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 06-01-2009 and ending 05-31-2010

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
NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION

Doing Business As

Number and street (or P O box if mail is not delivered to street address) | Room/suite
2201 COOPERATIVE WAY

City or town, state or country, and ZIP + 4
HERNDON, VA 20171

D Employer identification number
52-0891669

E Telephone number
(703) 709-6700

G Gross receipts $ 1,427,576,473

F Name and address of principal officer
Steven L Lilly
2201 COOPERATIVE WAY
HERNDON,VA 20171

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) (4) ◀ (insert no) ☐ 4947(a)(1) or ☐ 527

J **Website:** ▶ WWW NRUCFC COOP

K Form of organization ☑ Corporation ☐ Trust ☐ Association ☐ Other ▶

L Year of formation 1969

M State of legal domicile VA

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities
TAX EXEMPT COOPERATIVE ORGANIZATION PROVIDING FINANCING TO RURAL ELECTRIC COOPERATIVES

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	23
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	23
5	Total number of employees (Part V, line 2a)	5	237
6	Total number of volunteers (estimate if necessary)	6	0
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

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)		0
	9	Program service revenue (Part VIII, line 2g)	1,662,983,282	1,417,317,555
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	5,700,739	5,240,574
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	4,827,949	4,789,858
	12	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	1,673,511,970	1,427,347,987
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1–3)	2,003,255	1,630,237
	14	Benefits paid to or for members (Part IX, column (A), line 4)		0
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	37,189,523	39,415,105
	16a	Professional fundraising fees (Part IX, column (A), line 11e)		0
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶0		
	17	Other expenses (Part IX, column (A), lines 11a–11d, 11f–24f)	1,544,483,607	1,273,737,792
	18	Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	1,583,676,385	1,314,783,134
	19	Revenue less expenses Subtract line 18 from line 12	89,835,585	112,564,853

			Beginning of Current Year	End of Year
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	20,920,886,545	19,887,235,419
	21	Total liabilities (Part X, line 26)	20,405,749,889	19,304,447,985
	22	Net assets or fund balances Subtract line 21 from line 20	515,136,656	582,787,434

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 2011-01-10

Steven L Lilly SVP and CFO
Type or print name and title

Paid Preparer's Use Only

Preparer's signature ▶ | Date 2011-01-10 | Check if self-employed ▶ ☐ | Preparer's identifying number (see instructions)

Firm's name (or yours if self-employed), address, and ZIP + 4 ▶ Deloitte Tax LLP
1750 TYSONS BOULEVARD
MCLEAN, VA 22102

EIN ▶

Phone no ▶ (703) 251-1000

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

Part III Statement of Program Service Accomplishments

1 Briefly describe the organization's mission

To bridge the financial needs of the rural electric network with the expectations of the global capital markets, one cooperative at a time National Rural Utilities Cooperative Finance Corporation ("CFC") is a member- owned cooperative association incorporated under the laws of the District of Columbia in April 1969 CFC's principal purpose is to provide its members with financing to supplement the loan programs of the Rural Utilities Service ("RUS") of the United States Department of Agriculture CFC makes loans primarily to its rural electric members so they can acquire, construct and operate electric distribution, generation, transmission and related facilities CFC also provides its members with credit enhancements in the form of letters of credit and guarantees of debt obligations

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 $ 1,244,089,238 including grants of $) (Revenue $ 1,339,178,049)

Interest Expense - CFC provides loans to its members, rural electric cooperatives and their related organizations CFC raises funds in the capital markets and pays a rate of return commensurate with current economic conditions for the use of those funds These borrowed funds permit CFC to meet the borrowing needs of its members so they can continue to provide electric and power service to the consumers and businesses in the rural territories serviced by those members/borrowers CFC operates in such manner to achieve the lowest cost of funding available to it and passes the costs and resulting savings along to its borrowers

4b (Code) (Expenses $ 1,630,237 including grants of $ 1,630,237) (Revenue $)

Grants - As a cooperative formed under the laws of the District of Columbia, CFC is required to allocate a percentage of its net earnings to an educational fund Cooperatives are required by this act to make grants in support of educating the public about cooperative principles The Education Fund grants made by CFC are mainly to statewide membership organizations that use these grants to educate customers and citizens about cooperative principles Additionally, CFC manages a voluntary fund established for the purpose of assisting cooperatives in defending their cooperative territories and protecting cooperative principles

4c (Code) (Expenses $ 572,807 including grants of $) (Revenue $)

Loss on Whole Loan Sale- CFC accounts for the sale of loans in securitization transactions by derecognizing financial assets when control has been surrendered Deferred transaction costs and unamortized deferred loan origination costs related to the loans sold are included in the calculation of the gain or loss on the sale Bank Fees Expense- Service fees charged by CFC's financial institution if the minimum balances required by the institutions are not maintain Also, these fees cover stop payments fee impose by the financial institution

4d Other program services (Describe in Schedule O)

(Expenses $ including grants of $) (Revenue $)

4e **Total program service expenses** ▶$ 1,246,292,282

Part IV Checklist of Required Schedules

		Line	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		No
2	Is the organization required to complete Schedule B, Schedule of Contributors?	2		No
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		No
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities? *If "Yes," complete Schedule C, Part II*	4		
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		No
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		No
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		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		No
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		No
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		No
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	Yes	
	• Did the organization report an amount for land, buildings, and equipment in Part X, line10? *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		No
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* — 12A: Yes			
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		No
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	Yes	
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 U S ? *If "Yes," complete Schedule F, Part II*	15		No
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 U S ? *If "Yes," complete Schedule F, Part III*	16		No
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		No
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		No
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		No
20	Did the organization operate one or more hospitals? *If "Yes," complete Schedule H*	20		No

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	Yes	
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		No
23	Did the organization answer "Yes" to Part VII, Section A, questions 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	Yes	
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 questions 24b–24d and complete Schedule K. If "No," go to line 25*	24a		No
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		No
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		No
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		No
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		No
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		No
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		No
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 owner? *If "Yes," complete Schedule L, Part IV*	28c	Yes	
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29		No
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		No
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		No
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	Yes	
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		No
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		No
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		
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		No
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	Yes	

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	91			
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	Yes	
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	237			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? **Note:** If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return (see instructions)			2b	Yes	
3a	Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?			3a		No
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		No
b	If "Yes," enter the name of the foreign country ▶ 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		No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b		No
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		No
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		No
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		No
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		No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			7f		No
g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?			7g		No
h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?			7h		No
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 lines 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 23		
b	Enter the number of voting members that are independent . .	1b 23		
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		No
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		No
4	Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?	4		No
5	Did the organization become aware during the year of a material diversion of the organization's assets?	5		No
6	Does the organization have members or stockholders?	6	Yes	
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	7a	Yes	
b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?	7b		No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following			
a	The governing body?	8a	Yes	
b	Each committee with authority to act on behalf of the governing body?	8b	Yes	
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		No

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		No
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	Yes	
11A	Describe in Schedule O the process, if any, used by the organization to review the Form 990			
12a	Does the organization have a written conflict of interest policy? *If "No," go to line 13*	12a	Yes	
b	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes	
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	Yes	
13	Does the organization have a written whistleblower policy?	13	Yes	
14	Does the organization have a written document retention and destruction policy?	14	Yes	
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	Yes	
b	Other officers or key employees of the organization	15b		No
	If "Yes" to line a or b, 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	Yes	
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	Yes	

Section C. Disclosure

17 List the States with which a copy of this Form 990 is required to be filed ▶VA , DC , AZ , GA

18 Section 6104 requires an organization to make its Form 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 See Additional Data Table

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

THE CONTROLLER
2201 COOPERATIVE WAY
HERNDON,VA 201713025
(703) 709-6700

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, and **current** key employees 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, or 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

☐ Check this box if the organization did not compensate any current or former officer, director, trustee or key employee

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply) Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	(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
See add'l data										

1b Total . . . . ▶	9,171,028	0	2,537,322

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 ▶118

			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*	**3**		No
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*	**4**	Yes	
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*	**5**	Yes	

