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Form <b>990</b>  Department of the Treasury Internal Revenue Service	<b>Return of Organization Exempt From Income Tax</b>  <b>Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)</b>	OMB No 1545-0047 <div> <div>2011</div> <div>Open to Public Inspection</div> </div>
	The organization may have to use a copy of this return to satisfy state reporting requirements	

<b>A For the 2011 calendar year, or tax year beginning 01-01-2011 and ending 12-31-2011</b>		<b>D Employer identification number</b>	
<b>B</b> Check if applicable <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending		57-0952289 <b>E Telephone number</b> (843) 881-7550	
<b>C</b> Name of organization HUMANITIES FOUNDATION INC Doing Business As Number and street (or P O box if mail is not delivered to street address) Room/suite 474 WANDO PARK BLVD STE 102 City or town, state or country, and ZIP + 4 MOUNT PLEASANT, SC 29464		<b>G</b> Gross receipts \$ 3,294,044	
<b>F</b> Name and address of principal officer TRACY T DORAN 474 WANDO PARK BLVD STE 102 MOUNT PLEASANT, SC 29464		<b>H(a)</b> Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>H(b)</b> Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list (see instructions) <b>H(c)</b> Group exemption number ▶	
<b>I</b> Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) ( ) ◀ (insert no ) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			
<b>J Website:</b> ▶ HUMANITIESFOUNDATION.ORG			
<b>K</b> Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		<b>L</b> Year of formation 1992	<b>M</b> State of legal domicile SC

<b>Part I</b>	<b>Summary</b>
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Activities & Governance	1 Briefly describe the organization's mission or most significant activities TO END HOMELESSNESS THROUGHOUT THE SOUTHERN REGION OF THE UNITED STATES (SEE SCHEDULE O) BY INCREASING THE AVAILABILITY OF AFFORDABLE HOUSING THROUGH NONPROFIT HOUSING DEVELOPMENT, RENTAL AND UTILITY EMERGENCY FINANCIAL ASSISTANCE, HOMELESSNESS PREVENTION PROGRAMS, ADVOCACY, AND EDUCATION AND TECHNICAL ASSISTANCE		
	2 Check this box <input checked="" type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	8
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	4
	5 Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5	0
	6 Total number of volunteers (estimate if necessary)	6	0
7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0	
7b Net unrelated business taxable income from Form 990-T, line 34	7b	0	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year 327,271	Current Year 270,093
	9 Program service revenue (Part VIII, line 2g)	1,510,823	2,572,777
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	422,235	451,174
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0	0
	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	2,260,329	3,294,044
	Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)	219,601
14 Benefits paid to or for members (Part IX, column (A), line 4)		0	0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)		0	9,538
16a Professional fundraising fees (Part IX, column (A), line 11e)		0	0
b Total fundraising expenses (Part IX, column (D), line 25) <input type="text" value="0"/>			
17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)		1,417,598	2,385,211
18 Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)		1,637,199	2,502,351
19 Revenue less expenses Subtract line 18 from line 12		623,130	791,693
Net Assets or Fund Balances			Beginning of Current Year
	20 Total assets (Part X, line 16)	16,853,522	17,805,235
	21 Total liabilities (Part X, line 26)	5,609,582	5,769,602
	22 Net assets or fund balances Subtract line 21 from line 20	11,243,940	12,035,633

<b>Part II</b>	<b>Signature Block</b>
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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.

<b>Sign Here</b>	***** Signature of officer			2012-11-15 Date	
	TRACY T DORAN PRESIDENT Type or print name and title				
<b>Paid Preparer's Use Only</b>	Preparer's signature	CHRIS M DUNCAN CPA	Date	Check if self-employed <input type="checkbox"/>	Preparer's taxpayer identification number (see instructions) P00724561
	Firm's name (or yours if self-employed), address, and ZIP + 4	GLASERDUNCAN CPAS 1040 ANNA KNAPP BLVD MOUNT PLEASANT, SC 29464			EIN 20-5788602
					Phone no (843) 849-0655

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

Part III

Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III ☐ Yes ☒ No

1

Briefly describe the organization’s mission

TO END HOMELESSNESS THROUGHOUT THE SOUTHERN REGION OF THE UNITED STATES BY INCREASING THE AVAILABILITY OF AFFORDABLE HOUSING THROUGH NONPROFIT HOUSING DEVELOPMENT, RENTAL AND UTILITY EMERGENCY FINANCIAL ASSISTANCE, HOMELESSNESS PREVENTION PROGRAMS, ADVOCACY, AND EDUCATION AND TECHNICAL ASSISTANCE

2

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

If “Yes,” describe these new services on Schedule O

3

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

If “Yes,” describe these changes on Schedule O

4

Describe the organization’s program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a	(Code ) (Expenses \$ 553,255 including grants of \$ ) (Revenue \$ 2,467,600 )
	PREDEVELOPMENT AND DEVELOPMENT SERVICES FOR DETERMINING NEW APARTMENT SITES AND THE DEVELOPMENT OF SUCH SITES TO SERVE LOW-INCOME FAMILIES

