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Form 990

## Return of Organization Exempt From Income Tax

2012

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

Open to Public Inspection

## A For the 2012 calendar year, or tax year beginning 01-01-2012, 2012, and ending 12-31-2012

B Check if applicable	C Name of organization THE POPULATION COUNCIL INC		D Employer identification number 13-1687001
<input type="checkbox"/> Address change	Doing Business As		
<input type="checkbox"/> Name change			
<input type="checkbox"/> Initial return	Number and street (or P O box if mail is not delivered to street address)	Room/suite	E Telephone number (212) 339-0500
<input type="checkbox"/> Terminated	ONE DAG HAMMARSKJOLD PLAZA Suite 9th FL		
<input type="checkbox"/> Amended return	City or town, state or country, and ZIP + 4		
<input type="checkbox"/> Application pending	NEW YORK, NY 10017		G Gross receipts \$ 119,097,534
F Name and address of principal officer PETER DONALDSON ONE DAG HAMMARSKJOLD PLAZA th FL NEW YORK, NY 10017		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

I Tax-exempt status  501(c)(3)  501(c) ( ) (insert no)  4947(a)(1) or  527

J Website: ► www.popcouncil.org

K Form of organization  Corporation  Trust  Association  Other ► L Year of formation 1952 M State of legal domicile NY

## Part I Summary

1 Briefly describe the organization's mission or most significant activities SEE SCHEDULE O		
2 Check this box ► if the organization discontinued its operations or disposed of more than 25% of its net assets		
3 Number of voting members of the governing body (Part VI, line 1a)	3	18
4 Number of independent voting members of the governing body (Part VI, line 1b)	4	16
5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	300
6 Total number of volunteers (estimate if necessary)	6	50
7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
b Net unrelated business taxable income from Form 990-T, line 34	7b	

8 Contributions and grants (Part VIII, line 1h)	Prior Year 59,340,421	Current Year 55,236,787
9 Program service revenue (Part VIII, line 2g)	0	0
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	3,420,361	4,218,363
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	8,128,762	6,615,950
12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	70,889,544	66,071,100

13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	Prior Year 11,206,273	Current Year 5,349,311
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)	41,911,115	42,986,677
16a Professional fundraising fees (Part IX, column (A), line 11e)	0	0
b Total fundraising expenses (Part IX, column (D), line 25) ► 544,165		
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	31,963,451	30,033,620
18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	85,080,839	78,369,608
19 Revenue less expenses Subtract line 18 from line 12	-14,191,295	-12,298,508

20 Total assets (Part X, line 16)	Beginning of Current Year 135,947,611	End of Year 130,952,524
21 Total liabilities (Part X, line 26)	32,055,273	31,803,832
22 Net assets or fund balances Subtract line 21 from line 20	103,892,338	99,148,692

## 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 JAMES E SAILER VP CORPORATE AFFAIRS Type or print name and title	2013-08-09 Date
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Paid Preparer Use Only	Print/Type preparer's name KPMG LLP	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ► KPMG LLP			Firm's EIN ►	
	Firm's address ► 345 Park Avenue New York, NY 101540102			Phone no (212) 758-9700	

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

**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

TO IMPROVE THE WELL-BEING AND REPRODUCTIVE HEALTH OF CURRENT AND FUTURE GENERATIONS AROUND THE WORLD AND TO HELP ACHIEVE A HUMANE, EQUITABLE AND SUSTAINABLE BALANCE BETWEEN PEOPLE AND RESOURCES

**2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?  Yes  No

If "Yes," describe these new services on Schedule O

**3** Did the organization cease conducting, or make significant changes in how it conducts, any program services?  Yes  No

If "Yes," describe these changes on Schedule O

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

<b>4a</b>	(Code ) (Expenses \$ 27,297,110 including grants of \$ 971,559 ) (Revenue \$ )
REPRODUCTIVE HEALTH (RH) SEE SCHEDULE O	
<b>4b</b>	(Code ) (Expenses \$ 23,677,392 including grants of \$ 2,866,166 ) (Revenue \$ )
HIV AND AIDS (HIV) SEE SCHEDULE O	
<b>4c</b>	(Code ) (Expenses \$ 11,900,854 including grants of \$ 1,511,586 ) (Revenue \$ )
POVERTY, GENDER & YOUTH (PGY) SEE SCHEDULE O	
(Code ) (Expenses \$ 1,584,528 including grants of \$ ) (Revenue \$ )	
PUBLICATIONS - SEE SCH O	
(Code ) (Expenses \$ 374,867 including grants of \$ ) (Revenue \$ )	
DISTINGUISHED COLLEAGUES - SEE SCH O	
(Code ) (Expenses \$ including grants of \$ ) (Revenue \$ 66,421 )	
OTHER PROGRAM SERVICES - SEE SCH O	
<b>4d</b> Other program services (Describe in Schedule O )	
(Expenses \$ 1,959,395 including grants of \$ ) (Revenue \$ 66,421 )	
<b>4e</b> Total program service expenses ►	64,834,751

**Part IV Checklist of Required Schedules**

1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A

2 Is the organization required to complete Schedule B, *Schedule of Contributors* (see instructions)?

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

4 **Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II

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

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

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

8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III

9 Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV

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

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

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

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

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

e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X

f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part XI

12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII

b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional

13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E

14a Did the organization maintain an office, employees, or agents outside of the United States?

b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV

15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts II and IV

16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV

17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions)

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

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

20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H

b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?

	Yes	No
1	Yes	
2	Yes	
3		No
4	Yes	
5		No
6		No
7		No
8		No
9		No
10	Yes	
11a	Yes	
11b	Yes	
11c		No
11d		No
11e	Yes	
11f		No
12a	Yes	
12b		No
13		No
14a	Yes	
14b	Yes	
15	Yes	
16	Yes	
17		No
18		No
19		No
20a		No
20b		

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

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

**Part V Statements Regarding Other IRS Filings and Tax Compliance**

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

		Yes	No
<b>1a</b> Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable	<b>1a</b>	143	
<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, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	<b>2a</b>	300	
<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>	No	
<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>		
<b>4a</b> At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	<b>4a</b>	Yes	
<b>b</b> If "Yes," enter the name of the foreign country 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 as charitable contributions?	<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 Organizations that may receive deductible contributions under section 170(c).</b>	<b>7a</b>	No	
<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>7b</b>		
<b>b</b> If "Yes," did the organization notify the donor of the value of the goods or services provided?	<b>7c</b>	No	
<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>7d</b>		
<b>d</b> If "Yes," indicate the number of Forms 8282 filed during the year	<b>7e</b>	No	
<b>e</b> Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<b>7f</b>	No	
<b>f</b> Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<b>7g</b>		
<b>g</b> If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	<b>7h</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>8</b>		
<b>8 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>9a</b>		
<b>9 Sponsoring organizations maintaining donor advised funds.</b>	<b>9b</b>		
<b>a</b> Did the organization make any taxable distributions under section 4966?			
<b>b</b> Did the organization make a distribution to a donor, donor advisor, or related person?			
<b>10 Section 501(c)(7) organizations.</b> Enter	<b>10a</b>		
<b>a</b> Initiation fees and capital contributions included on Part VIII, line 12	<b>10b</b>		
<b>b</b> Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities			
<b>11 Section 501(c)(12) organizations.</b> Enter	<b>11a</b>		
<b>a</b> Gross income from members or shareholders	<b>11b</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>12a 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 Section 501(c)(29) qualified nonprofit health insurance issuers.</b>	<b>13a</b>		
<b>a</b> Is the organization licensed to issue qualified health plans in more than one state? <b>Note.</b> See the instructions for additional information the organization must report on Schedule O	<b>13b</b>		
<b>b</b> Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	<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
<b>1a</b> Enter the number of voting members of the governing body at the end of the tax year	<b>1a</b> 18		
If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O			
<b>b</b> Enter the number of voting members included in line 1a, above, who are independent	<b>1b</b> 16		
<b>2</b> Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	<b>2</b>	No	
<b>3</b> Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	<b>3</b>	No	
<b>4</b> Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	<b>4</b>	No	
<b>5</b> Did the organization become aware during the year of a significant diversion of the organization's assets?	<b>5</b>	No	
<b>6</b> Did the organization have members or stockholders?	<b>6</b>	No	
<b>7a</b> Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	<b>7a</b>	No	
<b>b</b> Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	<b>7b</b>	No	
<b>8</b> Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following	<b>8a</b>	Yes	
<b>a</b> The governing body?	<b>8b</b>	Yes	
<b>b</b> Each committee with authority to act on behalf of the governing body?	<b>9</b>	No	
<b>9</b> Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O			

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

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

### Section C. Disclosure

- 17 List the States with which a copy of this Form 990 is required to be filed  DC, NY
- 18 Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c) (3)s only) available for public inspection. Indicate how you made these available. Check all that apply  
 Own website  Another's website  Upon request  Other (explain in Schedule O)
- 19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization  
 JAMES SAILER ONE DAG HAMMARSKJOLD PL NEW YORK, NY (212) 339-0697

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

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

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

**1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

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

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

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)				(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations	
See Additional Data Table		Former	Highest compensated employee	Key employee	Officer	Institutional Trustee	Or director	Individual trustee	

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

**2** Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **►78**

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

## **Section B. Independent Contractors**

**1** Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
Lerner David Littenberg Krumholz Me , 600 South Avenue West WESTFIELD NJ 07090	Legal Services	549,701
KPMG LLP , 345 Park Avenue NEW YORK NY 10154	Audit & Tax Services	264,350
Gobee Group LLC , 227 Bellevue Way NE BELLEVUE WA 98004	Program Activities	170,202
Grant Thornton , 666 Third Avenue NEW YORK NY 10017	Internal Audit Svcs	154,469

**2** Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **►4**

**Part VIII Statement of Revenue**

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

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
<b>Contributions, Gifts, Grants and Other Similar Amounts</b>	<b>1a</b> Federated campaigns . . . . .	<b>1a</b> 17,416			
	<b>b</b> Membership dues . . . . .	<b>1b</b>			
	<b>c</b> Fundraising events . . . . .	<b>1c</b>			
	<b>d</b> Related organizations . . . . .	<b>1d</b>			
	<b>e</b> Government grants (contributions)	<b>1e</b> 34,053,196			
	<b>f</b> All other contributions, gifts, grants, and similar amounts not included above	<b>1f</b> 21,166,175			
	<b>g</b> Noncash contributions included in lines 1a-1f \$		22,033		
	<b>h</b> <b>Total.</b> Add lines 1a-1f . . . . .			55,236,787	
<b>Program Service Revenue</b>	<b>2a</b>	Business Code			
	<b>b</b>				
	<b>c</b>				
	<b>d</b>				
	<b>e</b>				
	<b>f</b> All other program service revenue				
	<b>g</b> <b>Total.</b> Add lines 2a-2f . . . . .			0	
	<b>3</b> Investment income (including dividends, interest, and other similar amounts) . . . . .		2,804,602		
<b>4</b> Income from investment of tax-exempt bond proceeds . . . . .		0			
<b>5</b> Royalties . . . . .		6,549,529			6,549,529
<b>6a</b> Gross rents	(i) Real	(ii) Personal			
<b>b</b> Less rental expenses					
<b>c</b> Rental income or (loss)	0	0			
<b>d</b> Net rental income or (loss) . . . . .			0		
<b>7a</b> Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other			
<b>b</b> Less cost or other basis and sales expenses	54,398,806	41,388			
<b>c</b> Gain or (loss)	52,987,041	39,393			
<b>d</b> Net gain or (loss) . . . . .	1,411,765	1,995			
<b>8a</b> Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18 . . . . .			1,413,761		1,413,761
<b>b</b> Less direct expenses . . . . .	<b>b</b>				
<b>c</b> Net income or (loss) from fundraising events . . . . .			0		
<b>9a</b> Gross income from gaming activities See Part IV, line 19 . . . . .	<b>a</b>				
<b>b</b> Less direct expenses . . . . .	<b>b</b>				
<b>c</b> Net income or (loss) from gaming activities . . . . .			0		
<b>10a</b> Gross sales of inventory, less returns and allowances . . . . .	<b>a</b>				
<b>b</b> Less cost of goods sold . . . . .	<b>b</b>				
<b>c</b> Net income or (loss) from sales of inventory . . . . .			0		
<b>Miscellaneous Revenue</b>		Business Code			
<b>11a</b> PUBLICATIONS REVENUE		511190	35,291	35,291	
<b>b</b> MISCELLANEOUS REVENUE		900099	31,130	31,130	
<b>c</b>					
<b>d</b> All other revenue . . . . .					
<b>e</b> <b>Total.</b> Add lines 11a-11d . . . . .			66,421		
<b>12</b> <b>Total revenue.</b> See Instructions . . . . .			66,071,100	66,421	10,767,892