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

(A) Name and business address	**(B)** Description of services	**(C)** Compensation
Hogan & LOVELLS LLP 555 Thirteenth Street NW Washington, DC 200041109	Legal	4,826,512
The Whiting Turner Contracting Company 14900 Conference Center Drive Ste Chantilly, VA 20151	New Building Contractors	3,077,697
Idea Integration PO BOX 1020220 Atlanta, GA 303680220	IS Contractors	2,766,519
Deloitte & Touche LLP PO Box 277694 Atlanta, GA 303847894	Auditors	1,264,338
Kishimoto Gordon Dalaya PC 1300 Wilson Blvd Ste 250 Rosslyn, VA 22209	Architectural Consulting	956,998

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 ▶24

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					
e	Government grants (contributions) 1e					
f	All other contributions, gifts, grants, and similar amounts not included above 1f					
g	Noncash contributions included in lines 1a-1f $					
h	**Total.** Add lines 1a-1f . . . . ▶					
Program Service Revenue		Business Code				
2a	Prog serv revenue-Rela	522,200	1,339,178,049	1,339,178,049		
b	OP INC-FEES - related	522,200	41,261,270	41,261,270		
c	RECOVERY FOR LOAN LOSS	552,200	30,317,711	30,317,711		
d	RECOVERY FOR GUARANTEE	552,200	5,281,000	5,281,000		
e	RESULTS FROM FORECLOSE	552,200	1,079,217	1,079,217		
f	All other program service revenue		200,308	200,308		
g	**Total.** Add lines 2a–2f . . . . ▶		1,417,317,555			
Other Revenue						
3	Investment income (including dividends, interest and other similar amounts) . . . . . ▶		5,244,757			5,244,757
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)		

				(A)	(B)	(C)	(D)
6d	Net rental income or (loss) . . . . ▶						
		(i) Securities	(ii) Other				
7a	Gross amount from sales of assets other than inventory		224,303				
b	Less cost or other basis and sales expenses		228,486				
c	Gain or (loss)		-4,183				
d	Net gain or (loss) . . . . ▶			-4,183			-4,183
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	Management Fees		522,200	4,789,858	4,789,858		
b							
c							
d	All other revenue						
e	**Total.** Add lines 11a–11d . . . . . . ▶			4,789,858			
12	**Total revenue.** See Instructions . . . ▶			1,427,347,987	1,422,107,413	0	5,240,574

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	1,630,237	1,630,237		
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				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	10,038,272		10,038,272	
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	19,540,121		19,540,121	
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	6,121,318		6,121,318	
9 Other employee benefits	1,972,658		1,972,658	
10 Payroll taxes	1,742,736		1,742,736	
11 Fees for services (non-employees)				
a Management				
b Legal	8,904,198		8,904,198	
c Accounting	1,491,820		1,491,820	
d Lobbying				
e Professional fundraising *See Part IV, line 17* . .				
f Investment management fees				
g Other	4,255,295		4,255,295	
12 Advertising and promotion	347,311		347,311	
13 Office expenses	955,996		955,996	
14 Information technology	1,658,133		1,658,133	
15 Royalties . .				
16 Occupancy	3,613,995		3,613,995	
17 Travel	1,964,029		1,964,029	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	1,778,641		1,778,641	
20 Interest	1,244,089,238	1,244,089,238		
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	1,983,608		1,983,608	
23 Insurance	475,336		475,336	
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 REAL ESTATE TAX	969,603		969,603	
b BANK FEES EXPENSE	442,237	442,237		
c REPAIRS & MAINTENANCE	266,085		266,085	
d FILING AND RECORDING FE	131,326		131,326	
e WHOLE LOAN SALE	130,570	130,570		
f All other expenses	280,371		280,371	
25 **Total functional expenses.** Add lines 1 through 24f	1,314,783,134	1,246,292,282	68,490,852	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			58,864,311	1	57,549,415
	2	Savings and temporary cash investments			450,435,606	2	469,495,112
	3	Pledges and grants receivable, net				3	
	4	Accounts receivable, net			179,626,710	4	158,711,042
	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			19,600,142,590	7	18,562,998,141
	8	Inventories for sale or use				8	
	9	Prepaid expenses and deferred charges			3,908,046	9	4,074,452
	10a	Land, buildings, and equipment cost or other basis *Complete Part VI of Schedule D*	10a	69,272,810			
	b	Less accumulated depreciation	10b	13,590,826	43,162,279	10c	55,681,984
	11	Investments—publicly traded securities				11	
	12	Investments—other securities See Part IV, line 11			47,000,000	12	58,607,370
	13	Investments—program-related See Part IV, line 11			48,721,160	13	42,251,874
	14	Intangible assets				14	
	15	Other assets See Part IV, line 11			489,025,843	15	477,866,029
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)			20,920,886,545	16	19,887,235,419
Liabilities	17	Accounts payable and accrued expenses			2,559,516,638	17	2,312,569,167
	18	Grants payable				18	
	19	Deferred revenue			18,628,506	19	15,625,092
	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			6,378,408,371	23	7,056,444,679
	24	Unsecured notes and loans payable to unrelated third parties			10,946,624,716	24	9,434,296,799
	25	Other liabilities Complete Part X of Schedule D			502,571,658	25	485,512,248
	26	**Total liabilities.** Add lines 17 through 25			20,405,749,889	26	19,304,447,985
Net Assets or Fund Balances		**Organizations that follow SFAS 117, check here ▶ ☐ and complete lines 27 through 29, and lines 33 and 34.**					
	27	Unrestricted net assets				27	
	28	Temporarily restricted net assets				28	
	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			990,400	30	991,400
	31	Paid-in or capital surplus, or land, building or equipment fund			0	31	0
	32	Retained earnings, endowment, accumulated income, or other funds			514,146,256	32	581,796,034
	33	Total net assets or fund balances			515,136,656	33	582,787,434
	34	Total liabilities and net assets/fund balances			20,920,886,545	34	19,887,235,419

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		No
b	Were the organization's financial statements audited by an independent accountant?	2b		No
c	If "Yes," to 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		
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 separated 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		No
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 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
NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION

Employer identification number
52-0891669

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 may 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)
- ☐ Preservation of an historically importantly land area
- ☐ Protection of natural habitat
- ☐ Preservation of a certified historic structure
- ☐ Preservation of open space

2 Complete lines 2a–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 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 taxable 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 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 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 the 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 Investment earnings or 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	14,215,885	21,559,556		35,775,441
b Buildings				
c Leasehold improvements				
d Equipment				
e Other		33,497,369	13,590,826	19,906,543
Total. Add lines 1a-1e *(Column (d) should equal Form 990, Part X, column (B), line 10(c).)* ▶				55,681,984

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. *(Column (b) should 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. *(Column (b) should 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) should 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	
DERIVATIVE LIABILITY -SFAS133	462,853,466
GUARANTEE LIABILITY	22,651,782
MEMB APP FEES-MEMBERSHIP APPL	7,000
Total. *(Column (b) should equal Form 990, Part X, col (B) line 25)* ▶	485,512,248

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 Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	
4	Net unrealized gains (losses) on investments	4	
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 - 8	9	
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	

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	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12				
a	Net unrealized gains on investments	2a			
b	Donated services and use of facilities	2b			
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIV)	2d			
e	Add lines **2a** through **2d**			2e	
3	Subtract line **2e** from line **1**			3	
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	
5	Total Revenue Add lines **3** and **4c.** (This should equal Form 990, Part I, line 12)			5	

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

1	Total expenses and losses per audited financial statements			1	
2	Amounts included on line 1 but not on Form 990, Part IX, line 25				
a	Donated services and use of facilities	2a			
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIV)	2d			
e	Add lines **2a** through **2d**			2e	
3	Subtract line **2e** from line **1**			3	
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	
5	Total expenses Add lines **3** and **4c.** (This should equal Form 990, Part I, line 18)			5	

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, 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

Identifier	Return Reference	Explanation

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.

