

NEIGHBORHOOD DEVELOPMENT FUND
Not-for-Profit Transmittal and Approval Form

Applicant/Program: The American Red Cross - Sound the Alarm Event
 Applicant Requested Amount: \$ 25,000.00
 Appropriation Request Amount: \$ 5,500.00

Executive Summary of Request

Purchase of Smoke alarms for the Red Cross' Sound the Alarm event in May.

0-067-18

Is this program/project a fundraiser?

☐ Yes

☒ No

Is this applicant a faith based organization?

☐ Yes

☒ No

Does this application include funding for sub-grantee(s)?

☐ Yes

☒ No

I have reviewed the attached Neighborhood Development Fund Application and have found it complete and within Metro Council guidelines and request approval of funding in the following amount(s). I have read the organization's statement of public purpose to be furthered by the funds requested and I agree that the public purpose is legitimate. I have also completed the disclosure section below, if required.

7
District #

ACF
Primary Sponsor Signature

\$5,500.00
Amount

3/13/18
Date

Primary Sponsor Disclosure

List below any personal or business relationship you, your family or your legislative assistant have with this organization, its volunteers, its employees or members of its board of directors.

Approved by:

Appropriations Committee Chairman

Date

Final Appropriations Amount: _____

Applicant/Program: The American Red Cross - Sound the Alarm

Additional Disclosure and Signatures

Additional Council Office Disclosure

List below any personal or business relationship you, your family or your legislative assistant have with this organization, its volunteers, its employees or members of its board of directors.

Council Member Signature and Amount

District 1	_____	\$ _____
District 2	_____	\$ _____
District 3	_____	\$ _____
District 4	_____	\$ _____
District 5	_____	\$ _____
District 6	_____	\$ _____
District 7	_____	\$ _____
District 8	_____	\$ _____
District 9	_____	\$ _____
District 10	_____	\$ _____
District 11	_____	\$ _____
District 12	_____	\$ _____
District 13	_____	\$ _____
District 14	_____	\$ _____
District 15	_____	\$ _____

Applicant/Program: The American Red Cross - Sound the Alarm

Additional Disclosure and Signatures

Additional Council Office Disclosure

List below any personal or business relationship you, your family or your legislative assistant have with this organization, its volunteers, its employees or members of its board of directors.

District 16 _____ \$ _____

District 17 _____ \$ _____

District 18 _____ \$ _____

District 19 _____ \$ _____

District 20 _____ \$ _____

District 21 _____ \$ _____

District 22 _____ \$ _____

District 23 _____ \$ _____

District 24 _____ \$ _____

District 25 _____ \$ _____

District 26 _____ \$ _____

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

Legal Name of Applicant Organization The American Red cross - Louisville Area Chapter
Program Name and Request Amount Sound The Alarm

	Yes/No/NA
Is the NDF Transmittal Sheet Signed by all Council Member(s) Appropriating Funding?	<input checked="" type="checkbox"/> YES
Is the funding proposed by Council Member(s) less than or equal to the request amount?	<input checked="" type="checkbox"/> YES
Is the proposed public purpose of the program viable and well-documented?	<input checked="" type="checkbox"/> YES
Will all of the funding go to programs specific to Louisville/Jefferson County?	<input checked="" type="checkbox"/> YES
Has Council or Staff relationship to the Agency been adequately disclosed on the cover sheet?	<input checked="" type="checkbox"/> YES
Has prior Metro Funds committed/granted been disclosed?	<input checked="" type="checkbox"/> YES
Is the application properly signed and dated by authorized signatory?	<input checked="" type="checkbox"/> YES
Is proof of Tax Exempt status of 501(c) 3, 4, 6, 19, 1120-H included?	<input checked="" type="checkbox"/> YES
If Metro funding is for a separate taxing district is the funding appropriated for a program outside the legal responsibility of that taxing district?	<input checked="" type="checkbox"/> N/A
Is the entity in good standing with: <ul style="list-style-type: none"> ▶ Kentucky Secretary of State? ▶ Louisville Metro Revenue Commission? ▶ Louisville Metro Government? ▶ Internal Revenue Service? ▶ Louisville Metro Human Relations Commission? 	<div style="position: relative; height: 40px;"> See Congressional Charter <input checked="" type="checkbox"/> YES </div>
Is the current Fiscal Year Budget included?	<input checked="" type="checkbox"/> YES
Is the entity's board member list (with term length/term limits) included?	<input checked="" type="checkbox"/> YES
Is recommended funding less than 33% of total agency operating budget?	<input checked="" type="checkbox"/> YES
Does the application budget reflect only the revenue and expenses of the project/program?	<input checked="" type="checkbox"/> YES
Is the cost estimate(s) from proposed vendor (if request is for capital expense) included?	<input checked="" type="checkbox"/> YES
Is the most recent annual audit (if required by organization) included?	<input checked="" type="checkbox"/> YES
Is a copy of Signed Lease (if rent costs are requested) included?	<input checked="" type="checkbox"/> N/A
Is the Supplemental Questionnaire for churches/religious organizations (if requesting organization is faith-based) included?	<input checked="" type="checkbox"/> N/A
Are the Articles of Incorporation of the Agency included?	<div style="position: relative; height: 40px;"> / congressional Charter <input checked="" type="checkbox"/> YES </div>
Is the IRS Form W-9 included?	<input checked="" type="checkbox"/> YES
Is the IRS Form 990 included?	<input checked="" type="checkbox"/> YES
Are the evaluation forms (if program participants are given evaluation forms) included?	<input checked="" type="checkbox"/> N/A
Affirmative Action/Equal Employment Opportunity plan and/or policy statement included (if required to do so)?	<input checked="" type="checkbox"/> N/A
Has the Agency agreed to participate in the BBB Charity review program? If so, has the applicant met the BBB Charity Review Standards?	<input checked="" type="checkbox"/> YES
Prepared by: <u>Entlinson</u> <div style="float: right;">Date: <u>3/13/18</u></div>	

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 1 – APPLICANT INFORMATION			
Legal Name of Applicant Organization:		The American Red Cross- Louisville Area Chapter	
(as listed on: http://www.sos.ky.gov/business/records)			
Main Office Street & Mailing Address: 510 E Chestnut St Louisville, KY 40202			
Website: http://www.redcross.org/local/kentucky			
Applicant Contact:	Jeanne Curtis	Title:	Senior Philanthropy Officer
Phone:	502-561-3773	Email:	jeanne.curtis@redcross.org
Financial Contact:	Eric Dennison	Title:	Grants Specialist
Phone:	502-561-3729	Email:	eric.dennison@redcross.org
Organization's Representative who attended NDF Training: Eric Dennison & Jeanne Curtis			
GEOGRAPHICAL AREA(S) WHERE PROGRAM ACTIVITIES ARE (WILL BE) PROVIDED			
Program Facility Location(s):	Louisville Metro		
Council District(s):	1-26 (ALL)	Zip Code(s):	All Metro
SECTION 2 – PROGRAM REQUEST & FINANCIAL INFORMATION			
PROGRAM/PROJECT NAME: Home Fire Campaign			
Total Request: (\$)	25,000	Total Metro Award (this program) in previous year: (\$)	0
Purpose of Request (check all that apply):			
<input type="checkbox"/> Operating Funds (generally cannot exceed 33% of agency's total operating budget)			
<input checked="" type="checkbox"/> Programming/services/events for direct benefit to community or qualified individuals			
<input type="checkbox"/> Capital Project of the organization (equipment, furnishing, building, etc)			
The Following are Required Attachments:			
<input checked="" type="checkbox"/> IRS Exempt Status Determination Letter <input checked="" type="checkbox"/> Current year projected budget <input checked="" type="checkbox"/> Current financial statement <input checked="" type="checkbox"/> Most recent IRS Form 990 or 1120-H <input checked="" type="checkbox"/> Articles of Incorporation (current & signed) congressional charter <input checked="" type="checkbox"/> Cost estimates from proposed vendor if request is for capital expense		<input type="checkbox"/> Signed lease if rent costs are being requested <input checked="" type="checkbox"/> IRS Form W9 <input type="checkbox"/> Evaluation forms if used in the proposed program <input type="checkbox"/> Annual audit (if required by organization) <input type="checkbox"/> Faith Based Organization Certification Form, if applicable	
For the current fiscal year ending June 30, list all funds appropriated and/or received from Louisville Metro Government for this or any other program or expense, including funds received through Metro Federal Grants, from any department or Metro Council Appropriation (Neighborhood Development Funds). Attach additional sheet if necessary.			
Source:		Amount: (\$)	
Source:		Amount: (\$)	
Source:		Amount: (\$)	
Has the applicant contacted the BBB Charity Review for participation? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
Has the applicant met the BBB Charity Review Standards? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 3 – AGENCY DETAILS

Describe Agency's Vision, Mission and Services:

The American Red Cross exists to alleviate human suffering in the face of emergencies by mobilizing the power of volunteers and the generosity of donors. We fulfill this mission by helping people affected by disasters in communities all across the United States. The American Red Cross was founded in 1881 by Clara Barton, and the Louisville Area Chapter opened its doors in 1917. Since its founding, the American Red Cross has been the nation's premier emergency response organization. In addition to its renowned domestic disaster preparedness and response activities, the Red Cross distinguishes itself by offering compassionate services in four other areas: educational programs that promote health and safety; support and comfort for military members and their families; the collection, processing, and distribution of lifesaving blood and blood products; and international humanitarian service programs. On a global scale, we mobilize the power of the world's largest humanitarian network, made up of 186 Red Cross and Red Crescent national societies. Across the country, over 500 chapters comprise the American Red Cross network, multiplying our organizational presence in order to guarantee that help and hope are on the scene wherever and whenever needed.

Through our chapter network, we respond to emergencies in local communities every eight minutes. When disaster strikes, we provide food, shelter, direct financial assistance, emotional support, and casework for longer-term recovery. In preparation for disasters, we: provide a series of preparedness education classes as well as health and safety courses on life-saving techniques; identify facilities and partners with the capacity to provide disaster-related mass care services; address community issues and the needs of special populations; and train a corps of disaster volunteers. Year-round, more than 500,000 nationally. volunteers work side-by-side with Red Cross staff to ensure that community members in need receive the care and comfort they deserve. In the Kentucky Region, we maintain 3,200 volunteers to aid in our efforts.

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 4 - BOARD OF DIRECTORS AND PAID STAFF

Board Member	Term End Date
Manning Warren- Chair	Jun 30, 2018
Marcia Brey- Vice Chair	Jun 30, 2018
Madeline Abramson	Jun 30, 2018
Robert Adelberg	Jun 30, 2018
Chief Steve Conrad	Jun 30, 2018
Robert (Bobby) Arnold	Jun 30, 2018
Pamela Conniff	Jun 30, 2018
Allen Corbin	Jun 30, 2018
Steve Cunanan	Jun 30, 2018
Saundra Gibson	Jun 30, 2018
Mark R. Gillming	Jun 30, 2018
Doug Hamilton	Jun 30, 2018
Teresa L. Hanke	Jun 30, 2018
Hood Harris	Jun 30, 2018
William G. Howard	Jun 30, 2018
Bill Lamb	Jun 30, 2018
Dick Swope	Jun 30, 2018

Describe the Board term limit policy:

Each Board member serves a three year term. The Chair serves for 2 consecutive years, and Vice-Chair serves for 2 years and then replaces the Chair.

Three Highest Paid Staff Names	Annual Salary
Jennifer Adrio	191,249
Jeremy Jarvi	132,125
Rick Sheehy	118,500



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 5 – PROGRAM/PROJECT NARRATIVE

A: Describe the program/project start and end dates, a description of the program/project and applicable data with regards to specific client population the program will address (attach related flyers, planning minutes, designs, event permits, proposals for services/goods, etc.):

Our Home Fire Campaign (HFC) seeks to educate the public, and more specifically, those in distressed communities about fire safety, planning, and education. Our signature event, Sound the Alarm, Save a Life, targets these neighborhoods by installing smoke alarms, free of charge. Our partnership proposal to Metro Louisville in the amount of \$25,000, helps fund our Home Fire Campaign and Sound the Alarm, Save a Life. For the past two decades, the number of people in the U.S. who are killed or injured due to home fires each year has remained relatively unchanged. In a recent survey, we found the majority of respondents were dangerously misinformed about home fire preparedness and how to react during an emergency. To address this preventable tragedy, the Red Cross launched the Home Fire Campaign in 2015. Through our neighborhood canvassing, in home fire safety education, and our Pillowcase Project, where we teach children in classrooms about fire safety. The Red Cross has made fire safety education a top priority for the community. We offer civic participation and volunteering through community canvassing. Our teams of 500 volunteers go door-to-door meeting with families, particularly in vulnerable communities, to complete home-safety checklists and help them develop disaster plans. Our Home Fire Campaign aims to keep people healthy by reducing death and injury. The total cost for treating fire injuries and burns amounts to \$1.3 billion each year. Further, lost productivity due to injuries leads to an additional \$6.2 billion in losses. This initiative strategically focuses on the Russell and Portland neighborhoods of Louisville. On May 12, 2018, the Red Cross will go out into the community to install 1,000 smoke alarms, free of charge, and educate the public on fire safety. We will also install alarms throughout the year during events like the Mayor's Give a Day. Last fiscal year 2017, we installed over 2,000 alarms in Metro Louisville and plan to exceed that number this year.

B: Describe specifically how the funding will be spent including identification of funding to sub grantee(s):

The \$25,000 would go towards purchasing 1,666 smoke alarms and materials for our signature Sound the Alarm event, and future installs.

Last year, the Red Cross provided almost \$150,000 to Louisville residents after a home fire, helping 770 clients in 288 home fires. That is almost 1 home fire per day in the Metro area. Each smoke alarm unit costs \$11 and materials such as education pamphlets, screws and ladders cost \$4 per alarm, allowing us to purchase 1,666 alarms towards our 10,000 alarms installed goal, but also our goal of 1,000 smoke alarms for Sound the Alarm. In Fiscal Year 2017, the Kentucky Region surpassed its goal of 10,000 alarms by installing almost 18,000.

Our program works by creating local partnerships within the community at large. The Red Cross partners with local fire departments, such as Louisville Fire Department, to educate the community on fire safety. We engage the local community through education and volunteering as well. Lastly, we work within local and social media platforms to help promote the Home Fire Campaign and Sound the Alarm, Save a Life.

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

C: If this request is a fundraiser, please detail how the proceeds will be spent:

N/A

D: For Expenditure Reimbursement Only – The grant award period begins with the Metro Council approval date and ends on June 30 of Metro fiscal year in which the grant is approved. If any part of this funding request is for funds to be spent before the grant award period, identify the applicable circumstances:

- ☒ The funding request is a reimbursement of the following expenditures that will probably be incurred after the application date, but prior to the execution of the grant agreement:
- ✓ If selecting this option, the invoice, receipt and payment documentation should not be available as of the date of this application.

The Grantee will be required to submit financial reporting in accordance with the reporting schedule provided in the grant agreement.

May 12, 2018 will be the program execution date, purchasing 1,666 alarms to aid the citizens of the Russell and Portland neighborhoods.

- ☐ Reimbursements should not be made before application date unless an emergency can be demonstrated by the primary council sponsor. The funding request is a reimbursement of the following expenditures (attach invoices or proof of payment):
- ✓ Attach a copy of invoices and/or receipts to provide proof of purchase of activities associated with the work plan identified in this application.
 - ✓ Attach a copy of cancelled checks to provide proof of payment of the invoices or receipts associated with the work plan identified in this application.

N/A

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

E: Describe the program's benefits to those being served (measurable outcomes). Include the program's process for collecting data and the indicators that will be tracked to measure the benefits to those being served:

While the results of our programs can be quantified, they may be best described through the stories of neighbors we are trying to save through the Home Fire Campaign:

In April of 2017, two weeks after a large scale home fire campaign event in the Okolona neighborhood of Louisville, a family of nine averted tragedy due to working smoke alarms that the Red Cross had installed. While the home burnt to the ground, the smoke alarms allowed the family to escape, including the small children at home. This program saves lives and as of date, 38 lives in Kentucky have been saved due to working smoke alarms installed from the Red Cross. All smoke alarms installed and homes visited are tracked, as well as demographic information, to ensure we are supporting the areas with greatest need. We also identify homes affected by fires after receiving our support. We then disseminate information to each region, including management and staff, who then supply that info to funders, donors, volunteers, board members, and media. We collect surveys throughout the year from volunteers, disaster clients, training participants and community partners. These surveys help us assess the quality of our services. Smoke alarms installed during the Home Fire Campaign and the Sound the Alarm event are tracked based on two factors. First, we will track the 1,000 homes where alarms are installed by having clients sign a document stating we have educated the household and installed the alarm. This information is then placed into our internal database, where we disseminate as stated above. Secondly, we track post-installation metrics, due to each alarm possessing a 10-year lithium battery. Our internal management system lets the Red Cross know when each alarm is set to expire, and our plan is to recanvass those neighborhoods at the end of that 10 year period and complete reinstalls.

Home fire deaths and injuries are tracked on a national level by the National Fire Protection Association (NFPA). The NFPA collects this data from fire departments across the country. Used for many years, this methodology has been time-tested and proven as relatively accurate. We will use this information to assess where our Home Fire Campaign is needed most in the communities served and the affects it has on the number of deaths and injuries due to home fires. We will report on the number of smoke alarms installed, families "saved" and students trained via internal tracking.

F: Briefly describe any existing collaborative relationships the organization has with other community organizations. Describe what those partners are bringing to the relationship in general and to this program/project specifically.

The American Red Cross works with many social service groups, schools, religious organizations, volunteers, government, and local first responders to ensure preparedness and recovery in the case of a home fire. From our local homeless shelters and food pantries, to police and fire, hospitals and corporations; we all have an active role in the recovery process to support our friends and neighbors after the devastation of a home fire. Our goal is to know these partners and have these resources identified well before they are needed. One way we do this is by engaging the community in our Home Fire Campaigns. We recruit volunteers from all around the community to install smoke alarms and teach home fire education and planning. By actively engaging the community, we promote growth and sustainability to neighborhoods as they increase the ability to become more autonomous through fire safety education. It is truly, neighbors helping neighbors.

The Red Cross works in partnership with the Louisville Fire Department, as well as other fire departments contained in the 88 small home rule cities within Jefferson County. With these partnerships, we can best prioritize what area locations would best served in fighting homes fires.

In order to help us with our Home Fire Campaign and Sound the Alarm, the Red Cross Kentucky Region has brought on multiple funders to partner with for this initiative. All funders who support Sound the Alarm, support our Home Fire Campaign. Almost Family, MainSource Bank, Louisville Water Company, MSD, PNC Bank, and Passport Health Plan have all come on board to generously support our local efforts as sponsors of the event.

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 6 – PROGRAM/PROJECT BUDGET SUMMARY

THE PROGRAM/PROJECT BUDGET SHOULD REALISTICALLY ESTIMATE WHAT AMOUNT IS NEEDED FROM METRO GOVERNMENT AND WHAT IS EXPECTED FROM OTHER SOURCES.

Program/Project Expenses	Column 1	Column 2	Column (1+2)=3
	Proposed Metro Funds	Non- Metro Funds	Total Funds
A: Personnel Costs Including Benefits		\$48,280	48,280
B: Rent/Utilities			
C: Office Supplies			
D: Telephone			
E: In-town Travel			
F: Client Assistance (See Detailed List on Page 8)			
G: Professional Service Contracts			
H: Program Materials	6,674	\$5,000	\$11,674
I: Community Events & Festivals (See Detailed List on Page 8)			
J: Machinery & Equipment	18,326		18326
K: Capital Project			
L: Other Expenses (See Detailed List on Page 8)			
*TOTAL PROGRAM/PROJECT FUNDS	25000	53,280	78,280
% of Program Budget	32 %	68 %	100%

List funding sources for total program/project costs in Column 2, Non-Metro Funds:

Other State, Federal or Local Government	
United Way	
Private Contributions (do not include individual donor names)	\$53,280 (In-Kind)
Fees Collected from Program Participants	
Other (please specify)	
Total Revenue for Columns 2 Expenses **	\$53,280.00

*Total of Column 1 MUST match "Total Request on Page 1, Section 2"

**Must equal or exceed total in column 2.

CP

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

Detail for Client Assistance, Community Events & Festivals or Other Expenses shown on Page 7 (circle one and use multiple sheets if necessary)	Column 1	Column 2	Column (1 + 2)=3
	Proposed Metro Funds	Non-Metro Funds	Total Funds
Total			

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

Detail of In-Kind Contributions for this PROGRAM only: Includes Volunteers, Space, Utilities, etc. (Include anything not bought with cash revenues of the agency).

Donor*/Type of Contribution	Value of Contribution	Method of Valuation
Volunteers- 500 (\$24.14/hour)(4 hours/vol)	\$48,280	IndependentSector.org
1,000 T-Shirts- Fruit of the Loom	\$5,000	\$5/shirt
Total Value of In-Kind (to match Program Budget Line Item. Volunteer Contribution & Other In Kind)	\$53,280	

*** DONOR INFORMATION REFERS TO WHO MADE THE IN KIND CONTRIBUTION. VOLUNTEERS NEED NOT BE LISTED INDIVIDUALLY, BUT GROUPED TOGETHER ON ONE LINE AS A TOTAL NOTING HOW MANY HOURS PER PERSON PER WEEK**

Agency Fiscal Year Start Date: 07/01/2017

Does your Agency anticipate a significant increase or decrease in your budget from the current fiscal year to the budget projected for next fiscal year? NO ☒ YES ☐

If YES, please explain:

N/A

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 7 – CERTIFICATIONS & ASSURANCES

By signing Section 7 of the Grant Application, the authorized official signing for the applicant organization certifies and assures to the best of his or her knowledge and/or belief the following Assurances and Certifications. If there is any reason why one or more of the assurances or certifications listed cannot be certified or assured, please explain in writing and attach to this application.

Standard Assurances

1. Applicant understands this application and its attachments as well as any resulting grant agreement, reports and proof of expenditure is subject to Kentucky's open records law.
2. Applicant understands if the grant agreement is not returned to Louisville Metro within 90 days of its mailing to the applicant, the approval is automatically revoked and the funds will not be disbursed to our organization.
3. Applicant and any sub grantee will give Louisville Metro Government access to and the right to examine all paper or electronic records related to the awarded grant for up to five years of the grant agreement date.
4. Applicant assures compliance with the grant requirements and will monitor the performance of any third party (sub-grantee).
5. The Agency is in good standing with the Kentucky Secretary of State, Louisville Metro Government, the Jefferson County Revenue Commission, the Internal Revenue Service, and the Louisville Metro Human Relations Commission.
6. Applicant understands failure to provide the services, programs, or projects included in the agreement will result in funds being withheld or requested to be returned if previously disbursed.
7. Applicant understands they must return to Louisville Metro any unexpended funds by July 31 following the Metro Louisville's fiscal year end.
8. Applicant understands they must provide proof of all expenditures (canceled checks, receipts, paid invoices). The Applicant understands the failure to provide proof of expenditures as required in the grant agreement could result in funding being withheld or request to be returned if previously disbursed.
9. Applicant understands if this application is approved, the grant agreement will identify an award period that begins with the Metro Council approval date, and will end with June 30 of the fiscal year in which the grant is approved. Expenditures associated with this award expected to occur prior to the award period (approval date) must be disclosed in this application in order to be considered compliant with the grant agreement.
10. Applicant understands if we choose to incur expenditures prior to the approval of the application by the Metro Council, there is no guarantee that funding will be reimbursed, as the Council may choose not to award the application.
11. Applicant will establish safeguards to prohibit employees or any person that receives compensation from awarded funds from using their position for a purpose that constitutes or presents the appearance of personal or organizational conflict of interest, or personal gain.

Standard Certifications

1. The Agency certifies it will not use Louisville Metro Government funds for any religious, political or fraternal Activities.
2. The Agency has a written Affirmative Action/Equal Opportunity Policy.
3. The Agency does not discriminate in employment or in provision of any service/program/activity/event based on age, color, disabled status, national origin, race, religion, sex, gender identity or sexual orientation, or Vietnam era veteran status.
4. The Agency certifies it will not require clients, recipients, or beneficiaries to participate in religious, political, fraternal or like activities in order to receive services/benefits provided with Louisville Metro Government funds.
5. The Agency understands the Americans with Disabilities Act (ADA) and makes reasonable accommodations.

Relationship Disclosure: List below any relationship you or any member of your Board of Directors or employees has with any Councilperson, Councilperson's family, Councilperson's staff or any Louisville Metro Government employee.

SECTION 8 – CERTIFICATIONS & ASSURANCES

I certify under the penalty of law the information in this application (including, without limitation, "Certifications and Assurances") is accurate to the best of my knowledge. I am aware my organization will not be eligible for funding if investigation at any time shows falsification. If falsification is shown after funding has been approved, any allocations already received and expended are subject to be repaid. I further certify that I am legally authorized to sign this application for the applying organization and have initialed each page of the application.

Signature of Legal Signatory:	Jeremy Jarvi	Date:	3/5/2018
Legal Signatory: (please print):	J. Jarvi	Title:	Chief Development Officer
Phone: 502-561-3777	Extension:	Email:	jeremy.jarvi@redcross.org



OFFICE OF MANAGEMENT AND BUDGET
LOUISVILLE, KENTUCKY

GREG FISCHER
MAYOR

DANIEL FROCKT
CHIEF FINANCIAL OFFICER

March 2, 2018

American Red Cross
510 E. Chestnut Street
Louisville, KY 40216

RE: Request for Reporting Exception


Dear Jeanne E. Curtis:

This letter is to acknowledge receipt of your request for an exception to the Neighborhood Development Fund (NDF) grant reporting requirements.

The Office of Management and Budget (OMB) reviewed your request, and will accept your internal PO and a canceled check/bank statement that shows transfer of funds to the National Office as proof of payment to satisfy the NDF reporting requirements.

If you have any questions with regard to the information contained in this letter, please contact Roxanne Steele at 574-3865.

Sincerely,


Blyden Kennedy
Grants Compliance Supervisor

TEMPLATE – SMOKE ALARMS PURCHASE ORDER AND VENDOR STATEMENT

For use in lieu of invoices and budget actuals

Instructions:

The American Red Cross purchases the smoke alarms for the home fire campaign at a steep discount from a national supplier. Those purchases are made two or three times a year therefore it is not possible to provide a vendor generated invoice stating which regions or communities received xxxx number of smoke alarms. Additionally, due to confidentiality agreements with the vendor, we are unable to release any invoice at all from the vendor which would display the unit cost of a single smoke alarm. Below are two internal templates that region fundraisers may use to support donor requests for documentation.

1. The Purchase Order – can be provided to a potential donor if it is required as part of the Ask. Simply multiply the number of smoke alarms by \$11 to arrive at the total cost. There is also a space for a signature from your regional disaster officer/regional executive/local disaster personnel.
2. Vendor Statement – can be used for stewardship purposes. You can show the donor the number of smoke alarms that were installed. There is a signature line that can be signed by your regional disaster officer/regional executive/or local disaster personnel.

Please do not sign or agree to any arrangements that require us to deliver a third-party vendor invoice. It will not be available either before or after the funding is received.



**AMERICAN RED CROSS
Purchase Order**

The American Red Cross, through its National Headquarters in Washington, D.C. is providing each of its Regions throughout the country with smoke alarms, including 10-year batteries, which they purchase at a bulk rate. Each Red Cross region or state needs to work closely with community partners to secure the much-needed funds to support those efforts associated with the smoke alarms and their installations across the state.

Date: 3/6/2017

DESCRIPTION	# OF UNITS	AMOUNT DUE:
SMOKE ALARMS	1,666	\$18,326
SMOKE ALARMS MATERIALS	1,666	\$6,664
		\$25,000

THANK YOU FOR YOUR SUPPORT

Signature (if needed)

Hinson, Erin

From: Meurer, Brian
Sent: Thursday, February 1, 2018 2:47 PM
To: Hinson, Erin
Cc: Frederick, Chief Gregory
Subject: RE: Red Cross Smoke Detector Program

Ms. Hinson,

We have worked with the Red Cross Sound the Alarm program in the past and plan to be a part of their next event currently planned for May. Our role is to accompany their teams of volunteers while they canvas a targeted area. These events essentially mirror our existing program of choosing an area and knocking on doors testing smoke alarms, which we replace free of charge if there is not protection in the home. They do a good job of reaching some hard to reach people so we are not opposed to them pursuing the grant. If you need further info, please let me know.
Thanks,

Brian S. Meurer, Lt. Col.
Asst. Chief/ Fire Marshal
Louisville Fire Dept.
502.574.3731
1135 W. Jefferson St.
Louisville KY 40203



From: Frederick, Chief Gregory
Sent: Thursday, February 1, 2018 2:06 PM
To: Meurer, Brian
Subject: Fw: Red Cross Smoke Detector Program

From: Hinson, Erin
Sent: Thursday, February 1, 2018 1:12 PM
To: Frederick, Chief Gregory
Subject: RE: Red Cross Smoke Detector Program

Chief Frederick:

I just wanted to follow up on the email below.

Kentucky Region
FY18 Condensed Budget

	Region Total	SAF	Disaster
REVENUE			
Fundraising and Federated Revenue	5,470,589	204,128	2,283,516
Legacies & Bequests	-	-	-
In-Kind Contributions	387,339	191,946	195,393
Investment Income	-	-	-
Income From Endowments	3,864	-	-
Contracts	5,590,564	349,268	21,637
Products & Services	1,338,394	-	-
Other Revenues	139,100	-	73,500
TOTAL LOCAL BUDGETED REVENUE	12,929,850	745,341	2,574,046
Support from other ARC units	3,389,739	126,484	1,414,935
TOTAL BUDGETED REVENUE	16,319,589	871,825	3,988,981
EXPENSES			
Compensation	8,108,815	385,777	1,389,521
Employee Benefits	2,467,417	123,588	442,646
Travel & Meetings	361,331	27,968	90,952
Financial Assistance	1,622,892	206,774	1,334,866
Supplies	284,896	12,015	73,729
Program Materials	186,755	9,423	22,234
Equipment Maintenance & Rentals	486,897	6,061	75,367
Buildings & Occupancy	610,909	22,319	171,090
Professional Fees	833,932	18,613	89,589
Contractual Services	884,858	46,826	217,021
Depreciation	470,888	12,460	81,967
TOTAL LOCAL BUDGETED EXPENSES	16,319,589	871,825	3,988,981
Support to other ARC units	(0)		
TOTAL BUDGETED EXPENSES	16,319,589	871,825	3,988,981
BUDGETED SURPLUS (DEFICIT)	-	0	0

American Red Cross Kentucky Region
Variance Explanations, Selected Revenues & Expenses
For the Eight Months Ended February 28, 2017

Revenue Summary									
Revenues	Year-To-Date				FY 2017				
	Fav. (Unfav.)		% Actual		Annual Budget	Annual Budget	Remaining Budget	Remaining Budget	Actual vs. Budget Explanation
	Actual	Budget	\$	%					
Federated	189,889	141,861	47,828	33.7	9.6	1,782,475	1,972,164		Federated - United Way Favorable variance \$52,594. •The United Way of Metro Louisville has unbudgeted reimbursement awards of \$81,095, creating a favorable variance. •The United Way of Franklin County has a reduced award creating a \$12,351 unfavorable variance. •The United Way of Mason County has a reduced award , creating a \$10,000 unfavorable variance. •The United Way of Northeast Kentucky has a reduced award , creating a \$5,000 unfavorable variance. •Three other United Way gifts are net unfavorable \$1,150. Federated - CFC and Other unfavorable \$4,766.
Corporations and Government	1,451,857	1,491,557	(39,700)	(2.7)	72.6	548,625	2,000,482		Monetary Contribution explanations being handled by fundraising
Foundations	232,311	203,815	28,496	14.0	56.3	180,329	412,640		Monetary Contribution explanations being handled by fundraising
Individual Giving	978,286	664,577	313,709	47.2	99.9	1,291	979,577		Monetary Contribution explanations being handled by fundraising
Budget Relieving In-Kind	110,000	100,000	10,000	10.0	110.0	(10,000)	100,000		Budget and Actual amount of \$100k for the Tempur Sealy gift. There is an unbudgeted gift of \$10K from Brown-Forman
Bad Debt Expense-Uncollectible	(5,000)	0	(5,000)	100.0	-	5,000	0		Actual amount is a Bevin pledge write-off.
Total Monetary Contributions	2,767,454	2,459,949	307,505	12.5	79.2	725,245	3,492,699		

Special Events, net	202,836	135,250	67,586	50.0	57.3	151,414	354,250	<p>The Blue Grass Chapter FY17 Disaster Blastier event is net favorable \$46,226. Both revenue and expenses are higher than budgeted, due to higher attendance than expected.</p> <ul style="list-style-type: none"> The Blue Grass Chapter FY18 Disaster Blastier event has a net favorable timing variance of \$15,120. The Louisville Area Chapter Wrapped in Red event is net favorable \$37,249, creating a favorable timing variance. The Louisville Area Chapter FY17 Bales Humanitarian Gala is net unfavorable \$19,426. Both revenue and expenses were less than budgeted, due to lower than anticipated attendance. The Louisville Area Chapter Valentines Gala event has a net unfavorable timing variance of \$11,903. The Eastern Kentucky FY16 Heroes Hoedown event has carryover revenue of \$250, creating a favorable variance. The Louisville Area Chapter FY16 Run for the Red has carryover revenue of \$70, creating a favorable variance. <p>Based on the final results of the FY17 Disaster Blastier and FY17 Bales Gala, along with the FY16 carryover revenue for the Heroes Hoedown and Run for the Red, the Region could end the year approximately \$27,000 favorable, if all remaining events come in at budget.</p>
	3,159,979	2,737,060	422,919	15.3	54.3	2,659,134	5,819,113	
Total Fundraising Revenue								
Legacies & Bequests	383,703	804,953	(421,250)	(52.3)	28.4	969,159	1,352,862	<p>Actual Legacies and Bequests YTD consist of:</p> <p>W. Hanger \$226,210.</p> <p>D. Gore \$101,582.</p> <p>Letcher Family \$16,768</p> <p>R. Walton \$9,374</p> <p>Mize Trust \$8,787</p> <p>J. Caldwell \$7,952</p> <p>L. Hemdon \$5,955.</p> <p>P. Heck \$4,530.</p> <p>J. Sims \$1,761</p> <p>J. Chandler \$784</p>
Income from Endowment	2,577	2,576		0.0	66.7	1,287	3,864	Immaterial Variance
Contracts	3,358,613	3,451,374	(96,761)	(2.7)	64.5	1,850,418	5,209,031	<p>Transportation activity in the Blue Grass Chapter is unfavorable \$98,242. This is partially due to providing 2,060 less client trips than budgeted through February. There is also \$39,800 in disincentives that are contributing to the unfavorable variance. FAST activity in the Louisville Area Chapter is favorable \$9,686. This is a timing variance. Red Cross Chapter is unfavorable \$4,205</p>

Other Misc Revenue	27,505	28,000	(495)	(1.8)	49.1	28,495	56,000	Immaterial Variance
Rents	6,125	6,400	(275)	(4.3)	63.8	3,475	9,600	Immaterial Variance
Total Other Revenue	33,630	34,400	(770)	(2.2)	51.3	31,970	65,600	
Total Revenues	6,938,502	7,030,363	(91,861)	(1.3)	55.7	5,511,968	12,450,470	

Expense Summary									
Expenses	Year-To-Date				FY 2017				vs. Budget Explanation
	Actual	Budget	Fav. (Unfav.) vs. Budget		% Actual vs. Annual		Annual Budget		
			\$	%	Budget	Remaining			
Salaries & Wages	3,532,005	3,819,165	287,160	7.5	59.6	2,390,861	5,922,866	Vacant positions are causing the favorable variance, but the savings is being partially eroded by unbudgeted overtime and shift differential pay. The overtime pay is a result of several open FTE positions in the transportation program. As of February 28th, the Region has 23.38 open budgeted FTE positions. Of the open budgeted FTE positions, 9 are in the transportation program, 11.38 are in the FAST program, 2 are in Fundraising, and 1 is a community services caseworker. At the current run rate, the Region is trending to a \$431,000 favorable variance for FY17.	
Employee Benefits	991,565	1,112,445	120,880	10.9	57.4	734,809	1,726,374	69% (or \$83,198) of the YTD variance is in Community Services, and is related to open positions and part-time employees choosing not to participate in the benefit program. Benefits are a function of salaries. However, the YTD favorable variance percentage is slightly higher in benefits than in salaries due to overtime, as overtime results in a lower benefit amount than does straight time. At the current run rate, the Region is trending to a \$181,000 favorable variance for FY17.	
Travel	66,802	87,685	20,883	23.8	47.1	75,185	141,967	Immaterial Variance	

CACs and DOs	688,346	657,494	(30,852)	(4.7)	69.9	296,801	985,147	Rate Variance - YTD unfavorable variance \$74,612. The per case average is \$66 more than the budgeted amount of \$547. (1,122 cases x \$66 per case.) Volume Variance - YTD favorable variance \$43,760. The Region had 80 less cases than the budgeted amount of 1,202 through February. (Budget per case \$547 x 80 less cases than budgeted.)
All Other Financial Assistance	76,901	79,411	2,510	3.2	68.4	35,457	112,358	Immaterial Variance
Total Financial Assistance	765,247	736,905	(28,342)	(3.8)	69.7	332,258	1,097,505	
Supplies	45,059	91,048	45,989	50.5	32.6	93,174	138,233	The majority of the variance is in the Disaster Services department at \$42,198 favorable. The Pillowcase Project is \$24,000 YTD favorable, and the remainder of Disaster Services is YTD favorable \$18,198. These are both timing variances.
Program Materials	36,803	24,494	(12,309)	(50.3)	87.0	5,491	42,294	Immaterial Variance
Minor Equipment Purchases	14,153	33,250	19,097	57.4	41.8	19,847	34,000	Immaterial Variance
Equipment Maintenance & Rental	246,975	292,966	45,991	15.7	60.1	164,270	411,245	The LexTran program is favorable \$41,271 in Automotive Maintenance. There was \$58,000 budgeted in December for the local match and associated equipment for 7 new vehicles for the LexTran program, but the expenses have been delayed to March or April
Buildings & Occupancy	353,204	335,203	(18,001)	(5.4)	70.7	146,570	499,774	Immaterial Variance
Professional Services	55,755	98,450	42,695	43.4	31.8	119,845	175,600	Advertising and Promotion is YTD favorable \$14,545. This is a timing variance. This variance is mainly in Communications. Expenses for Radio and TV PSA's for the 100th anniversary will occur later in the fiscal year. Professional Fees is YTD favorable \$28,150. Of this, LexTran program expenses are favorable \$26,866. This is also a timing variance, as not all of the Routematch expenses have been recorded.
Contractual Services	34,256	22,700	(11,556)	(50.9)	89.7	3,949	38,205	Immaterial Variance

Depreciation & Amortization	317,466	296,194	(21,272)	(7.2)	71.9	124,088	441,554	Depreciation is outside of Regional oversight
	6,459,289	6,950,505	491,216	7.4	60.5	4,210,328	10,669,817	
Total Expenses								



Department of the Treasury
Internal Revenue Service

P.O. Box 2508
Cincinnati OH 45201

In reply refer to: 0248360116
June 09, 2016 LTR 4205C 0
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BODC: TE

AMERICAN NATIONAL RED CROSS
SHARED SERVICES CENTER
X JENNIFER HAWKINS
431 18TH ST NW
WASHINGTON DC 20006

06345

Employer Identification Number: [REDACTED]
Person to Contact: Customer Service
Toll Free Telephone Number: 1-877-829-5500

Dear Taxpayer:

This is in response to your May 31, 2016, request for information regarding your tax-exempt status. You have represented that you are a chapter, branch or auxiliary of the American National Red Cross.

