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Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0047

2009

Open to Public Inspection

A For the 2009 calendar year, or tax year beginning JUN 1, 2009 and ending MAY 31, 2010

B Check if applicable: ☐ Address change ☐ Name change ☐ Initial return ☐ Terminated ☐ Amended return ☐ Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization: THE FRATERNAL ORDER OF EAGLES FOUNDATION

Doing Business As:

Number and street (or P.O. box if mail is not delivered to street address): 1623 GATEWAY CIRCLE SOUTH — Room/suite:

City or town, state or country, and ZIP + 4: GROVE CITY, OH 43123

D Employer identification number: 20-2479590

E Telephone number: 614-883-2176

G Gross receipts $: 12,438,072.

F Name and address of principal officer: JIM ROBERTS
SAME AS C ABOVE

H(a) Is this a group return for affiliates? ☐ Yes ☒ No

H(b) Are all affiliates included? ☐ Yes ☐ No
If "No," attach a list. (see instructions)

H(c) Group exemption number ▶

I Tax-exempt status: ☒ 501(c)(3) ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527

J Website: ▶ WWW.FOE.COM

K Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶

L Year of formation: 2005 M State of legal domicile: OH

Part I Summary

1 Briefly describe the organization's mission or most significant activities: SEE SCHEDULE O

2 Check this box ▶ ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets

3	Number of voting members of the governing body (Part VI, line 1a)	3	11
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	6
5	Total number of employees (Part V, line 2a)	5	0
6	Total number of volunteers (estimate if necessary)	6	800000
7a	Total gross unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.

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		Prior Year	Current Year
8	Contributions and grants (Part VIII, line 1h)	4,071,270.	8,422,191.
9	Program service revenue (Part VIII, line 2g)		
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	-698,797.	150,219.
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		
12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	3,372,473.	8,572,410.
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	9,138,378.	8,919,098.
14	Benefits paid to or for members (Part IX, column (A), line 4)		
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		
16a	Professional fundraising fees (Part IX, column (A), line 11e)		
b	Total fundraising expenses (Part IX, column (D), line 25) ▶		
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	26,611.	32,757.
18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	9,164,989.	8,951,855.
19	Revenue less expenses. Subtract line 18 from line 12	-5,792,516.	-379,445.

		Beginning of Current Year	End of Year
20	Total assets (Part X, line 16)	9,158,917.	9,632,094.
21	Total liabilities (Part X, line 26)	5,103,755.	5,050,384.
22	Net assets or fund balances. Subtract line 21 from line 20	4,055,162.	4,581,710.

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

Sign Here

▶ Signature of officer — Date: 1-11-11

▶ KRISTY SPIRES, CFO
Type or print name and title

Paid Preparer's Use Only

Preparer's signature: TROY E. MARINE, CPA — Date: 01/10/11 — Check if self-employed ▶ ☐ — Preparer's identifying number (see instructions): P00187863

Firm's name (or yours if self-employed), address, and ZIP + 4:
BAKER TILLY VIRCHOW KRAUSE, LLP
115 SOUTH 84TH STREET, SUITE 400
MILWAUKEE, WI 53214

EIN ▶ 39-0859910

Phone no ▶ (414)777-5500

May the IRS discuss this return with the preparer shown above? (see instructions) ☒ Yes ☐ No

SCANNED JAN 27 2011

916
7

Part III Statement of Program Service Accomplishments

1 Briefly describe the organization's mission: SEE SCHEDULE O FOR CONTINUATION
THE FRATERNAL ORDER OF EAGLES FOUNDATION'S MISSION IS TO PURSUE, PROMOTE, AND ASSIST IN THE STUDY, CURE, CARE, AND PREVENTION OF DIABETES, CANCER, KIDNEY, HEART, CIRCULATORY, AND RELATED DISEASES, CHILDREN'S DISEASES AND DISABILITIES, SPINAL CORD INJURIES,

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No
If "Yes," describe these changes on Schedule O

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses $ 3,102,850. including grants of $ 3,102,850.) (Revenue $)
PROVIDE GRANTS FOR MEDICAL RESEARCH FOR CANCER, HEART DISEASE, DIABETES, SPINAL CORD INJURIES, ALZHEIMER'S DISEASE AND OTHER HEALTH AND AGE RELATED AFFLICTIONS.

4b (Code:) (Expenses $ 5,000,000. including grants of $ 5,000,000.) (Revenue $)
SECOND YEAR ANNUAL GRANT COMMITMENT OF $5,000,000 OF $25,000,000 TOTAL COMMITMENT FOR THE FRATERNAL ORDER OF EAGLES DIABETES RESEARCH CENTER AT THE UNIVERSITY OF IOWA.

4c (Code:) (Expenses $ 816,248. including grants of $ 816,248.) (Revenue $)
PROVIDE GRANTS TO ASSIST IN THE EDUCATION AND RESEARCH OF CHILDREN'S DISEASES AND PROGRAMS TO PREVENT CHILD ABUSE, AS WELL AS PROGRAMS INVOLVING THE IMPROVEMENT OF LIVES OF CHILDREN WITH DISABILITIES AND DISADVANTAGES.

4d Other program services (Describe in Schedule O.)
(Expenses $ including grants of $) (Revenue $)

4e **Total program service expenses** ▶ $ 8,919,098.

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1	X	
2	Is the organization required to complete Schedule B, Schedule of Contributors?	2	X	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If "Yes," complete Schedule C, Part I*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities? *If "Yes," complete Schedule C, Part II*	4		X
5	**Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations.** Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? *If "Yes," complete Schedule C, Part III*	5		
6	Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If "Yes," complete Schedule D, Part I*	6		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If "Yes," complete Schedule D, Part II*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		X
9	Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? *If "Yes," complete Schedule D, Part IV*	9		X
10	Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? *If "Yes," complete Schedule D, Part V*	10		X
11	Is the organization's answer to any of the following questions "Yes"? *If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable*	11	X	
•	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? *If "Yes," complete Schedule D, Part VI*			
•	Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VII*			
•	Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VIII*			
•	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part IX*			
•	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X.*			
•	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48? *If "Yes," complete Schedule D, Part X.*			
12	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI, XII, and XIII*	12	X	
12A	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," completing Schedule D, Parts XI, XII, and XIII is optional* (Yes / No: 12A — No: X)			
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, and program service activities outside the United States? *If "Yes," complete Schedule F, Part I*	14b	X	
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or assistance to any organization or entity located outside the United States? *If "Yes," complete Schedule F, Part II*	15	X	
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or assistance to individuals located outside the United States? *If "Yes," complete Schedule F, Part III*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If "Yes," complete Schedule G, Part I*	17		X
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18		X
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19		X
20	Did the organization operate one or more hospitals? *If "Yes," complete Schedule H*	20		X

