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Form 990



Department of the Treasury  
Internal Revenue Service

Return of Organization Exempt From Income Tax

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

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

OMB No 1545-0047

2011

Open to Public Inspection

A For the 2011 calendar year, or tax year beginning 07-01-2011 and ending 06-30-2012

B Check if applicable

☐ Address change

☐ Name change

☐ Initial return

☐ Terminated

☐ Amended return

☐ Application pending

C Name of organization

THE BROOKINGS INSTITUTION

Doing Business As

Number and street (or P O box if mail is not delivered to street address)

1775 MASSACHUSETTS AVE NW

Room/suite

City or town, state or country, and ZIP + 4

WASHINGTON, DC 200362103

F Name and address of principal officer

STROBE TALBOTT  
1775 MASSACHUSETTS AVE NW  
WASHINGTON,DC 200362103

H(a) Is this a group return for affiliates?

☐ Yes ☒ No

H(b) Are all affiliates included?

☐ Yes ☐ No

If "No," attach a list (see instructions)

H(c) Group exemption number

I Tax-exempt status

☒ 501(c)(3) ☐ 501(c) ( ) ☐ (insert no ) ☐ 4947(a)(1) or ☐ 527

J Website:

WWW.BROOKINGS.EDU

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

L Year of formation 1939

M State of legal domicile DC

Part I

Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities ANALYZE POLICY ISSUES AND PRODUCE PRACTICAL NEW IDEAS		
	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	48
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	47
Revenue	5 Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5	554
	6 Total number of volunteers (estimate if necessary)	6	47
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	3,213
	b Net unrelated business taxable income from Form 990-T, line 34	7b	-127,297
	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
		86,934,790	114,836,670
		9 Program service revenue (Part VIII, line 2g)	0
		10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	10,780,025
		11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	2,507,310
Expenses	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	100,222,125	130,784,440
	13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)	626,561	623,527
	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)	45,327,644	48,684,258
	16a Professional fundraising fees (Part IX, column (A), line 11e)	420,000	72,500
	b Total fundraising expenses (Part IX, column (D), line 25) <input checked="" type="checkbox"/> 2,592,682		
	17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	42,548,466	44,582,469
Net Assets or Fund Balances	18 Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	88,922,671	93,962,754
	19 Revenue less expenses Subtract line 18 from line 12	11,299,454	36,821,686
	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
		410,039,317	436,930,915
		21 Total liabilities (Part X, line 26)	55,596,127
		354,443,190	381,308,062
	22 Net assets or fund balances Subtract line 21 from line 20		

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

2013-02-12

Date

STEWART URETSKY VP, CFO, & TREASURER

Type or print name and title

Paid Preparer's Use Only

Preparer's signature

WILLIAM E TURCO CPA

Date

Check if self-employed

☐

Preparer's taxpayer identification number (see instructions)

P00369217

Firm's name (or yours if self-employed), address, and ZIP + 4

MCGLADREY LLP  
9737 WASHINGTONIAN BLVD 400  
GAITHERSBURG, MD 208787340

EIN

42-0714325

Phone no

(301) 296-3600

May the IRS discuss this return with the preparer shown above? (see instructions)

☒ Yes ☐ No

For Paperwork Reduction Act Notice, see the separate instructions.

Cat No 11282Y

Form 990 (2011)

## Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III ☒

**1** Briefly describe the organization's mission

THE BROOKINGS INSTITUTION (BROOKINGS) IS A PRIVATE, NON-PROFIT, INDEPENDENT PUBLIC POLICY RESEARCH ORGANIZATION. BROOKINGS'S MISSION IS TO CONDUCT HIGH-QUALITY INDEPENDENT RESEARCH AND, BASED ON THAT RESEARCH, TO ADVANCE INNOVATIVE, PRACTICAL RECOMMENDATIONS THAT ADVANCE THREE BROAD GOALS: STRENGTHEN AMERICAN DEMOCRACY, FOSTER THE ECONOMIC AND SOCIAL WELFARE, SECURITY AND OPPORTUNITY OF ALL AMERICANS, AND SECURE A MORE OPEN, SAFE, PROSPEROUS AND COOPERATIVE INTERNATIONAL SYSTEM. FOR MORE THAN 90 YEARS, BROOKINGS HAS ANALYZED CURRENT AND EMERGING ISSUES AND PRODUCED NEW IDEAS THAT MATTER - FOR THE NATION AND THE WORLD. RESEARCH AT BROOKINGS IS CONDUCTED TO INFORM THE PUBLIC DEBATE AND PROVIDE HIGH-QUALITY, NON-PARTISAN ANALYSIS ON THE CHALLENGES FACING AN INCREASINGLY INTERDEPENDENT WORLD.

**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 and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

<b>4a</b>	(Code )	(Expenses \$ 19,156,875 including grants of \$ 623,527 )	(Revenue \$ )
<p>FOREIGN POLICY STUDIES THE FOREIGN POLICY PROGRAM'S RESEARCH HELPS POLICYMAKERS AND THE PUBLIC ADDRESS THE GREAT CHALLENGES FACING THE UNITED STATES AND THE INTERNATIONAL COMMUNITY IN THE 21ST CENTURY THE AIM IS TO IMPROVE AMERICA'S FOREIGN AND NATIONAL SECURITY POLICIES, ENLIGHTEN THE PUBLIC POLICY DEBATE, AND SHAPE THE EMERGING INTERNATIONAL ORDER IN FAVOR OF PEACE, SECURITY AND HUMAN PROGRESS IN THE PAST YEAR, FOREIGN POLICY EXPERTS BOTH IN WASHINGTON AND IN OUR OVERSEAS CENTERS IN BEIJING AND DOHA EXAMINED A WIDE RANGE OF TOPICS INCLUDING THE RAPIDLY CHANGING DEVELOPMENTS THROUGHOUT THE ARAB WORLD, THE EURO ZONE CRISIS, THE WARS IN AFGHANISTAN AND IRAQ, NUCLEAR NON-PROLIFERATION, ENERGY SECURITY, MILITARY TECHNOLOGY, IRAN, INDIA, THE EVOLVING TRANSATLANTIC RELATIONSHIPS, HUMANITARIAN AID AND THE CHANGING GLOBAL ROLE OF CHINA IN ADDITION TO PUBLISHING NUMEROUS WORKS OF SCHOLARSHIP IN FY 2012, SCHOLARS IN THE FOREIGN POLICY PROGRAM PROVIDED CONGRESSIONAL TESTIMONY AND PRESIDED OVER MORE THAN 200 PUBLIC AND PRIVATE EVENTS</p>			

<b>4b</b>	(Code )	(Expenses \$ 15,635,523	including grants of \$ )	(Revenue \$ )
	<p>ECONOMIC STUDIES THE ECONOMIC STUDIES PROGRAM ANALYZES CURRENT AND EMERGING ECONOMIC POLICY ISSUES IN THE UNITED STATES AND WORLDWIDE ITS RESEARCH AIMS TO INCREASE THE PUBLIC'S UNDERSTANDING OF HOW THE ECONOMY WORKS AND WHAT CAN BE DONE TO MAKE IT WORK BETTER IN THE PAST YEAR, ECONOMIC STUDIES EXPERTS EXAMINED THE FEDERAL BUDGET DEFICIT AND THE RISING NATIONAL DEBT, AND COMMENTED ON SUCH DIVERSE ISSUES AS THE LABOR MARKET AND JOB CREATION, FISCAL AND MONETARY POLICY, AND THE ROLE OF EDUCATION AND OPPORTUNITY IN ECONOMIC MOBILITY ECONOMIC STUDIES ALSO PRODUCES THE BROOKINGS PAPERS ON ECONOMIC ACTIVITY, THE LEADING SOURCE OF POLICY-ORIENTED, EMPIRICAL RESEARCH ON MACROECONOMICS IN ADDITION TO PUBLISHING NUMEROUS WORKS OF SCHOLARSHIP IN FY 2012, ECONOMIC STUDIES HELD OVER 138 EVENTS BOTH PRIVATE AND OPEN TO THE GENERAL PUBLIC, AND ECONOMIC STUDIES EXPERTS TESTIFIED 12 TIMES BEFORE CONGRESSIONAL COMMITTEES AND SUBCOMMITTEES</p>			

<b>4c</b>	(Code )	(Expenses \$ 12,142,844 including grants of \$ )	(Revenue \$ )
	<p>METROPOLITAN POLICY THE METROPOLITAN POLICY PROGRAM (METRO PROGRAM) PROVIDES DECISION MAKERS WITH CUTTING-EDGE TREND ANALYSIS, RESEARCH AND POLICY IDEAS THAT EMPOWER METROPOLITAN AREAS TO COMPETE AND PROSPER THE PROGRAM BELIEVES THAT FUTURE PROSPERITY IS DEPENDENT ON DELIVERING A NEXT ECONOMY THAT IS FUELED BY INNOVATION, POWERED BY LOW CARBON, DRIVEN BY EXPORTS, RICH WITH OPPORTUNITY, AND LED BY METROPOLITAN AREAS-WHILE SIMULTANEOUSLY BUILDING SMART, SUSTAINABLE PLACES THAT EMBRACE DEMOGRAPHIC AND ECONOMIC CHANGE AND TECHNOLOGICAL ADVANCES IN THE PAST YEAR, THE METRO PROGRAM RELEASED FIRST-OF-ITS-KIND TREND ANALYSES ON MANUFACTURING AND H-1B VISAS, CREATED METROPOLITAN EXPORT PLANS WITH FOUR METROPOLITAN AREAS, AND LAUNCHED THE GLOBAL CITIES INITIATIVE A JOINT PROJECT OF BROOKINGS AND JPMORGAN CHASE, WHICH AIMS TO EQUIP THE LEADERS OF METROPOLITAN AMERICA WITH THE INFORMATION, POLICY INNOVATIONS AND GLOBAL CONNECTIONS THEY NEED TO BOLSTER THEIR POSITION WITHIN THE GLOBAL ECONOMY METRO PROGRAM EXPERTS ALSO EXAMINED ISSUES RELATED TO EXPORTS, INFRASTRUCTURE, POVERTY, EMPLOYMENT AND IMMIGRATION IN ADDITION TO PUBLISHING NUMEROUS WORKS OF SCHOLARSHIP IN FY 2012, THE METRO PROGRAM HELD OVER THIRTY-FIVE PUBLIC AND PRIVATE EVENTS, AND METRO PROGRAM EXPERTS PRESENTED IN OVER TWENTY BRIEFINGS AND TESTIMONY BEFORE WHITE HOUSE AND AGENCY COMMITTEES, CONGRESSIONAL COMMITTEES AND SUBCOMMITTEES, AND STATE AND LOCAL COMMITTEES</p>		