Our records indicate that in December 1938, the American National Red Cross was held to be exempt from Federal income tax under section 101(6) of the Internal Revenue Act of 1938, which now corresponds to section 501(c)(3) of the Internal Revenue Code. In a subsequent determination, the American Red Cross was classified as a publicly supported organization described in sections 509(a)(1) and 170(b)(1)(a)(vi) of the Code.

Even though the American National Red Cross was issued an individual ruling, this ruling covers its chapters, branches, and auxiliaries.

Donors may deduct contributions to you as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to them or for their use are deductible for Federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

If you have any questions, please call us at the telephone number shown in the heading of this letter.

Sincerely yours,

Doris P. Kenwright

Doris Kenwright, Operation Mgr.
Accounts Management Operations I

**Exempt Organization Declaration and Signature for
Electronic Filing**

OMB No. 1545-1879

For calendar year 2015, or tax year beginning 07/01, 2015, and ending 06/30, 20 16**2015**Department of the Treasury
Internal Revenue Service

For use with Forms 990, 990-EZ, 990-PF, 1120-POL, and 8868

Name of exempt organization

Employer identification number

AMERICAN NATIONAL RED CROSS & ITS CONSTI**Part I Type of Return and Return Information (Whole Dollars Only)**

Check the box for the type of return being filed with Form 8453-EO and enter the applicable amount, if any, from the return. If you check the box on line 1a, 2a, 3a, 4a, or 5a below and the amount on that line of the return being filed with this form was blank, then leave line 1b, 2b, 3b, 4b, or 5b, whichever is applicable, blank (do not enter -0-). If you entered -0- on the return, then enter -0- on the applicable line below. Do not complete more than one line in Part I.

1a Form 990 check here ▶ <input checked="" type="checkbox"/>	b Total revenue, if any (Form 990, Part VIII, column (A), line 12) . . .	1b <u>2618203252</u>
2a Form 990-EZ check here ▶ <input type="checkbox"/>	b Total revenue, if any (Form 990-EZ, line 9)	2b _____
3a Form 1120-POL check here ▶ <input type="checkbox"/>	b Total tax (Form 1120-POL, line 22)	3b _____
4a Form 990-PF check here ▶ <input type="checkbox"/>	b Tax based on investment income (Form 990-PF, Part VI, line 5)	4b _____
5a Form 8868 check here ▶ <input type="checkbox"/>	b Balance due (Form 8868, Part I, line 3c or Part II, line 8c)	5b _____

Part II Declaration of Officer

6 ☐ I authorize the U.S. Treasury and its designated Financial Agent to initiate an Automated Clearing House (ACH) electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the organization's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment.

☐ If a copy of this return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I certify that I executed the electronic disclosure consent contained within this return allowing disclosure by the IRS of this Form 990/990-EZ/990-PF (as specifically identified in Part I above) to the selected state agency(ies).

Under penalties of perjury, I declare that I am an officer of the above named organization and that I have examined a copy of the organization's 2015 electronic return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the organization's electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the organization's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund.

Sign
Here

Signature of officer

Date

CFO
Title**Part III Declaration of Electronic Return Originator (ERO) and Paid Preparer (see instructions)**

I declare that I have reviewed the above organization's return and that the entries on Form 8453-EO are complete and correct to the best of my knowledge. If I am only a collector, I am not responsible for reviewing the return and only declare that this form accurately reflects the data on the return. The organization officer will have signed this form before I submit the return. I will give the officer a copy of all forms and information to be filed with the IRS, and have followed all other requirements in Pub. 4163, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns. If I am also the Paid Preparer, under penalties of perjury I declare that I have examined the above organization's return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. This Paid Preparer declaration is based on all information of which I have any knowledge.

ERO's
Use
OnlyERO's
signatureFirm's name (or
yourself if self-employed),
address, and ZIP code

KPMG LLP

1676 INTERNATIONAL DRIVE MCLEAN VA 22102

Date

5-10-17

Check if
also paid
preparer ☒Check if
self-
employed ☐

ERO's SSN or PTIN

Phone no. 703-286-8000

Under penalties of perjury, I declare that I have examined the above return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. Declaration of preparer is based on all information of which the preparer has any knowledge.

Paid
Preparer
Use Only

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if
self-employed

PTIN

Firm's name

Firm's EIN

Firm's address

Phone no.

For Privacy Act and Paperwork Reduction Act Notice, see back of form.

Form **8453-EO** (2015)

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990 and its instructions is at www.irs.gov/form990.

A For the 2015 calendar year, or tax year beginning **07/01, 2015**, and ending **06/30, 2016**

B Check if applicable:

<input type="checkbox"/> Address change	C Name of organization AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT CHAPTERS AND BRANCHES	D Employer identification number
<input type="checkbox"/> Name change	Doing Business As	
<input type="checkbox"/> Initial return	Number and street (or P.O. box if mail is not delivered to street address) Room/suite	E Telephone number
<input type="checkbox"/> Terminated	431 18TH STREET, NW	(202) 303-4498
<input type="checkbox"/> Amended return	City or town, state or province, country, and ZIP or foreign postal code	
<input type="checkbox"/> Application pending	WASHINGTON, DC 20006-5009	
	F Name and address of principal officer: GAIL MCGOVERN	G Gross receipts \$ 3,128,439,444.
	430 17TH ST. NW WASHINGTON, DC 20006	H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
		H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No
		If "No," attach a list. (see instructions)
	I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527	H(c) Group exemption number ▶
	J Website: ▶ WWW.REDCROSS.ORG	
	K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶	L Year of formation: 1900 M State of legal domicile: DC

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: THE AMERICAN NATIONAL RED CROSS PREVENTS AND ALLEVIATES HUMAN SUFFERING IN THE FACE OF EMERGENCIES BY MOBILIZING THE POWER OF VOLUNTEERS AND THE GENEROSITY OF DONORS.	
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.	
	3 Number of voting members of the governing body (Part VI, line 1a)	3 14.
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4 13.
	5 Total number of individuals employed in calendar year 2015 (Part V, line 2a)	5 21,345.
	6 Total number of volunteers (estimate if necessary)	6 314,000.
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a -1,731,661.
7b Net unrelated business taxable income from Form 990-T, line 34	7b -2,179,093.	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year 660,035,659. Current Year 637,862,655.
	9 Program service revenue (Part VIII, line 2g)	1,925,059,348. 1,878,941,932.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	108,404,719. 82,149,226.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	33,172,893. 19,249,439.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	2,726,672,619. 2,618,203,252.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	184,496,599. 166,332,465.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0. 0.
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,524,387,895. 1,414,123,443.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0. 0.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 169,675,811.	
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	1,177,118,874. 1,099,148,041.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	2,886,003,368. 2,679,603,949.
19 Revenue less expenses. Subtract line 18 from line 12	-159,330,749. -61,400,697.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year 3,486,142,571. End of Year 3,235,806,694.
	21 Total liabilities (Part X, line 26)	1,892,332,242. 2,250,133,837.
	22 Net assets or fund balances. Subtract line 21 from line 20	1,593,810,329. 985,672,857.

Part II Signature Block

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

Sign Here

Signature of officer: *Brian J. Rhoads* Date: **5/11/17**

BRIAN J. RHOADS CFO

Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name: **RAYMOND LY** Preparer's signature: *Raymond Ly* Date: **5-10-17** Check ☐ if PTIN ☐ if self-employed

Firm's name ▶ **KPMG LLP** Firm's EIN ▶ **703-286-8000**

Firm's address ▶ **1676 INTERNATIONAL DRIVE MCLEAN, VA 22102** Phone no. **703-286-8000**

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

For Paperwork Reduction Act Notice, see the separate instructions.

Form **990** (2015)

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► **File a separate application for each return.**► **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **1**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

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

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐ **2**

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

		Enter filer's identifying number, see instructions
Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	American National Red Cross & Its Constituent Chapters and Branches	
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	431 18TH STREET, NW	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	WASHINGTON, DC 20006-5009	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► **FINANCIAL MANAGEMENT**

Telephone No. ► 203-303-5852

Fax No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐ **3**
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until FEBRUARY 15, 20 17, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☐ calendar year 20 or

► ☒ tax year beginning JULY 1, 20 15, and ending JUNE 30, 20 16.

- 2** If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box. ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return. See instructions.	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions. AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT CHAPTERS AND BRANCHES	Employer identification number (EIN) or
	Number, street, and room or suite no. If a P.O. box, see instructions. 431 18TH STREET, NW	Social security number (SSN)
City, town or post office, state, and ZIP code. For a foreign address, see instructions. WASHINGTON, DC 20006-5009		

Enter the Return code for the return that this application is for (file a separate application for each return) **01**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **FINANCIAL MANAGEMENT**
Telephone No. **203 303-5852** Fax No.
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- I request an additional 3-month extension of time until **05/15**, 20 **17**.
- For calendar year , or other tax year beginning **07/01**, 20 **15**, and ending **06/30**, 20 **16**.
- If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- State in detail why you need the extension **INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.**

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	0.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **▶** Title **▶** PAID PREPARERDate **▶** 2-9-17

Form 8868 (Rev. 1-2014)

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

THE AMERICAN RED CROSS PREVENTS AND ALLEVIATES HUMAN SUFFERING IN THE
FACE OF EMERGENCIES BY MOBILIZING THE POWER OF VOLUNTEERS AND THE
GENEROSITY OF DONORS.

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.

4a (Code:) (Expenses \$ 1,736,307,437. including grants of \$) (Revenue \$ 1,746,335,909.)
BIOMEDICAL SERVICES - SEE SCHEDULE O

4b (Code:) (Expenses \$ 308,477,875. including grants of \$ 95,272,302.) (Revenue \$)
DOMESTIC DISASTER SERVICES - SEE SCHEDULE O

4c (Code:) (Expenses \$ 148,308,943. including grants of \$ 1,205,863.) (Revenue \$ 132,606,023.)
HEALTH & SAFETY SERVICES - SEE SCHEDULE O

4d Other program services (Describe in Schedule O.) ATTACHMENT 1
(Expenses \$ 200,463,561. including grants of \$ 69,854,300.) (Revenue \$)

4e Total program service expenses 2,393,557,816.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A.	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I.		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II.	X	
5 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? If "Yes," complete Schedule C, Part III.		X
6 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? If "Yes," complete Schedule D, Part I.		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II.		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III.	X	
9 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? If "Yes," complete Schedule D, Part IV.		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V.	X	
11 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.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI.	X	
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? If "Yes," complete Schedule D, Part VII.	X	
c Did the organization report an amount for investments-program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII.		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX.		X
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X.	X	
f 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)? If "Yes," complete Schedule D, Part X.	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII.		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional.	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E.		X
14a Did the organization maintain an office, employees, or agents outside of the United States?	X	
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? If "Yes," complete Schedule F, Parts I and IV.	X	
15 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? If "Yes," complete Schedule F, Parts II and IV.	X	
16 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? If "Yes," complete Schedule F, Parts III and IV.		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions).		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II.	X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III.	X	

Part IV Checklist of Required Schedules (continued)

	Yes	No
20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H.		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		
21 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? If "Yes," complete Schedule I, Parts I and II.		X
22 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? If "Yes," complete Schedule I, Parts I and III.	X	
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J.	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a.	X	
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		X
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		X
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		X
25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I.		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I.		X
26 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? If "Yes," complete Schedule L, Part II.		X
27 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? If "Yes," complete Schedule L, Part III.		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV.		X
b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV.		X
c 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? If "Yes," complete Schedule L, Part IV.		X
29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M.	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M.		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I.		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II.		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I.	X	
34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1.	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	X	
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)? If "Yes," complete Schedule R, Part V, line 2.	X	
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2.		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI.		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O.	X	

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response or note to any line in this Part V X

		Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	1a 3,644		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	1b 0.		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	X	
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a 21,345		
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2b	X	
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).			
3a Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a	X	
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	X	
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a	X	
b If "Yes," enter the name of the foreign country: ▶			
See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).			
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b		X
c If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	5c		
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6a		X
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b		
7 Organizations that may receive deductible contributions under section 170(c).			
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a	X	
b If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b	X	
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c		X
d If "Yes," indicate the number of Forms 8282 filed during the year	7d		
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e		X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f		X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h	X	
8 Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?	8		
9 Sponsoring organizations maintaining donor advised funds.			
a Did the sponsoring organization make any taxable distributions under section 4966?	9a		
b Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?	9b		
10 Section 501(c)(7) organizations. Enter:			
a Initiation fees and capital contributions included on Part VIII, line 12	10a		
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.	10b		
11 Section 501(c)(12) organizations. Enter:			
a Gross income from members or shareholders	11a		
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b		
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a		
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year.	12b		
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
a Is the organization licensed to issue qualified health plans in more than one state?	13a		
Note. See the instructions for additional information the organization must report on Schedule O.			
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		
c Enter the amount of reserves on hand	13c		
14a Did the organization receive any payments for indoor tanning services during the tax year?	14a		X
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 line 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 ☒ X**Section A. Governing Body and Management**

	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year	14	
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 Enter the number of voting members included in line 1a, above, who are independent	13	
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	X	
5 Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6 Did the organization have members or stockholders?	X	
7a 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?	X	
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	X	
b Each committee with authority to act on behalf of the governing body?	X	
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

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

	Yes	No
10a Did the organization have local chapters, branches, or affiliates?	X	
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?	X	
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
b Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	X	
13 Did the organization have a written whistleblower policy?	X	
14 Did the organization have a written document retention and destruction policy?	X	
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official	X	
b Other officers or key employees of the organization	X	
If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
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 Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 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: ►

JENNIFER HAWKINS 430 17TH STREET NW WASHINGTON, DC 20006

202-303-5028

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck if Schedule O contains a response or note to any line in this Part VII. ☒ X**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, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's former directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

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

☐ 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) AJAY BANGA BOARD MEMBER	3.00 0.	X						0.	0.	0.
(2) AFSANEH BESCHLOSS BOARD MEMBER	4.00 0.	X						0.	0.	0.
(3) RICHARD K. DAVIS BOARD MEMBER	6.00 0.	X						0.	0.	0.
(4) ALLAN I. GOLDBERG BOARD MEMBER	4.00 0.	X						0.	0.	0.
(5) JAMES W. KEYES BOARD MEMBER	5.00 0.	X						0.	0.	0.
(6) JOSEPH E. MADISON BOARD MEMBER	4.00 0.	X						0.	0.	0.
(7) BONNIE MCELVEEN-HUNTER BOARD MEMBER	15.00 0.	X						0.	0.	0.
(8) SUZANNE NORA JOHNSON BOARD MEMBER	5.00 0.	X						0.	0.	0.
(9) RICHARD C. PATTON BOARD MEMBER	4.00 0.	X						0.	0.	0.
(10) LAURENCE E. PAUL BOARD MEMBER	5.00 0.	X						0.	0.	0.
(11) MELANIE R. SABELHAUS BOARD MEMBER	4.00 0.	X						0.	0.	0.
(12) CAROL B. TOME BOARD MEMBER	2.00 0.	X						0.	0.	0.
(13) GAIL MCGOVERN PRESIDENT	60.00 0.	X		X				502,364.	0.	31,630.
(14) DAVID A. THOMAS BOARD MEMBER	3.00 0.	X						0.	0.	0.

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			
(15) TINA M. TYLER BOARD MEMBER	4.00 0.	X						0.	0.	0.
(16) JENNIFER BAILEY BOARD MEMBER	4.00 0.	X						0.	0.	0.
(17) ENRIQUE A. CONTERNO BOARD MEMBER	4.00 0.	X						0.	0.	0.
(18) DENNIS M. WOODSIDE BOARD MEMBER	4.00 0.	X						0.	0.	0.
(19) BRIAN RHOA CHIEF FINANCIAL OFFICER	60.00 0.			X				427,809.	0.	44,898.
(20) DAVID MELTZER GENERAL COUNSEL	60.00 0.			X				342,700.	0.	24,972.
(21) JENNIFER HAWKINS CORPORATE SECRETARY	60.00 0.			X				194,850.	0.	21,621.
(22) MELISSA HURST CHIEF HUMAN RESOURCES OFFICER	60.00 0.				X			326,595.	0.	41,388.
(23) CLIFFORD HOLTZ PRESIDENT, HUMANITARIAN SVCS	60.00 0.			X				388,283.	0.	31,726.
(24) SHAUN GILMORE PRESIDENT, BIOMEDICAL SERVICES	60.00 0.				X			509,960.	0.	43,126.
(25) JAMES C. HROUDA EXEC VP, BIOMED SERVICES	60.00 0.				X			492,030.	0.	40,122.
1b Sub-total								502,364.	0.	31,630.
c Total from continuation sheets to Part VII, Section A								6,348,878.	0.	526,237.
d Total (add lines 1b and 1c)								6,851,242.	0.	557,867.

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 **1248**

3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual

	Yes	No
3	X	
4	X	
5		X

4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual

5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person

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
ATTACHMENT 2		

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization **310**

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			
(26) NEAL LITVACK CHIEF MARKETING OFFICER	60.00 0.				X			314,000.	0.	41,273.
(27) CHRISTINA SAMSON CHIEF INVESTMENT OFFICER	60.00 0.				X			457,191.	0.	31,887.
(28) GREG WILLIAMSON CHIEF INVESTMENT OFFICER	60.00 0.				X			572,646.	0.	25,058.
(29) ANNE SHELTON DEPUTY CHIEF INVESTMENT OFFICE	60.00 0.					X		474,633.	0.	29,091.
(30) BENJAMIN SPINDLER CEO DELTA BLOOD BANK	60.00 0.					X		598,237.	0.	33,300.
(31) KATHRYN WALDMAN SVP, QUALITY & REG AFFAIRS	60.00 0.					X		374,041.	0.	34,211.
(32) JOHN MCMASTER PRESIDENT, PHSS	60.00 0.					X		372,811.	0.	36,159.
(33) MARGARET DYER CHIEF MARKETING OFFICER	60.00 0.					X		371,711.	0.	32,491.
(34) DALE BATEMAN SVP, CHIEF AUDIT EXECUTIVE	60.00 0.						X	131,381.	0.	14,914.
1b Sub-total										
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)										

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 **1248**

3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual

	Yes	No
3	X	
4	X	
5		X

4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual

5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person

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

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

Part VIII Statement of RevenueCheck 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	65,859,182.			
	b	Membership dues	1b				
	c	Fundraising events	1c	23,920,912.			
	d	Related organizations	1d				
	e	Government grants (contributions)	1e	51,980,625.			
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	496,101,936.			
	g	Noncash contributions included in lines 1a-1f: \$		19,448,777.			
	h	Total. Add lines 1a-1f		637,862,655.			
Program Service Revenue				Business Code			
	2a	BIOMEDICAL PRODUCTS AND SERVICES	541900	1,746,335,909.	1,746,335,909.		
	b	OTHER PRODUCTS AND SERVICES	900099	132,606,023.	132,606,023.		
	c						
	d						
	e						
	f	All other program service revenue					
	g	Total. Add lines 2a-2f		1,878,941,932.			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts).		46,101,344.		-1,885,267.	47,986,611.
	4	Income from investment of tax-exempt bond proceeds		0.			
	5	Royalties		0.			
			(i) Real	(ii) Personal			
	6a	Gross rents	20,737,699.				
	b	Less: rental expenses	31,218.				
	c	Rental income or (loss)	20,706,481.				
	d	Net rental income or (loss)		20,706,482.		36,120.	20,670,362.
	7a	Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other			
			510,658,346.	27,598,121.			
	b	Less: cost or other basis and sales expenses	471,419,464.	30,789,121.			
	c	Gain or (loss)	39,238,882.	-3,191,000.			
	d	Net gain or (loss)		36,047,882.			36,047,882.
	8a	Gross income from fundraising events (not including \$ 23,920,912. of contributions reported on line 1c). See Part IV, line 18	a	4,779,128.			
	b	Less: direct expenses	b	7,955,099.			
	c	Net income or (loss) from fundraising events		-3,175,971.			-3,175,971.
	9a	Gross income from gaming activities. See Part IV, line 19	a	72,902.			
b	Less: direct expenses	b	41,290.				
c	Net income or (loss) from gaming activities		31,612.			31,612.	
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		0.				
Miscellaneous Revenue			Business Code				
11a	OTHER MISCELLANEOUS REVENUE	900099	1,687,316.	1,569,830.	117,486.		
b							
c							
d	All other revenue						
e	Total. Add lines 11a-11d		1,687,316.				
12	Total revenue. See instructions.		2,618,203,252.	1,880,511,762.	-1,731,661.	101,560,496.	

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 ☐**Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.**

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	0.			
2 Grants and other assistance to domestic individuals. See Part IV, line 22	104,814,146.	104,814,146.		
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16	61,518,319.	61,518,319.		
4 Benefits paid to or for members	0.			
5 Compensation of current officers, directors, trustees, and key employees	5,108,275.	1,241,936.	3,508,214.	358,125.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0.			
7 Other salaries and wages	1,112,886,481.	989,468,060.	46,639,745.	76,778,676.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	51,367,143.	45,674,563.	2,154,041.	3,538,539.
9 Other employee benefits	158,097,333.	140,115,101.	7,075,245.	10,906,987.
10 Payroll taxes	86,664,211.	76,806,891.	3,878,437.	5,978,883.
11 Fees for services (non-employees):				
a Management	119,965.	107,355.	5,131.	7,479.
b Legal	4,418,636.	4,418,636.		
c Accounting	1,428,456.	1,278,302.	61,096.	89,058.
d Lobbying	276,986.	247,870.	11,847.	17,269.
e Professional fundraising services. See Part IV, line 17.	0.			
f Investment management fees	0.			
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)	219,966,880.	141,880,584.	34,073,012.	44,013,284.
12 Advertising and promotion	18,769,045.	17,540,318.		1,228,727.
13 Office expenses	93,227,695.	89,106,747.	1,116,342.	3,004,606.
14 Information technology	39,659,154.	35,490,332.	1,696,248.	2,472,574.
15 Royalties	0.			
16 Occupancy	68,812,151.	65,503,649.	1,152,786.	2,155,716.
17 Travel	59,995,678.	53,044,011.	2,714,836.	4,236,831.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials	0.			
19 Conferences, conventions, and meetings	5,466,737.	4,833,309.	247,373.	386,055.
20 Interest	39,460,880.	35,312,899.	1,687,768.	2,460,213.
21 Payments to affiliates	0.			
22 Depreciation, depletion, and amortization	61,823,186.	52,446,987.	4,693,190.	4,683,009.
23 Insurance	37,847,529.	33,869,138.	1,618,764.	2,359,627.
24 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.)				
a BIOMEDICAL PROGRAM SUPPLIES	414,603,450.	414,603,450.		
b OTHER PROGRAM SUPPLIES & MAT	29,664,622.	21,871,016.	3,369,568.	4,424,038.
c OTHER ASSISTANCE	3,606,991.	2,364,197.	666,679.	576,115.
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	2,679,603,949.	2,393,557,816.	116,370,322.	169,675,811.
26 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)	0.			

Part X Balance Sheet

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

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	119,321,973.	1	83,343,554.
	2 Savings and temporary cash investments	397,845,033.	2	475,623,874.
	3 Pledges and grants receivable, net	84,761,996.	3	75,102,497.
	4 Accounts receivable, net	191,582,186.	4	197,120,615.
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L	0.	5	0.
	6 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	0.	6	0.
	7 Notes and loans receivable, net	0.	7	0.
	8 Inventories for sale or use	71,554,590.	8	38,179,100.
	9 Prepaid expenses and deferred charges	273,019,086.	9	278,876,558.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 1844797969.		
	b Less: accumulated depreciation.	10b 914,967,694.		
		962,131,010.	10c	929,830,275.
	11 Investments - publicly traded securities	648,051,697.	11	517,442,221.
	12 Investments - other securities. See Part IV, line 11	737,875,000.	12	640,288,000.
	13 Investments - program-related. See Part IV, line 11	0.	13	0.
	14 Intangible assets	0.	14	0.
15 Other assets. See Part IV, line 11	0.	15	0.	
16 Total assets. Add lines 1 through 15 (must equal line 34)	3,486,142,571.	16	3,235,806,694.	
Liabilities	17 Accounts payable and accrued expenses	260,977,043.	17	251,737,000.
	18 Grants payable	0.	18	0.
	19 Deferred revenue	0.	19	0.
	20 Tax-exempt bond liabilities	120,571,350.	20	89,242,600.
	21 Escrow or custodial account liability. Complete Part IV of Schedule D	0.	21	0.
	22 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	0.	22	0.
	23 Secured mortgages and notes payable to unrelated third parties	7,943.	23	7,498.
	24 Unsecured notes and loans payable to unrelated third parties	524,401,996.	24	513,699,498.
	25 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	986,373,910.	25	1,395,447,241.
	26 Total liabilities. Add lines 17 through 25	1,892,332,242.	26	2,250,133,837.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	49,676,214.	27	-424,452,033.
	28 Temporarily restricted net assets	751,529,004.	28	602,314,390.
	29 Permanently restricted net assets	792,605,111.	29	807,810,500.
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	1,593,810,329.	33	985,672,857.
	34 Total liabilities and net assets/fund balances.	3,486,142,571.	34	3,235,806,694.

Form 990 (2015)

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	2,618,203,252.
2	Total expenses (must equal Part IX, column (A), line 25)	2	2,679,603,949.
3	Revenue less expenses. Subtract line 2 from line 1	3	-61,400,697.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	1,593,810,329.
5	Net unrealized gains (losses) on investments	5	-146,385,449.
6	Donated services and use of facilities	6	0.
7	Investment expenses	7	0.
8	Prior period adjustments	8	0.
9	Other changes in net assets or fund balances (explain in Schedule O)	9	-400,351,326.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	985,672,857.

Part XII Financial Statements and ReportingCheck if Schedule O contains a response or note to any line in this Part XII ☐

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

Form **990** (2015)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

▶ Attach to Form 990 or Form 990-EZ.

▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2015

Open to Public
Inspection

Name of the organization **AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT**

Employer identification number

CHAPTERS AND BRANCHES

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

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

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E (Form 990 or 990-EZ).)
- 3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: _____
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 ☐ An organization that normally receives: (1) more than 33 1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).** See **section 509(a)(3).** Check the box in lines 11a through 11d that describes the type of supporting organization and complete lines 11e, 11f, and 11g.
- a ☐ **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**
- b ☐ **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**
- c ☐ **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**
- d ☐ **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**
- e ☐ Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.
- f Enter the number of supported organizations
- g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above (see instructions))	(iv) Is the organization (listed in your governing document?)		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
(A)						
(B)						
(C)						
(D)						
(E)						
Total						

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2015

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
 (Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2011	(b) 2012	(c) 2013	(d) 2014	(e) 2015	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	741,190,737.	1,133,413,010.	788,226,198.	660,035,660.	637,862,655.	3,960,728,260.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0.
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0.
4 Total. Add lines 1 through 3	741,190,737.	1,133,413,010.	788,226,198.	660,035,660.	637,862,655.	3,960,728,260.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f).						0.
6 Public support. Subtract line 5 from line 4.						3,960,728,260.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2011	(b) 2012	(c) 2013	(d) 2014	(e) 2015	(f) Total
7 Amounts from line 4	741,190,737.	1,133,413,010.	788,226,198.	660,035,660.	637,862,655.	3,960,728,260.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	46,546,564.	44,935,982.	45,653,603.	64,037,255.	66,839,044.	268,012,448.
9 Net income from unrelated business activities, whether or not the business is regularly carried on	2,378,528.	984,755.	1,209,134.	2,362,466.	-2,179,093.	4,755,790.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) . ATCH. 1	12,064,041.	10,107,683.	9,690,523.	11,483,427.	4,852,030.	48,197,704.
11 Total support. Add lines 7 through 10						4,281,694,202.
12 Gross receipts from related activities, etc. (see instructions)					12	10,604,963,672.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2015 (line 6, column (f) divided by line 11, column (f))	14	92.50 %
15 Public support percentage from 2014 Schedule A, Part II, line 14	15	93.14 %
16a 33 1/3% support test - 2015. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input checked="" type="checkbox"/>
b 33 1/3% support test - 2014. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
17a 10%-facts-and-circumstances test - 2015. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
b 10%-facts-and-circumstances test - 2014. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		<input type="checkbox"/>

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II.
If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2011	(b) 2012	(c) 2013	(d) 2014	(e) 2015	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b.						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2011	(b) 2012	(c) 2013	(d) 2014	(e) 2015	(f) Total
9 Amounts from line 6.						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here. <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2015 (line 8, column (f) divided by line 13, column (f)).	15	%
16 Public support percentage from 2014 Schedule A, Part III, line 15.	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2015 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2014 Schedule A, Part III, line 17	18	%
19a 33 1/3% support tests - 2015. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
b 33 1/3% support tests - 2014. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ► <input type="checkbox"/>		

Part IV Supporting Organizations

(Complete only if you checked a box in line 11 of Part I. If you checked 11a of Part I, complete Sections A and B. If you checked 11b of Part I, complete Sections A and C. If you checked 11c of Part I, complete Sections A, D, and E. If you checked 11d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.		
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).		
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? If "Yes," answer (b) and (c) below.		
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? If "Yes," describe in Part VI when and how the organization made the determination.		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? If "Yes," explain in Part VI what controls the organization put in place to ensure such use.		
4a Was any supported organization not organized in the United States ("foreign supported organization")? If "Yes," and if you checked 11a or 11b in Part I, answer (b) and (c) below.		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.		
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI , including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).		
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
c Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? If "Yes," provide detail in Part VI .		
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).		
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? If "Yes," provide detail in Part VI .		
b Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? If "Yes," provide detail in Part VI .		
c Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? If "Yes," provide detail in Part VI .		
10a Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If "Yes," answer 10b below.		
b Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)		

Part IV Supporting Organizations (continued)

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?	11a	
b A family member of a person described in (a) above?	11b	
c A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in Part VI .	11c	

Section B. Type I Supporting Organizations

	Yes	No
1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.	1	
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.	2	

Section C. Type II Supporting Organizations

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).	1	

Section D. All Type III Supporting Organizations

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?	1	
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).	2	
3 By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.	3	

Section E. Type III Functionally-Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions):		
<input type="checkbox"/>	The organization satisfied the Activities Test. Complete line 2 below.	
<input type="checkbox"/>	The organization is the parent of each of its supported organizations. Complete line 3 below.	
<input type="checkbox"/>	The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions).	
2 Activities Test. Answer (a) and (b) below.		
a	Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.	2a
b	Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.	2b
3 Parent of Supported Organizations. Answer (a) and (b) below.		
a	Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in Part VI .	3a
b	Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard.	3b

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

- 1 ☐ Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970. See instructions. All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1 Net short-term capital gain	1		
2 Recoveries of prior-year distributions	2		
3 Other gross income (see instructions)	3		
4 Add lines 1 through 3	4		
5 Depreciation and depletion	5		
6 Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6		
7 Other expenses (see instructions)	7		
8 Adjusted Net Income (subtract lines 5, 6 and 7 from line 4)	8		

Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1 Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):			
a Average monthly value of securities	1a		
b Average monthly cash balances	1b		
c Fair market value of other non-exempt-use assets	1c		
d Total (add lines 1a, 1b, and 1c)	1d		
e Discount claimed for blockage or other factors (explain in detail in Part VI):			
2 Acquisition indebtedness applicable to non-exempt-use assets	2		
3 Subtract line 2 from line 1d	3		
4 Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions).	4		
5 Net value of non-exempt-use assets (subtract line 4 from line 3)	5		
6 Multiply line 5 by .035	6		
7 Recoveries of prior-year distributions	7		
8 Minimum Asset Amount (add line 7 to line 6)	8		

Section C - Distributable Amount		Current Year
1 Adjusted net income for prior year (from Section A, line 8, Column A)	1	
2 Enter 85% of line 1	2	
3 Minimum asset amount for prior year (from Section B, line 8, Column A)	3	
4 Enter greater of line 2 or line 3	4	
5 Income tax imposed in prior year	5	
6 Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6	
7 <input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions).		

Schedule A (Form 990 or 990-EZ) 2015

**Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)**

Section D - Distributions			Current Year
1	Amounts paid to supported organizations to accomplish exempt purposes		
2	Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity		
3	Administrative expenses paid to accomplish exempt purposes of supported organizations		
4	Amounts paid to acquire exempt-use assets		
5	Qualified set-aside amounts (prior IRS approval required)		
6	Other distributions (describe in Part VI). See instructions.		
7	Total annual distributions. Add lines 1 through 6.		
8	Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions.		
9	Distributable amount for 2015 from Section C, line 6		
10	Line 8 amount divided by Line 9 amount		

Section E - Distribution Allocations (see instructions)		(i) Excess Distributions	(ii) Underdistributions Pre-2015	(iii) Distributable Amount for 2015
1	Distributable amount for 2015 from Section C, line 6			
2	Underdistributions, if any, for years prior to 2015 (reasonable cause required-see instructions)			
3	Excess distributions carryover, if any, to 2015:			
a				
b				
c				
d	From 2013			
e	From 2014			
f	Total of lines 3a through e			
g	Applied to underdistributions of prior years			
h	Applied to 2015 distributable amount			
i	Carryover from 2010 not applied (see instructions)			
j	Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4	Distributions for 2015 from Section D, line 7: \$			
a	Applied to underdistributions of prior years			
b	Applied to 2015 distributable amount			
c	Remainder. Subtract lines 4a and 4b from 4.			
5	Remaining underdistributions for years prior to 2015, if any. Subtract lines 3g and 4a from line 2 (if amount greater than zero, see instructions).			
6	Remaining underdistributions for 2015. Subtract lines 3h and 4b from line 1 (if amount greater than zero, see instructions).			
7	Excess distributions carryover to 2016. Add lines 3j and 4c.			
8	Breakdown of line 7:			
a				
b				
c	Excess from 2013			
d	Excess from 2014			
e	Excess from 2015			

Schedule A (Form 990 or 990-EZ) 2015

Part VI **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).ATTACHMENT 1

SCHEDULE A, PART II - OTHER INCOME

DESCRIPTION	2011	2012	2013	2014	2015	TOTAL
SPECIAL EVENT & GAMING REVENUE	12,064,041.	10,107,683.	9,690,523.	11,483,427.	4,852,030.	48,197,704.
TOTALS	<u>12,064,041</u>	<u>10,107,683</u>	<u>9,690,523</u>	<u>11,483,427</u>	<u>4,852,030</u>	<u>48,197,704</u>

Schedule of Contributors

OMB No. 1545-0047

2015

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

Name of the organization

AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT
CHAPTERS AND BRANCHES

Employer identification number

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☒ 501(c)(3) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☐ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☐ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☒ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization **AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT CHAPTERS AND BRANCHES**

Employer identification number

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1		\$ 26,339,916.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2		\$ 20,315,674.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Employer identification number [REDACTED]

[illegible]

Name of organization **AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT CHAPTERS AND BRANCHES**

Employer identification number

Part III **Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor.** Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

2015

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

For Organizations Exempt From Income Tax Under section 501(c) and section 527

▶ **Complete if the organization is described below.** ▶ **Attach to Form 990 or Form 990-EZ.**
▶ **Information about Schedule C (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.**

If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization **AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT**

Employer identification number

CHAPTERS AND BRANCHES

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.

2 Political expenditures ▶ \$

3 Volunteer hours

Part I-B Complete if the organization is exempt under section 501(c)(3).

1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ \$

2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? ☐ Yes ☐ No

4a Was a correction made? ☐ Yes ☐ No

b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$

3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$

4 Did the filing organization file Form 1120-POL for this year? ☐ Yes ☐ No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule C (Form 990 or 990-EZ) 2015

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A** Check ☐ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).
- B** Check ☐ if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)			
b Total lobbying expenditures to influence a legislative body (direct lobbying)			
c Total lobbying expenditures (add lines 1a and 1b)			
d Other exempt purpose expenditures			
e Total exempt purpose expenditures (add lines 1c and 1d)			
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.			
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:		
Not over \$500,000	20% of the amount on line 1e.		
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.		
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.		
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.		
Over \$17,000,000	\$1,000,000.		
g Grassroots nontaxable amount (enter 25% of line 1f)			
h Subtract line 1g from line 1a. If zero or less, enter -0-			
i Subtract line 1f from line 1c. If zero or less, enter -0-			
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		<input type="checkbox"/> Yes	<input type="checkbox"/> No

4-Year Averaging Period Under section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below.

See the separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2012	(b) 2013	(c) 2014	(d) 2015	(e) Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column (e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Schedule C (Form 990 or 990-EZ) 2015

Schedule C (Form 990 or 990-EZ) 2015

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes," response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?	X		
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?	X		
c Media advertisements?	X		
d Mailings to members, legislators, or the public?	X		40,905.
e Publications, or published or broadcast statements?	X		250.
f Grants to other organizations for lobbying purposes?		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body?	X		230,849.
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?	X		4,072.
i Other activities?	X		910.
j Total. Add lines 1c through 1i			276,986.
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		X	
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?		
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?		
3 Did the organization agree to carry over lobbying and political expenditures from the prior year?		

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No," OR (b) Part III-A, line 3, is answered "Yes."

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (see instructions); and Part II-B, line 1. Also, complete this part for any additional information.

SEE PAGE 4

**Part IV Supplemental Information (continued)**

PART II-B LOBBYING ACTIVITY

THE AMERICAN NATIONAL RED CROSS PARTICIPATES IN LOBBYING AND OTHER PUBLIC POLICY ADVOCACY ACTIVITIES AT THE FEDERAL AND STATE LEVELS (WITHIN THE LIMITS SET BY IRS REGULATIONS) ON ISSUES THAT ARE RELATED TO THE ORGANIZATION'S MISSION INCLUDING: BIOMEDICAL SERVICES; HOMELAND SECURITY, AND ALL-HAZARDS PREPAREDNESS AND RESPONSE; PUBLIC HEALTH AND SAFETY; EMERGENCY COMMUNICATION SERVICES TO THE ARMED FORCES; INTERNATIONAL SERVICES; AND THE REGULATION OF NONPROFIT ORGANIZATIONS. THESE ACTIVITIES INCLUDE PREPARING AND PRESENTING WRITTEN AND ORAL TESTIMONY AT LEGISLATIVE HEARINGS AT THE FEDERAL AND STATE LEVELS; COMMUNICATING WITH POLICYMAKERS AND THEIR STAFF THROUGH MEETINGS AND BRIEFINGS, AND ISSUING PUBLIC STATEMENTS RELATED TO PENDING LEGISLATION AND REGULATION.