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
21	Did the organization report more than $5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21	X	
22	Did the organization report more than $5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22		X
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	23		X
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K If "No", go to line 25*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3) and 501(c)(4) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	25b		X
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? *If "Yes," complete Schedule L, Part II*	26		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? *If "Yes," complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties, (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):			
a	A current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		X
c	An entity of which a current or former officer, director, trustee, or key employee of the organization (or a family member) was an officer, director, trustee, or direct or indirect owner? *If "Yes," complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301.7701-3? *If "Yes," complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1*	34	X	
35	Is any related organization a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35		X
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36	X	
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? **Note.** All Form 990 filers are required to complete Schedule O.	38	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

				Yes	No
1a	Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal of U S. Information Returns. Enter -0- if not applicable	1a	0		
b	Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable	1b	0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		1c		
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	0		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?		2b		
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* this return. (see instructions)				
3a	Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?		3a		X
b	If "Yes," has it filed a Form 990-T for this year? *If "No," provide an explanation in Schedule O*		3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		4a	X	
b	If "Yes," enter the name of the foreign country: ▶ CANADA See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts				
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		5a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		5b		X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?		5c		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible?		6a		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		6b		
7	**Organizations that may receive deductible contributions under section 170(c).**				
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?		7a		X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		7b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7c		X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d			
e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		7e		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7f		X
g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?		7g		
h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?		7h		
8	**Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.** Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		8		
9	**Sponsoring organizations maintaining donor advised funds.**				
a	Did the organization make any taxable distributions under section 4966?		9a		
b	Did the organization make a distribution to a donor, donor advisor, or related person?		9b		
10	**Section 501(c)(7) organizations.** Enter:				
a	Initiation fees and capital contributions included on Part VIII, line 12	10a			
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b			
11	**Section 501(c)(12) organizations.** Enter:				
a	Gross income from members or shareholders	11a			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b			
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?		12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b			

Part VI Governance, Management, and Disclosure *For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.*

Section A. Governing Body and Management

				Yes	No
1a	Enter the number of voting members of the governing body	1a	11		
b	Enter the number of voting members that are independent	1b	6		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2			X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3			X
4	Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?	4			X
5	Did the organization become aware during the year of a material diversion of the organization's assets?	5			X
6	Does the organization have members or stockholders?	6		X	
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	7a		X	
b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?	7b		X	
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:				
a	The governing body?	8a		X	
b	Each committee with authority to act on behalf of the governing body?	8b		X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses in Schedule O*	9			X

Section B. Policies *(This Section B requests information about policies not required by the Internal Revenue Code)*

			Yes	No
10a	Does the organization have local chapters, branches, or affiliates?	10a		X
b	If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?	10b		
11	Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	11	X	
11A	Describe in Schedule O the process, if any, used by the organization to review this Form 990.			
12a	Does the organization have a written conflict of interest policy? *If "No," go to line 13*	12a	X	
b	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X	
c	Does the organization regularly and consistently monitor and enforce compliance with the policy? *If "Yes," describe in Schedule O how this is done*	12c	X	
13	Does the organization have a written whistleblower policy?	13	X	
14	Does the organization have a written document retention and destruction policy?	14	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
a	The organization's CEO, Executive Director, or top management official	15a	X	
b	Other officers or key employees of the organization	15b	X	
	If "Yes" to line 15a or 15b, describe the process in Schedule O (See instructions)			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		X
b	If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?	16b		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶ OH, AL, AK, AZ, AR, CA, CO, CT, FL, GA, IL, KS

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection Indicate how you make these available Check all that apply

☐ Own website ☐ Another's website ☒ Upon request

19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization ▶

KRISTY L. SPIRES, CFO - (614)883-2176
1623 GATEWAY CIRCLE SOUTH, GOVE CITY, OH 43123

SEE SCHEDULE O FOR FULL LIST OF STATES

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year. Use Schedule J-2 if additional space is needed.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's **current** key employees. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons

[X] Check this box if the organization did not compensate any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
DAVID TICE DIRECTOR	0.50	X						0.	0.	0.
ELWIN BUD HAIGH DIRECTOR	0.50	X						0.	0.	0.
JEAN KERR VICE-PRESIDENT	0.50	X		X				0.	34,609.	0.
JIM ROBERTS DIRECTOR	0.50	X						0.	56,404.	0.
JOHN POTTER DIRECTOR	0.50	X						0.	0.	0.
MARGARET COX DIRECTOR	0.50	X						0.	12,000.	0.
MICHAEL DUEHR DIRECTOR	0.50	X						0.	0.	0.
MIKE LAGERVALL PRESIDENT	0.50	X		X				0.	70,527.	5,411.
PATRICIA DURHAM DIRECTOR	0.50	X						0.	25,677.	0.
RON STINE DIRECTOR	0.50	X						0.	0.	0.
WILLIAM L. LOFFER DIRECTOR	0.50	X						0.	73,264.	13,570.
KRISTY SPIRES CFO	60.00				X			0.	92,729.	26,198.

Part VII **Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees** *(continued)*

(A) Name and title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
1b Total ▶								0.	365,210.	45,179.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 in reportable compensation from the organization ▶ 0

		Yes	No
3	Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*		X
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? *If "Yes," complete Schedule J for such individual*		X
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization for services rendered to the organization? *If "Yes," complete Schedule J for such person*		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization. NONE

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 in compensation from the organization ▶ 0

Part VIII Statement of Revenue

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, gifts, grants and other similar amounts	1a Federated campaigns 1a				
	b Membership dues 1b				
	c Fundraising events 1c				
	d Related organizations 1d 4,025,000.				
	e Government grants (contributions) 1e				
	f All other contributions, gifts, grants, and similar amounts not included above 1f 4,397,191.				
	g Noncash contributions included in lines 1a-1f $				
	h **Total.** Add lines 1a-1f ▶	8,422,191.			
Program Service Revenue		Business Code			
	2a				
	b				
	c				
	d				
	e				
	f All other program service revenue				
	g **Total.** Add lines 2a-2f ▶				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts) ▶	187,323.			187,323.
	4 Income from investment of tax-exempt bond proceeds ▶				
	5 Royalties ▶				
		(i) Real / (ii) Personal			
	6a Gross Rents				
	b Less rental expenses				
	c Rental income or (loss)				
	d Net rental income or (loss) ▶				
		(i) Securities / (ii) Other			
	7a Gross amount from sales of assets other than inventory 3828558.				
	b Less cost or other basis and sales expenses 3865662.				
	c Gain or (loss) -37,104.				
	d Net gain or (loss) ▶	-37,104.			-37,104.
	8a Gross income from fundraising events (not including $ _____ of contributions reported on line 1c). See Part IV, line 18 a				
	b Less direct expenses b				
	c Net income or (loss) from fundraising events ▶				
	9a Gross income from gaming activities See Part IV, line 19 a				
	b Less: direct expenses b				
	c Net income or (loss) from gaming activities ▶				
	10a Gross sales of inventory, less returns and allowances a				
	b Less cost of goods sold b				
	c Net income or (loss) from sales of inventory ▶				
	Miscellaneous Revenue	Business Code			
	11a				
	b				
	c				
	d All other revenue				
	e **Total.** Add lines 11a-11d ▶				
	12 **Total revenue.** See instructions. ▶	8,572,410.	0.	0.	150,219.