(Code	(Expenses \$	9,317,143	including grants of \$	(Revenue \$	)
<p>GLOBAL ECONOMY AND DEVELOPMENT THE GLOBAL ECONOMY AND DEVELOPMENT PROGRAM EXAMINES THE OPPORTUNITIES AND CHALLENGES PRESENTED BY GLOBALIZATION, WHICH HAS BECOME A CENTRAL CONCERN FOR INTERNATIONAL POLICYMAKERS, BUSINESS LEADERS, THE MEDIA AND CIVIL SOCIETY GLOBAL ECONOMY AND DEVELOPMENT EXPERTS ADDRESS THE ISSUES SURROUNDING GLOBALIZATION WITHIN THREE KEY AREAS THE DRIVERS SHAPING THE GLOBAL ECONOMY, THE ROAD OUT OF POVERTY AND GLOBAL PUBLIC GOODS IN THE PAST YEAR, THE RESEARCH AGENDA FOR THE PROGRAM WAS CENTERED ON THE STATE OF THE GLOBAL ECONOMIC RECOVERY, REFORM OF INTERNATIONAL FINANCIAL INSTITUTIONS, MAKING DEVELOPMENT ASSISTANCE MORE EFFECTIVE AND TACKLING THE ISSUE OF GLOBAL CLIMATE CHANGE IN ADDITION TO PUBLISHING NUMEROUS WORKS OF SCHOLARSHIP IN FY 2012, GLOBAL ECONOMY AND DEVELOPMENT HELD NUMEROUS EVENTS OPEN TO THE GENERAL PUBLIC</p>					

(Code	) (Expenses \$	5,580,049	including grants of \$	) (Revenue \$	)
<p>GOVERNANCE STUDIES THE GOVERNANCE STUDIES PROGRAM AT BROOKINGS IS ONE OF THE WORLDS MOST RECOGNIZED AND RESPECTED RESEARCH PROGRAMS, FOCUSED ON GOVERNANCE CHALLENGES IN THE U S AND AROUND THE WORLD, MAJOR POLICY ISSUES, AND POLITICAL INSTITUTIONS IN ADDITION, OUR SCHOLARSHIP EVALUATES TRENDS IN PUBLIC OPINION AND POLITICAL PROCESS, AND OFFERS IDEAS ON INSTITUTIONAL REFORM TO ENSURE BETTER GOVERNANCE VIEWED AS A PREMIER, INDEPENDENT VOICE IN THE DOMESTIC POLICYMAKING SPHERE, GOVERNANCE STUDIES IS HOME TO TWO RESEARCH CENTERS THE BROWN CENTER ON EDUCATION POLICY AND THE CENTER FOR TECHNOLOGY INNOVATION GOVERNANCE STUDIES EXPERTS EXAMINED THE POLITICS BEHIND FEDERAL TECHNOLOGY POLICY AND AMERICA'S ECONOMIC RECOVERY, AND COMMENTED ON OTHER TIMELY TOPICS, SUCH AS THE U S BUDGET CRISIS, U S JOB POLICIES, GUANTANAMO BAY DETENTION CENTER, JUDICIAL SELECTION REFORM, THE U S EDUCATIONAL SYSTEM, AND PARTISAN GRIDLOCK IN ADDITION TO PUBLISHING NUMEROUS WORKS OF SCHOLARSHIP IN FY 2012, GOVERNANCE STUDIES HELD 54 EVENTS OPEN TO THE GENERAL PUBLIC</p>					

(Code	) (Expenses \$	2,297,388	including grants of \$	) (Revenue \$	1,940,478 )
BROOKINGS PRESS THE BROOKINGS PRESS PUBLISHES PUBLIC POLICY RESEARCH BOOKS FROM BROOKINGS' OWN SCHOLARS AS WELL AS OUTSIDE AUTHORS					
THE PUBLICATIONS PROVIDE EXTENSIVE BACKGROUND AND INSIGHT ON IMPORTANT PUBLIC POLICY ISSUES IN BUSINESS, ECONOMICS, GOVERNMENT AND					
INTERNATIONAL AFFAIRS					

(Code	(Expenses \$	2,485,342	including grants of \$	(Revenue \$	)
<p>COMMUNICATIONS AND WEB THE COMMUNICATIONS OFFICE DISSEMINATES INFORMATION ABOUT BROOKINGS, ITS SCHOLARS AND THE ARRAY OF RESOURCES THAT BROOKINGS OFFERS THE OFFICE PUBLISHES AN ANNUAL GUIDE TO BROOKINGS EXPERTS FOR POLICYMAKERS AND THE MEDIA FOR JOURNALISTS, ACADEMICS, GOVERNMENT OFFICIALS AND OTHER PERSONS INTERESTED IN CONTACTING BROOKINGS SCHOLARS AND THE BROOKINGS ANNUAL REPORT COMMUNICATIONS OVERSEES THE COMMENTARY AND ANALYSIS THAT APPEAR ON THE BROOKINGS' WEBSITE LOCATED AT WWW.BROOKINGS.EDU, A KEY COMPONENT OF OUTREACH AND EDUCATION</p>					

(Code	(Expenses \$	1,849,779	including grants of \$	(Revenue \$	)
<p>OTHER RESEARCH INCLUDES RESEARCH INITIATIVES OF THE EXECUTIVE OFFICE, FRIDAY POLICY ROUNDTABLES, AND CROSS-PROGRAM RESEARCH. CROSS-PROGRAM RESEARCH EFFORTS INCLUDE PUBLICATIONS AND OUTREACH EVENTS ON THE ALL BROOKINGS PRIORITIES, FOUR AREAS OF RESEARCH THAT ENCOMPASS WORK FROM ALL PROGRAMS IN THE INSTITUTION ON TIMELY AND CROSS-CUTTING ISSUES SUCH AS CLIMATE CHANGE, GROWTH THROUGH INNOVATION, AND OPPORTUNITY AND WELL-BEING.</p>					






















(Code	) (Expenses \$	1,085,238	including grants of \$	) (Revenue \$	)
BROOKINGS EXECUTIVE EDUCATION EXECUTIVE EDUCATION EDUCATES FEDERAL, STATE AND LOCAL GOVERNMENT OFFICIALS, AND CORPORATE EXECUTIVES THROUGH ITS PUBLIC LEADERSHIP CURRICULUM EXECUTIVE EDUCATION ALSO ADVANCES BROOKINGS RESEARCH THROUGH PROGRAMS DESIGNED TO EXPLORE CRITICAL POLICY ISSUES IN THE UNITED STATES AND THROUGHOUT THE WORLD					

<b>4d</b>	Other program services (Describe in Schedule O )				
	(Expenses \$	22,614,939	including grants of \$	) (Revenue \$	1,940,478 )

<b>4e</b>	<b>Total program service expenses</b>	<b>\$ 69,550,181</b>
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Part IV

Checklist of Required Schedules

		Yes	No	
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A 	1	Yes	
2	Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)? 	2	Yes	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	3		No
4	<b>Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II	4		No
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	5		No
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 	6		No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," complete Schedule D, Part II 	7		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III 	8	Yes	
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV 	9		No
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V 	10	Yes	
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. 	11a	Yes	
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. 	11b		No
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. 	11c		No
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. 	11d		No
e	Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X. 	11e	Yes	
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. 	11f	Yes	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII 	12a	Yes	
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, XII, and XIII is optional 	12b		No
13	Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	13		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a	Yes	
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, Part I 	14b	Yes	
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the U S? If "Yes," complete Schedule F, Part II and IV 	15		No
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the U S? If "Yes," complete Schedule F, Part III and IV 	16	Yes	
17	Did the organization report a total of more than \$15,000, of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I 	17	Yes	
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II 	18		No
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III 	19		No
20a	Did the organization operate one or more hospitals? If "Yes," complete Schedule H	20a		No
b	If "Yes" to line 20a, did the organization attach its audited financial statement to this return? <b>Note.</b> All Form 990 filers that operated one or more hospitals must attach audited financial statements	20b		

Part IV

Checklist of Required Schedules (continued)

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

<b>Part V</b> <b>Statements Regarding Other IRS Filings and Tax Compliance</b>						
Check if Schedule O contains a response to any question in this Part V <input type="checkbox"/>						
		<b>Yes</b>	<b>No</b>			
<b>1a</b>	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable. .	<b>1a</b>	556			
<b>b</b>	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	<b>1b</b>	0			
<b>c</b>	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	<b>1c</b>	Yes			
<b>2a</b>	Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax Statements</i> filed for the calendar year ending with or within the year covered by this return.	<b>2a</b>	554			
<b>b</b>	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?  <b>Note.</b> If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	<b>2b</b>	Yes			
<b>3a</b>	Did the organization have unrelated business gross income of \$1,000 or more during the year?	<b>3a</b>	Yes			
<b>b</b>	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.	<b>3b</b>	Yes			
<b>4a</b>	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account or securities account)?	<b>4a</b>	Yes			
<b>b</b>	If "Yes," enter the name of the foreign country: <u>QA, UK</u> See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.					
<b>5a</b>	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	<b>5a</b>				No
<b>b</b>	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	<b>5b</b>				No
<b>c</b>	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	<b>5c</b>				
<b>6a</b>	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?	<b>6a</b>				No
<b>b</b>	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	<b>6b</b>				
<b>7</b>	<b>Organizations that may receive deductible contributions under section 170(c).</b>					
<b>a</b>	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	<b>7a</b>				No
<b>b</b>	If "Yes," did the organization notify the donor of the value of the goods or services provided?	<b>7b</b>				
<b>c</b>	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	<b>7c</b>				No
<b>d</b>	If "Yes," indicate the number of Forms 8282 filed during the year.	<b>7d</b>				
<b>e</b>	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<b>7e</b>				No
<b>f</b>	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<b>7f</b>				No
<b>g</b>	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	<b>7g</b>				
<b>h</b>	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	<b>7h</b>				
<b>8</b>	<b>Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.</b> Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	<b>8</b>				
<b>9</b>	<b>Sponsoring organizations maintaining donor advised funds.</b>					
<b>a</b>	Did the organization make any taxable distributions under section 4966?	<b>9a</b>				
<b>b</b>	Did the organization make a distribution to a donor, donor advisor, or related person?	<b>9b</b>				
<b>10</b>	<b>Section 501(c)(7) organizations.</b> Enter					
<b>a</b>	Initiation fees and capital contributions included on Part VIII, line 12.	<b>10a</b>				
<b>b</b>	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.	<b>10b</b>				
<b>11</b>	<b>Section 501(c)(12) organizations.</b> Enter					
<b>a</b>	Gross income from members or shareholders.	<b>11a</b>				
<b>b</b>	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).	<b>11b</b>				
<b>12a</b>	<b>Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041?	<b>12a</b>				
<b>b</b>	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.	<b>12b</b>				
<b>13</b>	<b>Section 501(c)(29) qualified nonprofit health insurance issuers.</b>					
<b>a</b>	Is the organization licensed to issue qualified health plans in more than one state? <b>Note.</b> All 501(c)(29) organizations must list in Schedule O each state in which they are licensed to issue qualified health plans, the amount of reserves required by each state, and the amount of reserves the organization allocated to each state.	<b>13a</b>				
<b>b</b>	Enter the aggregate amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.	<b>13b</b>				
<b>c</b>	Enter the aggregate amount of reserves on hand.	<b>13c</b>				
<b>14a</b>	Did the organization receive any payments for indoor tanning services during the tax year?	<b>14a</b>				No
<b>b</b>	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.	<b>14b</b>				