THE AMERICAN NATIONAL RED CROSS DOES NOT CONTRIBUTE TO OR PARTICIPATE IN ELECTION CAMPAIGNS. IT DOES NOT ENDORSE CANDIDATES FOR ELECTIVE OFFICE, NOR DOES IT PUBLISH OR DISTRIBUTE INFORMATION THAT DIRECTLY OR INDIRECTLY ENDORSES OR OPPOSES A CANDIDATE.

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ 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.

▶ Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2015

Open to Public
Inspection

Name of the organization AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT

Employer identification number

CHAPTERS AND BRANCHES

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 a 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.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

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

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

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

6 Staff and volunteer hours devoted to monitoring, inspecting, 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)? ☐ Yes ☐ 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 in Form 990, Part VIII, line 1 ▶ \$

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

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenue included in 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.

Schedule D (Form 990) 2015

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

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:

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

2a Did the organization include an amount on Form 990, Part X, line 21, 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 on 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	1014382039.	982,209,039.	891,312,039.	828,070,039.	830,414,039.
b Contributions	22,824,000.	27,700,000.	19,594,000.	19,233,000.	22,060,000.
c Net investment earnings, gains, and losses	-31,976,000.	38,138,000.	103,271,000.	75,352,000.	6,174,000.
d Grants or scholarships					
e Other expenditures for facilities and programs	36,155,000.	33,665,000.	31,968,000.	31,343,000.	30,578,000.
f Administrative expenses					
g End of year balance	969,075,039.	1014382039.	982,209,039.	891,312,039.	828,070,039.

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 ☐ 100.0000 %

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 ☐ Yes ☒ No

(ii) related organizations ☐ Yes ☒ No

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

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		122,155,231.		122,155,231.
b Buildings		1056570681.	459,110,156.	597,460,525.
c Leasehold improvements		82,943,709.	64,457,292.	18,486,417.
d Equipment		562,644,578.	391,400,246.	171,244,332.
e Other		20,483,770.		20,483,770.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				929,830,275.

Schedule D (Form 990) 2015

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	536,000.	ATTACHMENT 1
(2) Closely-held equity interests		
(3) Other		
(A) ALTERNATIVE INVESTMENTS	639,752,000.	FMV
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 12.) ▶	640,288,000.	

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)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

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)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	

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		
(2) PENSION AND POST-RETIREMENT BENEFIT	1,106,822,163.	
(3) SECURITIZATION & MISC LIABILITIES	129,126,265.	
(4) INSURANCE (LOSS RESERVES & CLAIMS)	132,264,570.	
(5) SPLIT-INTEREST AGREEMENT LIABILITY	27,234,243.	
(6)		
(7)		
(8)		
(9)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	1,395,447,241.	

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 ☒

1		Total revenue, gains, and other support per audited financial statements	1	2113402470.
2		Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	2a	Net unrealized gains (losses) on investments	-146,385,449.	
b	2b	Donated services and use of facilities	41,904,775.	
c	2c	Recoveries of prior year grants		
d	2d	Other (Describe in Part XIII.)	-400,351,326.	
e		Add lines 2a through 2d	2e	-504,832,000.
3		Subtract line 2e from line 1	3	2618234470.
4		Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	4a	Investment expenses not included on Form 990, Part VIII, line 7b		
b	4b	Other (Describe in Part XIII.)	-31,218.	
c		Add lines 4a and 4b	4c	-31,218.
5		Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	2618203252.

1	Total expenses and losses per audited financial statements			1	2721539942.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a	41,904,775.		
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIII.)	2d			
e	Add lines 2a through 2d			2e	41,904,775.
3	Subtract line 2e from line 1			3	2679635167.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII.)	4b	-31,218.		
c	Add lines 4a and 4b			4c	-31,218.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)			5	2679603949.

SEE PAGE 5

Part XIII Supplemental Information (continued)

SCHEDULE D, PART III, LINE 1A

THE AMERICAN RED CROSS ELECTED NOT TO INCLUDE THE VALUE OF THE ART ON THE BALANCE SHEET UNDER FASB 116.

SCHEDULE D, PART V

ENDOWMENT FUNDS

IN ACCORDANCE WITH ITS CONGRESSIONAL CHARTER, THE AMERICAN NATIONAL RED CROSS HAS MAINTAINED AN ENDOWMENT FUND SINCE 1905 WHICH IS KEPT AND INVESTED UNDER THE MANAGEMENT AND CONTROL OF A BOARD OF TRUSTEES ELECTED BY THE BOARD OF GOVERNORS. THE BYLAWS OF THE ORGANIZATION STATE THAT WHENEVER A GIFT IS DESIGNATED BY THE DONOR TO BE PERMANENTLY RETAINED, THE GIFT SHALL BE RECEIVED AND HELD IN THE ENDOWMENT FUND. THE AMERICAN NATIONAL RED CROSS MAKES DISTRIBUTIONS FROM INCOME EARNED ON THE ENDOWMENT FUND FOR CURRENT OPERATIONS.

SCHEDULE D, PART X

OTHER LIABILITIES ASC 740 (FORMER FIN 48)

ON JULY 1, 2007, THE AMERICAN NATIONAL RED CROSS ADOPTED THE PROVISIONS OF ACCOUNTING STANDARDS CODIFICATION (ASC) TOPIC 740, ACCOUNTING FOR UNCERTAINTY IN INCOME TAXES. ASC 740 REQUIRES THAT A TAX POSITION BE RECOGNIZED ON A 'MORE-LIKELY-THAN-NOT' THRESHOLD. THIS APPLIES TO POSITIONS TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN. THE IMPLEMENTATION OF ASC 740 HAD NO IMPACT ON THE AMERICAN NATIONAL RED CROSS AUDITED STATEMENT OF FINANCIAL POSITION OR STATEMENT OF ACTIVITIES. THE RED CROSS DOES NOT BELIEVE ITS FINANCIAL STATEMENTS INCLUDE (OR REFLECT) ANY UNCERTAIN TAX POSITIONS.

Part XIII Supplemental Information (continued)

SCHEDULE D, PART XI, LINE 2D & 4B AND PART XII, LINE 2D

OTHER

THIS AMOUNT REPRESENTS EMPLOYEE RETIREMENT SYSTEM PENSION AND

POST-RETIREMENT BENEFIT PLAN GAINS/LOSSES PER PROVISIONS OF ASC 715

(FORMER FASB 87 AND 106) AND RENTAL REAL ESTATE-RELATED EXPENSES.

ATTACHMENT 1SCHEDULE D, PART VII - INVESTMENTS - FINANCIAL DERIVATIVES

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>COST OR FMV</u>
FINANCIAL DERIVATIVES	536,000.	FMV
TOTALS	<u>536,000.</u>	

**SCHEDULE F
(Form 990)**

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

- Complete if the organization answered "Yes" on Form 990, Part IV, line 14b, 15, or 16.
► Attach to Form 990.
► Information about Schedule F (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2015

**Open to Public
Inspection**

Name of the organization **AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT
CHAPTERS AND BRANCHES**

Employer identification number

Part I General Information on Activities Outside the United States. Complete if the organization answered "Yes" on 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) CENTRAL AMERICA/CARIBBEAN	3.	21.	PROGRAM SERVICES	DISASTER RESPONSE	34,031,814.
(2) NORTH AMERICA			PROGRAM SERVICES	DISASTER RESPONSE	719,282.
(3) SUB-SAHARAN AFRICA	5.	6.	PROGRAM SERVICES	DISASTER RESPONSE	7,604,348.
(4) MIDDLE EAST AND NORTH AFRICA	1.	1.	PROGRAM SERVICES	DISASTER RESPONSE	124,096.
(5) EAST ASIA AND THE PACIFIC	5.	18.	PROGRAM SERVICES	DISASTER RESPONSE	17,389,605.
(6) EUROPE	1.	1.	PROGRAM SERVICES	DISASTER RESPONSE	689,994.
(7) RUSSIA/INDEPENDENT STATES	2.		PROGRAM SERVICES	DISASTER RESPONSE	1,769,085.
(8) SOUTH AMERICA	2.		PROGRAM SERVICES	DISASTER RESPONSE	1,747,796.
(9) SOUTH ASIA	2.	4.	PROGRAM SERVICES	DISASTER RESPONSE	5,372,080.
(10) EUROPE			INVESTMENTS		16,239,224.
(11) CENTRAL AMERICA/CARIBBEAN			INVESTMENTS		821,668.
(12) CENTRAL AMERICA/CARIBBEAN	*		PROGRAM SERVICES	INSURANCE	27,226,336.
(13)					
(14)					
(15)					
(16)					
(17)					
3a Sub-total,	21.	51.			113,735,328.
b Total from continuation sheets to Part I					
c Totals (add lines 3a and 3b)	21.	51.			113,735,328.

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2015

Part II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" on 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.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)			SOUTH AMERICA	DISASTER RESPONSE	22,750.	WIRE			
(2)			RUSSIA/NEWLY IND. STATES	GENERAL HEALTH	76,632.	WIRE			
(3)			EAST ASIA/PACIFIC	DISASTER PREPAREDNESS	30,343.	WIRE			
(4)			EAST ASIA/PACIFIC	DISASTER PREPAREDNESS	256,191.	WIRE			
(5)			CENT. AMERICA/CARIBBEAN	LIVELIHOODS	77,668.	WIRE			
(6)			CENT. AMERICA/CARIBBEAN	DISASTER PREPAREDNESS	302,780.	WIRE			
(7)			RUSSIA/NEWLY IND. STATES	ORGANIZATION DEVELOPMENT	92,000.	WIRE			
(8)			CENT. AMERICA/CARIBBEAN	DISASTER PREPAREDNESS	272,677.	WIRE			
(9)			SUB-SAHARAN AFRICA	DISEASE CONTROL	175,865.	WIRE			
(10)			NORTH AMERICA	GENERAL HEALTH	4,966,774.	WIRE			
(11)			EAST ASIA/PACIFIC	DISASTER PREPAREDNESS	174,607.	WIRE			
(12)			CENT. AMERICA/CARIBBEAN	LIVELIHOODS	1,437,996.	WIRE			
(13)			SOUTH AMERICA	DISASTER PREPAREDNESS	120,142.	WIRE			
(14)			EAST ASIA/PACIFIC	DISASTER PREPAREDNESS	176,761.	WIRE			
(15)			SOUTH AMERICA	DISASTER RESPONSE	266,042.	WIRE			
(16)			CENT. AMERICA/CARIBBEAN	DISASTER PREPAREDNESS	73,200.	WIRE			

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 II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" on 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.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)			CENT. AMERICA/CARIBBEAN	DISASTER PREPAREDNESS	197,670.	WIRE			
(2)			CENT. AMERICA/CARIBBEAN	WATER/SANITATION	6,538.	WIRE			
(3)			SOUTH AMERICA	DISASTER PREPAREDNESS	171,738.	WIRE			
(4)			CENT. AMERICA/CARIBBEAN	DISASTER PREPAREDNESS	203,601.	WIRE			
(5)			CENT. AMERICA/CARIBBEAN	LIVELIHOODS	93,909.	WIRE			
(6)			CENT. AMERICA/CARIBBEAN	LIVELIHOODS	28,206.	WIRE			
(7)			CENT. AMERICA/CARIBBEAN	GENERAL HEALTH	412,159.	WIRE			
(8)			EUROPE/ICELAND/GREENLAND	DISASTER PREPAREDNESS	1,201,912.	WIRE			
(9)			CENT. AMERICA/CARIBBEAN	SHELTER/REBUILDING	5,300,121.	WIRE			
(10)			CENT. AMERICA/CARIBBEAN	LIVELIHOODS	53,972.	WIRE			
(11)			CENT. AMERICA/CARIBBEAN	DISASTER PREPAREDNESS	5,019.	WIRE			
(12)			SOUTH AMERICA	DISASTER PREPAREDNESS	275,790.	WIRE			
(13)			CENT. AMERICA/CARIBBEAN	GENERAL HEALTH	293,598.	WIRE			
(14)			CENT. AMERICA/CARIBBEAN	ORGANIZATION DEVELOPMENT	151,012.	WIRE			
(15)			CENT. AMERICA/CARIBBEAN	ORGANIZATION DEVELOPMENT	2,853,395.	WIRE			
(16)			SUB-SAHARAN AFRICA	GENERAL HEALTH	188,978.	WIRE			

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 II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" on 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.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)			EAST ASIA/PACIFIC	DISASTER PREPAREDNESS	95,927.	WIRE			
(2)			CENT. AMERICA/CARIBBEAN	ORGANIZATION DEVELOPMENT	43,794.	WIRE			
(3)			CENT. AMERICA/CARIBBEAN	LIVELIHOODS	69,828.	WIRE			
(4)			EUROPE/ICELAND/GREENLAND	DISASTER RESPONSE	7,709,403.	WIRE			
(5)			EAST ASIA/PACIFIC	DISASTER RESPONSE	1,026,642.	WIRE			
(6)			CENT. AMERICA/CARIBBEAN	LIVELIHOODS	57,720.	WIRE			
(7)			CENT. AMERICA/CARIBBEAN	DISASTER PREPAREDNESS	249,045.	WIRE			
(8)			RUSSIA/NEWLY IND. STATES	ORGANIZATION DEVELOPMENT	308,926.	WIRE			
(9)			SUB-SAHARAN AFRICA	DISASTER RESPONSE	823,306.	WIRE			
(10)			RUSSIA/NEWLY IND. STATES	ORGANIZATION DEVELOPMENT	78,186.	WIRE			
(11)			CENT. AMERICA/CARIBBEAN	GENERAL HEALTH	118,431.	WIRE			
(12)			EUROPE/ICELAND/GREENLAND	DISASTER PREPAREDNESS	29,190.	WIRE			
(13)			CENT. AMERICA/CARIBBEAN	LIVELIHOODS	1,586,228.	WIRE			
(14)			NORTH AMERICA	DISASTER PREPAREDNESS	56,895.	WIRE			
(15)			EAST ASIA/PACIFIC	ORGANIZATION DEVELOPMENT	232,283.	WIRE			
(16)			SOUTH ASIA	DISASTER RESPONSE	1,870,493.	WIRE			

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 II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" on 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.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)			EUROPE/ICELAND/GREENLAND	DISASTER PREPAREDNESS	210,726.	WIRE			
(2)			EAST ASIA/PACIFIC	DISASTER PREPAREDNESS	40,000.	WIRE			
(3)			CENT. AMERICA/CARIBBEAN	DISASTER PREPAREDNESS	119,701.	WIRE			
(4)			EAST ASIA/PACIFIC	WATER/SANITATION	464,746.	WIRE			
(5)			CENT. AMERICA/CARIBBEAN	DISASTER PREPAREDNESS	53,301.	WIRE			
(6)			SOUTH AMERICA	DISASTER PREPAREDNESS	175,769.	WIRE			
(7)			EAST ASIA/PACIFIC	ORGANIZATION DEVELOPMENT	6,080,383.	WIRE			
(8)			EAST ASIA/PACIFIC	DISASTER PREPAREDNESS	36,293.	WIRE			
(9)			SUB-SAHARAN AFRICA	GENERAL HEALTH	143,976.	WIRE			
(10)			EUROPE/ICELAND/GREENLAND	DISASTER PREPAREDNESS	29,957.	WIRE			
(11)			RUSSIA/NEWLY IND. STATES	GENERAL HEALTH	298,568.	WIRE			
(12)			SUB-SAHARAN AFRICA	ORGANIZATION DEVELOPMENT	287,095.	WIRE			
(13)			EAST ASIA/PACIFIC	DISASTER PREPAREDNESS	183,985.	WIRE			
(14)			SUB-SAHARAN AFRICA	GENERAL HEALTH	7,432.	WIRE			
(15)			SUB-SAHARAN AFRICA	GENERAL HEALTH	120,000.	WIRE			
(16)			SUB-SAHARAN AFRICA	DISASTER PREPAREDNESS	138,336.	WIRE			

- 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 II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" on 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.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)			EUROPE/ICELAND/GREENLAND	DISASTER PREPAREDNESS	1,105,377.	WIRE			
(2)			EUROPE/ICELAND/GREENLAND	ORGANIZATION DEVELOPMENT	38,544.	WIRE			
(3)			CENT. AMERICA/CARIBBEAN	WATER/ SANITATION	289,227.	WIRE			
(4)			CENT. AMERICA/CARIBBEAN	GENERAL HEALTH	89,899.	WIRE			
(5)			SUB-SAHARAN AFRICA	GENERAL HEALTH	1,713,702.	WIRE			
(6)			CENT. AMERICA/CARIBBEAN	LIVELIHOODS/ SHELTER	1,714,197.	WIRE			
(7)			EUROPE/ICELAND/GREENLAND	DISASTER PREPAREDNESS	71,595.	WIRE			
(8)			RUSSIA/NEWLY IND. STATES	DISASTER RESPONSE	337,378.	WIRE			
(9)			CENT. AMERICA/CARIBBEAN	SHELTER/ REBUILDING	473,801.	WIRE			
(10)			EUROPE/ICELAND/GREENLAND	DISASTER RESPONSE	34,653.	WIRE			
(11)			SUB-SAHARAN AFRICA	DISASTER RESPONSE	2,000,000.	WIRE			
(12)			EAST ASIA/PACIFIC	ORGANIZATION DEVELOPMENT	919,877.	WIRE			
(13)			CENT. AMERICA/CARIBBEAN	ORGANIZATION DEVELOPMENT	96,909.	WIRE			
(14)			SUB-SAHARAN AFRICA	ORGANIZATION DEVELOPMENT	168,288.	WIRE			
(15)			SUB-SAHARAN AFRICA	DISASTER RESPONSE	547,561.	WIRE			
(16)									

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" on 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; do not file with Form 990) ☐ 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; do not file with Form 990) ☐ Yes ☒ No

Schedule F (Form 990) 2015

**Part V. Supplemental Information**

Complete this part to 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).

SCHEDULE F, PART I, LINE 2

PROCEDURES FOR MONITORING THE USE OF GRANT FUNDS OUTSIDE THE U.S. BY THE INTERNATIONAL SERVICES DEPARTMENT OF THE AMERICAN RED CROSS HAS AN ESTABLISHED STANDARD OPERATING PROCEDURE WHICH REQUIRES THE USE OF A SUB-RECIPIENT RISK ASSESSMENT FORM WHICH ASSESSES EACH SUB RECIPIENT'S RISK LEVEL (LOW - HIGH) BASED ON ESTABLISHED CRITERIA SUCH AS WORK LOCATION, AWARD AMOUNT, USE OF AN ACCOUNTING SYSTEM, AMONG OTHER ITEMS. THIS RISK ASSESSMENT FORM IS USED AT THE PROPOSAL STAGE, AND THE RISK LEVEL WILL DICTATE THE LEVEL OF FINANCIAL AND NARRATIVE REPORTING REQUIRED BY THE SUB RECIPIENT DURING THE TERM OF THE AWARD. DURING THE TERM OF THE AWARD, THE PARTNER NARRATIVE AND FINANCIAL REPORTS ARE UPLOADED INTO OUR GRANT DATABASE (MONTHLY OR QUARTERLY BASED ON THE PROJECT AGREEMENT) AND MUST BE REVIEWED AND "ACCEPTED". IF THERE ARE ANY OUTSTANDING ISSUES TO BE RESOLVED, THE REPORT IS NOT ACCEPTED UNTIL THESE HAVE BEEN ADDRESSED.

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered "Yes" on Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.

▶ Attach to Form 990 or Form 990-EZ.

▶ Information about Schedule G (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2015

Open to Public
Inspection

Name of the organization **AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT**
CHAPTERS AND BRANCHES

Employer identification number

Part I Fundraising Activities. Complete if the organization answered "Yes" on Form 990, Part IV, line 17.
Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- | | |
|--------------------------------------------------------------------|-------------------------------------------------------------------------|
| a <input type="checkbox"/> Mail solicitations | e <input type="checkbox"/> Solicitation of non-government grants |
| b <input type="checkbox"/> Internet and email solicitations | f <input type="checkbox"/> Solicitation of government grants |
| c <input type="checkbox"/> Phone solicitations | g <input type="checkbox"/> Special fundraising events |
| d <input type="checkbox"/> In-person solicitations | |

2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? ☐ Yes ☐ No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						
Total						

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

Part II Fundraising Events. Complete if the organization answered "Yes" on Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1 GNY GALA (event type)	(b) Event #2 HEROESBRKT CHI (event type)	(c) Other events 316. (total number)	(d) Total events (add col. (a) through col. (c))
Revenue	1 Gross receipts	1,618,516.	1,379,633.	25,701,891.	28,700,040.
	2 Less: Contributions	1,518,266.	1,301,129.	21,101,517.	23,920,912.
	3 Gross income (line 1 minus line 2)	100,250.	78,504.	4,600,374.	4,779,128.
Direct Expenses	4 Cash prizes			34,365.	34,365.
	5 Noncash prizes			251,119.	251,119.
	6 Rent/facility costs	211,651.	49,326.	2,353,027.	2,614,004.
	7 Food and beverages	38,419.	31,827.	2,372,336.	2,442,582.
	8 Entertainment	9,860.	51,395.	955,521.	1,016,776.
	9 Other direct expenses	2,689.	21,833.	1,571,731.	1,596,253.
	10 Direct expense summary. Add lines 4 through 9 in column (d)				7,955,099.
	11 Net income summary. Subtract line 10 from line 3, column (d)				-3,175,971.

Part III Gaming. Complete if the organization answered "Yes" on Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue	1 Gross revenue			72,902.	72,902.
	2 Cash prizes				
Direct Expenses	3 Noncash prizes			41,290.	41,290.
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input checked="" type="checkbox"/> Yes 90.0000% <input type="checkbox"/> No	
	7 Direct expense summary. Add lines 2 through 5 in column (d)				41,290.
	8 Net gaming income summary. Subtract line 7 from line 1, column (d)				31,612.

9 Enter the state(s) in which the organization conducts gaming activities: KY, OH, PA, VA,

a Is the organization licensed to conduct gaming activities in each of these states? ☒ Yes ☐ No

b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? ☐ Yes ☒ No

b If "Yes," explain: _____

- 11 Does the organization conduct gaming activities with nonmembers? ☐ Yes ☒ No
- 12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☒ No
- 13 Indicate the percentage of gaming activity conducted in:
- | | | |
|-------------------------------|-----|------------|
| a The organization's facility | 13a | % |
| b An outside facility | 13b | 100.0000 % |
- 14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ BRIAN RHOA

Address ▶ 430 17TH STREET NW WASHINGTON, DC 20006

- 15 a Does the organization have a contract with a third party from whom the organization receives gaming revenue? ☐ Yes ☒ No
- b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____
- c If "Yes," enter name and address of the third party:

Name ▶

Address ▶

16 Gaming manager information:

Name ▶ N/A

Gaming manager compensation ▶ \$ _____

Description of services provided ▶

☐ Director/officer☐ Employee☐ Independent contractor

17 Mandatory distributions:

- a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☒ No
- b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

Part IV Supplemental Information. Provide the explanation required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also provide any additional information (see instructions).

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.

Department of the Treasury
Internal Revenue Service

▶ Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT
CHAPTERS AND BRANCHES

Employer identification number

Part III 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 III 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.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(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 ▶

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

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2015)

Part III Grants and Other Assistance to Individuals in the United States. 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 DISASTER RELIEF PAYMENTS AND EMERGENCIES		104,814,146.			
2					
3					
4					
5					
6					
7					

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

SCHEDULE I, PART I, LINE 2

MONITORING GRANTS

AMERICAN NATIONAL RED CROSS RESPONDS TO AN AVERAGE OF NEARLY 64,000

DISASTERS LARGE AND SMALL PER YEAR. DISASTER RESPONSE AT THE AMERICAN RED

CROSS HAS ESTABLISHED PROCEDURES FOR PROVIDING FINANCIAL AND MATERIAL

ASSISTANCE TO CLIENTS. DURING THE EMERGENCY PHASE, THE RED CROSS PROVIDES

ASSISTANCE IN THE FORM OF MASS CARE (E.G., FEEDING AND SHELTERING) BASED

ON NEEDS. AS WE MOVE TOWARDS THE RECOVERY PHASE, THE RED CROSS PROVIDES

INDIVIDUAL ASSISTANCE BASED ON VERIFIED NEED AND IDENTIFICATION THROUGH

CASE MANAGEMENT. THE AMERICAN RED CROSS PLACES CONTROL PROCEDURES

Part III Grants and Other Assistance to Individuals in the United States. 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						
2						
3						
4						
5						
6						
7						

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

AROUND MONITORING THE USE OF FINANCIAL ASSISTANCE IN THE UNITED STATES.

DURING THE RECOVERY PHASE, THE RED CROSS PARTNERS WITH OTHER

ORGANIZATIONS TO SUPPORT THE COMMUNITY. ADDITIONALLY THE AMERICAN RED

CROSS CONDUCTS DISASTER PREPAREDNESS PROGRAMS INCLUDING THE INSTALLATION

OF SMOKE DETECTORS AND YOUTH PREPAREDNESS EDUCATION.

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

1	(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
2						
3						
4						
5						
6						
7						

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

SCHEDULE I, PART IV

DISBURSEMENT IN FURTHERANCE OF CHARITABLE PROGRAMS AND GRANTS

PURSUANT TO THE CONGRESSIONAL CHARTER OF THE AMERICAN NATIONAL RED CROSS

36 U.S.C. 3 FIFTH), THE ORGANIZATION CARRIES OUT A SYSTEM OF NATIONAL AND

INTERNATIONAL RELIEF TO MITIGATE OR PREVENT SUFFERING CAUSED BY

DISASTERS. DISASTER VICTIMS QUALIFY TO RECEIVE SUCH ASSISTANCE BASED ON

EITHER OBVIOUS CIRCUMSTANCES, SUCH AS APPARENT NEED FOR FOOD, CLOTHING OR

SHELTER, OR A CASEWORK PROCESS IN WHICH THE NATURE AND EXTENT OF THE

DISASTER-CAUSED NEEDS FOR RED CROSS AID ARE DETERMINED IN THE LIGHT OF

OTHER AVAILABLE RESOURCES. CONTRIBUTIONS TO OTHER ORGANIZATIONS CONSIST

Part III Grants and Other Assistance to Individuals in the United States. 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						
2						
3						
4						
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7						

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

PRIMARILY OF THOSE MADE TO THE INTERNATIONAL COMMITTEE OF THE RED CROSS,

THE INTERNATIONAL FEDERATION OF RED CROSS AND RED CRESCENT SOCIETIES AND

NATIONAL RED CROSS SOCIETIES OF OTHER COUNTRIES. CONTRIBUTIONS MAY BE

MADE FOR A VARIETY OF PURPOSES, INCLUDING REGULAR FINANCIAL SUPPORT AND

DISASTER RELIEF ASSISTANCE. THE AMERICAN RED CROSS HAS ONGOING

RELATIONSHIPS WITH ALL SUCH RED CROSS ORGANIZATIONS WHICH ARE GOVERNED BY

HUMANITARIAN PRINCIPLES AND QUALIFY FOR SUCH ASSISTANCE. DURING DOMESTIC

AND INTERNATIONAL DISASTERS, THE AMERICAN RED CROSS WORKS CLOSELY WITH

OTHER ORGANIZATIONS INCLUDING GOVERNMENT, NON-GOVERNMENT NON-PROFIT

ORGANIZATIONS, AND CORPORATIONS. THE AMERICAN RED CROSS MAY WRITE GRANTS

Part III Grants and Other Assistance to Individuals in the United States. 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					
2					
3					
4					
5					
6					
7					

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

TO NON-PROFIT ORGANIZATIONS DURING LARGE DISASTERS THROUGH A SYSTEMATIC

PROCESS. PURSUANT TO ITS CONGRESSIONAL CHARTER (36 U.S.C. 3 FOURTH), THE

AMERICAN NATIONAL RED CROSS ALSO ACTS IN MATTERS OF VOLUNTARY RELIEF AND

IN ACCORD WITH THE MILITARY AUTHORITIES TO PROVIDE COMMUNICATIONS AND

WELFARE ASSISTANCE TO MEMBERS OF THE ARMED FORCES OF THE UNITED STATES,

THEIR FAMILIES AND VETERANS. ASSISTANCE TO THIS GROUP IS DETERMINED

GENERALLY ON THE BASIS OF THEIR MILITARY, VETERAN OR DEPENDENT STATUS AND

THE PARTICULAR NEEDS RELATED THERETO AS REVEALED THROUGH CASEWORK AND

SIMILAR MEANS.

**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.

OMB No. 1545-0047

2015

**Open to Public
Inspection**

Name of the organization **AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT**

Employer identification number

CHAPTERS AND BRANCHES

Part I Questions Regarding Compensation

1a 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.

- | | |
|--------------------------------------------------------------------|-------------------------------------------------------------------------------------|
| <input type="checkbox"/> First-class or charter travel | <input checked="" type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

b If any of the boxes on 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

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked in line 1a?

3 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.

- | | |
|-------------------------------------------------------------------------|-------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> Compensation committee | <input checked="" type="checkbox"/> Written employment contract |
| <input checked="" type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input checked="" type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 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:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** 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.

Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.

5 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:

- a** The organization?
- b** Any related organization?
- If "Yes" to line 5a or 5b, describe in Part III.

6 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:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 6a or 6b, describe in Part III.

7 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described on lines 5 and 6? If "Yes," describe in Part III.

8 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

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
1b	X	
2	X	
4a	X	
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7	X	
8	X	
9	X	

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2015

Part III 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	(iii) Other reportable compensation				
GAIL MCGOVERN 1 PRESIDENT	500,000.	0.	2,364.	0.	23,600.	8,030.	533,994.	0.
BRIAN RHOA 2 CHIEF FINANCIAL OFFICER	410,000.	17,809.	0.	0.	23,600.	21,298.	472,707.	0.
DALE BATEMAN 3 SVP, CHIEF AUDIT EXECUTIVE	115,385.	0.	15,996.	0.	12,945.	1,969.	146,295.	0.
DAVID MELTZER 4 GENERAL COUNSEL	325,000.	17,481.	219.	0.	19,900.	5,072.	367,672.	0.
JENNIFER HAWKINS 5 CORPORATE SECRETARY	194,850.	0.	0.	0.	13,520.	8,101.	216,471.	0.
MELISSA HURST 6 CHIEF HUMAN RESOURCES OFFICER	316,301.	10,294.	0.	0.	21,000.	20,388.	367,983.	0.
CLIFFORD HOLTZ 7 PRESIDENT, HUMANITARIAN SVCS	358,414.	24,369.	5,500.	0.	15,800.	15,926.	420,009.	0.
SHAUN GILMORE 8 PRESIDENT, BIOMEDICAL SERVICES	480,000.	29,960.	0.	0.	21,000.	22,126.	553,086.	0.
JAMES C. HROUDA 9 EXEC VP, BIOMED SERVICES	458,431.	33,599.	0.	0.	23,600.	16,522.	532,152.	0.
NEAL LITVACK 10 CHIEF MARKETING OFFICER	309,000.	5,000.	0.	0.	21,000.	20,273.	355,273.	0.
CHRISTINA SAMSON 11 CHIEF INVESTMENT OFFICER	224,654.	91,946.	140,591.	0.	21,988.	9,899.	489,078.	0.
ANNE SHELTON 12 DEPUTY CHIEF INVESTMENT OFFICE	294,001.	137,088.	43,544.	0.	18,400.	10,691.	503,724.	0.
BENJAMIN SPINDLER 13 CEO DELTA BLOOD BANK	213,790.	37,648.	346,799.	0.	23,172.	10,128.	631,537.	0.
KATHRYN WALDMAN 14 SVP, QUALITY & REG AFFAIRS	311,468.	62,573.	0.	0.	23,454.	10,757.	408,252.	0.
JOHN MCMASTER 15 PRESIDENT, PHSS	335,563.	37,248.	0.	0.	15,525.	20,634.	408,970.	0.
GREG WILLIAMSON 16 CHIEF INVESTMENT OFFICER	256,923.	300,000.	15,723.	0.	10,600.	14,458.	597,704.	0.
	0.	0.	0.	0.	0.	0.	0.	0.

Schedule J (Form 990) 2016

Part III 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	(iii) Other reportable compensation				
MARGARET DYER CHIEF MARKETING OFFICER	(i) 199,661. (ii) 0.	13,572. 0.	158,478. 0.	158,478. 0.	14,353. 0.	18,138. 0.	404,202. 0.	0. 0.
2								
3								
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16								

Schedule J (Form 990) 2015

Part III Supplemental Information

Complete this part to 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.

SCHEDULE J, PART I, LINE 1A

THE PRESIDENT, HUMANITARIAN SERVICES, RECEIVED A STIPEND OF \$5,500 IN LIEU OF THE EXECUTIVE RELOCATION PROGRAM, WHICH WOULD HAVE BEEN MORE COSTLY, TO HELP DEFRAY COSTS OF TRAVEL TO AND FROM WASHINGTON, DC HQ. THE AMOUNT OF THE STIPEND WAS INCLUDED IN HIS 2015 W-2 AND IS REFLECTED IN THE AMOUNT SHOWN ON SCHEDULE J, PART II, COLUMN B(III).

SCHEDULE J, PART I, LINE 4A

KEY EMPLOYEE, CHIEF INVESTMENT OFFICER, CHRISTINA SAMSON, RECEIVED A SEVERANCE PAYMENT OF \$140,538.50. HIGHLY COMPENSATED EMPLOYEE, CEO DELTA BLOOD BANK, BENJAMIN SPINDLER, RECEIVED A SEVERANCE PAYMENT OF \$306,280.90. HIGHLY COMPENSATED EMPLOYEE, DEPUTY CHIEF INVESTMENT OFFICER, ANN SHELTON, RECEIVED A SEVERANCE PAYMENT OF \$11,769.23. HIGHLY COMPENSATED EMPLOYEE, MARGARET DYER, RECEIVED A SEVERANCE PAYMENT OF \$124,788.50.

SCHEDULE J, PART I, LINE 7

THE AMOUNTS SHOWN IN PART II, COLUMN B (II) FOR THE CHIEF FINANCIAL OFFICER, THE GENERAL COUNSEL, THE CHIEF INVESTMENT OFFICER, THE PRESIDENT

Part III Supplemental Information

Complete this part to 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.

BIOMEDICAL SERVICES, THE EXECUTIVE VP BIOMEDICAL SERVICES, THE PRESIDENT HUMANITARIAN SERVICES, THE CHIEF HUMAN RESOURCES OFFICER AND THE CHIEF MARKETING OFFICER, WHO WAS THE FORMER CHIEF DEVELOPMENT OFFICER, AND FORMER CHIEF INVESTMENT OFFICER, WERE PAID BASED ON WRITTEN VARIABLE INCENTIVE PLANS, PRIOR-YEAR PERFORMANCE AND WERE APPROVED BY THE COMPENSATION COMMITTEE OF THE BOARD. THE AMOUNT SHOWN IN PART II, COLUMN B (II) FOR THE PRESIDENT PHSS WAS PAID BASED ON A WRITTEN VARIABLE INCENTIVE PLAN, PRIOR-YEAR PERFORMANCE AND WAS APPROVED BY THE PRESIDENT AND CEO. THE AMOUNTS SHOWN FOR THE SVP QUALITY & REGULATORY AFFAIRS AND THE SVP, BIOMED OPERATIONS WAS PAID BASED ON A WRITTEN VARIABLE INCENTIVE PLAN, PRIOR-YEAR PERFORMANCE AND WAS APPROVED BY THE PRESIDENT, BIOMEDICAL SERVICES. THE AMOUNT SHOWN FOR THE CEO DELTA BLOOD BANK WAS PAID PURSUANT TO THE PREDECESSOR INCENTIVE PLAN FROM DELTA BLOOD BANK, WHICH WAS ACQUIRED BY THE AMERICAN RED CROSS; AND THE AMOUNT SHOWN FOR THE DEPUTY CHIEF INVESTMENT OFFICER WAS BASED ON A WRITTEN VARIABLE INCENTIVE PLAN, PRIOR-YEAR PERFORMANCE AND WAS APPROVED BY THE CHIEF FINANCIAL OFFICER.

Part III Supplemental Information

Complete this part to 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.

SCHEDULE J, PART I, LINE 8

THE RED CROSS HAS FIVE (5) EMPLOYEES LISTED ON PART VII WHO ARE COVERED BY REG. SECTION 53.4958-4 (A) (3): PRESIDENT AND CEO; PRESIDENT, BIOMEDICAL SERVICES; PRESIDENT, HUMANITARIAN SERVICES; EXECUTIVE VICE PRESIDENT, BIOMEDICAL SERVICES; AND CHIEF INVESTMENT OFFICER. THE ORIGINAL BASE SALARY AMOUNTS PAID TO PERSONS COVERED BY THIS PROVISION AND ANY SUBSEQUENT ANNUAL INCREASES OR OTHER SALARY PAYMENTS ARE DETERMINED BY THE COMPENSATION COMMITTEE OF THE RED CROSS BOARD, AND WERE BASED ON COMPARABLE MARKET DATA AND SUPPORTED BY THE OPINION OF AN OUTSIDE INDEPENDENT COMPENSATION CONSULTANT AND WERE DOCUMENTED IN THE MINUTES OF THE COMMITTEE, ALL IN ACCORDANCE WITH THE REQUIREMENTS FOR THE REBUTTABLE PRESUMPTION OF REASONABLENESS UNDER SECTION 4958 REGULATIONS.

**SCHEDULE K
(Form 990)**

PAGE 1

Supplemental Information on Tax-Exempt Bonds

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information in Part VI.

▶ Attach to Form 990.

▶ Information about Schedule K (Form 990) and its instructions is at www.irs.gov/form990.