4b	(Code ) (Expenses \$ 1,205,655 including grants of \$ ) (Revenue \$ 105,177 )
	HOUSING PROGRAM THE FOUNDATION DEVELOPS AND ACTS AS THE MANAGING PARTNER THROUGH ITS WHOLLY OWNED SUBSIDIARIES, FOR PROJECTS IT HAS BUILT TO SERVICE LOW-INCOME ELDERLY AND FAMILIES ADDITIONALLY, IT ESTABLISHES AND SUPERVISES SUPPORTIVE SERVICES FOR THE TENANTS IN THE HOUSING PROGRAM, THE FOUNDATION HAS THE FOLLOWING PROJECTS - GRAND OAK APARTMENTS A 59-UNIT APARTMENT COMPLEX CONSTRUCTED FOR SENIORS AGE 62 AND OLDER WITH INCOMES 50% AND 60% BELOW THE AREA MEDIAN INCOME AT 1830 MAGWOOD DRIVE, CHARLESTON, SC - RUTLEDGE PLACE APARTMENTS A 40-UNIT APARTMENT COMPLEX CONSTRUCTED FOR SENIORS AGE 62 AND OLDER WITH INCOMES 60% BELOW THE AREA MEDIAN INCOME AT 554 RUTLEDGE AVENUE, CHARLESTON, SC (SEE SCHEDULE O ) - NORTH CENTRAL APARTMENTS A 36-UNIT APARTMENT BUILDING PROJECT CONSTRUCTED FOR SENIORS AGE 55 AND OLDER WITH INCOMES 50% BELOW THE AREA MEDIAN INCOME AT 1054 KING STREET, CHARLESTON, SOUTH CAROLINA - SEA ISLAND APARTMENTS A 48-UNIT APARTMENT COMPLEX CONSTRUCTED FOR FAMILIES WITH INCOMES 50% BELOW THE AREA MEDIAN INCOME AT THE CORNER OF MAYBANK HIGHWAY AND BROWNSWOOD ROAD ON JOHNS ISLAND, SOUTH CAROLINA - LAUREL HILL APARTMENTS A 72-UNIT APARTMENT BUILDING CONSTRUCTED FOR ELDERLY AGE 55 AND OLDER WITH INCOMES 60% BELOW THE AREA MEDIAN INCOME AT 1640 RIBAUT ROAD, PORT ROYAL, SOUTH CAROLINA - SHADY GROVE APARTMENTS A 72-UNIT APARTMENT CONSTRUCTED FOR ELDERLY AGE 62 AND OLDER WITH INCOMES 50% BELOW THE AREA MEDIAN INCOME AT 1725 SAVAGE ROAD, CHARLESTON, SOUTH CAROLINA - THE SHIRES APARTMENTS A 72-UNIT APARTMENT BUILDING CONSTRUCTED FOR FAMILIES WITH INCOMES 50% BELOW THE AREA MEDIAN INCOME AT 1020 LITTLE JOHN STREET, CHARLESTON, SOUTH CAROLINA - SEVEN FARMS APARTMENTS A 72-UNIT APARTMENT BUILDING CONSTRUCTED FOR FAMILIES WITH INCOMES 50% BELOW THE AREA MEDIAN INCOME AT 305 SEVEN FARMS DRIVE AND DANIEL ISLAND DRIVE, CHARLESTON, SOUTH CAROLINA - IVY RIDGE APARTMENTS A 72-UNIT APARTMENT BUILDING CONSTRUCTED FOR FAMILIES WITH INCOMES 50% BELOW THE AREA MEDIAN INCOME AT GREENRIDGE ROAD, NORTH CHARLESTON, SOUTH CAROLINA - PINE HILL APARTMENTS A 72-UNIT APARTMENT BUILDING CONSTRUCTED FOR FAMILIES WITH INCOMES 50% BELOW THE AREA MEDIAN INCOME AT ST MATTHEW ROAD, ORANGEBURG, SOUTH CAROLINA - GRANDVIEW APARTMENTS A 72-UNIT APARTMENT BUILDING CONSTRUCTED FOR SENIORS WITH INCOMES 50% BELOW THE AREA MEDIAN INCOME AT 1850 MAGWOOD ROAD, CHARLESTON, SOUTH CAROLINA - WATERFORD VILLAGE A 96-UNIT APARTMENT BUILDING CONSTRUCTED FOR FAMILIES WITH INCOMES 50% BELOW THE AREA MEDIAN INCOME IN STAUNTON, VIRGINIA - SEVEN FARMS VILLAGE A APARTMENT BUILDING CONSTRUCTED FOR SENIORS WITH INCOMES 50% BELOW THE AREA MEDIAN INCOME AT 305 SEVEN FARMS DRIVE, CHARLESTON, SOUTH CAROLINA - ARBOR HILL SENIOR APARTMENTS A 56 UNIT APARTMENT BUILDING UNDER CONSTRUCTION FOR SENIORS WITH INCOMES 50% BELOW THE AREA MEDIAN INCOME IN PINEVILLE, LOUISIANA - MONTAGUE TERRACE APARTMENTS A 96-UNIT APARTMENT BUILDING UNDER CONSTRUCTION FOR FAMILIES WITH INCOMES 50% BELOW THE AREA MEDIAN INCOME IN STUARTS DRAFT, VIRGINIA - REGENT PARK APARTMENTS A 72-UNIT APARTMENT BUILDING CONSTRUCTED FOR FAMILIES WITH INCOMES 50% BELOW THE AREA MEDIAN INCOME IN COLUMBIA, SOUTH CAROLINA

4c	(Code ) (Expenses \$ 227,491 including grants of \$ ) (Revenue \$ 107,607 )
	SHELTERNET PROJECT PROGRAM PROVIDES SHORT-TERM FINANCIAL ASSISTANCE FOR FAMILIES WHO HAVE SUFFERED A CRISIS OR FINANCIAL SETBACK THE RECIPIENTS HAVE INCOME BELOW 50% OF MEDIAN INCOME OVERHEAD COSTS ARE PAID PRIMARILY FROM OPERATING FUNDS AND NOT GRANTS OR DONATIONS
















	(Code ) (Expenses \$ 14,568 including grants of \$ ) (Revenue \$ )
	HOMEOWNERSHIP INITIATIVE THE HOMEOWNERSHIP INITIATIVE IS A PROJECT TO DEVELOP INDIVIDUAL AFFORDABLE HOUSES ON THE CHARLESTON, SOUTH CAROLINA PENINSULA FOR FIRST-TIME HOMEBUYERS WITH INCOMES 60% TO 120% OF THE AREA MEDIAN INCOME EDUCATION/ADVOCACY THE EDUCATION/ADVOCACY PROGRAM IS A PROGRAM TO GENERATE PUBLIC SUPPORT FOR LEGISLATIVE EFFORTS, AS WELL AS TO EDUCATE THE COMMUNITY ON THE ISSUES OF HOMELESSNESS AND THE NEED TO PROVIDE SAFE, DECENT AND AFFORDABLE HOUSING IN THE CHARLESTON, SOUTH CAROLINA AREA

4d	Other program services (Describe in Schedule O )
	(Expenses \$ 14,568 including grants of \$ ) (Revenue \$ )

4e	Total program service expenses \$ 2,000,969
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Part IV

Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A.</i> 	1	Yes
2	Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> (see instructions)? 	2	Yes
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I.</i> . . . . .	3	No
4	<b>Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II.</i> . . . . .	4	No
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III.</i> . . . . .	5	No
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I.</i> 	6	No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? <i>If "Yes," complete Schedule D, Part II.</i> 	7	No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III.</i> 	8	No
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV.</i> 	9	No
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V.</i> 	10	No
11	If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI.</i> 	11a	Yes
b	Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII.</i> 	11b	No
c	Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII.</i> 	11c	No
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX.</i> 	11d	Yes
e	Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X.</i> 	11e	Yes
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X.</i> 	11f	Yes
12a	Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII.</i> 	12a	No
b	Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional.</i> 	12b	Yes
13	Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E.</i> . . . . .	13	No
14a	Did the organization maintain an office, employees, or agents outside of the United States? . . . . .	14a	No
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? <i>If "Yes," complete Schedule F, Part I.</i> . . . . .	14b	No
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the U S ? <i>If "Yes," complete Schedule F, Part II and IV.</i> . . . . .	15	No
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the U S ? <i>If "Yes," complete Schedule F, Part III and IV.</i> . . . . .	16	No
17	Did the organization report a total of more than \$15,000, of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I.</i> . . . . .	17	No
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II.</i> . . . . .	18	No
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III.</i> . . . . .	19	No
20a	Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H.</i> . . . . .	20a	No
b	If "Yes" to line 20a, did the organization attach its audited financial statement to this return? <b>Note.</b> All Form 990 filers that operated one or more hospitals must attach audited financial statements . . . . .	20b	

Part IV

Checklist of Required Schedules (continued)

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

Part V Statements Regarding Other IRS Filings and Tax Compliance						
Check if Schedule O contains a response to any question in this Part V <input type="checkbox"/>						
			Yes	No		
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable. . . . . .	1a	37			
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	1b	0			
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners? . . . . .			1c			
2a	Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax Statements</i> filed for the calendar year ending with or within the year covered by this return . . . . .	2a	0			
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?  Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).			2b			
3a Did the organization have unrelated business gross income of \$1,000 or more during the year? . . . . .			3a		No	
b If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O . . . . .			3b			
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account or securities account)? . . . . .			4a	No	
b If "Yes," enter the name of the foreign country: <input type="text"/> See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.						
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year? . . . . .			5a	No	
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?					5b	No
c If "Yes" to line 5a or 5b, did the organization file Form 8886-T? . . . . .					5c	
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible? . . . . .			6a	No	
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? . . . . .					6b	
7 Organizations that may receive deductible contributions under section 170(c).						
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor? . . . . .					7a	No
b If "Yes," did the organization notify the donor of the value of the goods or services provided? . . . . .					7b	
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282? . . . . .					7c	No
d If "Yes," indicate the number of Forms 8282 filed during the year . . . . .			7d			
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .					7e	No
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .					7f	No
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required? . . . . .					7g	
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C? . . . . .					7h	
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year? . . . . .					8	
9 Sponsoring organizations maintaining donor advised funds.						
a Did the organization make any taxable distributions under section 4966? . . . . .					9a	
b Did the organization make a distribution to a donor, donor advisor, or related person? . . . . .					9b	
10 Section 501(c)(7) organizations. Enter						
a Initiation fees and capital contributions included on Part VIII, line 12 . . . . .			10a			
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities			10b			
11 Section 501(c)(12) organizations. Enter						
a Gross income from members or shareholders . . . . .			11a			
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them) . . . . .			11b			
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041? . . . . .					12a	
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year			12b			
13 Section 501(c)(29) qualified nonprofit health insurance issuers.						
a Is the organization licensed to issue qualified health plans in more than one state? Note. All 501(c)(29) organizations must list in Schedule O each state in which they are licensed to issue qualified health plans, the amount of reserves required by each state, and the amount of reserves the organization allocated to each state.					13a	
b Enter the aggregate amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans			13b			
c Enter the aggregate amount of reserves on hand			13c			
14a Did the organization receive any payments for indoor tanning services during the tax year? . . . . .					14a	No
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O . . . . .					14b	

Part VI

**Governance, Management, and Disclosure** For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.  
Check if Schedule O contains a response to any question in this Part VI

☐

Section A. Governing Body and Management

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

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

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

Section C. Disclosure

17	List the States with which a copy of this Form 990 is required to be filed	SC
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply. <input type="checkbox"/> Own website <input checked="" type="checkbox"/> Another's website <input checked="" type="checkbox"/> Upon request	
19	Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public. See Additional Data Table.	
20	State the name, physical address, and telephone number of the person who possesses the books and records of the organization.	
	CHERYL FERRARO 474 WANDO PARK BLVD STE 102 MT PLEASANT, SC 29464 (843) 284-5120	

Part VII

Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

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

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

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

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

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

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

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(1) GREG BROOKS ASSISTANT SECRETARY	1 00	X		X				0	0	0
(2) KAY D CLAMP BOARD MEMBER	10	X						0	0	0
(3) W DALE SMITH BOARD MEMBER	10	X						0	0	0
(4) STEPHEN R SHULER BOARD MEMBER	10	X						0	0	0
(5) DAVID O ELDRIDGE BOARD MEMBER	10	X						0	0	0
(6) TRACY T DORAN PRESIDENT & CHAIRMAN	35 00	X		X				0	76,698	0
(7) SHANE J DORAN BOARD MEMBER	20 00	X		X				0	47,525	0
(8) DONALD B PARDUE JR MAI SRA BOARD MEMBER	10	X						0	0	0
(9) ANN WYATT BOARD MEMBER	10	X						0	0	0
(10) JOHN DISHER BOARD MEMBER - OFF 6/17/11	10	X						0	0	0
(11) CHERYL FERRARO SECRETARY/TREASURER	30 00			X				0	67,985	0
(12) PETER HARPER BOARD MEMBER - OFF 7/28/11	32 00			X				0	50,522	0



## Part VII

<b>1b</b>	<b>Sub-Total . . . . .</b>			
<b>c</b>	<b>Total from continuation sheets to Part VII, Section A . . . . .</b>			
<b>d</b>	<b>Total (add lines 1b and 1c) . . . . .</b>	0	242,730	0

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 0

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

## Section B. Independent Contractors

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

(A)	(B)	(C)
Name and business address	Description of services	Compensation
CENTERVEST LLC 474 WANDO PARK BLVD STE 102 MOUNT PLEASANT, SC 29464	MISC-LABOR, CONSTRUCTION, ASSET MGT, EQU	315,516