**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns All other organizations must complete column (A)

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

<b>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</b>	<b>(A) Total expenses</b>	<b>(B) Program service expenses</b>	<b>(C) Management and general expenses</b>	<b>(D) Fundraising expenses</b>
1 Grants and other assistance to governments and organizations in the United States See Part IV, line 21	2,198,278	2,198,278		
2 Grants and other assistance to individuals in the United States See Part IV, line 22	651,396	651,396		
3 Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16	2,499,637	2,499,637		
4 Benefits paid to or for members	0			
5 Compensation of current officers, directors, trustees, and key employees . . . . .	2,645,870	1,744,119	853,482	48,269
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) . . . . .	0			
7 Other salaries and wages	29,845,942	24,084,177	5,556,401	205,364
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions) . . . . .	3,228,027	2,483,443	715,571	29,013
9 Other employee benefits . . . . .	5,724,095	4,403,762	1,268,886	51,447
10 Payroll taxes . . . . .	1,542,743	1,186,890	341,987	13,866
11 Fees for services (non-employees)				
a Management . . . . .	0			
b Legal . . . . .	707,460	636,172	71,288	
c Accounting . . . . .	485,818	85,669	400,149	
d Lobbying . . . . .	0			
e Professional fundraising services See Part IV, line 17	0			
f Investment management fees . . . . .	189,113		189,113	
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O) . . . . .	3,085,021	2,528,430	528,511	28,080
12 Advertising and promotion . . . . .	24,180	24,180		
13 Office expenses . . . . .	1,327,738	936,193	378,368	13,177
14 Information technology . . . . .	853,380	428,214	400,475	24,691
15 Royalties . . . . .	0			
16 Occupancy . . . . .	6,789,285	5,701,285	1,054,988	33,012
17 Travel . . . . .	4,003,327	3,611,352	373,101	18,874
18 Payments of travel or entertainment expenses for any federal, state, or local public officials . . . . .	0			
19 Conferences, conventions, and meetings . . . . .	2,403,674	2,255,375	141,664	6,635
20 Interest . . . . .	0			
21 Payments to affiliates . . . . .	0			
22 Depreciation, depletion, and amortization . . . . .	1,046,428	800,009	246,419	
23 Insurance . . . . .	447,023	292,296	154,727	
24 Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24e If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O )				
a BIOMEDICAL RESEARCH FEES	2,997,955	2,997,955		
b LAB SUPPLIES, EQUIP & MAINT	2,468,561	2,468,561		
c INTERNATIONAL PROGRAM SUPPORT	2,274,219	2,274,219		
d PRINTING & PUBLICATIONS	678,840	446,152	165,381	67,307
e All other expenses	251,598	96,987	150,181	4,430
<b>25 Total functional expenses.</b> Add lines 1 through 24e	78,369,608	64,834,751	12,990,692	544,165
<b>26 Joint costs.</b> Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation Check here ► if following SOP 98-2 (ASC 958-720)				

**Part X Balance Sheet**Check if Schedule O contains a response to any question in this Part X 

		<b>(A)</b> Beginning of year	<b>(B)</b> End of year		
<b>Assets</b>					
1	Cash—non-interest-bearing	10,409,371	<b>1</b>	6,234,037	
2	Savings and temporary cash investments	260,824	<b>2</b>	126,905	
3	Pledges and grants receivable, net	16,109,583	<b>3</b>	14,181,107	
4	Accounts receivable, net	3,158,237	<b>4</b>	2,454,305	
5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L				
		0	<b>5</b>	0	
6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L				
		0	<b>6</b>	0	
7	Notes and loans receivable, net	0	<b>7</b>	0	
8	Inventories for sale or use	0	<b>8</b>	0	
9	Prepaid expenses and deferred charges	7,406,686	<b>9</b>	7,386,589	
10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	<b>10a</b>	21,741,039		
b	Less accumulated depreciation	<b>10b</b>	15,625,893	6,546,028	
				<b>10c</b>	6,115,146
11	Investments—publicly traded securities	54,684,613	<b>11</b>	55,888,689	
12	Investments—other securities See Part IV, line 11	37,372,269	<b>12</b>	38,565,746	
13	Investments—program-related See Part IV, line 11	0	<b>13</b>	0	
14	Intangible assets	0	<b>14</b>	0	
15	Other assets See Part IV, line 11	0	<b>15</b>	0	
16	<b>Total assets.</b> Add lines 1 through 15 (must equal line 34)	135,947,611	<b>16</b>	130,952,524	
<b>Liabilities</b>					
17	Accounts payable and accrued expenses	4,895,120	<b>17</b>	6,200,620	
18	Grants payable	5,915,559	<b>18</b>	3,598,018	
19	Deferred revenue	8,708,840	<b>19</b>	9,842,653	
20	Tax-exempt bond liabilities	0	<b>20</b>	0	
21	Escrow or custodial account liability Complete Part IV of Schedule D	0	<b>21</b>	0	
22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L	0	<b>22</b>	0	
23	Secured mortgages and notes payable to unrelated third parties	1,506,000	<b>23</b>	1,506,000	
24	Unsecured notes and loans payable to unrelated third parties	0	<b>24</b>	0	
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	11,029,754	<b>25</b>	10,656,541	
26	<b>Total liabilities.</b> Add lines 17 through 25	32,055,273	<b>26</b>	31,803,832	
<b>Net Assets or Fund Balances</b>					
	<b>Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.</b>				
27	Unrestricted net assets	75,164,238	<b>27</b>	78,162,753	
28	Temporarily restricted net assets	23,242,324	<b>28</b>	15,500,163	
29	Permanently restricted net assets	5,485,776	<b>29</b>	5,485,776	
	<b>Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.</b>				
30	Capital stock or trust principal, or current funds		<b>30</b>		
31	Paid-in or capital surplus, or land, building or equipment fund		<b>31</b>		
32	Retained earnings, endowment, accumulated income, or other funds		<b>32</b>		
33	Total net assets or fund balances	103,892,338	<b>33</b>	99,148,692	
34	<b>Total liabilities and net assets/fund balances</b>	135,947,611	<b>34</b>	130,952,524	

**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	66,071,100
2	Total expenses (must equal Part IX, column (A), line 25)	2	78,369,608
3	Revenue less expenses Subtract line 2 from line 1	3	-12,298,508
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	103,892,338
5	Net unrealized gains (losses) on investments	5	6,752,573
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	802,289
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	99,148,692

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

**SCHEDULE A**  
(Form 990 or 990EZ)**Public Charity Status and Public Support****2012****Open to Public  
Inspection**

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.

**Name of the organization**  
THE POPULATION COUNCIL INC**Employer identification number**

13-1687001

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

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

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

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

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

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

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

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

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

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

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

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

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

e  a  Type I  b  Type II  c  Type III - Functionally integrated  d  Type III - Non-functionally integrated

f  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)

g  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

h  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 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?

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

	<b>Yes</b>	<b>No</b>
11g(i)		
11g(ii)		
11g(iii)		

<b>(i) Name of supported organization</b>	<b>(ii) EIN</b>	<b>(iii) Type of organization (described on lines 1- 9 above or IRC section (see instructions))</b>	<b>(iv) Is the organization in col (i) listed in your governing document?</b>	<b>(v) Did you notify the organization in col (i) of your support?</b>	<b>(vi) Is the organization in col (i) organized in the U S ?</b>	<b>(vii) Amount of monetary support</b>
<b>Total</b>						

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

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")	76,523,223	76,788,655	42,845,550	59,340,421	55,236,787	310,734,636
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0
4 <b>Total.</b> Add lines 1 through 3	76,523,223	76,788,655	42,845,550	59,340,421	55,236,787	310,734,636
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)						9,375,379
6 <b>Public support.</b> Subtract line 5 from line 4						301,359,257

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4	76,523,223	76,788,655	42,845,550	59,340,421	55,236,787	310,734,636
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	9,031,798	7,626,347	12,428,790	9,738,617	9,354,131	48,179,683
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)	31,843	61,446	45,353	91,014	66,421	296,077
11 <b>Total support</b> (Add lines 7 through 10)						359,210,396
12 Gross receipts from related activities, etc (see instructions)					12	
13 <b>First five years.</b> 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**

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f))	14	83 895 %
15 Public support percentage for 2011 Schedule A, Part II, line 14	15	84 960 %
16a <b>33 1/3% support test—2012.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here</b> . The organization qualifies as a publicly supported organization		►✓
b <b>33 1/3% support test—2011.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and <b>stop here</b> . The organization qualifies as a publicly supported organization		►□
17a <b>10%-facts-and-circumstances test—2012.</b> 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 <b>stop here</b> . Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		►□
b <b>10%-facts-and-circumstances test—2011.</b> 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 <b>stop here</b> . Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		►□
18 <b>Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		►□

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

(Complete only if you checked the box on line 9 of Part I 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) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(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						
<b>6 Total.</b> Add lines 1 through 5						
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons						
<b>b</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						
<b>c</b> Add lines 7a and 7b						
<b>8 Public support</b> (Subtract line 7c from line 6 )						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6						
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
<b>c</b> Add lines 10a and 10b						
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
<b>12</b> Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV )						
<b>13 Total support.</b> (Add lines 9, 10c, 11, and 12 )						
<b>14 First five years.</b> 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 2012 (line 8, column (f) divided by line 13, column (f))	15	0 %
16 Public support percentage from 2011 Schedule A, Part III, line 15	16	

**Section D. Computation of Investment Income Percentage**

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))	17	
18 Investment income percentage from 2011 Schedule A, Part III, line 17	18	
<b>19a 33 1/3% support tests—2012.</b> 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>b 33 1/3% support tests—2011.</b> 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 ►		
<b>20 Private foundation.</b> If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ►		

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

**Facts And Circumstances Test**

**Explanation**

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2012

Open to Public  
Inspection**SCHEDULE C**  
(Form 990 or 990-EZ)**Political Campaign and Lobbying Activities****For Organizations Exempt From Income Tax Under section 501(c) and section 527**

► Complete if the organization is described below. ► Attach to Form 990 or Form 990-EZ.

► See separate instructions.

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

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

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

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

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

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

Name of the organization  
THE POPULATION COUNCIL INC

Employer identification number

13-1687001

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

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV
- 2 Political expenditures ► \$ \_\_\_\_\_
- 3 Volunteer hours \_\_\_\_\_

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

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 ► \$ \_\_\_\_\_
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 ► \$ \_\_\_\_\_
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year?  Yes  No
- 4a Was a correction made?  Yes  No
- b If "Yes," describe in Part IV

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

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ► \$ \_\_\_\_\_
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ► \$ \_\_\_\_\_
- 3 Total exempt function expenditures Add lines 1 and 2 Enter here and on Form 1120-POL, line 17b ► \$ \_\_\_\_\_
- 4 Did the filing organization file **Form 1120-POL** for this year?  Yes  No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments For each organization listed, enter the amount paid from the filing organization's funds Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC) If additional space is needed, provide information in Part IV

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

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

**A** Check  if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures)

**B** Check  if the filing organization checked box A and "limited control" provisions apply

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

**4-Year Averaging Period Under Section 501(h)**

**(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f on page 4.)**

<b>Lobbying Expenditures During 4-Year Averaging Period</b>					
Calendar year (or fiscal year beginning in)	<b>(a) 2009</b>	<b>(b) 2010</b>	<b>(c) 2011</b>	<b>(d) 2012</b>	<b>(e) Total</b>
<b>2a</b> Lobbying nontaxable amount			1,000,000	1,000,000	2,000,000
<b>b</b> Lobbying ceiling amount (150% of line 2a, column(e))					3,000,000
<b>c</b> Total lobbying expenditures			1,164	0	1,164
<b>d</b> Grassroots nontaxable amount			250,000	250,000	500,000
<b>e</b> Grassroots ceiling amount (150% of line 2d, column (e))					750,000
<b>f</b> Grassroots lobbying expenditures			1,164	0	1,164

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

For each "Yes" response to lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.

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

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

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

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

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

**Part IV Supplemental Information**

Complete this part to provide the descriptions required for Part I-A, line 1, Part I-B, line 4, Part I-C, line 5, Part II-A (affiliated group list), Part II-A, line 2, and Part II-B, line 1. Also, complete this part for any additional information

Identifier	Return Reference	Explanation
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**SCHEDULE D**

(Form 990)

OMB No 1545-0047

**2012****Open to Public  
Inspection****Supplemental Financial Statements**

► Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b  
 ► Attach to Form 990. ► See separate instructions.

