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Form 990

Return of Organization Exempt From Income Tax

2011

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

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

Open to Public Inspection

A For the 2011 calendar year, or tax year beginning 07-01-2011 and ending 06-30-2012

B Check if applicable	C Name of organization HENRY E HUNTINGTON LIBRARY AND ART GALLERY	D Employer identification number 95-1644589
<input type="checkbox"/> Address change	Doing Business As	E Telephone number (626) 405-2150
<input type="checkbox"/> Name change	Number and street (or P O box if mail is not delivered to street address) 1151 OXFORD ROAD	F Gross receipts \$ 141,267,158
<input type="checkbox"/> Initial return	Room/suite	
<input type="checkbox"/> Terminated		
<input type="checkbox"/> Amended return		
<input type="checkbox"/> Application pending	City or town, state or country, and ZIP + 4 SAN MARINO, CA 911081218	
	F Name and address of principal officer STEVEN KOBLIK 1151 OXFORD ROAD SAN MARINO, CA 911081218	H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
		H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list (see instructions)
		H(c) Group exemption number ►

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

J Website: ► WWW.HUNTINGTON.ORG

K Form of organization Corporation Trust Association Other ► L Year of formation 1919 M State of legal domicile CA

Part I Summary

1 Briefly describe the organization's mission or most significant activities
BUILDING ON HENRY E HUNTINGTON'S LEGACY OF RENOWNED COLLECTIONS AND BOTANICAL GARDENS THAT ENRICH THE VISITOR, THE HUNTINGTON TODAY ENCOURAGES RESEARCH AND PROMOTES EDUCATION IN THE ARTS, HUMANITIES, AND BOTANICAL SCIENCES THROUGH THE GROWTH AND PRESERVATION OF ITS COLLECTIONS, THROUGH THE DEVELOPMENT AND SUPPORT OF A COMMUNITY OF SCHOLARS, AND THROUGH THE DISPLAY AND INTERPRETATION OF ITS EXTRAORDINARY RESOURCES TO THE PUBLIC

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 5
4 Number of independent voting members of the governing body (Part VI, line 1b)	4 5
5 Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5 494
6 Total number of volunteers (estimate if necessary)	6 1,089
7a Total unrelated business revenue from Part VIII, column (C), line 12	7a -1,079,962
b Net unrelated business taxable income from Form 990-T, line 34	7b -1,225,619

8 Contributions and grants (Part VIII, line 1h)	177,823,530 24,811,038
9 Program service revenue (Part VIII, line 2g)	6,354,450 6,235,800
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	17,193,012 23,552,564
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	1,128,369 4,592,568
12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	202,499,361 59,191,970

13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	1,766,474 1,504,404
14 Benefits paid to or for members (Part IX, column (A), line 4)	0 0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	19,853,068 21,621,220
16a Professional fundraising fees (Part IX, column (A), line 11e)	0 0
b Total fundraising expenses (Part IX, column (D), line 25)	3,079,796
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	33,879,085 25,828,304
18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	55,498,627 48,953,928
19 Revenue less expenses Subtract line 18 from line 12	147,000,734 10,238,042

	Beginning of Current Year	End of Year
20 Total assets (Part X, line 16)	568,715,654	546,872,048
21 Total liabilities (Part X, line 26)	9,713,071	10,878,409
22 Net assets or fund balances Subtract line 21 from line 20	559,002,583	535,993,639

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 ALISON D SOWDEN VP FOR FINANCIAL AFFAIRS Type or print name and title	2013-02-13 Date
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Paid Preparer's Use Only	Preparer's signature LIOR TEMKIN Firm's name (or yours if self-employed), address, and ZIP + 4 SINGERLEWAK LLP 10960 WILSHIRE BLVD STE 700 LOS ANGELES, CA 900243783	Date 2013-02-13 Check if self-employed ► Preparer's taxpayer identification number (see instructions) P00748170	EIN ► 95-2302617 Phone no ► (310) 477-3924
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May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service AccomplishmentsCheck 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 \$ 17,575,239 including grants of \$ 1,504,404) (Revenue \$ 671,527)
SEE SCHEDULE O**4b** (Code) (Expenses \$ 11,576,965 including grants of \$) (Revenue \$ 39,004)
SEE SCHEDULE O**4c** (Code) (Expenses \$ 7,335,520 including grants of \$) (Revenue \$ 193,142)
SEE SCHEDULE O

