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**Part III Statement of Program Service Accomplishments**Check if Schedule O contains a response or note to any line in this Part III ☒**1** Briefly describe the organization's mission

TO IMPROVE THE QUALITY OF LIFE FOR OUR MEMBERS

**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 organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

<b>4a</b>	(Code ) (Expenses \$	including grants of \$	(Revenue \$ )
	See Additional Data		

<b>4b</b>	(Code ) (Expenses \$	including grants of \$	(Revenue \$ )
	See Additional Data		

















<b>4c</b>	(Code ) (Expenses \$	including grants of \$	(Revenue \$ )
	See Additional Data		

(Code ) (Expenses \$	including grants of \$	(Revenue \$ )
FRATERNAL CHARACTER (763,968 MEMBERS)		

<b>4d</b>	Other program services (Describe in Schedule O )	(Expenses \$	including grants of \$	(Revenue \$ )
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**4e Total program service expenses ▶**

**Part IV Checklist of Required Schedules**

	Yes	No
<b>1</b> Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i> . . . . .	<b>1</b>	No
<b>2</b> Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> (see instructions)? . . . . .	<b>2</b>	No
<b>3</b> Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i> . . . . .	<b>3</b>	No
<b>4 Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i> . . . . .	<b>4</b>	
<b>5</b> Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i> . . . . .	<b>5</b>	No
<b>6</b> Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>  . . . . .	<b>6</b>	No
<b>7</b> Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>  . . . . .	<b>7</b>	No
<b>8</b> Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>  . . . . .	<b>8</b>	No
<b>9</b> Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>  . . . . .	<b>9</b>	No
<b>10</b> Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>  . . . . .	<b>10</b>	No
<b>11</b> If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
<b>a</b> Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>  . . . . .	<b>11a</b> Yes	
<b>b</b> 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? <i>If "Yes," complete Schedule D, Part VII</i>  . . . . .	<b>11b</b>	No
<b>c</b> 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? <i>If "Yes," complete Schedule D, Part VIII</i>  . . . . .	<b>11c</b> Yes	
<b>d</b> 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? <i>If "Yes," complete Schedule D, Part IX</i>  . . . . .	<b>11d</b> Yes	
<b>e</b> Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>  . . . . .	<b>11e</b> Yes	
<b>f</b> 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 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>  . . . . .	<b>11f</b>	No
<b>12a</b> Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>  . . . . .	<b>12a</b> Yes	
<b>b</b> Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>  . . . . .	<b>12b</b>	No
<b>13</b> Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i> . . . . .	<b>13</b>	No
<b>14a</b> Did the organization maintain an office, employees, or agents outside of the United States? . . . . .	<b>14a</b>	No
<b>b</b> Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i> . . . . . 	<b>14b</b> Yes	
<b>15</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i> . . . . . 	<b>15</b>	No
<b>16</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i> . . . . . 	<b>16</b>	No
<b>17</b> 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? <i>If "Yes," complete Schedule G, Part I</i> (see instructions) . . . . .	<b>17</b>	No
<b>18</b> Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i> . . . . .	<b>18</b>	No
<b>19</b> Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i> . . . . .	<b>19</b>	No

**Part IV Checklist of Required Schedules** (continued)

	Yes	No
<b>20a</b> Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H . . . . .</i>		No
<b>b</b> If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		
<b>21</b> Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II . . . . .</i>	Yes	
<b>22</b> Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III . . . . .</i>	Yes	
<b>23</b> Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J . . . . .</i>	Yes	
<b>24a</b> 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? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a . . . . .</i>		No
<b>b</b> Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? . . . . .		
<b>c</b> Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? . . . . .		
<b>d</b> Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? . . . . .		
<b>25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I . . . . .</i>		
<b>b</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? <i>If "Yes," complete Schedule L, Part I . . . . .</i>		
<b>26</b> Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II . . . . .</i>		No
<b>27</b> Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III . . . . .</i>		No
<b>28</b> 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)		
<b>a</b> A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV . . . . .</i>		No
<b>b</b> A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV . . . . .</i>		No
<b>c</b> An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV . . . . .</i>	Yes	
<b>29</b> Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M . . . . .</i>		No
<b>30</b> Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M . . . . .</i>		No
<b>31</b> Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I . . . . .</i>		No
<b>32</b> Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II . . . . .</i>		No
<b>33</b> Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I . . . . .</i>		No
<b>34</b> Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1 . . . . .</i>	Yes	
<b>35a</b> Did the organization have a controlled entity within the meaning of section 512(b)(13)?	Yes	
<b>b</b> If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2 . . . . .</i>	Yes	
<b>36 Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2 . . . . .</i>		
<b>37</b> 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? <i>If "Yes," complete Schedule R, Part VI . . . . .</i>		No
<b>38</b> Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? <b>Note.</b> All Form 990 filers are required to complete Schedule O . . . . .	Yes	

**Part V Statements Regarding Other IRS Filings and Tax Compliance**Check if Schedule O contains a response or note to any line in this Part V ☐

		Yes	No
<b>1a</b>	Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable . . . . .	1a	68,860
<b>b</b>	Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable . . . . .	1b	0
<b>c</b>	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners? . . . . .	1c	Yes
<b>2a</b>	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	2,413
<b>b</b>	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? <b>Note.</b> If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	2b	Yes
<b>3a</b>	Did the organization have unrelated business gross income of \$1,000 or more during the year? . . . . .	3a	Yes
<b>b</b>	If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation in Schedule O . . . . .	3b	Yes
<b>4a</b>	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>b</b>	If "Yes," enter the name of the foreign country <input type="text"/> See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR)		
<b>5a</b>	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year? . . . . .	5a	No
<b>b</b>	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction? . . . . .	5b	No
<b>c</b>	If "Yes," to line 5a or 5b, did the organization file Form 8886-T? . . . . .	5c	
<b>6a</b>	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 as charitable contributions? . . . . .	6a	No
<b>b</b>	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? . . . . .	6b	
<b>7</b>	<b>Organizations that may receive deductible contributions under section 170(c).</b>		
<b>a</b>	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	
<b>b</b>	If "Yes," did the organization notify the donor of the value of the goods or services provided? . . . . .	7b	
<b>c</b>	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282? . . . . .	7c	
<b>d</b>	If "Yes," indicate the number of Forms 8282 filed during the year . . . . .	7d	
<b>e</b>	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e	
<b>f</b>	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .	7f	
<b>g</b>	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required? . . . . .	7g	
<b>h</b>	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C? . . . . .	7h	
<b>8</b>	<b>Sponsoring organizations maintaining donor advised funds.</b> Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year? . . . . .	8	
<b>9a</b>	Did the sponsoring organization make any taxable distributions under section 4966? . . . . .	9a	
<b>b</b>	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person? . . . . .	9b	
<b>10</b>	<b>Section 501(c)(7) organizations.</b> Enter		
<b>a</b>	Initiation fees and capital contributions included on Part VIII, line 12 . . . . .	10a	
<b>b</b>	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities . . . . .	10b	
<b>11</b>	<b>Section 501(c)(12) organizations.</b> Enter		
<b>a</b>	Gross income from members or shareholders . . . . .	11a	
<b>b</b>	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them ) . . . . .	11b	
<b>12a</b>	<b>Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041?	12a	
<b>b</b>	If "Yes," enter the amount of tax-exempt interest received or accrued during the year . . . . .	12b	
<b>13</b>	<b>Section 501(c)(29) qualified nonprofit health insurance issuers.</b>		
<b>a</b>	Is the organization licensed to issue qualified health plans in more than one state? <b>Note.</b> See the instructions for additional information the organization must report on Schedule O	13a	
<b>b</b>	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans . . . . .	13b	
<b>c</b>	Enter the amount of reserves on hand . . . . .	13c	
<b>14a</b>	Did the organization receive any payments for indoor tanning services during the tax year? . . . . .	14a	No
<b>b</b>	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O . . . . .	14b	

**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.

Check if Schedule O contains a response or note to any line in this Part VI ☒

**Section A. Governing Body and Management**

		Yes	No
<b>1a</b>	Enter the number of voting members of the governing body at the end of the tax year		
	If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O		
<b>1b</b>	Enter the number of voting members included in line 1a, above, who are independent		
<b>2</b>	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?		No
<b>3</b>	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?		No
<b>4</b>	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		No
<b>5</b>	Did the organization become aware during the year of a significant diversion of the organization's assets?		No
<b>6</b>	Did the organization have members or stockholders?	Yes	
<b>7a</b>	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		No
<b>7b</b>	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		No
<b>8</b>	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
<b>8a</b>	The governing body?	Yes	
<b>8b</b>	Each committee with authority to act on behalf of the governing body?	Yes	
<b>9</b>	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.		No

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

		Yes	No
<b>10a</b>	Did the organization have local chapters, branches, or affiliates?	Yes	
<b>10b</b>	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	Yes	
<b>11a</b>	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	Yes	
<b>11b</b>	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
<b>12a</b>	Did the organization have a written conflict of interest policy? If "No," go to line 13.	Yes	
<b>12b</b>	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	Yes	
<b>12c</b>	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done.	Yes	
<b>13</b>	Did the organization have a written whistleblower policy?	Yes	
<b>14</b>	Did the organization have a written document retention and destruction policy?	Yes	
<b>15</b>	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?		
<b>15a</b>	The organization's CEO, Executive Director, or top management official	Yes	
<b>15b</b>	Other officers or key employees of the organization	Yes	
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)		
<b>16a</b>	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		No
<b>16b</b>	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

**Section C. Disclosure**

**17** List the States with which a copy of this Form 990 is required to be filed: \_\_\_\_\_

**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 made these available. Check all that apply.

☐ Own website ☐ Another's website ☒ Upon request ☐ Other (explain in Schedule O)

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

**20** State the name, address, and telephone number of the person who possesses the organization's books and records.  
 JERALD J LYPHOUT 1701 FIRST AVENUE ROCK ISLAND, IL 61201 (309) 786-6481

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**Check if Schedule O contains a response or note to any line in this Part VII ☐**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.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.