Department of the Treasury  
Internal Revenue Service**Name of the organization**  
THE POPULATION COUNCIL INC**Employer identification number**

13-1687001

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

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

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

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

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

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

Preservation of land for public use (e.g., recreation or education)  Preservation of an historically important land area

Protection of natural habitat  Preservation of a certified historic structure

Preservation of open space

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

	Held at the End of the Year
2a	
2b	
2c	
2d	

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

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

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

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

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

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

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

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

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

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ► \$ \_\_\_\_\_

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

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

a Revenues included in Form 990, Part VIII, line 1 ► \$ \_\_\_\_\_

b Assets included in Form 990, Part X ► \$ \_\_\_\_\_

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

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

<b>a</b> <input type="checkbox"/> Public exhibition	<b>d</b> <input type="checkbox"/> Loan or exchange programs
<b>b</b> <input type="checkbox"/> Scholarly research	<b>e</b> <input type="checkbox"/> Other
<b>c</b> <input type="checkbox"/> Preservation for future generations	

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

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

**Part IV Escrow and Custodial Arrangements.** Complete if the organization answered "Yes" 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 XIII and complete the following table

	<b>Amount</b>
<b>1c</b>	
<b>1d</b>	
<b>1e</b>	
<b>1f</b>	

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

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

**Part V Endowment Funds.** Complete if the organization answered "Yes" 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
<b>1a</b> Beginning of year balance . . . . .	83,561,374	89,043,626	68,120,312	56,774,508	81,864,118
<b>b</b> Contributions . . . . .	3,800	3,600	14,672,683	931,837	
<b>c</b> Net investment earnings, gains, and losses . . . . .	10,797,232	-3,190,863	8,685,091	14,747,848	-21,710,143
<b>d</b> Grants or scholarships . . . . .				40,413	24,884
<b>e</b> Other expenditures for facilities and programs . . . . .	6,168,948	2,173,097	2,328,800	4,171,308	3,179,482
<b>f</b> Administrative expenses . . . . .	129,406	121,892	105,660	122,160	175,101
<b>g</b> End of year balance . . . . .	88,064,052	83,561,374	89,043,626	68,120,312	56,774,508

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

**a** Board designated or quasi-endowment ► 84 000 %

**b** Permanent endowment ► 6 300 %

**c** Temporarily restricted endowment ► 9 700 %

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

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

**(i)** unrelated organizations . . . . .

<b>3a(i)</b>	Yes	No
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**(ii)** related organizations . . . . .

<b>3a(ii)</b>	Yes	No
---------------	-----	----

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

<b>3b</b>	Yes	No
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4 Describe in Part XIII 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
<b>1a</b> Land . . . . .					
<b>b</b> Buildings . . . . .					
<b>c</b> Leasehold improvements . . . . .		16,757,381	11,869,660	4,887,721	
<b>d</b> Equipment . . . . .		4,285,347	3,232,097	1,053,250	
<b>e</b> Other . . . . .		698,311	524,136	174,175	
<b>Total.</b> Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).)					6,115,146

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

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) FIXED INCOME	16,926,855	F
(B) LIMITED PARTNERSHIPS	21,638,891	F

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

1	Total revenue, gains, and other support per audited financial statements	1	72,634,560
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	6,752,572
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII )	2d	
e	Add lines 2a through 2d	2e	6,752,572
3	Subtract line 2e from line 1	3	65,881,988
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	189,112
b	Other (Describe in Part XIII )	4b	
c	Add lines 4a and 4b	4c	189,112
5	Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12 )	5	66,071,100

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

1	Total expenses and losses per audited financial statements	1	78,192,548
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 XIII )	2d	12,052
e	Add lines 2a through 2d	2e	12,052
3	Subtract line 2e from line 1	3	78,180,496
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	189,112
b	Other (Describe in Part XIII )	4b	
c	Add lines 4a and 4b	4c	189,112
5	Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18 )	5	78,369,608

**Part XIII Supplemental Information**

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

Identifier	Return Reference	Explanation
SCHEDULE D, PART V, LINE 4	INTENDED USES OF THE ORGANIZATION'S ENDOWMENT FUNDS	THE JOHN D ROCKEFELLER 3RD MEMORIAL FUND MAY BE USED BY THE BOARD OF TRUSTEES AT THEIR DISCRETION TO SUPPORT THE OPERATIONS OF THE POPULATION COUNCIL. THE SURDNA FUND SUPPORTS BIOMEDICAL RESEARCH ACTIVITIES. THE SANDRA FERRY FUND SUPPORTS ACTIVITIES ADDRESSING THE ROLE OF WOMEN IN THE WORLD. THE DEWITT WALLACE FELLOWSHIP ENDOWMENT PROVIDES A PERMANENT, RELIABLE FINANCIAL BASIS FROM WHICH TO SUPPORT ADVANCED RESEARCH AND TRAINING OF SOCIAL AND BIOMEDICAL SCIENTISTS IN THE POPULATION FIELD. THE NEW CAPITAL CAMPAIGN GENERAL FUND MAY BE USED BY THE BOARD OF TRUSTEES, AT ITS DISCRETION, TO SUPPORT THE OPERATIONS OF THE POPULATION COUNCIL. THE CBR ENDOWMENT IS INTENDED TO SUPPORT RENOVATIONS, EXPANSION AND OPERATIONS OF THE CENTER FOR BIOMEDICAL RESEARCH (CBR) LAB FACILITIES. THE DR. CHRISTOPHER TIETZE FELLOWSHIP FUND SUPPORTS FELLOWSHIPS IN REPRODUCTIVE EPIDEMIOLOGY. THE EXCESS ROYALTY FUND WAS ESTABLISHED BY THE POPULATION COUNCIL'S BOARD OF TRUSTEES AND MAY BE USED BY THE BOARD OF TRUSTEES, AT ITS DISCRETION, TO SUPPORT THE OPERATIONS OF THE POPULATION COUNCIL. THE GEORGE J HECHT FUND MAY BE USED TO SUPPORT DEVELOPING CONTRACEPTIVE DEVICES, DEVELOPING OTHER CONTRACEPTIVE OR BIRTH CONTROL MEASURES, PROVIDING SUCH DEVICES OR MEASURES, INSTRUCTION IN THE USE OF SUCH DEVICES OR MEASURES, AND/OR FAMILY PLANNING TO REDUCE THE FERTILITY OF SUCH OVERPOPULATED COUNTRIES AS THE COUNCIL SHALL DETERMINE. THE POLICY RESEARCH ENDOWMENT FUND SUPPORTS THE PROGRAM ACTIVITIES OF THE POVERTY, GENDER AND YOUTH PROGRAM (FORMALLY KNOWN AS THE POLICY RESEARCH DIVISION).
SCHEDULE D, PART XII, LINE 2D	RECONCILIATION OF EXPENSES	REPRESENTS RETURNS OF GRANTS AND OTHER ASSISTANCE GIVEN TO INDIVIDUALS OUTSIDE THE UNITED STATES TOTALING \$12,052

2012

Open to Public  
InspectionSCHEDULE F  
(Form 990)

## Statement of Activities Outside the United States

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

Department of the Treasury  
Internal Revenue ServiceName of the organization  
THE POPULATION COUNCIL INC

Employer identification number

13-1687001

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

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

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

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

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
Central America and the Caribbean	1	10	Program Services	RH, PGY	723,237
Central America and the Caribbean			Grantmaking		10,077
East Asia and the Pacific	1	6	Program Services	RH	611,798
East Asia and the Pacific			Grantmaking		226,816
Europe (Including Iceland and Greenland)			Grantmaking		40,558
Middle East and North Africa	1	24	Program Services	RH, PGY, HIV	1,398,977
Middle East and North Africa			Grantmaking		288,426
North America	1	9	Program Services	RH, PGY, HIV	1,497,308
North America			Grantmaking		20,170
South America			Program Services	RH	2,530
South America			Grantmaking		19,494
South Asia	3	122	Program Services	RH, PGY, HIV	6,423,195
South Asia			Grantmaking		459,086
Sub-Saharan Africa	8	159	Program Services	RH, PGY, HIV	14,872,280
Sub-Saharan Africa			Grantmaking		1,447,062
Central America and the Caribbean			Investments		11,872,800
<b>3a Sub-total</b>	<b>15</b>	<b>330</b>			<b>39,913,814</b>
<b>b Total from continuation sheets to Part I</b>					
<b>c Totals (add lines 3a and 3b)</b>	<b>15</b>	<b>330</b>			<b>39,913,814</b>

**Part II Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

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

47

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

5

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

**Part IV Foreign Forms**

1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)*  Yes  No

2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A)*  Yes  No

3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons with Respect to Certain Foreign Corporations. (see Instructions for Form 5471)*  Yes  No

4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, 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 required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information (see instructions).

Identifier	ReturnReference	Explanation
SCHEDULE F, PART I, LINE 2	MONITORING THE USE OF GRANT FUNDS OUTSIDE THE UNITED STATES	AWARDS AND CONTRACTS ARE AN IMPORTANT MEANS THROUGH WHICH THE COUNCIL CONDUCTS RESEARCH, TRANSFERS TECHNOLOGY AND STRENGTHENS INSTITUTIONAL POLICY WITHIN THE POPULATION FIELD POTENTIAL SUB RECIPIENTS SUBMIT PROPOSALS TO THE COUNCIL WHICH ARE REVIEWED BY PROGRAMMATIC STAFF TO DETERMINE WHETHER THE TYPE OF STUDY THE INSTITUTION OR INDIVIDUAL IS CONDUCTING FURTHERS THE ACTIVITIES OF THE COUNCIL AND COMPLIES WITH THE PROVISIONS OF GRANTS MADE TO THE COUNCIL IN ACCORDANCE WITH COUNCIL PROCEDURES, GRANTING OF AN AWARD REQUIRES APPROVAL BY COUNCIL PROGRAMMATIC, FINANCIAL, AND ADMINISTRATIVE STAFF TO ENSURE THE RECIPIENT IS QUALIFIED IF THE AWARD IS FUNDED UNDER A GRANT TO THE COUNCIL, DONOR APPROVAL MAY ALSO BE REQUIRED ONCE APPROVAL IS GRANTED, THE RECIPIENT AND THE TREASURER OF THE COUNCIL SIGN AN AGREEMENT, WHICH SPECIFIES PROGRAMMATIC REPORTING REQUIREMENTS AND A DISBURSEMENT SCHEDULE PROGRAMMATIC STAFF PERIODICALLY MAKE SITE VISITS AND REVIEW PROJECT SUBSTANTIVE REPORTS FINANCIAL STAFF REVIEW PERIODIC FINANCIAL REPORTS AND COORDINATE WITH PROJECT STAFF BEFORE FURTHER PAYMENTS ARE DISBURSED
SCHEDULE F, PARTS II & III		SCHEDULE F, PART II EXCLUDES GRANTS AND OTHER ASSISTANCE TO ORGANIZATIONS OR ENTITIES OUTSIDE THE UNITED STATES UNDER \$5,000 THAT IN AGGREGATE TOTAL \$56,954 AND ALSO EXCLUDES RETURNED GRANTS AND OTHER ASSISTANCE TO ORGANIZATIONS OR ENTITIES OUTSIDE THE UNITED STATES THAT IN AGGREGATE TOTAL \$348,361 SCHEDULE F, PART III EXCLUDES RETURNED GRANTS AND OTHER ASSISTANCE TO INDIVIDUALS OUTSIDE THE UNITED STATES THAT IN AGGREGATE TOTAL \$12,052

