Institute of International Education, Inc. and Affiliate

Consolidated Financial Statements September 30, 2010 and 2009

Institute of International Education, Inc. and Affiliate Consolidated Financial Statements Index

September 30, 2010 and 2009

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Report of Independent Auditors

To the Board of Trustees of Institute of International Education, Inc.

Pricewaterhouse Coopers LLP

In our opinion, the accompanying consolidated statements of financial position and the related consolidated statements of activities, functional expenses, and cash flows present fairly, in all material respects, the financial position of Institute of International Education, Inc. and Affiliate ("IIE") at September 30, 2010 and 2009, and the changes in their net assets and their cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America. These consolidated financial statements are the responsibility of IIE's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits of these statements in accordance with auditing standards generally accepted in the United States of America, which require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

January 26, 2011

Institute of International Education, Inc. and Affiliate Consolidated Statements of Financial Position As of September 30, 2010 and 2009

(in thousands)

		2010		2009
Assets				
Cash and cash equivalents	\$	23,326	\$	40,867
Reimbursable expenditures under contracts in progress		30,261		23,887
Contributions receivable, net		1,883		2,250
Investments, at fair value		231,420		245,053
Prepaid expenses and other assets		6,912		4,034
Fixed assets, net		22,980		22,501
Beneficial interests in perpetual trusts held by third parties	_	2,979	_	2,831
Total assets	\$	319,761	\$	341,423
Liabilities and Net Assets				
Liabilities	_		_	
Payable for investments purchased	\$	8	\$	3,117
Grants payable		49,880		50,502
Accounts payable and accrued expenses		17,506		17,572
Sponsored funds received in advance		36,404		33,391
Bonds payable, net		14,296		14,665
Total liabilities		118,094		119,247
Commitments and contingencies				
Net assets				
Unrestricted				
Board designated		6,212		5,703
Undesignated, available for general operations		36,193		35,195
Total unrestricted net assets		42,405		40,898
Temporarily restricted		152,756		174,920
Permanently restricted		6,506		6,358
Total net assets		201,667		222,176
Total liabilities and net assets	\$	319,761	\$	341,423

Institute of International Education, Inc. and Affiliate Consolidated Statements of Activities For the years ended September 30, 2010 and 2009

(in thousands)

	2010								2009								
	Unr	estricted		oorarily tricted		anently ricted		Total		restricted	Temporarily Restricted			nanently		Total	
Revenues								. •									
Sponsored programs	\$	289,154	\$	-	\$	-	\$	289,154	\$	300,016	\$	-	\$	-	\$	300,016	
Contributions		933		18,974		-		19,907		1,127		38,348		1,617		41,092	
Investment return		3,373		12,688		148		16,209		369		11,598		(47)		11,920	
Sales of publications		536		-		-		536		301		-		-		301	
Special events										-							
Contributions		1,315		-		-		1,315		1,154		-		-		1,154	
Direct costs		(206)		-		-		(206)		(128)		-		-		(128)	
Net revenues from special events		1,109		-		-		1,109		1,026				-		1,026	
Membership fees		142		-		-		142		432				-		432	
Other revenue		241		-		-		241		270		-		-		270	
		295,488		31,662		148		327,298		303,541		49,946		1,570		355,057	
Net assets released from restrictions		53,826		(53,826)		-		-		61,538		(61,538)				-	
Total revenues		349,314		(22,164)		148		327,298		365,079		(11,592)		1,570		355,057	
Expenses												-					
Program services																	
International exchange of students and scholars		211,341		-		-		211,341		209,438		-		-		209,438	
Leadership development educational services		57,223		-		-		57,223		54,335		-		-		54,335	
Higher education institutional development		21,794		-		-		21,794		32,516		-		-		32,516	
Emergency student and scholar assistance		5,825		-		-		5,825		4,375		-		-		4,375	
Research and publications		1,002		-		-		1,002		1,109		-		-		1,109	
International Fellowships Program		38,314		-		-		38,314		43,364				<u> </u>		43,364	
Total program services		335,499		-				335,499		345,137		-		-		345,137	
Supporting services																	
Management and general		11,174		-		-		11,174		10,019		-		-		10,019	
Fund raising		1,134				-		1,134		1,535						1,535	
Total supporting services		12,308		-		-		12,308		11,554				-		11,554	
Total expenses		347,807						347,807		356,691				-		356,691	
(Decrease) increase in net assets		1,507		(22,164)	•	148		(20,509)		8,388		(11,592)		1,570		(1,634)	
Net assets, beginning of year		40,898		174,920		6,358		222,176		32,509		186,512		4,788		223,809	
Net assets, end of year	\$	42,405	\$	152,756	\$	6,506	\$	201,667	\$	40,897	\$	174,920	\$	6,358	\$	222,175	

The accompanying notes are an integral part of these consolidated financial statements.

Institute of International Education, Inc. and Affiliate Consolidated Statements of Functional Expenses For the year ended September 30, 2010

(in thousands)