- List all of the organization's **current** key employees, if any. 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 neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(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			
(1) DARCY ANN CALLAS ..... GENERAL COUNSEL	40 00 .....	X		X				674,778	0	840,646
(2) DAVID B EMRICK ..... DIRECTOR	5 00 .....	X						88,881	0	0
(3) ALBERT T HURST JR ..... REGIONAL DIRECTOR	40 00 .....	X						544,769	4,737	-34,199
(4) WILLIAM KELTNER ..... REGIONAL DIRECTOR	40 00 .....	X						803,687	9,959	198,871
(5) JERALD J LYPHOUT ..... NATIONAL SECRETARY	40 00 .....	X		X				474,325	0	638,432
(6) WILLIAM KENNY MASSEY ..... PRESIDENT	40 00 .....	X		X				1,603,693	0	1,265,222
(7) GARY L MEDD ..... DIRECTOR	5 00 .....	X						82,727	0	0
(8) LORI NEWBERG ..... DIRECTOR	5 00 .....	X						71,075	0	0
(9) ROBERT C POLLEX ..... DIRECTOR	5 00 .....	X						81,148	0	0
(10) MICHAEL SCOTT ANDREWS ..... CHIEF ACTUARY	40 00 .....			X				348,419	0	468,663
(11) DANIEL G DEPUYDT ..... HUMAN RESOURCES DIRECTOR	40 00 .....			X				358,387	0	107,220
(12) MELVIN L RAMBO ..... CHIEF RISK OFFICER	40 00 .....			X				286,999	0	90,940
(13) PATRICK OMAR SAUNDERS ..... ASSISTANT NATIONAL SECRETARY	40 00 .....			X				319,435	0	186,722
(14) BRETT M VAN ..... TREASURER	40 00 .....			X				405,483	0	309,467
(15) JILL LAIN WEAVER ..... FRATERNAL DIRECTOR	40 00 .....			X				266,818	0	279,725
(16) GEORGE RAYMOND WORLEY ..... CHIEF DISTRIBUTION & MARKETING OFFICER	40 00 .....			X				472,460	0	560,409
(17) TODD DAVID SWANSON ..... CONTROLLER	40 00 .....				X			263,464	0	118,651



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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(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			
(18) RICHARD COURTEMANCHE FINANCIAL REPRESENTATIVE	40 00					X		560,235	2,323	8,890
(19) KELLY G HERRING REGIONAL DIRECTOR	40 00					X		508,986	21,787	215,091
(20) KENNY D JACKSON REGIONAL DIRECTOR	40 00					X		558,453	12,305	275,134
(21) DANIEL L LAWRENCE REGIONAL DIRECTOR	40 00					X		555,345	39,132	267,439
(22) JOSEPH A SZTAPKA REGIONAL DIRECTOR	40 00					X		585,808	36,783	279,524
(23) NICK COIN FORMER TREASURER	0 00						X	185,409	0	9,000
(24) DENIS PATRICK PRIOR FORMER NATIONAL SECRETARY	0 00						X	118,407	0	10,634

<b>1b Sub-Total</b>			
<b>c Total from continuation sheets to Part VII, Section A</b>			
<b>d Total (add lines 1b and 1c)</b>	10,219,191	127,026	6,096,481

**2** Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **▶ 303**

	Yes	No
<b>3</b> Did the organization list any <b>former</b> officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	Yes	
<b>4</b> 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? <i>If "Yes," complete Schedule J for such individual</i>	Yes	
<b>5</b> Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>		No

**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. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
BALANCED GROWTH CONSULTING 980 NORTH MICHIGAN AVENUE STE 1400 CHICAGO, IL 60611 SE2	MANAGEMENT CONSULTING	2,235,176
5801 SW SIXTH AVENUE TOPEKA, KS 66636	VA PRODUCT MANAGEMENT	1,128,644
KIMCO FACILITY SERVICES LLC PO BOX 638556 CINCINNATI, OH 45263	CLEANING SERVICES	546,811
AVTEX SOLUTIONS LLC STE 300 3500 AMERICAN BLVD WEST BLOOMINGTON, MN 55431	SOFTWARE IMPLEMENTATION	544,346
ERNST & YOUNG PNC BANK EY US LLP 3712 SOLUTIONS C CHICAGO, IL 60677	AUDIT	538,094

**2** Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **▶ 17**

Part VIII

Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514	
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	PREMIUMS & OTHER RECEIPTS	524113	1,043,069,730	1,043,069,730		
	b	GROSS INVESTMENT INCOME	524113	586,378,381	586,378,381		
	c	OTHER INCOME	524113	43,396,938	42,192,732	1,204,206	
	d	PRINTING INCOME	323100	39,281		39,281	
	e	_____					
	f	All other program service revenue					
	g	Total. Add lines 2a-2f . . . . .	1,672,884,330				
Other Revenue	3		Investment income (including dividends, interest, and other similar amounts) . . . . .				
	4		Income from investment of tax-exempt bond proceeds				
	5		Royalties . . . . .				
	6a	(i)	Real	(ii)	Personal		
		Gross rents					
		b	Less rental expenses				
		c	Rental income or (loss)				
	d	Net rental income or (loss) . . . . .					
	7a	(i)	Securities	(ii)	Other		
		Gross amount from sales of assets other than inventory					
		b	Less cost or other basis and sales expenses				
		c	Gain or (loss)				
	d	Net gain or (loss) . . . . .					
	8a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18 . . . . .		a			
		b	Less direct expenses . . . . .	b			
		c Net income or (loss) from fundraising events . . . . .					
	9a	Gross income from gaming activities See Part IV, line 19 . . . . .		a			
		b	Less direct expenses . . . . .	b			
		c Net income or (loss) from gaming activities . . . . .					
	10a	Gross sales of inventory, less returns and allowances . . . . .		a			
b		Less cost of goods sold . . . . .	b				
c Net income or (loss) from sales of inventory . . . . .							
Miscellaneous Revenue		Business Code					
11a							
b							
c							
d	All other revenue . . . . .						
e	Total. Add lines 11a-11d . . . . .						
12	Total revenue. See Instructions . . . . .						
			1,672,884,330	1,671,640,843	1,243,487	0	

**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).

Check if Schedule O contains a response or note to any line in this Part IX ☐

<b>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</b>	<b>(A)</b> Total expenses	<b>(B)</b> Program service expenses	<b>(C)</b> Management and general expenses	<b>(D)</b> Fundraising expenses
<b>1</b> Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21.	543,953			
<b>2</b> Grants and other assistance to domestic individuals. See Part IV, line 22.	524,525			
<b>3</b> Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, line 15 and 16.				
<b>4</b> Benefits paid to or for members.	1,351,380,738			
<b>5</b> Compensation of current officers, directors, trustees, and key employees.	6,611,685			
<b>6</b> Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).				
<b>7</b> Other salaries and wages.	35,782,243			
<b>8</b> Pension plan accruals and contributions (include section 401 (k) and 403(b) employer contributions).	22,589,378			
<b>9</b> Other employee benefits.	15,490,524			
<b>10</b> Payroll taxes.	7,089,431			
<b>11</b> Fees for services (non-employees):				
<b>a</b> Management.				
<b>b</b> Legal.	274,922			
<b>c</b> Accounting.	497,944			
<b>d</b> Lobbying.				
<b>e</b> Professional fundraising services. See Part IV, line 17.				
<b>f</b> Investment management fees.	649,267			
<b>g</b> Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O).	3,016,613			
<b>12</b> Advertising and promotion.	2,147,708			
<b>13</b> Office expenses.	5,969,351			
<b>14</b> Information technology.	4,119,524			
<b>15</b> Royalties.				
<b>16</b> Occupancy.	5,592,066			
<b>17</b> Travel.	418,632			
<b>18</b> Payments of travel or entertainment expenses for any federal, state, or local public officials.				
<b>19</b> Conferences, conventions, and meetings.	3,094,191			
<b>20</b> Interest.	575,290			
<b>21</b> Payments to affiliates.				
<b>22</b> Depreciation, depletion, and amortization.	21,555,115			
<b>23</b> Insurance.	406,167			
<b>24</b> Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O):				
<b>a</b> COMMISSIONS	62,978,639			
<b>b</b> MISCELLANEOUS EXPENSE	15,990,366			
<b>c</b> CHAPTER ADMIN & EXPENSE	14,163,373			
<b>d</b> FIELD EXPENSE ALLOWANCE	9,963,255			
<b>e</b> All other expenses	53,214,507			
<b>25</b> Total functional expenses. Add lines 1 through 24e.	1,644,639,407			
<b>26</b> Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

