



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Return of Organization Exempt From Income Tax

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

2011

Open to Public
InspectionDepartment of the Treasury
Internal Revenue Service

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

A For the 2011 calendar year, or tax year beginning, 2011, and ending

B Check if applicable

- ☐ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

C
 SOUTHERN PARTNERS FUND, INC.
 1776 PEACHTREE ST. NW #200
 ATLANTA, GA 30309

D Employer Identification Number

58-2409301

E Telephone number

(404) 541-9091

G Gross receipts \$ 3,449,103.

F Name and address of principal officer

SAME AS C ABOVE

H(a) Is this a group return for affiliates? ☐ Yes ☒ NoH(b) Are all affiliates included? ☐ Yes ☒ No

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

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

J Website: WWW.SPFUND.ORG

H(c) Group exemption number ▶

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

L Year of Formation 1998

M State of legal domicile GA

Part I Summary

Activities & Governance	1	Briefly describe the organization's mission or most significant activities: <u>SOUTHERN PARTNERS FUND IS A FOUNDATION CREATED TO SERVE SOUTHERN COMMUNITIES AND ORGANIZATIONS SEEKING SOCIAL, ECONOMIC, AND ENVIRONMENTAL JUSTICE BY PROVIDING THEM WITH FINANCIAL RESOURCES, TECHNICAL ASSISTANCE AND TRAINING, AND ACCESS TO SYSTEMS OF INFORMATION AND POWER.</u>		
	2	Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3	Number of voting members of the governing body (Part VI, line 1a)	3	11
	4	Number of independent voting members of the governing body (Part VI, line 1b)	4	11
	5	Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5	7
	6	Total number of volunteers (estimate if necessary)	6	32
Revenue	7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
	b	Net unrelated business taxable income from Form 990-T, line 12	7b	0.
	8	Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9	Program service revenue (Part VIII, line 2g)	2,818,505.	2,108,342.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	593,077.	214,783.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11d)	3,411,582.	2,323,125.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	222,776.	380,786.
	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	494,862.	410,936.
	14	Benefits paid to or for members (Part IX, column (A), line 4)	368,267.	481,594.
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,085,905.	1,273,316.
Expenses	16a	Professional fundraising fees (Part IX, column (A), line 11e)	2,325,677.	1,049,809.
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 122,446.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	5,378,786.	5,950,959.
	18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	109,843.	17,096.
Net Assets or Fund Balances	19	Revenue less expenses. Subtract line 18 from line 12	5,268,943.	5,933,863.
	20	Total assets (Part X, line 16)		
	21	Total liabilities (Part X, line 26)		
	22	Net assets or fund balances. Subtract line 21 from line 20		

Part II Signature Block

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

Sign Here	Signature of officer	Date			
	Ronald White, Interim Executive Director	11/14/2012			
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	SHEILA M. KOZAK, CPA	[Signature]	11/14/2012		P00687026
	Firm's name ▶ FULTON & KOZAK, CPA				
	Firm's address ▶ 7187 JONESBORO RD STE 100A MORROW, GA 30260-2944				
				Firm's EIN ▶ 20-1403280	
				Phone no 770-961-4200	

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

☒ Yes ☐ No

BAA For Paperwork Reduction Act Notice, see the separate instructions.

TEEA0113L 08/18/11

Form 990 (2011)

Part III Statement of Program Service Accomplishments

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

☒

1 Briefly describe the organization's mission:

SEE SCHEDULE O

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 \$ 989,064. including grants of \$ 380,786.) (Revenue \$)

SEE SCHEDULE O

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services. (Describe in Schedule O.)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses ▶ 989,064.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If 'Yes,' complete Schedule A	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I		X
4 Section 501(c)(3) organizations Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If 'Yes,' complete Schedule C, Part II		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If 'Yes,' complete Schedule C, Part III		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If 'Yes,' complete Schedule D, Part I	X	
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If 'Yes,' complete Schedule D, Part II		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III		X
9 Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If 'Yes,' complete Schedule D, Part IV		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If 'Yes,' complete Schedule D, Part V	X	
11 If the organization's answer to any of the following questions is 'Yes', then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI	X	
b Did the organization report an amount for investments— other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VII		X
c Did the organization report an amount for investments— program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VIII		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part IX		X
e Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If 'Yes,' complete Schedule D, Part X		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? If 'Yes,' complete Schedule D, Parts XI, XII, and XIII	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If 'Yes,' complete Schedule F, Parts I and IV		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If 'Yes,' complete Schedule F, Parts II and IV		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If 'Yes,' complete Schedule F, Parts III and IV		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If 'Yes,' complete Schedule G, Part I (see instructions)		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If 'Yes,' complete Schedule G, Part II		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If 'Yes,' complete Schedule G, Part III		X
20 a Did the organization operate one or more hospital facilities? If 'Yes,' complete Schedule H		X
b If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV Checklist of Required Schedules (continued)

	Yes	No
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 X	
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	X
23 Did the organization answer 'Yes' to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If 'Yes,' complete Schedule J.</i>	23	X
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, and that was issued after December 31, 2002? <i>If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25.</i>	24a	X
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 Section 501(c)(3) and 501(c)(4) organizations. 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	X
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	X
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	X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If 'Yes,' complete Schedule L, Part III.</i>	27	X
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	X
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	X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If 'Yes,' complete Schedule L, Part IV.</i>	28c	X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If 'Yes,' complete Schedule M.</i>	29	X
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	X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If 'Yes,' complete Schedule N, Part I.</i>	31	X
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	X
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	X
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	X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	X
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	X
36 Section 501(c)(3) organizations. 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	X
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	X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O.	38 X	

BAA

Form 990 (2011)

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response to any question in this Part V ☐

	Yes	No
1 a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	19	
1 b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	0	
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		X
2 a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	7	
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)	X	
3 a Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes' has it filed a Form 990-T for this year? If 'No,' provide an explanation in Schedule O		
4 a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
b If 'Yes,' enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5 a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
c If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?		
6 a 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?		X
b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
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?		X
b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?		
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
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?		X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
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?		
9 Sponsoring organizations maintaining donor advised funds.		
a Did the organization make any taxable distributions under section 4966?		
b Did the organization make a distribution to a donor, donor advisor, or related person?		
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	
12 a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
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. See the instructions for additional information the organization must report on Schedule O		
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b	
c Enter the amount of reserves on hand	13c	
14 a Did the organization receive any payments for indoor tanning services during the tax year?		X
b If 'Yes,' has it filed a Form 720 to report these payments? If 'No,' provide an explanation in Schedule O		

Part VI Governance, Management and Disclosure For each 'Yes' response to lines 2 through 7b below, and for a 'No' response to line 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. If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	11	
1b Enter the number of voting members included in line 1a, above, who are independent	11	
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	X
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? SEE SCH O	3	X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5	X
6 Did the organization have members or stockholders? SEE SCHEDULE O	6	X
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? SEE SCHEDULE O	7a	X
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or other persons other than the governing body? SEE SCH O	7b	X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	8a	X
b Each committee with authority to act on behalf of the governing body?	8b	X
9 Is there any officer, director or 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	X

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	X
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	X
b Describe in Schedule O the process, if any, used by the organization to review this Form 990 SEE SCHEDULE O		
12a Did the organization have a written conflict of interest policy? If 'No,' go to line 13	12a	X
b Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this is done SEE SCHEDULE O	12c	X
13 Did the organization have a written whistleblower policy?	13	X
14 Did the organization have a written document retention and destruction policy?	14	X
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 SEE SCHEDULE O	15a	X
b Other officers of key employees of the organization	15b	X
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	X
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 taken 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 ▶ GA

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.