Part VI

Governance, Management, and Disclosure

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

Check if Schedule O contains a response to any question in this Part VI

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		
1a	48		
b	Enter the number of voting members included in line 1a, above, who are independent		
1b	47		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	No
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	Yes
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5	No
6	Did the organization have members or stockholders?	6	No
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?	7a	No
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
a	The governing body?	8a	Yes
b	Each committee with authority to act on behalf of the governing body?	8b	Yes
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9	No

Section B. Policies

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

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a	No
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?	10b	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	Yes
b	Describe in Schedule O the process, if any, used by the organization to review the Form 990		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	12a	Yes
b	Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c	Yes
13	Did the organization have a written whistleblower policy?	13	Yes
14	Did the organization have a written document retention and destruction policy?	14	Yes
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a	The organization's CEO, Executive Director, or top management official	15a	Yes
b	Other officers or key employees of the organization	15b	Yes
	If "Yes," to line 15a or 15b, describe the process in Schedule O (see instructions)		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	No
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?	16b	

Section C. Disclosure

17	List the States with which a copy of this Form 990 is required to be filed	AK, AL, AR, AZ, CA, CO, CT, DC, FL, GA, HI, IL, KS, KY, LA, MA, MD, ME, MI, MS, MN, MO, NC, ND, NJ, NH, NM, NY, OH, OK, OR, PA, RI, SC, TN, UT, VA, WA, WI, WV
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.	<input type="checkbox"/> Own website <input type="checkbox"/> Another's website <input checked="" type="checkbox"/> Upon request
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. See Additional Data Table.	
20	State the name, physical address, and telephone number of the person who possesses the books and records of the organization.	STEWART A URETSKY 1775 MASSACHUSETTS AVE NW WASHINGTON, DC 200362103 (202) 797-6000

Check if Schedule O contains a response to any question in this Part VII . . . . .

☐ Check this box if neither the organization nor any related organizations compensated any current or former officer, director, or trustee

Form **990** (2011)





Part VIII

Statement of Revenue

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, gifts, grants and other similar amounts	1a	Federated campaigns . . .	1a				
	b	Membership dues . . . . .	1b				
	c	Fundraising events . . . . .	1c				
	d	Related organizations . . . .	1d				
	e	Government grants (contributions)	1e	1,972,254			
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	112,864,416			
	g	Noncash contributions included in lines 1a-1f \$ 3,154,804					
	h	Total. Add lines 1a-1f . . . . .		114,836,670			
Program Service Revenue	2a		Business Code				
	b						
	c						
	d						
	e						
	f	All other program service revenue					
	g	Total. Add lines 2a-2f . . . . .					
	Other Revenue	3	Investment income (including dividends, interest and other similar amounts) . . . . .		3,495,177		
4		Income from investment of tax-exempt bond proceeds . .					
5		Royalties . . . . .					
6a		Gross rents	(i) Real	(ii) Personal			
b		Less rental expenses	509,774				
c		Rental income or (loss)	207,443				
d		Net rental income or (loss) . . . . .	302,331				302,331
7a		Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other			
b		Less cost or other basis and sales expenses	92,776,314				
c		Gain or (loss)	84,312,962				
d		Net gain or (loss) . . . . .	8,463,352				8,463,352
8a		Gross income from fundraising events (not including \$ of contributions reported on line 1c) See Part IV, line 18 . . . . .	a				
b		Less direct expenses . . . .	b				
c		Net income or (loss) from fundraising events . .					
9a		Gross income from gaming activities See Part IV, line 19 . . . . .	a				
b		Less direct expenses . . . .	b				
c		Net income or (loss) from gaming activities . .					
10a		Gross sales of inventory, less returns and allowances . . . . .	a	1,940,478			
b		Less cost of goods sold . . .	b	392,488			
c		Net income or (loss) from sales of inventory . .		1,547,990	1,547,990		
Miscellaneous Revenue		Business Code					
11a	CAFETERIA INCOME	900099	2,126,791			2,126,791	
b	OTHER INCOME	900099	8,916			8,916	
c	ADVERTISING	541800	3,213		3,213		
d	All other revenue . . . . .						
e	Total. Add lines 11a-11d . . . . .		2,138,920				
12	Total revenue. See Instructions . . . . .		130,784,440	1,547,990	3,213	14,396,567	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns  
All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D)  
Check if Schedule O contains a response to any question 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 governments and organizations in the United States See Part IV, line 21				
2	Grants and other assistance to individuals in the United States See Part IV, line 22	563,527	563,527		
3	Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16	60,000	60,000		
4	Benefits paid to or for members				
5	Compensation of current officers, directors, trustees, and key employees	4,124,064	1,986,072	2,026,570	111,422
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7	Other salaries and wages	30,557,957	24,205,515	5,303,452	1,048,990
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	3,380,019		3,380,019	
9	Other employee benefits	8,107,082	11,811,817	-4,217,565	512,830
10	Payroll taxes	2,515,136		2,515,136	
11	Fees for services (non-employees)				
a	Management				
b	Legal	227,366	25,854	201,512	
c	Accounting	156,702	15,602	141,100	
d	Lobbying				
e	Professional fundraising See Part IV, line 17	72,500			72,500
f	Investment management fees	2,875,010		2,875,010	
g	Other	13,390,437	10,536,189	2,807,977	46,271
12	Advertising and promotion	169,019	164,516	2,056	2,447
13	Office expenses	2,206,013	1,107,875	1,052,498	45,640
14	Information technology	2,731,288	1,814,540	889,574	27,174
15	Royalties				
16	Occupancy	2,350,604	7,127,296	-5,059,854	283,162
17	Travel	3,531,222	3,216,965	226,851	87,406
18	Payments of travel or entertainment expenses for any federal, state, or local public officials	66,076	66,021	55	
19	Conferences, conventions, and meetings	3,558,450	3,400,850	-20,206	177,806
20	Interest	2,304,132		2,304,132	
21	Payments to affiliates				
22	Depreciation, depletion, and amortization	4,838,304	837,050	4,000,154	1,100
23	Insurance	291,718	290	291,428	
24	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O )				
a	OTHER DIRECT COSTS	2,924,049	957,791	1,942,896	23,362
b	PUBLISHING	1,445,797	1,288,645	4,580	152,572
c	BAD DEBT	1,036,657	349,294	687,363	
d	REPAIR/MAINTENANCE	451,292	14,472	436,820	
e					
f	All other expenses	28,333		28,333	
25	Total functional expenses. Add lines 1 through 24f	93,962,754	69,550,181	21,819,891	2,592,682
26	Joint costs. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720) Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X

Balance Sheet

					(A)		(B)
					Beginning of year		End of year
Assets	1	Cash—non-interest-bearing . . . . .			17,153,604	1	36,642,771
	2	Savings and temporary cash investments . . . . .			3,584,772	2	5,102,450
	3	Pledges and grants receivable, net . . . . .			68,907,155	3	90,303,494
	4	Accounts receivable, net . . . . .			458,343	4	404,328
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L . . . . .				5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L . . . . .				6	
	7	Notes and loans receivable, net . . . . .				7	
	8	Inventories for sale or use . . . . .			451,172	8	355,010
	9	Prepaid expenses and deferred charges . . . . .			708,764	9	820,425
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D . . . . .	10a	75,903,575			
	b	Less: accumulated depreciation . . . . .	10b	30,654,175	45,862,132	10c	45,249,400
	11	Investments—publicly traded securities . . . . .			95,646,368	11	72,924,633
	12	Investments—other securities. See Part IV, line 11 . . . . .			176,231,608	12	184,182,203
	13	Investments—program-related. See Part IV, line 11 . . . . .				13	
	14	Intangible assets . . . . .				14	
	15	Other assets. See Part IV, line 11 . . . . .			1,035,399	15	946,201
	16	<b>Total assets.</b> Add lines 1 through 15 (must equal line 34) . . . . .			410,039,317	16	436,930,915
Liabilities	17	Accounts payable and accrued expenses . . . . .			8,348,859	17	9,416,181
	18	Grants payable . . . . .				18	
	19	Deferred revenue . . . . .			222,314	19	101,003
	20	Tax-exempt bond liabilities . . . . .			39,310,931	20	39,320,588
	21	Escrow or custodial account liability. Complete Part IV of Schedule D . . . . .				21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L . . . . .				22	
	23	Secured mortgages and notes payable to unrelated third parties . . . . .			5,066,108	23	4,219,108
	24	Unsecured notes and loans payable to unrelated third parties . . . . .				24	
	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 . . . . .			2,647,915	25	2,565,973
	26	<b>Total liabilities.</b> Add lines 17 through 25 . . . . .			55,596,127	26	55,622,853
Net Assets or Fund Balances	<b>Organizations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 29, and lines 33 and 34.</b>						
	27	Unrestricted net assets . . . . .			183,087,600	27	171,192,658
	28	Temporarily restricted net assets . . . . .			111,186,628	28	141,093,587
	29	Permanently restricted net assets . . . . .			60,168,962	29	69,021,817
	<b>Organizations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 30 through 34.</b>						
	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	<b>Total net assets or fund balances</b> . . . . .			354,443,190	33	381,308,062
	34	<b>Total liabilities and net assets/fund balances</b> . . . . .			410,039,317	34	436,930,915

