See a Social Security Number? Say Something!
Report Privacy Problems to https://public.resource.org/privacy
Or call the IRS Identity Theft Hotline at 1-800-908-4490
Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)
▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990 and its instructions is at www.irs.gov/form990.

A For the 2015 calendar year, or tax year beginning and ending

C Name of organization
POPULATION CONNECTION
Doing business as

D Employer identification number

E Telephone number
(202) 332-2200

F Name and address of principal officer
JOHN SEAGER
SAME AS ABOVE

G Gross receipts
$ 15,767,969.

H(a) Is this a group return for subordinates?
Yes[ ] No[X]

H(b) Are all subordinates included?
Yes[ ] No[ ]

I Tax-exempt status
501(c)(3)[ ] 501(c)(4)[ ] 501(c)(6)[ ] 501(h)[ ]

J Website
WWW. POPULATIONCONNECTION. ORG

K Form of organization
Corporation[ ] Trust[ ] Association[ ] Other[ ]

L Year of formation
1968

M State of legal domicile
DC

Part I Summary

1 Briefly describe the organization’s mission or most significant activities
SEE PART III, LINE 1.

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

4 Number of independent voting members of the governing body (Part VI, line 1b)
4

5 Total number of individuals employed in calendar year 2015 (Part V, line 2a)
5

6 Total number of volunteers (estimate if necessary)
6

7a Total unrelated business revenue from Part VIII, column (C), line 12
7a

7b Net unrelated business taxable income from Form 990-T, line 34
7b

8 Contributions and grants (Part VIII, line 1h)

9 Program service revenue (Part VIII, line 2g)

10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)

11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)

12 Total revenue - add lines 8 through 11 must equal Part VIII, column (A), line 12

13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)

14 Benefits paid to or for members (Part IX, column (B), line 4)

15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)

16a Professional fundraising fees (Part IX, column (A), lines 11a and 11b)

16b Total fundraising expenses (Part IX, column (D), line 25)
630,128

17 Other expenses (Part IX, column (A), lines 11a and 11b)

18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)

19 Revenue less expenses Subtract line 18 from line 12

20 Total assets (Part X, line 16)

21 Total liabilities (Part X, line 26)

22 Net assets or fund balances Subtract line 21 from line 20

Part II Signature Block

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

Signature of officer
JOHN SEAGER, PRESIDENT & CEO

Date
9/11/2015

Preparer’s Information

Preparer’s name
Eric J. Lawrence

Preparer’s signature

Preparer’s EIN
52-1392008

Preparer’s phone number
(301) 951-9090

Use Only

Firm’s name
Gelman, Rosenberg & Freedman

Firm’s EIN

Firm’s address
4550 Montgomery Ave Suite 650N
BETHESDA, MD 20814-2930

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

Form 990 (2015)
OVERPOPULATION THREATENS THE QUALITY OF LIFE FOR PEOPLE EVERYWHERE.
POPULATION CONNECTION IS THE NATIONAL GRASSROOTS POPULATION
ORGANIZATION THAT EDUCATES YOUNG PEOPLE AND ADVOCATES PROGRESSIVE
ACTION TO STABILIZE WORLD POPULATION AT A LEVEL THAT CAN BE SUSTAINED

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

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?
If "Yes," describe these changes on Schedule O ✗ Yes [ ] No

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

4a (Code _____) (Expenses $ 2,626,833, including grants of $ 331,000.) (Revenue $ )
COMMUNICATIONS: TO KEEP POPULATION CONNECTION MEMBERS, PUBLIC
OFFICIALS, MEDIA REPRESENTATIVES, AND OTHERS UP-TO-DATE ON U.S. AND
GLOBAL POPULATION ISSUES.

2015 HIGHLIGHTS INCLUDE:
- HAD A REPRESENTATIVE AT THE POPULATION ASSOCIATION OF AMERICA ANNUAL
  CONFERENCE, HELD IN SAN DIEGO IN MAY 2015.
- COMMISSIONED OVER A DOZEN AUTHORS TO WRITE CHAPTERS FOR OUR UPCOMING
  ANTHOLOGY, THE GOOD CRISIS: HOW POPULATION STABILIZATION CAN FOSTER A
  HEALTHY U.S. ECONOMY. THE VOLUME INCLUDED SCHOLARLY ARTICLES ON TEEN
  BIRTHS; THE ECONOMIC IMPACT OF AGING; IMPROVING WORKER HEALTH; AND
  OTHER POPULATION RELATED ISSUES.

4b (Code _____) (Expenses $ 1,256,520, including grants of $ ) (Revenue $ 9,342)
POPULATION EDUCATION: TO PROMOTE POPULATION LITERACY AMONG AMERICAN
YOUTH BY (1) PROVIDING TEACHERS WITH INFORMATION ABOUT POPULATION
DYNAMICS AND THEIR IMPACTS AND BY DEMONSTRATING WAYS THAT THESE
CONCEPTS CAN BE INCORPORATED INTO CLASSROOM ACTIVITIES; AND (2)
PREPARING A NUMBER OF EDUCATORS TO OFFER TRAINING TO OTHER TEACHERS
THROUGH THE POPULATION EDUCATION TRAINING NETWORK (PETNET). FINALLY, TO
PROVIDE FOLLOW-UP ASSISTANCE AND INFORMATION ENABLING FORMER TRAINEES
TO APPLY THEIR TRAINING MOST EFFECTIVELY.

2015 HIGHLIGHTS INCLUDE:
- STAFF OR VOLUNTEER TEACHER TRAINERS CONDUCTED 634 POP-ED WORKSHOPS IN
  45 STATES.

4c (Code _____) (Expenses $ 1,161,803, including grants of $ ) (Revenue $ )
MEMBERSHIP: SUCCESS IN THE AREAS OF ADVOCACY AND PUBLIC EDUCATION
DEPENDS LARGELY ON THE SUPPORT AND DEDICATION OF THE ORGANIZATION'S
MEMBERS. PRESENTLY, WE HAVE MORE THAN 500,000 MEMBERS, SUPPORTERS AND
PARTICIPATING TEACHERS ACROSS THE NATION HELPING REACH OUR GOALS BY
TRAINING TEACHERS, EDUCATING STUDENTS, INFORMING ON POPULATION ISSUES,
WRITING LETTERS TO CONGRESSIONAL LEADERS, SIGNING PETITIONS, GETTING
OPINION LETTERS PUBLISHED IN LOCAL PAPERS, AND SPEAKING ABOUT
POPULATION ISSUES AT LOCAL COMMUNITY EVENTS. WE SUPPORT OUR MEMBERS BY
HOLDING TRAINING AND INFORMATION SESSIONS, RESPONDING TO THEIR
CORRESPONDENCE, REQUEST FOR INFORMATION, AND ORDERS FOR OUR PRODUCTS
AND/OR PUBLICATIONS.

4d Other program services (Describe in Schedule O)
(Expenses $ 1,593,492, including grants of $ 850,300.) (Revenue $ )

4e Total program service expenses $ 6,638,648.

SEE SCHEDULE O FOR CONTINUATION(S)
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<td>1</td>
<td>Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)?</td>
<td>Yes</td>
<td>No</td>
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<td>If &quot;Yes,&quot; complete Schedule A</td>
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<td>2</td>
<td>Is the organization required to complete Schedule B, Schedule of Contributors?</td>
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<td>X</td>
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<td>3</td>
<td>Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If &quot;Yes,&quot; complete Schedule C, Part I</td>
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<td>X</td>
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<td>4</td>
<td>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 &quot;Yes,&quot; complete Schedule C, Part II</td>
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<td>5</td>
<td>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 &quot;Yes,&quot; complete Schedule C, Part III</td>
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<td>6</td>
<td>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 &quot;Yes,&quot; complete Schedule D, Part I</td>
<td>6</td>
<td>X</td>
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<td>7</td>
<td>Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If &quot;Yes,&quot; complete Schedule D, Part II</td>
<td>7</td>
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<td>8</td>
<td>Did the organization maintain collections of works of art, historic treasures, or other similar assets? If &quot;Yes,&quot; complete Schedule D, Part III</td>
<td>8</td>
<td>X</td>
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<td>9</td>
<td>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 &quot;Yes,&quot; complete Schedule D, Part IV</td>
<td>9</td>
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<td>10</td>
<td>Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If &quot;Yes,&quot; complete Schedule D, Part V</td>
<td>10</td>
<td>X</td>
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<td>11</td>
<td>If the organization's answer to any of the following questions is &quot;Yes,&quot; then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable</td>
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<td>a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If &quot;Yes,&quot; complete Schedule D, Part VI</td>
<td>11a</td>
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<td>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 &quot;Yes,&quot; complete Schedule D, Part VII</td>
<td>11b</td>
<td>X</td>
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<td>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 &quot;Yes,&quot; complete Schedule D, Part VIII</td>
<td>11c</td>
<td>X</td>
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<td>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 &quot;Yes,&quot; complete Schedule D, Part IX</td>
<td>11d</td>
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<td>e Did the organization report an amount for other liabilities in Part X, line 25? If &quot;Yes,&quot; complete Schedule D, Part X</td>
<td>11e</td>
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<td>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 &quot;Yes,&quot; complete Schedule D, Part X</td>
<td>11f</td>
<td>X</td>
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<td>12a</td>
<td>Did the organization obtain separate, independent audited financial statements for the tax year? If &quot;Yes,&quot; complete Schedule D, Parts XI and XII</td>
<td>12a</td>
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<td>b Was the organization included in consolidated, independent audited financial statements for the tax year? If &quot;Yes,&quot; and if the organization answered &quot;No&quot; to line 12a, then completing Schedule D, Parts XI and XII is optional</td>
<td>12b</td>
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<td>13</td>
<td>Is the organization a school described in section 170(b)(1)(A)(i)? If &quot;Yes,&quot; complete Schedule E</td>
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<td>14a</td>
<td>Did the organization maintain an office, employees, or agents outside of the United States?</td>
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<td>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 &quot;Yes,&quot; complete Schedule F, Parts I and IV</td>
<td>14b</td>
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<td>c Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or other assistance to or for any foreign organization? If &quot;Yes,&quot; complete Schedule F, Parts II and IV</td>
<td>15</td>
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<td>d Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or other assistance to or for foreign individuals? If &quot;Yes,&quot; complete Schedule F, Parts III and IV</td>
<td>16</td>
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<td>e 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 11? If &quot;Yes,&quot; complete Schedule G, Part I</td>
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<td>f Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If &quot;Yes,&quot; complete Schedule G, Part II</td>
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<td>g Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? If &quot;Yes,&quot; complete Schedule G, Part III</td>
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<td>Question</td>
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<td>20a Did the organization operate one or more hospital facilities?</td>
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<td>If &quot;Yes,&quot; complete Schedule H</td>
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<td>b If &quot;Yes&quot; to line 20a, did the organization attach a copy of its</td>
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<td>audited financial statements to this return?</td>
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<td>21 Did the organization report more than $5,000 of grants or other</td>
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<td>assistance to any domestic organization or domestic government on</td>
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<td>Part IX, column (A), line 1? If &quot;Yes,&quot; complete Schedule I, Parts I</td>
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<td>22 Did the organization report more than $5,000 of grants or other</td>
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<td>assistance to or for domestic individuals on Part IX, column (A),</td>
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<td>line 2? If &quot;Yes,&quot; complete Schedule I, Parts I and III</td>
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<td>23 Did the organization answer &quot;Yes&quot; to Part VII, Section A, line 3,</td>
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<td>4, or 5 about compensation of the organization's current and</td>
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<td>former officers, directors, trustees, key employees, and highest</td>
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<td>compensated employees? If &quot;Yes,&quot; complete Schedule J</td>
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<td>24a Did the organization have a tax-exempt bond issue with an</td>
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<td>outstanding principal amount of more than $100,000 as of the last</td>
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<td>day of the year, that was issued after December 31, 2002? If &quot;Yes,&quot;</td>
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<td>answer lines 24b through 24d and complete Schedule K. If &quot;No,&quot;</td>
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<td>go to line 25a</td>
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<td>b Did the organization invest any proceeds of tax-exempt bonds beyond</td>
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<td>a temporary period exception?</td>
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<td>c Did the organization maintain an escrow account other than a</td>
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<td>refunding escrow at any time during the year to defease tax-exempt</td>
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<td>bonds?</td>
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<td>d Did the organization act as an &quot;on behalf of&quot; issuer for bonds</td>
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<td>outstanding at any time during the year?</td>
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<td>25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did</td>
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<td>the organization engage in an excess benefit transaction with a</td>
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<td>disqualified person during the year? If &quot;Yes,&quot; complete Schedule L,</td>
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<td>b Is the organization aware that it engaged in an excess benefit</td>
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<td>transaction with a disqualified person in a prior year, and that</td>
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<td>the transaction has not been reported on any of the</td>
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<td>organization's prior Forms 990 or 990-EZ? If &quot;Yes,&quot; complete</td>
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<td>Schedule L, Part I</td>
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<td>26 Did the organization report any amount on Part X, line 5, 6, or</td>
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<td>22 for receivables from or payables to any current or former</td>
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<td>officers, directors, trustees, key employees, highest compensated</td>
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<td>employees, or disqualified persons? If &quot;Yes,&quot; complete Schedule L,</td>
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<td>27 Did the organization provide a grant or other assistance to an</td>
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<td>officer, director, trustee, key employee, substantial</td>
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<td>contributor or employee thereof, a grant selection committee member,</td>
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<td>or to a 35% controlled entity or family member of any of these</td>
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<td>persons? If &quot;Yes,&quot; complete Schedule L, Part III</td>
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<td>28 Was the organization a party to a business transaction with one of</td>
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<td>the following parties (see Schedule L, Part IV instructions for</td>
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<td>applicable filing thresholds, conditions, and exceptions)</td>
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<td>a A current or former officer, director, trustee, or key employee?</td>
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<td>If &quot;Yes,&quot; complete Schedule L, Part IV</td>
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<td>b A family member of a current or former officer, director, trustee,</td>
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<td>or key employee? If &quot;Yes,&quot; complete Schedule L, Part IV</td>
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<td>c An entity of which a current or former officer, director, trustee,</td>
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<td>or key employee (or a family member thereof) was an officer,</td>
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<td>director, trustee, or direct or indirect owner? If &quot;Yes,&quot;</td>
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<td>complete Schedule L, Part IV</td>
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<td>29 Did the organization receive more than $25,000 in non-cash</td>
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<td>contributions? If &quot;Yes,&quot; complete Schedule M</td>
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<td>30 Did the organization receive contributions of art, historical</td>
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<td>treasures, or other similar assets, or qualified conservation</td>
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<td>contributions? If &quot;Yes,&quot; complete Schedule M</td>
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<td>31 Did the organization liquidate, terminate, or dissolve and cease</td>
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<td>operations? If &quot;Yes,&quot; complete Schedule N, Part I</td>
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<td>32 Did the organization sell, exchange, dispose of, or transfer more</td>
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<td>than 25% of its net assets? If &quot;Yes,&quot; complete Schedule N, Part II</td>
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<td>33 Did the organization own 100% of an entity disregarded as separate</td>
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<td>from the organization under Regulations sections 301 7701-2 and</td>
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<td>301 7701-3? If &quot;Yes,&quot; complete Schedule R, Part I</td>
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<td>34 Was the organization related to any tax-exempt or taxable entity?</td>
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<td>If &quot;Yes,&quot; complete Schedule R, Part II, III, or IV, and Part V,</td>
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<td>35a Did the organization have a controlled entity within the meaning</td>
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<td>of section 512(b)(13)?</td>
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<td>b If &quot;Yes&quot; to line 35a, did the organization receive any payment from</td>
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<td>or engage in any transaction with a controlled entity within the</td>
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<td>an entity that is not a related organization and that is treated as</td>
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Note: 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 or note to any line in this Part V