**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 ▶1

Part VIII Statement of Revenue

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, gifts, grants and other similar amounts	1a	Federated campaigns . . .	1a				
	b	Membership dues . . . . .	1b				
	c	Fundraising events . . . . .	1c				
	d	Related organizations . . . .	1d				
	e	Government grants (contributions)	1e	252,713			
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	17,380			
	g	Noncash contributions included in lines 1a-1f \$ _____					
	h	Total. Add lines 1a-1f . . . . .		270,093			
Program Service Revenue	2a	DEVELOPER FEES	Business Code 531110	2,467,600	2,467,600		
	b	ADMINISTRATION FEES	531110	78,323	78,323		
	c	PM MAINTENANCE FEES	531110	26,854	26,854		
	d						
	e						
	f	All other program service revenue					
	g	Total. Add lines 2a-2f . . . . .		2,572,777			
	Other Revenue	3	Investment income (including dividends, interest and other similar amounts) . . . . .		451,174		
4		Income from investment of tax-exempt bond proceeds . .					
5		Royalties . . . . .					
6a		Gross rents	(i) Real (ii) Personal				
b		Less rental expenses					
c		Rental income or (loss)					
d		Net rental income or (loss) . . . . .					
7a		Gross amount from sales of assets other than inventory	(i) Securities (ii) Other				
b		Less cost or other basis and sales expenses					
c		Gain or (loss)					
d		Net gain or (loss) . . . . .					
8a		Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18 . . . . .	a				
b		Less direct expenses . . . . .	b				
c		Net income or (loss) from fundraising events . .					
9a		Gross income from gaming activities See Part IV, line 19 . . . . .	a				
b		Less direct expenses . . . . .	b				
c		Net income or (loss) from gaming activities . .					
10a		Gross sales of inventory, less returns and allowances .	a				
b		Less cost of goods sold . . . . .	b				
c		Net income or (loss) from sales of inventory . .					
		Miscellaneous Revenue	Business Code				
11a							
b							
c							
d	All other revenue . . . . .						
e	Total. Add lines 11a-11d . . . . .						
12	Total revenue. See Instructions . . . . .		3,294,044	2,572,777	0	451,174	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns  
All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D)  
Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the United States See Part IV, line 21				
2	Grants and other assistance to individuals in the United States See Part IV, line 22	107,602	107,602		
3	Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16				
4	Benefits paid to or for members				
5	Compensation of current officers, directors, trustees, and key employees				
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7	Other salaries and wages				
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9	Other employee benefits	9,538	9,537	1	
10	Payroll taxes				
11	Fees for services (non-employees)				
a	Management	477,887	260,023	217,864	
b	Legal	21,711	1,250	20,461	
c	Accounting	25,935	500	25,435	
d	Lobbying				
e	Professional fundraising See Part IV, line 17				
f	Investment management fees				
g	Other	1,148,287	1,093,698	54,589	
12	Advertising and promotion	11,801	8,238	3,563	
13	Office expenses	39,893	5,539	34,354	
14	Information technology	13,423	600	12,823	
15	Royalties				
16	Occupancy	74,163	7,548	66,615	
17	Travel	47,417	27,445	19,972	
18	Payments of travel or entertainment expenses for any federal, state, or local public officials				
19	Conferences, conventions, and meetings	5,479	3,485	1,994	
20	Interest	27,788	11,706	16,082	
21	Payments to affiliates				
22	Depreciation, depletion, and amortization	3,843		3,843	
23	Insurance	3,516		3,516	
24	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O )				
a	PREDEVELOPMENT EXPENSE	463,100	458,900	4,200	
b	MISCELLANEOUS	12,758	2,132	10,626	
c	DUES & SUBSCRIPTIONS	8,210	2,766	5,444	
d					
e					
f	All other expenses				
25	Total functional expenses. Add lines 1 through 24f	2,502,351	2,000,969	501,382	0
26	Joint costs. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720) Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X

Balance Sheet

					(A)		(B)
					Beginning of year		End of year
Assets	1	Cash—non-interest-bearing . . . . .			2,678	1	7,586
	2	Savings and temporary cash investments . . . . .			1,504,804	2	974,114
	3	Pledges and grants receivable, net . . . . .				3	
	4	Accounts receivable, net . . . . .			15,390	4	20,894
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L . . . . .				5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L . . . . .				6	
	7	Notes and loans receivable, net . . . . .			5,378,965	7	6,017,762
	8	Inventories for sale or use . . . . .				8	
	9	Prepaid expenses and deferred charges . . . . .				9	
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D . . . . .	10a	43,660			
	b	Less: accumulated depreciation . . . . .	10b	39,631	6,209	10c	4,029
	11	Investments—publicly traded securities . . . . .				11	
	12	Investments—other securities. See Part IV, line 11 . . . . .			726,813	12	687,095
	13	Investments—program-related. See Part IV, line 11 . . . . .				13	
	14	Intangible assets . . . . .				14	
	15	Other assets. See Part IV, line 11 . . . . .			9,218,663	15	10,093,755
16	Total assets. Add lines 1 through 15 (must equal line 34) . . . . .			16,853,522	16	17,805,235	
Liabilities	17	Accounts payable and accrued expenses . . . . .			364,335	17	240,147
	18	Grants payable . . . . .				18	
	19	Deferred revenue . . . . .				19	
	20	Tax-exempt bond liabilities . . . . .				20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D . . . . .				21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L . . . . .				22	
	23	Secured mortgages and notes payable to unrelated third parties . . . . .			4,067,906	23	4,822,957
	24	Unsecured notes and loans payable to unrelated third parties . . . . .				24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D . . . . .			1,177,341	25	706,498
	26	Total liabilities. Add lines 17 through 25 . . . . .			5,609,582	26	5,769,602
	Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.					
27		Unrestricted net assets . . . . .			11,243,940	27	12,035,633
28		Temporarily restricted net assets . . . . .				28	
29		Permanently restricted net assets . . . . .				29	
Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.							
30		Capital stock or trust principal, or current funds . . . . .				30	
31		Paid-in or capital surplus, or land, building or equipment fund . . . . .				31	
32		Retained earnings, endowment, accumulated income, or other funds . . . . .				32	
33		Total net assets or fund balances . . . . .			11,243,940	33	12,035,633
34		Total liabilities and net assets/fund balances . . . . .			16,853,522	34	17,805,235

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	3,294,044
2	Total expenses (must equal Part IX, column (A), line 25)	2	2,502,351
3	Revenue less expenses Subtract line 2 from line 1	3	791,693
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	11,243,940
5	Other changes in net assets or fund balances (explain in Schedule O)	5	0
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	12,035,633

Part XII Financial Statements and Reporting

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

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

SCHEDULE A  
(Form 990 or 990EZ)

Department of the Treasury  
Internal Revenue Service

Public Charity Status and Public Support

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

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

OMB No 1545-0047

2011

Open to Public  
Inspection

Name of the organization HUMANITIES FOUNDATION INC	Employer identification number 57-0952289
---	--