**Additional Data****Software ID:**  
**Software Version:**

**EIN:** 13-1687001  
**Name:** THE POPULATION COUNCIL INC

**Form 990 Schedule F Part II - Grants or Entities Outside The United States**

(a) Name of organization	(b) IRS code section and EIN(if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		Central America and the Caribbean	PGY	10,000	WIRE			
		East Asia and the Pacific	RH	11,154	WIRE			
		East Asia and the Pacific	RH	46,604	WIRE			
		East Asia and the Pacific	RH	20,000	WIRE			
		East Asia and the Pacific	RH	28,313	WIRE			
		East Asia and the Pacific	RH	49,500	WIRE			
		East Asia and the Pacific	RH	107,500	WIRE			
		Europe (Including Iceland and Greenland)	RH	13,219	WIRE			
		Europe (Including Iceland and Greenland)	HIV	30,801	WIRE			
		Middle East and North Africa	PGY	29,770	WIRE			
		Middle East and North Africa	PGY	32,282	WIRE			
		Middle East and North Africa	PGY	32,933	WIRE			
		Middle East and North Africa	PGY	33,163	WIRE			
		Middle East and North Africa	PGY	33,190	WIRE			
		Middle East and North Africa	PGY	33,364	WIRE			
		Middle East and North Africa	PGY	139,519	WIRE			
		Middle East and North Africa	PGY	139,728	WIRE			
		North America	RH	26,000	WIRE			
		South America	RH	16,044	WIRE			
		South Asia	PGY	8,202	WIRE			
		South Asia	RH	110,172	WIRE			
		South Asia	HIV	19,500	WIRE			
		South Asia	PGY	23,224	WIRE			
		South Asia	PGY	32,113	WIRE			
		South Asia	PGY	32,925	WIRE			
		South Asia	HIV	235,000	WIRE			
		South Asia	RH	14,559	WIRE			
		South Asia	RH	17,000	WIRE			
		Sub-Saharan Africa	PGY	5,282	WIRE			
		Sub-Saharan Africa	PGY	5,302	WIRE			
		Sub-Saharan Africa	PGY	8,640	WIRE			
		Sub-Saharan Africa	PGY	8,897	WIRE			
		Sub-Saharan Africa	PGY	12,200	WIRE			
		Sub-Saharan Africa	PGY	12,416	WIRE			
		Sub-Saharan Africa	PGY	14,000	WIRE			
		Sub-Saharan Africa	PGY	20,972	WIRE			
		Sub-Saharan Africa	HIV	15,518	WIRE			
		Sub-Saharan Africa	HIV	19,223	WIRE			
		Sub-Saharan Africa	HIV	22,878	WIRE			
		Sub-Saharan Africa	RH	5,570	WIRE			
		Sub-Saharan Africa	RH	6,937	WIRE			
		Sub-Saharan Africa	RH	7,620	WIRE			
		Sub-Saharan Africa	PGY	12,094	WIRE			
		Sub-Saharan Africa	RH	13,112	WIRE			
		Sub-Saharan Africa	PGY	16,987	WIRE			
		Sub-Saharan Africa	RH	28,000	WIRE			
		Sub-Saharan Africa	RH	30,000	WIRE			
		Sub-Saharan Africa	PGY	41,485	WIRE			
		Sub-Saharan Africa	PGY	19,057	WIRE			
		Sub-Saharan Africa	HIV	9,640	WIRE			
		Sub-Saharan Africa	HIV	198,057	WIRE			
		Sub-Saharan Africa	RH	15,561	WIRE			
		Sub-Saharan Africa	HIV	49,288	WIRE			
		Sub-Saharan Africa	RH	10,000	WIRE			
		Sub-Saharan Africa	RH	66,741	WIRE			
		Sub-Saharan Africa	RH	59,710	WIRE			
		Sub-Saharan Africa	PGY	71,707	WIRE			
		Sub-Saharan Africa	RH	208,564	WIRE			
		Sub-Saharan Africa	PGY	47,426	WIRE			
		Sub-Saharan Africa	PGY	148,737	WIRE			
		Sub-Saharan Africa	HIV	172,265	WIRE			



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

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
(1) REPRODUCTIVE HEALTH RESEARCH	14	203,437			
(2) HIV & AIDS RESEARCH	7	286,019			
(3) ADOLESCENT RESEARCH	3	99,184			
(4) POVERTY & GENDER RESEARCH	2	62,755			

**Part IV Supplemental Information.**

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

Identifier	Return Reference	Explanation
SCHEDULE I, PART I, LINE 2	MONITORING THE USE OF GRANT FUNDS IN THE UNITED STATES	AWARDS AND CONTRACTS ARE AN IMPORTANT MEANS THROUGH WHICH THE COUNCIL CONDUCTS RESEARCH, TRANSFERS TECHNOLOGY AND STRENGTHENS INSTITUTIONAL POLICY WITHIN THE POPULATION FIELD. POTENTIAL SUB RECIPIENTS SUBMIT PROPOSALS TO THE COUNCIL WHICH ARE REVIEWED BY PROGRAMMATIC STAFF TO DETERMINE WHETHER THE TYPE OF STUDY THE INSTITUTION OR INDIVIDUAL IS CONDUCTING FURTHERS THE ACTIVITIES OF THE COUNCIL AND COMPLIES WITH THE PROVISIONS OF GRANTS MADE TO THE COUNCIL IN ACCORDANCE WITH COUNCIL PROCEDURES. GRANTING OF AN AWARD REQUIRES APPROVAL BY COUNCIL PROGRAMMATIC, FINANCIAL, AND ADMINISTRATIVE STAFF TO ENSURE THE RECIPIENT IS QUALIFIED. IF THE AWARD IS FUNDED UNDER A GRANT TO THE COUNCIL, DONOR APPROVAL MAY ALSO BE REQUIRED. ONCE APPROVAL IS GRANTED, THE RECIPIENT AND THE TREASURER OF THE COUNCIL SIGN AN AGREEMENT, WHICH SPECIFIES PROGRAMMATIC REPORTING REQUIREMENTS AND A DISBURSEMENT SCHEDULE. PROGRAMMATIC STAFF PERIODICALLY MAKE SITE VISITS AND REVIEW PROJECT SUBSTANTIVE REPORTS. FINANCIAL STAFF REVIEW PERIODIC FINANCIAL REPORTS AND COORDINATE WITH PROJECT STAFF BEFORE FURTHER PAYMENTS ARE DISBURSED.
SCH I, PART II		SCHEDULE I, PART II EXCLUDES RETURNED GRANTS AND OTHER ASSISTANCE TO GOVERNMENTS AND ORGANIZATIONS IN THE UNITED STATES THAT IN AGGREGATE TOTAL \$265,163

## Software ID:

## Software Version:

EIN: 13-1687001

Name: THE POPULATION COUNCIL INC

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

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ALBERT EINSTEIN COLLEGE OF MEDICINE 1300 Morris Park Avenue Bronx, NY 10461	13-1624225	501(c)(3)	95,030				HIV
AMANI GLOBAL WORKS 245 FORT WASHINGTON AVENUE 4A NEW YORK, NY 10032	30-0603935	501(c)(3)	14,736				PGY
CLINTON HEALTH ACCESS INITIATIVE INC 383 DORCHESTER AVENUE SUITE 400 BOSTON, MA 02127	27-1414646	501(c)(3)	550,000				HIV
ELISABETH GLASER PEDIATRIC AIDS FOUNDATION 1140 CT Ave NW WASHINGTON, DC 20036	95-4191698	501(c)(3)	50,311				HIV
FUTURES GROUP INTERNATIONAL LLC 1000 MAIN STREET DURHAM, NC 27701	26-1509671	501(c)(3)	201,945				HIV
GOBEE GROUP LLC 227 Bellevue Way NE BELLEVUE, WA 98004	27-2767701		72,158				RH
HEALTH ALLIANCE INTERNATIONAL 1107 NE 45TH STREET SUITE 350 SEATTLE, WA 98105	94-3047981	501(c)(3)	134,887				HIV
INSTEDD 480 S CA AVE STE 104 PALO ALTO, CA 94306	00-6986809	501(c)(3)	31,627				RH
INTNL PLANNED PARENTHOOD FEDWESTERN HEMISPEREREG125 MAIDEN LANE 9TH FLOOR NEW YORK, NY 10038	13-1845455	501(c)(3)	25,000				PGY
INVEST IN KNOWLEDGE INITIATIVE 81 CHILD STREET 2 JAMAICA PLAIN, MA 02130	20-1976034	501(c)(3)	22,422				PGY
KIJANI CONSULTING LLC 1289 FORDHAM BLVD CHAPEL HILL, NC 27514	45-5410919		13,021				HIV
KIJANI CONSULTING LLC 1289 FORDHAM BLVD CHAPEL HILL, NC 27514	45-5410919		6,765				RH
MAKING CENTS INTERNATIONAL 1155 30TH STREET NW WASHINGTON, DC 20007	84-1672193		176,145				PGY
PROJECT CONCERN INTERNATIONAL 5151 Murphy Canyon Rd SAN DIEGO, CA 92123	95-2248462	501(c)(3)	455,508				HIV
REGENTS UNI OF CALIFORNIA SAN FRANCISCO CAMPUS 333 CA STREET SUITE 315 SAN FRANCISCO, CA 94118	94-6036493	501(c)(3)	88,874				HIV
TULANE UNI TULANE NATL PRIMATE RSCH CTR 1430 TULANE AVENUE NEW ORLEANS, LA 70112	72-0423889	501(c)(3)	106,695				HIV
TULANE UNI TULANE NATL PRIMATE RSCH CTR 1430 TULANE AVENUE NEW ORLEANS, LA 70112	72-0423889	501(c)(3)	36,842				HIV
TULANE UNI TULANE NATL PRIMATE RSCH CTR 1430 TULANE AVENUE NEW ORLEANS, LA 70112	72-0423889	501(c)(3)	312,547				HIV
UNIVERSITY OF ILLINOIS 1901 SOUTH FIRST STREET SUITE A CHAMPAIGN, IL 61820	37-6000511	501(c)(3)	14,919				RH
UNIVERSITY OF WASHINGTON 4333 Brooklyn Ave NE SEATTLE, WA 981959472	91-6001537	WASHINGTON	48,266				HIV

**Schedule J**  
(Form 990)**Compensation Information**

OMB No 1545-0047

Department of the Treasury  
Internal Revenue Service

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.**

**2012****Open to Public Inspection**Name of the organization  
THE POPULATION COUNCIL INC**Employer identification number**

13-1687001

**Part I Questions Regarding Compensation**

**1a** Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items

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

**b** If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

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

**3** Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III

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

**4** During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization

**a** Receive a severance payment or change-of-control payment?

**b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?

**c** Participate in, or receive payment from, an equity-based compensation arrangement?

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III

**Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.**

**5** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of

**a** The organization?

**b** Any related organization?

If "Yes," to line 5a or 5b, describe in Part III

**6** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of

**a** The organization?

**b** Any related organization?

If "Yes," to line 6a or 6b, describe in Part III

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

**8** 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 Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

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

	<b>Yes</b>	<b>No</b>
<b>1b</b>	Yes	
<b>2</b>		No
<b>4a</b>		No
<b>4b</b>		No
<b>4c</b>		No
<b>5a</b>		No
<b>5b</b>		No
<b>6a</b>		No
<b>6b</b>		No
<b>7</b>		No
<b>8</b>		No
<b>9</b>		

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

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

**Note.** The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
See Additional Data Table							

**Part III Supplemental Information**

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

Identifier	Return Reference	Explanation
FORM 990, SCH J, PART I, LINE 2		THERE IS ONLY ONE HOUSING ALLOWANCE AUTHORIZED AS PART OF THE COMPENSATION PACKAGE APPROVED BY THE BOARD OF TRUSTEES AND IT IS PAID TO THE PRESIDENT, WHO RECEIVES IT AS PART OF TAXABLE COMPENSATION, PAID BI-MONTHLY, IN ADDITION TO THE PRESIDENT'S ANNUAL SALARY THE HOUSING ALLOWANCE IS A SCHEDULED PAYMENT AND IS NOT A REIMBURSEMENT REQUIRING SUBSTANTIATION
FORM 990, SCH J, PART II		THE COUNCIL'S POLICIES INCLUDE PROVIDING RELOCATION, HOUSING AND DEPENDENT EDUCATION ALLOWANCES TO U S EXPATRIATES AND THIRD COUNTRY NATIONAL EMPLOYEES HIRED AS INTERNATIONAL EMPLOYEES FROM THE COUNCIL'S U S HEADQUARTERS TO WORK AT ONE OF THE COUNCIL'S INTERNATIONAL OFFICES THESE BENEFITS ARE REPORTED AS OTHER REPORTABLE COMPENSATION FOR U S EMPLOYEES AND AS NONTAXABLE BENEFITS FOR FOREIGN EMPLOYEES THE COUNCIL'S POLICIES INCLUDE PROVIDING EMPLOYEES WITH EMPLOYER CONTRIBUTIONS TO A DEFINED CONTRIBUTION 403(B) RETIREMENT PLAN ANY EMPLOYEE OF THE COUNCIL OTHER THAN A NON-RESIDENT ALIEN WITH NO U S -SOURCE INCOME IS ELIGIBLE TO PARTICIPATE IN THE PLAN EFFECTIVE JANUARY 2009, CHANGES TO THE LAWS THAT GOVERN CONTRIBUTIONS TO DEFINED CONTRIBUTION 403(B) ACCOUNTS PREVENT THESE EMPLOYER CONTRIBUTIONS FROM BEING DEPOSITED INTO 403(B) ACCOUNTS FOR FOREIGN EMPLOYEES THEREFORE, THE COUNCIL PROVIDES THE EMPLOYER CONTRIBUTIONS DIRECTLY TO THE COUNCIL'S FOREIGN EMPLOYEES AND SUCH AMOUNTS ARE REPORTED AS OTHER REPORTABLE COMPENSATION, AS SHOWN FOR IAN ASKEW AND SAROJ PACHAURI IN PART II ABOVE
FORM 990, SCH J, PART III	ANNA GLASIER - REPORTABLE COMPENSATION	ANNA GLASIER SERVES AS CONSULTING SENIOR SCIENTIST TO THE POPULATION COUNCIL'S INTERNATIONAL COMMITTEE FOR CONTRACEPTION RESEARCH (ICCR) DUE TO HER EXPERTISE IN THIS FIELD COMMITTEE MEMBERS ARE EXPECTED TO UNDERTAKE PLANNING, EXECUTION, AND SUPERVISION OF RESEARCH AND DEVELOPMENT ACTIVITIES RELATED TO NEW LEADS IN LABORATORIES FUNDED THROUGH THE COMMITTEE POTENTIAL AND PERCEIVED CONFLICTS OF INTEREST ARE REQUIRED TO BE DISCLOSED BY WRITTEN POLICY AND CONSENT WHEN APPROPRIATE AND AS APPLICABLE, THOSE COMMITTEE MEMBERS WITH POTENTIAL CONFLICTS RECUSE THEMSELVES FROM FUNDING DECISIONS