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<tr>
<td>14b</td>
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</table>
Section A. Governing Body and Management

1a Enter the number of voting members of the governing body at the end of the tax year
   Yes / No

1b Enter the number of voting members included in line 1a, above, who are independent
   Yes / No

2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?
   Yes / No

3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?
   Yes / No

4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?
   Yes / No

5 Did the organization become aware during the year of a significant divestiture of the organization's assets?
   Yes / No

6 Did the organization have members or stockholders?
   Yes / No

7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?
   Yes / No

7b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?
   Yes / No

8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following?
   a The governing body?
      Yes / No
   b Each committee with authority to act on behalf of the governing body?
      Yes / No
   c Any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address?
      Yes / No

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

10a Did the organization have local chapters, branches, or affiliates?
   Yes / No

10b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?
   Yes / No

11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?
   Yes / No

11b Describe in Schedule O the process, if any, used by the organization to review this Form 990
   Yes / No

12a Did the organization have a written conflict of interest policy? If "No," go to line 13
   Yes / No

12b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?
   Yes / No

12c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done
   Yes / No

13 Did the organization have a written whistleblower policy?
   Yes / No

14 Did the organization have a written document retention and destruction policy?
   Yes / No

15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?
   a The organization's CEO, Executive Director, or top management official
      Yes / No
   b Other officers or key employees of the organization
      Yes / No

16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?
   Yes / No

16b 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?
   Yes / No

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ►SEE SCHEDULE O

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3) only) available for public inspection. Indicate how you made these available. Check all that apply
   [X] Own website
   [ ] Another's website
   [X] Upon request
   [ ] Other (explain in Schedule O)

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

20 State the name, address, and telephone number of the person who possesses the organization's books and records ►
   JOHN SEAGER - (202)332-2200
   2120 L STREET, NW, SUITE 500, WASHINGTON, DC 20037
### Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

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 0.0 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 **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations.
- List all of the organization’s **former** officers, key employees, and highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization’s **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations.

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

<table>
<thead>
<tr>
<th>(A) Name and Title</th>
<th>(B) Average hours per week (list any hours for related organizations below line)</th>
<th>(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)</th>
<th>(D) Reportable compensation from the organization (W-2/1099-MISC)</th>
<th>(E) Reportable compensation from related organizations (W-2/1099-MISC)</th>
<th>(F) Estimated amount of other compensation from the organization and related organizations</th>
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### Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

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<tr>
<th>Name and title</th>
<th>Average hours per week</th>
<th>Position (do not check more than one box, unless person is both an officer and a director/trustee)</th>
<th>Reportable compensation from the organization (W-2/1099-MISC)</th>
<th>Reportable compensation from related organizations (W-2/1099-MISC)</th>
<th>Estimated amount of other compensation from the organization and related organizations</th>
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<td>(18) PAMELA WASSELMAN</td>
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<tr>
<td>(19) MARIA OROZCO-MARQUEZ</td>
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<tr>
<td>DIRECTOR OF ADMINISTRATION</td>
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<tr>
<td>(20) SHAUNA SCHERER</td>
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1b Sub-total  
823,251.  
0.  
73,300.

c Total from continuation sheets to Part VII, Section A  
823,251.  
0.  
73,300.

d Total (add lines 1b and 1c)  
823,251.  
0.  
73,300.

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  
5

3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual  
Yes  
No  

4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? If "Yes," complete Schedule J for such individual  
Yes  
No  

5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person  
Yes  
No

### Section B. Independent Contractors

1 Complete the 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.

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<tr>
<th>Name and business address</th>
<th>Description of services</th>
<th>Compensation</th>
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<tr>
<td>TECHNOLOGY JUNCTION COMPANY</td>
<td>IT SERVICES &amp; EQUIPMENT/SOFTWARE</td>
<td>220,398.</td>
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<tr>
<td>PO BOX 6122, ALEXANDRIA, VA 22306</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NAMES IN THE NEWS</td>
<td>NAME LISTING RENTALS</td>
<td>168,295.</td>
</tr>
<tr>
<td>180 GRAND AVE. #1545, OAKLAND, CA 94612</td>
<td></td>
<td></td>
</tr>
<tr>
<td>DIXON HUGHES GOODMAN LLP</td>
<td>ACCOUNTING</td>
<td>148,217.</td>
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<tr>
<td>500 RIDGEFIELD CT., ASHEVILLE, NC 28806</td>
<td></td>
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</tr>
<tr>
<td>PIXELDUST STUDIOS, LLC</td>
<td>WEB HOSTING, VIDEO</td>
<td>113,226.</td>
</tr>
<tr>
<td>4350 EAST-WEST HWY #350, BETHESDA, MD 20814DEV.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

**Form 990 (2015)**  
**PO POPULATION CONNECTION**  
**94-1703155 Page 9**

- **Total revenue**
- **Related or exempt function revenue**
- **Unrelated business revenue**
- **Revenue excluded from tax under Sections 512 - 514**

#### Contributions, Gifts, Grants and Other Similar Amounts

<table>
<thead>
<tr>
<th></th>
<th>(A)</th>
<th>(B)</th>
<th>(C)</th>
<th>(D)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a</td>
<td>Federated campaigns</td>
<td>1a</td>
<td></td>
<td></td>
</tr>
<tr>
<td>1b</td>
<td>Membership dues</td>
<td>1b</td>
<td>912,970.</td>
<td></td>
</tr>
<tr>
<td>1c</td>
<td>Fundraising events</td>
<td>1c</td>
<td></td>
<td></td>
</tr>
<tr>
<td>1d</td>
<td>Related organizations</td>
<td>1d</td>
<td></td>
<td></td>
</tr>
<tr>
<td>1e</td>
<td>Government grants (contributions)</td>
<td>1e</td>
<td></td>
<td></td>
</tr>
<tr>
<td>1f</td>
<td>All other contributions, gifts, grants, and similar amounts not included above</td>
<td>1f</td>
<td>7,080,548.</td>
<td></td>
</tr>
<tr>
<td>1g</td>
<td>Noncash contributions included in lines 1a-1f</td>
<td>1g</td>
<td>329,966.</td>
<td></td>
</tr>
<tr>
<td>1h</td>
<td>Total, Add lines 1a-1f</td>
<td>1h</td>
<td>7,993,516.</td>
<td></td>
</tr>
</tbody>
</table>

#### Program Service Revenue

<table>
<thead>
<tr>
<th></th>
<th>Business Code</th>
<th>(A)</th>
<th>(B)</th>
<th>(C)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2a</td>
<td>HONORARIUM</td>
<td>900099</td>
<td>3,359.</td>
<td>3,359.</td>
</tr>
<tr>
<td>2b</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2c</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2d</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2e</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2f</td>
<td>All other program service revenue</td>
<td>2f</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2g</td>
<td>Total, Add lines 2a-2f</td>
<td>2g</td>
<td>3,359.</td>
<td></td>
</tr>
</tbody>
</table>

#### Investment income (including dividends, interest, and other similar amounts)

<table>
<thead>
<tr>
<th></th>
<th>(A)</th>
<th>(B)</th>
</tr>
</thead>
<tbody>
<tr>
<td>3</td>
<td></td>
<td>136,586.</td>
</tr>
<tr>
<td>4</td>
<td>Income from investment of tax-exempt bond proceeds</td>
<td></td>
</tr>
</tbody>
</table>

#### Royalties

<table>
<thead>
<tr>
<th></th>
<th>(A)</th>
<th>(B)</th>
</tr>
</thead>
<tbody>
<tr>
<td>5</td>
<td></td>
<td>4,065.</td>
</tr>
</tbody>
</table>

#### Gross rents

<table>
<thead>
<tr>
<th></th>
<th>(A)</th>
<th>(B)</th>
</tr>
</thead>
<tbody>
<tr>
<td>6a</td>
<td></td>
<td></td>
</tr>
<tr>
<td>6b</td>
<td>Less rental expenses</td>
<td></td>
</tr>
<tr>
<td>6c</td>
<td>Rental income or (loss)</td>
<td></td>
</tr>
<tr>
<td>6d</td>
<td>Net rental income or (loss)</td>
<td></td>
</tr>
</tbody>
</table>

#### Gross amount from sales of assets other than inventory

<table>
<thead>
<tr>
<th></th>
<th>(A)</th>
<th>(B)</th>
<th>(C)</th>
</tr>
</thead>
<tbody>
<tr>
<td>7a</td>
<td></td>
<td>7,368,764.</td>
<td></td>
</tr>
<tr>
<td>7b</td>
<td>Less cost or other basis and sales expenses</td>
<td>7,367,922.</td>
<td>625.</td>
</tr>
<tr>
<td>7c</td>
<td>Gain or (loss)</td>
<td>942.</td>
<td>-625.</td>
</tr>
<tr>
<td>7d</td>
<td>Net gain or (loss)</td>
<td>317.</td>
<td></td>
</tr>
</tbody>
</table>