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

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

1

☐

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

2

☐

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

3

☐

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

4

☐

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

5

☐

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

6

☐

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

7

☒

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

8

☐

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

9

☐

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

10

☐

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

11

☐

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

a

☐

Type I

b

☐

Type II

c

☐

Type III - Functionally integrated

d

☐

Type III - Other

e

☐

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

f

☐

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

g

☐

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

(i)

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

(ii)

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

(iii)

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

h

☐

Provide the following information about the supported organization(s)

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

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

Part II

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

Section A. Public Support						
Calendar year	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	1,238,963	207,208	127,023	327,271	270,093	2,170,558
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	1,238,963	207,208	127,023	327,271	270,093	2,170,558
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public Support. Subtract line 5 from line 4						2,170,558

Section B. Total Support						
Calendar year	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4	1,238,963	207,208	127,023	327,271	270,093	2,170,558
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	311,995	392,335	504,142	422,235	451,174	2,081,881
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income (Explain in Part IV ) Do not include gain or loss from the sale of capital assets						
11 Total support (Add lines 7 through 10)						4,252,439
12 Gross receipts from related activities, etc (See instructions )					12	6,977,755
13 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here						

Section C. Computation of Public Support Percentage		
14	Public Support Percentage for 2011 (line 6 column (f) divided by line 11 column (f))	14 51 040 %
15	Public Support Percentage for 2010 Schedule A, Part II, line 14	15 59 680 %
16a	<b>33 1/3% support test—2011.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization	
b	<b>33 1/3% support test—2010.</b> If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization	
17a	<b>10%-facts-and-circumstances test—2011.</b> If the organization did not check a box on line 13, 16a, or 16b and line 14 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization	
b	<b>10%-facts-and-circumstances test—2010.</b> If the organization did not check a box on line 13, 16a, 16b, or 17a and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization	
18	<b>Private Foundation</b> If the organization did not check a box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions	

Part IIIPart III

Support Schedule for Organizations Described in IRC 509(a)(2)  
(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support						
Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public Support (Subtract line 7c from line 6 )						

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

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

Section D. Computation of Investment Income Percentage		
17 Investment income percentage for 2011 (line 10c column (f) divided by line 13 column (f))	17	
18 Investment income percentage from 2010 Schedule A, Part III, line 17	18	
19a 33 1/3% support tests—2011. If the organization did not check the box on line 14, and line 15 is more than 33 1/3% and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization		
b 33 1/3% support tests—2010. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and 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		



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

Facts And Circumstances Test

Explanation

SCHEDULE D

(Form 990)

Department of the Treasury  
Internal Revenue Service

Supplemental Financial Statements

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

OMB No 1545-0047

2011

Open to Public  
Inspection

Name of the organization  
HUMANITIES FOUNDATION INC

Employer identification number

57-0952289

Part I

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

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

Part II

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

1

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

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

☐ Preservation of an historically importantly land area

☐ Protection of natural habitat

☐ Preservation of a certified historic structure

☐ Preservation of open space

2

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

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

3

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

4

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

5

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

☐ Yes

☐ No

6

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

7

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

8

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

☐ Yes

☐ No

9

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

Part III

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

1a

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

b

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

(i)

Revenues included in Form 990, Part VIII, line 1

▶ \$ \_\_\_\_\_

(ii)

Assets included in Form 990, Part X

▶ \$ \_\_\_\_\_

2

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

a

Revenues included in Form 990, Part VIII, line 1

▶ \$ \_\_\_\_\_

b

Assets included in Form 990, Part X

▶ \$ \_\_\_\_\_

Part III

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

3

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

a

☐ Public exhibition

b

☐ Scholarly research

c

☐ Preservation for future generations

d

☐ Loan or exchange programs

e

☐ Other

4

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

5

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

☐ Yes

☐ No

Part IV

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

1a

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

☐ Yes

☐ No

b

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

	Amount
1c	
1d	
1e	
1f	

2a

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

☐ Yes

☐ No

b

If "Yes," explain the arrangement in Part XIV

Part V

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

	(a)Current Year	(b)Prior Year	(c)Two Years Back	(d)Three Years Back	(e)Four Years Back
1a	Beginning of year balance . . . . .				
b	Contributions . . . . .				
c	Investment earnings or losses . . . . .				
d	Grants or scholarships . . . . .				
e	Other expenditures for facilities and programs . . . . .				
f	Administrative expenses . . . . .				
g	End of year balance . . . . .				

2

Provide the estimated percentage of the year end balance held as

a

Board designated or quasi-endowment ▶

b

Permanent endowment ▶

c

Term endowment ▶

3a

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

(i) unrelated organizations . . . . .

3a(i)

Yes

No

(ii) related organizations . . . . .

3a(ii)

Yes

No

b

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

3b

Yes

No

4

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

Part VI

Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b)Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a	Land . . . . .			
b	Buildings . . . . .			
c	Leasehold improvements . . . . .			
d	Equipment . . . . .	43,660	39,631	4,029
e	Other . . . . .			
Total.	Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).)			4,029

Schedule D (Form 990) 2011



Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements		
1	Total revenue (Form 990, Part VIII, column (A), line 12)	13,294,044
2	Total expenses (Form 990, Part IX, column (A), line 25)	2,502,351
3	Excess or (deficit) for the year Subtract line 2 from line 1	791,693
4	Net unrealized gains (losses) on investments	
5	Donated services and use of facilities	
6	Investment expenses	
7	Prior period adjustments	
8	Other (Describe in Part XIV)	
9	Total adjustments (net) Add lines 4 - 8	
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	791,693

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return		
1	Total revenue, gains, and other support per audited financial statements . . . . .	18,562,689
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12	
a	Net unrealized gains on investments . . . . .2a	
b	Donated services and use of facilities . . . . .2b	
c	Recoveries of prior year grants . . . . .2c	
d	Other (Describe in Part XIV) . . . . .2d8,312,700	
e	Add lines 2a through 2d . . . . .2e	8,312,700
3	Subtract line 2e from line 1 . . . . .3	249,989
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1	
a	Investment expenses not included on Form 990, Part VIII, line 7b . . . . .4a	
b	Other (Describe in Part XIV) . . . . .4b3,044,055	
c	Add lines 4a and 4b . . . . .4c	3,044,055
5	Total Revenue Add lines 3 and 4c. (This should equal Form 990, Part I, line 12 ) . . . . .5	3,294,044