(Code) (Expenses \$ 5,030,430 including grants of \$) (Revenue \$ 6,394,645)

THE HUNTINGTON LIBRARY, ART COLLECTIONS, AND BOTANICAL GARDENS IS A COLLECTIONS-BASED RESEARCH AND EDUCATIONAL INSTITUTION SERVING SCHOLARS AND THE GENERAL PUBLIC EACH YEAR. THE HUNTINGTON * PROVIDES MORE THAN 1,600 SCHOLARS WITH RESEARCH ACCESS TO A WORLD-CLASS COLLECTION OF RARE BOOKS, MANUSCRIPTS, PHOTOGRAPHS, MAPS, PAINTINGS, PRINTS, SCULPTURES, DECORATIVE ARTS, AND RELATED MATERIALS, * AWARDS APPROXIMATELY \$1.5 MILLION IN FELLOWSHIPS TO SCHOLARS FOR ADVANCED HUMANITIES RESEARCH THROUGH A PEER-REVIEW PROCESS, * EDUCATES THOUSANDS OF SCHOOL CHILDREN AND THEIR TEACHERS IN ART, HISTORY, LITERATURE, AND BOTANICAL SCIENCE THROUGH SPECIAL TOURS AND PROGRAMS, * ORGANIZES SPECIAL EXHIBITIONS TO ENHANCE THE VISITOR EXPERIENCE, INTERPRET THE COLLECTIONS, AND FACILITATE LEARNING, AND* HOSTS MORE THAN 500,000 VISITORS. THE HUNTINGTON HAS A MEMBERSHIP TOTALING MORE THAN 33,000, A VOLUNTEER CORPS OF MORE THAN 1,000, AND A STAFF OF ABOUT 350. IT IS AN INDEPENDENT NON-PROFIT ORGANIZATION, SUPPORTED BY GIFTS AND GRANTS FROM INDIVIDUALS, CORPORATIONS, FOUNDATIONS, AND GOVERNMENT AGENCIES AND BY A PRIVATE ENDOWMENT

4d Other program services (Describe in Schedule O)

(Expenses \$ 5,030,430 including grants of \$) (Revenue \$ 6,394,645)

4e Total program service expenses \$ 41,518,154

Part IV Checklist of Required Schedules

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

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

3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I.

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

5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III.

6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I.

7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," complete Schedule D, Part II.

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

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

10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V.

11 If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable

a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI.

b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII.

c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII.

d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX.

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

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

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.

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

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

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

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

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

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

18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II.

19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III.

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

b If "Yes" to line 20a, did the organization attach its audited financial statement to this return? **Note.** All Form 990 filers that operated one or more hospitals must attach audited financial statements.

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

Part IV Checklist of Required Schedules (continued)

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

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	317
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	Yes
2a	Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax Statements</i> filed for the calendar year ending with or within the year covered by this return	2a	494
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2b	Yes
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)			
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a	Yes
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	3b	Yes
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account or securities account)?	4a	Yes
b	If "Yes," enter the name of the foreign country CJ See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a	No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b	No
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	5c	
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?	6a	No
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b	
7	Organizations that may receive deductible contributions under section 170(c).	7a	Yes
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?	7b	Yes
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7c	No
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7d	
d	If "Yes," indicate the number of Forms 8282 filed during the year	7e	No
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7f	No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7g	
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7h	
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	8	
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?	9a	
9	Sponsoring organizations maintaining donor advised funds.	9b	
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	10a	
a	Initiation fees and capital contributions included on Part VIII, line 12	10b	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
11	Section 501(c)(12) organizations. Enter	11a	
a	Gross income from members or shareholders	11b	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	
13	Section 501(c)(29) qualified nonprofit health insurance issuers.	13a	
a	Is the organization licensed to issue qualified health plans in more than one state? Note. All 501(c)(29) organizations must list in Schedule O each state in which they are licensed to issue qualified health plans, the amount of reserves required by each state, and the amount of reserves the organization allocated to each state	13b	
b	Enter the aggregate amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13c	
c	Enter the aggregate amount of reserves on hand		
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a	No
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b	