**Software ID:**  
**Software Version:**  
**EIN:** 13-1687001  
**Name:** THE POPULATION COUNCIL INC

**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				
PETER J DONALDSON	(i) 392,522 (ii) 0	0 0	87,334 0	29,100 0	19,768 0	528,724 0	0 0
MARIA DEL MAR AGUILAR	(i) 161,272 (ii) 0	0 0	630 0	25,237 0	19,681 0	206,820 0	0 0
IAN ASKEW	(i) 228,350 (ii) 0	0 0	29,100 0	0 0	142,845 0	400,295 0	0 0
ANN BLANC	(i) 216,037 (ii) 0	0 0	966 0	5,590 0	11,160 0	233,753 0	0 0
JOHN BONGAARTS	(i) 253,687 (ii) 0	0 0	22,334 0	29,100 0	19,768 0	324,889 0	0 0
ANDREA ESCHEN	(i) 185,301 (ii) 0	0 0	1,806 0	27,573 0	28,824 0	243,504 0	0 0
ANRUDH K JAIN	(i) 169,702 (ii) 0	0 0	25,652 0	29,100 0	19,764 0	244,218 0	0 0
SAMUEL KALIBALA	(i) 175,703 (ii) 0	0 0	3,798 0	20,668 0	32,063 0	232,232 0	0 0
SCOTT NEWMAN	(i) 200,341 (ii) 0	3,300 0	17,966 0	29,100 0	11,160 0	261,867 0	0 0
SAROJ PACHAURI	(i) 203,340 (ii) 0	0 0	28,341 0	0 0	5,747 0	237,428 0	0 0
VICTOR PAULUS	(i) 208,240 (ii) 0	0 0	0 0	29,100 0	28,869 0	266,209 0	0 0
NAOMI RUTENBERG	(i) 228,760 (ii) 0	0 0	17,966 0	29,100 0	28,869 0	304,695 0	0 0
JAMES E SAILER	(i) 241,478 (ii) 0	20,000 0	420 0	29,100 0	3,625 0	294,623 0	0 0
JOHN W TOWNSEND	(i) 263,700 (ii) 0	0 0	2,772 0	29,100 0	28,869 0	324,441 0	0 0
PATRICIA C VAUGHAN	(i) 234,030 (ii) 0	0 0	966 0	29,100 0	11,160 0	275,256 0	0 0

**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.

**2012****Open to Public  
Inspection**Name of the organization  
THE POPULATION COUNCIL INC**Employer identification number**

13-1687001

Identifier	Return Reference	Explanation
FORM 990, PART I, LINE 1		<p>THE POPULATION COUNCIL CONFRONTS CRITICAL HEALTH AND DEVELOPMENT ISSUES-FROM STOPPING THE SPREAD OF HIV TO IMPROVING REPRODUCTIVE HEALTH AND ENSURING THAT YOUNG PEOPLE LEAD FULL AND PRODUCTIVE LIVES THROUGH BIOMEDICAL, SOCIAL SCIENCE, AND PUBLIC HEALTH RESEARCH IN 50 COUNTRIES, WE WORK WITH OUR PARTNERS TO DELIVER SOLUTIONS THAT LEAD TO MORE EFFECTIVE POLICIES, PROGRAMS, AND TECHNOLOGIES THAT IMPROVE LIVES AROUND THE WORLD. ESTABLISHED IN 1952 AND HEADQUARTERED IN NEW YORK, THE COUNCIL IS A NONGOVERNMENTAL, NONPROFIT ORGANIZATION GOVERNED BY AN INTERNATIONAL BOARD OF TRUSTEES. POPULATION COUNCIL RESEARCHERS WORK WITHIN THREE PROGRAM AREAS: HIV AND AIDS, POVERTY, GENDER, AND YOUTH, AND REPRODUCTIVE HEALTH. HIV AND AIDS: THE GOAL OF THIS PROGRAM IS TO ARREST THE SPREAD OF HIV IN DEVELOPING COUNTRIES, ESPECIALLY AMONG THE GROWING NUMBER OF WOMEN AND GIRLS AFFECTED, AND TO ENABLE PEOPLE TO MITIGATE THE IMPACT OF THE DISEASE ON THEIR OWN HEALTH AND ON THEIR FAMILIES AND COMMUNITIES. COUNCIL STAFF MEMBERS CONDUCT BASIC RESEARCH ON TRANSMISSION OF HIV AND ARE DEVELOPING A MICROBICIDE TO REDUCE WOMEN'S RISK OF HIV INFECTION. THE COUNCIL ALSO COLLABORATES WITH PROGRAMS AROUND THE WORLD, ESPECIALLY IN AFRICA, TO IMPROVE HIV PREVENTION, INCLUDING TESTING SERVICES AND PROVIDING CARE AND TREATMENT TO PEOPLE LIVING WITH HIV. POVERTY, GENDER, AND YOUTH: THE GOAL OF THE PROGRAM IS TO BUILD A COHERENT BODY OF POLICY ORIENTED RESEARCH AND PROGRAMS WHICH CONTRIBUTES MEANINGFULLY TO GLOBAL EFFORTS THAT IMPROVE THE LIVES OF VULNERABLE POPULATIONS, ESPECIALLY DISADVANTAGED GIRLS. COUNCIL STAFF WORK TO ADVANCE THE STATE OF KNOWLEDGE ON ISSUES FACING THE MOST VULNERABLE POPULATIONS IN DEVELOPING COUNTRIES THROUGH RIGOROUS POLICY AND PROGRAM ORIENTED POPULATION RESEARCH, PREVENT AND MITIGATE THE MOST URGENT AND DIFFICULT PROBLEMS FACING THESE POPULATIONS THROUGH THE DESIGN AND EVALUATION OF COUNTRY-BASED PROGRAMS, INFORM AND INFLUENCE INSTITUTIONAL AND PUBLIC POLICIES BY PROMOTING KNOWLEDGE GAINED THROUGH THE PROGRAM'S RESEARCH AND PROGRAMS, IMPROVE THE COMPETENCE AND CAPACITY OF THE NEXT GENERATION OF RESEARCHERS TO CONDUCT POLICY AND PROGRAM ORIENTED POPULATION RESEARCH. THE COUNCIL'S WORK HAS HAD A DEMONSTRABLE IMPACT IN EGYPT, ETHIOPIA, GUATEMALA, INDIA, KENYA, SOUTH AFRICA, AND ELSEWHERE. REPRODUCTIVE HEALTH: THE GOAL OF THIS PROGRAM IS TO IMPROVE SEXUAL AND REPRODUCTIVE HEALTH, ESPECIALLY FOR DISADVANTAGED POPULATIONS IN DEVELOPING COUNTRIES. STAFF MEMBERS DEVELOP AND INTRODUCE NEW CONTRACEPTIVES AND MEANS TO PREVENT, DETECT, AND TREAT SEXUALLY TRANSMITTED INFECTIONS, HELP FORMULATE EVIDENCE-BASED POLICIES, AND EVALUATE INNOVATIONS IN SERVICE DELIVERY. WE COLLABORATE EXTENSIVELY WITH LOCAL AND REGIONAL GOVERNMENTS AND NONGOVERNMENTAL ORGANIZATIONS (NGOS) WORLDWIDE TO EXPAND ACCESS TO HIGH-QUALITY HEALTH SERVICES, INCREASE OPTIONS FOR SAFE, AFFORDABLE, AND REVERSIBLE CONTRACEPTION FOR MEN AND WOMEN, AND SHAPE POLICIES AND PROGRAMS TO IMPROVE HEALTH OUTCOMES. THE COUNCIL'S FELLOWSHIP PROGRAMS HAVE HELPED ADVANCE THE CAREERS OF SOCIAL AND BIOMEDICAL SCIENTISTS, PUBLIC HEALTH RESEARCHERS, AND PROGRAM MANAGERS THROUGHOUT THE WORLD. THE WORK OF COUNCIL FELLOWS HAS FOSTERED RESEARCH AND INFORMED THE CREATION OF POPULATION, HEALTH, AND DEVELOPMENT POLICIES AND PROGRAMS. THE COUNCIL'S WORLD-CLASS CENTER FOR BIOMEDICAL RESEARCH, LOCATED AT ROCKEFELLER UNIVERSITY, CONDUCTS RESEARCH IN CONTRACEPTION AND REPRODUCTIVE HEALTH. RESEARCHERS ARE STUDYING THE BIOLOGY OF MALE REPRODUCTION AND DEVELOPING NEW CONTRACEPTIVE TECHNOLOGIES. THE COUNCIL HAS RECENTLY COMPLETED CLINICAL TRIALS OF A NEW CONTRACEPTIVE VAGINAL RING. TO DATE, MORE THAN 120 MILLION WOMEN WORLDWIDE HAVE USED POPULATION COUNCIL DEVELOPED METHODS OF CONTRACEPTION, WHICH INCLUDE THE COPPER-BEARING INTRAUTERINE DEVICES (IUDS), JADELLE, AND MIRENA. THE CENTER ALSO DEVELOPS PRODUCTS TO INHIBIT THE TRANSMISSION OF HIV. POPULATION COUNCIL RESEARCHERS ADVOCATE FOR SOLUTIONS TO REAL-WORLD PROBLEMS-SOLUTIONS THAT ARE EVIDENCE-BASED, RIGOROUSLY TESTED, EVALUATED, AND PROVEN EFFECTIVE. AFTER WE DEMONSTRATE THE EFFECTIVENESS OF A PROGRAM, WE PROMOTE ITS REPPLICATION AND PROVIDE TECHNICAL ASSISTANCE TO SCALE IT UP, WHILE INFORMING POLICYMAKERS OF THE LESSONS LEARNED THROUGH CAREFUL MONITORING AND EVALUATION. USING OUR RESEARCH FINDINGS, OTHER ORGANIZATIONS DELIVER IMPROVED AND MORE COST-EFFECTIVE SERVICES THAT REACH PEOPLE MOST IN NEED. THE COUNCIL STAFF CONSISTS OF APPROXIMATELY 574 WOMEN AND MEN FROM 31 COUNTRIES. ROUGHLY 60 PERCENT ARE BASED OUTSIDE OF THE UNITED STATES. COUNCIL STAFF MEMBERS CONDUCT RESEARCH AND PROGRAMS IN 50 COUNTRIES. RESEARCH, TECHNICAL ASSISTANCE, AND CAPACITY BUILDING ARE CARRIED OUT BY THE POPULATION COUNCIL'S U.S. AND FIELD OFFICES AND ITS THREE PROGRAM AREAS. HEADQUARTERS AND THE COUNCIL'S CENTER FOR BIOMEDICAL RESEARCH ARE LOCATED IN NEW YORK CITY. WE MAINTAIN AN OFFICE IN WASHINGTON, DC, AND AN INTERNATIONAL PRESENCE IN 15 OFFICES IN AFRICA, ASIA, LATIN AMERICA.</p>

Identifier	Return Reference	Explanation
FORM 990, PART I, LINE 1		A, AND THE MIDDLE EAST THE POPULATION COUNCIL IS GOVERNED BY A BOARD OF TRUSTEES COMPOSED OF 18 MEN AND WOMEN FROM EIGHT COUNTRIES THIS GROUP INCLUDES LEADERS IN BIOMEDICINE, BUSINESS, ECONOMIC DEVELOPMENT, GOVERNMENT, HEALTH, INTERNATIONAL FINANCE, LAW, THE MEDIA, PHILANTHROPY, AND SOCIAL SCIENCE

Identifier	Return Reference	Explanation
FORM 990, PART I, LINE 5	TOTAL NUMBER OF EMPLOYEES	THE COUNCIL STAFF CONSISTS OF 574 WOMEN AND MEN FROM 31 COUNTRIES ONLY 250 OF THE COUNCIL'S 574 EMPLOYEES ARE EITHER BASED IN THE UNITED STATES OR ARE CITIZENS OF THE UNITED STATES THE OTHER 324 COUNCIL EMPLOYEES ARE NON-U S CITIZENS BASED OUTSIDE OF THE UNITED STATES AND ARE THEREFORE NOT ISSUED A W-2