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return		
1	Total expenses and losses per audited financial statements . . . . .	110,048,488
2	Amounts included on line 1 but not on Form 990, Part IX, line 25	
a	Donated services and use of facilities . . . . .2a	
b	Prior year adjustments . . . . .2b	
c	Other losses . . . . .2c	
d	Other (Describe in Part XIV) . . . . .2d8,355,629	
e	Add lines 2a through 2d . . . . .2e	8,355,629
3	Subtract line 2e from line 1 . . . . .3	1,692,859
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:	
a	Investment expenses not included on Form 990, Part VIII, line 7b . . . . .4a	
b	Other (Describe in Part XIV) . . . . .4b809,492	
c	Add lines 4a and 4b . . . . .4c	809,492
5	Total expenses Add lines 3 and 4c. (This should equal Form 990, Part I, line 18 ) . . . . .5	2,502,351

Part XIV Supplemental Information

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

Identifier	Return Reference	Explanation
DESCRIPTION OF UNCERTAIN TAX POSITIONS UNDER FIN 48	PART X	ASC 740, "INCOME TAXES," (FASB INTERPRETATION NO 48, "ACCOUNTING FOR UNCERTAINTY IN INCOME TAXES" (FIN 48)), WAS ISSUED IN 2006 AND CLARIFIES THE ACCOUNTING RECOGNITION AND MEASUREMENT OF UNCERTAINTIES IN INCOME TAXES FOR ALL ENTITIES, INCLUDING PASS-THROUGH ENTITIES, SUCH AS S-CORPORATIONS, LIMITED LIABILITY COMPANIES, AND PARTNERSHIPS. THE FOUNDATION HAS ADOPTED THE PROVISIONS OF ASC 740 FOR THE YEAR ENDED DECEMBER 31, 2011, AND MANAGEMENT HAS DEEMED THERE NOT TO BE ANY RECOGNITION IN THE CONSOLIDATED FINANCIAL STATEMENTS FROM THE MEASUREMENT OF UNCERTAINTIES IN INCOME TAXES.
PART XII, LINE 2D - OTHER ADJUSTMENTS		REVENUE FROM AFFILIATED ORGANIZATIONS 5,443,143 CHANGE IN NET ASSETS ATTRIBUTABLE TO NONCONTROLLING INTEREST 2,869,557
PART XII, LINE 4B - OTHER ADJUSTMENTS		INTERCOMPANY REVENUE ELIMINATED IN FINANCIAL STATEMENTS 3,044,055
PART XIII, LINE 2D - OTHER ADJUSTMENTS		EXPENSES FROM AFFILIATED ORGANIZATIONS 8,355,629
PART XIII, LINE 4B - OTHER ADJUSTMENTS		INTERCOMPANY EXPENSE ELIMINATED IN FINANCIAL STATEMENTS 809,492

Schedule I  
(Form 990)

Department of the Treasury  
Internal Revenue Service

Name of the organization  
HUMANITIES FOUNDATION INC

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

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

OMB No 1545-0047

2011

Open to Public  
Inspection

Employer identification number  
57-0952289

Part I

General Information on Grants and Assistance

- 1

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

☒ Yes ☐ No
- 2

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

Part II

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

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

2

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

3

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

**Part III**

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

(a)Type of grant or assistance	(b)Number of recipients	(c)Amount of cash grant	(d)Amount of non-cash assistance	(e)Method of valuation (book, FMV, appraisal, other)	(f)Description of non-cash assistance
(1) RENT PAID FOR SHELTERNET RECIPIENTS	36	10,189		FMV	
(2) UTILITIES PAID FOR SHELTERNET AND OTHER RECIPIENTS	191	44,958		FMV	
(3) SECURITY DEPOSIT ASSISTANCE	5	1,300		FMV	
(4) SHORT-TERM RENTAL ASSISTANCE	11	11,435		FMV	
(5) MEDIUM-TERM RENTAL ASSISTANCE	13	34,181		FMV	
(6) MORTGAGE PAYMENT ASSISTANCE	1	300		FMV	

**Part IV**

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

Identifier	Return Reference	Explanation
PROCEDURE FOR MONITORING GRANTS IN THE U S	PART I, LINE 2	SCHEDULE I, PART I, LINE 2 GRANTS ARE PAID DIRECTLY TO THE VENDOR/LANDLORD/LENDER ON BEHALF OF THE INDIVIDUAL RECIPIENT

Schedule L  
(Form 990 or 990-EZ)

Transactions with Interested Persons

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization  
HUMANITIES FOUNDATION INC

Employer identification number  
  
57-0952289

Part I

Excess Benefit Transactions (section 501(c)(3) and section 501 (c)(4) organizations only).

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b

1	(a) Name of disqualified person	(b) Description of transaction	(c) Corrected?	
			Yes	No

2

Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958 . . . . .

\$

3

Enter the amount of tax, if any, on line 2, above, reimbursed by the organization . . . . .

\$

Part II

Loans to and/or From Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 26, or Form 990-EZ, Part V, line 38a

(a) Name of interested person and purpose	(b) Loan to or from the organization?		(c)Original principal amount	(d)Balance due	(e) In default?		(f) Approved by board or committee?		(g)Written agreement?	
	To	From			Yes	No	Yes	No	Yes	No
Total . . . . .										

Part III

Grants or Assistance Benefitting Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

(a) Name of interested person	(b)Relationship between interested person and the organization	(c)Amount of grant or type of assistance



Part IV

**Business Transactions Involving Interested Persons.**  
Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
See Additional Data Table					

Part V

**Supplemental Information**  
Complete this part to provide additional information for responses to questions on Schedule L (see instructions)

Identifier	Return Reference	Explanation
------------	------------------	-------------

Additional Data

Software ID:  
Software Version:  
EIN: 57-0952289  
Name: HUMANITIES FOUNDATION INC

Form 990, Schedule L, Part IV - Business Transactions Involving Interested Persons

