325
Spouse Registration	Prior to 1/13/12	After 1/13/12
Spouse/Guest	<input type="checkbox"/> \$500	<input type="checkbox"/> \$500

SPOUSE/GUEST NAME _____
 SPOUSE/GUEST E-MAIL _____

Individual and spouse registrations include admission to the Farmer Cooperative Directors' Conference, LTA Conference (sessions only), all General Sessions and large meal functions.

LTA Registration	Prior to 1/13/12	After 1/13/12
LTA Member	<input type="checkbox"/> \$400	<input type="checkbox"/> \$500
Non-LTA Member	<input type="checkbox"/> \$575	<input type="checkbox"/> \$675
Thursday General Luncheon	<input type="checkbox"/> \$55	<input type="checkbox"/> \$55

LTA registration includes admission to the LTA Conference sessions, all General Sessions, two breakfasts, the opening reception and Cooperators reception. It DOES NOT include the closing event or Thursday luncheon. Thursday luncheon tickets may be purchased by checking the box above. LTA Sessions are eligible for CLE/CPE credit.

Education Foundation Golf Tournament Registration

Golf Tournament \$185

NAME _____
 NAME _____
 I require rentals. Yes. No.
 \$70 Nike Golf Club Rentals Right-Handed Left-Handed
 \$17 Soft Spike Shoe Rental

Totals

Individual Registration Total: \$ _____
 Spouse/Guest Registration Total: \$ _____
 LTA Registration Total: \$ _____
 Golf Tournament Total: \$ _____
 GRAND TOTAL: \$ _____

EVENTS:

To help us plan appropriately and keep expenses down, we ask that you indicate the events that you plan to attend below. Thank you for your assistance.

General Events

- Wednesday New Directors' Orientation
- Opening Reception
- Thursday Buffet Breakfast
- Thursday Luncheon
- Thursday Cooperators Reception Sponsored by CoBank & Nationwide
- Friday Buffet Breakfast
- Closing Reception & Dinner

Spouse Events & Optional Tours

- Thursday Old Naples
- Friday Morning Optional Tour: Naples Princess Yacht Cruise
- Friday Afternoon Painting Party

PAYMENT:

Payment in the form of check, money order, Mastercard or Visa is accepted.

Mail registration payment to:
 National Council of Farmer Cooperatives
 Attn: Kate Disbrow
 50 F Street, NW, Suite 900
 Washington, DC 20001

For credit card payment:

- Mastercard
- Visa

CARD NUMBER _____
 EXPIRATION DATE _____ CARD SECURITY CODE _____
 PRINT CARDHOLDER'S NAME _____
 BILLING ADDRESS _____
 CITY STATE ZIP CODE _____
 SIGNATURE _____

NCFC INDIVIDUAL MEMBERSHIP

- Yes, I would like to receive more information on becoming an "Individual" member of NCFC. By becoming an Individual member, you can support the NCFC CO-OP/PAC and be informed about upcoming PAC events. *For more information regarding NCFC membership, contact Kathleen Heron (kheron@ncfc.org | 202.626.8700).*



Please visit our 'Events' page at www.ncfc.org/events for updates on NCFC meetings and events. If you have any questions, please contact

Kate Disbrow: kdisbrow@ncfc.org
 tel: 202.626.8700

All cancellations must be received in writing in order to receive a refund.