☐ Own website ☐ Another's website ☒ Upon request

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

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization

▶ ROSE JOHNSON 1776 PEACHTREE ST. NW, SUITE 200 ATLANTA GA 30309 (404) 541-9091

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck if Schedule O contains a response to any question in this Part VII ☐**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year

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

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

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

(A) Name and title	(B) Average hours per week (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) ANN BROWN DIRECTOR	1	X						0.	0.	0.
(2) JAMES BUI DIRECTOR	1	X						0.	0.	0.
(3) MALIKA SANDERS-FORTIER DIRECTOR	1	X						0.	0.	0.
(4) EDNA GULLEY DIRECTOR	1	X						0.	0.	0.
(5) TIRSO MORENO DIRECTOR	1	X						0.	0.	0.
(6) MARGARITA ROMO DIRECTOR	1	X						0.	0.	0.
(7) KAREN WATSON DIRECTOR	1	X						0.	0.	0.
(8) GARDENIA WHITE CHAIR	1			X				0.	0.	0.
(9) ERIN DALE BYRD TREASURER	1			X				0.	0.	0.
(10) CAROLYN FORD SECRETARY	1			X				0.	0.	0.
(11) JOYCE PARKER CO-CHAIR	1			X				0.	0.	0.
(12) JANINE LEE PRESIDENT & CEO	40				X			87,333.	0.	14,883.
(13) RONALD WHITE INTERIM EXECUTIVE DIREC	8				X			37,024.	0.	0.
(14)										

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

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Sch 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			
(15) _____										
(16) _____										
(17) _____										
(18) _____										
(19) _____										
(20) _____										
(21) _____										
(22) _____										
(23) _____										
(24) _____										
(25) _____										
1b Sub-total								124,357.	0.	14,883.
c Total from continuation sheets to Part VII, Section A								0.	0.	0.
d Total (add lines 1b and 1c)								124,357.	0.	14,883.

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 **1**

3 Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? If 'Yes,' complete Schedule J for such individual

	Yes	No
3		X
4		X
5		X

4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If 'Yes' complete Schedule J for such individual

5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If 'Yes,' complete Schedule J for such person

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
NONE ,		

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization **0**

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			
	f All other contributions, gifts, grants, and similar amounts not included above	1f 2,108,342.			
	g Noncash contributions included in lns 1a-1f \$				
h Total. Add lines 1a-1f	2,108,342.				
PROGRAM SERVICE REVENUE	2a _____	Business Code			
	b _____				
	c _____				
	d _____				
	e _____				
	f All other program service revenue				
	g Total. Add lines 2a-2f				
OTHER REVENUE	3 Investment income (including dividends, interest and other similar amounts)	113,949.			113,949.
	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)	100,834.			100,834.
	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	2,323,125.	0.	0.	214,783.	

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	380,786.	380,786.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
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	139,240.	95,281.	20,093.	23,866.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0.	0.	0.	0.
7 Other salaries and wages	198,674.	135,952.	28,669.	34,053.
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits	49,099.	33,599.	7,085.	8,415.
10 Payroll taxes	23,923.	16,371.	3,452.	4,100.
11 Fees for services (non-employees).				
a Management				
b Legal	3,035.	1,632.	876.	527.
c Accounting	32,976.	17,728.	9,520.	5,728.
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other	40,838.		40,838.	
12 Advertising and promotion				
13 Office expenses	50,074.	26,914.	14,450.	8,710.
14 Information technology				
15 Royalties				
16 Occupancy	40,017.	21,513.	11,553.	6,951.
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	6,850.	214.		6,636.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	5,884.	3,163.	1,699.	1,022.
23 Insurance	8,777.	4,718.	2,534.	1,525.
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a LEADERSHIP DEVELOPMENT	148,663.	147,766.	380.	517.
b BOARD & COMMITTEE DEVELOPMENT	78,394.	48,986.	15,827.	13,581.
c PROFESSIONAL DEVELOPMENT	22,906.	18,655.	1,451.	2,800.
d CONTRACT LABOR	21,842.	14,947.	3,151.	3,744.
e All other expenses	21,338.	20,839.	228.	271.
25 Total functional expenses. Add lines 1 through 24e.	1,273,316.	989,064.	161,806.	122,446.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ☐ if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

		(A) Beginning of year		(B) End of year
ASSETS	1 Cash – non-interest-bearing	131,076.	1	138,761.
	2 Savings and temporary cash investments	228,955.	2	195,893.
	3 Pledges and grants receivable, net	100,000.	3	30,000.
	4 Accounts receivable, net	145.	4	5,000.
	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)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	4,041.	9	12,617.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 80,128.		
	b Less: accumulated depreciation	10b 67,306.	10c 15,404.	12,822.
	11 Investments – publicly traded securities	4,896,244.	11	5,552,945.
	12 Investments – other securities. See Part IV, line 11		12	
	13 Investments – program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	2,921.	15	2,921.
16 Total assets. Add lines 1 through 15 (must equal line 34)	5,378,786.	16	5,950,959.	
LIABILITIES	17 Accounts payable and accrued expenses	13,291.	17	8,205.
	18 Grants payable	85,750.	18	5,000.
	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		23	
	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	10,802.	25	3,891.
	26 Total liabilities. Add lines 17 through 25	109,843.	26	17,096.
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117, check here ☒ and complete lines 27 through 29 and lines 33 and 34.			
	27 Unrestricted net assets	1,618,061.	27	1,032,462.
	28 Temporarily restricted net assets	770,250.	28	1,022,136.
	29 Permanently restricted net assets	2,880,632.	29	3,879,265.
	Organizations that do not follow SFAS 117, check here ☐ 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	5,268,943.	33	5,933,863.
	34 Total liabilities and net assets/fund balances	5,378,786.	34	5,950,959.

BAA

Form 990 (2011)

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	2,323,125.
2	Total expenses (must equal Part IX, column (A), line 25)	2	1,273,316.
3	Revenue less expenses. Subtract line 2 from line 1	3	1,049,809.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	5,268,943.
5	Other changes in net assets or fund balances (explain in Schedule O) SEE SCHEDULE O	5	-384,889.
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	5,933,863.

Part XII Financial Statements and Reporting

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

☐

- 1 Accounting method used to prepare the Form 990: ☐ Cash ☒ Accrual ☐ 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?
- 2b Were the organization's financial statements audited by an independent accountant?
- 2c If 'Yes' to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.
- 2d 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
☒ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate 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?
- 3b If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits

	Yes	No
2a		X
2b	X	
2c	X	
3a		X
3b		

BAA

Form 990 (2011)

SCHEDULE A
(Form 990 or 990-EZ)

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

SOUTHERN PARTNERS FUND, INC.

Employer identification number

58-2409301

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

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

- 1 ☐ A church, convention of churches or association of churches described in **section 170(b)(1)(A)(i).**
- 2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)
- 3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: _____
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 ☐ An organization that normally receives: (1) more than 33-1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions — subject to certain exceptions, and (2) no more than 33-1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or 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 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?

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?		
(ii) A family member of a person described in (i) above?		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?		

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

(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 column (i) listed in your governing document?		(v) Did you notify the organization in column (i) of your support?		(vi) Is the organization in column (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
(A)									
(B)									
(C)									
(D)									
(E)									
Total									

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

Schedule A (Form 990 or 990-EZ) 2011

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 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'.)	1,558,326.	1,753,408.	1,131,435.	2,818,505.	2,108,342.	9,370,016.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0.
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0.
4 Total. Add lines 1 through 3	1,558,326.	1,753,408.	1,131,435.	2,818,505.	2,108,342.	9,370,016.
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)						3,213,566.
6 Public support. Subtract line 5 from line 4						6,156,450.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4	1,558,326.	1,753,408.	1,131,435.	2,818,505.	2,108,342.	9,370,016.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	111,182.	89,317.	45,512.	42,022.	113,949.	401,982.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0.
10 Other income. Do not include gain or loss from the sale of capital assets. (Explain in Part IV.) SEE PART IV	401.	911.	600.			1,912.
11 Total support. Add lines 7 through 10						9,773,910.
12 Gross receipts from related activities, etc. (see instructions)					12	0.

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ▶ ☐**Section C. Computation of Public Support Percentage**

14 Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f))	14	62.99 %
15 Public support percentage from 2010 Schedule A, Part II, line 14	15	39.70 %

16a **33-1/3% support test – 2011.** If the organization did not check the box on line 13, and the line 14 is 33-1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☒b **33-1/3% support test – 2010.** If the organization did not check a box on line 13 or 16a, and line 15 is 33-1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐17a **10%-facts-and-circumstances test – 2011.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and **stop here.** Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization ▶ ☐b **10%-facts-and-circumstances test – 2010.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and **stop here.** Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization ▶ ☐18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ ☐

BAA

Schedule A (Form 990 or 990-EZ) 2011

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

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

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

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 990-EZ 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

SOUTHERN PARTNERS FUND, INC.