OMB No 1545-0047

2009

Open to Public Inspection

Name of the organization
NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION

Employer identification number
52-0891669

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? . . . . ☐ **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 Activites 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
Europe			Program Services	Legal fees related to the European Medium Term Notes program (England)	96,135
Europe			Program Services	Listing Agent/Paying Agent/Transfer Agentfees related to the European Medium Term Notes program (Luxembourg)	11,880
Europe			Program Services	Luxembourg Stock Exchange Application/Listing/Program fees related to the European Medium Term Notes program (Luxembourg)	6,295
Europe			Program Services	Legal fees related to the European Medium Term Notes program (Luxembourg)	4,833
Central America and the Caribbean			Program Services	LOAN SERVICES	149,808
Central America and the Caribbean			Program Services	LOAN SERVICES	126,179
Totals . . . . . . ▶	0	0			395,130

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 . . . . ▶ ☐
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 of non-cash assistance	**(h)** Description of non-cash assistance	**(i)** Method of valuation (book, FMV, appraisal, other)

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 Enter total number of other organizations or entities . . . . ▶

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.

Identifier	ReturnReference	Explanation
Schedule F, Part IV	Other Information	CFC FOLLOWS GAAP ACCOUNTING

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," to 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
NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION

Employer identification number
52-0891669

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? . . . . ☑ 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 . . . . ▶ ☐

(a) Name and address of organization or government	(b) EIN	(c) IRC Code 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
See Additional Data Table							

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

3 Enter total number of other organizations . . . . ▶ 56

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 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.

Identifier	**Return Reference**	**Explanation**
Procedure for Monitoring Grants in the U S	Part I, Line 2	Schedule I, Part I, Line 2 Integrity Fund In order to be approved for a grant from the Integrity Fund, a rural electric system must establish that a significant portion of its service territory, or present or anticipated consumers, or its facilities face a threat of acquisition by a competing utility A rural electric system must submit copies of paid invoices supporting the requested amount for each disbursement from the grant In addition, a cover letter must accompany each request, saying that management has reviewed the disbursement request and stating that (1) true and correct copies of paid invoices supporting the amount of this request are being submitted, (2) such costs have been incurred and paid by the rural electric cooperative in connection with the purpose for which the Integrity Fund Grant was approved, and (3) the expenses are reimbursable under the Terms and Conditions of the Integrity Fund Education Fund Each statewide association submits an application form describing the program for which the grant will be used Earlier in the year, they submit a membership list of the association verified by the general manager CFC uses that list as well as its own membership to calculate how much each association is allotted during the Fiscal Year Our formula is based upon the number of states within an association, the total co-ops which are members of CFC and the association, and the number of co-ops that are 100% CFC borrowers The Senior Vice President of the Corporate Relations Group, CFC, approves the applications made by the associations The checks are disbursed publicly before the Association Board of Directors or at the association's annual meeting

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Schedule J (Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees
▶ Complete if the organization answered "Yes" to Form 990, Part IV, question 23.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2009

Open to Public Inspection

Name of the organization
NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION

Employer identification number
52-0891669

Part I Questions Regarding Compensation

			Yes	No
1a	Check the appropiate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items ☐ First-class or charter travel ☑ Travel for companions ☐ Tax idemnification and gross-up payments ☐ Discretionary spending account ☐ Housing allowance or residence for personal use ☐ Payments for business use of personal residence ☐ Health or social club dues or initiation fees ☐ Personal services (e g , maid, chauffeur, chef)			
b	If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement orprovision of all the expenses described above? If "No," complete Part III to explain	1b	Yes	
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?	2		No
3	Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director Check all that apply ☑ Compensation committee ☑ Independent compensation consultant ☑ Form 990 of other organizations ☑ Written employment contract ☑ Compensation survey or study ☑ Approval by the board or compensation committee			
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization			
a	Receive a severance payment or change-of-control payment?	4a		No
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b	Yes	
c	Participate in, or receive payment from, an equity-based compensation arrangement?	4c		No
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III			
	Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.			
5	For persons listed in form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of			
a	The organization?	5a		No
b	Any related organization?	5b		No
	If "Yes," to line 5a or 5b, describe in Part III			
6	For persons listed in form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of			
a	The organization?	6a		No
b	Any related organization?	6b		No
	If "Yes," to line 6a or 6b, describe in Part III			
7	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III	7	Yes	
8	Were any amounts reported in Form 990, Part VII, paid or accured pursuant to a contract that was subject to the initial contract exception described in Regs section 53 4958-4(a)(3)? If "Yes," describe in Part III	8		No
9	If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?	9		

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use Schedule J-1 if additional space needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions on row (ii) Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(i)-(iii) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
Sheldon Petersen	(i)	1,904,455	162,289	83,688	452,984	24,193	2,627,609	0
	(ii)	0	0	0	0	0	0	0
John List	(i)	964,036	91,084	51,289	400,299	22,503	1,529,211	0
	(ii)	0	0	0	0	0	0	0
Steven Lilly	(i)	811,042	91,084	15,471	251,259	22,534	1,191,390	0
	(ii)	0	0	0	0	0	0	0
Richard Larochelle	(i)	546,281	81,244	51,246	284,137	13,005	975,913	0
	(ii)	0	0	0	0	0	0	0
John Evans	(i)	484,874	91,084	51,933	189,521	21,074	838,486	0
	(ii)	0	0	0	0	0	0	0
John Borak	(i)	213,399	58,416	50,608	77,157	18,599	418,179	0
	(ii)	0	0	0	0	0	0	0
Lawrence Zawalick	(i)	332,393	66,408	46,108	150,925	9,689	605,523	0
	(ii)	0	0	0	0	0	0	0
Lynn Midgette	(i)	192,916	42,955	29,338	77,692	16,679	359,580	0
	(ii)	0	0	0	0	0	0	0
Krishna Murthy	(i)	178,009	42,475	44,117	118,296	18,164	401,061	0
	(ii)	0	0	0	0	0	0	0
John Suter	(i)	161,923	37,515	26,505	97,582	22,700	346,225	0
	(ii)	0	0	0	0	0	0	0
Roberta Aronson	(i)	217,352	47,233	25,745	76,146	24,640	391,116	0
	(ii)	0	0	0	0	0	0	0
Michael Carr	(i)	205,992	47,490	27,712	60,799	24,127	366,120	0
	(ii)	0	0	0	0	0	0	0
Joseph Siekierski	(i)	180,369	40,910	28,845	107,229	12,486	369,839	0
	(ii)	0	0	0	0	0	0	0
Allyn Amato	(i)	184,665	36,340	16,549	70,167	10,133	317,854	0
	(ii)	0	0	0	0	0	0	0
Robin Reed	(i)	178,802	38,395	19,944	63,542	8,402	309,085	0
	(ii)	0	0	0	0	0	0	0

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 4c, 5a, 5b, 6a, 6b, 7, and 8 Also complete this part for any additional information