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	130,784,440
2	Total expenses (must equal Part IX, column (A), line 25)	2	93,962,754
3	Revenue less expenses Subtract line 2 from line 1	3	36,821,686
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	354,443,190
5	Other changes in net assets or fund balances (explain in Schedule O)	5	-9,956,814
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	381,308,062

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question 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?		No
b	Were the organization's financial statements audited by an independent accountant?	Yes	
c	If "Yes," to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	Yes	
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separated basis		
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	Yes	
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	Yes	

SCHEDULE A  
(Form 990 or 990EZ)

Department of the Treasury  
Internal Revenue Service

Public Charity Status and Public Support

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

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

OMB No 1545-0047

2011

Open to Public  
Inspection

Name of the organization THE BROOKINGS INSTITUTION	Employer identification number  53-0196577
---	--

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 **section 170(b)(1)(A)(i).**

2

☐

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

3

☐

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

4

☐

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

5

☐

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

6

☐

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

7

☒

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

8

☐

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

9

☐

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

10

☐

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

11

☐

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

a

☐

Type I

b

☐

Type II

c

☐

Type III - Functionally integrated

d

☐

Type III - Other

e

☐

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

f

☐

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

g

☐

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

(i)

a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the the supported organization?

(ii)

a family member of a person described in (i) above?

(iii)

a 35% controlled entity of a person described in (i) or (ii) above?

h

☐

Provide the following information about the supported organization(s)

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

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

Part II

Support Schedule for Organizations Described in IRC 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) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	66,613,286	59,262,508	53,280,355	86,934,790	114,836,670	380,927,609
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	66,613,286	59,262,508	53,280,355	86,934,790	114,836,670	380,927,609
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)						30,748,757
6 Public Support. Subtract line 5 from line 4						350,178,852

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4	66,613,286	59,262,508	53,280,355	86,934,790	114,836,670	380,927,609
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	5,215,626	2,858,457	2,850,935	3,851,328	4,004,951	18,781,297
9 Net income from unrelated business activities, whether or not the business is regularly carried on	165,140					165,140
10 Other income (Explain in Part IV ) Do not include gain or loss from the sale of capital assets	926,012	1,654,182	2,068,014	504,358	2,135,707	7,288,273
11 Total support (Add lines 7 through 10)						407,162,319

12

Gross receipts from related activities, etc (See instructions )

12

4,166,843

13

First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here

Section C. Computation of Public Support Percentage

14	Public Support Percentage for 2011 (line 6 column (f) divided by line 11 column (f))	14	86 000 %
15	Public Support Percentage for 2010 Schedule A, Part II, line 14	15	82 680 %

16a

33 1/3% support test—2011. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization

b

33 1/3% support test—2010. If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization

17a

10%-facts-and-circumstances test—2011. If the organization did not check a box on line 13, 16a, or 16b and line 14 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization

b

10%-facts-and-circumstances test—2010. If the organization did not check a box on line 13, 16a, 16b, or 17a and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization

18

Private Foundation If the organization did not check a box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions

Part IIIPart III

Support Schedule for Organizations Described in IRC 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) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(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) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support (Add lines 9, 10c, 11 and 12.)						
14 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and <b>stop here</b>						

Section C. Computation of Public Support Percentage			
15 Public Support Percentage for 2011 (line 8 column (f) divided by line 13 column (f))	15		
16 Public support percentage from 2010 Schedule A, Part III, line 15	16		

Section D. Computation of Investment Income Percentage			
17 Investment income percentage for 2011 (line 10c column (f) divided by line 13 column (f))	17		
18 Investment income percentage from 2010 Schedule A, Part III, line 17	18		
19a 33 1/3% support tests—2011. 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 <b>stop here</b> . The organization qualifies as a publicly supported organization			
b 33 1/3% support tests—2010. 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 <b>stop here</b> . The organization qualifies as a publicly supported organization			
20 Private Foundation If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions			



**Part IV** **Supplemental Information.** Supplemental Information. Complete this part to provide the explanation required by Part II, line 10; Part II, line 17a or 17b; or Part III, line 12. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test

Explanation

SCHEDULE D

(Form 990)

Department of the Treasury  
Internal Revenue Service

Supplemental Financial Statements

▶ **Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b**  
▶ **Attach to Form 990. ▶ See separate instructions.**

OMB No 1545-0047

2011

Open to Public  
Inspection

**Name of the organization**  
THE BROOKINGS INSTITUTION

**Employer identification number**  
  
53-0196577

Part I

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

	(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year	
2	Aggregate contributions to (during year)	
3	Aggregate grants from (during year)	
4	Aggregate value at end of year	
5	Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? <div><input type="checkbox"/> Yes<input type="checkbox"/> No</div>	
6	Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? <div><input type="checkbox"/> Yes<input type="checkbox"/> No</div>	

Part II

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

1

Purpose(s) of conservation easements held by the organization (check all that apply)

☐ Preservation of land for public use (e g , recreation or pleasure)

☐ Preservation of an historically importantly land area

☐ Protection of natural habitat

☐ Preservation of a certified historic structure

☐ Preservation of open space

2

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

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

3

Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ▶ \_\_\_\_\_

4

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

5

Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

☐ Yes☐ No

6

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

7

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

8

Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)?

☐ Yes☐ No

9

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

Part III

Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a

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

b

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

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

▶ \$ \_\_\_\_\_

(ii) Assets included in Form 990, Part X

▶ \$ 203,875

2

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

a

Revenues included in Form 990, Part VIII, line 1

▶ \$ \_\_\_\_\_

b

Assets included in Form 990, Part X

▶ \$ \_\_\_\_\_

For Privacy Act and Paperwork Reduction Act Notice, see the Intructions for Form 990

Cat No 52283D

Schedule D (Form 990) 2011

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

3

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

a

☒ Public exhibition

b

☐ Scholarly research

c

☐ Preservation for future generations

d

☐ Loan or exchange programs

e

☐ Other

4

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

5

During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?

☐ Yes ☒ No

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

1a

Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☐ Yes ☐ No

b

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

	Amount
1c	
1d	
1e	
1f	

2a

Did the organization include an amount on Form 990, Part X, line 21?

☐ Yes ☐ No

b

If "Yes," explain the arrangement in Part XIV

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

	(a)Current Year	(b)Prior Year	(c)Two Years Back	(d)Three Years Back	(e)Four Years Back
1a	Beginning of year balance . . . . .	356,490,353	302,934,775	288,396,480	340,057,006
b	Contributions . . . . .	39,783,421	15,192,166	2,080,556	-675,893
c	Investment earnings or losses . . . . .	-583,565	51,676,961	25,421,400	-37,008,915
d	Grants or scholarships . . . . .				
e	Other expenditures for facilities and programs . . . . .	12,787,612	12,419,859	12,265,125	13,234,625
f	Administrative expenses . . . . .	914,503	893,690	698,536	741,093
g	End of year balance . . . . .	381,988,094	356,490,353	302,934,775	288,396,480

2

Provide the estimated percentage of the year end balance held as

a

Board designated or quasi-endowment ▶ 44 990 %

b

Permanent endowment ▶ 18 070 %

c

Term endowment ▶ 36 940 %

3a

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

(i)

unrelated organizations . . . . .

3a(i)

Yes

No

(ii)

related organizations . . . . .

3a(ii)

No

b

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

3b

4

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

**Part VI Land, Buildings, and Equipment.** 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 . . . . .		4,155,620		4,155,620
b Buildings . . . . .		49,774,721	18,049,595	31,725,126
c Leasehold improvements . . . . .				
d Equipment . . . . .		14,865,111	7,459,061	7,406,050
e Other . . . . .		7,108,123	5,145,519	1,962,604
Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).) . . . . .				45,249,400



Part XIReconciliation of Change in Net Assets from Form 990 to Financial Statements			
1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	130,784,440
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	93,962,754
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	36,821,686
4	Net unrealized gains (losses) on investments	4	-10,263,058
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	306,244
9	Total adjustments (net) Add lines 4 - 8	9	-9,956,814
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	26,864,872

Part XIIReconciliation of Revenue per Audited Financial Statements With Revenue per Return			
1	Total revenue, gains, and other support per audited financial statements . . . . .	1	117,755,025
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments . . . . .	2a	-10,263,058
b	Donated services and use of facilities . . . . .	2b	
c	Recoveries of prior year grants . . . . .	2c	
d	Other (Describe in Part XIV) . . . . .	2d	18,244
e	Add lines 2a through 2d . . . . .	2e	-10,244,814
3	Subtract line 2e from line 1 . . . . .	3	127,999,839
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a	Investment expenses not included on Form 990, Part VIII, line 7b . . . . .	4a	3,177,089
b	Other (Describe in Part XIV) . . . . .	4b	-392,488
c	Add lines 4a and 4b . . . . .	4c	2,784,601
5	Total Revenue Add lines 3 and 4c. (This should equal Form 990, Part I, line 12 ) . . . . .	5	130,784,440

Part XIIIReconciliation of Expenses per Audited Financial Statements With Expenses per Return			
1	Total expenses and losses per audited financial statements . . . . .	1	91,178,153
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities . . . . .	2a	
b	Prior year adjustments . . . . .	2b	
c	Other losses . . . . .	2c	
d	Other (Describe in Part XIV) . . . . .	2d	392,488
e	Add lines 2a through 2d . . . . .	2e	392,488
3	Subtract line 2e from line 1 . . . . .	3	90,785,665
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	3,177,089
b	Other (Describe in Part XIV) . . . . .	4b	
c	Add lines 4a and 4b . . . . .	4c	3,177,089
5	Total expenses Add lines 3 and 4c. (This should equal Form 990, Part I, line 18 ) . . . . .	5	93,962,754