**Part X Balance Sheet**Check if Schedule O contains a response or note to any line in this Part IX ☐

				(A) Beginning of year		(B) End of year	
<b>Assets</b>	<b>1</b>	Cash—non-interest-bearing . . . . .		1,414,962	<b>1</b>	1,553,886	
	<b>2</b>	Savings and temporary cash investments . . . . .		124,971,234	<b>2</b>	180,026,763	
	<b>3</b>	Pledges and grants receivable, net . . . . .			<b>3</b>		
	<b>4</b>	Accounts receivable, net . . . . .			<b>4</b>		
	<b>5</b>	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L.			<b>5</b>		
	<b>6</b>	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L.			<b>6</b>		
	<b>7</b>	Notes and loans receivable, net . . . . .			<b>7</b>		
	<b>8</b>	Inventories for sale or use . . . . .			<b>8</b>		
	<b>9</b>	Prepaid expenses and deferred charges . . . . .			<b>9</b>		
	<b>10a</b>	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D.	<b>10a</b>	79,311,274			
	<b>b</b>	Less: accumulated depreciation	<b>10b</b>	52,726,105	29,006,103	<b>10c</b>	26,585,169
	<b>11</b>	Investments—publicly traded securities . . . . .			<b>11</b>		
	<b>12</b>	Investments—other securities. See Part IV, line 11 . . . . .		32,322,402	<b>12</b>	32,118,205	
	<b>13</b>	Investments—program-related. See Part IV, line 11 . . . . .		13,609,705,361	<b>13</b>	14,198,810,444	
	<b>14</b>	Intangible assets . . . . .			<b>14</b>		
	<b>15</b>	Other assets. See Part IV, line 11 . . . . .		957,094,259	<b>15</b>	962,207,024	
<b>16</b>	<b>Total assets.</b> Add lines 1 through 15 (must equal line 34) . . . . .		14,754,514,321	<b>16</b>	15,401,301,491		
<b>Liabilities</b>	<b>17</b>	Accounts payable and accrued expenses . . . . .		16,405,617	<b>17</b>	15,794,827	
	<b>18</b>	Grants payable . . . . .			<b>18</b>		
	<b>19</b>	Deferred revenue . . . . .			<b>19</b>		
	<b>20</b>	Tax-exempt bond liabilities . . . . .			<b>20</b>		
	<b>21</b>	Escrow or custodial account liability. Complete Part IV of Schedule D.			<b>21</b>		
	<b>22</b>	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L . . . . .			<b>22</b>		
	<b>23</b>	Secured mortgages and notes payable to unrelated third parties . . . . .		76,034,164	<b>23</b>	125,094,683	
	<b>24</b>	Unsecured notes and loans payable to unrelated third parties . . . . .			<b>24</b>		
	<b>25</b>	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D.		13,070,823,019	<b>25</b>	13,627,629,483	
	<b>26</b>	<b>Total liabilities.</b> Add lines 17 through 25 . . . . .		13,163,262,800	<b>26</b>	13,768,518,993	
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117 (ASC 958), check here</b> <input type="checkbox"/> <b>and complete lines 27 through 29, and lines 33 and 34.</b>						
	<b>27</b>	Unrestricted net assets			<b>27</b>		
	<b>28</b>	Temporarily restricted net assets . . . . .			<b>28</b>		
	<b>29</b>	Permanently restricted net assets			<b>29</b>		
	<b>Organizations that do not follow SFAS 117 (ASC 958), check here</b> <input checked="" type="checkbox"/> <b>and complete lines 30 through 34.</b>						
	<b>30</b>	Capital stock or trust principal, or current funds . . . . .		0	<b>30</b>	0	
	<b>31</b>	Paid-in or capital surplus, or land, building or equipment fund . . . . .		0	<b>31</b>	0	
	<b>32</b>	Retained earnings, endowment, accumulated income, or other funds		1,591,251,521	<b>32</b>	1,632,782,498	
	<b>33</b>	<b>Total net assets or fund balances</b> . . . . .		1,591,251,521	<b>33</b>	1,632,782,498	
<b>34</b>	<b>Total liabilities and net assets/fund balances</b> . . . . .		14,754,514,321	<b>34</b>	15,401,301,491		

**Part XI Reconciliation of Net Assets**Check if Schedule O contains a response or note to any line in this Part XI ☒

<b>1</b>	Total revenue (must equal Part VIII, column (A), line 12)	<b>1</b>	1,672,884,330
<b>2</b>	Total expenses (must equal Part IX, column (A), line 25)	<b>2</b>	1,644,639,407
<b>3</b>	Revenue less expenses Subtract line 2 from line 1	<b>3</b>	28,244,923
<b>4</b>	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	<b>4</b>	1,591,251,521
<b>5</b>	Net unrealized gains (losses) on investments	<b>5</b>	33,262,583
<b>6</b>	Donated services and use of facilities	<b>6</b>	
<b>7</b>	Investment expenses	<b>7</b>	
<b>8</b>	Prior period adjustments	<b>8</b>	
<b>9</b>	Other changes in net assets or fund balances (explain in Schedule O)	<b>9</b>	-19,976,529
<b>10</b>	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	<b>10</b>	1,632,782,498

**Part XII Financial Statements and Reporting**Check if Schedule O contains a response or note to any line in this Part XII ☒

	Yes	No
<b>1</b> Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other <u>STATUTORY</u> If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
<b>2a</b> Were the organization's financial statements compiled or reviewed by an independent accountant? If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		No
<b>b</b> Were the organization's financial statements audited by an independent accountant? If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	Yes	
<b>c</b> If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	Yes	
<b>3a</b> 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?		No
<b>b</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		

# Additional Data

**Software ID:**

**Software Version:**

**EIN:** 36-1493430

**Name:** MODERN WOODMEN OF AMERICA

Form 990 (2016)

**Form 990, Part III, Line 4a:**

LIFE INSURANCE PROGRAMS MODERN WOODMEN OF AMERICA PROVIDES BENEFITS AND SERVICES COVERAGE FOR LIFE, ANNUITY, AND ACCIDENT & HEALTH INSURANCE (763,968 MEMBERS)

**Form 990, Part III, Line 4b:**

FRATERNAL BENEFITS (26,378 BENEFICIARIES)

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**Form 990, Part III, Line 4c:**

YOUTH COMMUNITY SERVICE PROGRAMS   YOUTH ACTIVITIES (5,100) AND PROGRAMS (22,187)

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efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93493313036327	
<div>SCHEDULE D (Form 990)</div> <div>Department of the Treasury Internal Revenue Service</div>		<div>Supplemental Financial Statements</div> <div>► Complete if the organization answered "Yes," on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b. ► Attach to Form 990.</div> <div>Information about Schedule D (Form 990) and its instructions is at <a href="http://www.irs.gov/form990">www.irs.gov/form990</a>.</div>			<div>OMB No 1545-0047</div> <div>2016</div> <div>Open to Public Inspection</div>
Name of the organization MODERN WOODMEN OF AMERICA				Employer identification number 36-1493430	
Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6.					
		(a) Donor advised funds		(b) Funds and other accounts	
1	Total number at end of year				
2	Aggregate value of contributions to (during year)				
3	Aggregate value of 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?				<input type="checkbox"/> Yes <input type="checkbox"/> No
6	Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?				<input type="checkbox"/> Yes <input type="checkbox"/> No
Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7.					
1	Purpose(s) of conservation easements held by the organization (check all that apply) <input type="checkbox"/> Preservation of land for public use (e g , recreation or education) <input type="checkbox"/> Preservation of an historically important land area <input type="checkbox"/> Protection of natural habitat <input type="checkbox"/> Preservation of a certified historic structure <input type="checkbox"/> Preservation of open space				
2	Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year				
a	Total number of conservation easements	Held at the End of the Year			
b	Total acreage restricted by conservation easements	2a			
c	Number of conservation easements on a certified historic structure included in (a)	2b			
d	Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2c			
		2d			
3	Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ►				
4	Number of states where property subject to conservation easement is located ►				
5	Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?				<input type="checkbox"/> Yes <input type="checkbox"/> No
6	Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ►				
7	Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ► \$				
8	Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?				<input type="checkbox"/> Yes <input type="checkbox"/> No
9	In Part XIII, 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" on Form 990, Part IV, line 8.					
1a	If the organization elected, as permitted under SFAS 116 (ASC 958), 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 XIII, the text of the footnote to its financial statements that describes these items				
b	If the organization elected, as permitted under SFAS 116 (ASC 958), 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) Revenue included on 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 (ASC 958) relating to these items				
a	Revenue included on Form 990, Part VIII, line 1				► \$
b	Assets included in Form 990, Part X				► \$
For Paperwork Reduction Act Notice, see the Instructions for Form 990.					
			Cat No 52283D	Schedule D (Form 990) 2016	

Part III

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

3

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

a

☐ Public exhibition

b

☐ Scholarly research

c

☐ Preservation for future generations

d

☐ Loan or exchange programs

e

☐ Other

4

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

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" on 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 XIII and complete the following table

c

Beginning balance

d

Additions during the year

e

Distributions during the year

f

Ending balance

	Amount
1c	
1d	
1e	
1f	

2a

Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability?