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.
All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21	8,848,682.	8,848,682.		
2 Grants and other assistance to individuals in the U S See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U S. See Part IV, lines 15 and 16	70,416.	70,416.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other	17,847.		17,847.	
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	14,910.		14,910.	
23 Insurance				
24 Other expenses. Itemize expenses not covered above. (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below.)				
a COLLECTION AND CREDIT C	0.			
b				
c				
d				
e				
f All other expenses				
25 **Total functional expenses.** Add lines 1 through 24f	8,951,855.	8,919,098.	32,757.	0.
26 **Joint costs.** Check here ▶ ☐ if following SOP 98-2 Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

				(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing		979,259.	1	1,017,922.
	2	Savings and temporary cash investments		654,000.	2	1,126,271.
	3	Pledges and grants receivable, net			3	
	4	Accounts receivable, net			4	
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L			5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L			6	
	7	Notes and loans receivable, net			7	
	8	Inventories for sale or use			8	
	9	Prepaid expenses and deferred charges			9	
	10a	Land, buildings, and equipment cost or other basis. Complete Part VI of Schedule D	10a 75,550.			
	b	Less accumulated depreciation	10b 23,063.	63,397.	10c	52,487.
	11	Investments - publicly traded securities		7,437,579.	11	7,415,637.
	12	Investments - other securities See Part IV, line 11			12	
	13	Investments - program-related See Part IV, line 11			13	
	14	Intangible assets			14	
	15	Other assets See Part IV, line 11		24,682.	15	19,777.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)		9,158,917.	16	9,632,094.
Liabilities	17	Accounts payable and accrued expenses			17	
	18	Grants payable		5,100,000.	18	5,026,900.
	19	Deferred revenue			19	17,300.
	20	Tax-exempt bond liabilities			20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D			21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L			22	
	23	Secured mortgages and notes payable to unrelated third parties			23	
	24	Unsecured notes and loans payable to unrelated third parties			24	
	25	Other liabilities. Complete Part X of Schedule D		3,755.	25	6,184.
	26	**Total liabilities.** Add lines 17 through 25		5,103,755.	26	5,050,384.
Net Assets or Fund Balances		**Organizations that follow SFAS 117, check here ▶ [X] and complete lines 27 through 29, and lines 33 and 34.**				
	27	Unrestricted net assets		-3,785,669.	27	-2,729,056.
	28	Temporarily restricted net assets		7,840,831.	28	7,310,766.
	29	Permanently restricted net assets			29	
		Organizations that do not follow SFAS 117, check here ▶ [ ] and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds			30	
	31	Paid-in or capital surplus, or land, building, or equipment fund			31	
	32	Retained earnings, endowment, accumulated income, or other funds			32	
	33	Total net assets or fund balances		4,055,162.	33	4,581,710.
	34	Total liabilities and net assets/fund balances		9,158,917.	34	9,632,094.

Part XI Financial Statements and Reporting

			Yes	No
1	Accounting method used to prepare the Form 990: ☐ Cash ☒ Accrual ☐ Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
b	Were the organization's financial statements audited by an independent accountant?	2b	X	
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	2c	X	
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a consolidated basis, separate basis, or both: ☒ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.	3b		

SCHEDULE A (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ **Attach to Form 990 or Form 990-EZ.** ▶ **See separate instructions.**

OMB No 1545-0047

2009

Open to Public Inspection

Name of the organization	Employer identification number
THE FRATERNAL ORDER OF EAGLES FOUNDATION	20-2479590

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)

3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: _____

5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II)

8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

9 ☐ An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III)

10 ☐ An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**

11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.

a ☐ Type I b ☐ Type II c ☐ Type III - Functionally integrated d ☐ Type III - Other

e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)

f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☐

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

		Yes	No
11g(i)	(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?		
11g(ii)	(ii) A family member of a person described in (i) above?		
11g(iii)	(iii) A 35% controlled entity of a person described in (i) or (ii) above?		

h Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document? Yes	(iv) No	(v) Did you notify the organization in col. (i) of your support? Yes	(v) No	(vi) Is the organization in col. (i) organized in the U.S.? Yes	(vi) No	(vii) Amount of support
Total									

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	2054120.	3063595.	3858078.	4071270.	8422191.	21469254.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 **Total.** Add lines 1 through 3	2054120.	3063595.	3858078.	4071270.	8422191.	21469254.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 **Public support.** Subtract line 5 from line 4						21469254.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4	2054120.	3063595.	3858078.	4071270.	8422191.	21469254.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	176,859.	489,943.	414,000.	277,094.	187,323.	1545219.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 **Total support.** Add lines 7 through 10						23014473.

12 Gross receipts from related activities, etc (see instructions) 12

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ▶ [X]

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2008 Schedule A, Part II, line 14	15	%

16a **33 1/3% support test - 2009.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ [ ]

b **33 1/3% support test - 2008.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ [ ]

17a **10% -facts-and-circumstances test - 2009.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ [ ]

b **10% -facts-and-circumstances test - 2008.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ [ ]

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ [ ]

Part III Support Schedule for Organizations Described in Section 509(a)(2) (Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants ")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support** (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
13 **Total support** (Add lines 9, 10c, 11, and 12)						

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ▶ ☐

Section C. Computation of Public Support Percentage

15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2008 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for **2009** (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from **2008** Schedule A, Part III, line 17	18	%

19a **33 1/3% support tests - 2009.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

b **33 1/3% support tests - 2008.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶ ☐

Schedule D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2009

Open to Public Inspection

Name of the organization
THE FRATERNAL ORDER OF EAGLES FOUNDATION

Employer identification number
20-2479590

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ Yes ☐ No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).
- ☐ Preservation of land for public use (e g., recreation or pleasure)
- ☐ Protection of natural habitat
- ☐ Preservation of open space
- ☐ Preservation of an historically important land area
- ☐ Preservation of a certified historic structure