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

Identifier	Return Reference	Explanation
	PART III, LINE 4	BROOKINGS PHOTOGRAPHY COLLECTION WAS DONATED TO ENHANCE THE FACILITIES WHERE BROOKINGS SCHOLARS MEET WITH OTHER KEY PEOPLE IN THE PUBLIC POLICY WORLD. THIS CONTRIBUTES TO AN ATMOSPHERE THAT PROMOTES CONVERSATION AND INTERACTION.
DESCRIPTION OF INTENDED USE OF ENDOWMENT FUNDS	PART V, LINE 4	BROOKINGS CAREFULLY BALANCES ITS FUNDING TO RESPOND TO CURRENT POLICY ISSUES AS WELL AS UNDERTAKE LONG-TERM RESEARCH PROJECTS. AS NEW CHALLENGES EMERGE, THE ENDOWMENT IS USED TO MAKE NEW RESEARCH PROJECTS POSSIBLE, SUPPORTING CORE ADMINISTRATIVE COSTS, AS WELL AS, SCHOLAR-DRIVEN RESEARCH.
DESCRIPTION OF UNCERTAIN TAX POSITIONS UNDER FIN 48	PART X	BROOKINGS IS EXEMPT FROM FEDERAL INCOME TAXES ON ITS EXEMPT ACTIVITIES UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE (THE CODE) AND HAS BEEN DESIGNATED BY THE INTERNAL REVENUE SERVICE AS A "PUBLICLY SUPPORTED" ORGANIZATION UNDER SECTION 509(A)(1) OF THE CODE. BROOKINGS ENGAGES IN CERTAIN ACTIVITIES THAT PRODUCE UNRELATED BUSINESS INCOME, AS DEFINED BY FEDERAL INCOME TAX REGULATIONS. WHEN TAX RETURNS ARE FILED, IT IS HIGHLY CERTAIN THAT SOME POSITIONS TAKEN WOULD BE SUSTAINED UPON EXAMINATION BY THE TAXING AUTHORITIES, WHILE OTHERS ARE SUBJECT TO UNCERTAINTY ABOUT THE MERITS OF THE POSITION TAKEN OR THE AMOUNT OF THE POSITION THAT WOULD BE ULTIMATELY SUSTAINED. THE BENEFIT OF A TAX POSITION IS RECOGNIZED IN THE FINANCIAL STATEMENTS IN THE PERIOD DURING WHICH, BASED ON ALL AVAILABLE EVIDENCE, MANAGEMENT BELIEVES IT IS MORE LIKELY THAN NOT THAT THE POSITION WILL BE SUSTAINED UPON EXAMINATION, INCLUDING THE RESOLUTION OF APPEALS OR LITIGATION PROCESSES, IF ANY. TAX POSITIONS TAKEN ARE NOT OFFSET OR AGGREGATED WITH OTHER POSITIONS. TAX POSITIONS THAT MEET THE MORE-LIKELY-THAN-NOT RECOGNITION THRESHOLD ARE MEASURED AS THE LARGEST AMOUNT OF TAX BENEFIT THAT IS MORE THAN 50% LIKELY OF BEING REALIZED UPON SETTLEMENT WITH THE APPLICABLE TAXING AUTHORITY. THE PORTION OF THE BENEFITS ASSOCIATED WITH TAX POSITIONS TAKEN THAT EXCEEDS THE AMOUNT MEASURED AS DESCRIBED ABOVE IS REFLECTED AS A LIABILITY FOR UNRECOGNIZED TAX BENEFITS IN THE ACCOMPANYING BALANCE SHEET, ALONG WITH ANY ASSOCIATED INTEREST AND PENALTIES THAT WOULD BE PAYABLE TO THE TAXING AUTHORITIES UPON EXAMINATION. BROOKINGS FILES INCOME TAX RETURNS IN THE U.S. FEDERAL JURISDICTION AS OF JUNE 30, 2012, AND FOR THE YEAR THEN ENDED, THERE WERE NO MATERIAL UNRECOGNIZED/DERECOGNIZED TAX BENEFITS OR TAX PENALTIES OR INTEREST. GENERALLY, BROOKINGS IS NO LONGER SUBJECT TO U.S. FEDERAL INCOME TAX EXAMINATIONS BY TAX AUTHORITIES FOR YEARS BEFORE 2009.
PART XI, LINE 8 - OTHER ADJUSTMENTS		GAIN/(LOSS) ON FOREIGN CURRENCY EXCHANGE 18,244 EFFECT OF ADOPTION PROVISIONS SFAS NO. 158 288,000 TOTAL TO SCHEDULE D, PART XI, LINE 8 306,244
PART XII, LINE 2D - OTHER ADJUSTMENTS		GAIN/(LOSS) ON FOREIGN CURRENCY EXCHANGE 18,244
PART XII, LINE 4B - OTHER ADJUSTMENTS		COST OF GOODS SOLD REPORTED ON LINE 10B -392,488
PART XIII, LINE 2D - OTHER ADJUSTMENTS		COST OF GOODS SOLD REPORTED ON LINE 10B 392,488



**1**

**(i) Method of valuation**  
(book, FMV, appraisal, other)

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

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

[illegible]



**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 (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 file Form 3520 and/or Form 3520-A. (see instructions for Forms 3520 and 3520-A)*

☐ Yes

☒ No
- 3

Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons with respect to Certain Foreign Corporations. (see instructions for Form 5471)*

☐ Yes

☒ No
- 4

Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, 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 file Form 5713, International Boycott Report (see instructions for Form 5713).*

☒ Yes

☐ No

Part V

**Supplemental Information**  
Complete this part to provide the information (see instructions) required in Part I, line 2, and any additional information.

Identifier	Return Reference	Explanation
PROCEDURE FOR MONITORING GRANTS OUTSIDE THE U S		SCHEDULE F, PART I, LINE 2 THE BROOKINGS INSTITUTION MAINTAINS RECORDS OF HOW GRANT FUNDS ARE USED AND VERIFIES THROUGH REGULAR REPORTS AND COMMUNICATIONS THAT GRANTS ARE USED IN A WAY CONSISTENT WITH THEIR ORIGINAL PURPOSE

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" to 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. ▶ See separate instructions.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization  
THE BROOKINGS INSTITUTION

Employer identification number  
53-0196577

**Part I Fundraising Activities.** Complete if the organization answered "Yes" to Form 990, Part IV, line 17.

- 1

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

a

☒ Mail solicitations

b

☒ Internet and e-mail solicitations

c

☒ Phone solicitations

d

☒ In-person solicitations

e

☒ Solicitation of non-government grants

f

☒ Solicitation of government grants

g

☐ Special fundraising events
- 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. Form 990-EZ filers are not required to complete this table.

(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			
COMMUNITY COUNSELLING SERVICE CO LLC 1730 RHODE ISLAND AVENUE NW  WASHINGTON, DC 20036	CAMPAIGN CONSULTING		No	0	72,500	-72,500
Total . . . . . ▶					72,500	-72,500

3

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

AL, AK, AZ, AR, CA, CO, CT, FL, GA, HI, ID, IL, IN, IA, KS, KY, LA, ME, MD, MA, MI, MN, MS, MO, MT, NE, NV, DE, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA, RI, SC, SD, TN, TX, VT, VA, WA, WV, WI, WY

Part II Fundraising Events.

Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other Events	(d) Total Events
		(event type)	(event type)	(total number)	(Add col (a) through col (c))
Revenue	1	Gross receipts . . . .			
	2	Less Charitable contributions . . . .			
	3	Gross income (line 1 minus line 2) . . . .			
Direct Expenses	4	Cash prizes . . . .			
	5	Non-cash prizes . . . .			
	6	Rent/facility costs . . . .			
	7	Food and beverages . . . .			
	8	Entertainment . . . .			
	9	Other direct expenses . . . .			
	10	Direct expense summary Add lines 4 through 9 in column (d) . . . . . ▶			
	11	Net income summary Combine lines 3 and 10 in column (d). . . . . ▶			

Part III Gaming.

Complete if the organization answered "Yes" to 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 . . . . .			
	2	Cash prizes . . . . .			
Direct Expenses	3	Non-cash prizes . . . . .			
	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 type="checkbox"/> Yes <input type="checkbox"/> No	
	7	Direct expense summary Add lines 2 through 5 in column (d) . . . . . ▶			
	8	Net gaming income summary Combine lines 1 and 7 in column (d) . . . . . ▶			

9 Enter the state(s) in which the organization operates gaming activities \_\_\_\_\_

a Is the organization licensed to operate 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 operate 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 operated in

a	The organization's facility	13a
b	An outside facility	13b

14

Provide the name and address of the person who prepares the organization's gaming/special events books and records

Name

Address

- 15a

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

Name

Address

16

Gaming manager information

Name

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 distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year \$

Part IV

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

Identifier	ReturnReference	Explanation
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Schedule I  
(Form 990)

Department of the Treasury  
Internal Revenue Service

Name of the organization  
THE BROOKINGS INSTITUTION

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

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

OMB No 1545-0047

2011

Open to Public  
Inspection

Employer identification number

53-0196577

Part I

General Information on Grants and Assistance

- 1

Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? . . . . .

☒ Yes ☐ No
- 2

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

Part II

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

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

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 . . . . . ▶

Part III

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

(a)Type of grant or assistance	(b)Number of recipients	(c)Amount of cash grant	(d)Amount of non-cash assistance	(e)Method of valuation (book, FMV, appraisal, other)	(f)Description of non-cash assistance
(1) FELLOWSHIP STIPENDS	19	563,527			

Part IV

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

Identifier	Return Reference	Explanation
PROCEDURE FOR MONITORING GRANTS IN THE U S	PART I, LINE 2	SCHEDULE I, PART I, LINE 2 BROOKINGS DOES NOT ISSUE GRANTS TO OTHER ORGANIZATIONS BROOKINGS DOES ISSUE FELLOWSHIP STIPENDS TO INDIVIDUALS THESE DISBURSEMENTS ARE MONITORED AS THE INDIVIDUALS ARE GENERALLY RESIDENTS AT BROOKINGS AND THEIR WORK IS SUPERVISED BY THEIR BROOKINGS ADVISOR

Schedule J  
(Form 990)

Compensation Information

OMB No 1545-0047

2011

Open to Public Inspection

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, question 23.

▶ Attach to Form 990. ▶ See separate instructions.