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction \$	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
CENTERVEST LLC	OWNER IS PRESIDENT OF HUMANITIES FOUNDATION	315,516	ORGANIZATION PAID TO PROVIDE VARIOUS SERVICES (ADMINISTRATIVE, DEVELOPMENT, CONSTRUCTION, EQUITY, & ASSET MANAGEMENT) ,LISTTOTAL 672399		No
CENTERVEST LLC	OWNER IS PRESIDENT OF HUMANITIES FOUNDATION	76,698	COMPENSATION PAID TO TRACY T DORAN, PRESIDENT/CHAIRMAN OF HUMANITIES FOUNDATION		No
CENTERVEST LLC	OWNER IS PRESIDENT OF HUMANITIES FOUNDATION	47,525	COMPENSATION PAID TO SHANE DORAN, VICE PRESIDENT OF HUMANITIES FOUNDATION AND STEP-SON OF TRACY DORAN, PRESIDENT/CHAIR OF HUMANITIES FOUNDATION		No
CENTERVEST LLC	OWNER IS PRESIDENT OF HUMANITIES FOUNDATION	67,985	COMPENSATION PAID TO CHERYL FERRARO , OFFICER OF HUMANITIES FOUNDATION		No
CENTERVEST LLC	OWNER IS PRESIDENT OF HUMANITIES FOUNDATION	50,522	COMPENSATION PAID TO PETER HARPER, OFFICER OF HUMANITIES FOUNDATION		No
DAVID ELDRIDGE	BOARD MEMBER	20,930	PAID BY CENTERVEST, LLC, WHOSE OWNER IS PRESIDENT OF HUMANITIES FOUNDATION, FOR LEGAL SERVICES		No
DAVID ELDRIDGE	BOARD MEMBER	706	PAID BY HUMANITIES FOUNDATION FOR LEGAL SERVICES		No
GREG BROOKS	BOARD MEMBER	11,210	PAID BY HUMANITIES FOUNDATION FOR LEGAL SERVICES		No
GREG BROOKS	BOARD MEMBER	1,670	PAID BY CENTERVEST, LLC, WHOSE OWNER IS PRESIDENT OF HUMANITIES FOUNDATION, FOR LEGAL SERVICES		No
DALE SMITH	BOARD MEMBER	27,500	PAID BY HUMANITIES FOUNDATION FOR MARKETING SERVICES		No

**SCHEDULE O**  
(Form 990 or 990-EZ)Department of the Treasury  
Internal Revenue Service**Supplemental Information to Form 990 or 990-EZ****Complete to provide information for responses to specific questions on  
Form 990 or to provide any additional information.**  
▶ **Attach to Form 990 or 990-EZ.**

OMB No 1545-0047

**2011****Open to Public  
Inspection**Name of the organization  
HUMANITIES FOUNDATION INC**Employer identification number**

57-0952289

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION A, LINE 2	SHANE DORAN, VICE PRESIDENT, IS THE STEP-SON OF TRACY DORAN, PRESIDENT AND CHAIRMAN SHANE DORAN, VICE PRESIDENT, IS THE NEPHEW OF KAY D CLAMP, BOARD MEMBER TRACY T DORAN, PRESIDENT AND CHAIRMAN, AND KAY D CLAMP, BOARD MEMBER, ARE SISTER-IN-LAWS
	FORM 990, PART VI, SECTION B, LINE 11	THE BOARD OF DIRECTORS' FINANCE COMMITTEE REVIEWS FORM 990 FOR ISSUES THAT SHOULD BE BROUGHT TO THE BOARD'S ATTENTION A COPY OF FORM 990 IS THEN PROVIDED TO EACH BOARD MEMBER FOR REVIEW RETURN IS FILED AFTER ALL COMMENTS & CONCERNS ARE ADDRESSED
	FORM 990, PART VI, SECTION B, LINE 12C	BOARD MEMBERS ARE REQUESTED TO SIGN CONFLICT OF INTEREST FORMS ANNUALLY
	FORM 990, PART VI, SECTION B, LINE 15	THE ORGANIZATION PERIODICALLY PERFORMS SALARY COMPARABILITY STUDIES THE FINANCE COMMITTEE APPROVES SALARIES
	FORM 990, PART VI, SECTION C, LINE 19	GOVERNING DOCUMENTS AND FINANCIAL STATEMENTS ARE AVAILABLE TO THE PUBLIC UPON REQUEST

SCHEDULE R  
(Form 990)

Department of the Treasury  
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.  
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization  
HUMANITIES FOUNDATION INC

Employer identification number  
57-0952289

Part I

Identification of Disregarded Entities (Complete if the organization answered "Yes" on Form 990, Part IV, line 33.)

(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
(1) HF LAUREL HILL LLC 474 WANDO PARK BLVD STE 102 MT PLEASANT, SC 29464 03-0510123	HOUSING	SC	-27	329,851	N/A
(2) HF NORTH CENTRAL LLC 474 WANDO PARK BLVD STE 102 MT PLEASANT, SC 29464 03-0396725	HOUSING	SC	-33	-221	N/A
(3) HF SEVEN FARMS LLC 474 WANDO PARK BLVD STE 102 MT PLEASANT, SC 29464 32-0117105	HOUSING	SC	9,813	-138,990	N/A
(4) HF SHADY GROVE LLC 474 WANDO PARK BLVD STE 102 MT PLEASANT, SC 29464 03-0510110	HOUSING	SC	-22	67,883	N/A
(5) HF SHIRES LLC 474 WANDO PARK BLVD STE 102 MT PLEASANT, SC 29464 35-2231374	HOUSING	SC	-31	-112	N/A

Part II

Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled organization	
						Yes	No
(1) HUMANITIES HOUSING INC  474 WANDO PARK BLVD STE 102  MT PLEASANT, SC 29464 57-1026781	HOUSING	SC	501(C)(3)	170(B)(1)(A)(VI)	N/A		No

Part III

Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512- 514)	(f) Share of total income	(g) Share of end-of- year assets	(h) Disproportionate allocations?		(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
See Additional Data Table												

Part IV

Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
(1) HF ARBOR HILL LLC 474 WANDO PARK BLVD STE 102 MT PLEASANT, SC 29464 45-3031430	HOUSING	SC	HUMANITIES FOUNDATION INC	C			100 000 %
(2) HF IVY LLC 474 WANDO PARK BLVD STE 102 MT PLEASANT, SC 29464 57-0952289	HOUSING	SC	HUMANITIES FOUNDATION INC	C	-29	-122	100 000 %
(3) HF PINE HILL LLC 474 WANDO PARK BLVD STE 102 MT PLEASANT, SC 29464 20-4335901	HOUSING	SC	HUMANITIES FOUNDATION INC	C	-26	-82	100 000 %
(4) HF RUTLEDGE INC 474 WANDO PARK BLVD STE 102 MT PLEASANT, SC 29464 57-1079689	HOUSING	SC	HUMANITIES FOUNDATION INC	C	-183	18,856	100 000 %
(5) HF SEA ISLAND INC 474 WANDO PARK BLVD STE 102 MT PLEASANT, SC 29464 57-1121785	HOUSING	SC	HUMANITIES FOUNDATION INC	C	-35	311,870	100 000 %

Part V

Transactions With Related Organizations (Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35, 35A, or 36.)