#### Gross income from fundraising events (not including $ of contributions reported on line 1c) See Part IV, line 18

<table>
<thead>
<tr>
<th></th>
<th>(A)</th>
<th>(B)</th>
</tr>
</thead>
<tbody>
<tr>
<td>8a</td>
<td></td>
<td></td>
</tr>
<tr>
<td>8b</td>
<td>Less direct expenses</td>
<td></td>
</tr>
<tr>
<td>8c</td>
<td>Net income or (loss) from fundraising events</td>
<td></td>
</tr>
</tbody>
</table>

#### Gross income from gaming activities See Part IV, line 19

<table>
<thead>
<tr>
<th></th>
<th>(A)</th>
<th>(B)</th>
</tr>
</thead>
<tbody>
<tr>
<td>9a</td>
<td></td>
<td></td>
</tr>
<tr>
<td>9b</td>
<td>Less direct expenses</td>
<td></td>
</tr>
<tr>
<td>9c</td>
<td>Net income or (loss) from gaming activities</td>
<td></td>
</tr>
</tbody>
</table>

#### Gross sales of inventory, less returns and allowances

<table>
<thead>
<tr>
<th></th>
<th>(A)</th>
<th>(B)</th>
</tr>
</thead>
<tbody>
<tr>
<td>10a</td>
<td></td>
<td>5,983.</td>
</tr>
<tr>
<td>10b</td>
<td>Less cost of goods sold</td>
<td>0.</td>
</tr>
<tr>
<td>10c</td>
<td>Net income or (loss) from sales of inventory</td>
<td></td>
</tr>
</tbody>
</table>

#### Miscellaneous Revenue

<table>
<thead>
<tr>
<th></th>
<th>(A)</th>
<th>(B)</th>
<th>(C)</th>
</tr>
</thead>
<tbody>
<tr>
<td>11a</td>
<td>MISCELLANEOUS</td>
<td>11a</td>
<td>255,694.</td>
</tr>
<tr>
<td>11b</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11c</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11d</td>
<td>All other revenue</td>
<td>11d</td>
<td></td>
</tr>
<tr>
<td>11e</td>
<td>Total, Add lines 11a-11d</td>
<td>11e</td>
<td>255,694.</td>
</tr>
</tbody>
</table>

#### Total revenue See instructions

<table>
<thead>
<tr>
<th></th>
<th>(A)</th>
<th>(B)</th>
<th>(C)</th>
<th>(D)</th>
</tr>
</thead>
<tbody>
<tr>
<td>12</td>
<td></td>
<td>8,399,522.</td>
<td>9,342.</td>
<td>0.</td>
</tr>
</tbody>
</table>
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#### Part IX | Statement of Functional Expenses

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

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

<table>
<thead>
<tr>
<th>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</th>
<th>(A) Total expenses</th>
<th>(B) Program service expenses</th>
<th>(C) Management and general expenses</th>
<th>(D) Fundraising expenses</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21</td>
<td>1,181,300</td>
<td>1,181,300</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2 Grants and other assistance to domestic individuals. See Part IV, line 22</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Benefits paid to or for members</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 Compensation of current officers, directors, trustees, and key employees</td>
<td>87,851</td>
<td>69,402</td>
<td>5,271</td>
<td>13,178</td>
</tr>
<tr>
<td>6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7 Other salaries and wages</td>
<td>1,798,450</td>
<td>1,384,482</td>
<td>143,603</td>
<td>270,365</td>
</tr>
<tr>
<td>8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)</td>
<td>82,249</td>
<td>64,699</td>
<td>6,261</td>
<td>11,289</td>
</tr>
<tr>
<td>9 Other employee benefits</td>
<td>97,072</td>
<td>76,367</td>
<td>7,352</td>
<td>13,353</td>
</tr>
<tr>
<td>10 Payroll taxes</td>
<td>142,669</td>
<td>99,880</td>
<td>23,917</td>
<td>18,872</td>
</tr>
<tr>
<td>11 Fees for services (non-employees)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Management</td>
<td>6,803</td>
<td>5,180</td>
<td>534</td>
<td>1,089</td>
</tr>
<tr>
<td>b Legal</td>
<td>152,708</td>
<td>106,060</td>
<td>23,481</td>
<td>23,167</td>
</tr>
<tr>
<td>c Accounting</td>
<td></td>
<td>152,708</td>
<td>106,060</td>
<td>23,481</td>
</tr>
<tr>
<td>d Lobbying</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e Professional fundraising services. See Part IV, line 17</td>
<td>54,254</td>
<td>54,254</td>
<td></td>
<td></td>
</tr>
<tr>
<td>f Investment management fees</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>g Other (if line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O)</td>
<td>609,877</td>
<td>585,342</td>
<td>21,318</td>
<td>3,217</td>
</tr>
<tr>
<td>12 Advertising and promotion</td>
<td>9,528</td>
<td>8,066</td>
<td>1,462</td>
<td></td>
</tr>
<tr>
<td>13 Office expenses</td>
<td>70,054</td>
<td>59,086</td>
<td>5,737</td>
<td>5,231</td>
</tr>
<tr>
<td>14 Information technology</td>
<td>118,697</td>
<td>118,697</td>
<td></td>
<td></td>
</tr>
<tr>
<td>15 Royalties</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>16 Occupancy</td>
<td>286,973</td>
<td>183,992</td>
<td>51,745</td>
<td>51,236</td>
</tr>
<tr>
<td>17 Travel</td>
<td>204,710</td>
<td>182,997</td>
<td>1,969</td>
<td>19,767</td>
</tr>
<tr>
<td>18 Payments of travel or entertainment expenses for any federal, state, or local public officials</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>19 Conferences, conventions, and meetings</td>
<td>166,725</td>
<td>156,594</td>
<td>316</td>
<td>9,815</td>
</tr>
<tr>
<td>20 Interest</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>21 Payments to affiliates</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>22 Depreciation, depletion, and amortization</td>
<td>65,690</td>
<td>50,644</td>
<td>5,222</td>
<td>9,824</td>
</tr>
<tr>
<td>23 Insurance</td>
<td>42,004</td>
<td>33,715</td>
<td>2,434</td>
<td>5,855</td>
</tr>
<tr>
<td>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.)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a POSTAGE AND DELIVERY</td>
<td>1,098,949</td>
<td>1,071,786</td>
<td>1,331</td>
<td>25,832</td>
</tr>
<tr>
<td>b PRINTING AND PRODUCTION</td>
<td>737,628</td>
<td>700,051</td>
<td>158</td>
<td>37,419</td>
</tr>
<tr>
<td>c MECHANICAL SERVICES</td>
<td>527,414</td>
<td>474,965</td>
<td>10,851</td>
<td>41,586</td>
</tr>
<tr>
<td>d SUBSCRIPTIONS</td>
<td>23,002</td>
<td>20,382</td>
<td>2,620</td>
<td></td>
</tr>
<tr>
<td>e All other expenses</td>
<td>15,977</td>
<td>4,984</td>
<td>308</td>
<td>10,685</td>
</tr>
<tr>
<td>25 Total functional expenses. Add lines 1 through 24e</td>
<td>7,580,584</td>
<td>6,638,648</td>
<td>311,808</td>
<td>630,128</td>
</tr>
<tr>
<td>26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Check here [X] if following SOP 98-2 (ASC 958-720)

<table>
<thead>
<tr>
<th>Total expenses</th>
<th>Program service expenses</th>
<th>Management and general expenses</th>
<th>Fundraising expenses</th>
</tr>
</thead>
<tbody>
<tr>
<td>1,304,680</td>
<td>990,774</td>
<td>0</td>
<td>313,906</td>
</tr>
<tr>
<td>Assets</td>
<td>(A) Beginning of year</td>
<td>(B) End of year</td>
<td></td>
</tr>
<tr>
<td>-------</td>
<td>----------------------</td>
<td>-----------------</td>
<td></td>
</tr>
<tr>
<td>1</td>
<td>Cash - non-interest-bearing</td>
<td>4,152,268.</td>
<td>1,838,558.</td>
</tr>
<tr>
<td>2</td>
<td>Savings and temporary cash investments</td>
<td>2,470,092.</td>
<td>5,375,738.</td>
</tr>
<tr>
<td>3</td>
<td>Pledges and grants receivable, net</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Accounts receivable, net</td>
<td>247,230.</td>
<td>476,104.</td>
</tr>
<tr>
<td>5</td>
<td>Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L</td>
<td></td>
<td></td>
</tr>
<tr>
<td>6</td>
<td>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 instr) Complete Part II of Sch L</td>
<td></td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>Notes and loans receivable, net</td>
<td>60,000.</td>
<td>207,770.</td>
</tr>
<tr>
<td>8</td>
<td>Inventories for sale or use</td>
<td>18,767.</td>
<td>15,128.</td>
</tr>
<tr>
<td>9</td>
<td>Prepaid expenses and deferred charges</td>
<td>97,310.</td>
<td>92,492.</td>
</tr>
<tr>
<td>10a</td>
<td>Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D</td>
<td>764,390.</td>
<td></td>
</tr>
<tr>
<td>10b</td>
<td>Less accumulated depreciation</td>
<td>398,851.</td>
<td></td>
</tr>
<tr>
<td>11</td>
<td>Investments - publicly traded securities</td>
<td>1,728,541.</td>
<td>3,300,619.</td>
</tr>
<tr>
<td>12</td>
<td>Investments - other securities See Part IV, line 11</td>
<td>69,389.</td>
<td>69,283.</td>
</tr>
<tr>
<td>13</td>
<td>Investments - program-related See Part IV, line 11</td>
<td></td>
<td></td>
</tr>
<tr>
<td>14</td>
<td>Intangible assets</td>
<td></td>
<td></td>
</tr>
<tr>
<td>15</td>
<td>Other assets See Part IV, line 11</td>
<td></td>
<td></td>
</tr>
<tr>
<td>16</td>
<td><strong>Total assets</strong>, Add lines 1 through 15 (must equal line 34)</td>
<td>9,327,945.</td>
<td>11,861,533.</td>
</tr>
<tr>
<td>17</td>
<td>Accounts payable and accrued expenses</td>
<td>230,120.</td>
<td>265,585.</td>
</tr>
<tr>
<td>18</td>
<td>Grants payable</td>
<td></td>
<td></td>
</tr>
<tr>
<td>19</td>
<td>Deferred revenue</td>
<td></td>
<td></td>
</tr>
<tr>
<td>20</td>
<td>Tax-exempt bond liabilities</td>
<td></td>
<td></td>
</tr>
<tr>
<td>21</td>
<td>Escrow or custodial account liability Complete Part IV of Schedule D</td>
<td>696,264.</td>
<td>1,145,915.</td>
</tr>
<tr>
<td>22</td>
<td>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</td>
<td></td>
<td></td>
</tr>
<tr>
<td>23</td>
<td>Secured mortgages and notes payable to unrelated third parties</td>
<td></td>
<td></td>
</tr>
<tr>
<td>24</td>
<td>Unsecured notes and loans payable to unrelated third parties</td>
<td></td>
<td></td>
</tr>
<tr>
<td>25</td>
<td>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</td>
<td>386,263.</td>
<td>1,673,496.</td>
</tr>
<tr>
<td>26</td>
<td><strong>Total liabilities</strong>, Add lines 17 through 25</td>
<td>1,312,647.</td>
<td>3,084,996.</td>
</tr>
<tr>
<td>27</td>
<td>Organizations that follow SFAS 117 (ASC 958), check here X and complete lines 27 through 29, and lines 33 and 34.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>28</td>
<td>Unrestricted net assets</td>
<td>7,974,298.</td>
<td>8,641,537.</td>
</tr>
<tr>
<td>29</td>
<td>Temporarily restricted net assets</td>
<td>40,000.</td>
<td>134,000.</td>
</tr>
<tr>
<td>29</td>
<td>Permanently restricted net assets</td>
<td>1,000.</td>
<td>1,000.</td>
</tr>
<tr>
<td>30</td>
<td>Organizations that do not follow SFAS 117 (ASC 958), check here □ and complete lines 30 through 34.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>31</td>
<td>Capital stock or trust principal, or current funds</td>
<td></td>
<td></td>
</tr>
<tr>
<td>32</td>
<td>Paid-in or capital surplus, or land, building, or equipment fund</td>
<td></td>
<td></td>
</tr>
<tr>
<td>33</td>
<td>Retained earnings, endowment, accumulated income, or other funds</td>
<td></td>
<td></td>
</tr>
<tr>
<td>34</td>
<td>Total net assets or fund balances</td>
<td>8,015,298.</td>
<td>8,776,537.</td>
</tr>
<tr>
<td>34</td>
<td>Total liabilities and net assets/fund balances</td>
<td>9,327,945.</td>
<td>11,861,533.</td>
</tr>
</tbody>
</table>
### Part XI: Reconciliation of Net Assets