Name of the organization  
THE BROOKINGS INSTITUTION

Employer identification number  
53-0196577

Part I

Questions Regarding Compensation

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



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

[illegible]

**Part III**   **Supplemental Information**

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

Identifier	Return Reference	Explanation
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**Software ID:**  
**Software Version:**  
**EIN:** 53-0196577  
**Name:** THE BROOKINGS INSTITUTION

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

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
		(i) Base Compensation	(ii) Bonus & incentive compensation	(iii) Other compensation				
STROBE TALBOTT	(i) (ii)	415,980 0	20,700 0	2,260 0	29,400 0	12,457 0	480,797 0	0 0
STEWART URETSKY	(i) (ii)	259,251 0	47,420 0	16,500 0	0 0	3,115 0	326,286 0	0 0
STEVE BENNETT	(i) (ii)	253,067 0	15,000 0	0 0	29,400 0	724 0	298,191 0	0 0
WILLIAM ANTHOLIS	(i) (ii)	258,195 0	7,500 0	0 0	29,400 0	22,658 0	317,753 0	0 0
ALEXIS BATAILLON	(i) (ii)	172,842 0	0 0	11,375 0	5,850 0	4,936 0	195,003 0	0 0
CATHERINE PIEZ	(i) (ii)	258,280 0	4,000 0	825 0	29,400 0	11,839 0	304,344 0	0 0
EVE DUBROW	(i) (ii)	188,298 0	54,000 0	0 0	23,204 0	17,654 0	283,156 0	0 0
MARTIN INDYK	(i) (ii)	300,064 0	15,000 0	108 0	29,400 0	11,985 0	356,557 0	0 0
BRUCE KATZ	(i) (ii)	288,899 0	15,000 0	168 0	29,400 0	29,969 0	363,436 0	0 0
KAREN DYNAN	(i) (ii)	264,680 0	0 0	22,400 0	9,625 0	3,405 0	300,110 0	0 0
KEMAL DERVIS	(i) (ii)	264,078 0	10,000 0	9,188 0	23,986 0	3,405 0	310,657 0	0 0
TED GAYER	(i) (ii)	254,251 0	15,000 0	416 0	29,400 0	6,507 0	305,574 0	0 0
WILLIAM G GALE	(i) (ii)	288,307 0	58,916 0	4,845 0	29,400 0	21,809 0	403,277 0	0 0
MARK B MCCLELLAN	(i) (ii)	220,364 0	58,632 0	53 0	27,589 0	22,602 0	329,240 0	0 0
DARRELL M WEST	(i) (ii)	248,560 0	15,000 0	0 0	29,400 0	16,578 0	309,538 0	0 0
LAWRENCE S KOCOT	(i) (ii)	201,887 0	49,651 0	0 0	24,185 0	859 0	276,582 0	0 0
GROVER WHITEHURST	(i) (ii)	239,633 0	5,000 0	0 0	28,530 0	932 0	274,095 0	0 0

Schedule K  
(Form 990)

Department of the Treasury  
Internal Revenue Service

Supplemental Information on Tax Exempt Bonds

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information in Schedule O (Form 990).  
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization  
THE BROOKINGS INSTITUTION

Employer identification number  
53-0196577

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) Pool financing	
						Yes	No	Yes	No	Yes	No
A DISTRICT OF COLUMBIA	53-6001131	2548394Z3	02-12-2009	39,290,000	RENOVATION OF EXISTING FACILITIES, ACQUIRE NEW FACILITY AND RELATED COSTS		X		X		X

Part II

Proceeds

		A		B		C		D	
1	Amount of bonds retired								
2	Amount of bonds defeased								
3	Total proceeds of issue	38,974,198							
4	Gross proceeds in reserve funds								
5	Capitalized interest from proceeds								
6	Proceeds in refunding escrow								
7	Issuance costs from proceeds	863,272							
8	Credit enhancement from proceeds								
9	Working capital expenditures from proceeds								
10	Capital expenditures from proceeds	38,110,926							
11	Other spent proceeds								
12	Other unspent proceeds								
13	Year of substantial completion	2011							
		Yes	No	Yes	No	Yes	No	Yes	No
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?				X						
2	Are there any lease arrangements that may result in private business use of bond-financed property?				X						

Part III

Private Business Use (Continued)

		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?	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?	X							
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	Has the organization adopted management practices and procedures to ensure the post-issuance compliance of its tax-exempt bond liabilities?	X							

Part IV

Arbitrage

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
1	Has a Form 8038-T, Arbitrage Rebate, Yield Reduction and Penalty in Lieu of Arbitrage Rebate, been filed with respect to the bond issue?	X							
2	Is the bond issue a variable rate issue?		X						
3a	Has the organization or the governmental issuer entered into a hedge with respect to the bond issue?		X						
b	Name of provider								
c	Term of hedge								
d	Was the hedge superintegrated?								
e	Was a hedge terminated?								
4a	Were gross proceeds invested in a GIC?		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?								
5	Were any gross proceeds invested beyond an available temporary period?		X						
6	Did the bond issue qualify for an exception to rebate?		X						

Part V

Procedures To Undertake Corrective Action

Check the box if 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 . . . . . ☒ Yes ☐ No

Part VI

Supplemental Information

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

Identifier	Return Reference	Explanation
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SCHEDULE M  
(Form 990)

Department of the Treasury  
Internal Revenue Service

NonCash Contributions

►Complete if the organization answered "Yes" on Form 990, Part IV, lines 29 or 30.  
► Attach to Form 990.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization  
THE BROOKINGS INSTITUTION

Employer identification number  
53-0196577

Part I Types of Property

	(a) Check if applicable	(b) Number of Contributions or items contributed	(c) Contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining contribution amounts
1 Art—Works of art . . . . .				
2 Art—Historical treasures . . . . .				
3 Art—Fractional interests . . . . .				
4 Books and publications . . . . .				
5 Clothing and household goods . . . . .				
6 Cars and other vehicles . . . . .				
7 Boats and planes . . . . .				
8 Intellectual property . . . . .				
9 Securities—Publicly traded . . . . .	X	13	3,154,804	FMV
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 . . . . .				
20 Drugs and medical supplies . . . . .				
21 Taxidermy . . . . .				
22 Historical artifacts . . . . .				
23 Scientific specimens . . . . .				
24 Archeological artifacts . . . . .				
25 Other ► ( )				
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	
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 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? . . . . .				Yes No
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?				Yes
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell non-cash contributions? . . . . .				No
b If "Yes," describe in Part II				
33 If the organization did not report revenues in column (c) for a type of property for which column (a) is checked, describe in Part II				

**Part III**

**Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33. Also complete this part for any additional information.

Identifier	Return Reference	Explanation
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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 to provide any additional information.  
▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization  
THE BROOKINGS INSTITUTION

Employer identification number  
53-0196577

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION A, LINE 4	THE BROOKINGS INSTITUTION UPDATED BY LAWS AND ARTICLES OF INCORPORATION IN FY 12 NEW BY LAWS WAS ADOPTED IN JUNE 2012 AND FOLLOWING ARE CHANGES TO THE BYLAWS - THERE WERE A NUMBER OF SMALL "CLEAN-UP" AND CONSISTENCY CORRECTIONS IN THE DOCUMENT, AS WELL AS CHANGES REQUIRED TO COMPLY WITH THE NEW DISTRICT OF COLUMBIA NONPROFIT CORPORATION ACT (THE "ACT") - ONE MAJOR CHANGE TO THE BYLAWS IS THE CLARIFICATION AND SIMPLIFICATION OF THE LIMITATION OF LIABILITY AND INDEMNIFICATION PROVISION, BY SIMPLY STATING THAT THE INSTITUTION WILL INDEMNIFY ITS TRUSTEES, OFFICERS AND EMPLOYEES TO THE FULLEST EXTENT PERMITTED BY LAW MANY OF THE PROCEDURAL DETAILS AND STANDARDS REGARDING INDEMNIFICATION ARE NOW SET FORTH IN THE NEW ACT SO THE BYLAWS NOW SIMPLY REFER TO THE LAW - IN ADDITION, ANOTHER MAJOR CHANGE IN THE ACT IS THE EXPLICIT DISTINCTION BETWEEN COMMITTEES OF THE BOARD (THOSE THAT EXERCISE A CORPORATION'S AUTHORITY) AND ADVISORY COMMITTEES AS BROOKINGS ALREADY RECOGNIZED THIS DISTINCTION, THE CONFORMING AMENDMENTS ARE NOT EXCESSIVE COMMITTEES OF THE BROOKINGS BOARD ARE THE AUDIT, COMPENSATION, EXECUTIVE, AND INVESTMENT COMMITTEES BROOKINGS ADVISORY COMMITTEES ARE BUDGET AND FINANCE, DEVELOPMENT AND NOMINATIONS AND GOVERNANCE COMMITTEES AS WELL AS THE COMMITTEE ON PUBLIC RESPONSIBILITY AND ETHICS - FURTHER REVISIONS WERE MADE TO SOME OF THE COMMITTEE SECTIONS CHANGES WERE MADE TO THE COMMITTEE DESCRIPTIONS REFLECTING THE DESIRE ON THE PART OF THE RELEVANT COMMITTEE CHAIRS AND MANAGEMENT FOR MORE COORDINATION BETWEEN THE BUDGET AND FINANCE COMMITTEE AND THE DEVELOPMENT COMMITTEE CHANGES WERE MADE TO MAKE THE TERMS OF COMMITTEE APPOINTMENTS CONSISTENT-THREE YEAR APPOINTMENTS FOR ALL COMMITTEES-AND TO OTHERWISE REFLECT ACTUAL COMMITTEE PRACTICE AND CREATE FLEXIBILITY FOR EXAMPLE, THE REQUIREMENT THAT THE AUDIT COMMITTEE REVIEW THE AUDIT AT ITS FALL MEETING HAS BEEN ELIMINATED, THEREBY PERMITTING REVIEW AT ANY MEETING ARTICLES OF INCORPORATION THE INSTITUTION'S ARTICLES OF INCORPORATION ARE DATED 1939 AND A CERTIFICATE OF ELECTION WAS FILED FOR THE INSTITUTION IN 1987 THE CERTIFICATE OF ELECTION RESTATED THE ARTICLES AND AGREED TO GOVERNANCE UNDER THE THEN "NEW," (NOW OLD) NONPROFIT CORPORATION CODE BY AMENDING AND RESTATING THE ARTICLES, WHEN SOMEONE ASKS THE DISTRICT OF COLUMBIA FOR BROOKINGS'S ARTICLES, HE WILL GET A SINGLE, CURRENT DOCUMENT THE AMENDED AND RESTATED ARTICLES OF INCORPORATION REFLECT THREE MAJOR CHANGES FIRST, LANGUAGE HAS BEEN ADDED TO CLARIFY THAT THE BOARD MAY DETERMINE ITS OWN SIZE SECOND, LANGUAGE HAS BEEN ADDED TO PERMIT INDEMNIFICATION OF TRUSTEES, OFFICERS, AND EMPLOYEES TO THE FULL EXTENT PERMITTED BY LAW AND, THIRD, A DISSOLUTION CLAUSE HAS BEEN ADDED TO CLARIFY THAT UPON DISSOLUTION, THE INSTITUTION'S ASSETS MUST BE DISTRIBUTED TO ANOTHER 501(C)(3) ENTITY THIS WAS INCLUDED IN OUR CERTIFICATE OF ELECTION AND IS REQUIRED BY THE CODE, BUT CERTAIN STATE REGULATORS WANT AND EXPECT TO ALSO SEE IT IN AN ORGANIZATION'S ARTICLES OF INCORPORATION



Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION B, LINE 11	THE EXECUTIVE COMMITTEE OF THE BOARD OF TRUSTEES HAS APPOINTED THE AUDIT COMMITTEE OF THE BOARD AS THE RESPONSIBLE BOARD PARTY FOR REVIEWING THE FORM 990 AND 990T EACH YEAR STARTING WITH THE FISCAL YEAR ENDED JUNE 30, 2009. ONCE THE FORM HAS BEEN COMPLETED IT IS REVIEWED INTERNALLY BY THE PRESIDENT, THE CHIEF FINANCIAL OFFICER, THE CONTROLLER, GENERAL COUNSEL AND OTHER MEMBERS OF THE SENIOR STAFF, ALONG WITH THE AUDIT COMMITTEE. ONCE THOSE REVIEWS ARE COMPLETED AND THE DOCUMENT HAS BEEN APPROVED, IT IS SENT TO ALL VOTING MEMBERS OF THE BOARD OF TRUSTEES BEFORE IT IS FILED WITH THE INTERNAL REVENUE SERVICE.

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION B, LINE 12C	<p>EACH YEAR, ALL BROOKINGS PERSONNEL AND CERTAIN AFFILIATES ARE REQUIRED TO COMPLETE A DISCLOSURE AND ACKNOWLEDGMENT FORM RELATED TO THE INSTITUTION'S CONFLICT OF INTEREST POLICY SPECIFICALLY, ALL EMPLOYEES ARE REQUIRED TO ACKNOWLEDGE THAT THEY HAVE READ, UNDERSTOOD AND ARE COMMITTED TO ABIDING BY THE INSTITUTION'S CONFLICT OF INTEREST POLICY AS WELL AS CERTAIN OTHER INSTITUTIONAL POLICIES HOWEVER, SCHOLARS, OFFICERS AND FINANCIAL AND ADMINISTRATIVE PERSONNEL ARE ADDITIONALLY REQUIRED TO DISCLOSE ANY POTENTIAL CONFLICTS OF INTEREST ALL FORMS ARE SUBMITTED TO THE OFFICE OF THE GENERAL COUNSEL, WHICH REVIEWS THEM AND HAS DISCRETION TO MAKE RECOMMENDATIONS OR RAISE CONCERNS WITH AFFECTED INDIVIDUALS AS APPROPRIATE THE TRUSTEE CONFLICT OF INTEREST POLICY IS ENFORCED SIMILARLY EACH YEAR THE BOARD COORDINATOR DISTRIBUTES THE TRUSTEE CONFLICT OF INTEREST POLICY AND ANNUAL ACKNOWLEDGMENT FORM TO THE INSTITUTION'S TRUSTEES THE BOARD COORDINATOR THEN ENSURES THAT EACH TRUSTEE RETURNS HIS OR HER ACKNOWLEDGMENT AND REVIEWS THE FORMS FOR ANY RELEVANT CONFLICTS OF INTEREST THE BOARD'S COMMITTEE ON PUBLIC RESPONSIBILITY AND ETHICS IS RESPONSIBLE FOR THE CONTENT OF THE FORM IN ADDITION, ON MARCH 5, 2012 THE BOARD ADOPTED A TRUSTEE CODE OF CONDUCT MINOR ISSUES INVOLVING POTENTIAL OR APPARENT CONFLICTS OF INTEREST AND QUESTIONS ABOUT THE SAME ARE RESOLVED BY THE GENERAL COUNSEL IN CONSULTATION WITH OTHER MEMBERS OF SENIOR MANAGEMENT AS APPROPRIATE MAJOR CONFLICT OF INTEREST ISSUES AND CONFLICT OF INTEREST ISSUES INVOLVING TRUSTEES ARE REFERRED TO THE COMMITTEE ON PUBLIC RESPONSIBILITY AND ETHICS AND, DEPENDING ON THE CIRCUMSTANCES, THE AUDIT COMMITTEE THE GENERAL COUNSEL REGULARLY CONFERS WITH THE CHAIR OF THE COMMITTEE ON PUBLIC RESPONSIBILITY AND ETHICS REGARDING THE INSTITUTION'S CONFLICT OF INTEREST POLICY AND ANY CONFLICT OF INTEREST ISSUES</p>

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION B, LINE 15	THE INSTITUTION'S BYLAWS AS AMENDED ON MAY 5, 2010, PROVIDE FOR A COMPENSATION COMMITTEE CONSISTING OF THE CHAIR OF THE BOARD OF TRUSTEES AND FOUR (4) "AT-LARGE" ELECTED TRUSTEES APPOINTED BY THE CHAIR OF THE BOARD AND DETERMINED BY THE CHAIR TO BE FREE OF ANY CONTRACTUAL OR OTHER RELATIONSHIPS THAT WOULD PUT INTO QUESTION THE EXERCISE OF HIS OR HER INDEPENDENT JUDGMENT. THE COMPENSATION COMMITTEE HAS THE AUTHORITY TO SET THE SALARY OF THE PRESIDENT AND SUCH OTHER OFFICERS, DIRECTORS, MANAGERS OR EMPLOYEES AS THE EXECUTIVE COMMITTEE OR AUDIT COMMITTEE RECOMMENDS BE SET BY THE COMPENSATION COMMITTEE. IN SETTING SUCH SALARIES, THE COMPENSATION COMMITTEE ASKS THE DIRECTOR OF HR TO GATHER RELEVANT SALARY COMPARABILITY DATA AND RECORD COMMITTEE MINUTES WHICH CLEARLY DOCUMENT THE COMMITTEE'S DECISIONS AND THE RATIONALE UNDERLYING SUCH DECISIONS.

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION C, LINE 19	BROOKINGS MAKES ITS GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY AND FORM 990 AVAILABLE UPON REQUEST INQUIRIES COME TO THE ORGANIZATION'S ATTENTION VIA E-MAIL, PHONE AND MAIL WHENEVER POSSIBLE, BROOKINGS REPLIES BY PROVIDING AN ELECTRONIC COPY OR BY DIRECTING REQUESTORS TO GUIDESTAR.ORG

Identifier	Return Reference	Explanation
CHANGES IN NET ASSETS OR FUND BALANCES	FORM 990, PART XI, LINE 5	NET UNREALIZED LOSSES ON INVESTMENTS -10,263,058 GAIN/(LOSS) ON FOREIGN CURRENCY EXCHANGE 18,244 EFFECT OF ADOPTION PROVISIONS SFAS NO 158 288,000 TOTAL TO FORM 990, PART XI, LINE 5 -9,956,814

Additional Data

Software ID:  
Software Version:  
EIN: 53-0196577  
Name: THE BROOKINGS INSTITUTION

Form 990, Special Condition Description:

Special Condition Description
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Form 990, Part III - 4 Program Service Accomplishments (See the Instructions)

4d. Other program services
(Code ) (Expenses \$ 9,317,143 including grants of \$ ) (Revenue \$ ) GLOBAL ECONOMY AND DEVELOPMENT THE GLOBAL ECONOMY AND DEVELOPMENT PROGRAM EXAMINES THE OPPORTUNITIES AND CHALLENGES PRESENTED BY GLOBALIZATION, WHICH HAS BECOME A CENTRAL CONCERN FOR INTERNATIONAL POLICYMAKERS, BUSINESS LEADERS, THE MEDIA AND CIVIL SOCIETY GLOBAL ECONOMY AND DEVELOPMENT EXPERTS ADDRESS THE ISSUES SURROUNDING GLOBALIZATION WITHIN THREE KEY AREAS THE DRIVERS SHAPING THE GLOBAL ECONOMY, THE ROAD OUT OF POVERTY AND GLOBAL PUBLIC GOODS IN THE PAST YEAR, THE RESEARCH AGENDA FOR THE PROGRAM WAS CENTERED ON THE STATE OF THE GLOBAL ECONOMIC RECOVERY, REFORM OF INTERNATIONAL FINANCIAL INSTITUTIONS, MAKING DEVELOPMENT ASSISTANCE MORE EFFECTIVE AND TACKLING THE ISSUE OF GLOBAL CLIMATE CHANGE IN ADDITION TO PUBLISHING NUMEROUS WORKS OF SCHOLARSHIP IN FY 2012, GLOBAL ECONOMY AND DEVELOPMENT HELD NUMEROUS EVENTS OPEN TO THE GENERAL PUBLIC
(Code ) (Expenses \$ 5,580,049 including grants of \$ ) (Revenue \$ ) GOVERNANCE STUDIES THE GOVERNANCE STUDIES PROGRAM AT BROOKINGS IS ONE OF THE WORLDS MOST RECOGNIZED AND RESPECTED RESEARCH PROGRAMS, FOCUSED ON GOVERNANCE CHALLENGES IN THE U S AND AROUND THE WORLD, MAJOR POLICY ISSUES, AND POLITICAL INSTITUTIONS IN ADDITION, OUR SCHOLARSHIP EVALUATES TRENDS IN PUBLIC OPINION AND POLITICAL PROCESS, AND OFFERS IDEAS ON INSTITUTIONAL REFORM TO ENSURE BETTER GOVERNANCE VIEWED AS A PREMIER, INDEPENDENT VOICE IN THE DOMESTIC POLICYMAKING SPHERE, GOVERNANCE STUDIES IS HOME TO TWO RESEARCH CENTERS THE BROWN CENTER ON EDUCATION POLICY AND THE CENTER FOR TECHNOLOGY INNOVATION GOVERNANCE STUDIES EXPERTS EXAMINED THE POLITICS BEHIND FEDERAL TECHNOLOGY POLICY AND AMERICA'S ECONOMIC RECOVERY, AND COMMENTED ON OTHER TIMELY TOPICS, SUCH AS THE U S BUDGET CRISIS, U S JOB POLICIES, GUANTANAMO BAY DETENTION CENTER, JUDICIAL SELECTION REFORM, THE U S EDUCATIONAL SYSTEM, AND PARTISAN GRIDLOCK IN ADDITION TO PUBLISHING NUMEROUS WORKS OF SCHOLARSHIP IN FY 2012, GOVERNANCE STUDIES HELD 54 EVENTS OPEN TO THE GENERAL PUBLIC