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

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

Section A. Governing Body and Management

1a Enter the number of voting members of the governing body at the end of the tax year

1b Enter the number of voting members included in line 1a, above, who are independent

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?

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?

4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?

5 Did the organization become aware during the year of a significant diversion of the organization's assets?

6 Did the organization have members or stockholders?

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?

b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?

8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following

a The governing body?

b Each committee with authority to act on behalf of the governing body?

9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O

	Yes	No
1a	5	
1b	5	
2	Yes	
3		No
4		No
5		No
6		No
7a		No
7b		No
8a	Yes	
8b	Yes	
9		No

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

10a Did the organization have local chapters, branches, or affiliates?

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?

11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?

b Describe in Schedule O the process, if any, used by the organization to review the Form 990

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

b Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?

c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done

13 Did the organization have a written whistleblower policy?

14 Did the organization have a written document retention and destruction policy?

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

b Other officers or key employees of the organization

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?

b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?

	Yes	No
10a		No
10b		
11a	Yes	
12a	Yes	
12b	Yes	
12c	Yes	
13	Yes	
14	Yes	
15a	Yes	
15b	Yes	
16a		No
16b		

Section C. Disclosure

17 List the States with which a copy of this Form 990 is required to be filed CA

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

Own website Another's website Upon request

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

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

ALISON D SOWDEN
1151 OXFORD ROAD
SAN MARINO, CA 911081218
(626) 405-2152

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

 Check if Schedule O contains a response to any question in this Part VII
Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

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

• List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees. Enter -0- in columns (D), (E), and (F) if no compensation was paid

• List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."

• List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations

• List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations

• List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations

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

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

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations	
		Or Director	Indi- vidual Trustee	Institutional Trustee	Offi- cial	Key Employee	Highest Compensated Employee	Former		
(1) PAUL G HAAGA JR TRUSTEE	10 00	X							0	0
(2) ANNE F ROTHENBERG TRUSTEE	10 00	X							0	0
(3) LOREN R ROTHSCHILD TRUSTEE	10 00	X							0	0
(4) GENEVA H THORNTON TRUSTEE	10 00	X							0	0
(5) STEWART R SMITH CHAIRMAN	10 00	X		X					0	0
(6) GEORGE ABDO UNTIL 83111 VICE PRESIDENT FOR ADVANCEMENT	40 00			X					185,360	0
(7) JAMES FOLSOM DIRECTOR OF THE BOTANICAL GARDENS	40 00			X					167,680	0
(8) STEVE HINDLE FROM 70111 DIRECTOR OF RESEARCH	40 00			X					92,241	0
(9) STEVEN KOBLIK PRESIDENT	40 00			X					414,553	0
(10) JOHN MURDOCH DIRECTOR OF ART COLLECTIONS	40 00			X					231,312	0
(11) RANDY SHULMAN FROM 90111 VICE PRESIDENT FOR ADVANCEMENT	40 00			X					121,365	0
(12) ALISON D SOWDEN VICE PRESIDENT FOR FINANCIAL AFFAIRS	40 00			X					230,468	0
(13) DAVID ZEIDBERG DIRECTOR OF THE LIBRARY	40 00			X					217,085	0
(14) ROBERT CARTER DIRECTOR OF HUMAN RESOURCES	38 00				X				135,788	0
(15) DEBORAH JOHNSTON CONTROLLER	38 00				X				121,523	0
(16) MARY MOSER ASSC VICE PRESIDENT FOR ADVANCEMENT	38 00				X				111,566	0
(17) LAURIE SOWD VICE PRESIDENT FOR OPERATIONS	38 00				X				140,199	0