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Total revenue (must equal Part VIII, column (A), line 12)</td>
</tr>
<tr>
<td>2</td>
<td>Total expenses (must equal Part IX, column (A), line 25)</td>
</tr>
<tr>
<td>3</td>
<td>Revenue less expenses Subtract line 2 from line 1</td>
</tr>
<tr>
<td>4</td>
<td>Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))</td>
</tr>
<tr>
<td>5</td>
<td>Net unrealized gains (losses) on investments</td>
</tr>
<tr>
<td>6</td>
<td>Donated services and use of facilities</td>
</tr>
<tr>
<td>7</td>
<td>Investment expenses</td>
</tr>
<tr>
<td>8</td>
<td>Prior period adjustments</td>
</tr>
<tr>
<td>9</td>
<td>Other changes in net assets or fund balances (explain in Schedule O)</td>
</tr>
<tr>
<td>10</td>
<td>Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))</td>
</tr>
</tbody>
</table>

### Part XII: Financial Statements and Reporting

- **Accounting method used to prepare the Form 990**: Cash [X] Accrual [ ] Other [ ]

  - If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O

- **Were the organization's financial statements compiled or reviewed by an independent accountant?**
  - [X] Yes  [ ] No

  - 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
    - [ ] Separate basis
    - [X] Consolidated basis
    - [ ] Both consolidated and separate basis

- **Were the organization's financial statements audited by an independent accountant?**
  - [X] Yes  [ ] No

  - 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
    - [ ] Separate basis
    - [X] Consolidated basis
    - [ ] Both consolidated and separate basis

- **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?**
  - [X] Yes  [ ] No

- **As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?**
  - [X] Yes  [ ] No

  - 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
**SCHEDULE A**

**Public Charity Status and Public Support**

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

Attach to Form 990 or Form 990-EZ.

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

Name of the organization: **POPULATION CONNECTION**

Employer identification number: **94-1703155**

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

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

1. A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
2. A school described in section 170(b)(1)(A)(ii). (Attach Schedule E (Form 990 or 990-EZ))
3. A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
4. A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital’s name, city, and state.
5. An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(v).
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 II)
10. An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
11. An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box in lines 11a through 11d that describes the type of supporting organization and complete lines 11e, 11f, and 11g.

   a. Type I. A supporting organization operated, supervised, or controlled by its supporting organization(s), typically by giving the supporting organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. You must complete Part IV, Sections A and B.

   b. Type II. A supporting organization supervised or controlled in connection with its supported organization(s) by having control or management of the supporting organization vested in the same persons that control or manage the supporting organization(s). You must complete Part IV, Sections A and C.

   c. Type III functionally integrated. A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). You must complete Part IV, Sections A, D, and E.

   d. Type III non-functionally integrated. A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attunement requirement (see instructions). You must complete Part IV, Sections A and D, and Part V.

   e. Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.

   f. Enter the number of supported organizations.

   g. Provide the following information about the supported organization(s):

   (i) Name of supported organization
   (ii) EIN
   (iii) Type of organization (described on lines 19 above (see instructions))
   (iv) Is the organization listed in your governing document? Yes No
   (v) Amount of monetary support (see instructions)
   (vi) Amount of other support (see instructions)

   Total

LHA For Paperwork Reduction Act Notice, see the Instructions for Schedule A (Form 990 or 990-EZ) 2015.
### Section A. Public Support

**Calendar year (or fiscal year beginning in):**

<table>
<thead>
<tr>
<th></th>
<th>(a) 2011</th>
<th>(b) 2012</th>
<th>(c) 2013</th>
<th>(d) 2014</th>
<th>(e) 2015</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>3,412,954</td>
<td>3,949,421</td>
<td>5,548,499</td>
<td>10,868,301</td>
<td>7,993,518</td>
<td>31,772,693</td>
</tr>
<tr>
<td>2</td>
<td>26,504</td>
<td>41,695</td>
<td>81,325</td>
<td>89,544</td>
<td>140,651</td>
<td>379,719</td>
</tr>
<tr>
<td>3</td>
<td>2,014</td>
<td>1</td>
<td>255,694</td>
<td>257,709</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>3,412,954</td>
<td>3,949,421</td>
<td>5,548,499</td>
<td>10,868,301</td>
<td>7,993,518</td>
<td>31,772,693</td>
</tr>
<tr>
<td>5</td>
<td>276,798</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6</td>
<td>31,495,895</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Section B. Total Support

**Calendar year (or fiscal year beginning in):**

<table>
<thead>
<tr>
<th></th>
<th>(a) 2011</th>
<th>(b) 2012</th>
<th>(c) 2013</th>
<th>(d) 2014</th>
<th>(e) 2015</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>7</td>
<td>3,412,954</td>
<td>3,949,421</td>
<td>5,548,499</td>
<td>10,868,301</td>
<td>7,993,518</td>
<td>31,772,693</td>
</tr>
<tr>
<td>8</td>
<td>26,504</td>
<td>41,695</td>
<td>81,325</td>
<td>89,544</td>
<td>140,651</td>
<td>379,719</td>
</tr>
<tr>
<td>9</td>
<td>2,014</td>
<td>1</td>
<td>255,694</td>
<td>257,709</td>
<td></td>
<td></td>
</tr>
<tr>
<td>10</td>
<td>48,767</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11</td>
<td>3,412,954</td>
<td>3,949,421</td>
<td>5,548,499</td>
<td>10,868,301</td>
<td>7,993,518</td>
<td>31,772,693</td>
</tr>
</tbody>
</table>

### Section C. Computation of Public Support Percentage

- **14** Public support percentage for 2015 (line 6, column (f) divided by line 11, column (f))
  - 14 | 97.18 |
- **15** Public support percentage from 2014 Schedule A, Part II, line 14
  - 15 | 63.07 |

**16a 33 1/3% support test - 2015.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization

**17a 10% facts-and-circumstances test - 2015.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization

**18 Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions
### Section A. Public Support

<table>
<thead>
<tr>
<th>Calendar year (or fiscal year beginning in)</th>
<th>(a) 2011</th>
<th>(b) 2012</th>
<th>(c) 2013</th>
<th>(d) 2014</th>
<th>(e) 2015</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>1   Gifts, grants, contributions, and membership fees received</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(Do not include any &quot;unusual grants&quot;)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>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</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3   Gross receipts from activities that are not an unrelated trade or business under section 513</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4   Tax revenues levied for the organization's benefit and either paid to or expended on its behalf</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5   The value of services or facilities furnished by a governmental unit to the organization without charge</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6   Total. Add lines 1 through 5</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7a  Amounts included on lines 1, 2, and 3 received from disqualified persons</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7b  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</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7c  Add lines 7a and 7b</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8   Public support. (Subtract line 7c from line 6)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Section B. Total Support

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

### Section C. Computation of Public Support Percentage

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

### Section D. Computation of Investment Income Percentage

| Investment income percentage for 2015 (line 10c, column (f) divided by line 13, column (f)) | 17 | % |
| Investment income percentage from 2014 Schedule A, Part III, line 17 | 18 | % |

**19a 33 1/3% support tests - 2015.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization.

**19b 33 1/3% support tests - 2014.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization.

**20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions.
Section A. All Supporting Organizations

1. Are all of the organization’s supported organizations listed by name in the organization’s governing documents? If “No,” describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.

2. Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? If “Yes,” explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).

3a. Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? If “Yes,” answer (b) and (c) below.

b. Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? If “Yes,” describe in Part VI when and how the organization made the determination.

c. Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? If “Yes,” explain in Part VI what controls the organization put in place to ensure such use.

4a. Was any supported organization not organized in the United States (“foreign supported organization?”). If “Yes,” and if you checked 11a or 11b in Part I, answer (b) and (c) below.

b. Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? If “Yes,” describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.

c. Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? If “Yes,” explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.

5a. Did the organization add, substitute, or remove any supported organizations during the tax year? If “Yes,” answer (b) and (c) below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed, (ii) the reasons for each such action, (iii) the authority under the organization’s organizing document authorizing such action, and (iv) how the action was accomplished (such as by amendment to the organizing document).

b. Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization’s organizing document?

c. Substitutions only. Was the substitution the result of an event beyond the organization’s control?

6. Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization’s supported organizations? If “Yes,” provide detail in Part VI.

7. Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? If “Yes,” complete Part I of Schedule L (Form 990 or 990-EZ).

8. Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? If “Yes,” complete Part I of Schedule L (Form 990 or 990-EZ).

9a. Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? If “Yes,” provide detail in Part VI.

b. Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? If “Yes,” provide detail in Part VI.

c. Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? If “Yes,” provide detail in Part VI.

10a. Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If “Yes,” answer 10b below.

b. Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)
Schedule A (Form 990 or 990-EZ) 2015  POPULATION CONNECTION  94-1703155  Page 5

Part IV  Supporting Organizations (continued)

11 Has the organization accepted a gift or contribution from any of the following persons?
   a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c)
      below, the governing body of a supported organization?  11a
   b A family member of a person described in (a) above?  11b
   c A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in Part VI.  11c

Section B. Type I Supporting Organizations

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

2 Did the organization operate for the benefit of any supported organization other than the supported
   organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in
   Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated,
   supervised, or controlled the supporting organization
   2

Section C. Type II Supporting Organizations

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

Section D. All Type III Supporting Organizations

1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the
   organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax
   year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (ii) copies of the
   organization's governing documents in effect on the date of notification, to the extent not previously provided?
   1

2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported
   organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in Part VI how
   the organization maintained a close and continuous working relationship with the supported organization(s)
   2

3 By reason of the relationship described in (2), did the organization's supported organizations have a
   significant voice in the organization's investment policies and in directing the use of the organization's
   income or assets at all times during the tax year? If "Yes," describe in Part VI the role the organization's
   supported organizations played in this regard
   3

Section E. Type III Functionally-Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions):
   a The organization satisfied the Activities Test Complete line 2 below
   b The organization is the parent of each of its supported organizations Complete line 3 below
   c The organization supported a governmental entity Describe in Part VI how you supported a government entity (see instructions)

2 Activities Test Answer (a) and (b) below.
   a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of
      the supported organization(s) to which the organization was responsive? If "Yes," then in Part VI identify
      those supported organizations and explain how these activities directly furthered their exempt purposes,
      the organization was responsive to those supported organizations, and how the organization determined
      that these activities constituted substantially all of its activities
      2a
   b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more
      of the organization's supported organization(s) would have been engaged in? If "Yes," explain in Part VI the
      reasons for the organization's position that its supported organization(s) would have engaged in these
      activities but for the organization's involvement
      2b