Employer identification number

58-2409301

FORM 990, PART III, LINE 1 - ORGANIZATION MISSION

SOUTHERN PARTNERS FUND IS A FOUNDATION CREATED TO SERVE SOUTHERN COMMUNITIES AND ORGANIZATIONS SEEKING SOCIAL, ECONOMIC, AND ENVIRONMENTAL JUSTICE BY PROVIDING THEM WITH FINANCIAL RESOURCES, TECHNICAL ASSISTANCE AND TRAINING, AND ACCESS TO SYSTEMS OF INFORMATION AND POWER.

FORM 990, PART III, LINE 4A - PROGRAM SERVICE ACCOMPLISHMENTS

THE SOCIAL JUSTICE INSTITUTE (SJI) IS A LEADERSHIP DEVELOPMENT AND CAPACITY BUILDING PROGRAM DESIGNED TO ENHANCE THE SUSTAINABILITY OF SPF'S GRANTEE ORGANIZATIONS AND OTHER GRASSROOTS ORGANIZATIONS COMMITTED TO UNDER RESOURCED INDIVIDUALS AND COMMUNITIES IN THE SOUTH. WE RECOGNIZE THE VITAL IMPORTANCE OF MAKING CAPACITY BUILDING A PRIORITY; NOT ONLY FOR SOUTHERN PARTNERS FUND AS A FOUNDATION, BUT ALSO FOR OUR GRANTEE PARTNERS. THESE GROUPS AND ORGANIZATIONS SERVE AN IMPORTANT ROLE IN ADDRESSING THE NEEDS OF CHILDREN, YOUTH, AND FAMILIES IN RURAL COMMUNITIES, TO IMPROVE THEIR CONDITIONS AND CREATE A LEGACY FOR FUTURE GENERATIONS. THE PROGRAMS AND INFORMATION OFFERED BY THE SOCIAL JUSTICE INSTITUTE ARE DESIGNED TO PROMOTE KNOWLEDGE BUILDING, BEST PRACTICES IN ORGANIZATIONAL MANAGEMENT, AND INCREASE COLLECTIVE UNDERSTANDING OF HISTORICAL AND PRESENT CIVIL AND HUMAN RIGHTS ISSUES IN THE SOUTH.

OVER THE PAST 13 YEARS, SPF HAS AWARDED CLOSE TO 11 MILLION DOLLARS TO GRASSROOTS ORGANIZING GROUPS MOSTLY IN THE RURAL SOUTH. SPF PROVIDES GENERAL OPERATING SUPPORT, SPECIAL INITIATIVE AWARDS, TECHNICAL ASSISTANCE, TRAVEL, AND DISCRETIONARY GRANTS TO ORGANIZATIONS IN TWELVE STATES: ALABAMA, ARKANSAS, FLORIDA, GEORGIA, KENTUCKY, LOUISIANA, MISSISSIPPI, NORTH CAROLINA, SOUTH CAROLINA, TENNESSEE, VIRGINIA, AND WEST VIRGINIA. AN OVERVIEW OF SPF'S THREE MAJOR GRANT PROGRAMS IS BELOW.

Name of the organization

SOUTHERN PARTNERS FUND, INC.

Employer identification number

58-2409301

FORM 990, PART III, LINE 4A - PROGRAM SERVICE ACCOMPLISHMENTS**1-REGULAR GRANTS CYCLE (RGC)**

THROUGH THE REGULAR GRANTS CYCLE, SPF TYPICALLY AWARDS APPROXIMATELY \$317,000 IN GRANTS ANNUALLY THROUGH A REQUEST FOR PROPOSALS (RFP) PROCESS TO ORGANIZATIONS IN THE RURAL SOUTH TO SUPPORT SOCIAL, ECONOMIC, AND ENVIRONMENTAL JUSTICE. ALTHOUGH SPF SUPPORTS PROGRAM-SPECIFIC REQUESTS, THE MAJORITY OF ITS GRANTS ARE AWARDED AS GENERAL OPERATING SUPPORT.

2-TECHINICAL ASSISTANCE/TRAVEL/DISCRETIONARY FUND (DISCRETIONARY FUND)

SPF'S DISCRETIONARY GRANTS PROGRAM AWARDS APPROXIMATELY \$27,000 IN GRANTS ANNUALLY FOR TECHNICAL ASSISTANCE, TRAVEL ASSISTANCE, AND EMERGENCY NEEDS. GRANTS TYPICALLY SUPPORT ORGANIZATIONAL CAPACITY-BUILDING, STAFF AND BOARD LEADERSHIP SKILLS, HOSTING CONFERENCES, AND TRAVEL TO CONFERENCES AND WORKSHOPS. TRAVEL ASSISTANCE SUPPORTS ORGANIZATIONS' EFFORTS TO BUILD KNOWLEDGE AND GROW RELATIONSHIPS BETWEEN ISOLATED GROUPS ACTIVELY ENGAGED IN SIMILAR ISSUES. APPLICATIONS FOR THIS PROGRAM ARE ACCEPTED ON A ROLLING BASIS.

3-JUSTICE FUND FOR EMERGENCY RELIEF AND RENEWAL (JUSTICE FUND)

THE JUSTICE FUND WAS CREATED IN SEPTEMBER 2005 IN DIRECT RESPONSE TO HURRICANE KATRINA IN ORDER TO PROVIDE SHORT-TERM RELIEF, MID-TERM ASSISTANCE, AND LONG-TERM SUPPORT FOR COMMUNITY RENEWAL. THE FUND SUPPORTED OUR GRANTEE PARTNERS AND ALLIED SOCIAL CHANGE ORGANIZING GROUPS TO ENSURE THAT THE RESOURCES GOT TO THE PEOPLE WHO NEEDED THEM MOST. IN ADDITION TO RELIEF EFFORT, THE JUSTICE FUND HAS HELPED SUPPORT LOCAL, STATEWIDE, AND REGIONAL GATHERINGS OF SOUTHERN ORGANIZERS TO DISCUSS RELIEF

Name of the organization

SOUTHERN PARTNERS FUND, INC.

Employer identification number

58-2409301

FORM 990, PART III, LINE 4A - PROGRAM SERVICE ACCOMPLISHMENTS

ACTIVITIES, MOVEMENT BUILDING WITH THOSE AFFECTED, AND SUPPORTED STRATEGIES LEADING TO CHANGE IN PUBLIC POLICY. FUNDS HAVE ALSO BEEN USED TO SUPPORT THE WORK OF GATHERING, DOCUMENTING, AND DISSEMINATING THE STORIES OF PEOPLE IN THE GULF REGION. IN 2008, THE SCOPE OF THE JUSTICE FUND WAS EXPANDED TO ADDRESS NOT ONLY HURRICANE RECOVERY IN THE GULF BUT MAJOR NATURAL DISASTERS AND MAN-MADE DISASTERS IN THE SOUTHEAST. THE JUSTICE FUND TYPICALLY SUPPORTS COMMUNITIES AND ORGANIZATIONS THAT FALL WITHIN THE SCOPE OF SOUTHERN PARTNERS FUND'S MISSION. DONATIONS TO THE JUSTICE ARE ALLOCATED TO:

JUSTICE FUND EMERGENCY RELIEF

SUPPORTS IMMEDIATE RESPONSE TO AND RELIEF FROM DISASTERS THAT OCCUR IN SPF'S 12 REGIONAL FOCUS STATES. FUNDING IS AVAILABLE FOR A 3 MONTH WINDOW AFTER A SPECIFIC EVENT ON AN "AS NEEDED" ROLLING BASIS. WHILE PRIORITY WILL BE GIVEN TO ORGANIZATIONS THAT HAVE A COMPONENT OF COMMUNITY ORGANIZING IN THEIR MISSIONS, SPF RECOGNIZES THAT MANY ORGANIZATIONS ARE CALLED UPON TO FACILITATE EMERGENCY RESPONSE IN CRISIS SITUATIONS.

JUSTICE FUND RENEWAL

SUPPORTS MID-TERM AND LONG-TERM REBUILDING EFFORTS AFTER DISASTERS.

FORM 990, PART VI, LINE 3 - DESCRIPTION OF DELEGATED DUTIES TO MANAGEMENT COMPANY

RONALD WHITE OF BUILDING UTOPIA SERVES AS THE ORGANIZATION'S INTERIM EXECUTIVE DIRECTOR.

FORM 990, PART VI, LINE 6 - EXPLANATION OF CLASSES OF MEMBERS OR SHAREHOLDER

THERE IS ONE CLASS OF MEMBERSHIP. BOARD MEMBERS, STAFF, AND VOLUNTEERS OF ORGANIZATIONS ELIGIBLE TO BE GRANTEE PARTNERS OF THE SOUTHERN PARTNERS FUND, INC. ARE ELIGIBLE TO BE MEMBERS.