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

		Held at the End of the Tax Year
a Total number of conservation easements	2a	
b Total acreage restricted by conservation easements	2b	
c Number of conservation easements on a certified historic structure included in (a)	2c	
d Number of conservation easements included in (c) acquired after 8/17/06	2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ $ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1 ▶ $ _____

(ii) Assets included in Form 990, Part X ▶ $ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items:

a Revenues included in Form 990, Part VIII, line 1 ▶ $ _____

b Assets included in Form 990, Part X ▶ $ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets *(continued)*

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

a ☐ Public exhibition
b ☐ Scholarly research
c ☐ Preservation for future generations
d ☐ Loan or exchange programs
e ☐ Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV Escrow and Custodial Arrangements. Complete if organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV and complete the following table:

		Amount
c	Beginning balance	1c
d	Additions during the year	1d
e	Distributions during the year	1e
f	Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

		(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a	Beginning of year balance					
b	Contributions					
c	Net investment earnings, gains, and losses					
d	Grants or scholarships					
e	Other expenditures for facilities and programs					
f	Administrative expenses					
g	End of year balance					

2 Provide the estimated percentage of the year end balance held as

a Board designated or quasi-endowment ▶ _____ %
b Permanent endowment ▶ _____ %
c Term endowment ▶ _____ %

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

		Yes	No
(i)	unrelated organizations	3a(i)	
(ii)	related organizations	3a(ii)	
b	If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b	

4 Describe in Part XIV the intended uses of the organization's endowment funds.

Part VI Investments - Land, Buildings, and Equipment. See Form 990, Part X, line 10

	Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a	Land				
b	Buildings				
c	Leasehold improvements				
d	Equipment		75,550.	23,063.	52,487.
e	Other				
Total.	Add lines 1a through 1e *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ▶				52,487.

Part VII Investments - Other Securities. See Form 990, Part X, line 12

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
Financial derivatives		
Closely-held equity interests		
Other		
Total. (Col (b) must equal Form 990, Part X, col (B) line 12.) ▶		

Part VIII Investments - Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
Total. (Col (b) must equal Form 990, Part X, col (B) line 13.) ▶		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
Total. *(Column (b) must equal Form 990, Part X, col (B) line 15)* ▶	

Part X Other Liabilities. See Form 990, Part X, line 25.

1 (a) Description of liability	(b) Amount
Federal income taxes	
DUE TO RELATED PARTIES	6,184.
Total. *(Column (b) must equal Form 990, Part X, col (B) line 25)* ▶	6,184.

2. FIN 48 Footnote. In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48.

Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	8,572,410.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	8,951,855.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	-379,445.
4	Net unrealized gains (losses) on investments	4	905,993.
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	
9	Total adjustments (net) Add lines 4 through 8	9	905,993.
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	526,548.

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements			1	10,184,234.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains on investments	2a	905,993.		
b	Donated services and use of facilities	2b	705,831.		
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIV.)	2d			
e	Add lines **2a** through **2d**			2e	1,611,824.
3	Subtract line **2e** from line **1**			3	8,572,410.
4	Amounts included on Form 990, Part VIII, line 12, but not on line **1**:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIV.)	4b			
c	Add lines **4a** and **4b**			4c	0.
5	Total revenue Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 12)*			5	8,572,410.

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements			1	9,657,686.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a	705,831.		
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIV.)	2d			
e	Add lines **2a** through **2d**			2e	705,831.
3	Subtract line **2e** from line **1**			3	8,951,855.
4	Amounts included on Form 990, Part IX, line 25, but not on line **1**:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIV.)	4b			
c	Add lines **4a** and **4b**			4c	0.
5	Total expenses Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 18)*			5	8,951,855.

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

Schedule F (Form 990)

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 14b, 15, or 16.
▶ Attach to Form 990. ▶ See separate instructions.

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Open to Public Inspection

Name of the organization	Employer identification number
THE FRATERNAL ORDER OF EAGLES FOUNDATION	20-2479590

Part I General Information on Activities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 14b.

1 **For grantmakers.** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? [X] Yes [ ] No

2 **For grantmakers.** Describe in Part IV the organization's procedures for monitoring the use of grant funds outside the United States.

3 Activities per Region (Use Schedule F-1 (Form 990) if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees or agents in region	(d) Activities conducted in region (by type) (i.e., fundraising, program services, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for region
NORTH AMERICA	0	0	GRANTS	GRANTS FOR RESEARCH, EDUCATION, EQUIPMENT AND DISASTER RELIEF GOODS.	69,116.
Totals ▶	0	0			69,116.

Part II **Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than $5,000 Check this box if no one recipient received more than $5,000 ▶ X

Use Schedule F-1 (Form 990) if additional space is needed

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		NORTH AMERICA	SCOLIOSIS RESEARCH	60,000.	CHECK	0.		BOOK
		NORTH AMERICA	FIRE EQUIPMENT	4,000.	CHECK	0.		BOOK
		NORTH AMERICA	HEART RESEARCH	5,000.	CHECK	0.		BOOK
		NORTH AMERICA	DISASTER RELIEF SUPPLIES	116.	CHECK	0.		BOOK

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter ▶ 3

3 Enter total number of other organizations or entities ▶ 1

Part III **Grants and Other Assistance to Individuals Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 16

Use Schedule F-1 (Form 990) if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)

Part IV Supplemental Information

Complete this part to provide the information required in Part I, line 2, and any additional information.

SCHEDULE F, PART I, LINE 2: THE GRAND AERIE FRATERNAL ORDER OF EAGLES HAS APPROXIMATELY 15,000 MEMBERS IN CANADA WHO PAY DUES TO THE ORGANIZATION AND PARTICIPATE IN CHARITABLE ACTIVITIES. ANY GRANTS OR ASSISTANCE PROVIDED TO CANADIAN ORGANIZATIONS FOLLOW THE SAME RULES THAT ARE USED FOR U.S. GRANTS AND ASSISTANCE. THE RECIPIENT MUST BE A CHARITABLE ENTITY AS RECOGNIZED BY THE CANADIAN PROVINCE AND MUST UTILIZE THE FUNDS FOR THE PURPOSE STATED IN THE ARTICLES AND BYLAWS OF THE CHARITY FUND. GRANT REQUESTS MUST HAVE WRITTEN DOCUMENTATION DESCRIBING THE PROJECT AND STEWARDSHIP OF THE FUNDS. THE RECIPIENT IS REQUIRED TO COMMUNICATE IF THE FUNDS ARE NOT USED IN THE DESIGNATED MANNER. WE RESERVE THE RIGHT TO REQUIRE ACTUAL VERIFICATION AT ANY TIME. IN ADDITION, GRANTS ARE REQUESTED BY THE MEMBERSHIP FOR THE RESEARCH ACTIVITIES AND THE MEMBERS FOLLOW UP WITH THE RECIPIENTS AS WELL.