Department of the Treasury
Internal Revenue Service

Name of the organization

AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT CHAPTERS AND BRANCHES

Employer identification number

2015

OMB No. 1545-0047

Open to Public Inspection

Part I Bond Issues

(a) Issuer name	(b) Issuer EIN	(c) CUSIP #	(d) Date issued	(e) Issue price	(f) Description of purpose	(g) Defeased		(h) On behalf of issuer		(i) Pooled financing	
						Yes	No	Yes	No	Yes	No
A CONNECTICUT DEVELOPMENT AUTHORITY	06-6000799		12/05/2005	2,303,600.	CURRENT REFUNDING OF PRIOR BONDS		X		X		X
B MARYLAND ECONOMIC DEVELOPMENT CORPORATION	52-1376562		12/02/2003	4,250,000.	LAND ACQUISITION & BUILDING CONSTR				X		X
C ILLINOIS DEVELOPMENT FINANCE AUTHORITY INDUSTRI	37-0988139		02/27/2003	8,000,000.	CONSTRUCTION AND EQUIPPING OF BUI		X		X		X
D THE CAMBERIA COUNTY INDUSTRIAL DEVELOPMENT A	25-1334277		12/01/2015	16,720,000.	CURRENT REFUNDING OF PRIOR BONDS		X		X		X

Part II Proceeds

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
1 Amount of bonds retired		1,064,000.		1,360,000.		1,600,000.		
2 Amount of bonds legally defeased								
3 Total proceeds of issue		2,303,600.		4,250,000.		8,000,000.		16,720,000.
4 Gross proceeds in reserve funds								
5 Capitalized interest from proceeds								
6 Proceeds in refunding escrows								
7 Issuance costs from proceeds		45,149.		29,000.		85,000.		
8 Credit enhancement from proceeds						4,000.		
9 Working capital expenditures from proceeds								
10 Capital expenditures from proceeds				4,221,000.		7,911,000.		
11 Other spent proceeds								
12 Other unspent proceeds								
13 Year of substantial completion	2003		2004		2004		2005	
14 Were the bonds issued as part of a current refunding issue?	X			X		X		X
15 Were the bonds issued as part of an advance refunding issue?		X		X		X		X
16 Has the final allocation of proceeds been made?	X			X		X		X
17 Does the organization maintain adequate books and records to support the final allocation of proceeds?	X			X		X		X

Part III Private Business Use

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
1 Was the organization a partner in a partnership, or a member of an LLC, which owned property financed by tax-exempt bonds?		X		X		X		X
2 Are there any lease arrangements that may result in private business use of bond-financed property?		X		X		X		X

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

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Schedule K (Form 990) 2015

PAGE 60

**SCHEDULE K
(Form 990)**

Department of the Treasury
Internal Revenue Service

Supplemental Information on Tax-Exempt Bonds

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information in Part VI.

▶ Attach to Form 990.

▶ Information about Schedule K (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization **AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT CHAPTERS AND BRANCHES**

Employer identification number

Part I Bond Issues

(a) Issuer name	(b) Issuer EIN	(c) CUSIP #	(d) Date issued	(e) Issue price	(f) Description of purpose	(g) Defeased		(h) On behalf of issuer		(i) Pooled financing	
						Yes	No	Yes	No	Yes	No
A CALIFORNIA INFRASTRUCTURE AND ECONOMIC DEVELO	63-0304653		12/01/2015	33,310,000.	CURRENT REFUNDING OF PRIOR BONDS		X		X		X
B											
C											
D											

Part II Proceeds

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
1 Amount of bonds retired								
2 Amount of bonds legally defeased								
3 Total proceeds of issue		33,310,000.						
4 Gross proceeds in reserve funds								
5 Capitalized interest from proceeds								
6 Proceeds in refunding escrows								
7 Issuance costs from proceeds								
8 Credit enhancement from proceeds								
9 Working capital expenditures from proceeds								
10 Capital expenditures from proceeds								
11 Other spent proceeds								
12 Other unspent proceeds								
13 Year of substantial completion		2005						

14 Were the bonds issued as part of a current refunding issue?	X										
15 Were the bonds issued as part of an advance refunding issue?		X									
16 Has the final allocation of proceeds been made?	X										
17 Does the organization maintain adequate books and records to support the final allocation of proceeds?	X										

Part III Private Business Use

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
1 Was the organization a partner in a partnership, or a member of an LLC, which owned property financed by tax-exempt bonds?								
2 Are there any lease arrangements that may result in private business use of bond-financed property?		X						

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Part III Private Business Use (Continued)

PAGE 1

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
3a Are there any management or service contracts that may result in private business use of bond-financed property?		X		X		X		X
b If "Yes" to line 3a, does the organization routinely engage bond counsel or other outside counsel to review any management or service contracts relating to the financed property?								
c Are there any research agreements that may result in private business use of bond-financed property?		X		X		X		X
d If "Yes" to line 3c, does the organization routinely engage bond counsel or other outside counsel to review any research agreements relating to the financed property?								
4 Enter the percentage of financed property used in a private business use by entities other than a section 501(c)(3) organization or a state or local government ▶		%		%		%		%
5 Enter the percentage of financed property used in a private business use as a result of unrelated trade or business activity carried on by your organization, another section 501(c)(3) organization, or a state or local government ▶		%		%		%		%
6 Total of lines 4 and 5		%		%		%		%
7 Does the bond issue meet the private security or payment test?		X		X		X		X
8a Has there been a sale or disposition of any of the bond-financed property to a nongovernmental person other than a 501(c)(3) organization since the bonds were issued?		X		X		X		X
b If "Yes" to line 8a, enter the percentage of bond-financed property sold or disposed of		%		%		%		%
c If "Yes" to line 8a, was any remedial action taken pursuant to Regulations sections 1.141-12 and 1.145-2?								
9 Has the organization established written procedures to ensure that all nonqualified bonds of the issue are remediated in accordance with the requirements under Regulations sections 1.141-12 and 1.145-2?	X		X		X		X	

Part IV Arbitrage

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
1 Has the issuer filed Form 8038-T, Arbitrage Rebate, Yield Reduction and Penalty in Lieu of Arbitrage Rebate?		X		X		X		X
2 If "No" to line 1, did the following apply?								
a Rebate not due yet?								
b Exception to rebate?	X		X		X		X	
c No rebate due?								
If "Yes" to line 2c, provide in Part VI the date the rebate computation was performed								
3 Is the bond issue a variable rate issue?	X		X		X		X	
4a Has the organization or the governmental issuer entered into a qualified hedge with respect to the bond issue?		X		X		X		X
b Name of provider								
c Term of hedge								
d Was the hedge superintegrated?								
e Was the hedge terminated?								

Part III Private Business Use (Continued)

PAGE 1

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
3a Are there any management or service contracts that may result in private business use of bond-financed property?		X						
b If "Yes" to line 3a, does the organization routinely engage bond counsel or other outside counsel to review any management or service contracts relating to the financed property?								
c Are there any research agreements that may result in private business use of bond-financed property?		X						
d If "Yes" to line 3c, does the organization routinely engage bond counsel or other outside counsel to review any research agreements relating to the financed property?								
4 Enter the percentage of financed property used in a private business use by entities other than a section 501(c)(3) organization or a state or local government ▶		%		%		%		%
5 Enter the percentage of financed property used in a private business use as a result of unrelated trade or business activity carried on by your organization, another section 501(c)(3) organization, or a state or local government ▶		%		%		%		%
6 Total of lines 4 and 5		%		%		%		%
7 Does the bond issue meet the private security or payment test?		X						
8a Has there been a sale or disposition of any of the bond-financed property to a nongovernmental person other than a 501(c)(3) organization since the bonds were issued?		X						
b If "Yes" to line 8a, enter the percentage of bond-financed property sold or disposed of		%		%		%		%
c If "Yes" to line 8a, was any remedial action taken pursuant to Regulations sections 1.141-12 and 1.145-2?								
9 Has the organization established written procedures to ensure that all nonqualified bonds of the issue are remediated in accordance with the requirements under Regulations sections 1.141-12 and 1.145-2?	X							

Part IV Arbitrage

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
1 Has the issuer filed Form 8038-T, Arbitrage Rebate, Yield Reduction and Penalty in Lieu of Arbitrage Rebate?		X						
2 If "No" to line 1, did the following apply?								
a Rebate not due yet?								
b Exception to rebate?	X							
c No rebate due?								
If "Yes" to line 2c, provide in Part VI the date the rebate computation was performed								
3 Is the bond issue a variable rate issue?	X							
4a Has the organization or the governmental issuer entered into a qualified hedge with respect to the bond issue?		X						
b Name of provider								
c Term of hedge								
d Was the hedge superintegrated?								
e Was the hedge terminated?								

Part IV
Arbitrage (Continued)

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
5a Were gross proceeds invested in a guaranteed investment contract (GIC)?		X		X		X		X
b Name of provider								
c Term of GIC								
d Was the regulatory safe harbor for establishing the fair market value of the GIC satisfied?								
6 Were any gross proceeds invested beyond an available temporary period?		X		X		X		X
7 Has the organization established written procedures to monitor the requirements of section 148?	X		X		X		X	

Part V	Procedures To Undertake Corrective Action
--------	-------------------------------------------

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
Has the organization established written procedures to ensure that violations of federal tax requirements are timely identified and corrected through the voluntary closing agreement program if self-remediation is not available under applicable regulations?	X		X		X		X	

Supplemental Information. Provide additional information for responses to questions on Schedule K (see instructions).

1

Office

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
5a Were gross proceeds invested in a guaranteed investment contract (GIC)?								
b Name of provider		X						
c Term of GIC								
d Was the regulatory safe harbor for establishing the fair market value of the GIC satisfied?								
6 Were any gross proceeds invested beyond an available temporary period?		X						
7 Has the organization established written procedures to monitor the requirements of section 148?	X							

Part V	Procedures To Undertake Corrective Action
--------	-------------------------------------------

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
Has the organization established written procedures to ensure that violations of federal tax requirements are timely identified and corrected through the voluntary closing agreement program if self-remediation is not available under applicable regulations?	X							

Part VI	Supplemental Information. Provide additional information for responses to questions on Schedule K (see instructions).

[illegible]

AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT

Part VI Supplemental Information. Provide additional information for responses to questions on Schedule K (see instructions) (Continued)

SCHEDULE M
(Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
▶ Attach to Form 990.
▶ Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2015

**Open To Public
Inspection**

Name of the organization **AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT**

Employer identification number

CHAPTERS AND BRANCHES

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art,				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications	X		154,696.	FMV
5 Clothing and household goods,	X		4,896,409.	FMV
6 Cars and other vehicles	X		81,765.	FMV
7 Boats and planes,				
8 Intellectual property				
9 Securities - Publicly traded				
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles,				
19 Food inventory,	X		6,134,947.	FMV
20 Drugs and medical supplies	X		3,243,429.	FMV
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (VARIOUS)	X		4,937,531.	FMV
26 Other ▶ ()				
27 Other ▶ ()				
28 Other ▶ ()				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement **29** 2.

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	X	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	X	
b If "Yes," describe in Part II.		
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

For Paperwork Reduction Act Notice, see the instructions for Form 990.

Schedule M (Form 990) (2015)

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Part II **Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

SCHEDULE M, PART I, LINE 32B

THE AMERICAN NATIONAL RED CROSS HAS USED A THIRD-PARTY VENDOR FOR VEHICLE
DONATION PROGRAM. THE VENDOR SOLICITS, PROCESSES AND SELLS THE DONATED
VEHICLES.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

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.**

OMB No. 1545-0047

2015

**Open to Public
Inspection**

Name of the organization
AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT
CHAPTERS AND BRANCHES

Employer identification number
[REDACTED]

FORM 990, PART III, STATEMENT OF PROGRAM SERVICE

4A. BIOMEDICAL SERVICES: THE ORGANIZATION COLLECTS, TESTS, AND
DISTRIBUTES APPROXIMATELY 40 PERCENT OF THE NATION'S BLOOD AND BLOOD
COMPONENTS THROUGHOUT THE COUNTRY. IN FISCAL YEAR 2016, THE ORGANIZATION
COLLECTED NEARLY 4.8 MILLION PRODUCTIVE UNITS OF BLOOD FROM ROUGHLY 2.8
MILLION DONORS AND SUPPLIED APPROXIMATELY 2,600 HOSPITALS AND OTHER
FACILITIES WITH BLOOD AND BLOOD PRODUCTS FOR TRANSFUSION.

4B. DOMESTIC DISASTER SERVICES: THE ORGANIZATION RESPONDED TO SEVERAL
LARGE SCALE DISASTERS IN FISCAL YEAR 2016, INCLUDING NOTABLY THE
DEVASTATING FLOODING IN SOUTH CAROLINA (OCTOBER), LOUISIANA (MARCH),
TEXAS (OCTOBER, APRIL-JUNE), WEST VIRGINIA (JUNE), AND TYPHOON SOUDELOR
IN SAIPAN (AUGUST). IN ADDITION TO THOSE RESPONSES THE AMERICAN RED CROSS
HAS ONGOING RECOVERY OPERATIONS IN MANY STATES, INCLUDING SEVERAL STATES
IMPACTED BY WESTERN WILD FIRES IN FY2016.

THROUGH ITS NETWORK OF VOLUNTEERS AND EMPLOYEES IN ALL 50 STATES, THE RED
CROSS RESPONDS TO AN AVERAGE OF NEARLY 64,000 DISASTERS LARGE AND SMALL
PER YEAR, MOST OF WHICH ARE SINGLE AND MULTI-FAMILY HOME FIRES. THE
ORGANIZATION PROVIDES FOOD, SHELTER, BULK DISTRIBUTION ITEMS, EMERGENCY
ASSISTANCE, HEALTH SERVICE, CRISIS INTERVENTIONS AND COMMUNITY
MENTAL-HEALTH DEBRIEFINGS AND/OR OTHER RELATED EMERGENCY CARE TO PERSONS
IN NEED. FOR INDIVIDUALS AND COMMUNITIES AFFECTED BY DISASTERS, THE
SERVICES OF THE AMERICAN RED CROSS BEGIN WITH SAFE SHELTER AND CONTINUED

Name of the organization AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT
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Number

WITH SUPPORT FOR INDIVIDUALS AND FAMILIES RECOVERING FROM DISASTERS.

AS PART OF A NATIONAL HOME FIRE CAMPAIGN, THE AMERICAN RED CROSS
INSTALLED MORE THAN 350,000 SMOKE ALARMS AND TAUGHT MORE THAN 278,000
YOUTH ABOUT PREPAREDNESS IN FY16. THE OVERALL GOAL OF THE CAMPAIGN IS TO
REDUCE THE LOSS OF LIFE DUE TO HOME FIRES BY 25 PERCENT. AS OF JULY 1,
2016 THE RED CROSS CAN CONFIRM AT LEAST 95 LIVES HAVE BEEN SAVED AS THE
RESULT OF THE HOME FIRE CAMPAIGN.

PREPAREDNESS:

THE RED CROSS SUPPORTS PUBLIC PREPAREDNESS THROUGH A COMBINATION OF NEW
TECHNOLOGY, EDUCATION AND AWARENESS CAMPAIGNS, AND DIRECT ACTION:

* OUR HOME FIRE CAMPAIGN INCLUDES A COMPONENT IN WHICH VOLUNTEERS AND
PARTNER ORGANIZATIONS GO DOOR-TO-DOOR TO INSTALL SMOKE ALARMS AND PROVIDE
FIRE-SAFETY EDUCATION IN AT-RISK HOMES NATIONWIDE.

* OUR MESSAGING AND EDUCATIONAL CAMPAIGNS INCLUDE PUBLIC TIPS ON
STAYING SAFE, PRESENTATIONS TO COMMUNITY GROUPS, AND EDUCATION OF YOUTH
IN SCHOOL AND AFTER SCHOOL AROUND HOW THEY CAN BE SAFE.

* OUR EMERGENCY! AND YOUTH-ORIENTED MONSTER GUARD APPS PROVIDE
STATE-OF-THE ART INFORMATION ON WHAT TO DO TO KEEP YOURSELF AND YOUR
FAMILY SAFE FROM COMMON HAZARDS. OUR READY RATING WEBSITE PROVIDES SMALL
AND MIDSIZED BUSINESSES WITH AN AUTOMATED, CUSTOMIZED ASSESSMENT OF THEIR
DISASTER READINESS AND RECOMMENDATIONS FOR IMPROVEMENT.

4C. HEALTH & SAFETY SERVICES: AMERICAN RED CROSS HEALTH AND SAFETY
SERVICES PROVIDES TRAINING PROGRAMS THAT HELP SAVE LIVES AND STRENGTHEN

Name of the organization AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT
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COMMUNITIES--IMPARTING HOPE AND CONFIDENCE ALONG WITH PRACTICAL SKILLS.
IT IS THE PREMIER PROVIDER OF EDUCATION, TRAINING, AND PRODUCTS THAT
ENABLE PEOPLE TO PREVENT, PREPARE FOR AND RESPOND TO DISASTERS AND OTHER
LIFE-THREATENING EMERGENCIES. AMERICAN RED CROSS EMPLOYEES AND REGISTERED
VOLUNTEERS HELP SUSTAIN AND DELIVER HEALTH AND SAFETY PROGRAMS AND
SERVICES INCLUDING: FIRST AID/CPR/AED (WITH AUTOMATED EXTERNAL
DEFIBRILLATION (AED) INFORMATION AND SKILLS) BOTH FOR THE LICENSED
PROFESSIONAL AND THE LAY RESPONDER; AQUATICS (LEARN-TO-SWIM, WATER
SAFETY, LIFEGUARDING, LIFEGUARD MANAGEMENT, AND AQUATIC EXAMINER FACILITY
SERVICES); CAREGIVING (BABYSITTER'S TRAINING, NURSE ASSISTANT TRAINING) .

4D. INTERNATIONAL RELIEF AND DEVELOPMENT SERVICES:

THE ORGANIZATION HELPS VULNERABLE PEOPLE AROUND THE WORLD, PREVENT,
PREPARE FOR, RESPOND TO AND RECOVER FROM DISASTERS, COMPLEX HUMANITARIAN
EMERGENCIES, AND LIFE-THREATENING HEALTH CONDITIONS THROUGH GLOBAL
INITIATIVES AND COMMUNITY-BASED PROGRAMS. WITH A FOCUS ON DISEASE
PREVENTION ON A MASS-SCALE, DISASTER MANAGEMENT, AND THE DISSEMINATION OF
INTERNATIONAL HUMANITARIAN LAW, THE ORGANIZATION PROVIDES RAPID,
EFFECTIVE, AND LARGE-SCALE HUMANITARIAN ASSISTANCE TO THOSE IN NEED. TO
ACHIEVE OUR GOALS, THE ORGANIZATION WORKS WITH OUR PARTNERS IN THE
INTERNATIONAL RED CROSS AND RED CRESCENT MOVEMENT AND OTHER INTERNATIONAL
RELIEF AND DEVELOPMENT AGENCIES TO BUILD LOCAL CAPACITIES, MOBILIZE AND
EMPOWER COMMUNITIES, AND ESTABLISH PARTNERSHIPS.

4D. SERVICE TO THE ARMED FORCES: THE ORGANIZATION PROVIDES MILITARY

Name of the organization AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT
CHAPTERS AND BRANCHES

Employer identification number

MEMBERS, VETERANS, AND THEIR FAMILIES WITH EMERGENCY COMMUNICATIONS
SERVICES, PROGRAMS AND SERVICES FOR THE SICK, WOUNDED AND RECOVERING AT
VETERANS AND MILITARY MEDICAL FACILITIES, JOB TRAINING AND EDUCATION, AND
OTHER VITAL SERVICES FOR U.S. MILITARY FAMILIES AROUND THE WORLD.

FORM 990, PART V, LINE 4B

FOREIGN COUNTRIES FINANCIAL ACCOUNTS

HAITI, KENYA, SOUTH AFRICA, TANZANIA, VIETNAM AND DENMARK

FORM 990, PART VI, SECTION A, LINES 4, 6 & 7A

4. IN FY2016 THE AMERICAN RED CROSS BOARD OF GOVERNORS APPROVED CHANGES
TO THE AMENDED AND RESTATED BYLAWS OF THE AMERICAN NATIONAL RED CROSS
(THE BYLAWS) ONE TIME ON JUNE 16, 2016 TO (1) REFLECT THE CURRENT
STRUCTURE OF THE LOCAL UNITS; (2) REMOVE OUTDATED REFERENCES TO THE BOARD
SIZE TRANSITION PROCESS WHICH WAS COMPLETED IN 2012; (3) CHANGES TO THE
SECTION ON OFFICERS TO MEET CURRENT ORGANIZATIONAL NEEDS; AND (4) OTHER
CHANGES FOR CLARIFICATION AND CONSISTENCY.

6. AS DEFINED IN THE CONGRESSIONAL CHAPTER: "MEMBERSHIP IN THE
CORPORATION IS OPEN TO ALL THE PEOPLE OF THE UNITED STATES AND ITS
TERRITORIES AND POSSESSIONS, ON PAYMENT OF AN AMOUNT SPECIFIED, OR AS
OTHERWISE PROVIDED IN THE BYLAWS."

SECTION 7 OF THE AMENDED AND RESTATED BYLAWS OF THE AMERICAN NATIONAL RED
CROSS DESCRIBES MEMBERSHIP IN THE CORPORATION AND DEFINES MEMBERSHIP AND
THE TERMINATION OF MEMBERSHIP.

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Employer identification number

7A. DELEGATES OF THE CHAPTERS ELECT ALL MEMBERS OF THE GOVERNING BODY
EXCEPT THE CHAIRMAN OF THE BOARD OF GOVERNORS WHO IS APPOINTED BY THE
PRESIDENT OF THE UNITED STATES.

AS MANDATED IN THE CONGRESSIONAL CHARTER, SECTION 4(A)(3)(B)(I): "MEMBERS
OF THE BOARD OF GOVERNORS OTHER THAN THE CHAIRMAN SHALL BE ELECTED AT THE
ANNUAL MEETING OF THE CORPORATION IN ACCORDANCE WITH SUCH PROCEDURES AS
MAY BE PROVIDED IN THE BYLAWS"

FORM 990, PART VI, SECTION B, LINES 11B, 12C & 15B
LINE 11B - THE COMPENSATION AND MANAGEMENT DEVELOPMENT COMMITTEE REVIEWED
THE COMPENSATION PORTIONS OF THE IRS FORM 990 (PART VII AND SCHEDULE J)
DURING A MEETING HELD ON JANUARY 30, 2017. A COPY OF THE FINAL FORM 990
WAS SUBMITTED TO EACH MEMBER OF THE BOARD OF GOVERNORS BEFORE IT WAS
FILED WITH THE IRS.

THE MANAGEMENT REVIEW PROCESS ENTAILS THE CHIEF FINANCIAL OFFICER
COORDINATING THE COMPLETION OF THE IRS FORM 990 WITH THE GENERAL COUNSEL
AND THE CHIEF HUMAN RESOURCES OFFICER FOR FINAL REVIEW BY THE PRESIDENT
AND CEO.

LINE 12C - AS REQUIRED BY SECTION 2.3(A) OF THE AMENDED AND RESTATED
BYLAWS OF THE AMERICAN NATIONAL RED CROSS, ALL MEMBERS OF THE BOARD OF
GOVERNORS MUST ANNUALLY REVIEW AND CERTIFY THE CODE OF BUSINESS ETHICS
AND CONDUCT. ADDITIONALLY, TO DISCLOSE AND REMEDY ACTUAL OR PERCEIVED

Name of the organization AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT
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BUSINESS, FINANCIAL OR PERSONAL CONFLICTS OF INTEREST, EVERY MEMBER OF THE BOARD OF GOVERNORS MUST ALSO COMPLETE A CONFLICT OF INTEREST QUESTIONNAIRE (THE QUESTIONNAIRE) ANNUALLY. OTHER OFFICERS AND KEY EMPLOYEES ARE ALSO REQUIRED TO EXECUTE THE CODE OF BUSINESS ETHICS AND CONDUCT AND THE QUESTIONNAIRE ANNUALLY.

UNDER THE DIRECTION OF THE GENERAL COUNSEL, THE INVESTIGATIONS, COMPLIANCE AND ETHICS DEPARTMENT STAFF COLLECT THE EXECUTED QUESTIONNAIRE FORMS FROM THE MEMBERS OF THE BOARD OF GOVERNORS AND OTHER OFFICERS AND KEY EMPLOYEES. THE INFORMATION DISCLOSED IN THE QUESTIONNAIRE IS REVIEWED AND ACTUAL OR PERCEIVED CONFLICTS OF INTEREST ARE IDENTIFIED. THEY ARE DISCUSSED WITH THE GENERAL COUNSEL WHO DETERMINES ANY NECESSARY REMEDIATION OPTIONS. DEPENDING ON THE MATTER, THE GENERAL COUNSEL OR A STAFF MEMBER FROM THE INVESTIGATIONS, COMPLIANCE AND ETHICS DEPARTMENT DISCUSSES THE CONFLICT AND REMEDIATION WITH THE MEMBER OF THE BOARD OR THE OTHER OFFICER OR KEY EMPLOYEE, AND IF NECESSARY THE PRESIDENT AND CEO OR CHAIRMAN OF THE BOARD. WHERE APPROPRIATE, THE CONFLICT OF INTEREST AND REMEDIATION REGARDING A MEMBER OF THE BOARD ARE INCLUDED IN THE MINUTES OF THE RELEVANT BOARD COMMITTEE OR FULL BOARD MEETING.

THE QUESTIONNAIRE IS ALSO INTENDED TO MONITOR CONFLICTS OF INTEREST ON AN ONGOING BASIS. MEMBERS OF THE BOARD AND OTHER OFFICERS AND KEY EMPLOYEES ARE EXPLICITLY INSTRUCTED THAT THEY HAVE A CONTINUING DUTY TO UPDATE THE QUESTIONNAIRE DURING THE COURSE OF THE YEAR TO REFLECT CHANGES IN ANY BUSINESS, FINANCIAL OR PERSONAL CONFLICTS OF INTEREST. THE SAME PROCESS

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OF REVIEW, DISCUSSION AND FOLLOW-UP ON CONFLICTS OF INTEREST AND
REMEDATION WITH THE BOARD MEMBER OR OTHER OFFICER OR KEY EMPLOYEE WOULD
OCCUR WITH INTERIM DISCLOSURES.

LINE 15B - THE BOARD OF GOVERNORS OF THE AMERICAN RED CROSS HAS DELEGATED
AUTHORITY TO THE COMPENSATION AND MANAGEMENT DEVELOPMENT COMMITTEE (THE
"COMMITTEE") OF THE BOARD TO (1) REVIEW THE COMPENSATION, BENEFITS, AND
INCENTIVE PROGRAM FOR THE CEO; (2) MAKE RECOMMENDATIONS TO THE BOARD FOR
THE CEO'S ANNUAL SALARY, BENEFITS AND INCENTIVE PROGRAM; AND, (3) REVIEW
AND MAKE DETERMINATIONS REGARDING THE COMPENSATION, BENEFITS, AND
INCENTIVE PROGRAMS FOR OTHER SENIOR OFFICERS AND EXECUTIVES OF THE
AMERICAN RED CROSS. THE COMMITTEE IS COMPOSED ENTIRELY OF BOARD MEMBERS
WHO DO NOT HAVE ANY CONFLICTS OF INTEREST. ANNUALLY, THE COMMITTEE
REVIEWS AND APPROVES A LIST OF EXECUTIVES WHO ARE OR MIGHT BE CONSIDERED
"DISQUALIFIED PERSONS" PURSUANT TO IRS SECTION 4958. WITH RESPECT TO
THOSE PERSONS, THE COMMITTEE CONDUCTS ITS ANNUAL REVIEW OF THEIR TOTAL
COMPENSATION AND BENEFITS BASED ON COMPARABLE MARKET DATA. THE COMMITTEE
RETAINS AN OUTSIDE, INDEPENDENT COMPENSATION CONSULTANT TO PROVIDE MARKET
DATA AND REASONABLENESS OPINIONS FOR THE DESIGNATED EXECUTIVES AND IT
RELIES ON SUCH MARKET DATA AND REASONABLENESS OPINIONS IN APPROVING NEW
SALARIES, BENEFITS AND PAYMENT OF BONUSES OR INCENTIVES FOR THE
DESIGNATED PERSONS. THE COMMITTEE ALSO THEN DOCUMENTS ITS DECISIONS AS TO
ANY CHANGES TO BE IMPLEMENTED IN COMPENSATION OR BENEFITS FOR THE
DESIGNATED PERSONS. THE COMMITTEE UNDERTOOK THIS PROCESS FOR ALL OF THE
OFFICERS AND KEY EMPLOYEES REPORTED IN SCHEDULE J WHO ARE CONSIDERED

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"DISQUALIFIED PERSONS" PURSUANT TO IRC SECTION 4958.

FORM 990, PART VI, SECTION C, LINE 19

THE AMERICAN RED CROSS MAKES ITS GOVERNING DOCUMENTS INCLUDING THE CODE
OF BUSINESS ETHICS AND CONDUCT, CONFLICT OF INTEREST QUESTIONNAIRE, AND
THE CONSOLIDATED FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC ON THE
GOVERNANCE PAGE OF ITS WEBSITE, WWW.REDCROSS.ORG

FORM 990, PART XI, LINE 9

PRIMARILY, THIS AMOUNT REPRESENTS EMPLOYEE RETIREMENT PENSION AND
POST-RETIREMENT BENEFIT PLAN LOSSES PER PROVISION OF ASC 715 (FORMER FASB
87 AND 106) IN THE AMOUNT OF -400,351,326.

ATTACHMENT 1

FORM 990, PART III, LINE 4D - OTHER PROGRAM SERVICES

DESCRIPTION	GRANTS	EXPENSES	REVENUE
INTERNATIONAL RELIEF AND DEVELOPMENT SERVICES	61,518,319.	119,709,151.	
COMMUNITY SERVICES	6,731,859.	33,164,623.	
SERVICE TO THE ARMED FORCES	1,604,122.	47,589,787.	
SEE SCHEDULE O FOR DESCRIPTIONS			
TOTALS	69,854,300.	200,463,561.	

ATTACHMENT 2

990, PART VII- COMPENSATION OF THE FIVE HIGHEST PAID IND. CONTRACTORS

NAME AND ADDRESS	DESCRIPTION OF SERVICES	COMPENSATION
RUSS REID COMPANY INCORPORATED 2 NORTH LAKE AVE, SUITE 600 PASADENA, CA 91101	PRINTING AND MAILING	16,103,072.

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Employer identification number

ATTACHMENT 2 (CONT'D)

990, PART VII- COMPENSATION OF THE FIVE HIGHEST PAID IND. CONTRACTORS

NAME AND ADDRESS	DESCRIPTION OF SERVICES	COMPENSATION
UNISYS CORPORATION 801 LAKEVIEW DRIVE, SUITE 100 BLUE BELL, PA 19422	DATA CENTER HOSTING	13,646,063.
TELETECH SERVICES CORPORATION 9197 SOUTH PEORIA STREET ENGLEWOOD, CO 80112	CALL CENTER SERVICES	11,983,027.
ADECCO EMPLOYMENT SERVICES INCORPORATED PO BOX 371084 PITTSBURGH, PA 15250-7084	STAFFING SERVICES	11,267,594.
MAK-SYSTEM CORPORATION 2720 RIVER ROAD, SUITE 225 DES PLAINES, IL 60018	IT CONSULTING	9,539,212.

SCHEDULE R
(Form 990)

AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT 53-0196605

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 www.irs.gov/form990.

Department of the Treasury
Internal Revenue Service

Name of the organization

AMERICAN NATIONAL RED CROSS & ITS CONSTITUENT

CHAPTERS AND BRANCHES

Employer identification number

2015

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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
(1) ARC RECEIVABLES COMPANY LLC 1730 E STREET NW SUITE 330 WASHINGTON, DC 20006 14-1934462	SECURITIZE AR	DE	0.	128722052.	N/A
(2) ARC COMMERCIAL REAL ESTATE, LLC 600 FOREST POINT CIRCLE CHARLOTTE, NC 28273 53-0196605	REAL ESTATE	NC	0.	0.	N/A
(3) DELTA BLOOD BANK, LLC 65 N. COMMERCE STREET STOCKTON, CA 95201 46-3965664	BLOOD BANK	CA	9,599,901.	15,616,159.	N/A
(4)					
(5)					
(6)					

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?
(1)						Yes No
(2)						
(3)						
(4)						
(5)						
(6)						
(7)						

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2015

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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
(1)											
(2)											
(3)											
(4)											
(5)											
(6)											
(7)											

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
(1) BOARDMAN INDEMNITY, LTD CUMBERLAND HOUSE, PO BOX HM 2280 HAMILTON, BD	INSURANCE	BD	N/A	C CORP	33,681,411.	199,364,495.	100.0000	X
(2) POOLED INCOME FUND(2) 431 18TH STREET, NW WASHINGTON, DC 20006	SPLIT INTR AG	DC	N/A	TRUST				X
(3) CHARITABLE REMAINDER TRUST(22) 431 18TH STREET, NW WASHINGTON, DC 20006	SPLIT INTR AG	DC	N/A	TRUST				X
(4) PERPETUAL TRUST(55) 431 18TH STREET, NW WASHINGTON, DC 20006	SPLIT INTR AG	DC	N/A	TRUST				X
(5)								
(6)								
(7)								

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).

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

(a) Name of related organization	(b) Transaction type (a-e)	(c) Amount involved	(d) Method of determining amount involved
(1) BOARDMAN INDEMNITY, LTD	R	33,681,411.	CASH
(2) BOARDMAN INDEMNITY, LTD	S	27,226,336.	CASH
(3)			
(4)			
(5)			
(6)			

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

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

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners section 501(c)(3) organizations?		(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		Yes	No	
(1)													
(2)													
(3)													
(4)													
(5)													
(6)													
(7)													
(8)													
(9)													
(10)													
(11)													
(12)													
(13)													
(14)													
(15)													
(16)													



Part VII Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule R (see instructions).

Request for Taxpayer Identification Number and Certification

► Go to www.irs.gov/FormW9 for instructions and the latest information.

Give Form to the
requester. Do not
send to the IRS.

Print or type.
See Specific instructions on page 3.

1 Name (as shown on your income tax return). Name is required on this line; do not leave this line blank.

American National Red Cross, its Constituent Chapters and Branches

2 Business name/disregarded entity name, if different from above

3 Check appropriate box for federal tax classification of the person whose name is entered on line 1. Check only one of the following seven boxes.

☐ Individual/sole proprietor or single-member LLC

☐ C Corporation

☐ S Corporation

☐ Partnership

☐ Trust/estate

☐ Limited liability company. Enter the tax classification (C=C corporation, S=S corporation, P=Partnership) ►

Note: Check the appropriate box in the line above for the tax classification of the single-member owner. Do not check LLC if the LLC is classified as a single-member LLC that is disregarded from the owner unless the owner of the LLC is another LLC that is not disregarded from the owner for U.S. federal tax purposes. Otherwise, a single-member LLC that is disregarded from the owner should check the appropriate box for the tax classification of its owner.

☒ Other (see instructions) ►

Non-Profit Charitable Organization

4 Exemptions (codes apply only to certain entities, not individuals; see instructions on page 3):

Exempt payee code (if any) _____

Exemption from FATCA reporting code (if any) _____

(Applies to accounts maintained outside the U.S.)

5 Address (number, street, and apt. or suite no.) See instructions.

202 E Street NW

6 City, state, and ZIP code

Washington, DC 20006

7 List account number(s) here (optional)

Requester's name and address (optional)

**Louisville Metro Council
601 W. Jefferson Street
Louisville, KY 40202**

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. The TIN provided must match the name given on line 1 to avoid backup withholding. For individuals, this is generally your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the instructions for Part I, later. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN*, later.

Note: If the account is in more than one name, see the instructions for line 1. Also see *What Name and Number To Give the Requester* for guidelines on whose number to enter.

Social security number

____ - ____ - ____

or

Employer identification number

Part II Certification

Under penalties of perjury, I certify that:

1. The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me); and
2. I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding; and
3. I am a U.S. citizen or other U.S. person (defined below); and
4. The FATCA code(s) entered on this form (if any) indicating that I am exempt from FATCA reporting is correct.

Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the certification, but you must provide your correct TIN. See the instructions for Part II, later.

Sign
Here

Signature of
U.S. person

Date ► **3-20-18**

General Instructions

Section references are to the Internal Revenue Code unless otherwise noted.

Future developments. For the latest information about developments related to Form W-9 and its instructions, such as legislation enacted after they were published, go to www.irs.gov/FormW9.

Purpose of Form

An individual or entity (Form W-9 requester) who is required to file an information return with the IRS must obtain your correct taxpayer identification number (TIN) which may be your social security number (SSN), individual taxpayer identification number (ITIN), adoption taxpayer identification number (ATIN), or employer identification number (EIN), to report on an information return the amount paid to you, or other amount reportable on an information return. Examples of information returns include, but are not limited to, the following.

- Form 1099-INT (interest earned or paid)

- Form 1099-DIV (dividends, including those from stocks or mutual funds)
- Form 1099-MISC (various types of income, prizes, awards, or gross proceeds)
- Form 1099-B (stock or mutual fund sales and certain other transactions by brokers)
- Form 1099-S (proceeds from real estate transactions)
- Form 1099-K (merchant card and third party network transactions)
- Form 1098 (home mortgage interest), 1098-E (student loan interest), 1098-T (tuition)
- Form 1099-C (canceled debt)
- Form 1099-A (acquisition or abandonment of secured property)

Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN.

If you do not return Form W-9 to the requester with a TIN, you might be subject to backup withholding. See What is backup withholding, later.



THE AMERICAN NATIONAL RED CROSS

Consolidated Financial Statements
with Schedule of Operating Revenues and Expenses
for the Kentucky Region

June 30, 2017

(With Independent Auditors' Report Thereon)

THE AMERICAN NATIONAL RED CROSS
Consolidated Financial Statements
with Schedule of Operating Revenues and Expenses
for the Kentucky Region
June 30, 2017

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KPMG LLP
1676 International Drive
McLean, VA 22102

Independent Auditors' Report

The Board of Governors
The American National Red Cross:

We have audited the accompanying consolidated financial statements of The American National Red Cross (the Organization), which comprise the consolidated statement of financial position as of June 30, 2017, and the related consolidated statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of The American National Red Cross as of June 30, 2017, and the changes in their net assets, their functional expenses and their cash flows for the year then ended in accordance with U.S. generally accepted accounting principles.



Report on Summarized Comparative Information

We have previously audited The American National Red Cross 2016 consolidated financial statements, and expressed an unmodified audit opinion on those consolidated financial statements in our report dated October 27, 2016. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2016 is consistent, in all material respects, with the audited consolidated financial statements from which it has been derived.