Identifier	Return Reference	Explanation
	Part I, Line 1a	The perquisites provided to the CEO are limited to an annual automobile allowance as well as an annual spousal air travel allowance Additionally, the CEO receives an annual executive physical paid for by CFC
	Part I, Line 1b	To provide these perquisites in an efficient fashion, the Board authorizes an annual allowance rather than providing unlimited reimbursement or use of a company-owned vehicle The amount of each allowance is authorized annually by the Board and is determined based on the estimated cost for operation and maintenance of an automobile and the anticipated cost of air travel by the CEO's spouse These are taxable wages
	Part I, Line 4a	CFC also offers a Pension Restoration Plan which is a component of the Retirement Security Plan to officers of the company The Pension Restoration Plan, which is a 457(f) plan, restores the value of the Retirement Security Plan for each officer to the level it would be if the IRS limits on annual pay and annual annuity benefits were not in place Prior to December 31, 2004, there were two components of the Pension Restoration Plan - a deferred compensation component ("Deferred Compensation Pension Restoration Plan") and a severance pay component ("Pension Restoration Severance Plan") The Pension Restoration Severance Plan was frozen, effective December 31, 2004 The funds accrued by each named executive officer under the Pension Restoration Severance Plan prior to December 31, 2004 were frozen and did not increase in value since that date Effective as of May 21, 2009, the Board of Directors of CFC approved the termination of the Pension Restoration Severance Plan All benefits accrued under the Pension Restoration Severance Plan prior to the effective date of the termination were paid to each participant in a single lump sum in May 2009 The Deferred Compensation Pension Restoration Plan remains in place The benefit and payout formula under this restoration component of the Retirement Security Plan is similar to that under the qualified plan component However, each of the named executive officers has satisfied the provisions established to receive the benefit from this plan Since there is no longer a risk of forfeiture of the benefit under the Pension Restoration Plan, distributions will be made from the plan to each named executive officer annually For 2009 the following distributions, which include the lump sum payment from the frozen Pension restoration Severance Plan and the annual distribution from the Pension Restoration Plan, were made John Borak $ 3,088 John Evans $ 133,613 Richarh Larochelle $ 189,777 Steven Lilly $ 421,970 John List $ 377,668 Sheldon Petersen $ 1,215,165 Lawrence Zawalick $ 80,949
	Part I, Line 7	CFC's short-term cash incentive program is a one-year cash incentive that is tied to the annual performance of the organization as a whole We believe that by paying a short-term incentive tied to the achievement of annual operating goals, all employees, including named executive officers, will focus their efforts on the most important strategic objectives which help us to fulfill our mission to our members and our obligations to the financial markets The short-term incentive program provides annual cash incentive opportunities based upon the level of the position within our base pay structure, ranging from 15 percent - 25 percent of base pay Executive officers are eligible to receive short-term cash incentive compensation up to 25 percent of their base pay Key employees and highly compensated employees are eligible to receive short-term cash incentive compensation up to 20% of their base pay The long-term incentive program is a three-year plan that is tied to CFC's long-term strategic objectives The long-term incentive program was implemented to create dynamic tension between short-term objectives and long-term goals Executive officers, key employees and highly compensated employees are eligible to participate in the plan and receive performance units that are calculated at 20% - 25% of base pay The value of the performance units will range from $0 to $150 per performance unit according to the level of CFC's secured debt ratings by the rating agencies Part VII, Line 5 Prior to the May 19, 2009 amendment to the Amended and Restated Supplemental Benefit Agreement, Rural Telephone Finance Cooperative ("RTF"), an unrelated organization, contributed a sum of $30,000 annually to a non-qualified deferred compensation account for Mr Petersen on January 1 of each year that Mr Petersen provided executive services to RTFC Interest was credited to the account on December 31 of each such year at a rate equal to CFC's 20-year medium-term note rate on that date The amount of this contribution and annual interest (total $76,358) is included in the deferred compensation amount disclosed for Mr Petersen on Schedule J, Column C

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Schedule L
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Transactions with Interested Persons

▶ Complete if the organization answered "Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V lines 38a or 40b.
▶ Attach to Form 990 or Form 990-EZ. ▶See separate instructions.

OMB No 1545-0047
2009
Open to Public Inspection

Name of the organization
NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION

Employer identification number
52-0891669

Part I Excess Benefit Transactions (section 501(c)(3) and section 501 (c)(4) organizations only).

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b

1	(a) Name of disqualified person	(b) Description of transaction	(c) Corrected? Yes	No

2 Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958 . . . ▶ $

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization . . . ▶ $

Part II Loans to and/or From Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 26, or Form 990-EZ, Part V, line 38a

(a) Name of interested person and purpose	(b) Loan to or from the organization? To	From	(c) Original principal amount	(d) Balance due	(e) In default? Yes	No	(f) Approved by board or committee? Yes	No	(g) Written agreement? Yes	No
Total . . . ▶ $										

Part III Grants or Assistance Benefitting Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of grant or type of assistance

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues? Yes	No
NATIONAL RURAL TELECOMMUNICATIONS COOPERATIVE	MEMBER/BORROWER w/ Common Board Member	429,379	INTEREST EARNED ON INVESTMENTS/CERTIFICATES		No
NATIONAL RURAL TELECOMMUNICATIONS COOPERATIVE	MEMBER/BORROWER w/ Common Board Member	64,500	COMMITMENT FEES		No
NATIONAL COOPERATIVE SERVICES CORPORATION INC	MEMBER/BORROWER w/ Common Board Member	8,545,457	INTEREST EARNED ON INVESTMENTS/ CERTIFICATES		No
NATIONAL COOPERATIVE SERVICES CORPORATION INC	MEMBER/BORROWER w/ Common Board Member	315,295	GUARANTEE FEES		No
nATIONAL COOPERATIVE SERVICES CORPORATION INC	mEMBER/BORROWER w/ Common Board Member	2,008,858	MANAGEMENT FEES		No

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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
NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION

Employer identification number
52-0891669

Identifier	Return Reference	Explanation
Form 990, Part VI, Section A, line 6		National Rural Utilities Cooperative Finance Corporation is a non-stock, membership organization As of May 31, 2010, there were 1,027 members Membership included Class A There were 832 Class A members - Cooperative or nonprofit corporations, public corporations, utility districts, and other public bodies, which have received or are eligible to receive a loan or commitment for a loan from the Rural Utilities Service or any successor agency, and which are engaged or planning to engage in the furnishing of utility services to their members and patrons for their use as ultimate consumers Class B There were 68 Class B members - Cooperative or nonprofit corporations which are federations of Class A members or of other Class B members, or both, or which are owned and controlled by Class A members or by other Class B members, or both, and which are engaged or planning to engage in the furnishing of utility services primarily to Class A members or other Class B members Class C There were 66 Class C members - Statewide and regional associations which are wholly-owned or controlled by Class A members or Class B members, or both, or which are wholly-owned subsidiaries of a CFC member, and which do not furnish utility services but which supply other forms of service to their members Class D There was 1 Class D Member Class D members are national associations of cooperatives comprised of Class A, Class B and Class C members In order to be eligible for membership to CFC, a national association must have, at the time of admission to CFC, member cooperatives domiciled in at least 80% of the states of the United States In addition to members, associates (numbering 60) are not-for-profit entities organized on a cooperative basis which are owned, controlled or operated by Class A, B or C members and which provide non-electric services primarily for the benefit of consumers Associates are not entitled to vote at any meeting of the members and are not eligible to be represented on our board of directors
Form 990, Part VI, Section A, line 7a		The directors that comprise CFC's Board of Directors are divided into three classes, two consisting of seven directors each and the third of eight directors Directors in each class serve for terms of three years and the expiration of each class of directors' terms occur in different years Upon expiration of the term of a director, members from that director's region elect a director to represent them on CFC's Board Elections for those directors whose terms are expiring are held annually A director may not be elected to serve more than two consecutive terms on the CFC Board
Form 990, Part VI, Section B, line 11		The board of directors of National Rural Utilities Cooperative Finance Corporation (CFC) reviewed the 2009 Form 990 for fiscal year ended May 31, 2010 at a regularly scheduled Board meeting prior to filing the Form 990 with the Internal Revenue Service A draft of the Form 990 was prepared by CFC staff, reviewed by internal counsel and senior management, reviewed by external tax advisors, Deloitte Tax LLP and presented to the Board for review A detailed presentation about the Form 990 was made by CFC staff to the Board at a regularly scheduled Board meeting
Form 990, Part VI, Section B, line 12c		Conflicts of Interests are addressed by CFC through its Related Person Transactions and Related Credits Policy (the "Policy") CFC established the Policy in May 2007, as amended from time to time, to facilitate disclosure with respect to transactions in which its executive officers, directors and key employees have a substantial interest A Related Person Transaction is defined as any transaction in which (i) CFC was, is, or proposes to be a participant,(ii) the amount involved exceeds $120,000 and (iii) a Related Person has or will have a direct or indirect material interest in question The Policy applies to all executive officers, directors and key employees of CFC ("Covered Employees") and requires similar disclosure to that required by Item 404 of Regulation S-K of the Securities Act of 1933, as amended The Policy is consistently monitored and enforced at each regularly scheduled meeting of CFC's Board Pursuant to the Policy, each Covered Employee that is aware of a potential conflict of interest between themselves and CFC is required to complete a Related Person Disclosure Notice at each Board meeting describing such conflict Outside of regularly scheduled Board meetings, Covered Employees are required to complete Related Person Disclosure Notices whenever they become aware of a potential conflict of interest The Related Person Disclosure Notice requires a description of the parties involved in the transaction, the approximate dollar amount of the transaction, as well as an update with respect to the timing and status of the transaction Upon receipt of a Related Person Disclosure Notice, CFC's General Counsel is responsible for the review, approval and ratification of any Related Person Transaction Those Related Person Transactions involving a substantial interest of CFC's General Counsel are required to be referred to the Board for review, approval and ratification In reviewing and approving Related Person Transactions, the General Counsel, and when applicable, the Board, must take into account the business purpose of the transaction, whether the transaction is entered into on an arms-length basis on terms fair to CFC and whether such transaction would violate CFC's Code of Ethics Director compensation arrangements, Executive Officer compensation arrangements and Key Employee compensation arrangements are each excluded from the definition of Related Person Transactions, as well as transactions in which the Related Person's interest arises only from the person's position as a director of another entity that is a party to the transactions Finally, Related Credits are also excluded from the definition of a Related Person Transaction A Related Credit is defined as the extension of credit to or for the benefit of Covered Employees (defined as Related Persons under the Policy) or Related Entities that are made on substantially the same terms and follow the underwriting procedures that are no less stringent than those prevailing at the time for comparable transactions generally offered by CFC The Policy prohibits CFC from extending credit in the form of a personal loan to a Related Person Related Entities include CFC's member cooperatives as well as any cooperative, partnership, corporation, limited liability company or trust for which a Related Person serves as an officer, director, employee or in any other fiduciary capacity or which is controlled by a Related Person The Board has delegated to the CEO, with authority to redelegate to such officer of CFC as the CEO deems appropriate, the authority to approve all Related Credits in an amount equal to or less than $250,000, any emergency lines of credit and all line of credit loans that are used solely as support for CFC's corporate credit card program Related Credits in excess of $250,000 must be approved by the Board All Related Persons are required to abstain from participating, directly or indirectly, in the credit approval process involving a Related Credit Additionally, all Related Person are required to leave the Board meeting while the Related Credit is being considered and discussed and Related Persons are not provided with any written materials pertaining to such Related Credit