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

Grants and Other Assistance to Organizations, Governments, and Individuals in the United States

Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.

▶ **Attach to Form 990.**

OMB No 1545-0047

2009

Open to Public Inspection

Name of the organization
THE FRATERNAL ORDER OF EAGLES FOUNDATION

Employer identification number
20-2479590

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? [X] Yes [ ] No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than $5,000 Check this box if no one recipient received more than $5,000 Use Part IV and Schedule I-1 (Form 990) if additional space is needed ▶ [ ]

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ARKANSAS CHILDREN'S HOSPITAL 800 MARSHALL STREET, SLOT 661 LITTLE ROCK, AS 72202	71-0568795		28,559.	0.	FMV		CANCER CLINICAL RESEARCH
ALZHEIMER'S ASSOCIATION 101 SUMMIT AVE FT. WORTH, TX 76102	75-1524706		55,000.	0.	FMV		ALZ RESEARCH
ALZHEIMER'S ASSOCIATION 549 SEMINOLE RD., SUITE 102 MUSKEGON, MI 49444	38-2380738		95,000.	0.	FMV		ALZ RESEARCH
CHILDREN'S HOSPITAL 601 CHILDREN'S LANE NORFOLK, VA 23507	54-0506321		30,000.	0.	FMV		CHILD ABUSE TREATMENT AND INTERVENTION SUPPLIES AND EQUIPMENT
CITY OF GROVE CITY BROADWAY ST GROVE CITY, OH 43123	31-6400527		75,000.	0.	FMV		SHELTERHOUSE FOR ALL ACCESS PLAYGROUND AND PARK FOR CHILDREN
CLEVELAND FES INSTITUTE 11000 CEDAR AVE., SUITE 230 CLEVELAND, OH 44106	34-1854326		30,000.	0.	FMV		ELECTRICAL STIMULATION SYSTEMS

2 Enter total number of section 501(c)(3) and government organizations ▶ 795.

3 Enter total number of other organizations ▶ 1.

Part III **Grants and Other Assistance to Individuals in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 22. Use Part IV and Schedule I-1 (Form 990) if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance

Part IV **Supplemental Information.** Complete this part to provide the information required in Part I, line 2, and any other additional information

SCHEDULE I, PART I, LINE 2: THE GRAND AERIE FRATERNAL ORDER OF EAGLES HAS APPROXIMATELY 15,000 MEMBERS IN CANADA WHO PAY DUES TO THE ORGANIZATION AND PARTICIPATE IN CHARITABLE ACTIVITIES. ANY GRANTS OR ASSISTANCE PROVIDED TO CANADIAN ORGANIZATIONS FOLLOW THE SAME RULES THAT ARE USED FOR U.S. GRANTS AND ASSISTANCE. THE RECIPIENT MUST BE A CHARITABLE ENTITY AS RECOGNIZED BY THE CANADIAN PROVINCE AND MUST UTILIZE THE FUNDS FOR THE PURPOSE STATED IN THE ARTICLES AND BYLAWS OF THE CHARITY FUND. GRANT REQUESTS MUST HAVE WRITTEN DOCUMENTATION DESCRIBING THE PROJECT AND STEWARDSHIP OF THE FUNDS. THE RECIPIENT IS REQUIRED TO COMMUNICATE IF THE FUNDS ARE NOT USED IN THE

SCHEDULE I-1
(Form 990)
Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)
▶ **Attach to Form 990 to list additional information for Schedule I (Form 990), Part II or Part III.**

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Name of the organization
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Part I **Continuation of Grants and Other Assistance to Governments and Organizations in the United States** (Schedule I (Form 990), Part II)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
DAMON RUNYON CANCER RESEARCH 55 BROADWAY, SUITE 302 NEW YORK, NY 10006	13-1933825		30,000.	0.	FMV		CANCER RESEARCH IN LEUKEMIAS AND LYMPHOMAS
FRED HUTCHINSON CANCER RESEARCH CENTER - 1100 FAIRVIEW AVE N - SEATTLE, WA 98109	23-7156071		70,000.	0.	FMV		CANCER CLINICAL RESEARCH
HOME ON THE RANGE 16351 I-94 SENTINEL BUTTE, ND 58654	45-0230083		55,000.	0.	FMV		CHILD ADVERSITY TREATMENT AND INTERVENTION PROGRAM, EQUIP AND SUPPLIES
IOWA HEALTH FOUNDATION 1440 INGERSOLL AVE. DES MOINES, IA 50309	42-1467682		60,000.	0.	FMV		CHILD ABUSE TREATMENT AND INTERVENTION
ISSA TRUST FOUNDATION 2401 8TH ST. CT. SW ALTOONA, IA 50009	54-2173857		30,000.	0.	FMV		FUNDING FOR MEDICINE AND SUPPLIES
MISSOURI HEART INSTITUTE 1605 E. BROADWAY, SUITE 300 COLUMBIA, MO 65201	43-1249187		30,000.	0.	FMV		HEART EDUCATION-DIAGNOSIS, TREATMENT AND PREVENTION
NATIONAL JEWISH MEDICAL 100 N. LASALLE, SUITE 1612 CHICAGO, IL 60602	74-2044647		30,000.	0.	FMV		HEART RESEARCH, ANTIBODIES IN IMMUNE SYSTEM
NEBRASKA BOYS RANCH 2410 BOX BUTTE AVE. ALLIANCE, NE 69301	25-1371940		30,000.	0.	FMV		EQUIPMENT

SCHEDULE I-1
(Form 990)
Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)
▶ **Attach to Form 990 to list additional information for Schedule I (Form 990), Part II or Part III.**

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Part I **Continuation of Grants and Other Assistance to Governments and Organizations in the United States** (Schedule I (Form 990), Part II)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ORLANDO HEALTH FOUNDATION 3160 SOUTHGATE COMMERCE BLVD., STE ORLANDO, FL 32806	59-2244943		30,000.	0.	FMV		CANCER CLINICAL RESEARCH
PENN STATE UNIVERSITY 600 CENTERVIEW DRIVE HERSHEY, PA 17033	24-6000376		20,000.	0.	FMV		HEART DISEASE CLINICAL RESEARCH
SMC FOUNDATION 411 W. TIPTON STREET SEYMOUR, IN 47274	23-7085722		30,000.	0.	FMV		CANCER PROGRAMS AND SERVICES
SAINT JOSEPH MERCY HOSPITAL 6305 HURON RIVER DR ANN ARBOR, MI 48197	38-2113393		35,000.	0.	FMV		CANCER EQUIPMENT SUPPLIES
SOUTHERN ILLINOIS UNIVERSITY PO BOX 1002 EDWARDSVILLE, IL 62026	37-0986220		28,675.	0.	FMV		HEART DISEASE CLINICAL RESEARCH
ST. PETER'S HOSPITAL FOUNDATION 319 S. MANNING BLVD. ALBANY, NY 12208	22-2262982		30,000.	0.	FMV		RESEARCH OF RARE CANCERS
THE BLESSING FOUNDATION BROADWAY AT 11TH ST, PO BOX 7005 QUNICY, IL 62305	37-1128705		20,292.	0.	FMV		CANCER PROGRAMS ANS SERVICES
THE HEART CONNECTION 1221 CENTER ST., SUITE 12 DES MOINES, IA 50009	42-1313167		130,000.	0.	FMV		EQUIPMENT IN DISEASE RESEARCH FOR CHILDREN