3 Parent of Supported Organizations Answer (a) and (b) below.
   a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or
      trustees of each of the supported organizations? Provide details in Part VI.
      3a
   b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each
      of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard
      3b
<table>
<thead>
<tr>
<th>Section A - Adjusted Net Income</th>
<th>(A) Prior Year</th>
<th>(B) Current Year (optional)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Net short term capital gain</td>
<td>1</td>
<td></td>
</tr>
<tr>
<td>2 Recovenees of prior-year distributions</td>
<td>2</td>
<td></td>
</tr>
<tr>
<td>3 Other gross income (see instructions)</td>
<td>3</td>
<td></td>
</tr>
<tr>
<td>4 Add lines 1 through 3</td>
<td>4</td>
<td></td>
</tr>
<tr>
<td>5 Depreciation and depletion</td>
<td>5</td>
<td></td>
</tr>
<tr>
<td>6 Portion of operating expenses paid or incurred</td>
<td>6</td>
<td></td>
</tr>
<tr>
<td>7 Other expenses (see instructions)</td>
<td>7</td>
<td></td>
</tr>
<tr>
<td>8 Adjusted Net Income (subtract lines 5, 6 and 7</td>
<td>8</td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Section C - Distributable Amount</th>
<th>Current Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Adjusted net income for prior year (from Section A, line 8, Column A)</td>
<td>1</td>
</tr>
<tr>
<td>2 Enter 85% of line 1</td>
<td>2</td>
</tr>
<tr>
<td>3 Minimum asset amount for prior year (from Section B, line 8, Column A)</td>
<td>3</td>
</tr>
<tr>
<td>4 Enter greater of line 2 or line 3</td>
<td>4</td>
</tr>
<tr>
<td>5 Income tax imposed in prior year</td>
<td>5</td>
</tr>
<tr>
<td>6 Distributable Amount, Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)</td>
<td>6</td>
</tr>
</tbody>
</table>

7 Check here if the organization's first as a non-functionally-integrated Type III supporting organization (see instructions)
**Section D - Distributions**

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

**Section E - Distribution Allocations (see instructions)**

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

Schedule A (Form 990 or 990-EZ) 2015
Supplemental Information. Provide the explanations required by Part II, line 10, Part II, line 17a or 17b, Part III, line 12, Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 8a, 9b, 9c, 11a, 11b, and 11c, Part IV, Section B, lines 1 and 2, Part IV, Section C, line 1, Part IV, Section D, lines 2 and 3, Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b, Part V, line 1, Part V, Section B, line 1e, Part V, Section D, lines 5, 6, and 8, and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information (See instructions).
Political Campaign and Lobbying Activities
For Organizations Exempt From Income Tax Under section 501(c) and section 527

If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then
- Section 501(c)(3) organizations Complete Parts I-A and B Do not complete Part I-C
- Section 501(c) (other than section 501(c)(3)) organizations Complete Parts I-A and C below Do not complete Part I-B
- Section 527 organizations Complete Part I-A only

If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then
- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)) Complete Part II-A Do not complete Part II-B
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)) Complete Part II-B Do not complete Part II-A

If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then
- Section 501(c)(4), (5), or (6) organizations Complete Part III

Name of organization

Employer identification number 94-1703155

### 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 II-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.

<table>
<thead>
<tr>
<th>(a) Name</th>
<th>(b) Address</th>
<th>(c) EIN</th>
<th>(d) Amount paid from filing organization’s funds If none, enter -0-</th>
<th>(e) Amount of political contributions received and promptly and directly delivered to a separate political organization If none, enter -0-</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
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<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.
Schedule C (Form 990 or 990-EZ) 2015

**Population Connection**

**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

<table>
<thead>
<tr>
<th>Limits on Lobbying Expenditures</th>
<th>(a) Filing organization's totals</th>
<th>(b) Affiliated group totals</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a Total lobbying expenditures to influence public opinion (grass roots lobbying)</td>
<td>0.</td>
<td></td>
</tr>
<tr>
<td>1b Total lobbying expenditures to influence a legislative body (direct lobbying)</td>
<td>184,645.</td>
<td></td>
</tr>
<tr>
<td>1c Total lobbying expenditures (add lines 1a and 1b)</td>
<td>184,645.</td>
<td></td>
</tr>
<tr>
<td>1d Other exempt purpose expenditures</td>
<td>7,395,939.</td>
<td></td>
</tr>
<tr>
<td>1e Total exempt purpose expenditures (add lines 1c and 1d)</td>
<td>7,580,584.</td>
<td></td>
</tr>
<tr>
<td>1f Lobbying nontaxable amount</td>
<td>529,029.</td>
<td></td>
</tr>
</tbody>
</table>

If the amount on line 1e, column (a) or (b) is

- Not over $500,000
- Over $500,000 but not over $1,000,000
- Over $1,000,000 but not over $1,500,000
- Over $1,500,000 but not over $17,000,000
- Over $17,000,000

The lobbying nontaxable amount is:

- 20% of the amount on line 1e
- $100,000 plus 15% of the excess over $500,000
- $175,000 plus 10% of the excess over $1,000,000
- $225,000 plus 5% of the excess over $1,500,000
- $1,000,000

<table>
<thead>
<tr>
<th>If the amount on line 1e, column (a) or (b) is</th>
<th>The lobbying nontaxable amount is:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Not over $500,000</td>
<td>20% of the amount on line 1e</td>
</tr>
<tr>
<td>Over $500,000 but not over $1,000,000</td>
<td>$100,000 plus 15% of the excess over $500,000</td>
</tr>
<tr>
<td>Over $1,000,000 but not over $1,500,000</td>
<td>$175,000 plus 10% of the excess over $1,000,000</td>
</tr>
<tr>
<td>Over $1,500,000 but not over $17,000,000</td>
<td>$225,000 plus 5% of the excess over $1,500,000</td>
</tr>
<tr>
<td>Over $17,000,000</td>
<td>$1,000,000</td>
</tr>
</tbody>
</table>

| g Grassroots nontaxable amount (enter 25% of line 1f) | 132,257. |
| h Subtract line 1g from line 1a If zero or less, enter 0. | 0. |
| i Subtract line 1f from line 1c If zero or less, enter 0. | 0. |
| j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? | Yes □ No □ |

4-Year Averaging Period Under section 501(h)

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

<table>
<thead>
<tr>
<th>Lobbying Expenditures During 4-Year Averaging Period</th>
<th>(a) 2012</th>
<th>(b) 2013</th>
<th>(c) 2014</th>
<th>(d) 2015</th>
<th>(e) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Calendar year (or fiscal year beginning in)</td>
<td>2012</td>
<td>2013</td>
<td>2014</td>
<td>2015</td>
<td>Total</td>
</tr>
</tbody>
</table>

2a Lobbying nontaxable amount | 326,522. | 366,981. | 483,541. | 529,029. | 1,706,073. |

b Lobbying ceiling amount (150% of line 2a, column(e)) | | | | | 2,559,110. |

c Total lobbying expenditures | 63,883. | 93,424. | 97,669. | 184,645. | 439,621. |

d Grassroots nontaxable amount | 81,631. | 91,745. | 120,885. | 132,257. | 426,518. |

e Grassroots ceiling amount (150% of line 2d, column(e)) | | | | | 639,777. |

f Grassroots lobbying expenditures | | | | | |

Schedule C (Form 990 or 990-EZ) 2015
**Schedule C (Form 990 or 990-EZ) 2015**

**POPULATION CONNECTION**

**94-1703155 Page 3**

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

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

<table>
<thead>
<tr>
<th></th>
<th>(a)</th>
<th>(b)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Yes</td>
<td>No</td>
</tr>
</tbody>
</table>

1. During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of
   a. Volunteers?
   b. Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?
   c. Media advertisements?
   d. Mailings to members, legislators, or the public?
   e. Publications, or published or broadcast statements?
   f. Grants to other organizations for lobbying purposes?
   g. Direct contact with legislators, their staffs, government officials, or a legislative body?
   h. Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?
   i. Other activities?
   j. Total Add lines 1c through 1i

2. Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?
   a. If "Yes," enter the amount of any tax incurred under section 4912
   b. If "Yes," enter the amount of any tax incurred by organization managers under section 4912
   c. 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).

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

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

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

**Part IV**  Supplemental Information

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

---

Schedule C (Form 990 or 990-EZ) 2015

532043
10-05-15

14120910 745050 40101 2015 04010 POPULATION CONNECTION 40101 1
**Part I | Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered "Yes" on Form 990, Part IV, line 6

<table>
<thead>
<tr>
<th></th>
<th>(a) Donor advised funds</th>
<th>(b) Funds and other accounts</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Total number at end of year</td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>Aggregate value of contributions to (during year)</td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>Aggregate value of grants from (during year)</td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Aggregate value at end of year</td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>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?</td>
<td>Yes</td>
</tr>
<tr>
<td>6</td>
<td>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?</td>
<td>Yes</td>
</tr>
</tbody>
</table>

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

1. Purpose(s) of conservation easements held by the organization (check all that apply)
   - Preservation of land for public use (e.g., recreation or education)
   - Preservation of a 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 Tax Year
     - 2a Total number of conservation easements
     - 2b Total acreage restricted by conservation easements
     - 2c Number of conservation easements on a certified historic structure included in (a)
     - 2d Number of conservation easements included in (c) acquired after 8/17/05, and not on a historic structure listed in the National Register

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

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

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

6. Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year

7. Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year

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

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

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

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

1b. If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

   (i) Revenue included on Form 990, Part VIII, line 1
   (ii) Assets included in Form 990, Part X

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

   a. Revenue included on Form 990, Part VIII, line 1
   b. Assets included in Form 990, Part X

For Paperwork Reduction Act Notice, see the Instructions for Form 990.
Schedule D (Form 990) 2015  POPULATION CONNECTION  94-1703155  Page 2

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

3  Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)
   a  Public exhibition
   b  Scholarly research
   c  Preservation for future generations
   d  Loan or exchange programs
   e  Other

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

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

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

1a  Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?
   □ Yes  □ No

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

<table>
<thead>
<tr>
<th></th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1c Beginning balance</td>
<td></td>
</tr>
<tr>
<td>1d</td>
<td></td>
</tr>
<tr>
<td>1e</td>
<td></td>
</tr>
<tr>
<td>1f Ending balance</td>
<td></td>
</tr>
</tbody>
</table>

2a  Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability?
   □ Yes  □ No

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

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

1a  Beginning of year balance
   (a) Current year  (b) Prior year  (c) Two years back  (d) Three years back  (e) Four years back
   1,000.  1,000.  1,000.  1,000.  1,000.

b  Contributions

c  Net investment earnings, gains, and losses

d  Grants or scholarships

e  Other expenditures for facilities and programs

f  Administrative expenses

1g  End of year balance
   1,000.  1,000.  1,000.  1,000.  1,000.

2  Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
   a  Board designated or quasi-endowment  ▶ %
   b  Permanent endowment  ▶ 100.00 %
   c  Temporarily restricted endowment  ▶ %

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

3a  Are there endowment funds not in the possession of the organization that are held and administered for the organization by
   (i) unrelated organizations
   (ii) related organizations

   □ Yes □ No
   3a(i) X
   3a(ii) X

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

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

Part VI  Land, Buildings, and Equipment.

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

<table>
<thead>
<tr>
<th>Description of property</th>
<th>(a) Cost or other basis (investment)</th>
<th>(b) Cost or other basis (other)</th>
<th>(c) Accumulated depreciation</th>
<th>(d) Book value</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a Land</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Buildings</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Leasehold improvements</td>
<td>265,789.  136,436.  129,353.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d Equipment</td>
<td>259,318.  109,827.  149,491.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e Other</td>
<td>239,283.  152,588.  86,695.</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total, Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10c)

   ▶ 365,539.
**Schedule D (Form 990) 2015**

**Part VII** Investments - Other Securities.

- Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

<table>
<thead>
<tr>
<th>(a) Description of security or category (including name of security)</th>
<th>(b) Book value</th>
<th>(c) Method of valuation Cost or end of year market value</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Financial derivatives</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(2) Closely-held equity interests</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(3) Other</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(A)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(B)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(C)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(D)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(E)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(F)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(G)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(H)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Total**: (Column (b) must equal Form 990, Part X, col. (B) line 12.)

**Part VIII** Investments - Program Related.

- Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

<table>
<thead>
<tr>
<th>(a) Description of investment</th>
<th>(b) Book value</th>
<th>(c) Method of valuation Cost or end of year market value</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(2)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(3)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(4)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(5)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(6)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(7)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(8)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(9)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Total**: (Column (b) must equal Form 990, Part X, col. (B) line 13.)