Identifier	Return Reference	Explanation
Form 990, Part VI, Section B, line 15a		CFC's Executive Compensation Committee (the "Committee"), which is comprised of CFC Executive Committee Board members, determines and approves the compensation of CFC's Governor and Chief Executive Officer (the "CEO") The Committee annually reviews and approves appropriate corporate goals and objectives related to the CEO's compensation and evaluates performance in light of those goals and objectives The CEO's compensation is comprised of base pay, short and long term incentive compensation and perquisites In fiscal year 2010, an independent compensation consultant was engaged by the Compensation Committee to provide compensation data for the CEO position using peer organizations identified by the independent consultant through interviews with each member of the Compensation Committee The independent consultant included in the compensation comparison group companies that were similar to CFC in asset size, industry and business description The group included financial institutions that are private market, commercial and/or mission-driven lenders, offering full service financing, investment and related services The peer companies included three Farm Credit banks and 10 regional banks or financial services companies These companies were chosen because their businesses are similar to CFC's and the Compensation Committee believes that they employ executives that have skills and expertise consistent with what CFC would seek if the Company had to replace the CEO The comparison group companies had assets ranging from 50 percent to 200 percent of CFC's December 2008 total assets, and included seven companies with greater total assets than ours The comparison group consisted of New York Community Bancorp, Inc , Student Loan Corp , Astoria Financial Corp, Nelnet, Inc , Hudson City Bancorp, Inc , People's United Financial Corp , Washington Federal Inc , TFS Financial Corp , Webster Financial Corp , and Flagstar Bancorp, as well as three Farm Credit banks The independent Consultant led the Compensation Committee through an assessment of CEO compensation data at the comparison group companies using both a one-year and a three-year compensation analysis The independent consultant's data included both actual compensation and target compensation based on information obtained from each comparator group company's most recent annual report or proxy statement The elements of compensation reviewed include current base salary, actual bonus paid for fiscal year 2008*, three-year average actual long-term incentive paid-includes restricted stock awards (valued at face value on the date of grant), stock option awards (valued at grant date utilizing the Black-Scholes option pricing model), other long-term incentive target awards (valued at target value on date of award), and cash long-term incentive payouts (valued at actual payout on date of award if target value is not disclosed), and sign-on awards, special awards and mega-grants annualized over the term of employment contract or the vesting schedule * For targeted compensation the target bonus for 2009 was used The Compensation Committee reviewed total compensation data for the comparator group for informational purposes and used this data solely to determine the competitiveness of the CEO's base pay Given the challenging business environment during 2009 and 2010, at the CEO's request and in spite of his strong performance and consistent with the organization's approach to executive compensation during the last year, the Compensation Committee did not award a performance increase for the CEO for 2010 The Compensation Committee did approve, in recognition of the termination of the RTFC Supplemental Benefits Agreement which provided the CEO $30,000 of deferred compensation, annually, a $30,000 increase in the CEO's base salary CFC's short-term cash incentive program is a one-year cash incentive that is tied to the annual performance of the organization as a whole Corporate performance is measured using a balanced scorecard approved by the Board of Directors prior to the start of the fiscal year The balanced scorecard is a performance management tool that articulates the corporate strategy into specific, quantifiable, measurable goals The scorecard is divided into four quadrants, reflecting crucial areas of business performance Specific goals are established within those quadrants to focus all employees on the target results and measures that must be achieved if we are to succeed at realizing our strategic plan The intent is to align organizational, departmental and individual initiatives to achieve a common set of goals Every employee participates in the short-term incentive program, and the corporate strategic goals are the same for all employees, including the named executive officers The Board of Directors establishes corporate goals and measures that they believe are achievable only if each individual performs well in his or her role and CFC meets its internal business plan goals The short-term incentive program provides annual cash incentive opportunities based upon the level of the position within CFC's base pay structure, ranging from 15 percent - 25 percent of base pay The CEO is eligible for an annual incentive opportunity at 25% of his base pay The long-term incentive program is a three-year plan that is tied to CFC's long-term strategic objectives The measure for all active long-term incentive plans is the achievement of bond rating targets for CFC's senior secured debt by rating agencies Standard & Poor's Corporation and Moody's Investors Service Eligible participants in the plan cycle will receive performance units that are calculated at 15% - 25% of base pay, divided by the target objective, currently $100 The CEO's performance units are calculated at 25% of his base pay divided by the target objective The Committee also considers perquisites for the CEO in connection with its annual review of the CEO's total compensation package described above The perquisites provided to CFC's CEO are limited to an annual automobile allowance as well as an annual spousal air travel allowance To provide these perquisites in an efficient fashion, the Board authorizes an annual allowance rather than providing unlimited reimbursement or use of a company-owned vehicle The amount of each allowance is authorized annually by the Board and is determined based on the estimated cost for operation and maintenance of an automobile and the anticipated cost of air travel by the CEO's spouse Additionally, CFC's CEO receives an annual executive physical paid for by CFC The Committee delegates the authority to review and approve all employee compensation to the CEO, who exercises his judgment to set the annual base pay for the other named executive officers and key employees, as well as each employee based on general market data, overall performance and leadership accomplishments In determining the base compensation paid to CFC's executive officers and key employees, the CEO reviewed national, credible compensation surveys for financial services organizations of similar asset size to obtain a general understanding of current compensation practices and to ensure that the base pay component of compensation for the other named executive officers and key employees is competitive, meaning generally within the 50th percentile of comparative pay for similar positions The CEO did not review or consider the underlying organizations comprising the survey information, but instead considered only the aggregate compensation data Because of the challenging business environment, particularly for financial services organizations, the CEO did not provide performance increases to the executive officers for fiscal year 2010 In 2010, because each of the key employees were performing well in their individual roles, they received increases of 5% - 6 5% Each executive officer and key employee is eligible to participate in CFCs short term and long term incentives plans as described above with respect to CFC's CEO CFC does not provide significant perquisites or personal benefits to its executive officers or key employee