Other Matter

Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The supplemental information included in the accompanying Schedule is presented for purposes of additional analysis and is not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

KPMG LLP

McLean, Virginia
October 6, 2017, except for the supplemental
information included in the accompanying Schedule, which is
as of December 8, 2017

THE AMERICAN NATIONAL RED CROSS

Consolidated Statement of Financial Position

June 30, 2017
(with comparative information as of June 30, 2016)
(In thousands)

Assets	2017	2016
Current assets:		
Cash and cash equivalents	\$ 122,115	\$ 83,344
Investments (Note 4)	291,923	475,624
Trade receivables, including grants, net of allowance for doubtful accounts of \$2,284 in 2017 and \$2,398 in 2016 (Note 11)	196,593	197,120
Contributions receivable (Note 2)	69,511	66,430
Inventories, net of allowance for obsolescence of \$154 in 2017 and \$833 in 2016	40,708	38,179
Other current assets	37,658	32,226
Total current assets	758,508	892,923
Investments (Note 4)	1,238,862	1,157,730
Contributions receivable (Note 2)	17,135	8,672
Land, buildings, and other property, net (Note 3)	844,567	879,168
Assets held for sale, net (Note 3)	26,078	50,662
Other assets (Note 9)	257,430	246,651
Total assets	3,142,580	3,235,806
Liabilities and Net Assets		
Current liabilities:		
Accounts payable and accrued expenses	237,508	251,737
Current portion of debt (Note 5)	138,745	30,715
Postretirement benefits (Note 10)	3,723	3,665
Other current liabilities (Note 9 and 11)	149,155	141,644
Total current liabilities	529,131	427,761
Debt (Note 5)	506,867	572,234
Pension and postretirement benefits (Note 10)	779,975	1,103,157
Other liabilities (Notes 5 and 9)	130,684	146,981
Total liabilities	1,946,657	2,250,133
Net assets (Notes 7 and 8):		
Unrestricted net assets (deficit):		
Unrestricted cash available for operations, net investment in land, buildings and other property, and other unrestricted net assets	1,102,256	1,300,424
Pension and postretirement benefits and other long term liabilities	(1,352,041)	(1,724,876)
Total Unrestricted net assets (deficit)	(249,785)	(424,452)
Temporarily restricted net assets	608,304	602,314
Permanently restricted net assets	837,404	807,811
Total net assets	1,195,923	985,673
Commitments and contingencies (Notes 4, 5, 6, 10, 11)		
Total liabilities and net assets	\$ 3,142,580	\$ 3,235,806

See accompanying notes to the consolidated financial statements.

THE AMERICAN NATIONAL RED CROSS

Consolidated Statement of Activities

Year ended June 30, 2017
(with summarized information for the year ended June 30, 2016)
(In thousands)

	Unrestricted	Temporarily Restricted	Permanently Restricted	Totals	
				2017	2016
Operating revenues and gains:					
Contributions:					
Corporate, foundation and individual giving	\$ 170,415	\$ 252,254	\$ 47	\$ 422,716	\$ 378,436
United Way and other federated	10,401	45,054	-	55,455	65,860
Legacies and bequests	70,010	25,132	19,482	114,624	96,824
Services and materials	54,745	13,185	-	67,930	61,353
Products and services:					
Biomedical	1,712,031	-	-	1,712,031	1,746,336
Program materials	133,517	-	-	133,517	132,606
Contracts, including federal government	74,578	-	-	74,578	74,119
Investment income (Note 4)	2,231	37,727	-	39,958	85,341
Other revenues	93,380	-	-	93,380	19,263
Net assets released from restrictions	418,935	(418,935)	-	-	-
Total operating revenues and gains	2,740,243	(45,583)	19,529	2,714,189	2,660,138
Operating expenses:					
Program services:					
Services to the Armed Forces	69,335	-	-	69,335	65,231
Biomedical services	1,831,520	-	-	1,831,520	1,736,307
Community services	25,367	-	-	25,367	33,164
Domestic disaster services	372,139	-	-	372,139	332,740
Health and safety services	139,303	-	-	139,303	148,310
International relief and development services	99,760	-	-	99,760	119,709
Total program services	2,537,424	-	-	2,537,424	2,435,461
Supporting services:					
Fund raising	189,623	-	-	189,623	189,676
Management and general	119,736	-	-	119,736	116,402
Total supporting services	309,359	-	-	309,359	286,078
Total operating expenses	2,846,783	-	-	2,846,783	2,721,539
Change in net assets from operations	(106,540)	(45,583)	19,529	(132,594)	(61,401)
Nonoperating investment gains(losses) (Note 4)	20,804	51,573	10,064	82,241	(146,385)
Pension-related changes other than net periodic benefit cost (Note 10)	260,603	-	-	260,603	(400,351)
Change in net assets	174,667	5,990	29,593	210,250	(608,137)
Net assets, beginning of year	(424,452)	602,314	807,811	985,673	1,593,810
Net assets, end of year	\$ (249,785)	\$ 608,304	\$ 837,404	\$ 1,195,923	\$ 985,673

See accompanying notes to the consolidated financial statements.

THE AMERICAN NATIONAL RED CROSS

Statement of Functional Expenses

Year ended June 30, 2017
(with summarized information for the year ended June 30, 2016)
(In thousands)

	Program Services					Total Program Services
	Services to the Armed Forces	Biomedical Services	Community Services	Domestic Disaster Services	Health and Safety Services	International Relief & Development Services
Salaries and wages	\$ 26,938	\$ 766,933	\$ 10,894	\$ 96,645	\$ 51,065	\$ 962,833
Employee benefits	10,924	306,939	4,337	39,190	20,707	390,433
Subtotal	37,862	1,063,872	15,031	135,835	71,772	1,353,266
Travel and maintenance	2,460	27,539	179	26,918	5,307	3,678
Equipment maintenance and rental	792	47,778	938	9,385	1,381	1,667
Supplies and materials	1,287	401,604	1,135	6,495	9,589	61,941
Contractual services	8,521	251,862	3,412	57,339	45,795	421,013
Financial and material assistance	17,056	2,627	4,128	127,017	631	385,009
Depreciation and amortization	1,357	36,238	544	9,150	4,828	197,660
Total expenses	\$ 69,335	\$ 1,831,520	\$ 25,367	\$ 372,139	\$ 139,303	\$ 2,537,424

	Supporting Services			Total Expenses	
	Fund Raising	Management and General	Total Supporting Services	2017	2016
Salaries and wages	\$ 79,894	\$ 48,935	\$ 128,829	\$ 1,091,662	\$ 1,117,797
Employee benefits	32,397	19,843	52,240	442,673	296,357
Subtotal	112,291	68,778	181,069	1,534,335	1,414,154
Travel and maintenance	4,720	3,041	7,761	73,842	65,462
Equipment maintenance and rental	2,252	2,489	4,741	66,682	75,224
Supplies and materials	2,631	828	3,459	424,472	415,785
Contractual services	62,146	38,676	100,822	485,831	477,247
Financial and material assistance	462	737	1,199	196,859	211,844
Depreciation and amortization	5,121	5,187	10,308	62,762	61,823
Total expenses	\$ 189,623	\$ 119,736	\$ 309,359	\$ 2,846,783	\$ 2,721,539

See accompanying notes to the consolidated financial statements.

THE AMERICAN NATIONAL RED CROSS

Consolidated Statement of Cash Flows

Year ended June 30, 2017
(with comparative information for the year ended June 30, 2016)
(In thousands)

	2017	2016
Cash flows from operating activities:		
Change in net assets	\$ 210,250	\$ (608,137)
Adjustments to reconcile change in net assets to net cash used in operating activities:		
Depreciation and amortization	62,762	61,823
Provision for doubtful accounts receivable	(214)	(897)
Provision for obsolete inventory	(679)	(6,465)
Net (gains)/losses on sales of property	(59,825)	3,191
Net investment and derivative (gains)/losses	(65,242)	94,549
Pension and postretirement related changes other than net periodic benefit costs	(260,603)	400,351
Permanently restricted contributions	(27,392)	(25,450)
Changes in operating assets and liabilities:		
Receivables	(10,803)	5,018
Inventories	(1,850)	39,841
Other assets	(16,211)	(5,858)
Accounts payable and accrued expenses	(14,229)	(9,240)
Other liabilities	(11,539)	(11,556)
Pension and postretirement benefits	(62,521)	20,157
Net cash used in operating activities	(258,096)	(42,673)
Cash flows from investing activities:		
Purchases of property	(48,394)	(60,311)
Proceeds from sales of property	4,850	1,322
Proceeds from properties held for sale	99,792	26,276
Purchases of investments	(166,377)	(454,668)
Proceeds from sales of investments	336,941	510,658
Net cash provided by investing activities	226,812	23,277
Cash flows from financing activities:		
Permanently restricted contributions	27,392	25,450
Proceeds from borrowing	100,000	-
Repayments of debt	(57,337)	(42,032)
Net cash provided by financing activities	70,055	(16,582)
Net increase/(decrease) in cash and cash equivalents	38,771	(35,978)
Cash and cash equivalents, beginning of year	83,344	119,322
Cash and cash equivalents, end of year	\$ 122,115	\$ 83,344
Supplemental disclosures of cash flow information:		
Cash paid during the year for interest	\$ 23,482	\$ 24,975

See accompanying notes to the consolidated financial statements.

THE AMERICAN NATIONAL RED CROSS

Notes to Consolidated Financial Statements

June 30, 2017

(with summarized information for the year ended June 30, 2016)

(1) Summary of Significant Accounting Policies

Organization and Basis of Presentation: The American National Red Cross (the Organization) was established by an Act of the United States Congress on January 5, 1905 for the primary purposes of furnishing volunteer aid to the sick and wounded of the Armed Forces in time of war and to carry on a system of national and international relief in time of peace to mitigate the suffering caused by fire, famine, floods and other great natural calamities. The mission of the Organization has expanded since that time to help people prevent, prepare for, and respond to emergencies.

The accompanying consolidated financial statements present the consolidated financial position and changes in net assets, functional expenses and cash flows of the Organization. The Organization has national and international programs that are conducted by its headquarters, biomedical services, and chartered local chapters. Also included in the consolidated financial statements are the net assets and operations of Boardman Indemnity Ltd., a 100% owned captive insurance subsidiary, ARC Receivables Company, LLC, a wholly owned bankruptcy-remote special purpose entity, and Delta Blood Bank, LLC, a wholly owned blood bank. All significant intra-organizational accounts and transactions have been eliminated.

Program activities include services to the Armed Forces, biomedical services, community services, disaster services, health and safety services, and international relief and development services. Biomedical services include activities associated with the collection, processing, testing, and distribution of whole blood and components at 36 local blood services region operations, three national testing laboratories, a biomedical research facility, and related national support functions.

Net assets, revenues, gains, and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, the net assets of the Organization and changes therein are classified and reported as follows:

Unrestricted net assets – Net assets that are not subject to any donor-imposed stipulations.

Temporarily restricted net assets – Net assets subject to donor-imposed restrictions on their use that may be met either by actions of the Organization or the passage of time.

Permanently restricted net assets – Net assets subject to donor-imposed or other legal restrictions requiring that the principal be maintained permanently by the Organization. Generally, the donors permit the Organization to use all or part of the income earned for either general or donor-specified purposes.

THE AMERICAN NATIONAL RED CROSS

Notes to Consolidated Financial Statements

June 30, 2017

(with summarized information for the year ended June 30, 2016)

The consolidated financial statements are presented with certain prior year summarized comparative information. Such information does not include sufficient detail to constitute a presentation in conformity with U.S. generally accepted accounting principles. Accordingly, such information should be read in conjunction with the Organization's consolidated financial statements for the year ended June 30, 2016 from which the summarized information was derived.

(a) Use of Estimates

The preparation of the consolidated financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities in the financial statements. Estimates and assumptions may also affect disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses. Actual results could differ from management's estimates.

(b) Cash Equivalents

The Organization considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents. Cash equivalents consist of money market mutual funds and overnight investments of approximately \$114 million and \$64 million as of June 30, 2017 and 2016, respectively.

(c) Investments

Investments are reported at fair value except for certain alternative investment funds that, as a practical expedient, are reported at estimated fair value utilizing net asset values. Net asset value, in some instances may not equal the fair value. The Organization does not intend to sell any of the funds at an amount different from net asset value per share at June 30, 2017. The Organization reviews and evaluates the net asset values provided by the general partners and fund managers and agrees with the valuation methods and assumptions used in determining net asset values of these funds.

Investment income classified as operating revenue consists of interest and dividend income on investments and any gains approved for use in operations (note 4). All other realized and unrealized gains or losses are classified as nonoperating activities and are available to support operations in future years and to offset potential market declines.

Investments classified as current are available for operations in the next fiscal year.

(d) Derivative Financial Instruments

The Organization makes use of derivative financial instruments in order to create or mitigate certain risks. Derivative financial instruments are recorded at fair value (note 4). Derivatives in an asset and liability position are offset against each other and reported net in investments in the statement of financial position.

(e) Endowment Fund

The Organization has maintained a national endowment fund since 1905. From 1910 until June 30, 2015, any gift to the American Red Cross National Headquarters from a will, trust or similar instrument

THE AMERICAN NATIONAL RED CROSS

Notes to Consolidated Financial Statements

June 30, 2017

(with summarized information for the year ended June 30, 2016)

that did not direct the use of the funds was deposited into the Endowment Fund, recorded as permanently restricted to be kept and invested in perpetuity and, accordingly, reported as permanently restricted net assets. In fiscal year 2015, the Organization adopted a new policy that gifts to the American Red Cross National Headquarters from a will, trust or similar instrument dated on or after July 1, 2015 without a direction to the application or purpose of the funds shall be allocated at the discretion of senior management to where the need is greatest. Such amounts will be reported as increases to unrestricted net assets. All gifts to the American Red Cross National Headquarters that are designated to be permanently restricted shall continue to be deposited into the Endowment Fund regardless of the date of the gift instrument.

(f) Inventories

Inventories of supplies purchased for use in program and supporting services are valued using the average cost method. Whole blood and its components are valued at the lower of average cost or market.

(g) Land, Buildings, and Other Property

Purchases of land, buildings, and other property having a unit cost per established guidelines and a useful life of three or more years are capitalized at cost. Donated assets are capitalized at the estimated fair value at date of receipt. Interest expense incurred during a period of construction, less related interest income earned on proceeds of tax-exempt borrowings, is capitalized.

Property under capital leases is amortized over the lease term. Any gain or loss on the sale of land, buildings and other property is reported as other revenues on the consolidated statement of activities.

Application development costs incurred to develop internal-use software are capitalized and amortized over the expected useful life of the software application. Activities that are considered application development include design of software configuration and interfaces, coding, installation of hardware, and testing. All other expenses incurred to develop internal-use software are expensed as incurred.

Depreciation is computed using the straight-line method over the estimated useful lives of the assets as follows:

<u>Class of property</u>	<u>Useful life in years</u>
Buildings	45
Building improvements	10
Equipment and software	3–15

(h) Long-Lived Assets

Long-lived assets, such as land, building and other property, are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. If circumstances require a long-lived asset be tested for possible impairment, the

THE AMERICAN NATIONAL RED CROSS

Notes to Consolidated Financial Statements

June 30, 2017

(with summarized information for the year ended June 30, 2016)

Organization first compares undiscounted cash flows expected to be generated by an asset to the carrying value of the asset. If the carrying value of the long-lived asset is not recoverable on an undiscounted cash flow basis, an impairment loss is recognized to the extent that the carrying value exceeds its fair value. Fair value is determined through various valuation techniques including discounted cash flow models, quoted market values and third-party independent appraisals, as considered necessary.

(i) *Property and Casualty Insurance*

The Organization maintains various insurance policies under which it assumes a portion of each insured loss. Assumed losses are retained by the Organization through its wholly owned insurance subsidiary, Boardman Indemnity, Ltd. (Boardman). The Organization also purchases insurance to supplement the coverage by Boardman. The liabilities for outstanding losses and incurred but not reported claims have been determined based on actuarial studies and are reported as other liabilities in the consolidated statement of financial position, and were approximately \$83 million and \$91 million as of June 30, 2017 and 2016, respectively.

(j) *Revenue Recognition*

Contributions, which include unconditional promises to give (pledges), are recognized as revenues in the period received or promised. Contributions receivable due beyond one year are stated at net present value of the estimated cash flows using a risk-adjusted rate. Conditional contributions are recorded when the conditions have been substantially met. Contributions are considered to be unrestricted unless specifically restricted by the donor for time or purpose.

The Organization reports contributions in the temporarily or permanently restricted net asset class if they are received with donor stipulations as to their use and/or time. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are released and reclassified to unrestricted net assets in the consolidated statement of activities.

Donor-restricted contributions are initially reported in the temporarily restricted net asset class, even if it is anticipated such restrictions will be met in the current reporting period.

Products and services revenue, which arises principally from sales of whole blood and components and health and safety course fees, is generally recognized upon shipment of the product or delivery of the services to the customer.

Revenues from grants and contracts, including those from federal agencies, are generally reported as unrestricted contract revenue and are recognized as qualifying expenses are incurred under the agreement.

Gains and losses on investments and other assets and liabilities are reported as increases or decreases in unrestricted net assets unless their use is restricted by explicit donor stipulation or by law.

THE AMERICAN NATIONAL RED CROSS

Notes to Consolidated Financial Statements

June 30, 2017

(with summarized information for the year ended June 30, 2016)

(k) Contributed Services and Materials

Contributed services reflect the important impact volunteers have in delivering the Organization's mission. Contributed services are reported at fair value in the financial statements for voluntary donations of services when those services (1) create or enhance nonfinancial assets or (2) require specialized skills provided by individuals possessing those skills and are services which would be typically purchased if not provided by donation.

The Organization engages more than 283,000 volunteers. A small percentage of these volunteers meet the above criteria and are reported in contributed services. Contributed services for the year ended June 30, 2017 includes the services of approximately 13,100 volunteers. The Organization recorded contributed services revenue and related expense of approximately \$40 million and \$36 million, for the year ended June 30, 2017 and 2016, respectively. Of the \$40 million and \$36 million recorded in 2017 and 2016, respectively, \$31 million related to volunteer efforts in support of disaster services and services to the Armed Forces.

Contributed materials are recorded at their fair value at the date of the gift. Gifts of long-lived assets are recorded as restricted support. This restriction is released ratably over the useful life of the asset.

(l) Income Taxes

The American National Red Cross is a not-for-profit organization incorporated by the U.S. Congress through the issuance of a federal charter. The Organization is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code, except on net income derived from unrelated business activities. At June 30, 2017 and 2016, the Organization has determined that no income taxes are due for such activities. Accordingly, no provision for income taxes has been recorded in the accompanying financial statements. Management annually reviews its tax positions and has determined that there are no material uncertain tax positions that require recognition in the consolidated financial statements.

(m) Accounts Receivable Securitization

The Organization has an accounts receivable securitization program that is accounted under Accounting Standards Update (ASU) No. 2009-16, *Transfers and Servicing (Topic 860): Accounting for Transfers of Financial Assets* (note 11).

(n) Adoption of Recently Issued Accounting Pronouncements

In fiscal year 2017, the Organization early adopted the provision related to the fair value disclosure exemption provided to nonpublic business entities of ASU 2016-01, *Recognition and Measurement of Financial Assets and Financial Liabilities*. For nonpublic business entities, the ASU eliminates the requirement under ASC 825, *Financial Instruments*, to disclose the fair values of financial assets and financial liabilities measured in the financial statements at amortized cost.

THE AMERICAN NATIONAL RED CROSS

Notes to Consolidated Financial Statements

June 30, 2017

(with summarized information for the year ended June 30, 2016)

(2) Contributions Receivable

The Organization anticipates collection of outstanding contributions receivable as follows at June 30, 2017 and 2016 (in thousands):

	2017	2016
Amounts receivable within one year	\$ 72,246	69,264
Amounts receivable in 1 to 5 years (net of discount of \$1,073 and \$771 for 2017 and 2016, respectively)	17,135	8,672
Total contributions receivable before allowance for uncollectible amounts	89,381	77,936
Less allowance for uncollectible amounts	(2,735)	(2,834)
Contributions receivable, net	86,646	75,102
Less current portion	69,511	66,430
Contributions receivable, net, noncurrent	\$ 17,135	8,672

Amounts presented above have been discounted to present value using various discount rates ranging between 0.41% and 2.6%.

(3) Land, Buildings, and Other Property

The cost and accumulated depreciation of land, buildings, and other property were as follows at June 30, 2017 and 2016 (in thousands):

	2017	2016
Land	\$ 103,852	109,554
Buildings and improvements	1,065,217	1,070,812
Equipment and software	555,603	562,645
Total cost of assets placed in service	1,724,672	1,743,011
Less accumulated depreciation and amortization	(882,338)	(884,327)
Construction-in-progress	2,233	20,484
Land, buildings, and other property, net	\$ 844,567	879,168

THE AMERICAN NATIONAL RED CROSS

Notes to Consolidated Financial Statements

June 30, 2017

(with summarized information for the year ended June 30, 2016)

Assets held for sale were as follows at June 30, 2017 and 2016 (in thousands):

		<u>2017</u>	<u>2016</u>
Land	\$	8,482	12,601
Buildings and improvements		<u>36,145</u>	<u>68,702</u>
Total cost of assets held for sale		44,627	81,303
Less accumulated depreciation and amortization		<u>(18,549)</u>	<u>(30,641)</u>
Assets held for sale, net	\$	<u>26,078</u>	<u>50,662</u>

These assets have been segregated from land, buildings, and other property and presented as assets held for sale within the accompanying consolidated financial statements. The Organization identified these assets as not critical to supporting its primary mission as part of ongoing assessment procedures. The Organization then evaluated the identified assets using the criteria for classification as held for sale included in ASU 2014-08, Topic 360, *Property, Plant, and Equipment*. Certain assets or portions of assets identified were determined to meet the criteria and have been classified as such. The carrying value of these assets has been compared to the current appraised values less cost to sell and determined not to be impaired. During fiscal year ended June 30, 2017, the gain on the buildings and improvements assets held for sale was approximately \$63M, which is included in other revenue on consolidated statement of activities.

(4) Investments and Fair Value Measurements

The Organization applies the provisions of ASC 820, *Fair Value Measurements and Disclosures*, for fair value measurements of investments that are recognized and disclosed at fair value in the financial statements on a recurring basis. ASC 820 defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820 also establishes a fair value hierarchy that requires the Organization to maximize the use of observable inputs when measuring fair value. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect the Organization's market assumptions. The three levels of the fair value hierarchy are as follows:

- Level 1 – Quoted prices for identical assets or liabilities in active markets.
- Level 2 – Quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability; or market – corroborated inputs.
- Level 3 – Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

In certain cases, the inputs to measure fair value may result in an asset or liability falling into more than one level of the fair value hierarchy. In such cases, the determination of the classification of an asset or liability within the fair value hierarchy is based on the least determinate input that is significant to the fair value measurement.

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For the years ended June 30, 2017 and 2016, there were no transfers between levels.

The Organization's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the asset or liability.

The following table represents investments that are measured at fair value on a recurring basis at June 30, 2017 (in thousands):

	June 30, 2017	Level 1	Level 2	Level 3	Measured at NAV(1)
Fixed income commingled funds	\$ 190,970	—	190,970	—	—
Equity commingled funds	195,223	—	195,223	—	—
Hedge funds	435,784	—	—	87	435,697
Private equity and debt	182,409	—	—	4,160	178,249
Real estate and real assets	24,451	—	—	—	24,451
Derivative contracts	19,601	—	19,601	—	—
Cash and cash equivalents	482,347	6,025	476,322	—	—
Total investments	\$ 1,530,785	6,025	882,116	4,247	638,397

The following table represents investments that are measured at fair value on a recurring basis at June 30, 2016 (in thousands):

	June 30, 2016	Level 1	Level 2	Level 3	Measured at NAV(1)
Fixed income commingled funds	\$ 191,619	—	191,619	—	—
Equity commingled funds	219,285	—	219,285	—	—
Hedge funds	409,365	—	—	104	409,261
Private equity and debt	191,503	—	—	4,918	186,585
Real estate and real assets	38,884	—	—	11,493	27,391
Derivative contracts	536	—	536	—	—
Cash and cash equivalents	582,162	3,917	578,245	—	—
Total investments	\$ 1,633,354	3,917	989,685	16,515	623,237

(1) Certain investments are measured at fair value using NAV as a practical expedient and have not been classified in the fair value hierarchy. The NAV amounts have been presented to permit reconciliation of the fair value hierarchy to the amounts presented in the consolidated statement of financial position.

The Organization used quoted prices in principal active markets for identical assets as of the valuation date (Level 1) to value certain cash equivalents at June 30, 2017 and 2016.

For the valuation of certain cash equivalents, U.S. government and sovereign securities, and fixed income and equity commingled funds at June 30, 2017 and 2016, the Organization used significant other

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observable inputs, particularly dealer market prices for comparable investments as of the valuation date (Level 2). The Level 2 commingled funds have a readily determinable fair value.

For the most part, the valuation of hedge funds, private equity and debt funds, real estate and real assets funds, at June 30, 2017 and 2016, are reported at estimated fair value utilizing the net asset values provided by fund managers as a practical expedient. In a few instances, additional supplemental information provided by the fund manager has been utilized to evaluate fund values and level the investments. Reported fund values utilize significant unobservable inputs; management reviews and evaluates the values provided by fund managers and general partners and agrees with the valuation methods and assumptions used in determining the reported fair values of the alternative investments.

The following table presents the Organization's activity for investments measured at fair value on a recurring basis using significant unobservable inputs (Level 3) for the years ended June 30, 2017 and 2016 (in thousands):

	Balance as of June 30, 2016	Purchases	Settlements	Change in unrealized gains/ (losses)	Balance as of June 30, 2017
Hedge funds	\$ 104	—	(1,749)	1,732	87
Private equity and debt	4,918	—	(651)	(107)	4,160
Real estate and real assets	11,493	29	(18,543)	7,021	—
Total investments	\$ 16,515	29	(20,943)	8,646	4,247

	Balance as of June 30, 2015	Purchases	Settlements	Change in unrealized gains/ (losses)	Balance as of June 30, 2016
Hedge funds	\$ 91	872	(872)	13	104
Private equity and debt	4,847	18	(237)	290	4,918
Real estate and real assets	13,693	181	(1,530)	(851)	11,493
Total investments	\$ 18,631	1,071	(2,639)	(548)	16,515

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The following summarizes the nature and risk of those investments that are reported at estimated fair value utilizing net asset value as of June 30, 2017 (in thousands):

	<u>Fair value</u>	<u>Unfunded commitments</u>	<u>Redemption frequency</u>	<u>Redemption notice period</u>
Hedge funds (a) (c)	\$ 29,127	—	N/A	fully redeemed
Hedge funds (a)	406,570	—	monthly to bi-annually*	5–90 days
Private equity and debt (b)	178,249	95,221	None	—
Real estate and real assets (b)	24,451	1,602	None	—
Total	<u>\$ 638,397</u>	<u>96,823</u>		

* bi-annually defined as every two years

- (a) Hedge Fund Investments. Hedge fund strategies include: relative value, event driven, and arbitrage strategies. Underlying hedge fund holdings can consist of the full spectrum of global equity and fixed income instruments. Positions may be long and short; leverage may also be used. Some funds may invest in side pockets, which are a separate share class and are not available for redemption until the investment is liquidated by the manager.
- (b) Non-Marketable Investment Strategies. Private equity and debt strategies include: leveraged buyout, growth equity, venture capital, and distressed debt. Real estate and real assets strategies include: natural resources (such as oil and gas or minerals and mining) and timber. Nonmarketable funds do not permit redemptions; capital is returned to investors at the discretion of the investment manager and in accordance with limited partnership terms. Interim distributions of interest and dividends can be made; however, capital and realized gains are generally distributed when underlying investments are liquidated. Funds are able to recall distributions. It is expected that the majority of the nonmarketable investments will be liquidated over the next ten years.
- (c) Represents funds redeemed and received since the June 30, 2017 reporting date. Also represents expected redemptions related to audit holdbacks, where funds retain a portion of requested redemptions until the fund's annual audit is complete in order to accommodate potential final NAV adjustments.

The Organization transacts in a variety of derivative instruments, including swaps and options, for investment and hedging purposes, in order to create or mitigate certain exposures. Each instrument's primary underlying exposure is equities, commodities, interest rates, or currencies. Such contracts involve, to varying degrees, risks of loss from the possible inability of counterparties to meet the terms of their contracts. In the case of over-the counter derivatives, collateralization and daily marks-to-market mitigate counterparty risk. The Organization also invests in highly liquid, exchange-traded contracts to achieve exposure to U.S. Treasury securities; these contracts are also marked-to-market daily, with daily exchanges of variation margin, but do not require collateralization per se. Foreign exchange derivatives can be used to facilitate trade purchases and sales as well as for hedging purposes.

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The following table lists the notional/contractual amount of derivatives by contract type included in investments at June 30, 2017 and 2016 (in thousands):

Derivative type		2017	2016
Equity contracts	\$	158,748	180,000

The following table lists fair value of derivatives by contract type included in investments as of June 30, 2017 and 2016 (in thousands):

Derivative type	Derivative assets		Derivative liabilities	
	2017	2016	2017	2016
Equity contracts	\$ 19,601	536	—	—
Fair value of derivatives included in investments	\$ 19,601	536	—	—

The following table lists gains and losses on derivatives by contract type included in investment income as of June 30, 2017 and 2016 (in thousands):

Derivative type	Realized gains/(losses)		Change in unrealized gains/(losses)	
	2017	2016	2017	2016
Equity contracts	\$ 10,217	(4,616)	3,256	(1,414)
Total	\$ 10,217	(4,616)	3,256	(1,414)

For the valuation of the Organization's derivative contracts at June 30, 2017, the Organization used significant other observable inputs as of the valuation date (Level 2), including prices of instruments with similar maturities and characteristics, interest rate yield curves, measures of interest rate volatility and various market indices. The value was determined and adjusted to reflect nonperformance risk of both the counterparty and the Organization.

Investment securities are exposed to various risks, such as interest rate, market and credit. Due to the level of uncertainty related to changes in interest rates, market volatility and credit risks, it is at least reasonably possible that changes in these risks could materially affect the estimated fair value of investments reported in the consolidated statement of financial position as of June 30, 2017. However, the diversification of the Organization's invested assets among these various asset classes is management's strategy to mitigate the impact of any dramatic change on any one asset class.

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The following schedule summarizes the composition of investment return for the years ended June 30, 2017 and 2016 (in thousands):

	2017			2016
	Unrestricted	Temporarily restricted	Permanently restricted	Total
Dividends and interest	\$ 1,399	37,770	—	39,169
Net operating investment gains (losses)	832	(43)	—	789
Investment income available for operations	2,231	37,727	—	39,958
Net nonoperating investment gains (losses)	20,604	51,573	10,064	82,241
Total return on investments	\$ 22,835	89,300	10,064	122,199
				(61,044)

(5) Debt

Debt consists of the following at June 30, 2017 and 2016 (in thousands):

	2017	2016
Fixed rate debt:		
Bearing interest rates ranging from 0% to 5.85%, due calendar year 2017 through 2044	\$ 473,217	483,707
Variable rate debt:		
Bearing interest rates ranging from 0.48% to 1.763%, due calendar year 2017 through 2034:		
Variable rate debt with demand repayment rights	57,395	89,242
Variable rate debt without demand repayment rights	115,000	30,000
Total bonds and notes payable	645,612	602,949
Less current portion	138,745	30,715
Debt, noncurrent portion	\$ 506,867	572,234

The Organization's debt is generally backed only by the full faith and credit of The American National Red Cross. Certain bonds are subject to redemption prior to the maturity at the option of the Organization. The repayment terms of the variable rate debt generally require monthly payments of interest and annual principal reduction. The registered owners of the bonds and notes with demand repayment rights may demand repurchase of the bonds and notes for an amount equal to the principal plus accrued interest. Letters of credit or standby credit facilities have been established with multiple banks in the aggregate

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amount of \$11 million and \$61 million for fiscal years 2017 and 2016, respectively, to provide liquidity in the event other funding is not available for repurchasing. As of June 30, 2017, the maturity dates for these liquidity facilities are in calendar year 2018. Approximately \$10 million of the debt with demand repayment rights bears interest at flexible rates with flexible rate periods of any duration up to 270 days. The remaining debt with demand repayment rights is remarketed on a weekly basis bearing interest rates that are reset weekly.

Certain of the Organization's debt agreements include covenants that require the Organization to maintain certain levels of financial ratios. The Organization was in compliance with its covenant requirements as of and for the year ended June 30, 2017.

Scheduled maturities and sinking fund requirements of the debt and credit agreements as of June 30, 2017 are as follows (in thousands):

2018	\$	138,745
2019		28,636
2020		28,736
2021		28,735
2022		33,835
Thereafter		<u>386,924</u>
	\$	<u>645,611</u>

Interest expense was approximately \$30 million and \$32 million for the years ended June 30, 2017 and 2016, respectively, which is included in contractual services on the statement of functional expenses.

(a) Bank Lines of Credit

The Organization maintained several committed and uncommitted lines of credit with various banks for its working capital requirements. As of June 30, 2017, there were \$100 million borrowings outstanding under lines of credit and there were no borrowings outstanding under lines of credit as of June 30, 2016. The Organization had unused lines of credit outstanding of approximately \$275 million at both June 30, 2017 and June 30, 2016. The amounts available to be borrowed on the lines of credit are subject to the limitations of the Organization's debt covenants.

(b) Interest Rate Swap Agreements

The Organization held variable rate debt of approximately \$172 million and \$119 million at June 30, 2017 and 2016, respectively. Interest rate swap agreements are used by the Organization to mitigate the risk of changes in interest rates associated with variable interest rate indebtedness. Under such arrangements, a portion of variable rate indebtedness is converted to fixed rates based on a notional principal amount. The interest rate swap agreements are derivative instruments that are recognized at fair value and recorded on the statement of financial position. At June 30, 2017, the aggregate notional principal amount under the interest rate swap agreements, with maturity dates ranging from calendar year 2017 through 2021, totaled \$62 million. At June 30, 2016, the aggregate notional principal amount under the interest rate swap agreements, with maturity dates ranging from calendar year 2016 through 2021, totaled \$80 million. The estimated fair value of the interest rate swap

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agreements was a liability of approximately \$2.9 million and \$5.7 million, respectively, and is included in other liabilities in the accompanying consolidated statements of financial position as of June 30, 2017 and 2016.

The change in fair value on these interest rate swap agreements was a gain of approximately \$2.8 million and \$0.1 million for the years ended June 30, 2017 and 2016, respectively, and is included in nonoperating gains in the consolidated statements of activities.

For the valuation of the interest rate swaps at June 30, 2017 and 2016, the Organization used significant other observable inputs as of the valuation date (Level 2), including prices of instruments with similar maturities and characteristics, interest rate yield curves and measures of interest rate volatility. The value was determined and adjusted to reflect nonperformance risk of both the counterparty and the Organization. See note 4 for definitions of Levels 1, 2 and 3.

(c) Letters of Credit

The Organization had unused letters of credit outstanding of approximately \$55 million at June 30, 2017 and 2016.

(6) Leases

The Organization leases certain buildings and equipment for use in its operations. The following summarizes minimum future rental payments under operating leases for the fiscal years ending June 30 (in thousands):

2018	\$	25,571
2019		17,623
2020		12,799
2021		10,621
2022		9,095
Thereafter		51,710
Total minimum lease payments		\$ 127,419

Total rent expense was approximately \$45 million for both of the years ended June 30, 2017 and 2016, respectively, and is included in contractual services on the consolidated statement of functional expenses.

Future minimum rental payments to be received by the Organization for office space leased at the National Headquarters building as of June 30, 2017, are as follows (in thousands):

2018	\$	16,313
2019		16,450
2020		16,590
Total minimum lease payments to be received		\$ 49,353

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Total rental income was approximately \$16 million for both of the years ended June 30, 2017, and 2016, respectively, and is included in other revenues on the consolidated statement of activities.

(7) Net Assets

Unrestricted net assets (deficit) are comprised of the following at June 30, 2017 and 2016 (in thousands):

	2017	2016
Unrestricted net assets (deficit)	\$ (249,785)	(424,452)
Add back (deduct) long term assets and liabilities:		
Pension and postretirement liabilities	783,698	1,106,822
Other long-term liabilities	568,343	618,054
Net investment in land, buildings and other property	(775,359)	(778,007)
Unrestricted net assets available for operations	\$ 326,897	522,417

The organization monitors cash and investment reserve requirements across the entire enterprise to ensure service delivery can be performed. Management actively manages short- and long-term cash needs against all available liquidity from cash, investments and fair value of land, building, and equipment held for sale. As a result, it continues to have positive mission-related operating net assets, even though the Organization has pension-related and other long-term liabilities.

Temporarily restricted net assets are available for the following purposes or periods at June 30, 2017 and 2016 (in thousands):

	2017	2016
Disaster services	\$ 9,562	11,237
International relief and development services	118,325	153,073
Buildings and equipment	5,289	5,665
Endowment inflation adjustment reserve	218,235	207,264
Endowment assets available for future appropriation	170,180	129,858
Other specific purposes	11,926	20,526
Time restricted	74,787	74,691
Total temporarily restricted net assets	\$ 608,304	602,314

Permanently restricted net assets at June 30, 2017 and 2016 consist primarily of endowed contributions, the income from which is available principally to fund general operations. Other permanently restricted net assets consist of beneficial interests in perpetual trusts and other split interest agreements (note 9).

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(8) Endowments

Effective January 23, 2008, the District of Columbia enacted the Uniform Prudent Management of Institutional Funds Act (UPMIFA), the provisions of which apply to endowment funds existing on or established after that date. Based on its interpretation of the provisions of UPMIFA, the Organization is required to act prudently when making decisions to spend or accumulate donor restricted endowment assets and in doing so to consider a number of factors including the duration and preservation of its donor restricted endowment funds. The Organization classifies as permanently restricted net assets the original value of gifts donated to be held in perpetuity. The remaining portion of the donor-restricted endowment fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the Organization in a manner consistent with the standard of prudence prescribed by UPMIFA.

The Organization has adopted and the Governing Board has approved the Statement of Investment Policies and Objectives for the endowment fund. This policy has identified an appropriate risk posture for the fund, stated expectations and objectives for the fund, provides asset allocation guidelines and establishes criteria to monitor and evaluate the performance results of the fund's managers.

To satisfy its long term rate of return objectives, the Organization relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends).

The Organization makes distributions from income earned on the endowment fund for current operations using the total return method. In establishing this method, the Organization considered the long-term expected return on its funds. To the extent that distributions exceed net investment income, they are made from accumulated gains. The Board of Governors approves the spending rate, calculated as a percentage of the five-year calendar trailing average fair value of the endowment fund at the beginning of each fiscal year.

A spending rate of approximately 3.8% for both years 2017 and 2016 of the trailing five-year market value was applied to each unit of the endowment fund and resulted in total distributions of approximately \$37 million and \$36 million for the years ended June 30, 2017 and 2016, respectively. Approximately \$37 million and \$29 million of the amounts represent utilization of accumulated realized gains, for the years ended June 30, 2017 and 2016, respectively. A one-time annual spending rate of 15% of the trailing five-year market value has been approved for 2018.