**Part IX** Other Assets.

- Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

<table>
<thead>
<tr>
<th>(a) Description</th>
<th>(b) Book value</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1)</td>
<td></td>
</tr>
<tr>
<td>(2)</td>
<td></td>
</tr>
<tr>
<td>(3)</td>
<td></td>
</tr>
<tr>
<td>(4)</td>
<td></td>
</tr>
<tr>
<td>(5)</td>
<td></td>
</tr>
<tr>
<td>(6)</td>
<td></td>
</tr>
<tr>
<td>(7)</td>
<td></td>
</tr>
<tr>
<td>(8)</td>
<td></td>
</tr>
<tr>
<td>(9)</td>
<td></td>
</tr>
</tbody>
</table>

**Total**: (Column (b) must equal Form 990, Part X, col. (B) line 15.)

**Part X** Other Liabilities.

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

<table>
<thead>
<tr>
<th>(a) Description of liability</th>
<th>(b) Book value</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Federal income taxes</td>
<td></td>
</tr>
<tr>
<td>(2) GIFT ANNUITY LIABILITY</td>
<td>478,231.</td>
</tr>
<tr>
<td>(3) DEFERRED RENT</td>
<td>95,265.</td>
</tr>
<tr>
<td>(4) DUE FROM RELATED PARTY</td>
<td>1,100,000.</td>
</tr>
<tr>
<td>(5)</td>
<td></td>
</tr>
<tr>
<td>(6)</td>
<td></td>
</tr>
<tr>
<td>(7)</td>
<td></td>
</tr>
<tr>
<td>(8)</td>
<td></td>
</tr>
<tr>
<td>(9)</td>
<td></td>
</tr>
</tbody>
</table>

**Total**: (Column (b) must equal Form 990, Part X, col. (B) line 25.)

**Total**: 1,673,496.

2. Liability for uncertain tax positions: In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII: [X]

Schedule D (Form 990) 2015
### Part XI | Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

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

<table>
<thead>
<tr>
<th></th>
<th></th>
<th>1</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Total revenue, gains, and other support per audited financial</td>
<td>8,642,823</td>
</tr>
<tr>
<td></td>
<td>statements</td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>Amounts included on line 1 but not on Form 990, Part VIII, line 12</td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Net unrealized gains (losses) on investments</td>
<td>2a</td>
</tr>
<tr>
<td></td>
<td>b Donated services and use of facilities</td>
<td>2b</td>
</tr>
<tr>
<td></td>
<td>c Recoveries of prior year grants</td>
<td>2c</td>
</tr>
<tr>
<td></td>
<td>d Other (Describe in Part XIII)</td>
<td>2d</td>
</tr>
<tr>
<td></td>
<td>e Add lines 2a through 2d</td>
<td>2e</td>
</tr>
<tr>
<td>3</td>
<td>Subtract line 2e from line 1</td>
<td>3</td>
</tr>
<tr>
<td>4</td>
<td>Amounts included on Form 990, Part VIII, line 12, but not on line 1</td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Investment expenses not included on Form 990, Part VIII, line 1b</td>
<td>4a</td>
</tr>
<tr>
<td></td>
<td>b Other (Describe in Part XIII)</td>
<td>4b</td>
</tr>
<tr>
<td></td>
<td>c Add lines 4a and 4b</td>
<td>4c</td>
</tr>
<tr>
<td>5</td>
<td>Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)</td>
<td>5</td>
</tr>
</tbody>
</table>

### Part XII | Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

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

<table>
<thead>
<tr>
<th></th>
<th></th>
<th>1</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Total expenses and losses per audited financial statements</td>
<td>7,881,584</td>
</tr>
<tr>
<td></td>
<td>Amounts included on line 1 but not on Form 990, Part IX, line 25</td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Donated services and use of facilities</td>
<td>2a</td>
</tr>
<tr>
<td></td>
<td>b Prior year adjustments</td>
<td>2b</td>
</tr>
<tr>
<td></td>
<td>c Other losses</td>
<td>2c</td>
</tr>
<tr>
<td></td>
<td>d Other (Describe in Part XIII)</td>
<td>2d</td>
</tr>
<tr>
<td></td>
<td>e Add lines 2a through 2d</td>
<td>2e</td>
</tr>
<tr>
<td>3</td>
<td>Subtract line 2e from line 1</td>
<td>3</td>
</tr>
<tr>
<td>4</td>
<td>Amounts included on Form 990, Part IX, line 25, but not on line 1</td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Investment expenses not included on Form 990, Part VIII, line 1b</td>
<td>4a</td>
</tr>
<tr>
<td></td>
<td>b Other (Describe in Part XIII)</td>
<td>4b</td>
</tr>
<tr>
<td></td>
<td>c Add lines 4a and 4b</td>
<td>4c</td>
</tr>
<tr>
<td>5</td>
<td>Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)</td>
<td>5</td>
</tr>
</tbody>
</table>

### Part XIII | Supplemental Information

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

---

**PART IV, LINE 2B:**

**DURING 2014, THE PRESIDENT AND CEO OF POPULATION CONNECTION HAD OFFICIALLY BEEN ASSIGNED AS THE COURT APPOINTED ADMINISTRATOR OF AN ESTATE. IT IS ANTICIPATED THAT THERE ARE TWO BENEFICIARIES WHO WILL SHARE EQUALLY IN THE NET PROCEEDS. POPULATION CONNECTION WILL ASSIST IN DISPOSING OF SEVERAL ASSETS, ESTABLISHING VALUES AND GETTING COURT APPROVAL FOR VARIOUS ACTIONS, INCLUDING THE SALE OF A HOUSE.**

**AS OF DECEMBER 31, 2015, POPULATION CONNECTION HAS INCURRED EXPENSES ON THE ESTATE'S BEHALF OF $51,413. IN ADDITION, INCLUDED IN THE ACCOMPANYING FINANCIAL STATEMENTS IS A CASH AND CORRESPONDING AGENCY LIABILITY ACCOUNT IN THE AMOUNT OF $1,145,915 AS OF DECEMBER 31, 2015.**
PART V, LINE 4:
PERMANENTLY RESTRICTED NET ASSETS REPRESENT THE LES CORSA FUND ESTABLISHED IN 1988. THE INCOME EARNED ON THE INVESTMENT OF THE ORIGINAL CONTRIBUTIONS IS TO BE USED TO PROVIDE AN ANNUAL AWARD FOR THE POPULATION CONNECTION MEMBER WHO HAS MADE OUTSTANDING CONTRIBUTIONS IN THE FIELD OF POPULATION POLICY AND FAMILY PLANNING.

PART X, LINE 2:
FOR THE YEAR ENDED DECEMBER 31, 2015, THE ORGANIZATIONS HAVE DOCUMENTED THEIR CONSIDERATION OF FASB ASC 740-10, INCOME TAXES, THAT PROVIDES GUIDANCE FOR REPORTING UNCERTAINTY IN INCOME TAXES AND HAS DETERMINED THAT NO MATERIAL UNCERTAIN TAX POSITIONS QUALIFY FOR EITHER RECOGNITION OR DISCLOSURE IN THE COMBINED FINANCIAL STATEMENTS.
### Supplemental Information Regarding Fundraising or Gaming Activities

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

**Attach to Form 990 or Form 990-EZ.**

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

---

#### Part I: Fundraising Activities

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

1. Indicate whether the organization raised funds through any of the following activities. Check all that apply:
   - [x] Mail solicitations
   - [x] Solicitation of non-government grants
   - Internet and email solicitations
   - Solicitation of government grants
   - Phone solicitations
   - Special fundraising events
   - In-person solicitations

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

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

<table>
<thead>
<tr>
<th>Name and address of individual or entity (fundraiser)</th>
<th>Activity</th>
<th>(iii) Did fundraiser have custody or control of contributions?</th>
<th>(iv) Gross receipts from activity</th>
<th>(v) Amount paid to (or retained by) fundraiser listed in col (i)</th>
<th>(vi) Amount paid to (or retained by) organization</th>
</tr>
</thead>
<tbody>
<tr>
<td>MAL WARWICK ASSOCIATES - 2550</td>
<td>DIRECT MAIL</td>
<td>X</td>
<td>140,335.</td>
<td>19,000.</td>
<td>121,335.</td>
</tr>
<tr>
<td>NINTH ST. STE #103, BERKELEY</td>
<td>ONLINE ADVISE</td>
<td>X</td>
<td>86,408.</td>
<td>35,254.</td>
<td>51,154.</td>
</tr>
<tr>
<td>M&amp;R - 1901 L ST, NW STE #800, WASHINGTON, DC 20036</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Total**

- Gross receipts: 226,743
- Amount paid: 54,254
- Total amount paid: 172,489

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

- AL, AK, AR, CA, CO, CT, FL, GA, IL, KS, KY, ME, MD, MA, MN, MS, NH, NM, NY, NC, ND, OH, OK, PA, RI, SC, TN, UT, VA, WA, WV, WI

---

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

**Schedule G (Form 990 or 990-EZ) 2015**

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

<table>
<thead>
<tr>
<th>Revenue</th>
<th>(a) Event #1</th>
<th>(b) Event #2</th>
<th>(c) Other events</th>
<th>(d) Total events (add col (a) through col (c))</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Gross receipts</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2 Less Contributions</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Gross income (line 1 minus line 2)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Cash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 Noncash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6 Rent/facility costs</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7 Food and beverages</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8 Entertainment</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9 Other direct expenses</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10 Direct expense summary. Add lines 4 through 9 in column (d)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11 Net income summary. Subtract line 10 from line 3, column (d)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Revenue</th>
<th>(a) Bingo</th>
<th>(b) Pull tabs/instant bingo/progressive bingo</th>
<th>(c) Other gaming</th>
<th>(d) Total gaming (add col (a) through col (c))</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Gross revenue</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2 Cash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Noncash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Rent/facility costs</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 Other direct expenses</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Volunteer Labor

- **Yes** %
- **No** %

### Direct expense summary. Add lines 2 through 5 in column (d)

### Net gaming income summary. Subtract line 7 from line 1, column (d)

9 Enter the state(s) in which the organization conducts gaming activities

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

- **b** If "No," explain

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?

- **Yes**  
- **No**

- **b** If "Yes," explain

---

Schedule G (Form 990 or 990-EZ) 2015

Page 2

Page 2 of 3
Schedule G (Form 990 or 990-EZ) 2015 POPULATION CONNECTION

11 Does the organization conduct gaming activities with nonmembers?
   □ Yes □ No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed
to administer charitable gaming?
   □ Yes □ No

13 Indicate the percentage of gaming activity conducted in
   a The organization's facility
   b An outside facility
   13a %
   13b %

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records
   Name ▶
   Address ▶

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue?
   □ Yes □ No

   b If "Yes," enter the amount of gaming revenue received by the organization ▶ $  ▶ and the amount
   of gaming revenue retained by the third party ▶ $  ▶

   c If "Yes," enter name and address of the third party
   Name ▶
   Address ▶

16 Gaming manager information
   Name ▶

   Gaming manager compensation ▶ $  ▶

   Description of services provided ▶

   □ Director/officer   □ Employee   □ Independent contractor

17 Mandatory distributions
   a Is the organization required under state law to make charitable distributions from the gaming proceeds to
      retain the state gaming license?
      □ Yes □ No

   b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in
      the organization's own exempt activities during the tax year ▶ $  ▶

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

SCHEDULE G, PART I, LINE 2B, LIST OF TEN HIGHEST PAID FUNDRAISERS:

(I) NAME OF FUNDRAISER: MAL WARWICK ASSOCIATES
(I) ADDRESS OF FUNDRAISER: 2550 NINTH ST. STE #103, BERKELEY, CA 94710

(I) NAME OF FUNDRAISER: M&R
(I) ADDRESS OF FUNDRAISER: 1901 L ST. NW STE #800, WASHINGTON, DC 20036
Grants and Other Assistance to Organizations, Governments, and Individuals in the United States

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

Attach to Form 990.