SCHEDULE I-1
(Form 990)
Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)
▶ **Attach to Form 990 to list additional information for Schedule I (Form 990), Part II or Part III.**

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Part I **Continuation of Grants and Other Assistance to Governments and Organizations in the United States** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
THE JACKSON LABORATORY 600 MAIN STREET BAR HARBOR, ME 04609	01-0211513		30,000.	0.	FMV		RESEARCH ON HEART DEFECTS
THE RESEARCH FOUNDATION 2316 E. MEYER BLVD. KANSAS CITY, MO 64132	43-1349021		30,000.	0.	FMV		HEART DISEASE CLINICAL RESEARCH
THE UNIVERSITY OF IOWA FOUNDATION ONE WEST PARK ROAD, P.O. BOX 4550 IOWA CITY, IA 52244-4550	42-0796760		5,000,000.	0.	FMV		ESTABLISHMENT OF FOE DIABETES RESEARCH CENTER
TLC FOR CHILDREN AND FAMILIES 480 S. ROGERS ROAD OLATHE, KS 66062	48-0774593		116,013.	0.	FMV		SERVICES FOR CHILDREN, EDUCATION AND COUNSELING
WINTHROP ROCKEFELLER CANCER 4301 W. MARKHAM ST., SLOT 623F LITTLE ROCK, AR 72205	71-6056774		30,000.	0.	FMV		CANCER RESEARCH EQUIPMENT AND SUPPLIES

Part IV Supplemental Information

DESIGNATED MANNER. WE RESERVE THE RIGHT TO REQUIRE ACTUAL VERIFICATION AT ANY TIME. IN ADDITION, GRANTS ARE REQUESTED BY THE MEMBERSHIP FOR THE RESEARCH ACTIVITIES AND THE MEMBERS FOLLOW UP WITH THE RECIPIENTS AS WELL.

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on Form 990 or to provide any additional information.
▶ Attach to Form 990.

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Open to Public Inspection

Name of the organization

THE FRATERNAL ORDER OF EAGLES FOUNDATION

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FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

THE FRATERNAL ORDER OF EAGLES FOUNDATION'S WAS FORMED TO PURSUE, PROMOTE, AND ASSIST IN THE STUDY, CURE, CARE, AND PREVENTION OF DIABETES, CANCER, KIDNEY, HEART AND OTHER DISEASES THAT AFFLICT HUMANKIND AND TO ENGAGE IN RESEARCH, PUBLICITY AND OTHER FORMS OF EDUCATIONAL WORK TO CONTROL SUCH DISEASES, AND IN THE PURSUANCE OF OTHER SUCH PROJECTS PERTAINING, RELATED, OR CONDUCIVE TO THESE OBJECTIVES AND PURPOSES AND TO AID AND ASSIST HOSPITALS AND OTHER INSTITUTIONS FOR MENTALLY CHALLENGED, DISABLED, AND OTHERWISE DISADVANTAGED CHILDREN.

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

ALZHEIMER'S AND OTHER DISEASES IN ALL THEIR PHASES; TO ENGAGE IN RESEARCH, PUBLICITY AND OTHER FORMS OF EDUCATIONAL WORK TO CONTROL SUCH DISEASES, AND IN THE PURSUANCE OF OTHER SUCH PROJECTS PERTAINING TO, RELATED TO, OR CONDUCIVE TO THESE OBJECTIVES AND PURPOSES AND TO AID AND ASSIST HOSPITALS AND OTHER INSTITUTIONS FOR MENTALLY CHALLENGED, DISABLED, AND OTHERWISE DISADVANTAGED CHILDREN.

FORM 990, PART VI, SECTION A, LINE 6: THE FRATERNAL ORDER OF EAGLES FOUNDATION IS A RELATED ORGANIZATION OF THE GRAND AERIE FRATERNAL ORDER OF EAGLES. IT IS A BROTHER ORGANIZATION TO EAGLES MEMORIAL FOUNDATION AND EAGLE VILLAGE. ALL MEMBERS OF THE GRAND AERIE ARE MEMBERS OF THE THREE CHILD ORGANIZATIONS AND ARE GOVERNED IN HARMONY WITH EACH OTHER. ALL EMPLOYEES ARE PROVIDED BY THE GRAND AERIE FOR ALL CHILD ORGANIZATIONS AND ALL ADMINISTRATIVE POLICIES OF THE GRAND AERIE APPLY TO EACH CHILD

SCHEDULE O (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on Form 990 or to provide any additional information.
▶ Attach to Form 990.

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Name of the organization

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ORGANIZATION. ALL ADMINISTRATIVE PROCESSES ARE PERFORMED BY THE GRAND AERIE AND SERVICES ARE DONATED TO THE FOE FOUNDATION.

FORM 990, PART VI, SECTION A, LINE 7A: THE GRAND AERIE FRATERNAL ORDER OF EAGLES IS COMPRISED OF EAGLE MEMBERS WHO HAVE ATTAINED THE STATUS OF PAST WORTHY PRESIDENT OR TEN YEAR SECRETARY. THESE MEMBERS CONVENE ANNUALLY AT THE INTERNATIONAL CONVENTION FOR THE PURPOSE OF ELECTING OFFICERS OF THE GRAND AERIE. NOMINATIONS ARE PRESENTED ON THE FLOOR OF THE CONVENTION AND VOTING IS DONE BY BALLOT, WITH REPRESENTATIVES CARRYING AND SUBMITTING THE VOTES OF THE LOCAL CHAPTERS. OF THE OFFICERS ELECTED BY MAJORITY VOTE OF THE DELEGATES, FOUR TRUSTEES AND THE JUNIOR PAST GRAND WORTHY PRESIDENT COMPRISE THE VOTING BOARD MEMBERS AND ARE REFERRED TO AS THE BOARD OF GRAND TRUSTEES. THE GRAND WORTHY PRESIDENT, ELECTED BY THE MEMBERSHIP, APPOINTS THE VOTING BOARDS OF EAGLE VILLAGE AND EAGLES MEMORIAL FOUNDATION, RELATED ORGANIZATIONS WHICH ARE FOE 501(C)(3) CHARITIES. THE FRATERNAL ORDER OF EAGLES FOUNDATION, THE OTHER RELATED CHARITY, HAS A STATUTORILY DETERMINED BOARD MADE UP OF PAST GRAND WORTHY AND GRAND MADAM PRESIDENTS AND CURRENTLY SERVING OFFICERS OF THE FRATERNAL ORDER OF EAGLES GRAND AERIE. APPOINTMENTS OF THE GRAND AERIE MEMBERS TO THESE ANCILLARY BOARDS MUST BE APPROVED BY THE BOARD OF GRAND TRUSTEES.