Form 990, Part III - 4 Program Service Accomplishments (See the Instructions)

4d. Other program services			
(Code )	(Expenses \$ 2,297,388	including grants of \$ )	(Revenue \$ 1,940,478 )
BROOKINGS PRESS THE BROOKINGS PRESS PUBLISHES PUBLIC POLICY RESEARCH BOOKS FROM BROOKINGS' OWN SCHOLARS AS WELL AS OUTSIDE AUTHORS THE PUBLICATIONS PROVIDE EXTENSIVE BACKGROUND AND INSIGHT ON IMPORTANT PUBLIC POLICY ISSUES IN BUSINESS, ECONOMICS, GOVERNMENT AND INTERNATIONAL AFFAIRS			
(Code )	(Expenses \$ 2,485,342	including grants of \$ )	(Revenue \$ )
COMMUNICATIONS AND WEB THE COMMUNICATIONS OFFICE DISSEMINATES INFORMATION ABOUT BROOKINGS, ITS SCHOLARS AND THE ARRAY OF RESOURCES THAT BROOKINGS OFFERS THE OFFICE PUBLISHES AN ANNUAL GUIDE TO BROOKINGS EXPERTS FOR POLICYMAKERS AND THE MEDIA FOR JOURNALISTS, ACADEMICS, GOVERNMENT OFFICIALS AND OTHER PERSONS INTERESTED IN CONTACTING BROOKINGS SCHOLARS AND THE BROOKINGS ANNUAL REPORT COMMUNICATIONS OVERSEES THE COMMENTARY AND ANALYSIS THAT APPEAR ON THE BROOKINGS' WEBSITE LOCATED AT WWW.BROOKINGS.EDU, A KEY COMPONENT OF OUTREACH AND EDUCATION			

Form 990, Part III - 4 Program Service Accomplishments (See the Instructions)

4d. Other program services			
(Code )	(Expenses \$ 1,849,779	including grants of \$	) (Revenue \$ )
OTHER RESEARCH INCLUDES RESEARCH INITIATIVES OF THE EXECUTIVE OFFICE, FRIDAY POLICY ROUNDTABLES, AND CROSS-PROGRAM RESEARCH CROSS-PROGRAM RESEARCH EFFORTS INCLUDE PUBLICATIONS AND OUTREACH EVENTS ON THE ALL BROOKINGS PRIORITIES, FOUR AREAS OF RESEARCH THAT ENCOMPASS WORK FROM ALL PROGRAMS IN THE INSTITUTION ON TIMELY AND CROSS-CUTTING ISSUES SUCH AS CLIMATE CHANGE, GROWTH THROUGH INNOVATION, AND OPPORTUNITY AND WELL-BEING			
(Code )	(Expenses \$ 1,085,238	including grants of \$	) (Revenue \$ )
BROOKINGS EXECUTIVE EDUCATION EXECUTIVE EDUCATION EDUCATES FEDERAL, STATE AND LOCAL GOVERNMENT OFFICIALS, AND CORPORATE EXECUTIVES THROUGH ITS PUBLIC LEADERSHIP CURRICULUM EXECUTIVE EDUCATION ALSO ADVANCES BROOKINGS RESEARCH THROUGH PROGRAMS DESIGNED TO EXPLORE CRITICAL POLICY ISSUES IN THE UNITED STATES AND THROUGHOUT THE WORLD			



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

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
JOHN L THORNTON CHAIR OF THE BOARD	4 00	X		X				0	0	0
GLENN HUTCHINS VC OF THE BOARD/2ND CENTURY CAMPAIGN CH	3 50	X		X				0	0	0
SUZANNE NORA JOHNSON VICE CHAIR OF THE BOARD	3 00	X		X				0	0	0
DAVID M RUBENSTEIN VICE CHAIR OF THE BOARD	2 00	X		X				0	0	0
LIAQUAT AHAMED CHAIR OF THE INVESTMENT COMMITTEE	3 00	X						0	0	0
STEVEN A DENNING CHAIR OF THE BUDGET & FINANCE COMMITTEE	3 00	X						0	0	0
CHERYL COHEN EFFRON CHAIR OF THE DEVELOPMENT COMMITTEE	3 00	X						0	0	0
BART FRIEDMAN CHAIR OF THE COMMITTEE ON PUBLIC RESPONSIBILITY AN	2 00	X						0	0	0
ANN M FUDGE CHAIR OF THE NOMINATIONS & GOVERNANCE COMMITTEE	2 00	X						0	0	0
EDGAR RIOS CHAIR OF THE AUDIT COMMITTEE	2 00	X						0	0	0
ROBERT J ABERNETHY TRUSTEE	2 00	X						0	0	0
DOMINIC BARTON TRUSTEE	2 00	X						0	0	0
ROBERT M BASS TRUSTEE	2 00	X						0	0	0
RICHARD C BLUM TRUSTEE	2 00	X						0	0	0
CRANDALL BOWLES TRUSTEE	2 00	X						0	0	0
PAUL L CEJAS TRUSTEE	2 00	X						0	0	0
ABBY JOSEPH COHEN TRUSTEE	2 00	X						0	0	0
HOWARD E COX TRUSTEE	2 00	X						0	0	0
ALAN M DACHS TRUSTEE	2 00	X						0	0	0
PAUL DESMARAIS JR TRUSTEE	2 00	X						0	0	0
ALFRED B ENGELBERG TRUSTEE	2 00	X						0	0	0
ELLEN FUTTER TRUSTEE	2 00	X						0	0	0
JEFFREY W GREENBERG TRUSTEE	2 00	X						0	0	0
BRIAN L GREENSPUN TRUSTEE	2 00	X						0	0	0
SHIRLEY ANN JACKSON TRUSTEE	2 00	X						0	0	0

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

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
BENJAMIN R JACOBS TRUSTEE	2 00	X						0	0	0
KENNETH M JACOBS TRUSTEE	2 00	X						0	0	0
RICHARD A KIMBALL JR TRUSTEE	2 00	X						0	0	0
NEMIR KIRDAR TRUSTEE	2 00	X						0	0	0
KLAUS KLEINFELD TRUSTEE	2 00	X						0	0	0
PHILIP H KNIGHT TRUSTEE	2 00	X						0	0	0
RAJAN BHARTI MITTAL TRUSTEE	2 00	X						0	0	0
NIGEL MORRIS TRUSTEE	2 00	X						0	0	0
JAMES MURREN TRUSTEE	2 00	X						0	0	0
THOMAS C RAMEY TRUSTEE	2 00	X						0	0	0
JAMES S RUBIN TRUSTEE	2 00	X						0	0	0
HAIM SABAN TRUSTEE	2 00	X						0	0	0
VICTORIA P SANT TRUSTEE	2 00	X						0	0	0
LEONARD D SCHAEFFER TRUSTEE	2 00	X						0	0	0
LYNN THOMAN TRUSTEE	2 00	X						0	0	0
LARRY D THOMPSON TRUSTEE	2 00	X						0	0	0
MICHAEL L TIPSORD TRUSTEE	2 00	X						0	0	0
ANDREW H TISCH TRUSTEE	2 00	X						0	0	0
ANTOINE W VAN AGTMAEL TRUSTEE	2 00	X						0	0	0
JOHN W WILHELM TRUSTEE	2 00	X						0	0	0
TRACY R WOLSTENCROFT TRUSTEE	2 00	X						0	0	0
DANIEL YERGIN TRUSTEE	2 00	X						0	0	0
DANIEL B ZWIRN TRUSTEE	2 00	X						0	0	0
STROBE TALBOTT PRESIDENT	40 00			X				438,940	0	41,085
STEWART URETSKY VP, CFO, & TREASURER	40 00			X				323,171	0	3,115

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

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)							(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former				
STEVE BENNETT CHIEF OPERATIONS OFFICER	40 00			X					268,067	0	29,400
WILLIAM ANTHOLIS SECRETARY	40 00			X					265,695	0	51,199
ALEXIS BATAILLON INTERIM SECRETARY FROM 11/2011	40 00			X					184,217	0	8,953
CATHERINE PIEZ CHIEF INVESTMENT OFFICER	40 00			X					263,105	0	40,380
DAVID PORTER ASSISTANT TREASURER	40 00			X					121,115	0	14,898
ELIZABETH PRICE ASSISTANT SECRETARY	40 00			X					41,702	0	11,828
AMANDA MAYS ASSISTANT SECRETARY FROM 11/2011	40 00			X					40,037	0	5,508
EVE DUBROW ACTING CFO	40 00			X					242,298	0	38,495
MARTIN INDYK VP & DIRECTOR OF FOREIGN P	40 00				X				315,172	0	37,980
BRUCE KATZ VP & CO-DIR OF METROPOLITA	40 00				X				304,067	0	55,964
KAREN DYNAN VP & CO-DIRECTOR OF ECONOM	40 00				X				287,080	0	9,625
KEMAL DERVIS VP & DIR OF GLOBAL ECONOMY	40 00				X				283,266	0	23,986
TED GAYER SENIOR FELLOW & CO-DIRECTO	40 00				X				269,667	0	32,503
WILLIAM G GALE SR FELLOW & DIR, ES TAX POLICY	40 00					X			352,068	0	50,224
MARK B MCCLELLAN DIRECTOR ECHCR & SENIOR FELLOW	40 00					X			279,049	0	46,786
DARRELL M WEST VP & DIR OF GOVERNANCE STUDIES	40 00					X			263,560	0	44,993
LAWRENCE S KOCOT DPT DIR/SR COUNSEL, ECHCR	40 00					X			251,538	0	24,185
GROVER WHITEHURST SENIOR FELLOW & BROWN CENTER DIRECTOR	40 00					X			244,633	0	28,530