☐ Yes

☐ No

b

If "Yes," explain the arrangement in Part XIII Check here if the explanation has been provided in Part XIII

☐

Part V

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

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

2

Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

a

Board designated or quasi-endowment

b

Permanent endowment

c

Temporarily restricted endowment

The percentages on lines 2a, 2b, and 2c should equal 100%

3a

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

(i) unrelated organizations

(ii) related organizations

b

If "Yes" on 3a(ii), are the related organizations listed as required on Schedule R?

	Yes	No
3a(i)		
3a(ii)		
3b		

4

Describe in Part XIII the intended uses of the organization's endowment funds

Part VI

Land, Buildings, and Equipment.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land	463,770	1,345,245		1,809,015
b Buildings	11,038,508	55,903,667	44,343,954	22,598,221
c Leasehold improvements				
d Equipment		10,560,084	8,382,151	2,177,933
e Other				
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c))				26,585,169

Part VII

Investments—Other Securities. Complete if the organization answered 'Yes' on Form 990, Part IV, line 11b.  
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
(1) Financial derivatives . . . . .		
(2) Closely-held equity interests . . . . .		
(3) Other _____		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Column (b) must equal Form 990, Part X, col (B) line 12.) ▶		

Part VIII

Investments—Program Related. Complete if the organization answered 'Yes' on Form 990, Part IV, line 11c.  
See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) BONDS	12,422,901,974	F
(2) COMMON STOCKS	755,968,165	F
(3) MORTGAGE LOANS	523,244,020	C
(4) OTHER INVESTED ASSETS	332,218,163	F
(5) CERTIFICATE LOANS	164,478,122	C
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Column (b) must equal Form 990, Part X, col (B) line 13.) ▶	14,198,810,444	

Part IX

Other Assets. Complete if the organization answered 'Yes' on Form 990, Part IV, line 11d. See Form 990, Part X, line 15

(a) Description	(b) Book value
(1) SECURITIES LENDING	394,530,186
(2) SEPARATE ACCOUNTS	436,267,562
(3) INVESTMENT INCOME DUE & ACCRUED	128,613,789
(4) AMOUNTS RECOVERABLE FROM REINSURERS	1,231,351
(5) RECEIVABLE FROM SUBSIDIARIES & AFFILIATES	1,143,450
(6) UNCOLLECTED PREMIUMS	356,899
(7) MISCELLANEOUS ASSETS	63,787
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 15.) . . . . . ▶	962,207,024

Part X

Other Liabilities. Complete if the organization answered 'Yes' on Form 990, Part IV, line 11e or 11f.  
See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
See Additional Data Table	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 25.) ▶	13,627,629,483

2. Liability for uncertain tax positions In Part XIII, 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 (ASC 740) Check here if the text of the footnote has been provided in Part XIII ☐

**Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return**

Complete if the organization answered 'Yes' on Form 990, Part IV, line 12a.

<b>1</b>	Total revenue, gains, and other support per audited financial statements . . . . .	<b>1</b>	1,656,663,709
<b>2</b>	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
<b>a</b>	Net unrealized gains (losses) on investments . . . . .	<b>2a</b>	
<b>b</b>	Donated services and use of facilities . . . . .	<b>2b</b>	
<b>c</b>	Recoveries of prior year grants . . . . .	<b>2c</b>	
<b>d</b>	Other (Describe in Part XIII ) . . . . .	<b>2d</b>	
<b>e</b>	Add lines <b>2a</b> through <b>2d</b> . . . . .	<b>2e</b>	0
<b>3</b>	Subtract line <b>2e</b> from line <b>1</b> . . . . .	<b>3</b>	1,656,663,709
<b>4</b>	Amounts included on Form 990, Part VIII, line 12, but not on line <b>1</b> :		
<b>a</b>	Investment expenses not included on Form 990, Part VIII, line 7b . . . . .	<b>4a</b>	16,220,621
<b>b</b>	Other (Describe in Part XIII ) . . . . .	<b>4b</b>	
<b>c</b>	Add lines <b>4a</b> and <b>4b</b> . . . . .	<b>4c</b>	16,220,621
<b>5</b>	Total revenue. Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 12 ) . . . . .	<b>5</b>	1,672,884,330

**Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.**

Complete if the organization answered 'Yes' on Form 990, Part IV, line 12a.

<b>1</b>	Total expenses and losses per audited financial statements . . . . .	<b>1</b>	1,628,418,786
<b>2</b>	Amounts included on line 1 but not on Form 990, Part IX, line 25		
<b>a</b>	Donated services and use of facilities . . . . .	<b>2a</b>	
<b>b</b>	Prior year adjustments . . . . .	<b>2b</b>	
<b>c</b>	Other losses . . . . .	<b>2c</b>	
<b>d</b>	Other (Describe in Part XIII ) . . . . .	<b>2d</b>	
<b>e</b>	Add lines <b>2a</b> through <b>2d</b> . . . . .	<b>2e</b>	0
<b>3</b>	Subtract line <b>2e</b> from line <b>1</b> . . . . .	<b>3</b>	1,628,418,786
<b>4</b>	Amounts included on Form 990, Part IX, line 25, but not on line <b>1</b> :		
<b>a</b>	Investment expenses not included on Form 990, Part VIII, line 7b . . . . .	<b>4a</b>	16,220,621
<b>b</b>	Other (Describe in Part XIII ) . . . . .	<b>4b</b>	
<b>c</b>	Add lines <b>4a</b> and <b>4b</b> . . . . .	<b>4c</b>	16,220,621
<b>5</b>	Total expenses. Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 18 ) . . . . .	<b>5</b>	1,644,639,407

**Part XIII Supplemental Information**

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

Return Reference	Explanation	
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<b>Part XIII</b>	<b>Supplemental Information (continued)</b>
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Return Reference	Explanation
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**Additional Data**

**Software ID:**  
**Software Version:**  
**EIN:** 36-1493430  
**Name:** MODERN WOODMEN OF AMERICA

**Form 990, Schedule D, Part X, - Other Liabilities**

1	(a) Description of Liability	(b) Book Value
	CONTRACT RESERVES	12,299,293,148
	SECURITIES LENDING	394,530,186
	ASSET VALUATION RESERVE	249,994,016
	SEPARATE ACCOUNTS	436,267,562
	OTHER LIABILITIES	83,980,849
	LIABILITY FOR BENEFITS FOR EMPLOYEES & FIELDWORKERS	56,066,323
	INTEREST MAINTENANCE RESERVE	48,593,457
	CONTRACT CLAIM LIABILITY	32,951,662
	DRAFTS OUTSTANDING	15,279,649
	PROVISION FOR REFUNDS PAYABLE	7,300,000

Form 990, Schedule D, Part X, - Other Liabilities	
1 (a) Description of Liability	(b) Book Value
PREMIUMS RECEIVED IN ADVANCE	3,372,631

**SCHEDULE F  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

Name of the organization  
MODERN WOODMEN OF AMERICA

**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.

► Information about Schedule F (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2016**

**Open to Public  
Inspection**

**Employer identification number**

36-1493430

**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 its grants and other 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 V the organization's procedures for monitoring the use of its grants and other assistance outside the United States

**3** Activities per Region (The following Part I, line 3 table can be duplicated if additional space is needed )

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e g , fundraising, program services, investments, 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 and investments in region
( 1 ) See Add'l Data					
( 2 )					
( 3 )					
( 4 )					
( 5 )					
<b>3a</b> Sub-total	0	0			75,597,596
<b>b</b> Total from continuation sheets to Part I	0	0			0
<b>c Totals</b> (add lines 3a and 3b)	0	0			75,597,596



**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. Part II can be duplicated if additional space is needed.

<b>1</b>	<b>(a)</b> Name of organization	<b>(b)</b> IRS code section and EIN (if applicable)	<b>(c)</b> Region	<b>(d)</b> Purpose of grant	<b>(e)</b> Amount of cash grant	<b>(f)</b> Manner of cash disbursement	<b>(g)</b> Amount of non-cash assistance	<b>(h)</b> Description of non-cash assistance	<b>(i)</b> Method of valuation (book, FMV, appraisal, other)
<b>( 1 )</b>									
<b>( 2 )</b>									
<b>( 3 )</b>									
<b>( 4 )</b>									

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.