Name of the organization

SOUTHERN PARTNERS FUND, INC.

Employer identification number

58-2409301

FORM 990, PART VI, LINE 7A - HOW MEMBERS OR SHAREHOLDERS ELECT GOVERNING BODY

SPF IS A CORPORATION THAT HAS MEMBERS. THEY ELECT MEMBERS TO THE GOVERNING BODY.

FORM 990, PART VI, LINE 7B - DECISIONS OF GOVERNING BODY APPROVAL BY MEMBERS OR SHAREHOLDERS

DECISIONS COMING BEFORE THE BOARD RELATED TO THE MEMBERSHIP NOMINATIONS ARE SUBJECT TO MEMBERSHIP APPROVAL.

FORM 990, PART VI, LINE 11B - FORM 990 REVIEW PROCESS

THE ORGANIZATION'S ACCOUNTANT PROVIDES A DRAFT OF FORM 990 TO THE BOARD FOR REVIEW AND APPROVAL PRIOR TO FILING. THIS DRAFT WILL BE REVIEWED BY THE ORGANIZATION'S TREASURER, INTERIM EXECUTIVE DIRECTOR, INTERIM ASSISTANT DIRECTOR, AND EXECUTIVE COMMITTEE.

FORM 990, PART VI, LINE 12C - EXPLANATION OF MONITORING AND ENFORCEMENT OF CONFLICTS

THE CONFLICT OF INTEREST POLICY IS REVIEWED ON AN ANNUAL BASIS.

FORM 990, PART VI, LINE 15A - COMPENSATION REVIEW & APPROVAL PROCESS FOR CEO, EXEC. DIR., OR TOP MG

THE EXECUTIVE COMMITTEE DETERMINES THE PRESIDENT/CEO'S SALARY BASED ON MARKET CONSIDERATIONS.

FORM 990, PART VI, LINE 19 - OTHER ORGANIZATION DOCUMENTS PUBLICLY AVAILABLE

THE ORGANIZATION'S ACCOUNTANT PROVIDES A COPY OF FORM 990 SPECIFICALLY FOR PUBLIC INSPECTION. THIS COPY IS AVAILIABLE UPON REQUEST.

**SCHEDULE D
(Form 990)**Department of the Treasury
Internal Revenue Service

Name of the organization

Supplemental Financial Statements

► Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 6, 7, 8, 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**

Employer identification number

SOUTHERN PARTNERS FUND, INC.

58-2409301

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	1	
2 Aggregate contributions to (during year)	1,103.	
3 Aggregate grants from (during year)		
4 Aggregate value at end of year	6,604.	

- 5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☒ Yes ☐ No
- 6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☒ Yes ☐ No

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

- 1 Purpose(s) of conservation easements held by the organization (check all that apply)
- | | |
|--|--|
| ☐ Preservation of land for public use (e.g., recreation or education) | ☐ Preservation of an historically important land area |
| ☐ Protection of natural habitat | ☐ Preservation of a certified historic structure |
| ☐ Preservation of open space | |
- 2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

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

- 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, and not on a historic structure listed in the National Register
- 3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ►
- 4 Number of states where property subject to conservation easement is located ►
- 5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No
- 6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ►
- 7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ► \$
- 8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No
- 9 In Part 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.

- 1 a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items
- b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items
- (i) Revenues included in Form 990, Part VIII, line 1 ► \$
- (ii) Assets included in Form 990, Part X ► \$
- 2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:
- a Revenues included in Form 990, Part VIII, line 1 ► \$
- b Assets included in Form 990, Part X ► \$

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

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

- 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

- c Beginning balance
 d Additions during the year
 e Distributions during the year
 f Ending balance

	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	2,880,633.	1,788,345.	1,605,005.	1,603,880.	
b Contributions	998,633.	1,092,288.	183,340.	1,125.	
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs				0.	
f Administrative expenses					
g End of year balance	3,879,266.	2,880,633.	1,788,345.	1,605,005.	

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

- a Board designated or quasi-endowment ▶ _____ %
 b Permanent endowment ▶ 100.00 %
 c Temporarily restricted endowment ▶ _____ %
 The percentages in lines 2a, 2b, and 2c should equal 100%

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

- (i) unrelated organizations
 (ii) related organizations

	Yes	No
3a(i)		X
3a(ii)		X
3b		

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

4 Describe in Part XIV the intended uses of the organization's endowment funds. SEE PART XIV

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		74,700.	63,750.	10,950.
e Other		5,428.	3,556.	1,872.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c))				12,822.

BAA

Schedule D (Form 990) 2011

Part VII Investments – Other Securities. See Form 990, Part X, line 12. N/A

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) -----		
(B) -----		
(C) -----		
(D) -----		
(E) -----		
(F) -----		
(G) -----		
(H) -----		
(I) -----		
Total. (Column (b) must equal Form 990 Part X, column (B) line 12.) ▶		

Part VIII Investments – Program Related. See Form 990, Part X, line 13. N/A

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Column (b) must equal Form 990, Part X, column (B) line 13.) ▶		

Part IX Other Assets. See Form 990, Part X, line 15. N/A

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, column (B), line 15.) ▶	

Part X Other Liabilities. See Form 990, Part X, line 25.

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) VACATION ACCRUAL	3,891.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, column (B) line 25.) ▶	

2 FIN 48 (ASC 740) Footnote In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740)

Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	2,323,125.
2	Total expenses (Form 990, Part IX, column (A), line 25)	1,273,316.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	1,049,809.
4	Net unrealized gains (losses) on investments	-384,889.
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 through 8	-384,889.
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	664,920.

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	1,938,236.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	-384,889.
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV.)	2d	
e	Add lines 2a through 2d	2e	-384,889.
3	Subtract line 2e from line 1	3	2,323,125.
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.)	4b	
c	Add lines 4a and 4b	4c	
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	2,323,125.

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	1,273,316.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV.)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	1,273,316.
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.)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	1,273,316.

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, line 2; 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.

--- **PART V, LINE 4 - INTENDED USES OF ENDOWMENT FUND** ---

--- **THE EARNINGS ARE FOR THE GENERAL PURPOSE OF THE ORGANIZATION** ---

Part XIV	Supplemental Information <i>(continued)</i>
-----------------	--

This image shows a full page of white paper with horizontal dashed lines, typical of primary-ruled notebook paper. The lines are evenly spaced and run across the width of the page. There is no handwriting or other markings on the paper.

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0047

2011

Open to Public
Inspection

Name of the organization

SOUTHERN PARTNERS FUND, INC.

Employer identification number

58-2409301

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. SEE PART IV

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. Part II can be duplicated if additional space is needed. ☐

1 (a) Name and address of organization or government	(b) EIN	(c) IRC 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
(1) SEE ATTACHED		501 (C) (3)	355,786.	0.			SOCIAL, ECONOMIC & ENVIRONM JUSTICE
(2) SEE ATTACHED		N/A	25,000.	0.			SOCIAL, ECONOMIC & ENVIRONM JUSTICE
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							

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

77

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

5

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

TAA3901L 06/01/11

Schedule I (Form 990) (2011)

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered 'Yes' to Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1					
2					
3					
4					
5					
6					
7					
Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.					

PART I, LINE 2 - PROCEDURES FOR MONITORING USE OF GRANTS FUNDS IN U.S.

THE ORGANIZATION HAS ESTABLISHED CRITERIA FOR ELIGIBILITY. THE GRANT APPLICATIONS ARE REVIEWED BY GRANT PANEL COMMITTEES. MOST GRANTS REQUIRE BOARD APPROVAL. ALL GRANT RECIPIENTS MUST SUBMIT A FINAL REPORT. THEY WILL NOT RECEIVE FUTURE FUNDING UNTIL THE FINAL REPORT IS SUBMITTED. A PROGRAM OFFICER IS RESPONSIBLE FOR MONITORING THE GRANT ACTIVITIES.

2011

SCHEDULE A, PART IV - SUPPLEMENTAL INFORMATION PAGE 5

SOUTHERN PARTNERS FUND, INC.

58-2409301

PART II, LINE 10 - OTHER INCOME

NATURE AND SOURCE	2011	2010	2009	2008	2007
OTHER INCOME			600.	911.	401.
TOTAL	\$ 0.	\$ 0.	\$ 600.	\$ 911.	\$ 401.