Net asset classification by type of endowment as of June 30, 2017, is as follows (in thousands):

	<u>Unrestricted</u>	<u>Temporarily restricted</u>	<u>Permanently restricted</u>	<u>Total</u>
Donor-restricted endowment funds	\$ —	388,415	659,345	1,047,760

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Changes in endowment net assets for the year ended June 30, 2017 (in thousands):

	Unrestricted	Temporarily restricted	Permanently restricted	Total
Endowment net assets, beginning of year	\$ —	337,122	631,953	969,075
Investment return:				
Investment income	—	37,118	—	37,118
Net appreciation (net realized and unrealized gains/losses)	—	51,292	—	51,292
Total investment return	—	88,410	—	88,410
Contributions	—	—	27,392	27,392
Appropriation of endowment assets for expenditure	—	(37,117)	—	(37,117)
Endowment net assets, end of year	\$ —	388,415	659,345	1,047,760

(9) Split Interest Agreements

The Organization is a beneficiary of split interest agreements in the form of charitable gift annuities, perpetual trusts held by third parties, charitable remainder trusts and pooled income funds. The value of split interest agreements is measured as the Organization's share of fair value of the assets. Of the \$255 million and \$244 million in assets under these agreements as of June 30, 2017 and 2016, respectively, which are included in other assets on the consolidated statement of financial position, \$39 million and \$38 million, respectively, are charitable gift annuities and the remainder are assets for which the Organization is not the trustee. Liabilities associated with these agreements are \$29 million and \$27 million for the years ended June 30, 2017 and 2016, respectively, of which \$4 million and \$3 million is included in other current liabilities and \$25 million and \$24 million is included in other noncurrent liabilities on the consolidated statement of financial position, respectively.

(10) Benefit Plans

(a) *The Retirement System of the American National Red Cross and The American Red Cross Life and Health Benefit Plan*

Before July 1, 2009, employees of the American Red Cross, including employees of participating local chapters, were covered by the Retirement System of the American National Red Cross (the Plan) after one year of employment and completion of 1,000 hours of service during any consecutive 12 month period. Effective July 1, 2009, the Plan was closed to employees hired after June 30, 2009.

Subject to provisions contained in collective bargaining agreements where applicable, the Plan was frozen on December 31, 2012 (the freeze date). Employees who were participating in the Plan as of that date keep vested benefits earned, but stop earning additional pension benefits.

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Prior to the freeze date, the benefit formula was based on years of service and the employees' final average compensation. Final average compensation was calculated using the highest consecutive 48 months of the last 120 months of service before the earlier of retirement or the freeze date.

For funding purposes under the Plan, normal pension costs are determined by the projected unit credit method and are funded currently. The Plan provides a defined benefit pension, funded entirely by the employer. Prior to July 1, 2005, voluntary after-tax contributions could be made by active members to fund an optional annuity benefit. The Organization's funding policy is set to comply with the funding requirements established under the Pension Protection Act of 2006 and to meet the requirements of ERISA. During fiscal year 2017, the Organization contributed above the requirement amount for the Plan Year.

The Organization offered a lump sum special election window from September 1 through October 14, 2016. This option was made available to former employees who terminated their employment prior to July 1, 2016, were vested in the Plan and were not receiving monthly payments. The special election window provided the participants the option to cash out their retirement benefit or take an immediate annuity, which was actuarially reduced for early commencement. Special election window payments totaling approximately \$106 million were made upon submission of election forms starting in November 2016.

The American Red Cross purchased annuities, totaling approximately \$327.5 million effective June 18, 2017, for certain retirees. Those retirees, who as of July 1, 2016, have been receiving monthly pension payments of \$500 or less, are included in such annuity purchase.

The Organization also provides medical and dental benefits to eligible retirees and their eligible dependents under The American Red Cross Life and Health Benefits Plan. Generally, retirees and the Organization each pay a portion of the premium costs. The medical and dental plans pay a stated percentage of expenses reduced by deductibles and other coverages. The Organization has the right to modify cost-sharing provisions at any time. In addition, life insurance benefits of \$5,000 are provided with no contributions required from the retirees. The Organization's postretirement benefit plans are unfunded.

Effective January 1, 2009, the Organization eliminated plan coverage (retiree medical and life benefits) for all future retirees that did not meet certain eligibility conditions as of that date. In addition, the plan was amended to transition Medicare eligible retirees to a private fee-for-service plan and to change the premium supplement tables and indexing effective July 1, 2009. Beginning in calendar year 2011, most Medicare eligible retirees were offered a Healthcare Reimbursement Account (HRA) to utilize in purchasing individual coverage through an external exchange program through Aon Hewitt Retiree Exchange. Plans can vary from Medicare Advantage, Part D Prescription Drug and Medicare Supplement Plans.

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The following table presents the changes in benefit obligations, changes in Plan assets, and the composition of accrued benefit costs in the consolidated statements of financial position for the years ended June 30, 2017 and 2016 (in thousands):

	Pension benefits		Postretirement benefits	
	2017	2016	2017	2016
Changes in benefit obligations:				
Benefit obligations at beginning of year	\$ 3,013,553	2,706,324	67,473	66,166
Service cost	805	1,031	133	153
Interest cost	123,709	132,400	2,296	2,810
Plan amendment	—	—	—	(2,838)
Actuarial loss (gain)	(85,239)	294,970	(2,985)	4,781
Benefits paid	(119,482)	(121,172)	(3,319)	(3,599)
Settlements	(445,905)	—	—	—
Benefit obligations at end of year	<u>2,487,441</u>	<u>3,013,553</u>	<u>63,598</u>	<u>67,473</u>
Changes in plan assets:				
Fair value of plan assets at beginning of year	1,979,397	2,091,371	—	—
Actual return on plan assets	103,331	9,198	—	—
Employer contributions	250,000	—	—	—
Benefits paid	(119,482)	(121,172)	—	—
Settlements	(445,905)	—	—	—
Fair value of plan assets at end of year	<u>1,767,341</u>	<u>1,979,397</u>	<u>—</u>	<u>—</u>
Funded status—accrued benefit costs	\$ <u>(720,100)</u>	<u>(1,034,156)</u>	<u>(63,598)</u>	<u>(67,473)</u>

Pension-related changes other than net periodic benefit cost for 2017:

	Pension benefits	Postretirement benefits	Total
Prior service cost (benefit)	\$ —	(1,180)	(1,180)
Amortized net loss (gain)	199,265	(106)	199,159
Net actuarial (loss) gain	<u>57,463</u>	<u>5,161</u>	<u>62,624</u>
	\$ <u>256,728</u>	<u>3,875</u>	<u>260,603</u>

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Pension-related changes other than net periodic benefit cost for 2016:

	Pension benefits	Postretirement benefits	Total
Prior service cost (benefit)	\$ —	(687)	(687)
Amortized net loss (gain)	18,261	(1,261)	17,000
Net actuarial (loss) gain	(419,403)	640	(418,763)
	<u>\$ (401,142)</u>	<u>(1,308)</u>	<u>(402,450)</u>

Items not yet recognized as a component of net periodic benefit cost for 2017:

	Pension benefits	Postretirement benefits	Total
Unrecognized prior service credit	\$ —	(1,408)	(1,408)
Unrecognized net actuarial loss (gains)	945,918	(10,026)	935,892
	<u>\$ 945,918</u>	<u>(11,434)</u>	<u>934,484</u>

Items not yet recognized as a component of net periodic benefit cost for 2016:

	Pension benefits	Postretirement benefits	Total
Unrecognized prior service credit	\$ —	(2,588)	(2,588)
Unrecognized net actuarial loss (gains)	1,202,646	(7,146)	1,195,500
	<u>\$ 1,202,646</u>	<u>(9,734)</u>	<u>1,192,912</u>

Estimated amounts to be amortized into net periodic benefit cost over the next fiscal year are as follows:

	Pension benefits	Postretirement benefits	Total
Prior service cost (credit)	\$ —	(1,179)	(1,179)
Net actuarial loss (gain)	20,899	(980)	19,919
	<u>\$ 20,899</u>	<u>(2,159)</u>	<u>18,740</u>

THE AMERICAN NATIONAL RED CROSS

Notes to Consolidated Financial Statements

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(with summarized information for the year ended June 30, 2016)

The accumulated benefit obligation for the pension plan was approximately \$2.5 billion and \$3 billion as of June 30, 2017 and 2016, respectively.

The weighted average assumptions used to determine benefit obligations for 2017 and 2016 were as follows:

	Pension benefits		Postretirement benefits	
	2017	2016	2017	2016
Discount rate	4.22%	4.20%	3.70%	3.50%
Rate of compensation increase	5.00	5.00	—	—

The weighted average assumptions used to determine net benefit cost for 2017 and 2016 were as follows:

	Pension benefits		Postretirement benefits	
	2017	2016	2017	2016
Discount rate	4.20%	5.01%	3.50%	4.45%
Expected return on plan assets	6.50	6.50	—	—
Rate of compensation increase	5.00	5.00	—	—

The expected rate of return assumption on Plan assets was determined by considering current economic and market conditions and by reviewing asset class allocations, historical return analysis and forward looking capital market expectations. Asset class allocations were established by considering each class' risk premium commensurate for the level of risk, duration that matches the Plan's liabilities, and incremental diversification benefits. Historical returns and forward looking capital market expectations were gathered from, and compared among the Plan's investment managers, and a sampling of the consultant community.

For measurement purposes, approximately a 7.3% annual rate of increase in the per capita cost of covered health care benefits was assumed for fiscal year 2017. The rate was assumed to decrease gradually to 5% through 2025 and remain at that level thereafter. An 7.6% annual rate of increase in the per capita cost of covered health care benefits was assumed for fiscal year 2016. The rate was assumed to decrease gradually to 5% through 2023 and remain at that level thereafter.

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The components of net periodic benefit cost (credit) for the years ended June 30, 2017 and 2016 were as follows (in thousands):

	Pension benefits		Postretirement benefits	
	2017	2016	2017	2016
Service cost	\$ 805	1,031	133	153
Interest cost	123,709	132,400	2,296	2,810
Expected return on plan assets	(131,108)	(133,631)	—	—
Amortization of prior service credit	—	—	(1,180)	(687)
Curtailment gain	—	—	—	(71)
Net amortization loss (gain)	29,701	18,261	(106)	(1,261)
Net periodic benefit cost (credit)	\$ 23,107	18,061	1,143	944

Assumed health care cost trend rates have a significant effect on the amounts reported for the health care plans. A one-percentage point change in assumed health care cost trend rates would have the following effects (in thousands):

	Point increase	Point decrease
Effect on total of service and interest cost components	\$ 4	(3)
Effect on postretirement benefit obligation	120	(106)

The minimum funding requirement for the pension plan during the year ending June 30, 2018 is \$66.1 million.

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The following benefit payments, which reflect expected future service, as appropriate, are expected to be paid, as of June 30, (in thousands):

	Pension benefits	Postretirement benefits
2018	\$ 112,581	3,792
2019	117,505	3,892
2020	122,153	3,921
2021	126,742	3,981
2022	130,794	4,022
2023–2027	702,677	19,866
	<u>\$ 1,312,452</u>	<u>39,474</u>

The Organization has investment guidelines for the Retirement System (the Plan) assets. The overall objective of the guidelines is to ensure the Plan assets provide capital growth over an extended period of time, while also considering market risks and ensuring that the portfolio income and liquidity are appropriate to meet the Plan benefit payments and other expenses. The Plan investments are required to be diversified by asset class and within each asset class such that no single investment would have a disproportionate impact on the total portfolio. The Plan asset allocation is reviewed each year with current market assumptions to re-align the asset mix with the long-term investment goals for the Plan. (See Note 4 for descriptions of the methodologies used to value Plan assets, except for the equity interest in the par annuity and guaranteed accumulation fund which are valued based on significant unobservable inputs including discounted cash flow analysis, comparable analysis, or third party appraisals. See note 4 for the definitions of Levels 1, 2, and 3.)

The Plan assets were invested in the following categories at June 30, 2017 and 2016:

	Pension assets	
	2017	2016
Cash and short-term investments	5 %	3 %
Equity	37	17
Fixed income	23	38
Marketable and nonmarketable alternative funds	35	42
	<u>100 %</u>	<u>100 %</u>

The Plan assets were within authorized asset allocation ranges at June 30, 2017 and 2016.

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The following table represents pension plan assets that are measured at fair value on a recurring basis at June 30, 2017 (in thousands):

	June 30, 2017	Level 1	Level 2	Level 3	Measured at NAV(1)
Fixed income commingled funds \$	286,031	—	286,031	—	—
Equity commingled funds	303,162	—	303,162	—	—
Hedge funds	478,991	—	—	3	478,988
Private equity and debt	224,614	—	—	5,299	219,315
Real estate and real assets	57,445	—	—	—	57,445
Equity interest in participating annuity surplus	86,758	—	—	86,758	—
Guaranteed accumulation fund	34,205	—	—	34,205	—
Derivative contracts	22,029	1,801	20,228	—	—
Cash and cash equivalents	274,106	55,163	218,943	—	—
Total Plan Assets	\$ 1,767,341	56,964	828,364	126,265	755,748

The following table represents pension plan assets that are measured at fair value on a recurring basis at June 30, 2016 (in thousands):

	June 30, 2016	Level 1	Level 2	Level 3	Measured at NAV(1)
US government and sovereign securities \$	195,904	149,049	46,855	—	—
Fixed income commingled funds	408,773	—	408,773	—	—
Equity commingled funds	146,340	—	146,340	—	—
Hedge funds	659,684	—	—	24	659,660
Private equity and debt	286,271	—	—	5,905	280,366
Real estate and real assets	48,516	—	—	10,391	38,125
Equity interest in participating annuity surplus	60,376	—	—	60,376	—
Guaranteed accumulation fund	38,307	—	—	38,307	—
Derivative contracts	29,208	—	29,208	—	—
Cash and cash equivalents	106,018	3,601	102,417	—	—
Total Plan Assets	\$ 1,979,397	152,650	733,593	115,003	978,151

- (1) Certain investments are measured at fair value using NAV as a practical expedient and have not been classified in the fair value hierarchy. The NAV amounts have been presented to permit reconciliation of the fair value hierarchy to the amounts presented as total plan assets.

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(with summarized information for the year ended June 30, 2016)

The following tables presents the activity of the assets of the Organization's defined benefit plan for assets measured at fair value on a recurring basis using significant unobservable inputs (Level 3) for the years ended June 30, 2017 and 2016 (in thousands):

	Balance as of June 30, 2016	Purchases	Settlements	Change in unrealized gains/ (losses)	Balance as of June 30, 2017
Hedge funds	\$ 24	—	(2,489)	2,468	3
Private equity and debt	5,905	—	(766)	160	5,299
Real estate and real assets	10,391	38	(17,555)	7,126	—
Equity interest in participating annuity surplus	60,376	23,921	(7,502)	9,963	86,758
Guaranteed accumulation fund	38,307	571	(4,599)	(74)	34,205
Total Plan Assets	\$ 115,003	24,530	(32,911)	19,643	126,265

	Balance as of June 30, 2015	Purchases	Settlements	Change in unrealized gains/ (losses)	Balance as of June 30, 2016
Hedge funds	\$ 23	1	—	—	24
Private equity and debt	5,927	25	(332)	285	5,905
Real estate and real assets	12,829	237	(1,657)	(1,018)	10,391
Equity interest in participating annuity surplus	75,280	—	(11,569)	(3,335)	60,376
Guaranteed accumulation fund	32,414	—	(1,528)	7,421	38,307
Total Plan Assets	\$ 126,473	263	(15,086)	3,353	115,003

On behalf of the Plan, the Organization transacts in a variety of derivative instruments, including swaps and options, for investment and hedging purposes, in order to create or mitigate certain exposures. Each instrument's primary underlying exposure is interest rates, equities, commodities, or currencies. Such contracts involve, to varying degrees, risks of loss from the possible inability of counterparties to meet the terms of their contracts. In the case of over-the counter derivatives, collateralization and daily marks-to-market mitigate counterparty risk. The Organization also invests in highly liquid, exchange-traded contracts to achieve exposure to U.S. Treasury securities; these contracts are also marked-to-market daily, with daily exchanges of variation margin, but do not require collateralization per se. Foreign exchange derivatives can be used to facilitate trade purchases and sales as well as for hedging purposes.

The Plan may use derivatives to hedge interest rate exposure for a portion of its pension liabilities. The liabilities are valued via a "discount rate" of investment grade corporate bonds. Uncertainty of future discount rates adds variability to Plan valuations and future cash flows. During the first part of fiscal year ended June 30, 2017, the Plan used interest rate swaption agreements, which are

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Notes to Consolidated Financial Statements

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(with summarized information for the year ended June 30, 2016)

over-the-counter derivative instruments, to manage interest rate exposure; during the later portion of the year, the Plan used exchange traded U.S. Treasury futures to manage interest rate exposure. Management of interest rate exposure may change over time based upon a variety of factors, such as market conditions, perceived investment opportunities and risks, and investment goals and objectives.

The following table lists the notional/contractual amount of derivatives by contract type included in pension plan assets at June 30, 2017 and 2016 (in thousands):

Derivative type		2017	2016
Interest rate contracts	\$	302,161	880,000
Equity contracts		230,037	180,000

The following table lists fair value of derivatives by contract type included in pension plan assets as of June 30, 2017 and 2016 (in thousands):

Derivative type		Derivative assets		Derivative liabilities	
		2017	2016	2017	2016
Interest rate contracts	\$	1,801	115,908	—	87,235
Equity contracts		20,274	535	46	—
Fair value of derivatives included in investments	\$	<u>22,075</u>	<u>116,443</u>	<u>46</u>	<u>87,235</u>

The following table lists gains and losses on derivatives by contract type included in actual return on plan assets available for plan benefits as of June 30, 2017 and 2016 (in thousands):

Derivative type		Realized gains/(losses)		Change in unrealized gains/(losses)	
		2017	2016	2017	2016
Interest rate contracts	\$	12,208	13,205	(26,871)	46,231
Equity contracts		11,452	(4,616)	3,131	(1,414)
Total	\$	<u>23,660</u>	<u>8,589</u>	<u>(23,740)</u>	<u>44,817</u>

For the valuation of the Plan's derivative contracts at June 30, 2017, the Plan used significant other observable inputs as of the valuation date (Level 2), including prices of instruments with similar maturities and characteristics, interest rate yield curves, measures of interest rate volatility and various market indices. The value was determined and adjusted to reflect nonperformance risk of both the counterparty and the Plan.

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(with summarized information for the year ended June 30, 2016)

(b) American National Red Cross Savings Plan – 401(k) Plan

The Organization sponsors the American Red Cross Savings Plan (the Savings Plan), a defined contribution plan. In general, employees are eligible to participate upon hire and vest in employer contributions on a three year cliff schedule. Employer contributions include Red Cross Match only. There were \$32.5 million and \$32.1 million in Red Cross employer contributions to the Savings Plan in 2017 and 2016, respectively.

For the 2017 calendar year, contribution limits were based on a maximum annual compensation of \$270,000, and a maximum Red Cross match of \$10,800 (\$270,000 X 4%). Also, \$18,000 the maximum pre-tax contribution for those under age 50 in 2017. Those eligible for age 50 and over catch-up could have contributed an additional unmatched pre-tax amount of \$6,000 in 2017. After-tax contribution were also available. As of June 30, 2017, there were 10 target retirement date and 6 core investment options that an employee could choose from along with a self-managed brokerage account option.

(11) Receivables Securitization Program

The Organization has an asset securitization program. The program is structured to sell the eligible biomedical hospital account receivables, without legal recourse, to a third party investor, through a wholly owned bankruptcy-remote special purpose entity that is consolidated for financial reporting purposes. The Organization continues servicing the sold receivables. Proceeds received under the securitization program are treated as secured borrowings. The maximum amount of the agreement is \$125 million for years ended June 30, 2017 and 2016 and the total cost of the program approximates the 30 day Libor plus 1%. At June 30, 2017 and 2016, the amount of outstanding borrowings under the securitization program was \$113 million and \$110 million, respectively, and is included in other current liabilities on the statement of financial position.

(12) Commitments and Contingencies

(a) Litigation

The Organization is a defendant in a number of lawsuits incidental to its operations. In the opinion of management, the outcome of such lawsuits will not have a materially adverse effect on the Organization's financial position.

(b) Government Grants

Costs charged to the federal government under cost-reimbursement grants and contracts are subject to government audit. Therefore, all such costs are subject to adjustment. Management believes that adjustments, if any, would not have a significant effect on the consolidated financial statements.

(13) Subsequent Events

The Organization has evaluated subsequent events through the date the consolidated financial statements were issued, October 6, 2017.

THE AMERICAN NATIONAL RED CROSS – Kentucky Region

Schedule of Operating Revenues and Expenses

Year ended June 30, 2017

Operating revenues:

Contributions:

Corporate, foundation and individual giving	\$ 4,087,071
United Way and other federated	2,122,657
Legacies and bequests	1,019,066
Services and materials	574,195
Products and services	1,446,454
Contracts, including federal government	5,709,820
Investment income	3,865
Other revenues	38,993
Support from American National Red Cross chapter network	334,283

Total operating revenues

15,336,404

Operating expenses:

Program services:

Services to the Armed Forces	765,282
Biomedical services	34,691
Community services	5,059,520
Domestic disaster services	4,258,729
Health and safety services	1,563,205
International relief and development services	3,379

Total program services

11,684,806

Supporting services:

Fundraising	2,864,840
Management and general	786,758

Total supporting services

3,651,598

Total operating expenses

15,336,404

Excess of operating revenues and expenses

\$

See accompanying notes to schedule and independent auditors' report.

THE AMERICAN NATIONAL RED CROSS – Kentucky Region

Notes to Schedule

Year ended June 30, 2017

(1) Summary of Significant Accounting Policies

(a) Basis of Presentation

The American National Red Cross (the Organization) has a core of 264 chartered local chapters organized in 60 regional groupings known as the chapter network (the Network). Each regional grouping services a specific geographical area. The accompanying Schedule of Operating Revenue and Expenses (Schedule) reflects program activities that have a day to day impact in the specific geographic area as well as support provided to national humanitarian services or other communities. Revenues reported include \$527,218 raised by the region for use in disaster response and recovery needs of victims affected by the Louisiana Flooding and Hurricane Matthew.

Program activities for regional operations include services to the Armed Forces, domestic disaster relief, activities in support of biomedical services, health and safety services, community services, and activities in support of international relief and development services. This schedule does not reflect the full operations of biomedical services or international relief and development services, but rather the support activities associated with these two programs that are performed by chartered chapters. In addition, the Schedule does not present the consolidated changes in operating revenues and expenses of the Organization and may not be indicative of the operating revenues and expenses that would have been achieved if the regional grouping operated as an unaffiliated organization.

The chartered chapters and regional groupings are managed as one network; funds are raised for the Network and are used where needed. At different times, certain chapters may generate more funds than needed or need more funds than generated. Accordingly, the Network works as a support function to ensure that each community has the necessary funds to support the Organization's programs that are vital to each community. Funds are used according to the wishes of the donor. Additional funds are used to serve the needs of the community where they were raised; any excess is used to support needs in other communities and national disaster relief operations as well as the greater humanitarian effort across the Organization. Support from the Network received by chapters or regional groupings are reported, when applicable, as support from American National Red Cross chapter network on the Schedule. Excess amounts provided by the chapter or regional grouping are reported, when applicable, as national disaster relief and humanitarian services on the Schedule.

The excess in operating revenues and expenses reported on the Schedule are reported in total and do not include classifications of net assets, revenues, gains, and losses based on the existence or absence of donor-imposed restriction.

(b) Contributed Services and Materials

Contributed services reflect the important impact volunteers have in delivering the Organization's mission. Contributed services are reported at fair value when those services (1) create or enhance nonfinancial assets or (2) require specialized skills provided by individuals possessing those skills and are services which would typically be purchased if not provided by donation.

THE AMERICAN NATIONAL RED CROSS – Kentucky Region

Notes to Schedule

Year ended June 30, 2017

The Organization engages approximately 283,000 volunteers. A small percentage of these volunteers meet the above criteria and are reported in contributed services. Contributed services in the region includes the services of 197 volunteers. The region recorded contributed services revenue and related expense of \$383,650, primarily reflecting volunteer efforts in support of disaster services and services to the Armed Forces.

Contributed materials are recorded at fair value at the date of the gift.

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Congressional Charter of the American National Red Cross

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Use of The American National Red Cross in Aid of the Armed Forces

CONGRESSIONAL CHARTER OF THE AMERICAN NATIONAL RED CROSS

Section 1—Organization

(a) **FEDERAL CHARTER.** The American National Red Cross (in this chapter, the "corporation") is a Federally chartered instrumentality of the United States and a body corporate and politic in the District of Columbia.

(b) **NAME.** The name of the corporation is "The American National Red Cross". The corporation may conduct its business and affairs, and otherwise hold itself out, as the 'American Red Cross' in any jurisdiction.

(c) **PERPETUAL EXISTENCE.** Except as otherwise provided, the corporation has perpetual existence.

Section 2—Purposes

The purposes of the corporation are:

(1) to provide volunteer aid in time of war to the sick and wounded of the armed forces, in accordance with the spirit and conditions of:

(A) the conference of Geneva of October, 1863;

(B) the treaties of the Red Cross, or the treaties of Geneva, of August 22, 1864, July 27, 1929, and August 12, 1949, to which the United States of America has given its adhesion; and

(C) any other treaty, convention, or protocol similar in purpose to which the United States of America has given or may give its adhesion;

(2) in carrying out the purposes described in clause (1) of this section, to perform all the duties devolved on a national society by each nation that has acceded to any of those treaties, conventions, or protocols;

(3) to act in matters of voluntary relief and in accordance with the military authorities as a medium of communication between the people of the United States and the armed forces of the United States and to act in those matters between similar national societies of governments of other countries through the International Committee of the Red Cross and the Government, the people, and the armed forces of the United States;

(4) to carry out a system of national and international relief in time of peace, and apply that system in mitigating the suffering caused by pestilence, famine, fire, floods, and other great national calamities, and to devise and carry out measures for preventing those calamities; and

(5) to conduct other activities consistent with the foregoing purposes.

Section 3—Membership and Chapters

(a) **MEMBERSHIP.** Membership in the corporation is open to all the people of the United States and its territories and possessions, on payment of an amount specified, or as otherwise provided, in the bylaws.

(b) **CHAPTERS.**

(1) The chapters of the corporation are the local units of the corporation. The corporation shall prescribe policies and regulations related to:

(A) granting charters to the chapters and revoking those charters;

(B) territorial jurisdiction of the chapters;

(C) the relationship of the chapters to the corporation; and

(D) compliance by the chapters with the policies and regulations of the corporation.

(2) The policies and regulations shall require that each chapter adhere to the democratic principles of election specified in the bylaws in electing the governing body of the chapter and selecting delegates to the annual meeting of the corporation.

Section 4—Board of Governors

(a) **BOARD OF GOVERNORS--**

(1) **IN GENERAL.**—The board of governors is the governing body of the corporation with all powers of governing and directing, and of overseeing the management of the business and affairs of, the corporation.

(2) **NUMBER.**—The board of governors shall fix by resolution, from time to time, the number of members constituting the entire board of governors, provided that—

(A) as of March 31, 2009, and thereafter, there shall be no fewer than 12 and no more than 25 members; and

(B) as of March 31, 2012, and thereafter, there shall be no fewer than 12 and no more than 20 members constituting the entire board. Procedures to implement the preceding sentence shall be provided in the bylaws.

(3) APPOINTMENT.—The governors shall be appointed or elected in the following manner:

(A) CHAIRMAN.—

(i) IN GENERAL.—The board of governors, in accordance with procedures provided in the bylaws, shall recommend to the President an individual to serve as chairman of the board of governors. If such recommendation is approved by the President, the President shall appoint such individual to serve as chairman of the board of governors.

(ii) VACANCIES.—Vacancies in the office of the chairman, including vacancies resulting from the resignation, death, or removal by the President of the chairman, shall be filled in the same manner described in clause (i)

(iii) DUTIES.—the chairman shall be a member of the board of governors and, when present, shall preside at meetings of the board of governors and shall have such other duties and responsibilities as may be provided in the bylaws or a resolution of the board of governors.

(B) OTHER MEMBERS.—

(i) IN GENERAL.—Members of the board of governors other than the chairman shall be elected at the annual meeting of the corporation in accordance with such procedures as may be provided in the bylaws.

(ii) VACANCIES.—Vacancies in any such elected board position and in any newly created board position may be filled by a vote of the remaining members of the board of governors in accordance with such procedures as may be provided in the bylaws.

(b) TERMS OF OFFICE.—

(1) IN GENERAL.—The term of office of each member of the board of governors shall be 3 years, except that—

(A) the board of governors may provide under the bylaws that the terms of office of members of the board of governors elected to the board of governors before March 31, 2012, may be less than 3 years in order to implement the provisions of subparagraphs (A) and (B) of subsection (a)(2); and

(B) any member of the board of governors elected by the board to fill a vacancy in a board position arising before the expiration of its term may, as determined by the board, serve for the remainder of that term or until the next annual meeting of the corporation.

(2) STAGGERED TERMS.—The terms of office of members of the board of governors (other than the chairman) shall be staggered such that, by March 31, 2012, and thereafter, 1/3 of the entire board (or as near to

1/3 as practicable) shall be elected at each successive annual meeting of the corporation with the term of office of each member of the board of governors elected at an annual meeting expiring at the third annual meeting following the annual meeting at which such member was elected.

(3) **TERM LIMITS.**—No person may serve as a member of the board of governors for more than such number of terms of office or years as may be provided in the bylaws.

(c) **COMMITTEES AND OFFICERS.**—The board—

(1) may appoint, from its own members, an executive committee to exercise such powers of the board when the board is not in session as may be provided in the bylaws;

(2) may appoint such other committees or advisory councils with such powers as may be provided in the bylaws or a resolution of the board of governors;

(3) shall appoint such officers of the corporation, including a chief executive officer, with such duties, responsibilities, and terms of office as may be provided in the bylaws or a resolution of the board of governors; and

(4) may remove members of the board of governors (other than the chairman), officers, and employees under such procedures as may be provided in the bylaws or a resolution of the board of governors.

(d) **ADVISORY COUNCIL.**—

(1) **ESTABLISHMENT.**—There shall be an advisory council to the board of governors.

(2) **MEMBERSHIP; APPOINTMENT BY PRESIDENT.**—

(A) **IN GENERAL.**—The advisory council shall be composed of no fewer than 8 and no more than 10 members, each of whom shall be appointed by the President from principal officers of the executive departments and senior officers of the Armed Forces whose positions and interests qualify them to contribute to carrying out the programs and purposes of the corporation.

(B) **MEMBERS FROM THE ARMED FORCES.**—At least 1, but not more than 3, of the members of the advisory council shall be selected from the Armed Forces.

(3) **DUTIES.**—The advisory council shall advise, report directly to, and meet, at least 1 time per year with the board of governors, and shall have such name, functions and be subject to such procedures as may be provided in the bylaws.

(e) **ACTION WITHOUT MEETING.**—Any action required or permitted to be taken at any meeting of the board of governors or of any committee thereof may be taken without a meeting if all members of the board or committee, as the case may be, consent thereto in writing, or by electronic transmission and the writing or writings or electronic transmission or transmissions are filed with the minutes of proceedings of the board or committee. Such filing shall be in paper form if the minutes are maintained in paper form and shall be in electronic form if the minutes are maintained in electronic form.

(f) VOTING BY PROXY.—

(1) IN GENERAL.—Voting by proxy is not allowed at any meeting of the board, at the annual meeting, or at any meeting of a chapter.

(2) EXCEPTION.—The board may allow the election of governors by proxy during any emergency.

(g) BYLAWS.—

(1) IN GENERAL.—The board of governors may—

(A) at any time adopt bylaws; and

(B) at any time adopt bylaws to be effective only in an emergency.

(2) EMERGENCY BYLAWS.—Any bylaws adopted pursuant to paragraph (1)(B) may provide special procedures necessary for managing the corporation during the emergency. All provisions of the regular bylaws consistent with the emergency bylaws remain effective during the emergency.

(h) DEFINITIONS.—For purposes of this section—

(1) the term ‘entire board’ means the total number of members of the board of governors that the corporation would have if there were no vacancies; and

(2) the term ‘emergency’ shall have such meaning as may be provided in the bylaws.

Section 5—Powers

(a) GENERAL. The Corporation may:

(1) adopt policies and regulations;

(2) adopt, alter and destroy a seal;

(3) own and dispose of property to carry out the purposes of the corporation;

(4) accept gifts, devises, and bequests of property to carry out the purposes of the corporation;

(5) sue and be sued in courts of law and equity, State or Federal, within the jurisdiction of the United States; and

(6) do any other act necessary to carry out this chapter and promote the purposes of the corporation.

(b) DESIGNATION. The corporation is designated as the organization which is authorized to act in matters of relief under the treaties of Geneva, August 22, 1864, July 27, 1929, and August 12, 1949.

Section 6—Emblem, Badge, and Brassard

(a) EMBLEM AND BADGE. In carrying out its purposes under this chapter, the corporation may have and use, as an emblem and badge, a Greek red cross on a white ground, as described in the treaties of Geneva, August 22, 1864, July 27, 1929, and August 12, 1949, and adopted by the nations acceding to those treaties.

(b) DELIVERY OF BRASSARD. In accordance with those treaties, the delivery of the brassard allowed for individuals neutralized in time of war shall be left to military authority.

Section 7—Annual Meeting

(a) IN GENERAL.—The annual meeting of the corporation is the annual meeting of delegates of the chapters.

(b) TIME OF MEETING.—The annual meeting shall be held as determined by the board of governors.

(c) PLACE OF MEETING.—The board of governors is authorized to determine that the annual meeting shall not be held at any place, but may instead be held solely by means of remote communication subject to such procedures as are provided in the bylaws.

(d) VOTING.—

(1) IN GENERAL.—In matters requiring a vote at the annual meeting, each chapter is entitled to at least 1 vote, and voting on all matters may be conducted by mail, telephone, telegram, cablegram, electronic mail, or any other means of electronic or telephone transmission, provided that the person voting shall state, or submit information from which it can be determined, that the method of voting chosen was authorized by such person.

(2) ESTABLISHMENT OF NUMBER OF VOTES.—

(A) IN GENERAL.—The board of governors shall determine on an equitable basis the number of votes that each chapter is entitled to cast, taking into consideration the size of the membership of the chapters, the populations served by the chapters, and such other factors as may be determined by the board.

(B) PERIODIC REVIEW.—The board of governors shall review the allocation of votes at least every 5 years.

Section 8—Buildings

(a) **OWNERSHIP.** The United States Government shall retain ownership of the corporation's permanent headquarters, comprised of buildings erected on square 172 in the District of Columbia, including:

(1) the memorial building to commemorate the service and sacrifice of the women of the United States, North and South, during the Civil War, erected for the use of the corporation;

(2) the memorial building to commemorate the service and sacrifice of the patriotic women of the United States, its territories and possessions, and the District of Columbia during World War I, erected for the use of the corporation; and

(3) the permanent building erected for the use of the corporation in connection with its work in cooperation with the Government.

(b) **MAINTENANCE AND EXPENSES.** Those buildings shall remain under the supervision of the Administrator of General Services. However, the corporation shall care for and maintain the buildings without expense to the Government.

Section 9—Endowment Fund

The endowment fund of the corporation shall be kept and invested under the management and control of a board of trustees elected by the board of governors. The corporation shall prescribe policies and regulations on terms and tenure of office, accountability, and expenses of the board of trustees.

Section 10—Annual Report and Audit

(a) **SUBMISSION OF REPORT.**—As soon as practicable after the end of the corporation's fiscal year, which may be changed from time to time by the board of governors, the corporation shall submit a report to the Secretary of Defense on the activities of the corporation during such fiscal year, including a complete, itemized report of all receipts and expenditures.

(b) **AUDITING OF REPORT AND SUBMISSION TO CONGRESS.** The Secretary shall audit the report and submit a copy of the audited report to Congress.

(c) **PAYMENT OF AUDIT EXPENSES.** The corporation shall reimburse the Secretary each year for auditing its accounts. The amount paid shall be deposited in the Treasury of the United States as a miscellaneous receipt.

Section 11—Authority of the Comptroller General of the United States

The Comptroller General of the United States is authorized to review the corporation's involvement in any Federal program or activity the Government carries out under law.

Section 12—Office of the Ombudsman

(a) **ESTABLISHMENT.**—The corporation shall establish an Office of the Ombudsman with such duties and responsibilities as may be provided in the bylaws or a resolution of the board of governors.

(b) **REPORT.**—

(1) **IN GENERAL.**—The Office of the Ombudsman shall submit annually to the appropriate Congressional committees a report concerning any trends and systemic matters that the Office of the Ombudsman has identified as confronting the corporation.

(2) **APPROPRIATE CONGRESSIONAL COMMITTEES.**—For purposes of paragraph (1), the appropriate Congressional committees are the following committees of Congress:

(A) **SENATE COMMITTEES.**—The appropriate Congressional committees of the Senate are—

- (i) the Committee on Finance;
- (ii) the Committee on Foreign Relations;
- (iii) the Committee on Health, Education, Labor, and Pensions;
- (iv) the Committee on Homeland Security and Governmental Affairs; and
- (v) the Committee on the Judiciary.

(B) **HOUSE COMMITTEES.**—The appropriate Congressional committees of the House of Representatives are—

- (i) the Committee on Energy and Commerce;
- (ii) the Committee on Foreign Affairs;
- (iii) the Committee on Homeland Security;

- (iv) the Committee on the Judiciary; and
- (v) the Committee on Ways and Means.’’.

Section 13—Reservation of Right to Amend or Repeal

Congress reserves the right to amend or repeal the provisions of this chapter.

[The Act approved January 5, 1905 (33 Stat. 599), as amended by the Acts approved June 23, 1910 (36 Stat. 604), December 10, 1912 (37 Stat. 647), February 27, 1917 (39 Stat. 946), March 3, 1921 (41 Stat. 1354), June 7, 1924 (43 Stat. 665), February 7, 1930 (46 Stat. 66), May 8, 1947 (61 Stat. 80), June 25, 1948 (62 Stat. 862), July 17, 1953 (67 Stat. 179), August 12, 1998 (112 Stat. 1494.), and May 11, 2007.]

Related Provisions of the United States Criminal Code

Whoever wears or displays the sign of the Red Cross or any insignia colored in imitation thereof for the fraudulent purpose of inducing the belief that he is a member of or an agent for the American National Red Cross; or

Whoever, whether a corporation, association, or person, other than the American National Red Cross and its duly authorized employees and agents and the sanitary and hospital authorities of the armed forces of the United States, uses the emblem of the Greek red cross on a white ground, or any sign or insignia made or colored in imitation thereof or the words "Red Cross" or "Geneva Cross" or any combination of these words—

Shall be fined not more than \$250 or imprisoned not more than six months, or both.

This section shall not make unlawful the use of any such emblem, sign, insignia, or words which was lawful on the date of enactment of this title. [Sec. 706, Title 18, U.S.C.]

Whoever, within the United States, falsely or fraudulently holds himself out as or represents or pretends himself to be a member of or an agent for the American National Red Cross for the purpose of soliciting, collecting, or receiving money or material, shall be fined not more than \$500 or imprisoned not more than one year, or both. [Sec. 917, Title 18, U.S.C.]

Use of the American National Red Cross in Aid of the Armed Forces

(a) Whenever the President finds it necessary, he may accept the cooperation and assistance of the American National Red Cross, and employ it under the armed forces under regulations to be prescribed by the Secretary of Defense.