Part III can be duplicated 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)
( 1 )							
( 2 )							
( 3 )							
( 4 )							
( 5 )							
( 6 )							
( 7 )							
( 8 )							
( 9 )							
( 10 )							
( 11 )							
( 12 )							
( 13 )							
( 14 )							
( 15 )							
( 16 )							
( 17 )							
( 18 )							

**Part IV Foreign Forms**

- 1 Was the organization a U S transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U S Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* ☒ Yes ☐ No
- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to separately file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U S Owner (see Instructions for Forms 3520 and 3520-A)* ☐ Yes ☒ No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U S Persons with Respect to Certain Foreign Corporations (see Instructions for Form 5471)* ☒ Yes ☐ No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see Instructions for Form 8621)* ☒ Yes ☐ No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U S Persons with Respect to Certain Foreign Partnerships (see Instructions for Form 8865)* ☒ Yes ☐ No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to separately file Form 5713, International Boycott Report (see Instructions for Form 5713)* ☐ Yes ☒ No

## Additional Data

**Software ID:**

**Software Version:**

**EIN:** 36-1493430

**Name:** MODERN WOODMEN OF AMERICA

Schedule F (Form 990) 2016

Page **5**

### **Part V** Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information (see instructions).

### **Form 990 Schedule F Part I - Activities Outside The United States**

(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
CENTRAL AMERICA AND THE CARIBBEAN - ANTIGUA & BARBUDA, ARUBA, BAHAMAS,	0	0	INVESTMENTS		60,326,593
EUROPE (INCLUDING ICELAND & GREENLAND) - ALBANIA, ANDORRA, AUSTRIA, BELGIUM	0	0	INVESTMENTS		15,271,003

efile GRAPHIC print - DO NOT PROCESS

As Filed Data -

DLN: 93493313036327

Schedule I  
(Form 990)

Grants and Other Assistance to Organizations,  
Governments and Individuals in the United States  
Complete if the organization answered "Yes," on Form 990, Part IV, line 21 or 22.  
▶ Attach to Form 990.  
▶ Information about Schedule I (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047  
**2016**  
Open to Public  
Inspection

Department of the  
Treasury  
Internal Revenue Service

Name of the organization  
MODERN WOODMEN OF AMERICA

Employer identification number  
36-1493430

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 Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
See Additional Data Table							
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							

2

Enter total number of section 501(c)(3) and government organizations listed in the line 1 table . . . . .

19

3

Enter total number of other organizations listed in the line 1 table . . . . .

4

**Part III Grants and Other Assistance to Domestic Individuals.** Complete if the organization answered "Yes" on Form 990, Part IV, line 22

Part III can be duplicated 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
(1) SCHOLARSHIPS	258	448,625			
(2) ORPHAN BENEFITS	26	75,900			
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					

**Part IV Supplemental Information.** Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

Return Reference	Explanation
PART I, LINE 2	ALTHOUGH MODERN WOODMEN DOES NOT HAVE SPECIFIC PROCEDURES FOR MONITORING THE USE OF GRANT FUNDS, IT DOES HAVE PROCEDURES IN PLACE TO DECIDE WHO RECEIVES GRANTS, CONTRIBUTIONS, SCHOLARSHIPS AND ORPHAN BENEFITS TO BE ELIGIBLE TO RECEIVE CONTRIBUTIONS AN ORGANIZATION MUST BE A 501(C)(3) OR 501(C)(6) ORGANIZATION CONTRIBUTION RECIPIENTS ARE SELECTED BY A MODERN WOODMEN COMMITTEE OR BOARD OF DIRECTORS BASED ON ESTABLISHED CRITERIA ELIGIBLE SCHOLARSHIP RECIPIENTS MUST BE BENEFICIAL MEMBERS OF MODERN WOODMEN AND ARE SELECTED BY AN INDEPENDENT COMMITTEE OR AT RANDOM BASED ON ESTABLISHED CRITERIA SCHOLARSHIP CHECKS ARE MADE PAYABLE TO THE SCHOOL AND NOT THE INDIVIDUAL ORPHAN BENEFITS ARE PROVIDED TO MEMBERS' CHILDREN OR JUNIOR MEMBERS WHO BECOME ORPHANED BEFORE THEIR 19TH BIRTHDAY ELIGIBILITY REQUIREMENTS ARE ESTABLISHED BY THE BOARD OF DIRECTORS AND PAYMENTS ARE PAID ONLY TO LEGAL GUARDIANS

Additional Data

Software ID:  
Software Version:  
EIN: 36-1493430  
Name: MODERN WOODMEN OF AMERICA

Form 990,Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
AMERICAN NATIONAL RED CROSS 2025 E STREET NW WASHINGTON, DC 20006	53-0196605	501(C)(3)	5,500				PICNIC ON THE RIVER & GENERAL SUPPORT
BETHANY FOR CHILDREN & FAMILIES 1830 6TH AVENUE MOLINE, IL 61265	36-2166973	501(C)(3)	8,000				AWARDS CELEBRATION

Form 990, Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.							
(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BIG BROTHERS BIG SISTERS OF MISSISSIPPI VALLEY 130 W 5TH STREET DAVENPORT, IA 52801	42-1320908	501(C)(3)	9,745				YOUTH MENTORING & GENERAL SUPPORT
BOYS AND GIRLS CLUB OF THE MISSISSIPPI VALLEY INC 338 6TH STREET MOLINE, IL 61265	36-3838421	501(C)(3)	8,000				SPONSORSHIP



Form 990, Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.							
(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CHILDRENS THERAPY CENTER OF THE QUAD CITIES 1504 13TH AVE MOLINE, IL 61265	36-2207922	501(C)(3)	6,425				GENERAL SUPPORT
DEVELOPMENT ASSOCIATION OF ROCK ISLAND 100 19TH STREET SUITE 109 ROCK ISLAND, IL 61201	36-2757981	501(C)(6)	5,775				DARI MEMBERSHIP

Form 990, Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.							
(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
FRIENDSHIP MANOR INC 1209 21ST AVE ROCK ISLAND, IL 61201	36-2524984	501(C)(3)	11,000				GENERAL SUPPORT/BLADDER SCANNER
GILDA'S CLUB OF QUAD CITIES 1234 E RIVER DRIVE DAVENPORT, IA 52803	42-1446989	501(C)(3)	6,425				SPONSORSHIP

Form 990, Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.							
(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
GIRL SCOUTS OF EASTERN IOWA AND WESTERN ILLINOIS INC 2011 2ND AVENUE ROCK ISLAND, IL 61201	42-1008848	501(C)(3)	25,000				OUTDOOR ODYSSEY PHASE 2
HABITAT FOR HUMANITY - QUAD CITIES INC 3625 MISSISSIPPI AVENUE DAVENPORT, IA 52807	42-1404937	501(C)(3)	8,925				GENERAL SUPPORT/SPONSORSHIP

Form 990, Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.							
(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
JUNIOR ACHIEVEMENT OF THE HEARTLAND INC 800 12TH AVENUE MOLINE, IL 61265	36-2684253	501(C)(3)	10,500				SPONSORSHIP
LIFE HAPPENS 1655 N FORT MYER DRIVE SUITE 610 ARLINGTON, VA 22209	52-1904610	501(C)(6)	19,000				GENERAL SUPPORT

Form 990, Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.							
(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
LL GLOBAL INC 300 DAY HILL ROAD WINDSOR, CT 06095	26-1339203	501(C)(6)	15,000				LIMRA CONFERENCE SPONSORSHIP
NEW GROUND THEATRE 2113 E 11TH STREET DAVENPORT, IA 52803	42-1519151	501(C)(3)	7,500				GENERAL SUPPORT

Form 990, Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.							
(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
PUTNAM MUSEUM AND SCIENCE CENTER 1717 W 12TH STREET DAVENPORT, IA 52804	42-0680474	501(C)(3)	25,000				SPONSORSHIP
QUAD CITY ARTS INC 1715 2ND AVENUE ROCK ISLAND, IL 61201	36-3122824	501(C)(3)	8,000				SUMMER YOUTH EMPLOYMENT

Form 990, Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.							
(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
QUAD CITY CHAMBER OF COMMERCE 1601 RIVER DRIVE MOLINE, IL 61265	27-3065786	501(C)(6)	30,000				1 QC CAMPAIGN
QUAD CITY SYMPHONY ORCHESTRA ASSOCIATION 327 BRADY STREET DAVENPORT, IA 52801	42-6017663	501(C)(3)	12,262				SPONSORSHIP

Form 990, Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.							
(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SCOTT COUNTY FAMILY Y 606 WEST 2ND STREET DAVENPORT, IA 52801	42-0703278	501(C)(3)	20,000				MILITARY KIDS CAMP FUNDING
THE ARC OF THE QUAD CITIES AREA 4016 9TH STREET ROCK ISLAND, IL 61201	36-2615996	501(C)(3)	27,500				GENERAL SUPPORT & BUILDING HOMES



Form 990, Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.							
(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TWO RIVERS YMCA INC 2040 53RD STREET MOLINE, IL 61265	36-2169199	501(C)(3)	26,000				CAPITAL CAMPAIGN
UNITED WAY OF THE QUAD CITIES AREA 3247 E 35TH STREET COURT DAVENPORT, IA 52807	36-2725960	501(C)(3)	61,990				GENERAL SUPPORT & ACCELERATED LEARNING PROGRAM

Form 990, Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.							
(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
WESTERN ILLINOIS UNIVERSITY FOUNDATION 3300 RIVER DRIVE MOLINE, IL 61265	37-6046814	501(C)(3)	25,000				RIVERFRONT CAMPUS PHASE II