Form 990, Part VI, Section C, line 19 CFC's bylaws, as amended, and annual and periodic financial statements are available to the public through the Securities and Exchange Commission's (SEC) website CFC's articles of incorporation and bylaws, as amended, are also available on CFC's website at www nrucfc coop CFC's conflict of interest policy, titled the Related Person Transactions and Related Credits Policy, is also available on CFC's website at www nrucfc coop CFC's bylaws are filed as Exhibit 3 2 to the Form 10-Q for the quarter ended February 28, 2005, filed on April 14, 2005 CFC's annual and periodic financial statements are periodically filed with the SEC on Form 10-K and Form 10-Q CFC's articles of incorporation are filed as Exhibit 3 1 to Registration Statement No 2-46018, filed on October 12, 1972, however, this filing is currently not publicly available Form 990, Part XI, Line 2c Organization's financial statements audited by independent accountant While there is no audit performed of the CFC financial statements, the CFC financial statements are consolidated with the statements of National Cooperative Services Corporation and Rural Telephone Finance Cooperative The consolidated financial statements are audited CFC's Audit Committee is solely responsible for the nomination, approval, compensation, evaluation and discharge of the independent public accountants The independent registered public accountants report directly to the Audit Committee and the Audit Committee is responsible for the resolution of disagreements between management and the independent registered public accountants Consistent with Securities and Exchange Commission requirements, the Audit Committee has adopted a policy to pre-approve all audit and permissible non-audit services provided by the independent registered public accountants The policy provides that pre-approval is not required for certain permissible non-audit services of a de minimis amount The Committee meets with our independent registered public accounting firm, internal auditors, Chief Executive Officer and financial management executives to review the scope and results of audits and recommendations made by those persons with respect to internal and external accounting controls and specific accounting and financial reporting issues and to assess corporate risk The Board has adopted a written charter for the Audit Committee which may be found on our website, www nrucfc coop The process has not changed from the prior period Form 990, Part VI, Question 16b Policy or procedure regarding joint venture arrangements Part VI , Section B , Question 16 As a lender, CFC, from time to time, may have to foreclose on a borrower As part of such actions, the Company may receive interests in joint ventures with taxable entities CFC takes such interests only in the interest of maximizing its recovery on the loan receivable CFC does not enter into joint ventures with taxable entities as part of its core lending business To date, the Company's investment in these joint ventures has been nominal CFC has developed a written policy that requires the Company to evaluate its participation in joint venture arrangements and take steps to safeguard the Company's 501(c)(4) tax exempt status

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.

OMB No 1545-0047

2009

Open to Public Inspection

Name of the organization
NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION

Employer identification number
52-0891669

Part I **Identification of Disregarded Entities** (Complete if the organization answered "Yes" on 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

See Additional Data Table

Part II **Identification of Related Tax-Exempt Organizations** (Complete if the organization answered "Yes" on 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

Part III **Identification of Related Organizations Taxable as a Partnership** (Complete if the organization answered "Yes" on 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) Disproprtionate allocations?		(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?	
							Yes	No		Yes	No

Part IV **Identification of Related Organizations Taxable as a Corporation or Trust** (Complete if the organization answered "Yes" on 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" on Form 990, Part IV, line 34, 35, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III or IV

		Yes	No
1 During the tax year, did the orgranization 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 **(iv)** rent from a controlled entity	**1a**		
b Gift, grant, or capital contribution to other organization(s)	**1b**		
c Gift, grant, or capital contribution from other organization(s)	**1c**		
d Loans or loan guarantees to or for other organization(s)	**1d**		
e Loans or loan guarantees by other organization(s)	**1e**		
f Sale of assets to other organization(s)	**1f**		
g Purchase of assets from other organization(s)	**1g**		
h Exchange of assets	**1h**		
i Lease of facilities, equipment, or other assets to other organization(s)	**1i**		
j Lease of facilities, equipment, or other assets from other organization(s)	**1j**		
k Performance of services or membership or fundraising solicitations for other organization(s)	**1k**		
l Performance of services or membership or fundraising solicitations by other organization(s)	**1l**		
m Sharing of facilities, equipment, mailing lists, or other assets	**1m**		
n Sharing of paid employees	**1n**		
o Reimbursement paid to other organization for expenses	**1o**		
p Reimbursement paid by other organization for expenses	**1p**		
q Other transfer of cash or property to other organization(s)	**1q**		
r Other transfer of cash or property from other organization(s)	**1r**		

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	**(b)** Transaction type(a-r)	**(c)** Amount involved
(1)			
(2)			
(3)			
(4)			
(5)			
(6)			

Part VI **Unrelated Organizations Taxable as a Partnership** (Complete if the organization answered "Yes" on 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) Disproprtionate 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

Additional Data

Return to Form

Software ID:
Software Version:
EIN: 52-0891669
Name: NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION

Form 990, Schedule R, Part I - Identification of Disregarded Entities

(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
CFC ADVANTAGE LLC C/O NRUCFC 2201 COOPERATIVE WAY HERNDON, VA 20171 20-5755206	BUY AND SELL LOANS	VA	0	46,377	N/A
DENTON REALTY PARTNERS LP C/O NRUCFC 2201 COOPERATIVE WAY HERNDON, VA 20171 06-2967876	HOLDING COMPANY	DE	1,183,951	68,723,641	DENTON REALTY HOLDINGS LLC AND DENTON REALTY INVESTORS LLC
DENTON REALTY HOLDINGS LLC C/O NRUCFC 2201 COOPERATIVE WAY HERNDON, VA 20171 06-1673239	HOLDING COMPANY	DE			N/A
DENTON REALTY INVESTORS LLC C/O NRUCFC 2201 COOPERATIVE WAY HERNDON, VA 20171	HOLDING COMPANY	DE			N/A
CARIBBEAN ASSET HOLDINGS LLC C/O NRUCFC 2201 COOPERATIVE WAY HERNDON, VA 20171 26-4752447	HOLDING COMPANY	DE			N/A
DTR HOLDINGS LLC C/O CAH 2201 COOPERATIVE WAY HERNDON, VA 20171 66-0728522	HOLDING COMPANY	VQ			CARIBBEAN ASSET HOLDINGS LLC
VI POWERNET LLC C/O DTR HOLDINGS LLC 2201 COOPERATI HERNDON, VA 20171 66-0728523	HOLDING COMPANY	VQ			DTR HOLDINGS LLC
BVI ASSET HOLDINGS LLC C/O CAH 2201 COOPERATIVE WAY HERNDON, VA 20171 26-4752636	HOLDING COMPANY	DE			CARIBBEAN ASSET HOLDINGS LLC
STM ASSET HOLDINGS LLC C/O CAH 2201 COOPERATIVE WAY HERNDON, VA 20171 26-4752724	HOLDING COMPANY	DE			CARIBBEAN ASSET HOLDINGS LLC
DRP COUNTRY LAKES LLC C/O NRUCFC 2201 COOPERATIVE WAY HERNDON, VA 20171 27-2847626	OWN OPERATE MANAGE AND SELL IMRPOVE REAL PROPERTY	TX			N/A

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Form 990, Part VII - Compensation of Officers, Directors,Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(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			
Frederick C Anderson Director	6 60	X						41,650	0	0
Roger Arthur Director	1 00	X						16,300	0	0
Charles Ayers Director	6 00	X						16,000	0	0
Roger A Ball Director	1 00	X						16,150	0	0
Ray Beavers Director	1 00	X						0	0	0
FRED BROG Director	8 60	X						32,000	0	0
Raphael Brumbeloe Director	8 30	X						37,650	0	0
Delbert Marvin Cranford Director	8 30	X						37,350	0	0
Walter K Crook Director	1 00	X						12,000	0	0
JOEL CUNNINGHAM Director	13 30	X						32,900	0	0
James Doerstler Director	9 30	X						37,800	0	0
Joseph Ewing Jr Director	4 70	X						37,650	0	0
MICHAEL J GUIDRY Director	5 60	X						18,000	0	0
CHRISTOPHER L HAMON Director	11 90	X						32,300	0	0
SCOTT W HANDY Director	3 20	X						32,600	0	0
Jim C Herron Director	5 70	X						32,300	0	0
Martin A Hillert Jr Director	14 30	X						41,350	0	0
William A Kopacz Director	8 20	X						37,650	0	0
Lyle Korver Director	1 00	X						0	0	0
Reuben B McBride Vice President and Direc	10 10	X						37,650	0	0
Burns Mercer Director	5 20	X						37,350	0	0
GLENN MILLER Director	8 60	X						32,600	0	0
RANDY D RENTH Director	16 30	X						32,450	0	0
Dwight Rossow Director	11 10	X						40,900	0	0
Ronald P Salyer Director	1 30	X						12,000	0	0