FORM 990, PART VI, SECTION A, LINE 7B: ALL DECISIONS MADE BY THE BOARDS OF EAGLE VILLAGE, EAGLES MEMORIAL FOUNDATION AND THE FRATERNAL ORDER OF EAGLES FOUNDATION MUST BE RATIFIED BY THE BOARD OF GRAND TRUSTEES. AS THESE FOUR ORGANIZATIONS ARE INTERTWINED IN MISSION AND SCOPE, THE DECISIONS OF EACH AFFECT THE OPERATIONS OF ALL. THE BUDGET FOR EACH OF THE FRATERNAL ORDER

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on Form 990 or to provide any additional information.
▶ Attach to Form 990.

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OF EAGLES RELATED ORGANIZATIONS IS VOTED UPON AND APPROVED AT THE CONVENTION BY THE MEMBERSHIP.

FORM 990, PART VI, SECTION B, LINE 11: FORM 990 TAX RETURNS AND WORK PAPERS ARE PRELIMINARILY PREPARED BY THE CFO AND STAFF OF GRAND AERIE FOR ALL RELATED ENTITIES. DOCUMENTS ARE FORWARDED TO INDEPENDENT ACCOUNTING FIRM FOR REVIEW AND FINAL PREPARATION. THE FORM 990 IS THEN SENT TO THE CFO WHO REVIEWS RETURNS AND DOCUMENTS ANY KEY POINTS OR ELEMENTS WHICH ARE DIFFERENT FROM AUDITED FINANCIAL STATEMENTS. THE 990 RETURNS AND KEY POINT'S NARRATIVE ARE FORWARDED TO THE GRAND AERIE TRUSTEES FOR REVIEW AND APPROVAL AND TO ALL OTHER BOARDS FOR REVIEW. ONCE APPROVED BY GRAND AERIE TRUSTEES, CFO SIGNS, DATES AND FILES RETURNS WITH IRS.

FORM 990, PART VI, SECTION B, LINE 12C: THE GRAND AERIE FRATERNAL ORDER OF EAGLES IS RULED BY A CONSTITUTION AND STATUTES WHICH ARE THE GOVERNING LAWS OF THE ORDER. ALL OFFICERS, DIRECTORS, TRUSTEE OR KEY EMPLOYEES (ODTK) ARE MEMBERS AND REQUIRED TO ABIDE BY THE GOVERNING RULES. ONE OF THE GOVERNING RULES IN ARTICLE VIII SECTION 4 PROHIBITS ANY ODTK FROM PROFITING FROM THE ORDER. TO ENFORCE AND MONITOR THIS POLICY, THE FOLLOWING STEPS ARE TAKEN: 1) ALL ODTK ARE REQUIRED TO SIGN A CONFLICT OF INTEREST POLICY AT THE BEGINNING OF EACH FISCAL YEAR. 2) RFP'S ARE PROVIDED TO VENDORS FOR SERVICES OR GOODS NEEDED BY THE GRAND AERIE. WHERE APPLICABLE MORE THAN ONE BID IS OBTAINED FROM THESE VENDORS. THE VENDORS MAY NOT BE AFFILIATED WITH AN ODTK. 3) KEY EMPLOYEES REVIEW BIDS RECEIVED AND DETERMINE WHICH PROPOSAL BEST FITS THE NEEDS OF THE ORGANIZATION AND OBTAINS A CONTRACT OR AGREEMENT FROM THE VENDOR. 4) THE CFO REVIEWS THE CONTRACT OR AGREEMENT

SCHEDULE O (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on Form 990 or to provide any additional information.
▶ Attach to Form 990.

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AND MAKES A REASONABLE ATTEMPT TO VERIFY THERE IS NO AFFILIATION BETWEEN VENDOR AND ORGANIZATION. 5) CFO FORWARDS CONTRACT OR AGREEMENT TO LEGAL COUNSEL FOR REVIEW AND APPROVAL. 6) KEY EMPLOYEES SUBMIT CONTRACT OR AGREEMENT TO BOARD OF GRAND TRUSTEES FOR APPROVAL. 7) PRIOR TO TAX RETURN PREPARATION FOR FISCAL YEAR, ALL ODTK ARE PROVIDED A QUESTIONNAIRE TO COMPLETE WHICH ASKS SPECIFICALLY IF THERE ARE ANY BUSINESS RELATIONSHIPS WHICH THE ORGANIZATION SHOULD BE AWARE OF. THESE QUESTIONNAIRES ARE REQUIRED TO BE SIGNED AND KEPT ON FILE BY THE LEGAL DEPT. 8) PRIOR TO COMPLETING THE RETURN PREPARATION DOCUMENTS, CFO REVIEWS ALL RESPONSES TO VERIFY NO RELATIONSHIPS EXIST OR IF ANY ARE MADE KNOWN, THEY ARE REPORTED APPROPRIATELY ON THE 990 RETURN.

FORM 990, PART VI, SECTION B, LINE 15: THE GRAND AERIE PROVIDES EMPLOYEES TO ALL RELATED ORGANIZATIONS: EAGLE VILLAGE, EAGLES MEMORIAL FOUNDATION AND THE FRATERNAL ORDER OF EAGLES FOUNDATION. ANNUALLY, A SALARY ORDINANCE IS PREPARED FOR COMPENSATION OF ALL EMPLOYEES INCLUDING THE GRAND WORTHY PRESIDENT (CEO), THE CFO AND KEY EMPLOYEES. THE SALARY ORDINANCE IS REQUIRED BY STATUTE AND MUST BE APPROVED BY THE BOARD OF GRAND TRUSTEES. ALL POSITIONS WITHIN THE ORGANIZATION ARE GRADED BASED ON RESPONSIBILITIES. SALARY RANGES ARE SET FOR EACH GRADE. THE SALARY RANGES ARE ADJUSTED ANNUALLY BASED ON THE COST OF LIVING ADJUSTMENT PUBLISHED IN JANUARY. INITIAL SALARY RANGES AND JOB GRADES WERE DETERMINED AND SET WITH THE USE OF INDEPENDENT OUTSIDE COUNSEL AND ARE REVIEWED EVERY THREE YEARS. AN EXTERNAL HR SERVICES COMPANY IS UTILIZED TO GATHER CURRENT MARKET RATES FOR SALARIES FOR THE POSITION CLASSIFICATIONS OF THE ORGANIZATION. A REVIEW OF 990 RETURNS FOR OTHER NON-PROFIT ORGANIZATIONS IS ALSO RESEARCHED TO

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on Form 990 or to provide any additional information.
▶ Attach to Form 990.