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

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 (iv) rent from a controlled entity

b

Gift, grant, or capital contribution to related organization(s)

c

Gift, grant, or capital contribution from related organization(s)

d

Loans or loan guarantees to or for related organization(s)

e

Loans or loan guarantees by related organization(s)

f

Sale of assets to related organization(s)

g

Purchase of assets from related organization(s)

h

Exchange of assets with related organization(s)

i

Lease of facilities, equipment, or other assets to related organization(s)

j

Lease of facilities, equipment, or other assets from related organization(s)

k

Performance of services or membership or fundraising solicitations for related organization(s)

l

Performance of services or membership or fundraising solicitations by related organization(s)

m

Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)

n

Sharing of paid employees with related organization(s)

o

Reimbursement paid to related organization(s) for expenses

p

Reimbursement paid by related organization(s) for expenses

q

Other transfer of cash or property to related organization(s)

r

Other transfer of cash or property from related organization(s)

Yes

No

1a

Yes

1b

No

1c

No

1d

Yes

1e

Yes

1f

No

1g

No

1h

No

1i

No

1j

No

1k

No

1l

No

1m

No

1n

No

1o

No

1p

No

1q

No

1r

No

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

(a) Name of other organization	(b) Transaction type(a-r)	(c) Amount involved	(d) Method of determining amount involved
(1) See Additional Data Table			
(2)			
(3)			
(4)			
(5)			
(6)			

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.

[illegible]

Part VII

Supplemental Information

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

Identifier	Return Reference	Explanation	
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**Name:** HUMANITIES FOUNDATION INC

[illegible]

**Form 990, Schedule R, Part V - Transactions With Related Organizations**

<b>(a)</b> Name of other organization		<b>(b)</b> Transaction type(a-r)	<b>(c)</b> Amount Involved (\$)	<b>(d)</b> Method of determining amount involved
<b>(1)</b>	GRAND OAKS APARTMENTS LP	D	1,165,000	FAIR MARKET VALUE
<b>(2)</b>	IVY RIDGE APARTMENTS LP	D	1,021,403	FAIR MARKET VALUE
<b>(3)</b>	LAUREL HILL APARTMENTS LP	D	401,095	FAIR MARKET VALUE
<b>(4)</b>	NORTH CENTRAL APARTMENTS LP	D	812,490	FAIR MARKET VALUE
<b>(5)</b>	PINE HILL APARTMENTS LP	D	600,000	FAIR MARKET VALUE
<b>(6)</b>	RUTLEDGE PLACE APARTMENTS LP	D	1,422,983	FAIR MARKET VALUE
<b>(7)</b>	SEA ISLAND APARTMENTS LP	D	911,000	FAIR MARKET VALUE
<b>(8)</b>	SEVEN FARMS APARTMENTS LP	D	1,516,204	FAIR MARKET VALUE
<b>(9)</b>	SHADY GROVE APARTMENTS LP	D	1,299,656	FAIR MARKET VALUE
<b>(10)</b>	THE SHIRES APARTMENTS LP	D	372,425	FAIR MARKET VALUE
<b>(11)</b>	HH WESTSIDE	D	298,457	FAIR MARKET VALUE
<b>(12)</b>	SEVEN FARMS VILLAGE	D	368,081	FAIR MARKET VALUE
<b>(13)</b>	WATERFORD VILLAGE	D	550,000	FAIR MARKET VALUE
<b>(14)</b>	GRAND OAKS APARTMENTS LP	A	681,700	FAIR MARKET VALUE
<b>(15)</b>	IVY RIDGE APARTMENTS LP	A	275,355	FAIR MARKET VALUE
<b>(16)</b>	LAUREL HILL APARTMENTS LP	A	74,958	FAIR MARKET VALUE
<b>(17)</b>	NORTH CENTRAL APARTMENTS LP	A	297,544	FAIR MARKET VALUE
<b>(18)</b>	PINE HILL APARTMENTS LP	A	164,095	FAIR MARKET VALUE
<b>(19)</b>	RUTLEDGE PLACE APARTMENTS LP	A	446,111	FAIR MARKET VALUE
<b>(20)</b>	SEA ISLAND APARTMENTS LP	A	349,279	FAIR MARKET VALUE

Form 990, Schedule R, Part V - Transactions With Related Organizations

(a) Name of other organization		(b) Transaction type(a-r)	(c) Amount Involved (\$)	(d) Method of determining amount involved
(21)	SEVEN FARMS APARTMENTS LP	A	321,596	FAIR MARKET VALUE
(22)	SHADY GROVE APARTMENTS LP	A	149,177	FAIR MARKET VALUE
(23)	THE SHIRES APARTMENTS LP	A	21,248	FAIR MARKET VALUE
(24)	HUMANITIES HOUSING	E	144,898	FAIR MARKET VALUE
(25)	JDC BROAD LLC	E	15,000	FAIR MARKET VALUE
(26)	JDC MANAGEMENT LLC	E	8,500	FAIR MARKET VALUE
(27)	JDC RESIDENTIAL LLC	E	203,600	FAIR MARKET VALUE
(28)	OZY CRUISE LLC	E	102,500	FAIR MARKET VALUE

Additional Data

Software ID:  
Software Version:  
EIN: 57-0952289  
Name: HUMANITIES FOUNDATION INC

Form 990, Special Condition Description:

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

4d. Other program services
(Code ) (Expenses \$ 14,568 including grants of \$ ) (Revenue \$ ) HOMEOWNERSHIP INITIATIVE THE HOMEOWNERSHIP INITIATIVE IS A PROJECT TO DEVELOP INDIVIDUAL AFFORDABLE HOUSES ON THE CHARLESTON, SOUTH CAROLINA PENINSULA FOR FIRST-TIME HOMEBUYERS WITH INCOMES 60% TO 120% OF THE AREA MEDIAN INCOME EDUCATION/ADVOCACY THE EDUCATION/ADVOCACY PROGRAM IS A PROGRAM TO GENERATE PUBLIC SUPPORT FOR LEGISLATIVE EFFORTS, AS WELL AS TO EDUCATE THE COMMUNITY ON THE ISSUES OF HOMELESSNESS AND THE NEED TO PROVIDE SAFE, DECENT AND AFFORDABLE HOUSING IN THE CHARLESTON, SOUTH CAROLINA AREA