Identifier	Return Reference	Explanation
FORM 990, PART III, LINE 4A	A) REPRODUCTIVE HEALTH (RH)	<p>THE POPULATION COUNCIL'S REPRODUCTIVE HEALTH PROGRAM WORKS TO IMPROVE THE SEXUAL AND REPRODUCTIVE HEALTH OF VULNERABLE POPULATIONS IN DEVELOPING COUNTRIES. STAFF MEMBERS DEVELOP AND INTRODUCE NEW CONTRACEPTIVES AND MEANS TO PREVENT, DETECT, AND TREAT SEXUALLY TRANSMITTED INFECTIONS, HELP FORMULATE EVIDENCE-BASED POLICIES, AND EVALUATE INNOVATIONS IN SERVICE DELIVERY. WE COLLABORATE EXTENSIVELY WITH LOCAL AND REGIONAL GOVERNMENTS AND NONGOVERNMENTAL ORGANIZATIONS (NGOS) WORLDWIDE TO EXPAND ACCESS TO HIGH-QUALITY HEALTH SERVICES, INCREASE THE OPTIONS FOR SAFE, AFFORDABLE, AND REVERSIBLE CONTRACEPTION FOR MEN AND WOMEN, AND SHAPE POLICIES AND PROGRAMS TO IMPROVE HEALTH OUTCOMES. CURRENT PROGRAM PRIORITIES INCLUDE "INCREASING ACCESS TO FAMILY PLANNING AND OTHER REPRODUCTIVE HEALTH SERVICES IN COUNTRIES WITH UNMET NEED AND WHERE CLIENTS ARE UNABLE TO ACHIEVE REPRODUCTIVE HEALTH GOALS" REDUCING MATERNAL MORTALITY AND MORBIDITY, FOCUSING ON SUB-SAHARAN AFRICA AND SOUTH ASIA, AS WELL AS VULNERABLE GROUPS IN OTHER REGIONS "REDUCING CRITICAL REPRODUCTIVE HEALTH SERVICE USAGE INEQUALITIES RELATED TO WEALTH, AGE AND GENDER" DEVELOPING AND TESTING THE EFFECIVENESS AND ACCEPTABILITY OF NEW REPRODUCTIVE HEALTH TECHNOLOGIES DESIGNED TO BENEFIT WOMEN AND MEN IN DEVELOPING COUNTRIES "DEVELOPING COLLABORATIVE RELATIONSHIPS WITH PHARMACEUTICAL COMPANIES TO LICENSE, REGISTER AND/OR MANUFACTURE TECHNOLOGIES DEVELOPED BY THE COUNCIL TO SUPPORT INCREASED ACCESS AND CHOICE IN PROGRAMS IN DEVELOPING COUNTRIES. 2012 KEY ACCOMPLISHMENTS INCREASED USE OF FAMILY PLANNING AND BIRTH SPACING IN PAKISTAN (FALAH) ENABLING COUPLES TO DETERMINE WHEN THEY HAVE CHILDREN IS VITAL TO THE HEALTH OF MOTHERS AND CHILDREN IN PAKISTAN, ALMOST ONE FOURTH OF WOMEN WANT TO AVOID OR DELAY CHILD BEARING BUT ARE NOT USING A CONTRACEPTIVE. THE COUNCIL'S FAMILY ADVANCEMENT FOR LIFE AND HEALTH (FALAH) PROJECT ADDRESSES THESE ISSUES TO PROTECT THE HEALTH AND WELL-BEING OF MOTHERS, NEWBORNS, AND CHILDREN THROUGH THE ADOPTION OF BIRTH SPACING. IMPACT THROUGH VARIOUS INFORMATION, EDUCATION, AND COMMUNICATION MATERIALS, THE PROGRAM HAS EDUCATED CLINIC STAFF MEMBERS AND INFLUENTIAL COMMUNITY MEMBERS ABOUT THE HEALTHY TIMING AND SPACING OF PREGNANCIES. FALAH HAS PROVIDED HIGH QUALITY FAMILY PLANNING AND SERVICES TO MORE THAN HALF A MILLION PEOPLE IN PAKISTAN AND HAS IMPROVED THE QUALITY OF EXISTING SERVICES. THE PROJECT WAS IMPLEMENTED IN 20 DISTRICTS IN ALL FOUR PROVINCES OF PAKISTAN AND HAS CONTRIBUTED TO A MUCH NEEDED REVISION OF THE NATIONAL STANDARDS OF FAMILY PLANNING. REDUCING SEXUAL AND GENDER-BASED VIOLENCE IN SOUTH AFRICA AND ZAMBIA. THE RATE OF SEXUAL VIOLENCE IN SOUTH AFRICA IS AMONG THE HIGHEST IN THE WORLD, AND MORE SEXUAL ASSAULTS AGAINST CHILDREN ARE REPORTED THAN IN ANY OTHER COUNTRY. WITH MORE THAN 16 PERCENT OF THE COUNTRY'S ADULTS LIVING WITH HIV, THE RISK THAT SEXUAL ASSAULT WILL RESULT IN HIV INFECTION IS ALSO HIGH. SEXUAL OR GENDER-BASED VIOLENCE (SGBV) IS ALSO PREVALENT IN ZAMBIA WHERE OVER 47 PERCENT OF WOMEN HAVE REPORTED EXPERIENCING IN PHYSICAL VIOLENCE. RESEARCH BY THE COUNCIL WAS THE FIRST TO IDENTIFY AND ADDRESSES GAPS IN THE PROVISION OF MEDICAL CARE AND SERVICES FOR VICTIMS OF SEXUAL ASSAULT. IMPACT WITH THE COUNCIL'S LEADERSHIP, THE AFRICA REGIONAL SEXUAL AND GENDER-BASED VIOLENCE (GBV) NETWORK SUPPORTED THE GOVERNMENTS OF SOUTH AFRICA AND ZAMBIA IN THE DEVELOPMENT OF BOTH COUNTRIES' FIRST-EVER POLICIES TO ADDRESS SGBV. INFORMED BY COUNCIL RESEARCH AND RECOMMENDATIONS, THESE POLICIES EMBRACE A COMPREHENSIVE MODEL OF CARE TO PROVIDE MEDICAL MANAGEMENT OF SGBV, INTERACT WITH THE CRIMINAL JUSTICE SYSTEM, AND MOBILIZE COMMUNITIES TO PREVENT SGBV. THE GOVERNMENT OF ZAMBIA IS EXPANDING POLICE PROVISION OF EMERGENCY CONTRACEPTION TO VICTIMS OF RAPE, AND THE GOVERNMENT OF MALAWI IS TESTING THIS APPROACH. IN DECEMBER 2012, MINISTERS OF HEALTH FROM KENYA, LESOTHO, MALAWI, MAURITIUS, SEYCHELLES, SWAZILAND, TANZANIA, UGANDA, ZAMBIA, AND ZIMBABWE PASSED A RESOLUTION ALLOWING ALL WOMEN SEEKING MATERNAL HEALTH SERVICES TO BE SCREENED FOR INTIMATE-PARTNER VIOLENCE USING THE SCREENING TOOL DEVELOPED BY THE COUNCIL. INCREASING ACCESS TO LONG-ACTING REVERSIBLE CONTRACEPTION LONGER-TERM CONTRACEPTIVE METHODS, SUCH AS BIRTH CONTROL PILLS, IUDS, OR IMPLANTS, REMAIN CHALLENGING FOR WOMEN LIVING IN RURAL AREAS. PHARMACIES NEED TO BE WELL-STOCKED AND TRAINED MEDICAL WORKERS MUST BE ON HAND TO PROVIDE, INSERT, OR REMOVE SUCH CONTRACEPTION METHODS. FOR WOMEN NOT READY TO BUILD A FAMILY OR WOMEN SEEKING TO SPACE PREGNANCIES, AN AFFORDABLE METHOD OF CONTRACEPTION THAT DOES NOT DEPEND ON REGULAR ACCESS TO A PHARMACY OR HEALTH CARE PROVIDER IS NECESSARY. IMPACT IN MAY 2012, WORKING WITH THE INTERNATIONAL FEDERATION OF GYNECOLOGY AND OBSTETRICS AND THE REPRODUCTIVE HEALTH SUPPLIES COALITION, THE COUNCIL GENERATED A N ACTION PLAN TO IMPROVE ACCESS TO HIGHLY EFFECTIVE, LONG-ACTING REVERSIBLE CONTRACEPTIVES (LARCS) BY INCREASING PROVIDER TRAINING AND AWARE</p>

Identifier	Return Reference	Explanation
FORM 990, PART III, LINE 4A	A) REPRODUCTIVE HEALTH (RH)	NESS AND WORKING WITH MULTIPLE SECTORS TO REDUCE COSTS AS A RESULT, LARCS WERE A KEY FOCUS OF THE JULY 2012 LONDON SUMMIT ON FAMILY PLANNING, WHICH PROMOTED A GOAL OF ENABLING 120 MILLION MORE WOMEN AND GIRLS TO HAVE ACCESS TO HIGH-QUALITY FAMILY PLANNING INFORMATION AND SERVICES BY 2020 IN SEPTEMBER, THE JADELLE ACCESS PROGRAM WAS FORMED WITH SUPPORT FROM A NUMBER OF ORGANIZATIONS AND GOVERNMENTS TO MAKE JADELLE-A COUNCIL-DEVELOPED TWO-ROD LEVONORGESTREL CONTRACEPTIVE IMPLANT- AVAILABLE TO MORE THAN 27 MILLION WOMEN

Identifier	Return Reference	Explanation
FORM 990, PART III, LINE 4B	B) HIV AND AIDS PROGRAM	<p>THE POPULATION COUNCIL TAKES A BROAD AND COMPREHENSIVE APPROACH TO HIV PREVENTION, CARE, AND TREATMENT. THE HIV AND AIDS PROGRAM ENCOMPASSES BASIC RESEARCH IN IMMUNOLOGY, DEVELOPMENT AND INTRODUCTION OF A SAFE, EFFECTIVE MICROBicide, SOCIAL SCIENCE AND HEALTH-RELATED RESEARCH TO BETTER UNDERSTAND THE SOCIAL AND BEHAVIORAL ASPECTS OF HIV AND AIDS, AND THE DEVELOPMENT, EVALUATION, AND SCALE-UP OF EFFECTIVE SERVICE-DELIVERY MODELS. CURRENT PROGRAM PRIORITIES INCLUDE "ADVANCE THE UNDERSTANDING OF THE BIOLOGICAL MECHANISMS OF HIV TRANSMISSION AND DISEASE PROGRESSION" "DEVELOP AND TEST MICROBICIDES TO PREVENT TRANSMISSION OF HIV, OTHER SEXUALLY TRANSMITTED INFECTIONS, AND/OR UNINTENDED PREGNANCY" "FOSTER THE INTRODUCTION AND SCALE-UP OF HIV PREVENTION TECHNOLOGIES" "IMPROVE THE DELIVERY OF AND ACCESS TO HIV PREVENTION, CARE, AND TREATMENT FOR UNDERSERVED POPULATIONS" "IMPROVE THE QUALITY OF LIFE OF CHILDREN AND ADOLESCENTS INFECTED AND Affected BY HIV" "UTILIZE SOCIAL NETWORKS TO REDUCE HIV ACQUISITION AND TRANSMISSION" 2012 KEY ACCOMPLISHMENTS PREVENTING VIRUS TRANSMISSION WITH A MICROBicide VAGINAL RING. NEW HIV PREVENTION METHODS ARE URGENTLY NEEDED WORLDWIDE, AS 2.5 MILLION INDIVIDUALS ARE INFECTED EACH YEAR. MICROBicide VAGINAL RINGS CAN PROTECT AGAINST HIV AND OTHER STIS, EXPANDING PREVENTION OPTIONS FOR WOMEN AND PROVIDE LONGER-LASTING PROTECTION BECAUSE THE RING IS CONVENIENT AND DISCREET, AND CAN STAY IN PLACE FOR EXTENDED PERIODS. WOMEN MAY BE MORE LIKELY TO USE IT CONSISTENTLY, WHICH HELPS TO ENSURE EFFECTIVENESS. IMPACT A COUNCIL STUDY PROVIDED THE FIRST EFFICACY DATA SHOWING THAT AN ANTI-HIV VAGINAL RING CAN PREVENT INFECTION IN ANIMALS, AND INDICATED STRONG POTENTIAL FOR THE SUCCESS OF SUCH RINGS IN WOMEN. SCIENTISTS FOUND THAT A VAGINAL RING RELEASING MIV-150, AN ANTI-HIV DRUG, CAN PREVENT THE TRANSMISSION OF SHIV IN MACAQUES. THE STUDY WAS FEATURED ON THE COVER OF THE JOURNAL SCIENCE TRANSLATIONAL MEDICINE. MACAQUES RECEIVED EITHER MIV-150 VAGINAL RINGS OR PLACEBO VAGINAL RINGS AND WERE EXPOSED TO A SINGLE DOSE OF SHIV, A VIRUS COMBINING GENES FROM HIV AND SIV (THE MONKEY VERSION OF HIV). THE PROOF-OF-CONCEPT STUDY DEMONSTRATED THAT INVESTMENT IN VAGINAL RINGS AS AN HIV-DELIVERY SYSTEM MAY EVENTUALLY PROVIDE TANGIBLE HEALTH BENEFITS. ASSESSING RISKY BEHAVIORS AFTER MALE CIRCUMCISION. MALE CIRCUMCISION HAS BEEN SHOWN TO REDUCE FEMALE-TO-MALE HIV TRANSMISSION BY 60 PERCENT. AS A RESULT, THE PROCEDURE IS BEING INTRODUCED NATIONWIDE IN ZAMBIA. MEN WHO CHOOSE CIRCUMCISION ARE COUNSELED TO AVOID UNPROTECTED SEXUAL CONTACT DURING THE SIX-WEEK HEALING PERIOD. IMPACT THE COUNCIL AND ITS PARTNERS ASSESSED MEN'S SEXUAL BEHAVIOR AFTER CIRCUMCISION, AND FOUND A HIGH PREVALENCE OF RISKY SEXUAL BEHAVIORS DURING WOUND HEALING, PARTICULARLY AMONG MEN WHO REPORTED RISKY SEXUAL BEHAVIORS AT THE OUTSET OF THE STUDY. HOWEVER, ANALYSIS SUGGESTS THAT DESPITE THIS RISKY BEHAVIOR, MALE CIRCUMCISION IS STILL LIKELY TO REDUCE MEN'S RISK OF HIV INFECTION, THOUGH NOT AS MUCH AS IT WOULD OTHERWISE. ON THE BASIS OF THESE FINDINGS, PROVIDERS OF MALE CIRCUMCISION IN ZAMBIA RENEWED THEIR FOCUS ON COUNSELING CLIENTS ABOUT THE RISKS OF RESUMING SEXUAL ACTIVITY.</p>