												2010										
							Prog	gram Servic	es							(Suppo	orting Service	ces			
	Ex Stu	ternational schange of udents and Scholars	De\ Ed	adership relopment ucational Services	I	Higher Education nstitutional evelopment	Si	mergency tudent and Scholar assistance	ı	Research and Publications		nternational ellowships Program		Total Program Services	M	anagement and General		Fund Raising	;	Total Supporting Services		Total
Grantee expenses													_								_	
Grantee stipends and grants	\$	95,207	\$	39,479	\$	2,965	\$	177	\$	127	\$	38,314	\$	176,269	\$	-	\$	-	\$	-	\$	176,269
Tuition, books and fees		44,017		5,053		4,494		1,640		-		-		55,204		-		-		-		55,204
Enrichment programs		9,528		2,114		1,630		699		12		-		13,983		-		-		-		13,983
Grantee travel		12,984		2,023		968		410		7		-		16,392		-		-		-		16,392
Grantee health insurance		477		2		5		46		-		-		530		-		-		-		530
Other		3,688		865		1,351		71	_	4		-		5,979		-		-		-		5,979
		165,901		49,536	_	11,413		3,043	_	150		38,314		268,357		-		-		-	_	268,357
Institute expenses																						
Employee salaries and benefits		28,919		4,953		6,475		1,757		394		-		42,498		4,123		645		4,768		47,266
Occupancy		5,697		1,060		1,316		341		91		-		8,505		1,436		126		1,562		10,067
Travel, receptions and benefits		1,654		320		552		159		53		-		2,738		358		75		433		3,171
Communication		1,955		348		399		131		71		-		2,904		421		117		538		3,442
Technology		5,750		822		1,377		318		197		-		8,464		2,137		124		2,261		10,725
Other		1,465		184		262		76	_	46	_	-		2,033		2,699		47		2,746	_	4,779
		45,440		7,687		10,381		2,782	_	852		-	_	67,142		11,174		1,134		12,308	_	79,450
Total	\$	211.341	\$	57.223	\$	21.794	\$	5.825	\$	1.002	\$	38.314	\$	335.499	\$	11.174	\$	1.134	\$	12.308	\$	347.807

Institute of International Education, Inc. and Affiliate Consolidated Statements of Functional Expenses For the year ended September 30, 2009

(in thousands)

												2009										
							Prog	ram Service	s							S	uppo	rting Servic	es			
	Exe Stu	ernational change of dents and scholars	De ^s	eadership velopment lucational Services	ln	Higher ducation stitutional velopment	St	mergency udent and Scholar ssistance		Research and blications	F	ternational ellowships Program		Total Program Services		anagement and General		Fund Raising		Total supporting Services		Total
Grantee expenses	•		•	o= ooo	•		•		•	•	•	40.004	•		•		•		•		•	
Grantee stipends and grants	\$	88,650	\$	37,600	\$	7,292	\$	113	\$	8	\$	43,364	\$	177,027	\$	-	\$	-	\$	-	\$	177,027
Tuition, books and fees		45,441		5,269		7,350		1,389		-		-		59,449		-		-		-		59,449
Enrichment programs		11,314		1,941		2,992		210		32		-		16,489		-		-		-		16,489
Grantee travel		13,483		1,313		1,018		268		-		-		16,082		-		-		-		16,082
Grantee health insurance		505		-		21		39		-		-		565		-		-		-		565
Other		5,785		394		2,106		244		20		-	_	8,549		-		-		-	_	8,549
		165,178		46,517	_	20,779		2,263		60		43,364	_	278,161		-		-		-		278,161
Institute expenses																						
Employee salaries and benefits		27,307		4,194		6,851		1,600		424		-		40,376		3,082		1,043		4,125		44,501
Occupancy		5,410		929		1,415		189		103		-		8,046		1,761		104		1,865		9,911
Travel, receptions and benefits		1,526		443		1,023		63		79		-		3,134		251		155		406		3,540
Communication		2,418		334		614		105		130		-		3,601		887		99		986		4,587
Technology		6,266		1,206		1,461		155		183		-		9,271		1,368		92		1,460		10,731
Other		1,333		712		373		-		130		-	_	2,548		2,670		42		2,712	_	5,260
		44,260		7,818		11,737		2,112		1,049		-	_	66,976		10,019		1,535		11,554		78,530
Total	\$	209,438	\$	54,335	\$	32,516	\$	4,375	\$	1,109	\$	43,364	\$	345,137	\$	10,019	\$	1,535	\$	11,554	\$	356,691

Institute of International Education, Inc. and Affiliate Consolidated Statements of Cash Flows For the years ended September 30, 2010 and 2009

(in thousands)

	2010	2009
Cash flows from operating activities		
(Decrease) increase in net assets	\$ (20,509)	\$ (1,634)
Adjustments to reconcile decrease in net assets to net cash	, ,	,
used in operating activities		
Depreciation and amortization	3,437	3,125
Amortization of gain on sale of building	(238)	(238)
Amortization of bond issuance costs	16	16
Amortization of discount on bonds	11	11
Net realized (losses) gains on sales of investments	(2,394)	11,336
Net unrealized (gain) on investments	(5,106)	(13,203)
Change in operating assets and liabilities		
Reimbursable expenditures under contracts in progress	(6,374)	(2,957)
Contributions receivable, net	367	8,023
Prepaid expenses and other assets	(2,894)	4,518
Grants payable	(622)	2,971
Accounts payable and accrued expenses	(66)	5,070
Sponsored funds received in advance	3,013	 (29,931)
Net cash used in operating activities	 (31,359)	 (12,893)
Cash flows from investing activities		
Purchase of investments	(45,740)	(147,841)
Proceeds from sale of investments	63,707	158,779
Purchase of fixed assets	(3,678)	(3,077)
Use of restricted cash	(91)	(109)
Net cash provided by investing activities	 14,198	 7,752
Cash flows from financing activities		
Payment of bonds payable	 (380)	 (360)
Net cash used in financing activities	 (380)	(360)
Net increase in cash and cash equivalents	(17,541)	(5,501)
Cash and cash equivalents		
Beginning of year	 40,867	 46,368
End of year	\$ 23,326	\$ 40,867
Supplemental information		
Cash paid for interest	\$ 789	\$ 796
•		

The accompanying notes are an integral part of these consolidated financial statements.