2011

SCHEDULE O - SUPPLEMENTAL INFORMATION

PAGE 3

SOUTHERN PARTNERS FUND, INC.

58-2409301

FORM 990, PART XI, LINE 5
OTHER CHANGES IN NET ASSETS OR FUND BALANCES

NET UNREALIZED GAINS OR LOSSES ON INVESTMENTS

	\$	-384,889.
TOTAL	\$	<u>-384,889.</u>

Tax Status Verification

11/8/2012

Organization Project Title	Request ID Reference No.	Type, Disposition and Status	Requested/ Tax ID Granted Reg. Date	Tax Status and Date	Next Verify Date
Action Communication and Education Reform (ACER) Duck Hill, MS <i>To support our three programs of work: Community Organizing, youth leadership development and project CAM</i>	1113 11-056	Cash Grants Approved Active Grant	\$13,000.00 64-0893589 6/20/2000	501c(3) 2/22/2000	
Activists With a Purpose Grenada, MS <i>AWAP community organizing efforts to shift the balance of power to ensure that African Americans from the low-wealth community and young people participate in the decision-making process which impacts them now and in the future</i>	1122 11-046	Cash Grants Approved Active Grant	① \$5,000.00 640819311 4/15/1998	Grassroots Community Group	
Alabama Rivers Alliance Birmingham, AL <i>To support and unite a network of over 50 grassroots river protection organizations around the state and to work with them to develop and implement statewide policy advocacy campaigns that promote healthy rivers and people of AL</i>	1116 11-052	Cash Grants Approved Active Grant	\$5,000.00 63-11860231 11/21/2001	501c(3)	
Alianza de Mujeres Activas Seville, FL <i>organizational development and training for the board and staff</i>	1232 11-074TA	Cash Grants Approved Active Grant	\$365.00 20-8034843 6/11/2007	501c(3) 6/11/2007	

Organization Project Title	Request ID Reference No.	Type, Disposition and Status	Requested/ Tax ID Granted Reg. Date	Tax Status and Date	Next Verify Date
Arkansas Cradle to Prison Pipeline Summit Little Rock, AR <i>the cradle to prison pipeline summit scheduled for April 28-30, 2011</i>	1209 11-005D	Cash Grants Approved Active Grant	\$1,500.00 23-7248955 7/9/1992	501c(3)	
Association of Mexicans in North Carolina Greenville, NC <i>strengthening community organizing and enhancing civic engagement among Latino Communities in Rural Eastern NC</i>	1246 11-083LO	Cash Grants Approved Active Grant	\$5,000.00 94-3421627 8/31/2006	501c(3)	
Bayou Interfaith Shared Community Organizing (BISCO) Thibodaux, LA <i>To support our ongoing community organizing efforts in the coastal LA parishes of Terrebonne and Lafourche</i>	1129 11-015	Cash Grants Approved Active Grant	\$7,250.00 721260542 11/1/1995	501c(3)	11/1/1995
Be Present, Inc. Stone Mountain, GA <i>To support Be Present's South Conference on Race, Gender, Power and Class</i>	1140 11-048	Cash Grants Approved Active Grant	\$5,000.00 58-1981535 5/16/1997	501c(3)	5/16/1997
Blue Ridge Environmental Defense League Glendale Springs, NC <i>To block new nuclear power plants, waste incinerator and asphalt plants. To protect public health and secure environmental justice by creating 4 programs in three states and replicate them throughout the SE. Strategies Com Org. Pub Ed. and Direct Action</i>	1092 11-060	Cash Grants Approved Active Grant	\$5,000.00 58-1624130 11/19/1987	501c(3)	

Organization Project Title	Request ID Reference No.	Type, Disposition and Status	Requested/ Tax ID Granted Reg. Date	Tax Status and Date	Next Verify Date
Carolina Alliance for Fair Employment (C.A.F.E.) Hartsville, SC <i>community organizing in rural communities of color. To strengthen the skills of leaders, identify new leaders and strengthen the capacity of the organization as a whole</i>	1093 11-010	Cash Grants Approved Active Grant	\$7,250.00 57-0736308 5/9/1985	501c(3) 1/1/1983	
Carolina Justice Policy Center Durham, NC <i>To support grassroots organizing around criminal justice reform in African American Communities in rural North Carolina CJPC intends to launch a "Death Penalty Reform & Education Campaign" in target communities across NC</i>	1127 11-017	Cash Grants Approved Active Grant	\$7,250.00 59-1755809 8/30/1977	501c(3) 1/1/2011	
Center for Artistic Revolution, Inc. North Little Rock, AR <i>to continue their progressive movement building work that operates from an informed analysis on the connections of oppression Although the organization is LGBTQ/SGL centric, they are working for Fairness and Equality for ALL Arkansans</i>	1181 11-049	Cash Grants Approved Active Grant	(1)\$5,000.00 71-0467088	Grassroots Community Group	
Challenge West Virginia Harts, WV <i>To support the leadership capacity development of CWV fellows to effectively engage in a sustained grassroots movement in support of high quality small community schools</i>	1098 11-036	Cash Grants Approved Active Grant	\$7,500.00 263430267 1/31/2009	501c(3)	

Organization Project Title	Request ID Reference No.	Type, Disposition and Status	Requested/ Tax ID Granted Reg. Date	Tax Status and Date	Next Verify Date
Chirmuranga Laurens, SC <i>To organize our youth and adults in the community to work on issues of social, economic and environmental justice that enables and empowers our community to overcome fear and be decision-makers.</i>	1120 11-069	Cash Grants Approved Active Grant	\$5,000.00 27-4866498 4/29/2011	501c(3) 7/12/2012	
McIntosh County Sustainable Environmental and Economic Development		Cash Grants Approved Active Grant	\$5,000.00 58-2556194	501c(3) 2001	
Citizens for Change Sponsoring Committee Lexington, NC <i>Request support for general operations, staff and leadership development, and support for local work</i>	1133 11-022	Cash Grants Approved Active Grant	\$5,000.00 56-2261165 4/26/2006	501c(3) 4/26/2006	
Citizens for Educational Awareness Kilmichael, MS <i>Supporting programs with merging groups through the dropout prevention mandate and for building youth leadership.</i>	1174 11-047	Cash Grants Approved Active Grant	① \$5,000 00 640819311 4/15/1998	Grassroots Community Group	
Coal River Mountain Watch Whitesville, WV <i>To support CRMW's Enforcement Project aimed at organizing and empowering people in southern WV to resist dangerous coal operations in their communities</i>	1123 11-031	Cash Grants Approved Active Grant	\$5,000.00 55-0765268 4/6/2004	501c(3)	

Organization Project Title	Request ID Reference No.	Type, Disposition and Status	Requested/ Tax ID Granted Reg. Date	Tax Status and Date	Next Verify Date
Coalicion de Organizaciones Latino-Americans Asheville, NC <i>for training and regional strategies to combat ICE enforcement programs that criminalize immigrations status, normalize separation of families, destabilize communities and workplace and fuel widespread human and civil rights violations in Western NC</i>	1200 11-037	Cash Grants Approved Active Grant	\$5,000.00 20-8303608 8/10/2009	501c(3)	
Community Culture and Resource Center, Inc. Lexington, MS <i>To Support CCRC's general operations while sustaining our work to maximize immediate and long-term academic and behavioral change for youth within the public school system; to educate, organize and encourage improverished communities to use their collectiv</i>	1179 11-027	Cash Grants Approved Active Grant	\$5,000.00 64-0821273 5/1/1993	501c(3)	4/18/1997
Community Economic Development Network of East Tennessee (CEDnet) Knoxville, TN <i>To provide operating support for CEDnet's 3 task force and fund a dismantling racism workshop</i>	1102 11-024	Cash Grants Approved Active Grant	\$5,000.00 20-0930933 12/23/2005	501c(3)	
Community Housing Coalition of Madison County Marshall, NC <i>travel and registration for the 2011 Community Development Academy at the UNC School of Government in Chapel Hill, NC</i>	1219 11-005TR	Cash Grants Approved Active Grant	\$840.00 11-3660564 6/19/2003	501c(3)	6/19/2003