Identifier	Return Reference	Explanation
FORM 990, PART III, LINE 4C	C) POVERTY, GENDER, AND YOUTH (PGY)	<p>THROUGH THE POVERTY, GENDER, AND YOUTH (PGY) PROGRAM, POPULATION COUNCIL STAFF MEMBERS SEEK TO UNDERSTAND AND ADDRESS THE SOCIAL DIMENSIONS OF POVERTY, THE CAUSES AND CONSEQUENCES OF GENDER INEQUALITY, THE DISPARITIES IN OPPORTUNITY THAT ARISE DURING ADOLESCENCE, AND THE CRITICAL REQUIREMENTS FOR REACHING A SUCCESSFUL, PRODUCTIVE ADULTHOOD IN DEVELOPING COUNTRIES. PROGRAM ACTIVITIES ALSO INCLUDE DEVELOPING AND EVALUATING INNOVATIVE PROGRAMS-ESPECIALLY THOSE RELATED TO EMPOWERMENT, HEALTH, EDUCATION, AND LIVELIHOODS-TO ADDRESS THE NEEDS OF THE POOR, WOMEN AND YOUNG PEOPLE IN PARTICULAR. PROGRAM STAFF CONTINUE THE COUNCIL'S LONG-STANDING TRADITION OF PROVIDING DEMOGRAPHIC ANALYSIS OF THE LINKS BETWEEN POPULATION AND DEVELOPMENT AT THE MACRO AND MICRO LEVELS. SPECIFIC ACTIVITIES THAT ILLUSTRATE THE POPULATION COUNCIL'S POVERTY, GENDER, AND YOUTH PROGRAM INCLUDE " STRENGTHENING THE EVIDENCE BASE REGARDING ADOLESCENTS, ESPECIALLY GIRLS, TO INCREASE OUR ABILITY TO ASSIST IN PROGRAM AND POLICY DEVELOPMENT " ADVANCING OUR UNDERSTANDING OF HEALTH SYSTEM FUNCTIONING, AND OF POVERTY, HEALTH, AND POPULATION TRENDS " SUPPORTING THE TOOLS AND MEANS TO DEVELOP AND SHARE AN EVIDENCE BASE ON TOPICS OF PGY CONCERN " EXPANDING SCHOOLING, FINANCIAL LITERACY, AND LIVELIHOODS INITIATIVES " SUPPORTING EMERGING ISSUES AND MAINTAINING THE POPULATION COUNCIL'S REPUTATION FOR CUTTING-EDGE, INNOVATIVE WORK, FOR EXAMPLE, BY DEVELOPING NEW TOOLS FOR SEXUALITY EDUCATION AND URBAN HEALTH 2012 KEY ACCOMPLISHMENTS IMPROVING THE LIVES OF VULNERABLE GIRLS IN ETHIOPIA. THE COUNCIL'S BIRUH TESFA ("BRIGHT FUTURE" IN AMHARIC) PROGRAM ASSISTS OUT-OF-SCHOOL GIRLS IN THE URBAN SLUMS OF ETHIOPIA BY CREATING SAFE SPACES WHERE THEY CAN MEET FRIENDS, BUILD SUPPORT NETWORKS WITH OTHER GIRLS, AND FORM RELATIONSHIPS WITH SUPPORTIVE ADULTS. THE PROGRAM PROTECTS THE RIGHTS OF VULNERABLE URBAN GIRLS BY REDUCING THEIR SOCIAL ISOLATION AND PROVIDING THEM WITH BASIC LITERACY, HEALTH INFORMATION (INCLUDING HIV PREVENTION), SUBSIDIZED MEDICAL SERVICES USING VOUCHERS, AND SERVICES TO ADDRESS SEXUAL EXPLOITATION AND ABUSE. IMPACT COUNCIL RESEARCHERS FOUND THAT GIRLS ENROLLED IN THE PROGRAM WERE MORE THAN TWICE AS LIKELY AS UNENROLLED GIRLS TO REPORT SOCIAL SUPPORT, TO KNOW ABOUT HIV TRANSMISSION, AND TO KNOW WHERE TO OBTAIN HIV COUNSELING AND TESTING. THE PROGRAM HAS BEEN EXPANDED IN 18 CITIES IN ETHIOPIA, AND LOCAL EDUCATION BUREAUS ARE NOW ADOPTING THE APPROACH, CITING IT AS A BEST PRACTICE TO ENSURE THAT VULNERABLE GIRLS HAVE ACCESS TO EDUCATION CHANGING ATTITUDES ABOUT GENDER ROLES IN EGYPT. THE POPULATION COUNCIL'S ISHRAQ PROGRAM PROVIDES 12-15-YEAR-OLD OUT-OF-SCHOOL GIRLS IN RURAL UPPER EGYPT-THE LEAST DEVELOPED AND MOST ECONOMICALLY DISADVANTAGED REGION OF THE COUNTRY-WITH MENTORS AND SAFE SPACES FOR INFORMAL LEARNING AND SPORTS PARTICIPATION. THE PROGRAM, FIRST LAUNCHED IN 2001, IS THE COUNCIL'S ORIGINAL GIRLS' EMPOWERMENT INITIATIVE. IMPACT A 2012 EVALUATION OF ITS SCALE-UP PHASE FOUND IMPRESSIVE, STATISTICALLY SIGNIFICANT IMPROVEMENTS FOR PARTICIPATING GIRLS. 88 PERCENT OF ISHRAQ GIRLS ARE ABLE TO WRITE THEIR SIBLING'S NAME, COMPARED TO 36 PERCENT OF GIRLS IN THE CONTROL GROUP, ONE-THIRD OF ISHRAQ GIRLS PLAN TO PURSUE FURTHER EDUCATION, COMPARED TO 5 PERCENT OF CONTROL GIRLS, AND 71 PERCENT OF ISHRAQ GIRLS HAVE MORE THAN ONE NON-RELATIVE FRIEND, COMPARED TO 44 PERCENT OF CONTROL GIRLS. ISHRAQ ALSO IMPROVED PARENTS' AND BROTHERS' ATTITUDES ABOUT GENDER EQUALITY, GIRLS' PARTICIPATION IN DECISION MAKING, GIRLS' MOBILITY, AND SPORTS FOR GIRLS.</p>

Identifier	Return Reference	Explanation
FORM 990, PART III, LINE 4D (SEE ALSO ATTACHMENT 1 IN SCHEDULE O)	OTHER PROGRAM SERVICE ACCOMPLISHMENTS	<p>D) PROGRAM DEVELOPMENT RECOGNIZING THE DIVERSITY OF SOCIAL AND CULTURAL VIEWS, THE POPULATION COUNCIL PROVIDES GRANTS AND SUPPORT TO INDIVIDUALS AND INSTITUTIONS AND INVESTS IN STRENGTHENING THE INDIGENOUS CAPACITY OF COUNTRIES AND REGIONS TO CONDUCT THEIR OWN RESEARCH AND DEVELOP APPROPRIATE POLICIES INTEGRAL TO ACHIEVING THE POPULATION COUNCIL'S MISSION ARE PROGRAMS TO STRENGTHEN THE BASE OF WELL-QUALIFIED PROFESSIONALS ADDRESSING GLOBAL POPULATION AND DEVELOPMENT ISSUES IN THE PAST HALF CENTURY, MORE THAN 2,400 SOCIAL AND BIOMEDICAL SCIENTISTS HAVE RECEIVED FELLOWSHIP SUPPORT FROM POPULATION COUNCIL PROGRAMS THESE FELLOWS HAVE PLAYED A KEY ROLE IN SHAPING POPULATION POLICY AND PROGRAMS FOSTERING RESEARCH IN THE REPRODUCTIVE SCIENCES IN 2012, POPULATION COUNCIL FELLOWSHIP PROGRAMS PROVIDED ADVANCED TRAINING TO OVER 24 EARLY-CAREER RESEARCHERS FROM AROUND THE WORLD, MANY OF WHOM ARE LIKELY TO BE TOMORROW'S TOP PROFESSIONALS IN THIS FIELD E) PUBLICATIONS THE POPULATION COUNCIL COMMUNICATES THE RESULTS OF OUR WORK AND THAT OF OTHERS IN THE FIELD TO PEOPLE CONCERNED WITH POPULATION AND REPRODUCTIVE HEALTH ISSUES THE COUNCIL PUBLISHES AND DISSEMINATES -TO PROFESSIONALS IN THE FIELD AND TO GENERAL AUDIENCES- A WIDE RANGE OF MATERIALS THAT INCLUDES BOOKS, STATISTICAL COMPENDIA, CONFERENCE PROCEEDINGS, NEWSLETTERS, WORKING PAPERS, FLYERS, CD-ROMS, AND PAMPHLETS MOST MATERIALS ARE PROVIDED AT NO COST AND CAN BE SHIPPED UPON REQUEST, DISTRIBUTED AT CONFERENCES AND MEETINGS, OR DOWNLOADED FROM THE COUNCIL'S WEB SITE THE COUNCIL PUBLISHES TWO OF THE FIELD'S LEADING SCHOLARLY, PEER-REVIEWED JOURNALS POPULATION AND DEVELOPMENT REVIEW AND STUDIES IN FAMILY PLANNING THEY ARE AVAILABLE IN PRINT AND ONLINE ON A PAID SUBSCRIPTION BASIS, AND THROUGH COMPLIMENTARY SUBSCRIPTIONS AVAILABLE TO QUALIFIED APPLICANTS IN DEVELOPING COUNTRIES SUPPLEMENTS TO POPULATION AND DEVELOPMENT REVIEW AND OTHER BOOKS PUBLISHED BY THE COUNCIL ARE ALSO AVAILABLE FOR PURCHASE, WITH PAYMENT WAIVED FOR QUALIFIED APPLICANTS IN DEVELOPING COUNTRIES STAFF MEMBERS PUBLISH THE FINDINGS FROM THEIR WORK THROUGH NUMEROUS PRINT AND ELECTRONIC OUTLETS IN 2012, THE POPULATION COUNCIL PRODUCED OVER 150 NEW PUBLICATIONS, INCLUDING COUNCIL-PUBLISHED BOOKS, REPORTS, WORKING PAPERS, AND NEWSLETTERS, AS WELL AS 144 ARTICLES IN PEER-REVIEWED JOURNALS COUNCIL STAFF MEMBERS DISSEMINATE INFORMATION THROUGH VARIOUS DIGITAL PLATFORMS, INCLUDING THE COUNCIL'S OWN WEB SITE AT WWW.POPCOUNCIL.ORG CURRENTLY FEATURING MORE THAN 2,500 PUBLICATIONS, ARTICLES, AND OTHER RESOURCES, THE SITE ALSO INCLUDES DESCRIPTIONS OF COUNCIL PROJECTS F) DISTINGUISHED COLLEAGUES FOUR DISTINGUISHED COLLEAGUES-THREE DISTINGUISHED SCHOLARS AND ONE DISTINGUISHED SCIENTIST-PROVIDE ADDITIONAL EXPERTISE IN AREAS OF RELEVANCE TO THE COUNCIL AND REPRESENT THE ORGANIZATION IN THEIR FIELDS INTERNATIONALLY ONE DISTINGUISHED SCHOLAR IS A COMMUNITY HEALTH PHYSICIAN EXTENSIVELY ENGAGED WITH REPRODUCTIVE HEALTH RESEARCH SHE HAS ALSO PUBLISHED EXTENSIVELY ON POLICY AND IMPLEMENTATION RELATED TO FAMILY PLANNING, MATERNAL AND CHILD HEALTH, AND HIV/AIDS THE SECOND DISTINGUISHED SCHOLAR SERVES ON THE EDITORIAL COMMITTEE OF STUDIES IN FAMILY PLANNING HE ALSO CONDUCTS RESEARCH ON A VARIETY OF POPULATION ISSUES, INCLUDING THE DETERMINANTS OF FERTILITY, POPULATION-ENVIRONMENT RELATIONSHIPS, THE DEMOGRAPHIC IMPACT OF THE AIDS EPIDEMIC, POPULATION AGING, AND POPULATION POLICY OPTIONS HE ALSO SERVES AS CHAIR OF THE COUNCIL'S INSTITUTION REVIEW BOARD, WHICH OVERSEES PROTECTION OF HUMAN SUBJECTS IN RESEARCH THE THIRD DISTINGUISHED SCHOLAR CONDUCTS RESEARCH TO GENERATE EMPIRICAL EVIDENCE ON THE FEASIBILITY OF IMPROVING QUALITY OF CARE AND THE EFFECT OF CARE RECEIVED BY WOMEN ON THEIR SUBSEQUENT REPRODUCTIVE HEALTH AND BEHAVIOR HE HAS EDITED, AUTHORED, OR CO-AUTHORED FIVE BOOKS AND APPROXIMATELY 80 RESEARCH PAPERS ON TOPICS RELATED TO POPULATION POLICY, FERTILITY, REPRODUCTIVE HEALTH AND FAMILY PLANNING, INFANT MORTALITY, SAFETY AND EFFECTIVENESS OF CONTRACEPTIVES, MARKETING OF CONTRACEPTIVES, AND MANAGEMENT OF PREGNANCIES THE DISTINGUISHED SCIENTIST SPEAKS AT CONFERENCES AND FORUMS AROUND THE WORLD AND ADVISES SCIENTISTS ABOUT CONTRACEPTIVE TECHNOLOGIES SHE IS THE CHAIRPERSON OF THE INTERNATIONAL COMMITTEE FOR CONTRACEPTION RESEARCH, THE GENERAL SECRETARY OF THE INTERNATIONAL MENOPAUSE SOCIETY, AND A MEMBER OF THE EXPERT GROUP ON HORMONAL CONTRACEPTION OF THE EUROPEAN SOCIETY FOR CONTRACEPTION SHE IS ALSO THE PROGRAM DIRECTOR AND PRINCIPAL INVESTIGATOR OF A NATIONAL INSTITUTES OF HEALTH (NIH) CENTER GRANT FROM THE NATIONAL INSTITUTE OF CHILD HEALTH AND HUMAN DEVELOPMENT</p>