(in thousands)

1. Description of Organization

The accompanying consolidated financial statements include the financial positions, changes in net assets, functional expenses and cash flows of the Institute of International Education, Inc. (the "Institute") and the International Fellowships Fund, Inc. (the "Fund"), (collectively, "IIE").

Institute of International Education, Inc.

The Institute was founded in 1919 and incorporated in 1928 in the State of New York. The Institute develops and administers programs of international educational exchange and technical assistance under negotiated contracts with governments, international organizations, corporations, foundations, colleges and universities throughout the United States and abroad. The Institute is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, and has been classified as an organization which is not a private foundation under Section 509(a).

Services to students, teachers, and other professionals from more than 175 countries are provided by the Institute's New York headquarters, domestic and international offices. The Institute also administers educational assistance to universities and foreign countries, sponsors conferences and seminars and provides procurement services on behalf of various sponsors.

In addition, through general support, the Institute conducts counseling and information services, issues publications, and conducts conferences, seminars and other special projects which provide assistance to individuals, colleges, universities and other organizations on matters of international education and cultural exchange.

International Fellowships Fund, Inc.

In February 2001, the Institute created and incorporated in the State of Delaware the Fund. The Fund is a not-for-profit organization exempt from federal income taxes under Section 501(c) (3) of the U.S. Internal Revenue Code and is designated as a Type 1 supporting organization of the Institute. During fiscal 2001, the Ford Foundation provided the Fund with a grant of \$275,527 to administer and support the activities of the International Fellowships Program (IFP). The grant stipulates that the Ford Foundation funds are to be spent over a ten-year and one-month period.

In 2007, the length of this grant and all subsequent grants to the Fund from the Ford Foundation was extended through September 30, 2014. As a result, there was an additional \$75 million in funding to the Fund that will be recognized as revenue upon receipt and as conditions within the grant extension agreement are met. Any unspent funds after this period revert to the Ford Foundation. Pursuant to the grant agreement, the Fund may not pledge, mortgage or otherwise encumber, in any way, the cash and investments without prior written consent of the Ford Foundation. The IFP provides educational opportunities for individuals from disadvantaged populations. The Board of Trustees of the Fund comprises one member of the Institute's management, three members of the Institute's Board of Trustees, and three members of the Ford Foundation. The Fund is controlled by the Institute and exists for the benefit of the Institute.

The Institute, operating in an independent contractor capacity, provides certain administrative services and operating support to the Fund consistent with the objectives, policies and limitations described in the Ford Foundation grant agreement. The Institute provides the Fund with administrative services and office space consistent with the objectives, policies and limitations described in the service and grant agreements.

(in thousands)

Pursuant to an executed Secondment Agreement between the Institute and the Fund, IIE provides certain staff to the Fund to provide operational and administrative support services to the Fund, consistent with the overall program objectives.

The amounts paid to the Institute under these agreements totaled \$1,781 and \$1,972 for the years ended September 30, 2010 and 2009, respectively.

Of the \$75 million in additional conditional grants, as previously noted, the Fund has received a total of \$60 million to date in increments of \$15 million during fiscal years 2006, 2007, 2009 and 2010.

2. Summary of Significant Accounting Policies

Basis of Presentation

IIE is required to report revenues, expenses, gains and losses based on the existence or absence of donor-imposed restrictions. Accordingly, the net assets of IIE are classified and reported as follows:

- Unrestricted net assets net assets that are not subject to donor-imposed stipulations and that may be expended for any purpose in performing the primary objectives of IIE. Unrestricted net assets include board-designated net assets which are used to account for all resources over which the Board of Trustees has discretionary control. Revenues are reported as increases in unrestricted net assets unless the related asset is limited by donor-imposed restrictions. Gains and losses on investments and other assets or liabilities are reported as increases or decreases in unrestricted net assets unless their use is restricted by explicit donor stipulation or law. Expenses are reported as decreases in unrestricted net assets.
- Temporarily restricted net assets net assets that are subject to donor stipulations that either expire with the passage of time or can be fulfilled and removed by actions of IIE. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are released to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. In the event IIE is unable to fulfill their purposes, all remaining funds would be remitted back to the donors, unless subsequently re-designated by the donor.
- Permanently restricted net assets net assets that are subject to donor-imposed stipulations that neither expire with the passage of time nor can be fulfilled or otherwise removed by actions of IIE. These net assets include funds which have been designated by the donor to be held and invested in perpetuity, but permit IIE to use the income and gains for specified and unspecified purposes.

Support and Revenue

Revenues from sponsored programs are recognized as IIE incurs the related expenditures. Cash received before the related expenditures are incurred is recorded as sponsored funds received in advance. To the extent that expenditures are made in excess of cash receipts, reimbursable expenditures on contracts in progress are recorded to the level of anticipated funding in a sponsored program.

(in thousands)

Contributions are recorded as revenue when IIE has an unconditional right to receive those funds. Contributions are recorded in a net asset classification based upon the existence or absence of donor restrictions. Conditional promises to give are not recognized until they become unconditional, that is, when the conditions on which they depend are substantially met.

Cash Equivalents

All highly liquid investments having an original maturity of 90 days or less at time of purchase and money market accounts are considered to be cash equivalents.

Reimbursable Expenditures Under Contracts in Progress

Reimbursable expenditures under contracts in progress represent bona fide receivables in which IIE has earned revenue primarily on government contracts.

Fixed Assets

Fixed assets are capitalized at cost and depreciated on a straight-line basis over their estimated useful lives. Leasehold improvements are amortized over the shorter of estimated useful lives or the term of the lease. Depreciation and amortization expense on fixed assets for fiscal years 2010 and 2009 was \$3,437 and \$3,125, respectively.