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

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **13**

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

Section B. Independent Contractors

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

(A)	(B)	(C)
Name and business address	Description of services	Compensation
ARCHITECTURAL RESOURCES GROUP INC	ARCHITECTURAL	3,074,791
PIER 9 THE EMBARCADERO STE 107		
SAN FRANCISCO, CA 94111		
VALLEY CREST LANDSCAPE DEVELOPMENT	LANDSCAPE MAINTENANCE	2,234,039
FILE 57515		
LOS ANGELES, CA 90074		
MULTIN ELECTRIC INC	ELECTRICIAN	1,331,717
PO BOX 875 512 REDLAND AVE		
CLAREMONT, CA 91711		
DPR CONSTRUCTION	CONSTRUCTION	971,214
2400 MAITLAND CENTER PKWY STE 315		
MAITLAND, FL 32751		
GREENWOOD CONSTRUCTION	CONSTRUCTION	418,408
1108 DANTON RD		
GLEN DORA, CA 91741		

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization ►15

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	401,811			
	d Related organizations	1d				
	e Government grants (contributions)	1e	339,328			
	f All other contributions, gifts, grants, and similar amounts not included above	1f	24,069,899			
	g Noncash contributions included in lines 1a-1f \$		3,287,639			
	h Total. Add lines 1a-1f		24,811,038			
Program Service Revenue		Business Code				
	2a ADMISSION	900099	3,982,600	3,982,600		
	b PROGRAMS	900099	954,047	954,047		
	c FOOD SERVICES	900099	606,279		606,279	
	d RENTAL INCOME	900099	335,092	335,092		
	e FEES INCLUDING TOURS	900099	309,132	309,132		
	f All other program service revenue		48,650	24,650	24,000	
	g Total. Add lines 2a-2f		6,235,800			
Other Revenue	3 Investment income (including dividends, interest and other similar amounts)					
			5,360,650		-1,223,353 6,584,003	
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties		5,713		5,713	
	6a Gross rents	(I) Real	(II) Personal			
	b Less rental expenses					
	c Rental income or (loss)					
	d Net rental income or (loss)					
Other Revenue	7a Gross amount from sales of assets other than inventory	(I) Securities	(II) Other			
		98,545,760	247,697			
	b Less cost or other basis and sales expenses	80,601,543	0			
	c Gain or (loss)	17,944,217	247,697			
	d Net gain or (loss)			18,191,914	18,191,914	
	8a Gross income from fundraising events (not including \$ 401,811 of contributions reported on line 1c)					
	of contributions reported on line 1c)					
	See Part IV, line 18					
a	33,950					
b Less direct expenses	b 146,009					
c Net income or (loss) from fundraising events		-112,059		-112,059		
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	2,509,545					
b Less cost of goods sold	b 1,327,636					
c Net income or (loss) from sales of inventory		1,181,909	1,062,518	119,391		
Miscellaneous Revenue	Business Code					
11a INSURANCE PROCEEDS	900099	3,517,005			3,517,005	
b						
c						
d All other revenue						
e Total. Add lines 11a-11d		3,517,005				
12 Total revenue. See Instructions		59,191,970	6,668,039	-1,079,962	28,792,855	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D)