Organization Project Title	Request ID Reference No.	Type, Disposition and Status	Requested/ Tax ID Granted Reg. Date	Tax Status and Date	Next Verify Date
Community Organization for Rights and Empowerment (CORE) Holly Hill, SC <i>To support CORE's organizing work and our ability to prepare community to stand against the environmental injustice facing the community</i>	1139 11-032	Cash Grants Approved Active Grant	\$5,000.00 26-0033696 6/13/2003	509a(1)	
Holly Hill, SC <i>working with the identified consultant to train staff on installing, using, and setting up their chart of accounts in QuickBooks</i>	1231 11-072TA	Cash Grants Approved Active Grant	\$1,200.00 26-0033696 6/13/2003	509a(1)	
Community Wholeness Venture Durham, NC <i>Connecting rural farmers with urban and suburban residents, developing an alternative funding cooperative for green development, conducting organizing and leadership development training</i>	1182 11-033	Cash Grants Approved Active Grant	\$5,000.00 03-0469146 5/17/2007	509a(1) 5/21/2002 501c(3) 5/17/2007	
Concerned Citizens for a Better Tunica County, Inc. Jackson, MS <i>To support a community organizing effort to engage youth leaders, to work on the redistricting process, and to impact public policies through the creation of a accountable community alliance</i>	1109 11-057	Cash Grants Approved Active Grant	\$5,000.00 64-0819311 9/27/2002	501c(3)	
Countywide Family Development Center Laurel, MS <i>Request for general support that will allow us to continue our program of work as community organizers and youth advocates</i>	1203 11-050	Cash Grants Approved Active Grant	\$5,000.00 32-0172373 9/21/2007	501c(3)	

Organization Project Title	Request ID Reference No.	Type, Disposition and Status	Requested/ Tax ID Granted Reg. Date	Tax Status and Date	Next Verify Date
Defense Depot Memphis Tennessee Concerned Citizens' Committee (DDMT-CCC) Memphis, TN <i>To offer community technical and organizing assistance to communities. To support the operations of our programs and participate and/or represent DDMT-CCC at local/national events and programs</i>	1147 11-066	Cash Grants Approved Active Grant	① \$5,000.00 043391230	Grassroots Community Group	
Direct Action Welfare Group, Inc (DAWG) Charleston, WV <i>DAWG is requesting general operating support to enable us to continue our work organizing with low income adults and youth throughout the state of West Virginia, to create systemic change and to fight for economic and social justice</i>	1158 11-040	Cash Grants Approved Active Grant	\$5,000.00 55-0786098 4/15/2003	501c(3) 3/27/2002	
Economic Justice Coalition Athens, GA <i>the development and redesign of Economic Justice Coalition's website and training for it's new bookkeeper</i>	1091 11-002D	Cash Grants Approved Active Grant	\$1,200.00 20-1346967 5/16/2005	501c(3) 7/30/2004	
Athens, GA <i>To support Economic Justice Coalition's work in Athens-Clarke County. To include job development, job readiness, self marketing training, education of workers on their rights and the prospect of quality jobs, and use of computers in job searches.</i>	1110 11-051	Cash Grants Approved Active Grant	\$5,000.00 20-1346967 5/16/2005	501c(3) 7/30/2004	

Organization Project Title	Request ID Reference No.	Type, Disposition and Status	Requested/ Tax ID Granted Reg. Date	Tax Status and Date	Next Verify Date
Environmental Community Action, Inc. (ECO-Action) Atlanta, GA <i>ECO-Action attendance at the EPA 2011 Cave Training in Denver, CO</i>	1238 11-077TR	Cash Grants Approved Active Grant	\$681.00 58-1854884 12/20/1994	509a(1) 10/1/1989	
Fair Housing Agency of Alabama Mobile, AL <i>To identify and remove systemic housing and economic disparities that target a select group of people This request will also support economic symposiums to provide resources and information to low-income and rural residents</i>	1096 11-041	Cash Grants Approved Active Grant	\$5,000.00 72-1383239 10/2/2001	501c(3) 10/2/2001	6/1/2007
Mobile, AL <i>emergency assistance and temporary housing to families impacted by the tornado that hit Coden Alabama</i>	1224 11-065JF	Cash Grants Approved Active Grant	\$5,000.00 72-1383239 10/2/2001	501c(3) 10/2/2001	6/1/2007
Fair Shake Network Institute, WV <i>To support general operations, 2- part-time staff positions, and our annual legislative training and disability day at the capitol</i>	1143 11-042	Cash Grants Approved Active Grant	\$5,000.00 55-0763646 11/13/1999	501c(3) 11/13/1999	
Fannie Lou Hamer Center for Change Eupora, MS <i>disaster relief to the families impacted by the tornado that hit Eupora MS on April 27, 2011</i>	1222 11-063	Cash Grants Approved Active Grant	\$2,000.00 640819311 2/15/2011	501c(3)	
Eupora, MS <i>youth leaders attending the National Rally and March for Youth Investment</i>	1226 11-068TR	Cash Grants Approved Active Grant	\$1,500.00 640819311 2/15/2011	501c(3)	

Organization Project Title	Request ID Reference No.	Type, Disposition and Status	Requested/ Tax ID Granted Reg. Date	Tax Status and Date	Next Verify Date
Farmworker Association of Florida Apopka, FL <i>Immigrant Farmworkers attending the Rural Coalition's National Rural Gathering</i>	1228 11-070TR	Cash Grants Approved Active Grant	\$1,000.00 59-2683978 6/26/2007	509a(1) 4/26/1990 501c(3) 6/26/2007	
Apopka, FL <i>The Farmworker Association of Florida is requesting general support funding for its community organizing projects The Pesticide Safety & Environmental Health Project, the Defending Immigrants' Rights Project, and the Disaster Relief organizing project</i>	1183 11-029	Cash Grants Approved Active Grant	\$5,000.00 59-2683978 6/26/2007	509a(1) 4/26/1990 501c(3) 6/26/2007	
Apopka, FL <i>FWAF's defending immigrants' rights project to build policy knowledge and civic participation among farmworkers</i>	1245 11-082LO	Cash Grants Approved Active Grant	\$5,000.00 59-2683978 6/26/2007	509a(1) 4/26/1990 501c(3) 6/26/2007	
Farmworkers Self-Help, Inc. Dade City, FL <i>the Mi Othra Casa initiative which supports farmworker youth organizing and advocacy</i>	1248 11-085LO	Cash Grants Approved Active Grant	\$5,000.00 59-2382744 10/10/1985	501c(3)	
Dade City, FL <i>We are requesting a general Support grant in the amount of \$25,000</i>	1190 11-028	Cash Grants Approved Active Grant	\$5,000.00 59-2382744 10/10/1985	501c(3)	
Dade City, FL <i>funding for your legislative session project of Teen Dream Team and their families</i>	1225 11-067D	Cash Grants Approved Active Grant	\$2,500.00 59-2382744 10/10/1985	501c(3)	

Organization Project Title	Request ID Reference No.	Type, Disposition and Status	Requested/ Tax ID Granted Reg. Date	Tax Status and Date	Next Verify Date
ATD FOURTH WORLD New Orleans, LA <i>travel and registration to attend the Fourth World Movement's Extreme Poverty, Violence, and Peace seminar at the Firmhurst Family House in Surrey, England</i>	1220 11-006TR	Cash Grants Approved Active Grant	\$1,000.00 23-7135119 10/26/1971	501c(3)	1/16/1981
New Orleans, LA <i>their Young Leaders Training Program.</i>	1230 11-073D	Cash Grants Approved Active Grant	\$800.00 23-7135119 10/26/1971	501c(3)	1/16/1981
Georgia Latino Alliance for Human Rights (GLAHR) Atlanta, GA <i>the organization of popular committees in rural areas of south Georgia</i>	1247 11-084LO	Cash Grants Approved Active Grant	\$5,000.00 76-0809155 3/9/2006	501c(3) 509a(1)	7/13/2005 3/18/2008
Georgia Women's Action for New Directions (Georgia WAND) Atlanta, GA <i>In partnership with ECO-Action, Georgia WAND request support to engage rural communities and build support to drive policy change for toxic chemical and radiation protection reform</i>	1107 11-011	Cash Grants Approved Active Grant	\$7,250.00 20-3060988 4/26/2005	501c(3)	10/19/2006
Georgians for a Healthy Healthy Future Atlanta, GA <i>Georgians for a Healthy Future is seeking project support in the amount of \$10,000, to launch a pilot campaign, which will lay the groundwork for stronger grassroots health care advocacy across the state.</i>	1176 11-018	Cash Grants Approved Active Grant	\$7,250.00 26-3695851 5/5/2020	501c(3)	