OMB No 1545-0047

2009

Open to Public Inspection

Name of the organization

THE FRATERNAL ORDER OF EAGLES FOUNDATION

Employer identification number

20-2479590

DETERMINE THAT THE EXECUTIVE LEVEL SALARIES ARE IN LINE WITH OTHER SIMILAR ORGANIZATIONS BOTH LOCALLY AND NATIONALLY. THE ORGANIZATION HAS NO INCENTIVE COMP STRUCTURE. ALL COMPENSATION IS DIRECT WAGES AND SOMETIMES BONUS, BASED ON A VOTE OF THE BOARD OF GRAND TRUSTEES; THE NUMBERS ARE ENTERED INTO THE BUDGET WHICH THE MEMBERSHIP VOTES TO APPROVE ANNUALLY.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:

OH,AL,AK,AZ,AR,CA,CO,CT,FL,GA,IL,KS,KY,ME,MD,MA,MI,MN,MS,NH,NJ,NM,NY,NC,ND OK,OR,PA,RI,SC,TN,UT,VA,WA,WV,WI,LA,MO,OH

FORM 990, PART VI, SECTION C, LINE 19: THE ORGANIZATION DOES NOT EXPRESSLY MAKE AVAILABLE ANY DOCUMENTS TO THE GENERAL PUBLIC, BUT DOES PROVIDE THE GOVERNING DOCUMENTS AND FINANCIAL REPORTS TO MEMBERS UPON REQUEST AND VIA THE ANNUAL MEETING. ALL MEMBERS ARE ALSO ABLE TO VIEW THE FOE GOVERNING DOCUMENTS BY MEETING WITH THEIR LOCAL FOE CHAPTER SECRETARY.

FORM 990, PART XI, LINE 2C

THE PROCESS HAS NOT CHANGED FROM THE PRIOR YEAR.

SCHEDULE R (Form 990)
Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.

▶ Attach to Form 990. ▶ See separate instructions.

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Part I Identification of Disregarded Entities (Complete if the organization answered "Yes" to Form 990, Part IV, line 33)

(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity
GRAND AERIE FRATERNAL ORDER OF EAGLES - 39-0920675, 1623 GATEWAY CIRCLE SOUTH, GROVE CITY, OH 43123	PROVIDE MEMBERS THE MEANS TO HELP OTHERS	WASHINGTON	501(C)(8)		N/A
EAGLES MEMORIAL FOUNDATION - 39-6126176 1623 GATEWAY CIRCLE SOUTH GROVE CITY, OH 43123	TO HELP EASE THE BURDEN OF THE AGED AND YOUTH BY SUPPORTING PROGRAMS	FLORIDA	501(C)(3)	7	GRAND AERIE FRATERNAL ORDER OF EAGLES
EAGLE VILLAGE INC. - 59-0938114 1623 GATEWAY CIRCLE SOUTH GROVE CITY, OH 43123	PROVIDE LOW INCOME HOUSING TO RETIRED MEMBERS & SURVIVING SPOUSES OF FOE	FLORIDA	501(C)(3)	9	GRAND AERIE FRATERNAL ORDER OF EAGLES

Part III **Identification of Related Organizations Taxable as a Partnership** (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations? Yes	(h) No	(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner? Yes	(j) No

Part IV **Identification of Related Organizations Taxable as a Corporation or Trust** (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35, or 36)

		Yes	No
Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule			
1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?			
a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity	1a		X
b Gift, grant, or capital contribution to other organization(s)	1b		X
c Gift, grant, or capital contribution from other organization(s)	1c	X	
d Loans or loan guarantees to or for other organization(s)	1d		X
e Loans or loan guarantees by other organization(s)	1e		X
f Sale of assets to other organization(s)	1f		X
g Purchase of assets from other organization(s)	1g		X
h Exchange of assets	1h		X
i Lease of facilities, equipment, or other assets to other organization(s)	1i		X
j Lease of facilities, equipment, or other assets from other organization(s)	1j		X
k Performance of services or membership or fundraising solicitations for other organization(s)	1k		X
l Performance of services or membership or fundraising solicitations by other organization(s)	1l		X
m Sharing of facilities, equipment, mailing lists, or other assets	1m		X
n Sharing of paid employees	1n		X
o Reimbursement paid to other organization for expenses	1o	X	
p Reimbursement paid by other organization for expenses	1p		X
q Other transfer of cash or property to other organization(s)	1q		X
r Other transfer of cash or property from other organization(s)	1r		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

	(a) Name of other organization(s)	(b) Transaction type (a-r)	(c) Amount involved
(1)	GRAND AERIE FRATERNAL ORDER OF EAGLES	C	705,831.
(2)	GRAND AERIE FRATERNAL ORDER OF EAGLES	O	246,311.
(3)			
(4)			
(5)			
(6)			

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 37)

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue), that was not a related organization See instructions regarding exclusion for certain investment partnerships

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Are all partners section 501(c)(3) organizations? Yes	(d) No	(e) Share of end-of-year assets	(f) Disproportionate allocations? Yes	(f) No	(g) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(h) General or managing partner? Yes	(h) No

Form **8868**
(Rev. April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Type or print / File by the due date for filing your return See Instructions.	Name of Exempt Organization	Employer identification number
	GRAND AERIE, FRATERNAL ORDER OF EAGLES	39-0920675
	Number, street, and room or suite no. If a P.O. box, see instructions. 1623 GATEWAY CIRCLE SOUTH	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. GROVE CITY, OH 43123	

Check type of return to be filed (file a separate application for each return):

[X] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[ ] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

Filed via Certified Mail

KRISTY SPIRES

- The books are in the care of ▶ 1623 GATEWAY CIRCLE SOUTH - GROVE CITY, OH 43123
  Telephone No. ▶ (614)883-2176 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box . . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until JANUARY 15, 2011, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [ ] calendar year _____ or
▶ [X] tax year beginning JUN 1, 2009, and ending MAY 31, 2010.

2 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ N/A

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.