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" on Form 990, Part IV, line 23.  
▶ Attach to Form 990.  
▶ Information about Schedule J (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

2015

Open to Public  
Inspection

Name of the organization  
MODERN WOODMEN OF AMERICA

Employer identification number  
36-1493430

Part I Questions Regarding Compensation

	Yes	No
<b>1a</b> Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. <div><div><input type="checkbox"/> First-class or charter travel</div><div><input type="checkbox"/> Travel for companions</div><div><input type="checkbox"/> Tax idemnification and gross-up payments</div><div><input type="checkbox"/> Discretionary spending account</div><div><input type="checkbox"/> Housing allowance or residence for personal use</div><div><input type="checkbox"/> Payments for business use of personal residence</div><div><input type="checkbox"/> Health or social club dues or initiation fees</div><div><input type="checkbox"/> Personal services (e g , maid, chauffeur, chef)</div></div>		
<b>b</b> If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	Yes	
<b>2</b> Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, officers, including the CEO/Executive Director, regarding the items checked in line 1a?	Yes	
<b>3</b> Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III. <div><div><input type="checkbox"/> Compensation committee</div><div><input type="checkbox"/> Independent compensation consultant</div><div><input type="checkbox"/> Form 990 of other organizations</div><div><input type="checkbox"/> Written employment contract</div><div><input type="checkbox"/> Compensation survey or study</div><div><input type="checkbox"/> Approval by the board or compensation committee</div></div>		
<b>4</b> During the year, did any person listed on Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization: <b>a</b> Receive a severance payment or change-of-control payment?		No
<b>b</b> Participate in, or receive payment from, a supplemental nonqualified retirement plan?	Yes	
<b>c</b> Participate in, or receive payment from, an equity-based compensation arrangement? If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.		No
<b>Only 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.</b>		
<b>5</b> For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of: <b>a</b> The organization?		
<b>b</b> Any related organization? If "Yes," on line 5a or 5b, describe in Part III.		
<b>6</b> For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of: <b>a</b> The organization?		
<b>b</b> Any related organization? If "Yes," on line 6a or 6b, describe in Part III.		
<b>7</b> For persons listed on 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.		
<b>8</b> Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III.		
<b>9</b> If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?		

**Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on 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) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title	(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 in column(B) reported as deferred on prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
See Additional Data Table							

**Part III Supplemental Information**

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

Return Reference	Explanation
PART I, LINE 1A	PART I, LINE 1A MODERN WOODMEN OF AMERICA PROVIDES THE FOLLOWING TO INDIVIDUALS REPORTED IN PART VII, SECTION A, LINE 1A FIRST-CLASS OR CHARTER TRAVEL IN TAX YEAR 2016, THE FOLLOWING TYPE OF INDIVIDUAL LISTED IN PART VII RECEIVED THE FIRST-CLASS OR CHARTER TRAVEL BENEFIT 1 OFFICER TRAVEL FOR COMPANIONS IN TAX YEAR 2016, THE FOLLOWING TYPES OF INDIVIDUALS REPORTED IN PART VII RECEIVED THE TRAVEL FOR COMPANIONS BENEFIT 6 DIRECTORS, 5 OFFICERS, AND 4 HIGHEST COMPENSATED EMPLOYEES THE DOLLAR AMOUNT OF THE BENEFIT IS INCLUDED IN REPORTABLE COMPENSATION ON THE FORM 990 PART VII, AND SCHEDULE J PART, II TAX INDEMNIFICATION AND GROSS-UP PAYMENTS IN TAX YEAR 2016, THE FOLLOWING TYPES OF INDIVIDUALS REPORTED IN PART VII RECEIVED TAX INDEMNIFICATION AND GROSS-UP PAYMENTS 2 DIRECTORS, 8 OFFICERS, AND 5 HIGHEST COMPENSATED EMPLOYEES THE DOLLAR AMOUNT OF THE BENEFIT IS INCLUDED IN REPORTABLE COMPENSATION ON THE FORM 990 PART VII, AND SCHEDULE J, PART II HEALTH OR SOCIAL CLUB DUES IN TAX YEAR 2016, THE FOLLOWING TYPES OF INDIVIDUALS REPORTED IN PART VII RECEIVED HEALTH OR SOCIAL DUES 5 OFFICERS THE DOLLAR AMOUNT OF THE BENEFIT IS INCLUDED IN REPORTABLE COMPENSATION ON THE FORM 990 PART VII, AND SCHEDULE J, PART II
PART I, LINE 4B	MODERN WOODMEN OF AMERICA SPONSORS A SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN FOR EXECUTIVE-LEVEL EMPLOYEES WHOSE COMPENSATION EXCEEDS THE ANNUAL IRS LIMITS FOR QUALIFIED PENSION PLANS THE PURPOSE OF THIS PLAN IS TO RESTORE RETIREMENT BENEFITS THAT ARE RESTRICTED FOR THESE EXECUTIVES UNDER THE ORGANIZATION'S QUALIFIED RETIREMENT PLANS BECAUSE OF THE IRS COMPENSATION LIMIT AND/OR IRS LIMITS ON QUALIFIED PLAN CONTRIBUTIONS AND ACCRUALS THE PLAN WAS CLOSED TO NEW PARTICIPANTS EFFECTIVE MARCH 1, 2016 THE FOLLOWING INDIVIDUALS PARTICIPATED IN A SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN IN 2016 SPONSORED BY MODERN WOODMEN OF AMERICA MICHAEL SCOTT ANDREWS - \$1,809, DARCY ANN CALLAS - \$10,525, RICHARD COURTEMANCHE - \$329,967, DANIEL G DEPUYDT - \$789, KELLY G HERRING - \$6,169, ALBERT T HURST, JR - \$6,389, KENNY D JACKSON - \$10,343, WILLIAM KELTNER - \$13,430, DANIEL L LAWRENCE - \$9,341, JERALD J LYPHOUT - \$1,409, WILLIAM KENNY MASSEY - \$33,965, PATRICK OMAR SAUNDERS - \$863, JOSEPH A SZTAPKA - \$10,873, BRETT M VAN - \$1,656, AND GEORGE RAYMOND WORLEY - \$4,403 THE DOLLAR AMOUNT REPRESENTS THE CURRENT YEAR CONTRIBUTION MADE BY MODERN WOODMEN OF AMERICA ON BEHALF OF THE INDIVIDUAL TO THE PLAN IN 2016 THIS INFORMATION IS INCLUDED IN REPORTABLE COMPENSATION ON THE FORM 990, PART VII AND SCHEDULE J, PART II THE INCREASE OR DECREASE IN ACTUARIAL VALUE RELATED TO THE SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN FOR THE INDIVIDUALS LISTED ABOVE IS INCLUDED IN DEFERRED COMPENSATION ON THE FORM 990, PART VII AND SCHEDULE J, PART II THE INCREASE IN ACTUARIAL VALUE RELATED TO THE SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN FOR RICHARD COURTEMANCHE IS INCLUDED IN REPORTABLE COMPENSATION ON THE FORM 990, PART VII AND SCHEDULE J, PART II THE FOLLOWING INDIVIDUALS PARTICIPATED IN A SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN IN 2016 SPONSORED BY MODERN WOODMEN OF AMERICA NICK COIN - \$185,409 AND DENIS PATRICK PRIOR - \$118,407 THE DOLLAR AMOUNT REPRESENTS THE CURRENT YEAR DISTRIBUTION TO THE INDIVIDUALS BY THE PLAN IN 2016 THIS INFORMATION IS INCLUDED IN REPORTABLE COMPENSATION ON THE FORM 990, PART VII AND SCHEDULE J, PART II

Additional Data

Software ID:

Software Version:

EIN: 36-1493430

Name: MODERN WOODMEN OF AMERICA

Form 990, Schedule J, Part II - Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name and Title		(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 in column (B) reported as deferred on prior Form 990
		(i) Base Compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1DARCY ANN CALLAS GENERAL COUNSEL	(i)	514,197	126,504	34,077	828,526	12,120	1,515,424	0
	(ii)	0	0	0	0	- 0	- 0	0
1ALBERT T HURST JR REGIONAL DIRECTOR	(i)	183,341	53,378	308,050	-46,125	11,926	510,570	0
	(ii)	0	0	4,737	0	- 0	- 4,737	0
2WILLIAM KELTNER REGIONAL DIRECTOR	(i)	270,027	71,520	462,140	186,945	11,926	1,002,558	0
	(ii)	0	0	9,959	0	- 0	- 9,959	0
3JERALD J LYPHOUT NATIONAL SECRETARY	(i)	372,888	79,750	21,687	628,941	9,491	1,112,757	0
	(ii)	0	0	0	0	- 0	- 0	0
4WILLIAM KENNY MASSEY PRESIDENT	(i)	1,176,413	377,250	50,030	1,253,102	12,120	2,868,915	0
	(ii)	0	0	0	0	- 0	- 0	0
5MICHAEL SCOTT ANDREWS CHIEF ACTUARY	(i)	286,033	57,001	5,385	456,543	12,120	817,082	0
	(ii)	0	0	0	0	- 0	- 0	0
6DANIEL G DEPUYDT HUMAN RESOURCES DIRECTOR	(i)	299,119	57,075	2,193	97,729	9,491	465,607	0
	(ii)	0	0	0	0	- 0	- 0	0
7MELVIN L RAMBO CHIEF RISK OFFICER	(i)	239,811	46,000	1,188	81,449	9,491	377,939	0
	(ii)	0	0	0	0	- 0	- 0	0
8PATRICK OMAR SAUNDERS ASSISTANT NATIONAL SECRETARY	(i)	264,349	53,000	2,086	177,231	9,491	506,157	0
	(ii)	0	0	0	0	- 0	- 0	0
9BRETT M VANTREASURER	(i)	338,921	60,194	6,368	297,347	12,120	714,950	0
	(ii)	0	0	0	0	- 0	- 0	0
10JILL LAIN WEAVER FRATERNAL DIRECTOR	(i)	214,951	48,661	3,206	273,884	5,841	546,543	0
	(ii)	0	0	0	0	- 0	- 0	0
11GEORGE RAYMOND WORLEY CHIEF DISTRIBUTION & MARKETING OFFIC	(i)	390,235	76,085	6,140	550,918	9,491	1,032,869	0
	(ii)	0	0	0	0	- 0	- 0	0
12TODD DAVID SWANSON CONTROLLER	(i)	230,159	33,143	162	106,531	12,120	382,115	0
	(ii)	0	0	0	0	- 0	- 0	0
13RICHARD COURTEMANCHE FINANCIAL REPRESENTATIVE	(i)	0	31,724	528,511	0	8,890	569,125	0
	(ii)	0	0	2,323	0	- 0	- 2,323	0
14KELLY G HERRING REGIONAL DIRECTOR	(i)	101,977	29,948	377,061	203,411	11,680	724,077	0
	(ii)	0	0	21,787	0	- 0	- 21,787	0
15KENNY D JACKSON REGIONAL DIRECTOR	(i)	155,491	21,918	381,044	263,454	11,680	833,587	0
	(ii)	0	0	12,305	0	- 0	- 12,305	0
16DANIEL L LAWRENCE REGIONAL DIRECTOR	(i)	184,852	29,803	340,690	256,558	10,881	822,784	0
	(ii)	0	0	39,132	0	- 0	- 39,132	0
17JOSEPH A SZTAPKA REGIONAL DIRECTOR	(i)	187,657	65,747	332,404	264,278	15,246	865,332	0
	(ii)	0	0	36,783	0	- 0	- 36,783	0
18NICK COIN FORMER TREASURER	(i)	0	0	185,409	0	9,000	194,409	0
	(ii)	0	0	0	0	- 0	- 0	0
19DENIS PATRICK PRIOR FORMER NATIONAL SECRETARY	(i)	0	0	118,407	0	10,634	129,041	0
	(ii)	0	0	0	0	- 0	- 0	0

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, line 38a or 40b.  
▶ Attach to Form 990 or Form 990-EZ.  
▶ Information about Schedule L (Form 990 or 990-EZ) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

2016

Open to Public Inspection

Name of the organization  
MODERN WOODMEN OF AMERICA

Employer identification number  
36-1493430

Part I Excess Benefit Transactions (section 501(c)(3), section 501(c)(4), and 501(c)(29) 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) Relationship between disqualified person and organization	(c) Description of transaction	(d) Corrected?	
				Yes	No

2 Enter the amount of tax incurred by 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-EZ, Part V, line 38a, or Form 990, Part IV, line 26, or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22

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

Part III Grants or Assistance Benefiting 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 assistance	(d) Type of assistance	(e) Purpose 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

**Part V Supplemental Information**

Provide additional information for responses to questions on Schedule L (see instructions)

Return Reference	Explanation
FORM 990, SCHEDULE L, PART IV, COLUMN B	DESCRIPTION OF RELATIONSHIP - MWA BANK WILLIAM KENNY MASSEY IS AN OFFICER AND DAVID B EMRICK IS A DIRECTOR OF MODERN WOODMEN OF AMERICA AND ARE REPORTED ON THE FORM 990, PART VII DURING THE TAX YEAR, WILLIAM KENNY MASSEY WAS AN OFFICER, AND DAVID B EMRICK WAS A DIRECTOR OF MWA BANK
FORM 990, SCHEDULE L, PART IV, COLUMN B	DESCRIPTION OF RELATIONSHIP - MWA FINANCIAL SERVICES DARCY ANN CALLAS, JERALD J LYPHOUT, WILLIAM KENNY MASSEY, AND BRETT M VAN ARE OFFICERS, AND TODD DAVID SWANSON IS A KEY EMPLOYEE OF MODERN WOODMEN OF AMERICA AND ARE REPORTED ON THE FORM 990, PART VII DURING THE TAX YEAR, JERRY J LYPHOUT AND TODD DAVID SWANSON WERE OFFICERS AND DARCY ANN CALLAS, WILLIAM KENNY MASSEY, AND BRETT M VAN WERE DIRECTORS OF MWA FINANCIAL SERVICES
FORM 990, SCHEDULE L, PART IV, COLUMN B	DESCRIPTION OF RELATIONSHIP - MWAGIA DARCY ANN CALLAS, JERALD J LYPHOUT, WILLIAM KENNY MASSEY, AND BRETT M VAN ARE OFFICERS OF MODERN WOODMEN OF AMERICA AND ARE REPORTED ON THE FORM 990, PART VII DURING THE TAX YEAR, JERALD J LYPHOUT AND WILLIAM KENNY MASSEY WERE OFFICERS, AND DARCY ANN CALLAS AND BRETT M VAN WERE DIRECTORS OF MWAGIA



## Additional Data

**Software ID:**

**Software Version:**

**EIN:** 36-1493430

**Name:** MODERN WOODMEN OF AMERICA

### Form 990, Schedule L, Part IV - Business Transactions Involving Interested Persons

(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
(1) MWA BANK	SEE BELOW IN PART V	3,609,681	REIMBURSEMENT OF EXPENSES		No
(2) MWA BANK	SEE BELOW IN PART V	63,766	SERVICE FEES		No
(3) MWA BANK	SEE BELOW IN PART V	131,557	RECEIPT OF RENT		No
(4) MWA FINANCIAL SERVICES	SEE BELOW IN PART V	700,000	CAPITAL CONTRIBUTION		No
(5) MWA FINANCIAL SERVICES	SEE BELOW IN PART V	1,743,517	REIMBURSEMENT OF EXPENSES		No
(6) MWA FINANCIAL SERVICES	SEE BELOW IN PART V	92,565	RECEIPT OF RENT		No
(7) MWAGIA	SEE BELOW IN PART V	565,317	REIMBURSEMENT OF EXPENSES		No
(8) MWAGIA	SEE BELOW IN PART V	11,955	RECEIPT OF RENT		No

**SCHEDULE O**  
(Form 990 or 990-EZ)

Department of the Treasury  
Internal Revenue Service

Name of the organization  
MODERN WOODMEN OF AMERICA

**Supplemental Information to Form 990 or 990-EZ**

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2016**

**Open to Public Inspection**

**Employer identification number**

36-1493430

**990 Schedule O, Supplemental Information**

Return Reference	Explanation
FORM 990, PART VI, SECTION A, LINE 6	THE SOCIETY IS ORGANIZED AS A FRATERNAL BENEFIT SOCIETY WITH MEMBERS

# 990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINE 11B	THE RETURN IS PROVIDED TO THE GOVERNING BODY FOR FINAL REVIEW AFTER PREPARATION BY THE ACCOUNTING STAFF AND REVIEW BY THE CONTROLLER WITH THE ASSISTANCE OF AN EXTERNAL ACCOUNTING FIRM

**990 Schedule O, Supplemental Information**

Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINE 12C	CONFLICT OF INTEREST, ETHICS AND EXTERNAL AUDITOR QUESTIONNAIRES ARE SENT OUT EVERY JANUAR Y TO ALL DIRECTORS, OFFICERS AND KEY EMPLOYEES THESE ARE RETURNED TO THE PRESIDENT FOR RE VIEW THIS INFORMATION, INCLUDING THE PRESIDENT'S INFORMATION, IS REVIEWED AT THE ANNUAL B OARD OF DIRECTORS MEETING EACH FEBURARY EACH EMPLOYEE IS ASKED TO PERIODICALLY ACKNOWLEDG E THEIR UNDERSTANDING OF MODERN WOODMEN OF AMERICA'S PRINCIPLES OF CONDUCT