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

Name of the organization

<table>
<thead>
<tr>
<th>Employer identification number</th>
</tr>
</thead>
<tbody>
<tr>
<td>94-1703155</td>
</tr>
</tbody>
</table>

### Part I General Information on Grants and Assistance

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

2. Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States [ ] No

### Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments

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

<table>
<thead>
<tr>
<th>1(a) Name and address of organization or government</th>
<th>1(b) EIN</th>
<th>1(c) IRC section if applicable</th>
<th>1(d) Amount of cash grant</th>
<th>1(e) Amount of non-cash assistance</th>
<th>1(f) Method of valuation (book, FMV, appraisal, other)</th>
<th>1(g) Description of non-cash assistance</th>
<th>1(h) Purpose of grant or assistance</th>
</tr>
</thead>
<tbody>
<tr>
<td>POPULATION CONNECTION ACTION FUND</td>
<td>46-3083014</td>
<td>501(C)(4)</td>
<td>1,100,000</td>
<td></td>
<td></td>
<td></td>
<td>See description on Part IV</td>
</tr>
<tr>
<td>2120 L STREET, NW</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>WASHINGTON, DC 20037</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>LEAGUE OF CONSERVATION VOTERS EDUCATION FUND</td>
<td>52-1379661</td>
<td>501(C)(3)</td>
<td>50,500</td>
<td></td>
<td></td>
<td></td>
<td>Program Support</td>
</tr>
<tr>
<td>800 - WASHINGTON, DC 20036</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>GRELLATINOS</td>
<td>26-3386082</td>
<td>501(C)(3)</td>
<td>17,000</td>
<td></td>
<td></td>
<td></td>
<td>Program Support</td>
</tr>
<tr>
<td>801 PENNSYLVANIA AVE NW #1010</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>YAZDA</td>
<td>47-1722806</td>
<td>501(C)(3)</td>
<td>5,800</td>
<td></td>
<td></td>
<td></td>
<td>Program Support</td>
</tr>
<tr>
<td>P.O. BOX 771448</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>HOUSTON, TX 77215</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

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

[ ] 3.

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

Schedule I (Form 990) (2015)
### Part III

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

<table>
<thead>
<tr>
<th>(a) Type of grant or assistance</th>
<th>(b) Number of recipients</th>
<th>(c) Amount of cash grant</th>
<th>(d) Amount of non-cash assistance</th>
<th>(e) Method of valuation (book, FMV, appraisal, other)</th>
<th>(f) Description of non-cash assistance</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
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<td></td>
</tr>
</tbody>
</table>

### Part IV

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

**PART I, LINE 2:**

POPULATION CONNECTION GAVE A GRANT TO A RELATED ORGANIZATION, POPULATION CONNECTION ACTION FUND. POPULATION CONNECTION IS THE SOLE VOTING MEMBER OF THE ACTION FUND, AND ITS RECORD KEEPING IS MAINTAINED BY POPULATION CONNECTION STAFF. THEREFORE, MONITORING OF THE GRANT IS DONE ON A CONTINUOUS BASIS. POPCONN ALSO SUPPORTS LIKE MINDED ORGANIZATIONS WITH COMPATIBLE GOALS AND MAKES CONTRIBUTIONS TO SUPPORT THEIR MISSIONS.

**PART II, COLUMN (H), POPULATION CONNECTION ACTION FUND:**

532/102 10-28-15
THE ORGANIZATION MADE TWO GRANTS IN 2015 TO THE ACTION FUND TOTALING $1,100,000. THE PURPOSES OF THE GRANTS ARE TO PROMOTE POLICY SOLUTIONS TO POPULATION GROWTH AROUND THE WORLD, AND COMMUNICATE WITH POLICYMAKERS REGARDING POPULATION AND FAMILY PLANNING ISSUES.
Compensation Information

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

► Complete if the organization answered "Yes" on Form 990, Part IV, line 23.
► Attach to Form 990.
► Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization: POPULATION CONNECTION

Employer identification number: 94-1703155

Part I  Questions Regarding Compensation

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

- [] First-class or charter travel
- [] Housing allowance or residence for personal use
- [] Travel for companions
- [] Payments for business use of personal residence
- [] Tax indemnification and gross-up payments
- [] Health or social club dues or initiation fees
- [] Discretionary spending account
- [] Personal services (e.g., maid, chauffeur, chef)

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

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

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

- [] Compensation committee
- [] Written employment contract
- [] Independent compensation consultant
- [] Compensation survey or study
- [] Form 990 of other organizations
- [] Approval by the board or compensation committee

4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization receive a severance payment or change-of-control payment?

4a []

4b []

4c []

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

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

a The organization?

- []

b Any related organization?

- []

5b []

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

a The organization?

- []

b Any related organization?

- []

6b []

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

7 []

8 Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

8 []

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

9 []
### Schedule J (Form 990) 2015

**Population Connection**

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

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (e). 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.

<table>
<thead>
<tr>
<th>(A) Name and Title</th>
<th>(B) Breakdown of W-2 and/or 1099-MISC compensation</th>
<th>(C) Retirement and other deferred compensation</th>
<th>(D) Nontaxable benefits</th>
<th>(E) Total of columns (B)(i)-(D)</th>
<th>(F) Compensation in column (B) reported as deferred on prior Form 990</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) JOHN SEAGER</td>
<td>(i) 194,259.</td>
<td>(ii) 50,000.</td>
<td>(iii) 0.</td>
<td>(iv) 12,164.</td>
<td>(v) 7,072.</td>
</tr>
<tr>
<td>P. E. DIRO</td>
<td>(i) 0.</td>
<td>(ii) 0.</td>
<td>(iii) 0.</td>
<td>(iv) 0.</td>
<td>(v) 0.</td>
</tr>
<tr>
<td>(2) BRIAN E. DIXON</td>
<td>(i) 159,000.</td>
<td>(ii) 2,000.</td>
<td>(iii) 0.</td>
<td>(iv) 7,441.</td>
<td>(v) 6,913.</td>
</tr>
<tr>
<td>SR. V.P. FOR MEDIA &amp; GOVERNMENT</td>
<td>(i) 0.</td>
<td>(ii) 0.</td>
<td>(iii) 0.</td>
<td>(iv) 0.</td>
<td>(v) 0.</td>
</tr>
<tr>
<td>(3) PAMELA WASSERMAN</td>
<td>(i) 160,462.</td>
<td>(ii) 2,000.</td>
<td>(iii) 0.</td>
<td>(iv) 7,692.</td>
<td>(v) 6,938.</td>
</tr>
<tr>
<td>SR. V.P. FOR EDUCATION</td>
<td>(i) 0.</td>
<td>(ii) 0.</td>
<td>(iii) 0.</td>
<td>(iv) 0.</td>
<td>(v) 0.</td>
</tr>
</tbody>
</table>
PART I, LINE 7:

THE FOLLOWING BONUSES WERE INCLUDED ON PART VII OF THE 990:

<table>
<thead>
<tr>
<th>Name</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>JOHN SEAGER</td>
<td>$50,000</td>
</tr>
<tr>
<td>BRIAN E. DIXON</td>
<td>$2,000</td>
</tr>
<tr>
<td>PAMELA WASSERMAN</td>
<td>$2,000</td>
</tr>
<tr>
<td>MARIA OROZCO-MARQUEZ</td>
<td>$7,000</td>
</tr>
<tr>
<td>SHAUNA SCHERER</td>
<td>$12,000</td>
</tr>
</tbody>
</table>
**Noncash Contributions**

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

**2015**

**/population connection/**

**Employer identification number**

| Employer identification number | 94-1703155 |

**Part I | Types of Property**

<table>
<thead>
<tr>
<th></th>
<th>(a) Check if applicable</th>
<th>(b) Number of contributions or items contributed</th>
<th>(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1t</th>
<th>(d) Method of determining noncash contribution amounts</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Art · Works of art</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>Art · Historical treasures</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>Art · Fractional interests</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Books and publications</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>Clothing and household goods</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6</td>
<td>Cars and other vehicles</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>Boats and planes</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>Intellectual property</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9</td>
<td>Securities · Publicly traded</td>
<td>X</td>
<td>27 329,966 FMV</td>
<td></td>
</tr>
<tr>
<td>10</td>
<td>Securities · Closely held stock</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11</td>
<td>Securities · Partnership, LLC, or trust interests</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>12</td>
<td>Securities · Miscellaneous</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>13</td>
<td>Qualified conservation contribution · Historic structures</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>14</td>
<td>Qualified conservation contribution · Other</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>15</td>
<td>Real estate · Residential</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>16</td>
<td>Real estate · Commercial</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>17</td>
<td>Real estate · Other</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>18</td>
<td>Collectibles</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>19</td>
<td>Food inventory</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>20</td>
<td>Drugs and medical supplies</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>21</td>
<td>Taxidermy</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>22</td>
<td>Historical artifacts</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>23</td>
<td>Scientific specimens</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>24</td>
<td>Archeological artifacts</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>25</td>
<td>Other</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>26</td>
<td>Other</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>27</td>
<td>Other</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>28</td>
<td>Other</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

| Number of Forms 8283 | 29 |

**30a**

- During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?

- Yes or No

- 30a X

**31**

- Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?

- Yes or No

- 31 X

**32a**

- Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?

- Yes or No

- 32a X

**LHA**

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

Schedule M (Form 990) (2015)
SCHEDULE M, PART I, COLUMN (B):

THIS COLUMN REPORTS THE NUMBER OF CONTRIBUTIONS RECEIVED.
FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

BY EARTH'S RESOURCES.

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:
- PUBLISHED FOUR ISSUES OF POPULATION CONNECTION MAGAZINE, FOCUSING ON THE FOLLOWING TOPICS: POPULATION DATA AND PROJECTIONS, DROUGHT AND WATER SHORTAGES, LAND CONFLICTS, AND THE HELMS AMENDMENT.

FORM 990, PART III, LINE 4B, PROGRAM SERVICE ACCOMPLISHMENTS:
- HELD TWO LEADERSHIP INSTITUTES WHERE 50 NEW VOLUNTEERS WERE TRAINED TO FACILITATE POP-ED WORKSHOPS.
- DEVELOPED AND LAUNCHED THE WEBSITE WWW.WORLDPOPULATIONHISTORY.ORG OFFERING AN INTERACTIVE EXPERIENCE OF THE LAST 2,000 YEARS OF POPULATION HISTORY THROUGH MAPS AND TIMELINES. SIX HIGH SCHOOL LESSON PLANS AND FOUR READINGS ACCOMPANY THE SITE.
- JUDGED THE 4TH ANNUAL VIDEO CONTEST FOR MIDDLE AND HIGH SCHOOL STUDENTS, COVERING THE TOPICS OF MASS EXTINCTION, FINITE FARMLAND AND GLOBAL EDUCATION. OPENED THE 5TH ANNUAL VIDEO CONTEST FOR SUBMISSIONS.
- SAW A 147% INCREASE IN WEB TRAFFIC OVER THE PREVIOUS YEAR (2014) TO OUR PROGRAM WEBSITE, WWW.POPULATIONEDUCATION.ORG.

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:
FIELD AND OUTREACH: TO ASSIST POPULATION CONNECTION ACTIVISTS NATIONWIDE IN BUILDING AND SUSTAINING STATE AND LOCAL EDUCATIONAL, MEDIA AND LOBBYING EFFORTS ON BEHALF OF POPULATION CONNECTION THROUGH ORGANIZING AND PROVIDING TRAINING, TECHNICAL ASSISTANCE AND FUNDING.
POPULATION CONNECTION

REPRESENT POPULATION CONNECTION IN COALITIONS FOCUSED ON GRASSROOTS ACTION AND AT PUBLIC PRESENTATIONS AND EXHIBITIONS AS NEEDED.

2015 HIGHLIGHTS INCLUDE:

- HOSTED APPROXIMATELY 200 ACTIVISTS FROM ACROSS THE U.S. AT OUR ANNUAL CAPITOL HILL DAYS ADVOCACY WEEKEND. OUR GROUP OF ADVOCATES INCLUDED COLLEGE STUDENTS, POPULATION CONNECTION MEMBERS, AND VETERAN ACTIVISTS. THE WEEKEND FEATURED INFORMATIONAL SESSIONS ON A VARIETY OF POPULATION AND INTERNATIONAL FAMILY PLANNING ISSUES, AS WELL AS INTERACTIVE LOBBY TRAINING. OUR GROUP MET WITH 163 MEMBERS OF CONGRESS TO ADVOCATE FOR A GREATER U.S. INVESTMENT IN INTERNATIONAL FAMILY PLANNING, SUPPORT FOR UNFPA, AND A PERMANENT LEGISLATIVE BAN ON THE GLOBAL GAG RULE.