Beneficial Interests in Perpetual Trusts Held by Third Parties

IIE is an income beneficiary of various trusts funds held by others in perpetuity. As a result, IIE has recorded, as an asset, the net present value of the income estimated to be received from these trusts based upon multiplying the fair value of the underlying assets by IIE's ownership percentages.

Changes in fair value of IIE's beneficial interests are recognized as gains or losses in the permanently restricted net asset category. According to the original donors' stipulation, distributions of net income from these trusts are to be made to IIE and are to be spent for specified purposes. During fiscal years 2010 and 2009, distributions from these trusts in the amount of \$91 and \$109, respectively, were recorded as temporarily restricted contributions.

Sponsored Funds Received in Advance

Sponsored funds received in advance represent bona fide advance payments in which IIE has not yet earned revenue as stated in the agreements.

Retirement Benefits

Retirement benefits coverage is available for substantially all employees provided through individual contributory annuities with selected financial institutions. IIE's contributions for fiscal years 2010 and 2009 under the provisions of this defined contribution plan were \$2,614 and \$2,344, respectively.

Functional Allocation

The costs of providing the various programs and other activities have been summarized on a functional basis in the accompanying statement of activities. Accordingly, certain costs have been allocated among the programs and supporting services benefited. Costs functionalized as "Grantee expenses" include all grantee pass-thru expenditures (e.g., tuition, grantee maintenance) and costs functionalized as "Institute expenses" include all operational costs (e.g., salaries, occupancy).

(in thousands)

Volunteer Services/In-Kind Contributions

Contributed time from volunteers with specialized skills and contributed property are reflected as contributions revenue at their estimated market value as permitted by accounting principles generally accepted in the United States of America.

Fair Value of Financial Instruments

The carrying value of cash equivalents, receivables, payables and deferred income approximate fair values as of September 30 due to relative short maturities.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America ("GAAP") requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and related disclosures of contingent liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. On an ongoing basis, IIE evaluates its estimates, including those described below. IIE bases its estimates on historical experience and on various other assumptions that IIE believes are reasonable under the circumstances. Actual results could differ from those estimates. IIE believes the following is a description of the most significant estimates used in the preparation of its consolidated financial statements.

Investments

Marketable debt and equity security investments are classified as trading securities, which are carried at estimated fair value with unrealized gains and losses reflected in results of operations. Estimated fair values are principally based on quoted market prices.

Limited liquidity investments are stated at estimated fair value. Limited liquidity investments are primarily made under agreements to participate in limited partnerships and limited liability corporations which are generally subject to certain withdrawal restrictions. These investments are valued on the basis of IIE's equity in the net assets. Values for these investments may include financial interest in both nonmarketable and market-traded securities, and may be based on appraisals, market values discounted for concentration of ownership, or other estimates. Because of the inherent uncertainty of valuing these investments, as well as the underlying investments, IIE's estimate of fair value may differ significantly from the values that would have been used had a ready market for the investments existed. The financial statements for these investment interests are audited annually by independent auditing firms. These investments may be illiquid, and thus there can be no assurance that IIE will be able to realize the value of such investments in a timely manner.

Property and equipment

Property and equipment are recorded at cost. Depreciation is provided over the estimated useful lives of the related assets using the straight-line method, ranging from three (3) to seven (7) years. Such estimates are based upon managements' judgments of how long the assets will remain in service. Amortization of leasehold improvements is computed using the straight-line method over the shorter of the remaining lease term or the estimated useful lives of the improvements.

(in thousands)

IIE periodically evaluates the estimated recoverability of its long lived assets, including property and equipment and intangible assets, such as computer software, annually or whenever events or changes in circumstances indicate that the carrying amount may not be recoverable or in connection with its annual financial review process.

Indirect costs

IIE recovers indirect costs by allocating such costs to specific programs administered by IIE. Indirect costs are those costs incurred by common activities and therefore, cannot be readily assigned to a specific direct cost objective. Indirect costs include general and administrative and facility costs. IIE estimates the allocation of these costs to a specific program or supporting activity, consistent with the guidelines contained in OMB Circular A-122, "Cost Principles for Non-Profit Organizations", that prescribes the cost accounting policies associated with the administration of Federal awards by non-profit organizations.

Reclassifications

Some prior year amounts have been reclassified for comparative purposes.

3. Contributions Receivable, Net

Contributions receivable at September 30, 2010 and 2009 were \$1,883 and \$2,250 respectively. These balances are due in less than one year and therefore have not been discounted.

4. Recent Accounting Pronouncements

In October 2009, IIE adopted ASU 2009-12 that adds disclosures and provides guidance for estimating the fair value of investments in investment companies that calculate Net Asset Value per share (NAV). The NAV per share to be used as a practical proxy for fair value where investment companies follow the American Institute of Certified Public Accountants (AICPA) Guide in arriving at their reported NAV.

In January 2010, IIE adopted ASU No. 2010-06 to require additional disclosures. The guidance requires entities to disclose transfers of assets in and out of Level 1 and 2 of the fair value hierarchy and reasons for those transfers. ASU 2010-06 is effective January 2010. In addition, the guidance requires separate presentation of purchases and sales in the Level 3 asset reconciliations; this is effective January 2011. The adoption of this guidance is not expected to have a material impact on IIE's financial statements.

5. Valuation of Investments

Effective October 1, 2008, IIE adopted Fair Value Accounting, which defined fair value as the price that would be received to sell an asset or paid to transfer a liability in the principal market for the asset or liability, in the absence of a principal market, the most advantageous market for the asset or liability, in an orderly transaction between market participants at the measurement date.

GAAP established a fair value hierarchy for those instruments measured at fair value that distinguishes between assumptions based on market data (observable inputs) and the Institute's assumptions (unobservable inputs). The hierarchy consists of three levels: Level 1 – Quotes market prices; Level 2 – Inputs other than Level 1; Level 3 – Unobservable inputs developed using estimates.