Organization Project Title	Request ID Reference No.	Type, Disposition and Status	Requested/ Tax ID Granted Reg. Date	Tax Status and Date	Next Verify Date
Glynn Environmental Coalition Brunswick, GA <i>The GEC's efforts to obtain and maintain environmental, social, and economic justice for citizens of Glynn County and coastal GA</i>	1095 11-012	Cash Grants Approved Active Grant	\$7,250.00 58-1999049 3/24/1992	501c(3)	
Gulf County United Development Corporation, Inc Gretna, FL <i>To support GCUCD eight year hunger program for our youth, to move forward with new threats on civil-rights, to advocate for justice at the local and statewide levels</i>	1119 11-038	Cash Grants Approved Active Grant	\$5,000.00 59-3756882 5/7/2001	501c(3)	2/24/2003
Harris Neck Land Trust Townsend, GA <i>a one-day strategic planning retreat for their board members</i>	1208 11-004TA	Cash Grants Approved Active Grant	\$1,500.00 58-1026695	501c(3)	
The Healing and Wellness Coalition Cherokee, NC <i>the Cherokee Nations healing and reconciliation conference in Cherokee NC</i>	1240 11-079D	Cash Grants Approved Active Grant	\$2,500.00 742788126 10/6/1988	501c(3)	12/6/2011
James L. Barnes Community Development Corporation Dawson, GA <i>Organizing, advocating, and educating Create a freedom school to empower and educate our people Lobby all local, regional, state, and federal politicians</i>	1111 11-025	Cash Grants Approved Active Grant	\$5,000.00 31-1710747 7/20/2004	501c(3)	7/20/2004
Latino Advocacy Coalition Hendersonville, NC <i>to protect and engage Latino families affected by ICE enforcement</i>	1244 11-081LO	Cash Grants Approved Active Grant	① \$5,000.00 56-2267574 12/21/2006	Other	7/31/2001

Organization Project Title	Request ID Reference No.	Type, Disposition and Status	Requested/ Tax ID Granted Reg. Date	Tax Status and Date	Next Verify Date
Louisiana Bucket Brigade New Orleans, LA <i>The refinery efficiency initiative to reduce the number of accidents at Louisiana refineries.</i>	1103 11-059	Cash Grants Approved Active Grant	\$5,000.00 72-1488935 3/1/2001	509a(1) 2/9/2007 509a(1)	
McIntosh SEED Darien, GA <i>Funding for this project will be used to continue to build the capacity of the organization in order to develop and nurture programs and activities that address the root causes of social injustice in our community</i>	1099 11-053	Cash Grants Approved Active Grant	\$5,000.00 58-2556194 6/6/2000	501c(3) 10/10/2004	
The Mitchellville Preservation Project Hilton Head Island, GA <i>Historic Mitchellville Inaugural Forum set for October 21-23</i>	1236 11-075TR	Cash Grants Approved Active Grant	\$500.00 27-2308109 12/28/2010	501c(3) 8/24/2011	
Newtown Florist Club, Inc. Gainesville, GA <i>Newtown Florist Club, Inc requests \$20,000 for General Operating Support, for the Blaze Recycling Relocation Project, which is a part of their Environmental Justice Project</i>	1195 11-061	Cash Grants Approved Active Grant	\$5,000.00 58-2181115 10/7/2003	501c(3) 10/7/2003	
Nollie Jenkins Family Center, Inc. Lexington, MS <i>To support community organizing and leadership development for low-wealth parents and students in Holmes County.</i>	1145 11-043	Cash Grants Approved Active Grant	\$5,000.00 64-0847867 7/31/2007	501c(3) 7/31/2007	

Organization Project Title	Request ID Reference No.	Type, Disposition and Status	Requested/ Tax ID Granted Reg. Date	Tax Status and Date	Next Verify Date
North Carolina A. Philip Randolph Institute, Inc. Raleigh, NC <i>To support our community empowerment work, to fight the re-segregation of public schools, and protect the economic gains of African Americans</i>	1138 11-008	Cash Grants Approved Active Grant	\$7,250.00 56-1500282 7/15/1988	501c(3)	
North Carolina Rural Education Working Group Rich Square, NC <i>community meetings to discuss the potential merger of the school systems in Halifax county</i>	1239 11-078D	Cash Grants Approved Active Grant	\$1,000.00 27-3454254 8/25/2011	501c(3) 12/6/2011	
North Florida Educational Development Corporation Gretna, FL <i>To create opportunities to assist families in building wealth Raise and Develop leaders throughout the community and build local/state coalitions, partnerships and collaborations to solve problems that are common to all</i>	1146 11-016	Cash Grants Approved Active Grant	\$7,250.00 59-2801357 8/6/1991	501c(3) 8/8/1991	6/1/2007
The Ordinary People's Society (T.O.P.S.) Dothan, AL <i>planning and organizing support for the National Convening of formerly-incarcerated people</i>	1090 11-001D	Cash Grants Approved Active Grant	\$1,500.00 82-0587071 5/6/2008	501c(3) 1/13/2011	
Dothan, AL <i>training 20 organizers to work in a eight action sites for ten weeks to accomplish organizational goals for base-building and infrastructure development</i>	1229 11-071D	Cash Grants Approved Active Grant	\$950.00 82-0587071 5/6/2008	501c(3) 1/13/2011	

Organization Project Title	Request ID Reference No.	Type, Disposition and Status	Requested/ Tax ID Granted Reg. Date	Tax Status and Date	Next Verify Date
Positive Action Committee Gainesville, GA <i>The community organizing work of PAC around issues of social injustice and political, economic and education oppression</i>	1141 11-054	Cash Grants Approved Active Grant	\$13,000.00 58-2181115	501c(3) 1/1/2012	
Gainesville, GA <i>organizing efforts with students who have been temporarily or permanently expelled from the public school system</i>	1241 11-080D	Cash Grants Approved Active Grant	\$1,100.00 58-2181115	501c(3) 1/1/2012	
Rural Community Alliance Fox, AR <i>Expand our work of organizing low wealth rural communities in Arkansas, in the areas of education justice and education reform, economic justice and education reform, economic justice, youth empowerment and social justice civic participation</i>	1194 11-020	Cash Grants Approved Active Grant	\$10,750 00 25-1917387 3/31/2006	501c(3) 4/6/2005	
South Bay Communities Alliance (SBCA) Coden, AL <i>To support the further development of a cooperative for fisherman families and the community</i>	1149 11-055	Cash Grants Approved Active Grant	\$5,000.00 20-8934815 1/6/2010	501c(3)	
Coden, AL <i>the organization's organizer Zack Carter attendance at the CooperationWorks conference in Madison, WI</i>	1223 11-064TR	Cash Grants Approved Active Grant	\$1,000.00 20-8934815 1/6/2010	501c(3)	

Organization Project Title	Request ID Reference No.	Type, Disposition and Status	Requested/ Tax ID Granted Reg. Date	Tax Status and Date	Next Verify Date
South Carolina Progressive Network Columbia, SC <i>This request is for general operating expenses for staffing needed to sustain and grow the organization</i>	1185 11-019	Cash Grants Approved Active Grant	\$10,750.00 57-1069839 4/22/2003	501c(3) 4/22/2003	
South Carolina United Action Darlington, SC <i>the Columbus day rally in Florence South Carolina</i>	1237 11-076D	Cash Grants Approved Active Grant	\$1,000.00 57-0941038 9/18/1998	501c(3) 2/20/2009	
Student Action with Farmworkers Durham, NC <i>the organization's internship program</i>	1233 11-075D	Cash Grants Approved Active Grant	\$150.00 56-1789014 8/6/1997	501c(3) 8/6/1997 501c(3)	
Sunflower County Parents and Students Organization Indianola, MS <i>Requesting general support funding to help enable us to accomplish our mission & to implement our program of work so that we can continue to fight the racism that exists within the educational, environmental, political & economic systems</i>	1184 11-026	Cash Grants Approved Active Grant	\$5,000.00 64-0819311 4/15/1998	501c(3) 4/15/1998	
Tennesseans for Fair Taxation Knoxville, TN <i>The work of TFT to create a more fair and balanced stat tax system</i>	1112 11-044	Cash Grants Approved Active Grant	\$5,000.00 62-1651811 12/1/1996	501c(3) 5/6/2008	