- HOSTED 26 FIELD EVENTS FOR STUDENT AUDIENCES, AT CAMPUSES ACROSS THE COUNTRY, FROM ARIZONA TO OHIO TO NEW HAMPSHIRE, INCLUDING FILM SCREENINGS, ADVOCACY TRAININGS, PANEL DISCUSSIONS, AND GUEST LECTURES, REACHING HUNDREDS OF ACTIVISTS, AND MOTIVATING THEM TO TAKE ACTION ON INTERNATIONAL REPRODUCTIVE HEALTH AND RIGHTS.

- BEGAN A LARGE GRASSROOTS CAMPAIGN FOCUSED ON REINTERPRETATION OF THE HELMS AMENDMENT IN THE FALL OF 2015, AND WORKED TO ENGAGE POPULATION CONNECTION SUPPORTERS OFFLINE AND ONLINE. WE WORKED WITH VOLUNTEERS IN IOWA AND NEW HAMPSHIRE TO SECURE COMMITMENTS FROM THE PRESIDENTIAL CANDIDATES TO FIX THE HELMS AMENDMENT AT EVENTS IN EACH OF THOSE STATES, ENGAGED ACTIVISTS AT TWO EVENTS FEATURING EXPERT PANELISTS DISCUSSING THE IMPACT OF HELMS WORLDWIDE, AND ONLINE THROUGH SOCIAL MEDIA AND EMAIL CAMPAIGNS ABOUT THE IMPACT OF THE HELMS AMENDMENT ON WOMEN AROUND THE WORLD.
EXPENSES $ 788,350. INCLUDING GRANTS OF $ 392,300. REVENUE $ 0.

GOVERNMENT RELATIONS: TO INFORM CONGRESS AND THE ADMINISTRATION ABOUT POPULATION ISSUES AND TO ADVOCATE THE ADOPTION OF MEASURES TO MOVE THE UNITED STATES AND THE WORLD TOWARDS STABILIZING POPULATION; TO INFLUENCE POPULATION-RELATED LEGISLATION; TO MOBILIZE MEMBERS TO TAKE ACTION ON PENDING LEGISLATION.

INTERNATIONAL ENGAGEMENT:

POPULATION CONNECTION INITIATED A NEW PROGRAM AIMED AT IDENTIFYING OPTIONS AND STRATEGIES FOR BROADER ORGANIZATIONAL ENGAGEMENT IN ORDER TO INCREASE SUPPORT FOR INTERNATIONAL FAMILY PLANNING THROUGH INTERNATIONAL BILATERAL DONORS, THE WORLD BANK, SUCH MULTILATERAL CHANNELS AS THE UN POPULATION FUND, ETC.

POPULATION CONNECTION WAS PRESENT AT KEY MEETINGS SUCH AS THE FINANCING FOR DEVELOPMENT MEETING IN ADDIS ABABA IN JULY, THE UN GENERAL ASSEMBLY MEETING ON SUSTAINABLE DEVELOPMENT AT UN HEADQUARTERS IN SEPTEMBER, AND THE UN FRAMEWORK CONVENTION ON CLIMATE CHANGE IN DECEMBER. PARTICIPATED IN THE SEPTEMBER MEETING IN NEW YORK, WHEN THE NEW SUSTAINABLE DEVELOPMENT GOALS WERE APPROVED. WE MONITOR, INTERPRET AND, WHERE POSSIBLE, INFLUENCE THE NEW DEVELOPMENT FINANCING ARCHITECTURE THAT HAS RESULTED FROM THESE PIVOTAL MEETINGS, AND ENHANCE POPULATION CONNECTION'S ABILITY TO INCREASE RESOURCES AND IMPROVE POLICIES RELATED TO GLOBAL REPRODUCTIVE HEALTH AND RIGHTS.

POPULATION CONNECTION WAS PRESENT IN SUCH ADVOCACY NETWORKS SUCH AS THE REPRODUCTIVE HEALTH SUPPLIES COALITION TO MAKE SURE OUR VOICE IS...
Represented in discussions around such new financing mechanisms as the global financing facility.

Expenses $805,142. Including grants of $458,000. Revenue $0.

Form 990, Part VI, Section B, Line 11:
The form 990 was prepared by the outside accountants and reviewed by the president and board members. A copy of the final 990 was given to the entire board prior to filing with the IRS.

Form 990, Part VI, Section B, Line 12C:
Population Connection monitors and enforces compliance of a written conflict of interest policy with its board of directors and staff members. Directors and staff are required to periodically disclose conflicts, should they arise.

If a conflict arises, it is brought immediately to the attention of both the chair and the president. If the board is to take action in such a situation, the person having a conflict does not participate in the final deliberation or decision regarding the matter under consideration and, after providing all relevant information regarding the matter, retires from the proceedings and room in which the board is meeting and does not participate in the vote.

When there is doubt as to whether a conflict exists, such matter is resolved by the board in an official vote, excluding from the vote the person who may have a conflict. The board seeks such outside counsel or legal advice as it deems necessary in order to better enable it to make a decision.
FORM 990, PART VI, SECTION B, LINE 15:

COMPARABLE DATA WAS USED BY THE BOARD TO DETERMINE THE CEO'S SALARY.

SIMILAR ORGANIZATIONS WERE EXAMINED TO ASCERTAIN COMPARABLE LEVELS OF
COMPENSATION FOR OFFICERS AND KEY EMPLOYEES. THE BOARD DETERMINES THE
COMPENSATION OF THE CEO AND THE DECISION IS DOCUMENTED. THE LAST
COMPENSATION REVIEW TOOK PLACE IN FEBRUARY 2015.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:

AL, AK, AR, CA, CO, CT, FL, GA, IL, KS, KY, ME, MD, MA, MN, MS, NH, NM, NY, NC, ND, OH, OK, PA, RI
SC, TN, UT, VA, WA, WV, WI

FORM 990, PART VI, SECTION C, LINE 19:

THE ORGANIZATION MAKES ITS GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY
AND FINANCIAL STATEMENTS AVAILABLE UPON REQUEST.
### Related Organizations and Unrelated Partnerships

Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.

Attach to Form 990.

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

#### Part I - Identification of Disregarded Entities

<table>
<thead>
<tr>
<th>(a) Name, address, and EIN (if applicable) of disregarded entity</th>
<th>(b) Primary activity</th>
<th>(c) Legal domicile (state or foreign country)</th>
<th>(d) Total income</th>
<th>(e) End-of-year assets</th>
<th>(f) Direct controlling entity</th>
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#### Part II - Identification of Related Tax-Exempt Organizations

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax exempt organizations during the tax year.

<table>
<thead>
<tr>
<th>(a) Name, address, and EIN of related organization</th>
<th>(b) Primary activity</th>
<th>(c) Legal domicile (state or foreign country)</th>
<th>(d) Exempt Code section</th>
<th>(e) Public charity status (if section 501(c)(3))</th>
<th>(f) Direct controlling entity</th>
<th>Section 512(b)(13) controlled entity?</th>
</tr>
</thead>
<tbody>
<tr>
<td>POPULATION CONNECTION ACTION FUND - 46-3083014, 2120 L STREET NW, #500, WASHINGTON, DC 20037</td>
<td>STABILIZE WORLD POPULATION AT A LEVEL SUSTAINABLE BY EARTH'S RESOURCES</td>
<td>DISTRICT OF COLUMBIA</td>
<td>501(C)(4)</td>
<td>N/A</td>
<td>POPULATION CONNECTION</td>
<td>No</td>
</tr>
<tr>
<td>POPULATION CONNECTION ACTION FUND PAC - 61-1739943, 2120 L STREET NW, #500, WASHINGTON, DC 20037</td>
<td>SUPPORT TO FEDERAL CANDIDATES</td>
<td>DISTRICT OF COLUMBIA</td>
<td>527</td>
<td>N/A</td>
<td>POPULATION CONNECTION ACTION FUND</td>
<td>Yes</td>
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</table>

For Paperwork Reduction Act Notice, see the Instructions for Form 990.
### Part III Identification of Related Organizations Taxable as a Partnership

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

<table>
<thead>
<tr>
<th>(a) Name, address, and EIN of related organization</th>
<th>(b) Primary activity</th>
<th>(c) Legal domicile (state or foreign country)</th>
<th>(d) Direct controlling entity</th>
<th>(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)</th>
<th>(f) Share of total income</th>
<th>(g) Share of end-of-year assets</th>
<th>(h) Disproportionate allocations?</th>
<th>(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)</th>
<th>(j) General or managing partner?</th>
<th>(k) Percentage ownership</th>
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### Part IV Identification of Related Organizations Taxable as a Corporation or Trust

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

<table>
<thead>
<tr>
<th>(a) Name, address, and EIN of related organization</th>
<th>(b) Primary activity</th>
<th>(c) Legal domicile (state or foreign country)</th>
<th>(d) Direct controlling entity</th>
<th>(e) Type of entity (C corp, S corp, or trust)</th>
<th>(f) Share of total income</th>
<th>(g) Share of end-of-year assets</th>
<th>(h) Percentage ownership</th>
<th>(i) Section 512(b)(13) controlled entity?</th>
<th>(j) Yes</th>
<th>(k) No</th>
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532162 09-08-15  51  Schedule R (Form 990) 2015
**Part V. Transactions With Related Organizations**

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

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

   a. Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity  
   b. Gift, grant, or capital contribution to related organization(s)  
   c. Gift, grant, or capital contribution from related organization(s)  
   d. Loans or loan guarantees to or from related organization(s)  
   e. Loans or loan guarantees by related organization(s)  
   f. Dividends from related organization(s)  
   g. Sale of assets to related organization(s)  
   h. Purchase of assets from related organization(s)  
   i. Exchange of assets with related organization(s)  
   j. Lease of facilities, equipment, or other assets to related organization(s)  
   k. Lease of facilities, equipment, or other assets from related organization(s)  
   l. Performance of services or membership or fundraising solicitations for related organization(s)  
   m. Performance of services or membership or fundraising solicitations by related organization(s)  
   n. Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)  
   o. Sharing of paid employees with related organization(s)  
   p. Reimbursement paid to related organization(s) for expenses  
   q. Reimbursement paid by related organization(s) for expenses  
   r. Other transfer of cash or property to related organization(s)  
   s. Other transfer of cash or property from related organization(s)

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

<table>
<thead>
<tr>
<th>(a)</th>
<th>Name of related organization</th>
<th>(b)</th>
<th>Transaction type (a-e)</th>
<th>(c)</th>
<th>Amount involved</th>
<th>(d)</th>
<th>Method of determining amount involved</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>POPULATION CONNECTION ACTION FUND</td>
<td>B</td>
<td></td>
<td>1,100,000</td>
<td>BOOK VALUE</td>
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<td>2</td>
<td>POPULATION CONNECTION ACTION FUND</td>
<td>D</td>
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<td>207,770</td>
<td>BOOK VALUE</td>
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<tr>
<td>3</td>
<td>POPULATION CONNECTION ACTION FUND</td>
<td>N</td>
<td></td>
<td>63,477</td>
<td>BOOK VALUE</td>
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<td>4</td>
<td>POPULATION CONNECTION ACTION FUND</td>
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<td>484,854</td>
<td>BOOK VALUE</td>
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<tr>
<td>5</td>
<td>POPULATION CONNECTION ACTION FUND</td>
<td>Q</td>
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<td>72,566</td>
<td>BOOK VALUE</td>
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</table>
### Part VI: Unrelated Organizations Taxable as a Partnership

Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

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

<table>
<thead>
<tr>
<th>(a) Name, address, and EIN of entity</th>
<th>(b) Primary activity</th>
<th>(c) Legal domicile (state or foreign country)</th>
<th>(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)</th>
<th>(e) Percentage of partners sect 501(c)(3)</th>
<th>(f) Share of total income</th>
<th>(g) Share of end-of-year assets</th>
<th>(h) Disproportionate allocation?</th>
<th>(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)</th>
<th>(j) General or managing partner?</th>
<th>(k) Percentage ownership</th>
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Supplemental Information

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