Form 990, Part VII - Compensation of Officers, Directors,Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(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			
Darryl Schriver President and Director	6 50	X						37,500	0	0
R WAYNE STRATTON Director	12 90	X						38,000	0	0
J David Wasson Jr Sec'y Treas and Director	6 80	X						37,500	0	0
Charles Wayne Whitaker Director	2 50	X						24,150	0	0
Francis Wolski Director	9 80	X						28,750	0	0
Sheldon Petersen Governor and CEO	65 00			X				2,150,432	0	459,663
John List SVP & Corporate Counsel	60 00			X				1,106,409	0	410,190
Steven Lilly SVP & Chief Financial Of	60 00			X				917,597	0	232,142
Richard Larochelle SVP, Corporate Relations	60 00			X				678,771	0	289,480
John Evans SVP, Operations	55 00			X				627,891	0	194,929
John Borak SVP, Credit Risk Mgmt	60 00			X				322,423	0	97,974
Lawrence Zawalick SVP, RTFC	55 00			X				444,909	0	153,703
Lynn Midgette VP, Portfolio Management	55 00				X			265,209	0	76,606
Krishna Murthy VP, Portfolio Management	45 00				X			264,601	0	139,348
John Suter VP, Capital Market Fundi	40 00				X			225,943	0	109,552
Roberta Aronson VP & Deputy Genl Counsel	50 00					X		290,330	0	87,270
Michael Carr VP & Chief Information O	55 00					X		281,194	0	67,336
Joseph Siekierski VP, Corporate Services	50 00					X		250,124	0	66,110
Allyn Amato Assistant General Counse	47 00					X		237,554	0	83,571
Robin Reed VP, Portfolio Management	60 00					X		237,141	0	69,448

Form 990, Part VIII - Statement of Revenue - 2a - 2g Program Service Revenue -

	Business Code	(A) Total Revenue	(B) Related or Exempt Function Revenue	(C) Unrelated Business Revenue	(D) Revenue Excluded from Tax under IRC 512, 513, or 514
Prog serv revenue-Rela	522,200	1,339,178,049	1,339,178,049		
OP INC-FEES - related	522,200	41,261,270	41,261,270		
RECOVERY FOR LOAN LOSS	552,200	30,317,711	30,317,711		
RECOVERY FOR GUARANTEE	552,200	5,281,000	5,281,000		
RESULTS FROM FORECLOSE	552,200	1,079,217	1,079,217		

Form 990, Part IX - Statement of Functional Expenses - 24a - 24e Other Expenses

Do not include amounts reported on line 6b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
REAL ESTATE TAX	969,603		969,603	
BANK FEES EXPENSE	442,237	442,237		
REPAIRS & MAINTENANCE	266,085		266,085	
FILING AND RECORDING FE	131,326		131,326	
WHOLE LOAN SALE	130,570	130,570		

Additional Data

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Software ID:
Software Version:
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Name: NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	**(b)** EIN	**(c)** IRC Code 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
Alabama Rural Electric Association of Cooperatives PO Box 244014 Montgomery, AL 361244014	63-0264081	501 (c)	14,800				Director training conference
Alabama Rural Electric Association of Cooperatives PO Box 244014 Montgomery, AL 361244014	63-0264081	501 (c)	14,800				Director training conference
Alaska Power Association 703 West Tudor Road West Tudor Road, AK 99503	92-0069880	501 (c)	11,600				Cooperative youth leadership conference and Washington Youth Tour
Alaska Power Association 703 West Tudor Road West Tudor Road, AK 99503	92-0069880	501 (c)	11,600				Cooperative youth leadership conference and Washington Youth Tour
Arkansas Electric Cooperatives IncPO Box 194208 Little Rock, AR 722194208	71-0219756	501 (c)	11,600				Employee training and orientation
Association of Missouri Electric CooperativesPO Box 1645 Jefferson City, MO 65102	43-0631824	501 (c)	24,800				Cooperative youth leadership conference and Washington Youth Tour
Colorado Rural Electric Association5400 North Washington Street Denver, CO 80216	84-0411220	501 (c)	14,000				Director and employee training
Electric Power Associations of MississippiPO Box 3300 Ridgeland, MS 391583300	64-0200697	501 (c)	14,400				Cooperative Youth Leadership Workshop
Florida Electric Cooperatives Association Inc2916 Apalachee Parkway Tallahassee, FL 32301	59-0633990	501 (c)	11,200				Leadership conference for directors & managerial staff
Georgia Electric Membership CorporationPO Box 1707 Tucker, GA 300851707	58-0530279	501 (c)	22,400				Education booth at Sunbelt Agricultural Exposition

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code 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
Golden State Power Cooperative14619 Hamlin Street Van Nuys,CA 91411	68-0441905	501 (c)	5,200				Assistance to start-up co-ops with seminars and speakers
Grand Canyon State Electric Cooperative Association120 North 44th Street Phoenix,AZ 85034	86-6056759	501 (c)	11,200				Cooperative youth leadership conference and Washington Youth Tour
Idaho Consumer-Owned Utilities AssnPO Box 1898 Boise,ID 837011891	82-0502739	501 (c)	9,600				Youth cooperative education rally
Idaho Consumer-Owned Utilities AssnPO Box 1898 Boise,ID 837011891	82-0502739	501 (c)	9,600				Youth cooperative education rally
Indiana Statewide Association of Rural Electric Cooperatives IncPO Box 24517 Indianapolis,IN 46224	35-1499808	501 (c)	25,200				Safety educations program for school children and community
Indiana Statewide Association of Rural Electric Cooperatives IncPO Box 24517 Indianapolis,IN 46224	35-1499808	501 (c)	25,200				Training programs for employees and co-op board members
Iowa Assn of Electric Cooperatives8525 Douglas Avenue Urbandale,IA 503222992	42-0662488	501 (c)	24,800				Monthly magazine to membership
Kansas Electric Cooperatives IncPO Box 4267 Topeka,KS 666044267	48-0541902	501 (c)	16,400				Informational publication for distribution to co-op members and public
Kentucky Association of Electric Cooperatives IncPO Box 32170 Louisville,KY 40232	61-0420165	501 (c)	13,600				Training on climate change impact to Kentucky cooperatives
Michigan Electric Cooperative Association 2859 W Jolly Road Okemos,MI 488641182	38-2214287	501 (c)	9,600				Youth Tour to Washington and Michigan Electric Teen Days summer camp

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code 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
Minnesota Rural Electric Association11640 - 73rd Avenue North Maple Grove, MN 55369	41-0417193	501 (c)	24,400				Training and education for new cooperative board members
Montana Electric Cooperatives' AssociationPO Box 1306 Great Falls, MT 59403	81-0229220	501 (c)	14,400				Rural Electric Youth Tour program
National Rural Electric Cooperative Association 4301 Wilson Boulevard Arlington, VA 222031860	53-0116145	501 (c)	33,872				for operation and capital expenditures associated with cooperative com Web site
National Rural Electric Cooperative Association 4301 Wilson Boulevard Arlington, VA 222031860	53-0116145	501 (c)	35,105				for operation and capital expenditures associated with cooperative com Web site
National Rural Electric Cooperative Association 4301 Wilson Boulevard Arlington, VA 222031860	53-0116145	501 (c)	45,747				for operation and capital expenditures associated with cooperative com Web site
National Rural Electric Cooperative Association 4301 Wilson Boulevard Arlington, VA 222031860	53-0116145	501 (c)	30,153				for operation and capital expenditures associated with cooperative com Web site
National Rural Electric Cooperative Association 4301 Wilson Boulevard Arlington, VA 222031860	53-0116145	501 (c)	33,134				for operation and capital expenditures associated with cooperative com Web site
National Rural Electric Cooperative Association 4301 Wilson Boulevard Arlington, VA 222031860	53-0116145	501 (c)	34,346				for operation and capital expenditures associated with cooperative com Web site
National Rural Electric Cooperative Association 4301 Wilson Boulevard Arlington, VA 222031860	53-0116145	501 (c)	61,742				for operation and capital expenditures associated with cooperative com Web site
National Rural Electric Cooperative Association 4301 Wilson Boulevard Arlington, VA 222031860	53-0116145	501 (c)	38,156				for operation and capital expenditures associated with cooperative com Web site