Identifier	Return Reference	Explanation
FORM 990 PART V, LINE 4B		FOREIGN COUNTRIES IN WHICH THE COUNCIL HAS AUTHORITY OVER AN ACCOUNT BANGLADESH BURKINA FASO EGYPT ETHIOPIA GHANA GUATEMALA INDIA KENYA MEXICO NIGERIA PAKISTAN SENEGAL SOUTH AFRICA ZAMBIA

Identifier	Return Reference	Explanation
FORM 990, PART VI, SECTION B LINE 11	REVIEW OF FORM 990	AT A MEETING OF THE BOARD OF TRUSTEES IN JUNE 2009, THE BOARD OF TRUSTEES APPROVED THE DELEGATION, TO THE AUDIT COMMITTEE, OF THE AUTHORITY AND RESPONSIBILITY TO REVIEW SUBMISSION TO THE IRS OF THE COUNCIL'S IRS FORM 990 AND ITS SUPPORTING SCHEDULES ONCE REVIEWED BY THE AUDIT COMMITTEE, AND PRIOR TO FILING WITH THE IRS, THE FINAL VERSION OF THE IRS FORM 990 AND SUPPORTING SCHEDULES, IS DISTRIBUTED, VIA EMAIL, TO EACH MEMBER OF THE COUNCIL'S BOARD OF TRUSTEES

Identifier	Return Reference	Explanation
FORM 990, PART VI, SECTION B LINE 12B AND 12C	CONFLICT OF INTEREST POLICY	<p>EACH YEAR, TRUSTEES AND OFFICERS ARE REQUIRED TO AFFIRM STATEMENTS ATTESTING TO THE LACK OF A CONFLICT OR DISCLOSING OF ANY CONFLICTS TO THE BOARD IN THE CONDUCT OF THEIR RESPONSIBILITIES TO THE COUNCIL IF A POTENTIAL CONFLICT OR THE APPEARANCE OF CONFLICT IS DISCLOSED, APPROPRIATE MEASURES ARE OR WILL BE TAKEN BY THE BOARD TO ELIMINATE OR MANAGE THE SITUATION FAILURE TO DISCLOSE A KNOWN CONFLICT IS CAUSE FOR REMOVAL FROM THE BOARD OR OTHER COUNCIL POSITION PER COUNCIL POLICY, THE STAFF CONFLICT OF INTEREST POLICY AND DISCLOSURE FORM ARE DISTRIBUTED TO ALL EMPLOYEES UPON HIRE AND REQUIRE EMPLOYEE AFFIRMATION IN WRITING THE POLICY AND DISCLOSURE FORMS ARE DISTRIBUTED EVERY OTHER YEAR TO ALL EMPLOYEES AND REQUIRE EMPLOYEE AFFIRMATION ALL EMPLOYEES ARE REQUIRED TO DISCLOSE CONFLICTS OF INTEREST AS THEY ARISE TO THEIR SUPERVISOR OR OTHER COUNCIL OFFICIAL EMPLOYEES WHO ARE ENGAGED IN RESEARCH ARE REQUIRED TO SUBMIT A SEPARATE FINANCIAL CONFLICT OF INTEREST IN RESEARCH DISCLOSURE FORM ANNUALLY IN ALL CASES, IF A CONFLICT IS DISCLOSED OR IDENTIFIED, APPROPRIATE MEASURES ARE OR WILL BE TAKEN TO ELIMINATE OR MANAGE THE MATTER FAILURE TO DISCLOSE A KNOWN CONFLICT IS GROUNDS FOR DISCIPLINARY ACTION, UP TO AND INCLUDING DISMISSAL</p>

Identifier	Return Reference	Explanation
FORM 990, PART VI, SECTION B LINE 15A	COMPENSATION OF PRESIDENT	THE COUNCIL'S BOARD OF TRUSTEES DELEGATED TO THE THE HIRING COMMITTEE THE RESPONSIBILITY FOR REVIEWING AND APPROVING THE COMPENSATION OF THE PRESIDENT AT THE TIME THE POSITION WAS BEING RECRUITED THE BOARD OF TRUSTEES EXECUTIVE COMMITTEE, COMPRISED OF INDEPENDENT TRUSTEES, REVIEWS AND APPROVES THE COMPENSATION OF THE PRESIDENT ANNUALLY COMPARABLE COMPENSATION DATA IS USED AND DELIBERATIONS AND DECISIONS ARE CONTEMPORANEOUSLY DOCUMENTED

Identifier	Return Reference	Explanation
FORM 990, PART VI, SECTION B LINE 15B	COMPENSATION OF OFFICERS AND KEY EMPLOYEES	THE BOARD OF TRUSTEES EXECUTIVE COMMITTEE, COMPRISED OF INDEPENDENT TRUSTEES, REVIEWS AND APPROVES THE COMPENSATION OF THE OFFICERS AND KEY EMPLOYEES AT THE TIME OF HIRE AND ANNUALLY. COMPARABLE COMPENSATION DATA IS USED AND DELIBERATIONS AND DECISIONS ARE CONTEMPORANEOUSLY DOCUMENTED

Identifier	Return Reference	Explanation
FORM 990, PART VI, SECTION C LINE 19	PUBLICATION	THE COUNCIL POSTS ON ITS EXTERNAL WEBSITE, AT WWW.POPCOUNCIL.ORG, THE MOST RECENT THREE YEARS OF AUDITED FINANCIAL STATEMENTS AND CORRESPONDING FORMS 990 COPIES OF THE COUNCIL'S GOVERNING DOCUMENTS AND ITS CONFLICT OF INTEREST POLICY ARE AVAILABLE TO THE GENERAL PUBLIC UPON REQUEST. THE IRS DOES NOT REQUIRE THE PUBLIC DISSEMINATION OF THE POPULATION COUNCIL'S IRS FORM 1023, BECAUSE THE COUNCIL WAS FOUNDED IN 1952 AND PUBLIC AVAILABILITY IS NOT REQUIRED WHERE THE COUNCIL DID NOT HAVE A COPY OF ITS EXEMPTION APPLICATION ON THE EFFECTIVE DATE OF THE REQUIREMENT IN JULY 1987

Identifier	Return Reference	Explanation
FORM 990, PART XI, LINE 9	OTHER CHANGES IN NET ASSETS OF FUND BALANCES	GAIN ON LEASE OBLIGATION AND OTHER, NET \$ 390,555 PENSION AND OTHER POSTRETIREMENT CHARGES OTHER THAN NET PERIODIC BENEFIT COST \$ 423,786 RETURNS OF GRANTS AND OTHER ASSISTANCE GIVEN TO INDIVIDUALS OUTSIDE THE UNITED STATES \$ (12,052) ----- TOTAL TO LINE 9 \$ 802,289

## Additional Data

**Software ID:**  
**Software Version:**  
**EIN:** 13-1687001  
**Name:** THE POPULATION COUNCIL INC

**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 (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Or director	Individual trustee	Institutional Trustee	Officer	Key employee			
PETER J DONALDSON PRESIDENT	40 0	X		X			479,856	0	48,868
MARK A WALKER CHAIRMAN OF THE BOARD	1 0	X					0	0	0
DARCY BRADBURY TRUSTEE	1 0	X					0	0	0
PETER BRANDT TRUSTEE	1 0	X					0	0	0
HOWARD COX TRUSTEE	1 0	X					0	0	0
WAFAA EL-SADR TRUSTEE	1 0	X					0	0	0
LYNN A FOSTER TRUSTEE UNTIL JUNE 2012	1 0	X					0	0	0
ANNA GLASIER TRUSTEE	1 0	X					17,500	0	0
VICTOR HALBERSTADT TRUSTEE	1 0	X					0	0	0
HENRY L KING TRUSTEE	1 0	X					0	0	0
CHARLES D KLEIN TRUSTEE	1 0	X					0	0	0
ANNA MASTROIANNI TRUSTEE	1 0	X					0	0	0
CHEIKH MBACKE TRUSTEE	1 0	X					0	0	0
LAUREN A MESERVE TRUSTEE EFFECTIVE DEC 2012	1 0	X					0	0	0
ROBERT B MILLARD TRUSTEE UNTIL JUNE 2012	1 0	X					0	0	0
JOTHAM MUSINGUZI TRUSTEE	1 0	X					0	0	0
ANNE R PEBBLEY TRUSTEE	1 0	X					0	0	0
TERRY PEIGH TRUSTEE EFFECTIVE JULY 2012	1 0	X					0	0	0
K SUJATHA RAO TRUSTEE	1 0	X					0	0	0
ELIZABETH EDER ZOBEL DE AYALA TRUSTEE	1 0	X					0	0	0
ANN BLANC VP, POVERTY GENDER & YOUTH	40 0			X			217,003	0	16,750
JOHN BONGAARTS VP & DISTINGUISHED SCHOLAR	40 0			X			276,021	0	48,868
SCOTT NEWMAN CFO AND TREASURER	40 0			X			221,607	0	40,260
NAOMI RUTENBERG VP, HIV AND AIDS PROGRAM	40 0			X			246,726	0	57,969
JAMES E SAILER VP, CORPORATE AFFAIRS	40 0			X			261,898	0	32,725

**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 (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations		
		Or director	Individual trustee	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
JOHN W TOWNSEND VP, REPRODUCTIVE HEALTH	40 0			X					266,472	0	57,969
PATRICIA C VAUGHAN GENERAL COUNSEL & SECRETARY	40 0			X					234,996	0	40,260
MARIA DEL MAR AGUILAR DIRECTOR INTERNATIONAL SUPPORT	40 0				X				161,902	0	44,918
IAN ASKEW DIRECTOR, RH SERVICES & RESEAR	45 0					X			257,450	0	142,845
ANDREA ESCHEN DIRECTOR, DEVELOPMENT	40 0					X			187,107	0	56,397
SAMUEL KALIBALA PROJECT DIRECTOR, SEARCH	40 0					X			179,501	0	52,731
SAROJ PACHAURI DISTINGUISHED SCHOLAR	45 0					X			231,681	0	5,747
VICTOR PAULUS GLOBAL HEAD REG AFFAIRS & QA	40 0					X			208,240	0	57,969
ANRUDH K JAIN DISTINGUISHED SCHOLAR	40 0						X		195,354	0	48,864