(in thousands)

The following is a description of the IIE's valuation methodologies for investments measured at fair value.

- ➤ Level 1 Quoted prices are available in active markets for identical investments as of the reporting date, without adjustment. The type of investments in Level 1 includes listed equities held in the name of IIE, and excludes listed equities and other securities held indirectly through commingled funds.
- ➤ Level 2 Pricing inputs, including broker quotes, are generally those other than exchange quoted prices in active markets, which are either directly or indirectly observable as of the reporting date, and fair value is determined through the use of models or other valuation methodologies.
- ➤ Level 3 Pricing inputs are unobservable for the investment and includes situations where there is little, if any, market activity for the investment. Investments that are included in this category generally include privately held investments and securities held in partnership format.

IIE invests in two fund of fund investment partnerships. The value of these funds are determined by the general partner of each fund and evaluated by management to ensure these investments represent a reasonable approximation of fair value as of September 30, 2010 and 2009.

Effective October 1, 2009, IIE adopted the accounting concept under GAAP to utilize the "practical expedient." The practical expedient is an acceptable method under GAAP to determine the fair value of these investments at reported net asset value from the respective general partners (a) that do not have a readily determinable fair value predicated upon a public market and (b) either have the attributes of an investment company or prepare their financial statements consistent with the measurement principals of an investment company under GAAP.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while IIE believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different estimate of fair value at the reporting date.

In the prior year, these investments were categorized as Level 3 due to a one-year redemption period. This commitment period expired during the current year resulting in a redemption period of 90 days. The improved liquidity for these investments entitles IIE to classify these investments as Level 2. As a result, IIE does not have any Level 3 investments in the current year.

(in thousands)

The following table summarizes the valuation of IIE's investments by the fair value hierarchy levels:

(\$ in thousands)	As of September 30, 2010									
	<u>-</u>	Level 1	Level 2							
			Other							
		Quoted	Significant							
		Prices	Observable		Total					
Cash equivalents	\$	785	\$ -	\$	785					
Short-term investment funds		11,607	-		11,607					
Equity securities										
US		25,635	-		25,635					
International		6,046	17,694		23,740					
Commodities		8,481	-		8,481					
Debt securities										
Government bonds		32,147	2,944		35,091					
Corporate bonds		79,810	12,386		92,196					
Commerical paper			9		9					
Bond funds		10,789	3,156		13,945					
Mortgage-backed securities										
Government		-	3,838		3,838					
Corporate		-	4,302		4,302					
Asset-backed securities		-	1,714		1,714					
Limited Partnerships		-	10,077		10,077					
Total investments	\$	175,300	\$ 56,120	\$	231,420					

The following table summarizes the valuation of IIE's investments by the fair value hierarchy levels:

(\$ in thousands)	As of September 30, 2009												
		Level 1		Level 2	L	evel 3							
				Other									
		Quoted	Si	gnificant	Sig	nificant							
		Prices	Ob	servable	Unok	servable		Total					
Cash equivalents	\$	1,454	\$	-	\$	_	\$	1,454					
Short-term investment funds		10,455		-		-		10,455					
Equity securities		28,425		25,528		-		53,953					
Debt securities		118,455		26,844		-		145,299					
Mortgage-backed securities		-		23,035		-		23,035					
Asset-backed securities		-		1,613		-		1,613					
Limited Partnerships		-		-		9,244		9,244					
Total investments	\$	158,789	\$	77,020	\$	9,244	\$	245,053					

(in thousands)

All net realized and unrealized gains / losses in the table above are reflected in the Statement of Activities. Net unrealized gains / losses relate to those financial instruments held by IIE at September 30, 2010.

Investment return consisted of the following for the years ended September 30:

	2010	2009
The Institute		
Interest and dividends	\$ 2,303	\$ 2,076
Net realized gains (losses)	(566)	(1,332)
Net unrealized gains (losses) and other	 6,344	1,613
	8,081	2,357
Less - Investment management fees	(192)	(256)
Total investment return	 7,889	 2,101
The Fund		
Interest and dividends	6,776	8,383
Net realized gains	2,960	(10,004)
Net unrealized gains	 (1,238)	 11,590
	8,498	9,969
Less - Investment management fees	 (178)	(150)
	8,320	9,819
Total investment return	\$ 16,209	\$ 11,920

(in thousands)

6. Fixed Assets, Net

Fixed assets as of September 30 consist of the following:

	Estimated Useful Lives	Ass	set Value 2010	Ass	set Value 2009
Building	30 Years	\$	19,005	\$	18,896
Furniture	7 Years		2,880		2,773
Equipment	2-4 Years		5,449		4,772
Software development costs	3-7 Years		15,561		12,480
Leasehold improvements	3-25 Years		8,877		8,718
Construction in progress					455
Less - Accumulated depreciation			51,772 (23,792)		48,094 (20,355)
Less - Unamortized deferred credit			27,980 (5,000)		27,739 (5,238)
Total fixed assets, net		\$	22,980	\$	22,501

In July of 2001, IIE exercised its right of first refusal and repurchased a significant portion of its New York headquarters building at 809 United Nations Plaza. The building is now a condominium with IIE repurchasing 10 of the 12 available floors. The purchase price was \$22,750. In September of 2001, IIE sold two of the repurchased floors for \$12,000. IIE's basis in the two sold floors was \$4,789 and resulted in a gain on sale of \$7,251. A portion of the deferred credit relating to IIE's sale and leaseback of the building in 1998 was assigned to the two floors sold and is being amortized annually. The remaining balance of the deferred credit has been netted with IIE's fixed assets balance and is being amortized over a 30-year period.