**990 Schedule O, Supplemental Information**

<b>Return Reference</b>	<b>Explanation</b>
FORM 990, PART VI, SECTION B, LINE 15	REVIEW AND APPROVAL OF COMPENSATION FOR THE PRESIDENT IS DETERMINED ANNUALLY BASED ON A RECOMMENDATION OF THE BOARD'S COMPENSATION COMMITTEE AND APPROVED BY THE BOARD OF DIRECTORS. THE REVIEW INCLUDES INDUSTRY PEER GROUP SURVEY DATA FACTORED FOR RELATIVE ASSETS MANAGED, BENCHMARKING THE MEDIAN BASE PAY AS THE MIDPOINT OF THE RANGE RECOMMENDED. TOTAL COMPENSATION TARGETS INCLUDE VARIABLE BONUS PAY, PERQUISITES, AND THE COMPREHENSIVE BENEFITS PROGRAM AVAILABLE TO ALL MODERN WOODMEN OF AMERICA EMPLOYEES. THE BOARD MAY ENGAGE EXTERNAL CONSULTANT RESOURCES TO CONDUCT THE REVIEW AND FORMULATE RECOMMENDATIONS TO THE COMPENSATION COMMITTEE WHEN DEEMED NECESSARY. REVIEW AND APPROVAL OF COMPENSATION FOR OFFICERS AND KEY EMPLOYEES OTHER THAN THE PRESIDENT IS CONDUCTED ANNUALLY BY MANAGEMENT, REVIEWED BY THE COMPENSATION COMMITTEE, AND APPROVED BY THE BOARD OF DIRECTORS. THE REVIEW INCLUDES THE EVALUATION OF INDUSTRY PEER GROUP SURVEY DATA FACTORED FOR THE RELATIVE ASSETS MANAGED, BASED ON THE MEDIAN AS THE MIDPOINT OF A PAY RANGE RECOMMENDED FOR EACH POSITION. THE REVIEW MAY ENTAIL THE USE OF AN OUTSIDE COMPENSATION CONSULTANT. TOTAL COMPENSATION TARGETS INCLUDE BASE PAY, VARIABLE COMPENSATION PROGRAMS, AND THE COMPREHENSIVE BENEFITS PROGRAM AVAILABLE TO ALL MODERN WOODMEN OF AMERICA EMPLOYEES.

# 990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART VI, SECTION C, LINE 19	FEDERAL TAX LAW DOES NOT REQUIRE THAT SUCH DOCUMENTS BE MADE PUBLICLY AVAILABLE CERTAIN INFORMATION IS AVAILABLE THROUGH THE DEPARTMENT OF INSURANCE, ON OUR WEBSITE, AND IN OUR MEMBER PUBLICATION

**990 Schedule O, Supplemental Information**

Return Reference	Explanation
FORM 990, PART XI, LINE 9	CHANGE IN NONADMITTED ASSETS 4,412,508 CHANGE IN ASSET VALUATION RESERVE -10,407,892 FRA TERNAL BENEFIT RESERVE CHANGE 110,622 CHANGE IN PENSION PLAN LIABILITY FOR BENEFITS -440, 000 CHANGE IN POSTRETIREMENT PENSION PLAN LIABILITY FOR BENEFITS -459,000 CHANGE IN PREP AID PENSION PLAN COSTS -5,448,860 CHANGE IN POSTRETIREMENT MEDICAL BENEFITS FOR EMPLOYEES & FIELDWORKERS -7,743,907

# 990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART XII, LINE 1	THE FINANCIAL STATEMENTS AND TAX RETURN ARE PREPARED ON THE BASIS OF ACCOUNTING PRACTICES PRESCRIBED OR PERMITTED BY THE ILLINOIS DEPARTMENT OF FINANCIAL AND PROFESSIONAL REGULATION - DIVISION OF INSURANCE (STATUTORY ACCOUNTING PRACTICES)



**990 Schedule O, Supplemental Information**

Return Reference	Explanation
FORM 990, PART XII, LINE 2C	THE ORGANIZATION DID NOT CHANGE THE OVERSIGHT OR THE SELECTION PROCESS FROM THE PRIOR YEAR

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93493313036327	
SCHEDULE R (Form 990)	Related Organizations and Unrelated Partnerships  ▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.  ▶ Attach to Form 990. ▶ Information about Schedule R (Form 990) and its instructions is at <a href="http://www.irs.gov/form990">www.irs.gov/form990</a> .				OMB No 1545-0047
					2016
	Department of the Treasury Internal Revenue Service	Name of the organization MODERN WOODMEN OF AMERICA			Employer identification number 36-1493430

Part I Identification of Disregarded Entities Complete if the organization answered "Yes" on Form 990, Part IV, line 33.					
(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations Complete if the organization answered "Yes" 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	(g) Section 512(b)(13) controlled entity?	
						Yes	No

**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) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
<b>(1)</b> HUDSON CLEAN ENERGY PARTNERS 400 FRANK BURR BOULEVARD STE 37 TEANECK, NJ 07666 26-3202466	INVESTING	CJ	MODERN WOODMEN OF AMERICA	EXCLUDED	28,349	4,453,893		No			No	89 730 %
<b>(2)</b> OFI GLOBAL SMALL CAP GROWTH FUND LLC 6803 SOUTH TUCSON WAY CENTENNIAL, CO 80112 68-0577323	INVESTING	DE	MODERN WOODMEN OF AMERICA	EXCLUDED	2,684,979	36,805,994		No			No	100 000 %

**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	(i) Section 512 (b)(13) controlled entity?	
								Yes	No
<b>(1)</b> MWA BANK 1701 FIRST AVENUE ROCK ISLAND, IL 61201 35-2189783	FEDERAL SAVINGS BANK	IL	MODERN WOODMEN OF AMERICA	C	10,635,212	282,922,146	100 000 %	Yes	
<b>(2)</b> MWA FINANCIAL SERVICES INC 1701 FIRST AVENUE ROCK ISLAND, IL 61201 36-4420471	BROKER/DEALER	IL	MODERN WOODMEN OF AMERICA	C	14,806,431	2,300,010	100 000 %	Yes	
<b>(3)</b> MWAGIA 1701 FIRST AVENUE ROCK ISLAND, IL 61201 37-1414457	GENERAL INSURANCE AGENCY	IL	MWA FINANCIAL SERVICES INC	C	2,253,865	274,707	100 000 %	Yes	

**Part V Transactions With Related Organizations** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

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

**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

**a** Receipt of **(i)** interest, **(ii)** annuities, **(iii)** royalties, or **(iv)** rent from a controlled entity . . . . .

**b** Gift, grant, or capital contribution to related organization(s) . . . . .

**c** Gift, grant, or capital contribution from related organization(s) . . . . .

**d** Loans or loan guarantees to or for related organization(s) . . . . .

**e** Loans or loan guarantees by related organization(s) . . . . .

**f** Dividends from related organization(s) . . . . .

**g** Sale of assets to related organization(s) . . . . .

**h** Purchase of assets from related organization(s) . . . . .

**i** Exchange of assets with related organization(s) . . . . .

**j** Lease of facilities, equipment, or other assets to related organization(s) . . . . .

**k** Lease of facilities, equipment, or other assets from related organization(s) . . . . .

**l** Performance of services or membership or fundraising solicitations for related organization(s) . . . . .

**m** Performance of services or membership or fundraising solicitations by related organization(s) . . . . .

**n** Sharing of facilities, equipment, mailing lists, or other assets with related organization(s) . . . . .

**o** Sharing of paid employees with related organization(s) . . . . .

**p** Reimbursement paid to related organization(s) for expenses . . . . .

**q** Reimbursement paid by related organization(s) for expenses . . . . .

**r** Other transfer of cash or property to related organization(s) . . . . .

**s** Other transfer of cash or property from related organization(s) . . . . .

	Yes	No
<b>1a</b>	Yes	
<b>1b</b>	Yes	
<b>1c</b>		No
<b>1d</b>		No
<b>1e</b>		No
<b>1f</b>		No
<b>1g</b>		No
<b>1h</b>		No
<b>1i</b>		No
<b>1j</b>		No
<b>1k</b>		No
<b>1l</b>		No
<b>1m</b>	Yes	
<b>1n</b>		No
<b>1o</b>		No
<b>1p</b>	Yes	
<b>1q</b>		No
<b>1r</b>		No
<b>1s</b>	Yes	

**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

See Additional Data Table

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved

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.

[illegible]

**Part VII**   **Supplemental Information**

Provide additional information for responses to questions on Schedule R (see instructions)

Return Reference	Explanation
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Additional Data

Software ID:  
Software Version:  
EIN: 36-1493430  
Name: MODERN WOODMEN OF AMERICA

Form 990, Schedule R, Part V - Transactions With Related Organizations

(a) Name of related organization		(b) Transaction type(a-s)	(c) Amount Involved	(d) Method of determining amount involved
(1)	MWA BANK	A	131,557	FAIR MARKET VALUE
(1)	MWA FINANCIAL SERVICES INC	A	92,565	FAIR MARKET VALUE
(2)	MWAGIA	A	11,955	FAIR MARKET VALUE
(3)	MWA FINANCIAL SERVICES INC	B	700,000	FAIR MARKET VALUE
(4)	MWA BANK	M	63,766	FAIR MARKET VALUE
(5)	MWA BANK	P	3,609,681	FAIR MARKET VALUE
(6)	MWA FINANCIAL SERVICES INC	P	1,743,517	FAIR MARKET VALUE
(7)	MWAGIA	P	565,317	FAIR MARKET VALUE
(8)	OFI GLOBAL INSTITUTIONAL SMALL CAP GROWTH FUND LLC	S	216,983	FAIR MARKET VALUE