Organization Project Title	Request ID Reference No.	Type, Disposition and Status	Requested/ Tax ID Granted Reg. Date	Tax Status and Date	Next Verify Date
Toxic Free North Carolina Inc Raleigh, NC <i>Mission Expansion A New Strategy for toxics reform in North Carolina We believe that this strategic expansion of our mission and programs - beyond pesticides - is urgently needed, to fight for a healthier future free from toxic threats to our health</i>	1192 11-045	Cash Grants Approved Active Grant	\$5,000.00 59-1715833 3/1/1977	501c(3) 4/21/2008 501c(3)	
Treutlen County Community Sewing Center Soperton, GA <i>Institutional and historical racism, prejudice and discrimination have left the African American community uneducated, poor, untrained, unemployed and underemployed</i>	1177 11-023	Cash Grants Approved Active Grant	\$5,000.00 58-2391782 5/2/2005	509a(1) 12/1/1998 501c(3) 5/2/2005	
Vietnamese American Young Leaders Association of New Orleans (VAYLA-NO) New Orleans, LA <i>To support youth staying engaged and actively participating in efforts to address the environmental justice challenges in our community</i>	1207 11-007	Cash Grants Approved Active Grant	\$7,250.00 721451613 6/18/2004	501c(3)	
Wake Youth Organizing Institute/NC HEAT Durham, NC <i>To support the growing development of the Wake Yourh Organizing Institute</i>	1134 11-009	Cash Grants Approved Active Grant	\$7,250.00 20-2921055	501c(3)	
WeCount! Florida City, FL <i>To support community organizing and leadership development among immigrant workers and youth in Homestead, FL</i>	1108 11-013	Cash Grants Approved Active Grant	\$7,250.00 56-2638368 8/27/2007	501c(3) 8/27/2007	

Organization Project Title	Request ID Reference No.	Type, Disposition and Status	Requested/ Tax ID Granted Reg. Date	Tax Status and Date	Next Verify Date
Welfare Rights Organization New Orleans, LA <i>the emergency assistance/training program for persons affected by Hurricane Katrina, and subsequently the BP oil spill, as described in your proposal</i>	1206 11-003JFDRR	Cash Grants Approved Active Grant	\$5,000.00 74-2549550 6/26/1992	501c(3)	
Western North Carolina Workers Center Marion, NC <i>The WNC Workers Center seeks general support for expanding our programs and campaigns for grassroots worker justice</i>	1205 11-035	Cash Grants Approved Active Grant	\$5,000.00 86-1120732 5/17/2005	501c(3)	12/5/2008
Youth Innovation Movement Solutions, Inc. (YIMS) Tupelo, MS <i>The purpose of this request is to support YIMS work around social change and community organizing in an effort to promote educations reform, prevention of schoolhouse to jailhouse and school dropout in poor rural African American (people of color) communi</i>	1187 11-014	Cash Grants Approved Active Grant	\$7,250.00 83-0357771 3/17/2005	501c(3)	4/2/2003
Grand Total			<u>\$380,786.00</u>		
			(82 items)		

5,000.00	x
5.00	=

25,000.00	*

380,786.00	+
25,000.00	-

355,786.00	*

12/31/11

2011 FEDERAL BOOK DEPRECIATION SCHEDULE

PAGE 1

SOUTHERN PARTNERS FUND, INC.

58-2409301

NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS PCT.	CUR 179 BONUS	SPECIAL DEPR. ALLOW.	PRIOR 179/ BONUS/ SP. DEPR.	PRIOR DEC. BAL DEPR.	SALVAGE /BASIS REDUCT.	DEPR BASIS	PRIOR DEPR.	METHOD	LIFE	RATE	CURRENT DEPR.
FORM 990/990-PF																
FURNITURE AND FIXTURES																
1	6 STATIONARY CHAIRS	9/30/99		664							664		200DB	7		0
2	4 SWIVEL CHAIRS	9/30/99		708							708		200DB	7		0
3	TALL WOODEN SUPPLY CABINE	9/30/99		117							117		200DB	7		0
4	4 36" BLACK STEEL CASE FIL	9/30/99		600							600		200DB	7		0
5	FURNITURE	8/23/08		432							432		200DB	7		57
6	FURNITURE	6/14/10		2,907							2,907		200DB	7		692
TOTAL FURNITURE AND FIXTURE																
				5,428		0	0	0	0	0	5,428	2,807				749
MACHINERY AND EQUIPMENT																
7	COPIER	7/01/03		15,500							15,500	14,846	200DB	5		0
8	TELEPHONE	8/12/02		15,767							15,767	15,767	200DB	5		0
9	PRINTER	4/20/05		700							700	700	200DB	5		0
10	COMPUTER SYSTEM UPGRADE	4/05/05		8,091							8,091	7,336	200DB	5		0
11	COMPUTER	1/18/05		2,972							2,972	2,972	200DB	5		0
12	NEW DELL SERVER	8/13/07		7,929							7,929	6,502	200DB	5		571
13	COMPUTER EQUIPMENT	7/01/08		10,675							10,675	8,674	200DB	4		1,001
14	PRINTER	7/02/08		75							75	61	200DB	4		7
15	PROJECTOR FOR OFFICE	5/27/10		594							594	139	200DB	5		182
16	DISHWASHER	6/01/10		2,048							2,048	478	200DB	5		628
17	NEW PHONE SYSTEM	8/04/10		5,877							5,877	980	200DB	5		1,959
18	SCANNER	8/26/10		635							635	106	200DB	4		265
19	SOFTWARE FOR PHONE SYSTEM	10/06/10		535							535	54	200DB	5		192
20	LAPTOP	9/27/11		3,302							3,302		200DB	5		330

12/31/11

2011 FEDERAL BOOK DEPRECIATION SCHEDULE

PAGE 2

SOUTHERN PARTNERS FUND, INC.

58-2409301

NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	CUR 179 BUS PCT BONUS	SPECIAL DEPR ALLOW	PRIOR 179/ BONUS/ SP DEPR	PRIOR DEC BAL DEPR	SALVAGE /BASIS REDUCT	DEPR BASIS	PRIOR DEPR	METHOD	LIFE	RATE	CURRENT DEPR
	TOTAL MACHINERY AND EQUIPME			0	0	0	0	0	74,700	58,615				5,135
	TOTAL DEPRECIATION			0	0	0	0	0	80,128	61,422				5,884
	GRAND TOTAL DEPRECIATION			0	0	0	0	0	80,128	61,422				5,884

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box. ☒
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only. ☐

All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer. See instructions.	Employer identification number (EIN) or
	SOUTHERN PARTNERS FUND, INC.	☒ 58-2409301
	Number, street, and room or suite number. If a P.O. box, see instructions.	Social security number (SSN)
	1776 PEACHTREE ST. NW #200	☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	ATLANTA, GA 30309	

Enter the Return code for the return that this application is for (file a separate application for each return) **01**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► **RANDALL OAKLEY**

Telephone No. ► **(404) 541-9091** FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box. ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box. ☐ . If it is for part of the group, check this box. ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **8/15**, 20 **12**, to file the exempt organization return for the organization named above.

The extension is for the organization's return for:

- ☒ calendar year 20 **11** or
- ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
SOUTHERN PARTNERS FUND, INC.	☒ 58-2409301	
Number, street, and room or suite number If a P O box, see instructions	Social security number (SSN)	
FULTON & KOZAK, CPA 7187 JONESBORO RD STE 100A	☐	
City, town or post office, state, and ZIP code For a foreign address, see instructions		
MORROW, GA 30260-2944		

Enter the Return code for the return that this application is for (file a separate application for each return)

01

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of **RANDALL OAKLEY**
Telephone No. **(404) 541-9091** FAX No. _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) .. _____. If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **11/15**, 20 **12**

5 For calendar year **2011**, or other tax year beginning _____, 20____, and ending _____, 20____.

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension .. **TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a \$
8b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$

Signature and Verification must be completed for Part II only.

Under penalties of perjury I declare that I have examined this form, including accompanying schedules and statements and to the best of my knowledge and belief it is true, correct, and complete, and that I am authorized to prepare this form

Signature

[Handwritten Signature]

Title

CPA

Date

8/12/2012

BAA

FIFZ0502L 07/29/11

Form 8868 (Rev 1-2012)