7. Bonds Payable, Net

Bonds payable as of September 30 consist of the following:

	2010	2009
Series 2001 bonds Less - Unamortized discount on Series 2001 bonds	\$ 14,535 (239)	\$ 14,915 (250)
Total bonds payable, net	\$ 14,296	\$ 14,665

(in thousands)

On November 1, 2001, IIE issued \$17,345 in tax exempt term bonds (the "Series 2001 bonds") through the New York City Industrial Development Agency ("IDA") to provide funds for the acquisition, equipping and improvement of the New York City office (the "Facility").

In connection with the issuance of bonds, IIE incurred costs that are being amortized over the term of the bond (30 years). Total deferred financing costs of \$473, net of accumulated amortization of \$142 and \$126 at September 30, 2010 and 2009, respectively are included in prepaid expenses and other assets.

IIE has segregated a portion of the bond proceeds, for use in connection with certain capital expenditures, as restricted cash, which is presented within prepaid and other assets.

The Facility is owned by IIE and leased by IIE to the IDA and subleased by the IDA back to IIE pursuant to a lease agreement (the "Agreement"). The Series 2001 bonds are payable by the IDA through a third party trustee solely from the lease rentals payable by IIE pursuant to the Agreement, and are not collateralized by any mortgage lien or security interest in IIE's ownership interest in the Facility. The Series 2001 bonds are secured by a security interest in IIE's gross revenues. In addition, payment of the principal and interest on the Series 2001 bonds when due is insured. The Series 2001 bonds mature in various amounts, ranging from \$280 to \$1,100 per year, through 2031. The fair market value of the Series 2001 bonds at September 30, 2010 was \$16,830. The nominal interest rates attributable to the Series 2001 bonds range from 4% to 5.25%.

Principal payments on the Series 2001 bonds for the next five years are due as follows:

Fiscal year

2011	\$	400
2012	*	420
2013		440
2014		465
2015		485
Thereafter		12,325
Total bonds payable		14,535
Less - Unamortized discounts		(239)
Total bonds payable, net	\$	14,296

In accordance with the Agreement, IIE must comply with certain administrative requirements.

(in thousands)

8. Grants Payable

Grants payable at September 30 consisted of the following:

		2009			
Amounts payable in less than one year Amounts payable in one to five years	\$	36,045 13,807	\$ 35,997 14,505		
Total grants payable	\$	49,852	\$ 50,502		

9. Temporarily Restricted Net Assets

Temporarily restricted net assets were available for the following purposes at September 30:

		2009		
International fellowships	\$	92,319	\$ 112,174	
International exchange of students and scholars		60,437	 62,746	
Total temporarily restricted net assets	\$	152,756	\$ 174,920	

Temporarily restricted net assets were released from restrictions for the years ended September 30, 2010 and 2009 for the following purposes:

		2009	
International fellowships	\$	43,175	\$ 47,516
International exchange of students and scholars		10,651	 14,022
Total net assets released from restrictions	\$	53,826	\$ 61,538

10. Permanently Restricted Net Assets

Permanently restricted net assets available to support programs at September 30 were as follows:

	2010	2009
Beneficial interests in perpetual trusts held by third parties Endowment funds, investment return restricted to	\$ 2,979	\$ 2,831
international exchange of students and scholars	 3,527	 3,527
Total permanently restricted net assets	\$ 6,506	\$ 6,358

11. Endowment Net Assets

In August 2008, the FASB issued guidance on the net asset classification of donor-restricted endowment funds for a not-for-profit organization that is subject to an enacted version of the

(in thousands)

Uniform Prudent Management of Institutional Funds Act of 2006 (UPMIFA). On September 17, 2010, New York State adopted UPMIFA and the disclosure requirements under GAAP became applicable.

IIE's endowment consists of invested assets as directed by the Board of Trustees which are classified as permanently restricted net assets and term endowments, which can be included within the temporarily restricted and unrestricted net assets. IIE considers its term endowment to be that portion of temporarily restricted net assets, which are restricted by time and purpose, and its board designated funds.

The policy governing the investment of IIE's endowment is twofold: to provide a reasonable and prudent level of currently expendable income in accordance with the spending policy set by the Board of Trustees (currently 5% of the endowment's moving average fair value over the prior 36 months as of September 30th of the preceding fiscal year in which distribution is planned, unless specified by a donor); and to support IIE and its mission over the long term by maintaining future growth of the endowment. Under this policy, the endowment assets are invested in a manner that is intended to produce a real return, net of inflation and investment management costs, of at least 5%. Actual returns in any given year may vary from this amount.

To satisfy its long-term rate-of-return objectives, IIE relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). IIE targets a diversified asset allocation to achieve its long-term objective within prudent risk constraints.

In accordance with current New York State law, IIE is required to preserve the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result, so long as there is no explicit donor stipulation to the contrary, the Institute classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) realized and unrealized gains and losses to the permanent endowment when stipulated by the donor gift instrument. The remaining portion of the donor restricted endowment that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by IIE in a manner consisted with the standard of prudence prescribed by UPMIFA.