(b) Personnel of the American National Red Cross who are performing duties in connection with its cooperation and assistance under subsection (a) may be furnished—

(1) transportation, at the expense of the United States, while traveling to and from, and while performing, those duties, in the same manner as civilian employees of the armed forces;

(2) meals and quarters, at their expense or at the expense of the American National Red Cross, except that where civilian employees of the armed forces are quartered without charge, employees of the American National Red Cross may also be quartered without charge; and

(3) available office space, warehousing, wharfage, and means of communication, without charge.

(c) No fee may be charged for a passport issued to an employee of the American National Red Cross for travel outside the United States to assume or perform duties under this section.

(d) Supplies of the American National Red Cross, including gifts for the use of the armed forces, may be transported at the expense of the United States, if it is determined under regulations prescribed under subsection (a) that they are necessary to the cooperation and assistance accepted under this section.

(e) For the purposes of this section, employees of the American National Red Cross may not be considered as employees of the United States. [Sec. 2602, Title 10, U.S.C.]

Note: As contemplated by the above-quoted statutes, the assistance of the American National Red Cross was tendered to and formally accepted by the President of the United States as of July 17, 1953.

Amended and Restated Bylaws of The American National Red Cross

Section 1	Statutory Authority; Defined Terms
Section 2	Board of Governors
Section 3	Committees of the Board of Governors
Section 4	Board-Appointed Committees, Advisory Councils, and Other Bodies
Section 5	Officers
Section 6	Annual Meetings and National Conventions
Section 7	Membership
Section 8	Chartered Units
Section 9	Funds of the Corporation
Section 10	Indemnification
Section 11	Miscellaneous
Section 12	Emergency Bylaws

AMENDED AND RESTATED BYLAWS OF THE AMERICAN NATIONAL RED CROSS

Section 1—Statutory Authority; Certain Defined Terms

- 1.1 Statutory Authority.** These Amended and Restated Bylaws of The American National Red Cross (the “Corporation”) have been adopted as the bylaws of The American National Red Cross (the “Bylaws”) by the Board of Governors pursuant to authority conferred on the Board of Governors by an Act of Congress approved January 5, 1905, as amended, appearing at 31 U.S.C. § 300101 et seq. (the “Congressional Charter”).
- 1.2 Certain Defined Terms.** Capitalized terms used but not otherwise defined herein shall have the meaning set forth below:
- (a) “*Blood Services Region*” means each group of organized persons with a charter granted by the Corporation pursuant to these Bylaws recognizing the group as a local unit of the Corporation, is designated as a Blood Services Region pursuant to Section 8.2, and is authorized to provide blood services and other authorized biomedical services in a particular territorial jurisdiction.
 - (b) “*Board*” means the Board of Governors of the Corporation. Members of the Board also are sometimes referred to in the Bylaws as governors.
 - (c) “*Board Size Limitation*” has the meaning set forth in Section 2.2(a).
 - (d) “*Board Size Transition Procedures*” has the meaning set forth in Section 2.2(b).
 - (e) “*Bylaws*” has the meaning set forth in Section 1.1.
 - (f) “*Chairman*” means the person appointed by the President of the United States to serve as the Chairman of the Board pursuant to the Congressional Charter.
 - (g) “*Chapter*” means each group of organized persons with a charter granted by the Corporation pursuant to these Bylaws recognizing the group as a local unit of the Corporation, is designated as a Chapter pursuant to Section 8.2, and is authorized to provide certain services and engage in certain activities in a particular territorial jurisdiction.

- (h) “*Chartered Units*” means, collectively, Chapters and Blood Services Regions, or any other group of organized persons with a charter granted by the Corporation pursuant to these Bylaws that recognizes the group as a local unit of the Corporation.
- (i) “*Congressional Charter*” has the meaning set forth in Section 1.1.
- (j) “*Corporate Policies and Regulations*” means the Congressional Charter, the Bylaws, all actions, policies, regulations and resolutions of the Board, and all other written directives, policies and regulations of the Chief Executive Officer, or his or her designee. Each source of corporate authority occupies the order of precedence in which it appears in the preceding sentence. Each prevails over inconsistent provisions of subordinate sources.
- (k) “*Corporate Unit*” has the meaning set forth in Section 2.3(a).
- (l) “*Corporation*” has the meaning set forth in Section 1.1.
- (m) “*Emergency*” means an attack on the United States of America or on a locality in which the Corporation conducts its business or customarily holds meetings of the Board, any nuclear or atomic disaster, any catastrophe, any Presidentially declared emergency, or other similar event, occurrence or condition, as a result of which a quorum of the Board pursuant to Section 2.6(f) is not present at the first Board meeting called in the manner provided in Section 12.4(a).
- (n) “*Entire Board*” means the total number of members of the Board that the Corporation would have if there were no vacancies.
- (o) “*Immediate family member*” means and includes a person’s spouse, parents, children (including adopted children), siblings, mothers and fathers-in-law, sons and daughters-in-law, brothers and sisters-in-law, and anyone (other than domestic employees) who shares such person’s home. When applying the look-back provisions in Section 2.3, the Board need not consider individuals who are no longer immediate family members as a result of legal separation or divorce, or those who have died or become incapacitated.
- (p) “*Indemnitee’s Request*” has the meaning set forth in Section 10.2(a).
- (q) “*National Convention*” means the biennial conference of the Corporation.
- (r) “*Organizational Meeting*” has the meaning set forth in Section 2.6(a).
- (s) “*Petition for Nomination*” has the meaning set forth in Section 2.4(b)(iii).
- (t) “*Petition for Resolution*” has the meaning set forth in Section 6.1(c)(ii)(B).

Section 2—Board of Governors

2.1 General Powers. The Board is the governing body of the Corporation with all powers of governing and directing, and of overseeing the management and affairs of, the Corporation. In furtherance and not in limitation of the foregoing, the Board shall, subject to any limitations in the Congressional Charter or as may otherwise be provided by applicable law, have the power, authority and responsibility to:

- (a) review and approve the mission statement of the Corporation;
- (b) approve and oversee the Corporation's strategic plan and maintain strategic oversight of operational matters;
- (c) select, evaluate the performance of, and determine the level of compensation of the chief executive officer and other officers of the Corporation, as well as other employees of the Corporation who may be a "disqualified person" (as defined in Section 4958 of the Internal Revenue Code of 1986, as amended);
- (d) oversee succession planning for management;
- (e) hold management accountable for performance;
- (f) oversee (i) the integrity of the financial statements of the Corporation, (ii) the qualifications and independence of the Corporation's independent auditors, (iii) the performance of the Corporation's independent auditors and internal audit function, (iv) the processes by which the Corporation's management assesses and manages risk, and (v) the Corporation's compliance with legal and regulatory requirements;
- (g) review and approve the annual budget of the Corporation and provide oversight of the financial stability of the Corporation;
- (h) review and approve capital expenditures, acquisitions and divestitures and other transactions that, as determined by the Board in its sole discretion, are significant to the Corporation, in each case in accordance with policies that may be established by the Board from time to time;
- (i) assist in ensuring the inclusiveness and diversity of the Corporation;
- (j) provide oversight of the protection of the brand of the Corporation;
- (k) oversee fundraising on behalf of the Corporation;
- (l) adopt standards applicable to members of the Board, in addition to specific standards of independence;

- (m) determine the duties and responsibilities to be performed by the Chief Executive Officer;
- (n) design a formal and transparent process for nominating members of the Board;
- (o) monitor potential conflicts of interest of management and members of the Board;
- (p) monitor through evaluations the effectiveness of the governance practices under which the Board operates and make changes as needed; and
- (q) exercise such other powers, authority and responsibilities as may be determined by the Board.

2.2 *Number.*

- (a) The Board shall fix by resolution from time to time the number of members constituting the Entire Board, provided that, as required by the Congressional Charter: (i) as of March 31, 2009 and thereafter, there shall be no fewer than 12 and no more than 25 members; and (ii) as of March 31, 2012 and thereafter, there shall be no fewer than 12 and no more than 20 members constituting the Entire Board (the "*Board Size Limitation*").
- (b) The Board shall adopt a resolution setting forth a summary of the procedures designed to reduce the number of members constituting the Entire Board in order to effect compliance with the Board Size Limitation, which procedures may be amended from time to time by the Board (such procedures, the "*Board Size Transition Procedures*").

2.3 *Independence of Governors; Compensation; Code of Business Ethics and Conduct.*

- (a) General. Subject to Section 2.3(b), all members of the Board shall be persons determined by the Board to be independent. In order to determine that a person is independent pursuant to this Section 2.3, the Board shall make an affirmative determination that a person has no material relationship with the Corporation, with any Chartered Unit, or with any consolidated subsidiary of the Corporation (each, a "*Corporate Unit*"), and that the person is free of any other relationship (with a Corporate Unit or otherwise) that would interfere with the exercise of independent judgment of such person. In making this determination, the Board shall consider all relevant facts and circumstances, including commercial, charitable, and familial relationships that exist between the person and a Corporate Unit, or between entities with which the person is affiliated and a Corporate Unit. All members of the Board shall provide to the Corporation all information requested to assist the Board in making its determination. The Board may, from time to time, adopt categorical standards to guide its determination of materiality. In addition, a person is not independent for purposes of this Section 2.3 if:

- (i) the person is, or has been within the last three years, an employee of a Corporate Unit, or an immediate family member is, or has been within the last three years, an officer of a Corporate Unit; *provided, however*, that employment, on an interim basis, as chief executive officer or other officer of a Corporate Unit shall not disqualify a person from being considered independent following that employment;
- (ii) the person has received, or has an immediate family member who has received, within the last 12-month period any direct compensation from any Corporate Unit; *provided, however*, that employment, on an interim basis, as chief executive officer or other officer of a Corporate Unit shall not disqualify a person from being considered independent following that employment;
- (iii) (A) the person or an immediate family member is a current partner of a firm that is the Corporation's external auditor; (B) the person is a current employee of such a firm; (C) the person has an immediate family member who is a current employee of such a firm and who participates in the firm's audit, assurance or tax compliance (but not tax planning) practice; or (D) the person or an immediate family member was within the last three years (but is no longer) a partner or employee of such a firm and personally worked on the Corporation's audit within that time;
- (iv) the person or an immediate family member is, or has been within the last three years, employed as an executive officer of another company where any of the Corporation's present officers serves or served on that company's compensation committee;
- (v) the person is a current employee, or an immediate family member is a current executive officer, of a company that has made payments to, or received payments from, a Corporate Unit for property or services in an amount which, in any of the last three fiscal years, exceeds the greater of \$1 million, or 2% of such other company's consolidated gross revenues, it being understood that for purposes of this Section 2.3(a)(v), (A) both the payments and the consolidated gross revenues to be measured shall be those reported in the last completed fiscal year, (B) the look-back provision for this test applies solely to the financial relationship between the Corporate Unit and such person's or immediate family member's current employer (*i.e.*, former employment of such person or immediate family member need not be considered for this Section 2.3(a)(v)), and (C) charitable contributions to the Corporation or to any Chartered Unit shall not be considered "payments"; or
- (vi) such person is serving in any capacity with a Chartered Unit (other than as a volunteer, except as a volunteer in a management or governance position).

- (b) Independence of each of Chairman and Chief Executive Officer. Service by a person as the Chairman or as the Chief Executive Officer, or service by a person as the Chairman and Chief Executive Officer, shall not disqualify such person from serving as a member of the Board under Section 2.3(a) if the Board determines that such person is otherwise independent for purposes of Section 2.3(a) without taking into account such person's service as the Chairman and/or the Chief Executive Officer, in each case notwithstanding anything to the contrary in Section 2.3(a).
- (c) Compensation; Reimbursement of Expenses. No member of the Board shall be entitled to receive from the Corporation compensation for service on the Board, any committee of the Board, any Board-appointed committee or body, or any advisory council to the Board. Members of the Board shall be entitled to receive from the Corporation reimbursement for the reasonable expenses, including reasonable travel expenses, incurred by such governor in attending meetings of the Board, meetings of committees of the Board of which such governor is a member, meetings of Board-appointed committees or bodies of which such governor is a member, meetings of advisory councils of the Board of which such governor is a member, and such other events and activities at which attendance by such governor is authorized by the Board or is otherwise consistent with the policies, procedures and practices established by the Board from time to time. Reimbursement guidelines for Board member expenses shall be approved and kept by the Secretary consistent with Corporate Policies and Regulations.
- (d) Code of Business Ethics and Conduct. All members of the Board shall meet the standards of conduct set forth in the Red Cross' Code of Business Ethics and Conduct, and shall annually execute a Certification of Commitment to the Code of Business Ethics and Conduct.

2.4 *Appointment and Election.*

- (a) Chairman.
 - (i) General. The Board, in accordance with the procedures provided in this Section 2.4(a), shall recommend to the President of the United States an individual to serve as Chairman. If such recommendation is approved by the President of the United States, the President shall appoint such individual to serve as Chairman. The Chairman shall be a member of the Board.
 - (ii) Recommendations to Fill a Vacancy or an Anticipated Vacancy. In the event of (A) a vacancy in the office of the Chairman, including a vacancy resulting from the resignation, death, disability or removal by the President of the United States of the Chairman, or (B) an anticipated vacancy, including an anticipated vacancy resulting from an anticipated resignation or the expiration of the term of the then-serving Chairman, the

Governance and Board Development Committee shall consider candidates to fill such vacancy or anticipated vacancy and submit its recommendation to the Board at least six months prior to an anticipated vacancy or otherwise as reasonably practicable under the circumstances. If the then-serving Chairman is eligible to serve another term of office, the Governance and Board Development Committee may decide to recommend to the Board that the then-serving Chairman serve another term of office as Chairman without considering other candidates. If the recommendation of the Governance and Board Development Committee is approved by the Board, the Board shall recommend to the President of the United States the appointment of such individual to serve as Chairman.

(b) Members of the Board Other than the Chairman.

- (i) General. Members of the Board other than the Chairman shall be elected at each annual meeting of the Corporation in accordance with the procedures provided in this Section 2.4(b).
- (ii) Nominations by the Board. The Governance and Board Development Committee shall consider persons for election to the Board and shall submit its recommended candidates to the Board. If the recommendations of the Governance and Board Development Committee are approved by the Board, the Board shall nominate such candidates to stand for election as governors by the Chartered Units entitled to vote at the annual meeting of the Corporation. The names of such nominees shall be made available to the Chartered Units not later than 30 days prior to the date of the annual meeting at which such nominees shall stand for election to the Board, unless it is not reasonably practicable in the circumstances for the names of the nominees to be made available not later than 30 days prior to the date of such annual meeting. In the case of such impracticability the names of such nominees shall be made available to the Chartered Units as far in advance of the annual meeting as is reasonably practicable in the circumstances, which in no event will be later than ten days prior to the date of the annual meeting at which such nominees shall stand for election to the Board.
- (iii) Nominations by Petition. (A) Twenty-five percent or more of the Chartered Units may nominate persons to stand for election as governors at the next annual meeting of the Corporation only if timely written notice of such Chartered Units' intent to make such nomination is provided, either by personal delivery or by mail, postage prepaid, to the Secretary. To be timely, the Chartered Units' notice (the "*Petition for Nomination*") must be delivered to or mailed and received by the Secretary after the names of the Board's nominees for governor are made available to the Chartered Units in accordance with Section 2.4(b)(ii), but not later than

the later of (1) the twentieth day prior to the annual meeting of the Corporation at which such Board nominees will stand for election or (2) the fifth day after the names of the Board's nominees for governor are made available to the Chartered Units in accordance with Section 2.4(b)(ii).

(B) Each Petition for Nomination shall set forth (1) the name and address of each Chartered Unit which intends to make the nomination, (2) the name and address of the person or persons proposed to be nominated and sufficient information about each person to enable the Board to make a reasonable determination that, subject to such diligence and analysis that the Board (or the Governance and Board Development Committee) performs with respect to persons nominated by the Board to stand for election as governors, such person shall meet the independence standards adopted by the Board and such other standards adopted by the Board (or the Governance and Board Development Committee) in considering persons for election to the Board generally, (3) a representation of each Chartered Unit which intends to make the nomination that (a) at least one of its delegates will be present at the annual meeting of the Corporation (or deemed present in accordance with Section 6.1(a) at such annual meeting) and (b) its governing board has duly authorized the Petition for Nomination, and (4) the executed written consent of each nominee to serve as a member of the Board if so elected.

(C) The chair of the annual meeting may refuse to acknowledge or accept the nomination of any person not made in compliance with the procedures and standards set forth in Section 2.4(b)(iii), and only such persons who, as determined by the Board (or the Governance and Board Development Committee), are nominated in accordance with such procedures and who satisfy the independence standards adopted by the Board and such other standards adopted by the Board (or the Governance and Board Development Committee) in considering persons for election to the Board generally shall be eligible to stand for election as nominees and to serve as members of the Board.

- (iv) Vacancies and Newly Created Board Positions. Vacancies in any Board position other than the Chairman and in any newly created Board position may be filled by a vote of the remaining members of the Board pursuant to this Section 2.4(b)(iv). Vacancies on the Board resulting from death, disability, resignation, removal or other cause and newly-created Board positions shall only be filled by the Board by the affirmative vote of a majority of the remaining governors then in office, even though those remaining governors constitute less than a quorum of the Board, or by a sole remaining governor. Any governor appointed in accordance with this Section 2.4(b)(iv) to fill a vacancy (other than resulting from a newly-

created Board position) shall hold office until the next annual meeting of the Corporation unless the Board determines to appoint such governor to serve the remainder of the term of office of such vacancy. In the event the Board creates a new Board position, the new position shall be assigned to one of the three staggered groups of members of the Board consistent with Section 2.5(a)(ii), and any governor appointed in accordance with this Section 2.4(b)(iv) to fill a newly-created Board position shall hold office until the annual meeting of the Corporation at which the term of office of that staggered group of members of the Board expires (e.g., the next annual meeting, the second annual meeting or the third annual meeting of the Corporation following the appointment of such governor). A vacancy on the Board shall not affect the powers, authority or responsibilities of the Board.

- (v) Chief Executive Officer. The Chief Executive Officer may be appointed as a member of the Board of Governors upon approval by the Board. If the Chief Executive Officer serves as a member of the Board, he or she shall have full voting rights and other privileges of the Board. The Chief Executive Officer shall not be permitted to serve as a member of any committee of the Board unless the charter of such committee so provides. If the Chief Executive Officer serves as a member of the Board, termination of the Chief Executive Officer's employment with the Corporation as Chief Executive Officer for any reason, whether voluntary or involuntary, shall immediately terminate the Chief Executive Officer's membership on the Board. This Section 2.4(b)(v) does not apply to a person who serves as the Chairman and the Chief Executive Officer.

2.5 *Term of Office; Removal.*

(a) Term of Office.

- (i) General. The term of office of each member of the Board shall be three years, except that (A) the terms of office of members of the Board elected to the Board before March 31, 2012 may be less than three years in order to implement the Board Size Transition Procedures and Section 2.5(a)(ii); and (B) any member of the Board elected by the Board to fill a vacancy in a Board position arising before the expiration of its term may, as determined by the Board pursuant to Section 2.4(b)(iv), serve for the remainder of that term or until the next annual meeting of the Corporation.
- (ii) Terms of Office to be Staggered. The terms of office of members of the Board (other than the Chairman) shall be staggered such that, by March 31, 2012, and thereafter, one-third of the Entire Board (or as near to one-third as practicable) shall be elected at each successive annual meeting of the Corporation with the term of office of each member of the Board

elected at an annual meeting expiring at the third annual meeting following the annual meeting at which such member was elected.

- (iii) Term Limits. No person may serve as a member of the Board for more than three consecutive terms of office (regardless of the number of years comprising each term of office, except that the term of office of a governor who is appointed to the Board to fill a vacancy or a newly-created Board position pursuant to Section 2.4(b)(iv) shall not constitute a term of office for purposes of this Section 2.5(a)(iii) if such term of office is less than 18 months) and such person shall not be eligible for reelection to the Board before the second annual meeting of the Corporation following the annual meeting at which such person's third consecutive term of office expired. Notwithstanding the preceding sentence, in the event such person's third consecutive term of office expired prior to an annual meeting because such person resigned from the Board, such person shall not be eligible for reelection to the Board before the third annual meeting of the Corporation following the date on which such person's third consecutive term of office expired. Notwithstanding anything to the contrary contained in these Bylaws, a person may serve as Chairman for more than three consecutive terms and if the Chief Executive Officer serves as a member of the Board, he or she may serve as a member of the Board for more than three consecutive terms.
- (b) Resignations; Removal. Any governor other than the Chairman may at any time resign by giving written notice to the Board or the Chairman. Such resignation shall take effect at the time specified in such notice or, if the time be not specified therein, upon receipt thereof, and unless otherwise specified therein, no acceptance of such resignation shall be necessary to make it effective. The Board may remove any governor other than the Chairman, and may request that the President of the United States remove the Chairman, for conduct deemed by the Board to be detrimental to the Board or to the Corporation. Any governor so removed shall not be eligible for subsequent election or appointment to the Board.

2.6 *Meetings.*

- (a) Regular Meetings. The organizational meeting of the Board, for the purpose of organization or otherwise, shall be the first meeting of the Board held after the annual meeting of the Corporation, on such date and at such time and place as shall be fixed from time to time pursuant to resolution of the Board (the "*Organizational Meeting*"). Other regular meetings of the Board may be held at such times and at such places as the Board shall from time to time determine, although regular meetings of the Board shall be held in Washington, D.C. unless otherwise determined by the Board or specified in a notice of the regular meeting.
- (b) Special Meetings. Special meetings of the Board may be held at such times and at such places whenever called by the Board, by the Chairman, or by the Secretary

upon the written direction of any three governors, with special meetings of the Board being held in Washington, D.C. unless specified in the notice of the special meeting. Reasonable notice thereof shall be given by the person or persons calling the meeting.

- (c) Notice of Meetings; Waiver. Notice of regular meetings of the Board or of any adjourned meeting thereof need not be given. Notice of each special meeting of the Board shall be given to each governor (i) by first class mail at least five days before, or by overnight delivery service at least two days before, the day on which the meeting is to be held, in either case addressed to such governor at the governor's residence or usual place of business or (ii) by telecopy, facsimile or by electronic transmission, in either case addressed to such governor at the governor's residence or usual place of business, or shall be given personally or by telephone, in each case not later than the day before the meeting is to be held, or on such shorter notice as the person or persons calling such meeting may deem necessary or appropriate in the circumstances; *provided, however*, notice need not be given to any governor who shall, either before or after the meeting, submit a waiver of such notice or who shall attend such meeting without objecting, prior to or at its commencement (or promptly upon arrival), the lack of notice to such governor, or who shall attend such meeting and vote on or assent to an action taken at such meeting. Unless otherwise required by these Bylaws, every such notice shall state the time and place but need not state the purpose of the meeting.
- (d) Participation in Meetings by Means of Communications Equipment. Members of the Board, or any committee or other body designated by the Board, may participate in a meeting of the Board or of such committee or other body by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other, and participation in a meeting pursuant to this Section 2.6(d) shall constitute presence in person at such meeting.
- (e) Action Without Meeting. Any action required or permitted to be taken at any meeting of the Board or of any committee or other body designated by the Board may be taken without a meeting if all members of the Board, committee, or other body, as the case may be, consent thereto in writing, or by electronic transmission and the writing or writings or electronic transmission or transmissions are filed with the minutes of the proceedings of the Board, committee, or other body. Such filing shall be in paper form if the minutes are maintained in paper form and shall be in electronic form if the minutes are maintained in electronic form.
- (f) Quorum and Manner of Acting. A majority of the Entire Board shall constitute a quorum for the transaction of business at any meeting of the Board, and the vote of a majority of the governors present at any meeting at which a quorum is present shall be the act of the Board. In the event a quorum shall not be present at any meeting of the Board, the governors or a majority of the governors present

may adjourn the meeting from time to time until a quorum shall be present. At any adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the meeting as originally called.

- (g) Proxies. Voting by proxy is not allowed at any meeting of the Board or of any committee or other body designated by the Board.

- 2.7 Rules and Regulations.** The Board may adopt such rules and regulations not inconsistent with applicable laws, the Congressional Charter or these Bylaws for the conduct of its meetings and overseeing the management of the business and affairs of the Corporation.

Section 3—Committees of the Board of Governors

- 3.1 Establishment of Committees of the Board of Governors.** The Board may designate one or more committees that shall have such name or names as may be determined from time to time by the Board. Subject to Section 2.4(b)(v), each committee shall consist of one or more members of the Board, and the Board shall designate a chair and vice-chair of each committee from among the committee's members. The Board may designate one or more governors as alternate members of any committee who may replace any absent or disqualified member at any meeting of the committee. Any such committee, to the extent provided in a resolution of the Board or a charter of a committee adopted by the Board, shall have and may exercise all the powers and authority of the Board in directing, and of overseeing the management of the business and affairs of, the Corporation, and may authorize the seal of the Corporation to be affixed to all papers which may require it; *provided, however*, no such committee, including the Executive Committee and other standing committees of the Board, shall have the power or authority in reference to the following matters:

- (a) the recommendation to the President of the United States of an individual to serve as Chairman;
- (b) the removal of any member of the Board;
- (c) the filling of vacancies on the Board;
- (d) the nomination of candidates to stand for election as governors by the delegates of the Chartered Units entitled to vote thereon at the annual meeting of the Corporation;
- (e) the appointment, removal or reassignment of a member of any committee of the Board, or the filling of vacancies on any committee of the Board;
- (f) the designation of any committee of the Board or any Board-appointed committee, advisory council to the Board, or other Board-appointed body;

- (g) the appointment, removal or reassignment (or the concurrence in the appointment, removal or reassignment) of any officer of the Corporation, except that vacancies in established positions may be filled by the Executive Committee subject to ratification by the Board;
- (h) the amendment or repeal of these Bylaws or the adoption of new bylaws;
- (i) the amendment, alteration, repeal, or taking of any action inconsistent with any resolution or action of the Board when the resolution or action of the Board provides by its terms that it shall not be amended, altered or repealed by action of a committee of the Board;
- (j) the sale, lease, exchange or transfer of all or substantially all of the Corporation's property and assets;
- (k) the approval of the annual budget of the Corporation; and
- (l) the dissolution of the Corporation or a revocation of a dissolution.

The Board may, from time to time, establish, eliminate and modify the power and authority of any committee of the Board; change the size of a committee; and add, remove or replace the chair or member of any committee.

3.2 *Standing Committees of the Board.* The Board shall have the following standing committees whose members shall initially be appointed by the Board at the Organizational Meeting upon the recommendation of the Governance and Board Development Committee:

- (a) Executive Committee: The Executive Committee may exercise all powers, and have such authority and responsibilities, of the Board when the Board is not in session except as specified in Section 3.1. The Executive Committee shall be composed of at least six but not more than ten members, with such specified number of members as the Board shall fix by resolution from time to time, consisting of the Chairman, the chairs of each of the standing committees of the Board, and other members of the Board appointed to the Committee by the Board. The Chairman shall be the chair of the Executive Committee.
- (b) Audit and Risk Management Committee. The Audit and Risk Management Committee shall have the purpose, authority and responsibilities as shall be set forth in these Bylaws, the Audit and Risk Management Committee Charter adopted by the Board, and by resolution of the Board. The Audit and Risk Management Committee shall be composed of at least five but not more than eight members, with such specified number of members as the Board shall fix by resolution from time to time. There shall be a subcommittee of the Audit and Risk Management Committee named the "Quality and Regulatory Compliance Subcommittee." The Quality and Regulatory Compliance Subcommittee shall

have the purpose, authority and responsibilities as shall be set forth in these Bylaws, the Quality and Regulatory Compliance Subcommittee Charter adopted by the Audit and Risk Management Committee, and by resolution of the Audit and Risk Management Committee. The Quality and Regulatory Compliance Subcommittee shall be composed of at least three but not more than four members, with such specified number of members as the Audit and Risk Management Committee shall fix by resolution from time to time.

- (c) Compensation and Management Development Committee. The Compensation and Management Development Committee shall have the purpose, authority and responsibilities as shall be set forth in these Bylaws, the Compensation and Management Development Committee Charter adopted by the Board, and by resolution of the Board. The Compensation and Management Development Committee shall be composed of at least three but not more than eight members, with such specified number of members as the Board shall fix by resolution from time to time.
- (d) Governance and Board Development Committee. The Governance and Board Development Committee shall have the purpose, authority and responsibilities as shall be set forth in these Bylaws, the Governance and Board Development Committee Charter adopted by the Board, and by resolution of the Board. The Governance and Board Development Committee shall be composed of at least three but not more than eight members, with such specified number of members as the Board shall fix by resolution from time to time.

3.3 *Certain Rules Applicable to All Committees of the Board.*

- (a) Meetings; Notice; Waiver. Regular meetings of each committee of the Board, of which no notice shall be necessary, may be held at such times and places as shall be fixed by resolution adopted by a majority of the total number of authorized committee members of each such committee, whether or not there exists any vacancies or unfilled previously authorized committee seats. Special meetings of any committee of the Board shall be called at the request of any member of such committee. Notice of each special meeting of any committee of the Board shall be sent to each member of such committee (i) by first class mail at least five days before, or by overnight delivery service at least two days before, the day on which the meeting is to be held, in either case addressed to such committee member at the member's residence or usual place of business or (ii) by telecopy, facsimile or by electronic transmission, in either case addressed to such committee member at the member's residence or usual place of business, or shall be given personally or by telephone, in each case not later than the day before the meeting is to be held, or on such shorter notice as the person or persons calling such meeting may deem necessary or appropriate in the circumstances; *provided, however*, notice need not be given to any governor who shall, either before or after the meeting, submit a waiver of such notice or who shall attend such meeting without objecting, prior to

or at its commencement (or promptly upon arrival), the lack of notice to such governor, or who shall attend such meeting and vote on or assent to an action taken at such meeting. Unless otherwise required by these Bylaws, every such notice shall state the time and place but need not state the purpose of the meeting. Any special meeting of any committee of the Board shall be a legal meeting without any notice thereof having been given, if all the members of such committee shall be present at the meeting and no member shall object to the lack of notice to such member. Notice of any adjourned meeting of any committee of the Board need not be given.

- (b) Quorum and Manner of Acting. A majority of the authorized members of any committee of the Board shall constitute a quorum for the transaction of business at any meeting, and the vote of a majority of the members of such committee present at any meeting at which a quorum is present shall be the act of such committee.
- (c) Adoption of Committee Rules. Any committee of the Board may adopt such rules and regulations not inconsistent with applicable laws, the Congressional Charter, these Bylaws, the Board resolution designating the committee, or the committee charter adopted by the Board for the conduct of its meetings as such committee of the Board may deem advisable.
- (d) Minutes and Reports. Each committee shall keep regular minutes of its meetings and report the same to the Board, when required, and present to the Board such reports as are requested by the Board or required by these Bylaws, the Board resolution designating the committee, or the committee charter adopted by the Board or as are deemed advisable by the Committee.
- (e) Subcommittees. Unless otherwise provided in these Bylaws, the resolution of the Board designating the committee or the committee charter adopted by the Board, a committee may create one or more subcommittees, each subcommittee to consist of one or more members of the committee and be composed solely of members of the committee, and delegate to a subcommittee any or all of the powers, authority and responsibilities of the committee.

Section 4—Board-Appointed Committees, Advisory Councils, and Other Bodies

- 4.1 *Establishment of Board-Appointed Committees, Advisory Councils to the Board of Governors, and Other Bodies.*** The Board may designate one or more Board-appointed committees, advisory councils, and other bodies that shall have such name or names as may be determined from time to time by the Board. Such Board-appointed committees, advisory councils, and other bodies may consist of one or more, or no, members of the Board and one or more, or no, individuals who are not members of the Board as determined by the Board.
- 4.2 *Board-Appointed Committees and Other Bodies.*** Board-appointed committees and other bodies shall have such purposes, powers, authority and responsibilities as may be designated by the Board by resolution or in a charter of the committee or other body adopted by the Board. Except as otherwise provided in the Congressional Charter with respect to the Board of Trustees of the Endowment Fund, the Board may, from time to time, establish, eliminate and modify the purposes, powers, authority and responsibilities of any committee or other body; change the size of any committee or other body; and add, remove or replace the chair or member of any committee or other body.

The Board shall have the following Board-appointed committees or other bodies whose members shall be appointed by the Board upon recommendation of the Governance and Board Development Committee.

- (a) Board of Trustees of the Endowment Fund. The Board of Trustees of the Endowment Fund shall have the purpose, powers, authority and responsibilities as shall be set forth in the Congressional Charter, these Bylaws, the Board of Trustees of the Endowment Fund Charter adopted by the Board, and by resolution of the Board. The Board of Trustees of the Endowment Fund shall be composed of such specified number of members as the Board shall fix by resolution from time to time (or as set forth in the Board of Trustees of the Endowment Fund Charter adopted by the Board).
- (b) Investment Committee. The Investment Committee shall have the purpose, powers, authority and responsibilities as shall be set forth in these Bylaws, the Investment Committee Charter adopted by the Board, and by resolution of the Board. The Investment Committee shall be composed of such specified number of members as the Board shall fix by resolution from time to time (or as set forth in the Investment Committee Charter adopted by the Board).

4.3 *Advisory Councils.* Advisory Councils shall be advisory only and shall have no power or authority to act on behalf of the Board or of the Corporation, but shall provide such advice and assistance to the Board or such other constituency within the Corporation, and have such other purposes, powers, authority and responsibilities as may be designated by the Board by resolution or in a charter of the advisory council adopted by the Board. Except as otherwise provided in the Congressional Charter with respect to the Cabinet Council, the Board may, from time to time, establish, eliminate and modify the purposes, powers, authority and responsibilities of any advisory council; change the size of any advisory council; and add, remove or replace the chair or member of any advisory council.

(a) ***Standing Advisory Councils.*** The Board shall have the following standing advisory councils:

(i) **Cabinet Council.** (A) There shall be an advisory council to the Board named the "Cabinet Council." The Cabinet Council shall be composed of no fewer than eight and no more than 10 members, each of whom shall be appointed by the President of the United States from principal officers of the executive departments and senior officers of the Armed Forces whose positions and interests qualify them to contribute to carrying out the programs and purposes of the Corporation. At least one, but not more than three of the members of the Cabinet Council shall be selected from the Armed Forces.

(B) The Cabinet Council shall advise, report directly to, and meet, at least one time per year with the Board.

(C) A member of the Cabinet Council may send a representative or liaison to attend on his or her behalf a meeting or meetings of the Cabinet Council.

(b) **International Services Advisory Council.** (A) There shall be an advisory council to the Board named the "International Services Advisory Council" which shall have the purposes, powers, authority and responsibilities as shall be designated by the Board by resolution or in a charter of the International Services Advisory Council adopted by the Board.

Section 5—Officers

- 5.1 **Officers.** Except as otherwise provided in this Section 5, the officers of the Corporation shall be a Chairman, a Chief Executive Officer, a President, a Chief Financial Officer, a General Counsel, a Chief Audit Executive, an Ombudsman, one or more Vice Chairmen, one or more Vice Presidents (who could have the title of Executive Vice President or Senior Vice President), a Treasurer, a Secretary, and one or more Assistant Treasurers or Assistant Secretaries, and such other officers and agents with such titles and such duties as the Board (or an officer authorized by the Board) may from time to time determine, each to have such powers, authority or responsibilities as provided in these Bylaws or as the Board (or an officer authorized by the Board) may from time to time determine. Except as otherwise provided in these Bylaws or by resolution of the Board, one person may hold the offices and perform the duties of any two or more of said officers; *provided, however*, that no officer shall execute, acknowledge or verify any instrument in more than one capacity if such instrument is required by law, the Congressional Charter or these Bylaws to be executed, acknowledged or verified by two or more officers.
- 5.2 **Term of Office; Resignation; Removal; Vacancies.** Unless otherwise provided in the resolution by the Board electing or authorizing the appointment of any officer, each officer other than the Chairman shall be elected by the Board (or an officer authorized by the Board) for an initial term which shall continue until the next Organizational Meeting, and thereafter each officer other than the Chairman shall be elected for one-year terms or until his or her successor is elected or appointed and qualified or until his or her earlier resignation, death or removal.

Any officer may resign at any time upon written notice to the Board or to such person or persons as the Board may designate. Such resignation shall take effect at the time specified therein, and unless otherwise specified therein, no acceptance of such resignation shall be necessary to make it effective. The Board may remove any officer other than the Chairman with or without cause at any time.

Any officer authorized by the Board to appoint a person to hold an office of the Corporation may also remove from office any person appointed by such authorized officer with or without cause at any time, unless otherwise provided in these Bylaws or the resolution of the Board. Any such removal shall be without prejudice to the contractual rights of such officer, if any, with the Corporation, but the election or appointment of an officer shall not of itself create contractual rights as all employees who serve as officers of the Corporation are at-will employees unless an employee with whom the Corporation enters into a written employment agreement that expressly provides otherwise.

Subject to any contractual limitations, the Chief Executive Officer may suspend the powers, authority, responsibilities and compensation of any officer elected by the Board, for a period of time sufficient to permit the Board or the appropriate committee of the

Board a reasonable opportunity to consider and act upon a resolution relating to the reinstatement, further suspension or removal of such person, and may remove from office any other employee of the Corporation with or without cause at any time. Any vacancy occurring in any office of the Corporation other than the office of the Chairman by death, resignation, removal or otherwise may be filled by the Board at any regular or special meeting or by an officer authorized by the Board to appoint a person to hold such office.

- 5.3 Powers, Authority and Responsibilities.** The officers of the Corporation shall have such powers, authority and responsibilities in the management of the Corporation as shall be provided in the Congressional Charter, these Bylaws or by resolution of the Board which is not inconsistent with these Bylaws and, to the extent not so stated, as generally are incident to their respective offices, subject to the direction and oversight of the Board. Officers (other than the Chief Executive Officer) shall also have and perform such powers, authority and responsibilities as the Board may from time to time determine by resolution or as the Chief Executive Officer may from time to time specifically direct, provided that such directed powers, authority and responsibilities are not inconsistent with these Bylaws or with any outstanding Board resolutions.
- 5.4 Chairman.** The Chairman shall be a member of the Board and, when present, shall preside at meetings of the Board, at meetings of the Executive Committee, at annual meetings of the Corporation, and at National Conventions. The term of office of the Chairman shall be coterminous with the Chairman's term of office as a member of the Board. The Chairman shall appoint one or more vice chairs for each annual meeting of the Corporation and for each National Convention. The Chairman may not hold any office other than the office of Chief Executive Officer if so elected by the Board.
- 5.5 Honorary Chairman.** The President of the United States shall, upon acceptance, be the Honorary Chairman of the Corporation.
- 5.6 Vice Chairmen.** The Board may elect from the members of the Board one or more Vice Chairmen of the Board, and if more than one Vice Chairman is appointed, the Board shall establish the seniority of the Vice Chairmen and may charge each Vice Chairman with a specific area of responsibility. In the absence of the Chairman due to unavailability, vacancy in the office of the Chairman, including a vacancy resulting from the resignation, death, disability or removal of the Chairman by the President of the United States, or otherwise, the most senior Vice Chairman present shall discharge the duties and responsibilities of the Chairman.
- 5.7 Chief Executive Officer.** The Chief Executive Officer shall have overall responsibility and authority for the conduct of the business and affairs of the Corporation, subject to the control and oversight of the Board, and shall report directly to the Board. The Chief Executive Officer shall exercise such other powers, authority and responsibilities as the Board may from time to time determine by resolution, and shall ensure that all orders and resolutions of the Board are carried into effect. Accordingly, the Board delegates to the Chief Executive Officer all such authority as is necessary and appropriate to manage the business and affairs of the Corporation in accordance with the strategic plan and

objectives adopted and approved by the Board and subject to oversight by the Board. The Board of Governors also reserves to itself full authority to revoke or modify any such delegation at any time and from time to time.