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code 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
National Rural Electric Cooperative Association 4301 Wilson Boulevard Arlington, VA 222031860	53-0116145	501 (c)	70,046				for operation and capital expenditures associated with cooperative com Web site
National Rural Electric Cooperative Association 4301 Wilson Boulevard Arlington, VA 222031860	53-0116145	501 (c)	33,316				for operation and capital expenditures associated with cooperative com Web site
Nebraska Rural Electric AssociationPO Box 82048 Lincoln, NE 68501	47-0394033	501 (c)	16,400				Youth Energy Camp
Nevada Rural Electric AssociationPO Box 365 Wells, NV 89835	88-0237046	501 (c)	7,600				training on "How to Influence Nevada's Legislative or Regulatory Bodies"
New Mexico Rural Electric Cooperative Association Inc 614 Don Gaspar Avenue Santa Fe, NM 87501	85-0155370	501 (c)	10,400				Training to organize co-op members for grassroots action
New York State Rural Electric Cooperative Association Inc9 Wilson Avenue Hartwick, NY 14810	16-1264464	501 (c)	5,600				Rural Electric Youth Tour to Washington
NORTH CAROLINA ASSOCIATION OF ELECTRIC COOPERATIVES INCPO Box 27306 Raleigh, NC 27611	56-1189186	501 (c)	15,600				Bright Ideas program -- classroom support for teachers
North Dakota Association of Rural Electric CooperativesP O Box 727 Mandan, ND 585540727	45-0231058	501 (c)	11,600				New director and new employee orientation
Northeast Association of Electric Cooperatives Inc9 Wilson Avenue Bath, NY 148101633	22-2153529	501 (c)	14,400				Education/training for directors & employees
Ohio Rural Electric CooperativesPO Box 26036 Columbus, OH 432260036	51-0174617	501 (c)	19,600				booklet publication, director & employee training, scholarships

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code 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
Oklahoma Association of Electric Cooperatives IncorporatedPO Box 54309 Oklahoma City, OK 731541309	73-0556236	501 (c)	17,200				Regional Energy Efficiency Workshops
Oregon Rural Electric Cooperative Association 1750 Liberty St SE Salem, OR 97302	93-0593238	501 (c)	14,400				Urban legislators' tour of co-ops
Pennsylvania Rural Electric AssociationPO Box 1266 Harrisburg, PA 171081266	23-6291530	501 (c)	17,200				Cooperative communication workshop
South Dakota Rural Electric Association IncPO Box 1138 Pierre, SD 57501	46-0231254	501 (c)	15,600				Co-op Youth Conference
Tennessee Electric Cooperative AssociationPO Box 100912 Nashville, TN 37224	62-0461379	501 (c)	13,200				Youth Leadership Conference
Texas Electric Cooperatives Inc1122 Colorado St Ste 2400 Austin, TX 787012167	74-1007829	501 (c)	39,600				Communications workshop
The Association of Illinois Electric CooperativesPO Box 3787 Springfield, IL 627083787	37-0159736	501 (c)	21,200				Training programs for employees and co-op board members
The Association of Illinois Electric CooperativesPO Box 3787 Springfield, IL 627083787	37-0159736	501 (c)	21,200				Training programs for employees and co-op board members
The Association of Louisiana Electric Cooperatives Inc 10725 Airline Highway Baton Rouge, LA 708164299	72-0400467	501 (c)	8,400				Rural Electric Youth Tour to Washington
The Electric Cooperatives of South Carolina Inc808 Knox Abbott Drive Cayce, SC 29033	57-0308664	501 (c)	13,100				Training workshops for cooperative board members and staff

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	**(b)** EIN	**(c)** IRC Code 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
Utah Rural Electric Association10714 South Jordan Gateway South Jordan, UT 84095	87-0402010	501 (c)	8,000				Youth Leadership Conference
Virginia Maryland & Delaware Association of Electric CooperativesPO Box 2340 Glen Allen, VA 230582340	54-0553861	501 (c)	18,400				Supervisory Leadership Certification Program
Washington Rural Electric Cooperative AssociationPO Box 7219 Olympia, WA 985077219	91-1236389	501 (c)	10,800				Annual meeting program
Wisconsin Electric Cooperative Association131 West Wilson Street Madison, WI 537033269	39-1163563	501 (c)	14,400				Youth Leadership Conference
Wyoming Rural Electric Association2312 Carey Avenue Cheyenne, WY 820013627	83-0207211	501 (c)	10,000				Lineman training scholarships, Publication of Energy Share, Washington Youth Tour
Aiken Electric Cooperative IncP O Box 417 Aiken, SC 298020417	57-0113065	501 (c)	10,169				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
Arizona Electric Power CooperativePO Box 670 Benson, AZ 85602	86-0176697	501 (c)	7,413				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
Cherryland Electric CooperativeP O Box 298 Grawn, MI 49637	38-0416525	501 (c)	13,821				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
East Central EnergyP O Box 39 Braham, MN 550060039	41-0480748	501 (c)	9,511				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
Gibson Electric Membership CorpP O Box 47 Trenton, TN 38382	62-0212280	501 (c)	32,981				Integrity Fund Grant to support member's right to provide service in a dispute with another entity

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	**(b)** EIN	**(c)** IRC Code 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
Graham County EC IncP O Drawer B Pima, AZ 855430290	86-0079733	501 (c)	6,849				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
Graham County EC IncP O Drawer B Pima, AZ 855430290	86-0079733	501 (c)	5,190				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
Graham County EC IncP O Drawer B Pima, AZ 855430290	86-0079733	501 (c)	7,086				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
Iowa Assn of Electric Cooperatives8525 Douglas Avenue Urbandale, IA 503222992	42-0662488	501 (c)	24,800				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
Iowa Assn of Electric Cooperatives8525 Douglas Avenue Urbandale, IA 503222992	42-0662488	501 (c)	26,851				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
Kosciusko Rural Electric Mem Corp370 S 250 E Warsaw, IN 46582	35-0449575	501 (c)	11,807				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
Laurens Electric Coop IncP O Box 700 Laurens, SC 29360	57-0196563	501 (c)	7,676				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
Michigan Electric Cooperative Association 2859 W Jolly Road Okemos, MI 488641182	38-2214287	501 (c)	12,275				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
Rock Energy CooperativePO Box 1758 Janesville, WI 53547	39-0574424	501 (c)	108,896				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
Sumter Electric Membership CorpP O Box 1048 Americus, GA 317091048	58-0452284	501 (c)	150,000				Integrity Fund Grant to support member's right to provide service in a dispute with another entity

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(a) Name and address of organization or government	(b) EIN	(c) IRC Code 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 Association of Louisiana Electric Cooperatives Inc 10725 Airline Highway Baton Rouge, LA 708164299	72-0400467	501 (c)	9,509				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
The Association of Louisiana Electric Cooperatives Inc 10725 Airline Highway Baton Rouge, LA 708164299	72-0400467	501 (c)	15,060				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
The Association of Louisiana Electric Cooperatives Inc 10725 Airline Highway Baton Rouge, LA 708164299	72-0400467	501 (c)	18,356				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
The Association of Louisiana Electric Cooperatives Inc 10725 Airline Highway Baton Rouge, LA 708164299	72-0400467	501 (c)	16,675				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
The Association of Louisiana Electric Cooperatives Inc 10725 Airline Highway Baton Rouge, LA 708164299	72-0400467	501 (c)	12,399				Integrity Fund Grant to support member's right to provide service in a dispute with another entity
West Kentucky RECCP O Box 589 Mayfield, KY 42066	61-0378848	501 (c)	11,474				Integrity Fund Grant to support member's right to provide service in a dispute with another entity