(in thousands)

At September 30, 2010, the endowment net asset composition by type of fund consisted of the following:

	Unre	estricted	mporarily estricted	manently stricted	 Total
Donor restricted funds					
Scholarships and professional development	\$	-	\$ -	\$ 2,162	\$ 2,162
Scholar rescue fund		-	20,118	1,365	21,483
Fulbright legacy fund		-	3,228	-	3,228
International fellowships funds		-	88,767	-	88,767
Other donor restricted funds		-	25,463	-	25,463
Board designated funds					
Fulbright legacy fund		4,632	-	-	4,632
Scholar rescue fund		1,323	-	-	1,323
Andrew heiskell endowment		257			257
Total endowments		6,212	137,576	 3,527	 147,315

At September 30, 2009, the endowment net asset composition by type of fund consisted of the following:

	Unr	estricted	mporarily estricted		manently estricted	 Total	
Donor restricted funds							
Scholarships and professional development	\$	-	\$ -	\$	2,162	\$ 2,162	
Scholar rescue fund		-	17,865		1,365	19,230	
Fulbright legacy fund		-	3,149	-		3,149	
International fellowships funds		-	108,896		-	108,896	
Other donor restricted funds		-	24,672		-	24,672	
Board designated funds							
Fulbright legacy fund		4,218	-		-	4,218	
Scholar rescue fund		1,239	-		-	1,239	
Andrew heiskell endowment		246	-			246	
Total endowments	\$	5,703	\$ 154,582	\$	3,527	\$ 163,812	

(in thousands)

Changes in endowment net assets for the year ended September 30, 2010 and 2009 consisted of the following:

	Unre	estricted	Temporarily Restricted		Permanently Restricted		Total	
Endowment net assets,								
September 30. 2008	\$	2,500	\$ 175,574		1910	\$	179,984	
Investment return								
Investment income, net of fees		74	9,585		-		9,659	
Realized gains (losses)		(13)	(11,288)		-		(11,301)	
Unrealized gains (losses)		895	 12,922				13,817	
Total investment gains (loss)		956	11,219		-		12,175	
Contributions Appropriation of endowment assets used for		2,263	17,992		1,617		21,872	
expenditures		(16)	 (50,204)		-		(50,220)	
Endowment net assets,								
September 30. 2009	\$	5,703	\$ 154,581	\$	3,527	\$	163,811	
Investment return								
Investment income, net of fees		118	7,986		-		8,104	
Realized gains (losses)		(66)	2,796		-		2,730	
Unrealized gains (losses)		506	 1,873				2,379	
Total investment gains (loss)		558	12,655		-		13,213	
Contributions		-	16,504		-		16,504	
Appropriation of endowment assets used for expenditures		(49)	 (46,164)				(46,213)	
Endowment net assets,								
September 30. 2010	\$	6,212	\$ 137,576	\$	3,527	\$	147,315	

12. Sponsored Program Revenue

Sponsored program revenue for fiscal years 2010 and 2009 was derived from the following major sponsor categories:

	2010	2009
U.S. government agencies	\$ 202,564	\$ 189,693
Foundations and research organizations	48,279	56,402
Corporations	22,664	19,074
Foreign governments and international organizations	15,647	 34,847
Total sponsored program revenue	\$ 289,154	\$ 300,016

(in thousands)

13. Commitments and Contingencies

Uncertain Income Tax Positions

As of October 1, 2008, IIE adopted guidance related to the Accounting for Uncertainty in Income Taxes. Based on analysis, IIE has determined that its adoption did not have an impact on the financial statements in 2009, but will review annually to ensure there are no adjustments necessary.

Operating Leases

Rental expense was \$4,879 and \$5,656 for the years ended September 30, 2010 and 2009, respectively. IIE leases space for certain domestic and overseas offices on a non-cancelable, long-term basis. These agreements, expiring at various dates through 2018, permit IIE to sublease such space at its option.

Minimum future lease commitments are as follows at September 30, 2010:

Fiscal year

2011 2012 2013 2014 2015 Thereafter	\$ 3,520 3,070 3,016 3,005 2,372 2,632
Hierealtei	\$ 17,615

IIE, from time to time, is involved in litigation concerning its business affairs. Management believes that the resolution of all pending litigation will not have a material adverse effect on IIE's consolidated financial statements.

IIE receives funding from governmental agencies for various activities which are subject to audit. Currently, IIE is responding to an inquiry by the U.S. government in relation to IIE's compliance with certain federal reimbursement regulations. The ultimate outcome of such possible audits and this inquiry may result in amounts due the U.S. government, which would be absorbed by IIE. In IIE's opinion such amounts, if any, would not have a significant effect on the financial condition, changes in net assets or cash flows of IIE.

14. Subsequent events

IIE has performed an evaluation of subsequent events through January 26, 2011, which is the date the consolidated financial statements were issued. IIE has determined that all events or transactions, including estimates, required to be recognized in accordance with generally accepted accounting principles, are included in the consolidated financial statements.



Report of Independent Auditors on Supplemental Schedule

To the Board of Trustees of Institute of International Education, Inc.

Pricewaterhouse Coopers LLP

Our audit was conducted for the purpose of forming an opinion on the basic consolidated financial statements of Institute of International Education, Inc. and Affiliate ("IIE") taken as a whole. The supplemental consolidating statement of financial position and statement of activity as of September 30, 2010 are presented for purposes of additional analysis and are not a required part of IIE's basic consolidated financial statements. Accordingly, we do not express our opinion on the financial position of the individual entities and statement of activities. However, the consolidating information and statement of activities has been subjected to the auditing procedures applied in the audit of the basic consolidated financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic consolidated financial statements taken as a whole.