- 5.8 *President.*** The President shall be the chief operating officer of the Corporation and shall have and perform such powers, authority and responsibilities in connection with the operations of the Corporation as the Board or the Chief Executive Officer shall from time to time determine, and shall report directly to the Chief Executive Officer. In addition to any powers, authority and responsibilities of the President pursuant to Section 5.3, the President shall, when requested, counsel with and advise the other officers of the Corporation. There shall be no office of the President if the Chief Executive Officer also holds the title of President, in which case the Board may elect a Chief Operating Officer with the powers, authority and responsibilities described in this Section 5.8, and the Chief Operating Officer shall report directly to the President and Chief Executive Officer.
- 5.9 *Chief Financial Officer.*** The Chief Financial Officer shall have and perform all the powers, authority and responsibilities of the office of the chief financial officer and in general have overall supervision of the financial operations of the Corporation. In addition to any powers, authority and responsibilities of the Chief Financial Officer pursuant to Section 5.3, the Chief Financial Officer shall, when requested, counsel with and advise the other officers of the Corporation. The Chief Financial Officer shall report directly to the Chief Executive Officer, or his or her designee.
- 5.10 *General Counsel.*** The General Counsel shall be the chief legal, ethics and compliance officer of the Corporation and shall have general control of all matters of legal import concerning the Corporation, including the Chartered Units, and shall advise the Board and officers on legal matters. In addition to any powers, authority and responsibilities of the General Counsel pursuant to Section 5.3, the General Counsel shall, when requested, counsel with and advise the other officers of the Corporation. The General Counsel shall report directly to the Chief Executive Officer.
- 5.11 *Chief Audit Executive.*** The Chief Audit Executive shall have and perform such powers, authority and responsibilities as are incident to the position of a general, internal auditor in the performance of an independent audit activity of the Corporation and shall have direct access to the Chairman, the Audit and Risk Management Committee, and the Chief Executive Officer. In addition to any powers, authority and responsibilities of the Chief Internal Auditor pursuant to Section 5.3, the Chief Audit Executive shall, when requested, counsel with and advise the other officers of the Corporation and shall have and perform such powers, authority and responsibilities as the Chief Executive Officer may from time to time specifically direct. The Chief Audit Executive need not be an officer of the Corporation and shall not be deemed an officer of the Corporation unless elected and designated as an officer by the Board. The Audit and Risk Management Committee shall have the authority to appoint and remove the Chief Audit Executive. The Chief Audit Executive shall report directly to the Audit and Risk Management Committee and, administratively, to the Chief Executive Officer.

- 5.12 Ombudsman.** The Ombudsman shall have and perform such powers, authority and responsibilities as are incident to the position of an internal corporate ombudsman, which shall be to serve as the neutral and impartial dispute resolution practitioner whose principal function shall be to provide confidential and informal assistance to the many constituents with concerns or complaints about the Corporation. In addition to any powers, authority and responsibilities of the Ombudsman pursuant to Section 5.3, the Ombudsman shall, when requested, counsel with and advise the other officers of the Corporation. The Ombudsman shall report directly to the Chief Executive Officer who shall have the authority to appoint and remove the Ombudsman, subject to the concurrence of the Audit and Risk Management Committee. The Ombudsman need not be an officer of the Corporation and shall not be deemed an officer of the Corporation unless elected and designated as an officer by the Board. The Ombudsman shall submit regular reports to the Chief Executive Officer and to the Audit and Risk Management Committee on a periodic basis. The Ombudsman shall also submit a report annually to Congress and the full Board concerning any trends and systemic matters that the Ombudsman has identified as confronting the Corporation.
- 5.13 Vice Presidents.** Any Vice President (who could have the title of Executive Vice President or Senior Vice President) shall have and perform such powers, authority and responsibilities as shall be prescribed by his or her superior officer or the Board. In addition to any powers, authority and responsibilities of a Vice President pursuant to Section 5.3, a Vice President shall, when requested, counsel with and advise the other officers of the Corporation. A Vice President need not be an officer of the Corporation and shall not be deemed an officer of the Corporation unless elected and designated as an officer by the Board.
- 5.14 Treasurer.** The Treasurer, if one shall have been elected, shall supervise and be responsible for all the funds and securities of the Corporation; the deposit of all moneys and other valuables to the credit of the Corporation in depositories of the Corporation; borrowings and compliance with the provisions of all indentures, agreements and instruments governing such borrowings to which the Corporation is a party; the disbursement of funds of the Corporation and the investment of its funds; and in general shall perform all of the duties incident to the office of the Treasurer. In addition to any powers, authority and responsibilities of the Treasurer pursuant to Section 5.3, the Treasurer shall, when requested, counsel with and advise the officers of the Corporation. The Treasurer need not be an officer of the Corporation and shall not be deemed an officer of the Corporation unless elected and designated as an officer by the Board.
- 5.15 Secretary.** The Secretary shall have and perform such powers, authority and responsibilities as are incident to the position of secretary, which shall be to act as secretary and record minutes of all meetings of the Board, of the committees of the Board, of annual meetings of the Corporation, of meetings of Board-appointed committees or bodies, and of meetings of advisory councils to the Board, to record the proceedings of such meetings in a book or books to be kept for that purpose, and to have sole custody of such minutes and records. The Secretary shall see that all notices of

meetings of the Board, of the committees of the Board, of annual meetings of the Corporation, of meetings of Board-appointed committees or bodies, and of meetings of advisory councils to the Board required to be given are duly given. The Secretary shall be custodian of the seal of the Corporation and shall affix the seal or cause it to be affixed and shall attest to the seal of the Corporation upon all instruments to be executed under such seal. In addition to any powers, authority and responsibilities of the Secretary pursuant to Section 5.3, the Secretary shall, when requested, counsel with and advise the other officers of the Corporation. The Secretary shall report directly to the Chief Executive Officer.

- 5.16 *Assistant Treasurers and Assistant Secretaries.*** Any Assistant Treasurers and Assistant Secretaries shall have and perform such responsibilities as shall be assigned to them by the Board or by the Treasurer or Secretary, respectively, or by the Chief Executive Officer. An Assistant Treasurer or Assistant Secretary need not be an officer of the Corporation and shall not be deemed an officer of the Corporation unless elected and designated as an officer by the Board.
- 5.17 *National Chair of Volunteers.*** The National Chair of Volunteers, an unpaid position, shall provide leadership throughout the Corporation on volunteer matters. The National Chair of Volunteers shall have and perform such powers, authority and responsibilities as the Chief Executive Officer may from time to time specifically direct or as the Board may from time to time determine by resolution.

The Board may elect from the members of the Board the National Chair of Volunteers. If the Board does not choose to elect a National Chair of Volunteers from among its members, the National Chair of Volunteers shall be appointed by the Chief Executive Officer in consultation with the Chairman. The National Chair of Volunteers may serve for a term as determined by either the Board or the Chief Executive Officer as appropriate, or until his or her earlier resignation, death or removal. The National Chair of Volunteers may resign at any time upon written notice to the Board or to the Chief Executive Officer. Such resignation shall take effect at the time specified therein, and unless otherwise specified therein, no acceptance of such resignation shall be necessary to make it effective. The Chief Executive Officer or the Chairman may remove the National Chair of Volunteers with or without cause at any time. The National Chair of Volunteers shall not be an employee of the Corporation and shall not necessarily be an officer.

- 5.18 *Additional Matters.*** The Chief Executive Officer and, if a separate officer, the President shall have the authority to designate employees of the Corporation to have the title of Vice President (including the titles of Executive Vice President and Senior Vice President), Assistant Treasurer, or Assistant Secretary. The Chief Executive Officer and, if a separate officer, the President shall also have the authority to designate employees of the Corporation to have the title of President of a dedicated business unit or units or any other such title as he or she shall determine appropriate. Any employee so designated shall have the powers, authority and responsibilities determined by the officer making

such designation. The persons upon whom such titles are conferred shall not be deemed officers of the Corporation unless elected and designated as an officer by the Board.

Section 6— Annual Meetings and National Conventions

6.1 Annual Meetings. The annual meeting of the Corporation is the annual meeting of delegates of the Chartered Units for the election of members of the Board and for the transaction of such other business as may properly come before the annual meeting. This meeting shall be held on such date and at such hour as shall be determined by the Board. Any previously scheduled annual meeting of the Corporation may be postponed by action of the Board taken prior to the time previously scheduled for such annual meeting of the Corporation. The Board may prescribe such rules, regulations and procedures with respect to and covering such matters affecting notice of, and the conduct and proceedings of, annual meetings of the Corporation, and to do all such acts and things as are determined by the Board to be necessary or advisable with respect thereto; *provided, however,* that unless otherwise determined by the Board, the Board shall be required to provide to Chartered Units reasonable notice of the time, place and manner of the annual meeting of the Corporation, and Chartered Units shall in turn provide notice to their respective delegates.

(a) **Place of Annual Meetings.** All annual meetings of the Corporation shall be held at such place as may be fixed from time to time by the Board. Notwithstanding the foregoing, the Board is authorized to determine that the annual meeting shall not be held at any place, but may instead be held by means of remote communication. If authorized by the Board, and subject to such guidelines as the Board may adopt, delegates of Chartered Units not physically present at an annual meeting of the Corporation may, by means of remote communication, participate in an annual meeting and be deemed present and vote at such meeting whether such meeting is held at a designated place or solely by means of remote communication, provided that (i) the Corporation implements reasonable measures to verify that each person deemed present and permitted to vote at the annual meeting by means of remote communication is a delegate of a Chartered Unit, (ii) the Corporation implements reasonable measures to provide such delegates a reasonable opportunity to participate in the annual meeting and to vote on matters submitted to the delegates of the Chartered Units, including an opportunity to read or hear the proceedings of the meeting substantially concurrently with such proceedings, and (iii) if any delegate of a Chartered Unit votes or takes other action at the meeting by means of remote communication, a record of such vote or other action is maintained by the Corporation, subject in each case to Section 6.1(b)(i).

(b) *Voting at Annual Meetings.*

- (i) General. In matters requiring a vote at the annual meeting of the Corporation, each Chartered Unit is entitled to at least one vote, and voting on all matters may be conducted by mail, telephone, telegram, cablegram, electronic mail, or any other means of electronic or telephone transmission, provided that (A) the person voting shall state, or submit information from which it can be determined, that the method of voting chosen was authorized by such person, and (B) and such means of voting shall have been determined by the Board or the chair of the annual meeting to be advisable for such annual meeting.
- (ii) Establishment of Number of Votes; Voting. Each Chartered Unit shall be entitled to appoint or designate such number of persons to serve as its voting delegates to the annual meeting of the Corporation as is equal to the number of votes the Chartered Unit is entitled to cast at the annual meeting. The Board, upon the recommendation of the Governance and Board Development Committee, shall determine on an equitable basis the number of votes that each Chartered Unit is entitled to cast, taking into consideration the size of the membership of the Chartered Units, the populations served, and such other factors as may be determined by the Board. The Board shall review the allocation of votes at least every five years. Determinations by the Board of the number of votes that each Chartered Unit is entitled to cast shall be final, conclusive and binding on the Chartered Units. No person shall be deemed to be a delegate of a Chartered Unit unless such person is registered by the Chartered Unit as a delegate of such Chartered Unit in accordance with such procedures as the Corporation may adopt. Each such person so registered by the Chartered Unit as a delegate of such Chartered Unit shall be entitled to one vote for the election of members of the Board and for the transaction of such other business as may properly come before the annual meeting. At each annual meeting of the Corporation and except as otherwise required by these Bylaws or by resolution of the Board, the vote of a majority of the delegates who are entitled to vote at an annual meeting and who are present (or deemed present) at an annual meeting at which a quorum is present at or prior to the time such annual meeting is convened shall be an act of the delegates of the Chartered Units and of the Chartered Units themselves; *provided, however*, that, with the exception of a vote by the delegates of the Chartered Units with respect to the election of members of the Board, the authorization, adoption or approval of any matter or proposal that comes before the annual meeting of the Corporation shall not be binding on the Corporation or on the Board, but shall be considered a recommendation of the Chartered Units for consideration by the Board.

- (iii) Quorum. A quorum shall be considered present at any annual meeting of the Corporation if one-tenth of the total delegates registered by the Chartered Units for such annual meeting are present (or deemed present) at or prior to the time such annual meeting is convened in accordance with such guidelines as the Board may adopt pursuant to Section 6.1(a). In the case of an in-person annual meeting held at such place as may be fixed by the Board, a quorum shall be considered present if one-tenth of the total delegates registered by the Chartered Units for such annual meeting have evidenced their presence at or prior to the time such meeting is convened to the chair of the annual meeting or otherwise in accordance with such procedures as the Corporation may adopt. In the case of an annual meeting not held at any place, but instead held by means of remote communication such as a webinar or other form of web-conferencing using a web-based application, a quorum shall be considered present if one-tenth of the total delegates registered by the Chartered Units for such annual meeting have evidenced their presence at or prior to the time such meeting is convened by means of remote communication to the chair of the annual meeting or otherwise in accordance with such procedures as the Corporation may adopt.
- (iv) Voting by Proxy. Voting by proxy is not allowed at any annual meeting of the Corporation.
- (v) Other. For purposes of this Section 6(b), it is understood that if a Chartered Unit registers with the Corporation a number of delegates that is fewer than the maximum number of votes that the Chartered Unit has been determined by the Corporation to be entitled to cast, such action shall not affect the number of delegates who are so registered. If, at any annual meeting, there shall be less than a quorum present, the chair of the annual meeting may adjourn the meeting without further notice, from time to time until a quorum shall be present. At any adjourned meeting at which a quorum shall be present, any business may be transacted which might have been transacted at the meeting as originally notified.

(c) ***Conduct of Annual Meetings.***

- (i) General. At each annual meeting of the Corporation, the Chairman or, in the absence of or at the request of the Chairman, such other member of the Board as shall be selected by the Chairman, shall act as chair of the annual meeting. The chair of the annual meeting shall have the right and authority to prescribe such rules, regulations and procedures and to do all such acts and things as are necessary or advisable for the proper conduct of the meeting. At any annual meeting of the Corporation, only such business shall be conducted as shall have been properly brought before the annual meeting, including the nomination and election of governors.

The Chairman may also appoint a vice chair of the annual meeting of the Corporation. The Secretary of the Corporation, or his or her designee, shall serve as the Secretary and Parliamentarian of the Annual Meeting and be responsible for maintaining appropriate records of the proceedings of the Annual Meeting.

(ii) Matters to be Considered.

(A) Upon Direction by the Board. For any matter to be properly brought before any annual meeting of the Corporation, the matter must be (1) specified in the notice of annual meeting given by or at the direction of the Board or (2) otherwise brought before the annual meeting by or at the direction by the Board or the chair of the annual meeting, (3) otherwise brought before the annual meeting in accordance with Section 2.4(b)(iii), or (4) otherwise brought before the annual meeting in accordance with such rules and procedures as are adopted by the Board or as are set forth in these Bylaws, including in Section 6.1(c)(ii)(B).

(B) By Petition for Resolution. Chartered Units may properly bring matters before any annual meeting of the Corporation pursuant to policies and regulations prescribed by the Board from time to time upon the recommendation of the Governance and Board Development Committee.

6.2 *National Conventions.*

(a) General. The National Convention is the conference of the Corporation during which the Chairman reports to the delegates of the Chartered Units and other appropriate persons on the status of the Corporation. The National Convention shall be held no less frequently than biennially in the Greater Metropolitan Washington, D.C. area, unless otherwise determined by the Board, on such date and at such hour as shall be determined by the Board. Any previously scheduled National Convention may be postponed by action of the Board taken prior to the time previously scheduled for such National Convention. The Board may prescribe such rules, regulations and procedures with respect to and covering such matters affecting notice of, and the conduct and proceedings of, National Conventions, and to do all such acts and things as are determined by the Board to be necessary or advisable with respect thereto; *provided, however*, that unless otherwise determined by the Board, the Board shall be required to provide to Chartered Units reasonable notice of the time, place and manner of the National Convention, and Chartered Units shall in turn provide notice to their respective delegates.

(b) Conduct of National Conventions. At each National Convention, the Chairman or, in the absence of or at the written request of the Chairman, such person as shall be selected by the Board, shall act as chair of the National Convention. The

order of business at each such National Convention shall be as determined by the chair of the meeting. The chair of the National Convention shall have the right and authority to prescribe such rules, regulations and procedures and to do all such acts and things as are necessary or advisable for the proper conduct of the National Convention. The Chairman may also appoint a vice chair of the National Convention.

Section 7—Membership

- 7.1 *Membership in the Corporation.*** The Corporation is a membership organization. The purpose of membership in the Corporation is to promote community understanding, commitment, and support for the mission, strategic plan, and services of the Corporation and its Chartered Units. Membership is open to all people of the United States and its territories and its possessions. Any individual shall be a member of the Corporation if he or she (a) makes a monetary contribution to the Corporation, including a monetary contribution made directly to a Chartered Unit, (b) performs volunteer services for the Corporation, including volunteer services performed directly for a Chartered Unit, or (c) donates blood to the Corporation. Membership shall continue for each year in which it is similarly renewed unless sooner terminated.
- 7.2 *Membership Defined.*** For all purposes, including, without limitation, for purposes of these Bylaws, membership in the Corporation shall mean that a person has been conferred pursuant to Section 7.1 of these Bylaws the right to receive notices of meetings of members of the Chartered Unit providing services in the territorial jurisdiction in which such person resides and the right to vote only at those meetings of members of the Chartered Units for (a) members of the governing boards of such Chartered Units and (b) delegates of such Chartered Units to the annual meetings of the Corporation and the National Convention. Members of the Corporation, and membership in the Corporation, shall not confer upon or otherwise entitle any person to any rights or privileges other than those that are described in the preceding sentence, including the right to vote on any other matter involving or concerning the Corporation.
- 7.3 *Termination of Membership.*** Termination of membership by the Corporation or by any of its Chartered Units shall automatically terminate the rights of such person as a member in the Corporation described in this Section 7, subject to such individual's right of appeal to the Corporation through any procedures established by the Corporation or as described in Section 8.2 of these Bylaws.

Section 8—Chartered Units

- 8.1 *Nature of Chartered Units.*** Chartered Units are local units of the Corporation and shall not be constituted as legal entities separate from the Corporation. Each member of the governing board of a Chartered Unit shall serve without compensation for services as such and meet such other standards as may be specified by the Corporation in such Chartered Unit's governing instruments (including the Chartered Units' charter and bylaws), and no employee of the Corporation or any Chartered Unit may serve on the governing board of a Chartered Unit.
- 8.2 *Chartered Unit Governance.*** The charter of a Chartered Unit is the certificate that recognizes a group of organized persons as a local unit of the Corporation. Charters shall be issued by the Corporation pursuant to these Bylaws and pursuant to policies and regulations prescribed by the Chief Executive Officer, and shall include a statement of the purpose or purposes of such Chartered Unit and shall specify whether the Chartered Unit is a Chapter or a Blood Services Region. Policies and regulations with regard to Chartered Units may include such requirements and other provisions as may be prescribed in the sole discretion of the Chief Executive Officer, including the following:
- (a) the manner in which a Chartered Unit shall be required to provide notice of the Chartered Unit's annual meeting to members of the Corporation residing in the Chartered Unit's territorial jurisdiction;
 - (b) the standard form of bylaws that each Chapter and Blood Services Region, as the case may be, shall be required to adopt and comply with;
 - (c) term limits for members of the governing board of a Chartered Unit and the circumstances under which the Chief Executive Officer may grant extensions thereof;
 - (d) the manner in which the governing board of a Chartered Unit may remove officers or terminate the rights of a person as a member of the Corporation; and
 - (e) procedures for members to submit to the Chief Executive Officer or his or her designee grievances concerning membership and governance-related matters involving the Chartered Units.
- 8.3 *Power and Authority with Respect to Chartered Units.***
- (a) Chief Executive Officer. The Chief Executive Officer shall have overall responsibility and authority to oversee and direct the conduct of the business and affairs of the Chartered Units, and shall report directly to the Board. Accordingly, the Board delegates to the Chief Executive Officer all such power and authority as is necessary and appropriate to oversee and direct the conduct of the business and affairs of the Chartered Units, including the power and authority to:

- (i) remove the chairman and/or members of the governing board of a Chartered Unit;
 - (ii) charter, revoke the charter of or otherwise de-charter or re-charter a Chartered Unit;
 - (iii) modify the power and authority or permanently suspend all or any part of the operations of a Chartered Unit;
 - (iv) transfer, in whole or in part, merge, consolidate, otherwise realign the territorial jurisdiction of or alter the purpose of a Chartered Unit;
 - (v) oversee and intervene in the affairs of a Chartered Unit; and
 - (vi) take such other or further action as the Chief Executive Officer may determinate to be appropriate under the circumstances.
- (b) Board of Governors. The Board of Governors grants the delegation regarding the Chartered Units to the Chief Executive Officer, subject to the control and oversight of the Board, and also reserves to itself full authority to revoke or modify any such delegation of authority at any time and from time to time. The Board specifically reserves to itself the power and authority regarding:
- (i) the manner in which the governing board of a Chartered Unit and a Chartered Unit's delegates to the annual meeting of the Corporation are elected by members of the Corporation, which in any event shall adhere to democratic principles of election and shall entitle each member to cast one vote without regard to the basis of financial or other type of contributions made by any such member; and
 - (ii) removing or restricting the right of a Chartered Unit's delegates to vote at an annual meeting of the Corporation.

8.4 *Funds.* All funds and property received by or coming into the custody or possession of any Chartered Unit or other local unit or division of the Corporation are the property of the Corporation to be expended or applied only for purposes authorized by the Congressional Charter, these Bylaws, by resolution of the Board or by policies and regulations prescribed by the Chief Executive Officer or his or her designee.

8.5 *Accounts of Chartered Units.* The accounts of each Chartered Unit shall be maintained and audited in accordance with such requirements as may be issued from time to time by the Board, the Audit and Risk Management Committee and the Chief Executive Officer or his or her designee. The Board delegates to the Chief Executive Officer or his or her designee the power and authority to set forth the requirements and the manner in which Chartered Unit financial information is provided and audited.

- 8.6 **Assessment.** The Board delegates to the Chief Executive Officer or his or her designee the discretion to approve a method for determining amounts to be assigned to each Chartered Unit as its assessment of the annual national operations financial requirements, and the Chief Executive Officer or his or her designee shall have the power and authority to implement and otherwise administer such methodology and assessment policies and programs.

Section 9—Funds of the Corporation

- 9.1 **Authority to Receive.** The Corporation may receive gifts, bequests, devises, legacies, donations, payments and funds for such purposes as are within the general scope of its corporate purposes and powers.
- 9.2 **Endowment Fund.** Whenever a gift is designated by the donor to be permanently retained, the gift shall be received and held in the Endowment Fund.
- 9.3 **General Fund.** Except as provided in Section 9.2, there shall be received and held in the general fund of the Corporation all sums received from any source, including
- (a) monetary contributions, gifts, and donations (except the portion thereof authorized by resolution of the Board or by policies and regulations prescribed by the Chief Executive Officer or his or her designee to be retained by the Chartered Units);
 - (b) receipts derived from the Endowment Fund unless a contrary use is designated; and
 - (c) all other income, receipts, and revenues of the Corporation.
- 9.4 **Deposit and Investment.** Except as otherwise provided in these Bylaws or by resolution of the Board, the funds of the Corporation shall be deposited in such banks or other financial institutions as may be designated by the Board or any committee thereof or any officer of the Corporation to whom power in respect of financial operations shall have been designated by the Board or any such committee or in these Bylaws shall select, and such of these funds as may not be required for current needs shall be invested in such manner as may be designated by the Board or any committee thereof or any officer of the Corporation to whom power in respect of financial operations shall have been designated by the Board or any such committee or in these Bylaws shall designate. The Board may prescribe suitable policies and regulations for the safekeeping of such securities.

Section 10—Indemnification

10.1 Indemnification. Provided that the provisions of this Section 10.1 and Section 10.2 are satisfied, as determined by the Corporation, the Corporation shall indemnify any person (each such person, an “indemnitee”) named or threatened to be named a party to a proceeding by reason of the fact that such person is or was:

- (a) a member of the Board, the Investment Committee, the Board of Trustees of the Endowment Fund, the Benefit Plan Administration Committee, the Benefit Plan Investment Committee or the governing body of (i) any Chartered Unit, (ii) the American Red Cross Retirement System, (iii) the American Red Cross Health and Life Benefits Plan, (iv) the American Red Cross Savings Plan, or (v) any other employee benefit plan or trust established, maintained or administered by the Corporation; or
- (b) an officer, employee, member of a Board appointed advisory council, or agent (including a volunteer) of the Corporation, any Chartered Unit, any subsidiary of the Corporation, or any of the foregoing.

Any right of an indemnitee to indemnification shall be a contract right and shall include the right to receive, prior to the conclusion of any proceeding, payment of any expenses incurred by the indemnitee in connection with such proceeding, consistent with the provisions of applicable law and the other provisions of this Section 10. Any person covered under this Section 10 shall be indemnified in full against all liabilities incurred in a proceeding. For purposes of this Section 10, “*proceeding*” means any threatened, pending, or completed action, suit or proceeding whether civil, criminal, administrative, or investigative (including any legislative investigations or inquiries) and whether formal or informal, “*liabilities*” means and includes the obligation to pay a judgment, settlement, penalty, fine (including an excise tax assessed with respect to an employee benefit plan), or reasonable expenses actually incurred with respect to a proceeding, including reasonable attorneys’ fees, and “*party*” means and includes an individual who was, is or is threatened to be made a named defendant or respondent in a proceeding.

10.2 Certain Conditions and Limitations.

- (a) Any person seeking indemnification shall notify the General Counsel in writing as soon as practicable after such person becomes aware that such person is threatened to be made involved in any manner (including, but not limited to, as a party or a witness) in a proceeding, but in any event no later than 20 days after the date such person has been notified through service of process or otherwise that such person is involved in any manner (including, but not limited to, as a party or a witness) in a proceeding and submit a request for indemnification, which request shall include (i) all documentation and information as is reasonably available to the indemnitee about the proceeding, including such documentation and information as is reasonably necessary to determine whether and to what

extent the indemnitee is entitled to indemnification, (ii) the indemnitee's agreement to representation, defense, and settlement in and of such proceeding by counsel selected and approved by the General Counsel, and (iii) the indemnitee's acknowledgement and agreement that all entitlement to indemnification shall be determined exclusively by the provisions of this Section 10 (the "*Indemnitee's Request*"). The General Counsel shall, promptly upon receipt of the Indemnitee's Request, advise the Board in writing of the Indemnitee's Request.

- (b) The determination of an indemnitee's entitlement to indemnification shall be made not later than 60 days after receipt of the Indemnitee's Request. An indemnitee's entitlement to indemnification under this Section 10, including whether an indemnitee met the standard of conduct set forth in Section 10.2(d), shall be determined in one of the following ways:
 - (i) by the Board by majority vote of a quorum consisting of members of the Board who are not and were not parties to the proceeding;
 - (ii) if a quorum cannot be obtained under immediately preceding clause (i), by majority vote of a committee duly designated by the Board (in which designation members of the Board who are or were parties may participate), consisting solely of two or more governors who are not and were not parties to the proceeding; or
 - (iii) by a written opinion of independent counsel (as defined below):
 - (A) selected by the Board or a committee designated by the Board in the manner prescribed in immediately preceding clauses (i) or (ii);
 - (B) if a quorum of the Board cannot be obtained under immediately preceding clause (i) and a committee cannot be designated by the Board under immediately preceding clause (ii), selected by majority vote of the Entire Board (in which selection members of the Board who are or were parties may participate); and
 - (C) to which the indemnitee does not reasonably object.

If the person or persons empowered under Section 10.2(b) to determine entitlement to indemnification shall not have been appointed or shall not have made a determination within 60 days after receipt by the General Counsel of the Indemnitee's Request, the indemnitee shall be deemed to be, and shall be, entitled to indemnification unless (i) the indemnitee misrepresented or failed to disclose a material fact in making the request for indemnification or in any of the supporting documentation or (ii) such indemnification is prohibited by law.

- (c) Authorization of indemnification and evaluation as to reasonableness of expenses shall be made in the same manner as the determination that indemnification is

permissible and authorized, except that if the determination is made by independent counsel, authorization of indemnification and evaluation as to reasonableness of expenses shall be made by those entitled under Section 10.2(b) to select independent counsel.

- (d) The Corporation shall not indemnify an indemnitee against liability incurred in a proceeding unless it is determined that the indemnitee:
 - (i) conducted himself or herself in good faith;
 - (ii) reasonably believed that his or her conduct was in the best interests of the Corporation, except that an indemnitee's conduct with respect to an employee benefit plan shall have been for a purpose the indemnitee reasonably believed to be in the interests of the participants in and beneficiaries of the plan;
 - (iii) in the case of any criminal proceeding, had no reasonable cause to believe his or her conduct was unlawful; and
 - (iv) did not conduct himself or herself with malice, dishonesty or recklessness.
- (e) The termination of a proceeding, or of any claim, issue or matter therein, by judgment, order, settlement or conviction, or upon a plea of *nolo contendere* or its equivalent, shall not, of itself, adversely affect the right of an indemnitee to indemnification or create a presumption that the indemnitee did not act in good faith and in a manner in which the indemnitee reasonably believed to be in or not opposed to the best interests of the Corporation or, with respect to any criminal proceeding, that the indemnitee had reasonable cause to believe that such conduct was unlawful.
- (f) The Corporation shall not indemnify an indemnitee:
 - (i) in connection with a proceeding by or in the right of the Corporation in which the indemnitee was adjudged liable to the Corporation, except as otherwise permitted in Section 10.2(g);
 - (ii) in connection with any proceeding charging improper personal benefit to the indemnitee, whether or not involving action in his or her official capacity, in which the indemnitee was adjudged liable on the basis that personal benefit was improperly received by such indemnitee; and
 - (iii) except for proceedings to enforce rights provided in this Section 10, in connection with any proceeding (or part thereof) initiated by such indemnitee (which shall not include counterclaims or crossclaims initiated by others) unless the Board has authorized or consented to such proceeding (or part thereof) by resolution.

- (g) Indemnification permitted under this Section 10.2 in connection with a proceeding by or in the right of the Corporation shall be limited to reasonable expenses incurred in connection with the proceeding.
- (h) All reasonable expenses (including reasonable attorneys' fees) incurred by or on behalf of an indemnitee in connection with any proceeding shall be advanced to the indemnitee by the Corporation within 20 days after the receipt by the Corporation of a statement or statements from the indemnitee requesting such advance or advances from time to time, whether prior to or after final disposition of such proceeding. Such statement or statements shall reasonably evidence the expenses incurred by the indemnitee and an irrevocable undertaking by or on behalf of the indemnitee to repay the amounts advanced if ultimately it should be determined that the indemnitee is not entitled to be indemnified against such expense pursuant to this Section 10. If it is subsequently determined that the indemnitee is not entitled to indemnification pursuant to this Section 10, the indemnitee shall repay to the Corporation any expenses so advanced.
- (i) For purposes of this Section 10.2, "*independent counsel*" means a law firm or a member of a law firm that neither presently is, nor in the past five years has been, retained to represent (i) the Corporation or the indemnitee in any matter material to either the Corporation or the indemnitee or (ii) any other party to the proceeding giving rise to a claim for indemnification under this Section 10. Notwithstanding the foregoing, the term "*independent counsel*" shall not preclude any person who, under the applicable standards of professional conduct then prevailing under the law of the District of Columbia, would have a conflict of interest in representing either the Corporation or the indemnitee in an action to determine the indemnitee's rights under this Section 10.

10.3 *Outside Positions.* In addition to the indemnification provided above, the Corporation, to the fullest extent of, and subject to the same conditions, limitations and procedures set forth in, the provisions of this Section 10, shall indemnify against all liabilities actually and reasonably incurred by such person any person who is or was an employee of the Corporation and who is or was involved in any manner (including, without limitation, as a party or a witness) or is threatened to be made so involved in any threatened, pending or completed proceeding by reason of the fact that such employee is or was serving as an officer or as a director of another corporation (or in a capacity equivalent to that of a director or officer for any partnership, joint venture, trust, limited liability company or other enterprise) at the written request of the Chief Executive Officer following a determination that service by the employee in such position serves an essential purpose of the Corporation and is advisable and in the best interests of the Corporation.

Section 11—Miscellaneous

- 11.1 *Amendments.*** These Bylaws may be amended, repealed, or changed at any regular or special meeting of the Board by the affirmative vote of a majority of the members of the Board present at any such meeting, provided that notice containing the general effect and intent of the proposed amendments has been given to all members of the Board at least 10 days prior to such meeting.
- 11.2 *Subject to Law and Congressional Charter.*** All powers, authority and responsibilities provided for in these Bylaws, whether or not explicitly so qualified, are qualified by the provisions of the Congressional Charter and applicable laws.
- 11.3 *Board Resolutions and Policies.*** The Board may from time to time adopt policies of the Corporation not inconsistent with the Congressional Charter or these Bylaws. These policies shall be part of the overall Corporate Policies and Regulations. The policies shall be set forth in Board resolutions or such other policy document and the official version shall be kept in the custody of the Secretary. The Chief Executive Officer, or his or her designee, shall communicate all statements of purpose adopted by the Board, including the Mission and Strategic Plan of the American Red Cross, throughout the Corporation.
- 11.4 *Management Policies and Regulations.*** The Board delegates to the Chief Executive Officer, or his or her designee, the authority to promulgate subordinate written directives, policies and regulations of the Corporation not inconsistent with the Congressional Charter, these Bylaws, or any other action, resolution, or policy of the Board. These Management Policies and Regulations shall be part of the overall Corporate Policies and Regulations.
- The Board delegates to the Chief Executive Officer, or his or her designee, the authority to develop processes and procedures to enforce Management Policies and Regulations and secure compliance with said policies and to take any remedial or corrective action deemed appropriate and not inconsistent with the Congressional Charter, these Bylaws, or any other action, resolution, or policy of the Board.
- 11.5 *Fiscal Year.*** The fiscal year of the Corporation, including for the avoidance of doubt the fiscal year of each Chartered Unit, shall commence and end on dates fixed from time to time by resolution of the Board.
- 11.5.1 *Corporate Policies and Regulations.*** The Corporation including each corporate department, unit and Chartered Unit and the officers, directors, employees, volunteers, agents, and representatives thereof shall comply fully with all applicable provisions of Corporate Policies and Regulations.

- 11.6 *Dissolution.*** All the assets and net earnings of the Corporation are irrevocably dedicated to charitable purposes and no interest therein shall ever inure to the benefit of any member of the Board, officer, member, or private person or entity. In the event of dissolution the corporate assets shall be transferred for charitable purposes to such entity as may be designated by the Congress of the United States.
- 11.7 *Seal.*** The corporate seal shall be in such form as the Board shall approve. The seal may be used by causing it or a facsimile thereof to be impressed or affixed or otherwise reproduced.

Section 12—Emergency Bylaw

- 12.1** This Emergency Bylaw shall automatically become effective and operative upon an Emergency and shall remain in effect until it is practical for a normally constituted Board to resume governing and directing, and of overseeing the management of the business and affairs of, the Corporation.
- 12.2** In the event this Emergency Bylaw shall become effective, the business of the Corporation shall continue to be governed and directed, and the management of the business and affairs of the Corporation shall continue to be overseen, by those members of the Board in office at the time an Emergency arises and who are available to act during the Emergency. If fewer than three such members of the Board are available to act, additional members of the Board, in whatever number necessary to constitute a Board of three governors, shall be selected automatically from the first available officers or employees in the order provided in the emergency succession list established by the Board and in effect at the time an Emergency arises.
- 12.3** For the purposes of Sections 12.2 and 12.4(c), a member of the Board shall be deemed unavailable to act if he or she shall fail to attend a Board meeting called in the manner provided in Section 12.4(a). This Section 12.3, however, shall not affect in any way the right of a governor in office at the time an Emergency arises to continue as a member of the Board.
- 12.4** The Board shall be governed by the following basic procedures and shall have the following specific powers and authority in addition to all other powers and authority which it would otherwise have:
- (a) meetings of the Board may be called by any governor, or by the first available officer or employee in the order provided in the emergency succession list referred to in Section 12.2, by mailing to all members of the Board written notice thereof at their residence or place of business at least two days before the meeting and by using other reasonably available means of communication in an effort to contact each member of the Board;

- (b) in all cases, three governors shall constitute a quorum, which may act by majority vote;
- (c) if the number of members of the Board who are available to act shall drop below three, additional members of the Board, in whatever number is necessary to constitute a Board of three governors, shall be selected automatically from the first available officers or employees in the order provided in the emergency succession list referred to in Section 12.2;
- (d) additional members of the Board, beyond the minimum number of three governors, but not more than three additional governors, may be elected from any officers or employees on the emergency succession list referred to in Section 12.2;
- (e) any members of the Board, other than a governor in office at the time an Emergency arises, may be removed by a majority vote of the Board;
- (f) the Board may establish any additional procedures and may amend any of the provisions of this Section 12 concerning the interim governance and directing, and oversight of the management and affairs of, the Corporation in an Emergency if it considers it to be in the best interests of the Corporation to do so, except that it may not change Sections 12.3 or 12.4(e) in any manner which excludes from participation any person who was a governor in office at the time an Emergency arises; and
- (g) to the extent that it considers it practical to do so, the Board shall govern and direct, and oversee the management and affairs of, the Corporation during an Emergency in a manner which is consistent with the Congressional Charter and these Bylaws. It is recognized, however, that it may not always be practical to act in this manner in an Emergency. Accordingly, this Emergency Bylaw is intended to empower and hereby empowers the Board with the maximum authority possible under all applicable laws, including 36 U.S.C. §§ 300104(g)(1)(B) and (g)(2), to conduct the interim governance and directing, and oversight of the management and affairs of, the Corporation in an Emergency in what the Board considers to be in the best interests of the Corporation.

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