January 26, 2011

Institute of International Education, Inc. and Affiliate Consolidating Statement of Financial Position As of September 30, 2010

				20	010				2009							
	-					imination		nsolidated					Elimination		Consolidated	
		IIE		IFF	ļ	Entries		Statements		IIE		IFF	Entries		Statements	
Assets Cash and cash equivalents	\$	23,272	\$	54	\$		œ	23,326	\$	39,035	\$	1,832	\$		\$	40,867
Reimbursable expenditures under contracts in progress	φ	30,261	Φ	-	φ	-	φ	30,261	φ	24,161	Φ	1,032	φ	(274)	φ	23,887
Contributions receivable, net		1,883		_		_		1,883		2,250		_		(=1 1)		2,250
Investments, at fair value		93,735		137,685		-		231,420		84,300		160,753		-		245,053
Prepaid expenses and other assets		5,689		1,223		-		6,912		4,034		· -		-		4,034
Fixed assets, net		22,980		-		-		22,980		22,501		-		-		22,501
Beneficial interest in perpetual trusts held by third parties		2,979		-		-		2,979		2,831		-		-		2,831
Total assets	\$	180,799	\$	138,962	\$	-	\$	319,761	\$	179,112	\$	162,585	\$	(274)	\$	341,423
Liabilities and Net Assets																
Payable for investments purchased	\$	-	\$	8	\$	-		8	\$	-	\$	3,117	\$	-		3,117
Grants payable		-		49,852		28		49,880		-		50,090		412		50,502
Accounts payable and accrued expenses		17,171		335		-		17,506		17,089		483		-		17,572
Sponsored funds received in advance		39,984		-		(3,580)		36,404		37,357		-		(3,966)		33,391
Bonds payable, net		14,296						14,296		14,665		-		-		14,665
Total liabilities		71,451		50,195		(3,552)		118,094		69,111		53,690		(3,554)		119,247
Commitments and contingencies Net assets																
Unrestricted																
Board designated		6,212		-		-		6,212		5,703		-		-		5,703
Undesignated, available for general operations		36,193						36,193		35,194						35,194
Total unrestricted net assets		42,405		-		-		42,405		40,897		-		-		40,897
Temporarily restricted		60,437		88,767		3,552		152,756		62,746		108,895		3,279		174,920
Permanently restricted		6,506						6,506		6,358		-		-		6,358
Total net assets		109,348		88,767		3,552		201,667		110,001		108,895		3,279		222,175
Total liabilities and net assets	\$	180,799	\$	138,962	\$		\$	319,761	\$	179,112	\$	162,585	\$	(275)	\$	341,422

Institute of International Education, Inc. and Affiliate Consolidating Statement of Activities As of September 30, 2010

			E 010				FF 010				nations 010		Consolidated 2010				
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total	Unrestricted	Temporarily Restricted	Permanently Restricted	Total	Unrestricted	Temporarily Restricted	Permanently Restricted	Total	Unrestricted	Temporarily Restricted	Permanently Restricted	Total	
Revenues													`				
Sponsored programs	\$ 322,580	\$ -	\$ -	\$ 322,580	\$ -	\$ -	\$ -	\$ -	\$ (33,426)	\$ -	\$ -	\$ (33,426)	\$ 289,154	\$ -	\$ -	\$ 289,154	
Contributions	933	3,974	-	4,907	-	15,000	-	15,000	-	-	-	-	933	18,974	-	19,907	
Investment return	3,373	4,368	148	7,889	-	8,320	-	8,320	-	-	-	-	3,373	12,688	148	16,209	
Sales of publications	536	-	-	536	-	-	-	-	-	-	-	-	536	-	-	536	
Special events																	
Contributions	1,315	-	-	1,315	-	-	-	-	-	-	-	-	1,315	-	-	1,315	
Direct costs	(206)			(206)									(206)			(206)	
Net revenues from special events	1,109			1,109									1,109			1,109	
Membership fees	142	-		142	-			-	-		-	-	142		-	142	
Other revenue	241	-		241	-			-	-		-	-	241		-	241	
	328,914	8,342	148	337,404	-	23,320		23,320	(33,426)		-	(33,426)	295,488	31,662	148	327,298	
Net assets released from restrictions	10,651	(10,651)			43,448	(43,448)			(273)	273			53,826	(53,826)			
Total revenues	339,565	(2,309)	148	337,404	43,448	(20,128)	-	23,320	(33,699)	273	-	(33,426)	349,314	(22,164)	148	327,298	
Expenses																	
Program services																	
International exchange of students and scholars	242,207	-	-	242,207	-	-	-	-	(30,866)	-	-	(30,866)	211,341	-	-	211,341	
Leadership development educational services	57,223	-	-	57,223	-	-	-	-	-	-	-	-	57,223	-	-	57,223	
Higher education institutional development	21,794	-		21,794	-	-		-	-	-	-	-	21,794		-	21,794	
Emergency student and scholar assistance	5,825	-	-	5,825	-	-	-	-	-	-	-	-	5,825	-	-	5,825	
Research and publications	1,002	-		1,002	-	-		-	-	-	-	-	1,002		-	1,002	
International Fellowships Program					41,146			41,146	(2,832)			(2,832)	38,314			38,314	
Total program services	328,051			328,051	41,146			41,146	(33,698)			(33,698)	335,499			335,499	
Supporting services																	
Management and general	8,872	-	-	8,872	2,302	-	-	2,302	-	-	-	-	11,174	-	-	11,174	
Fund raising	1,134			1,134									1,134			1,134	
Total supporting services	10,006			10,006	2,302			2,302					12,308			12,308	
Total expenses	338,057			338,057	43,448			43,448	(33,698)			(33,698)	347,807			347,807	
(Decrease) increase in net assets	1,508	(2,309)	148	(653)	_	(20,128)	-	(20,128)	(1)	273	-	272	1,507	(22,164)	148	(20,509)	
Net assets, beginning of year	40,897	62,746	6,358	110,001		108,895		108,895	1	3,279		3,280	40,898	174,920	6,358	222,176	
Net assets, end of year	\$ 42,405	\$ 60,437	\$ 6,506	\$ 109,348	\$ -	\$ 88,767	\$ -	\$ 88,767	\$ -	\$ 3,552	\$ -	\$ 3,552	\$ 42,405	\$ 152,756	\$ 6,506	\$ 201,667	