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States See Part IV, line 21				
2 Grants and other assistance to individuals in the United States See Part IV, line 22	1,269,412	1,269,412		
3 Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16	234,992	234,992		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	1,987,675	976,719	746,771	264,185
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	79,929		79,929	
7 Other salaries and wages	14,556,432	12,478,565	687,634	1,390,233
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	1,237,516	1,023,292	92,691	121,533
9 Other employee benefits	2,518,423	2,082,465	188,632	247,326
10 Payroll taxes	1,241,245	1,026,376	92,970	121,899
11 Fees for services (non-employees)				
a Management				
b Legal	39,237		39,237	
c Accounting	123,450		123,450	
d Lobbying				
e Professional fundraising See Part IV, line 17				
f Investment management fees	1,802,812		1,802,812	
g Other	411,180	356,979	53,675	526
12 Advertising and promotion	54,819	54,644		175
13 Office expenses	2,557,778	2,034,815	112,354	410,609
14 Information technology	12,910	10,930	247	1,733
15 Royalties	1,942	1,942		
16 Occupancy	2,183,718	2,086,793	81,124	15,801
17 Travel	408,121	347,411	42,437	18,273
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	306,908	159,475	113,619	33,814
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	6,888,803	6,830,400	32,635	25,768
23 Insurance				
24 Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O)				
a ACQUISITIONS & COLLECTI	7,317,839	7,317,839		
b MAINTENANCE & REPAIR	1,658,177	1,613,478	23,438	21,261
c EXHIBITS, PROGRAMS & EV	1,654,595	1,318,583	37,507	298,505
d PRINTING & PUBLICATIONS	406,015	293,044	4,816	108,155
e				
f All other expenses				
25 Total functional expenses. Add lines 1 through 24f	48,953,928	41,518,154	4,355,978	3,079,796
26 Joint costs. Check here <input type="checkbox"/> <input checked="" type="checkbox"/> if following SOP 98-2 (ASC 958-720) Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A) Beginning of year	(B) End of year
Assets	1 Cash—non-interest-bearing	1	
	2 Savings and temporary cash investments	54,187,084	2
	3 Pledges and grants receivable, net	19,037,826	3
	4 Accounts receivable, net	978,605	4
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Complete Part II of Schedule L		
	7 Notes and loans receivable, net		7
	8 Inventories for sale or use	667,108	8
	9 Prepaid expenses and deferred charges	314,223	9
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	188,439,522	
	b Less accumulated depreciation	10a	10b
		74,568,927	104,358,880
			10c
			113,870,595
	11 Investments—publicly traded securities	367,781,837	11
	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	21,390,091	15
	16 Total assets. Add lines 1 through 15 (must equal line 34)	568,715,654	16
Liabilities	17 Accounts payable and accrued expenses	3,732,986	17
	18 Grants payable		18
	19 Deferred revenue		19
	20 Tax-exempt bond liabilities		20
	21 Escrow or custodial account liability Complete Part IV of Schedule D		21
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22
	23 Secured mortgages and notes payable to unrelated third parties		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	5,980,085	25
	26 Total liabilities. Add lines 17 through 25	9,713,071	26
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.		
	27 Unrestricted net assets	269,885,895	27
	28 Temporarily restricted net assets	168,980,843	28
	29 Permanently restricted net assets	120,135,845	29
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.		
	30 Capital stock or trust principal, or current funds		30
	31 Paid-in or capital surplus, or land, building or equipment fund		31
	32 Retained earnings, endowment, accumulated income, or other funds		32
	33 Total net assets or fund balances	559,002,583	33
	34 Total liabilities and net assets/fund balances	568,715,654	34

Part XI Reconciliation of Net AssetsCheck 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	59,191,970
2	Total expenses (must equal Part IX, column (A), line 25)	2	48,953,928
3	Revenue less expenses Subtract line 2 from line 1	3	10,238,042
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	559,002,583
5	Other changes in net assets or fund balances (explain in Schedule O)	5	-33,246,986
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	535,993,639

Part XII Financial Statements and ReportingCheck if Schedule O contains a response to any question in this Part XII

	Yes	No
1 Accounting method used to prepare the Form 990	<input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O	
2a Were the organization's financial statements compiled or reviewed by an independent accountant?		2a
2b Were the organization's financial statements audited by an independent accountant?	Yes	2b
2c If "Yes," to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O		2c
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 <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separated basis		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		3a
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	No	3b

2011

Open to Public
Inspection**SCHEDULE A**
(Form 990 or 990EZ)**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.

Department of the Treasury

Internal Revenue Service

Name of the organization

HENRY E HUNTINGTON LIBRARY AND ART GALLERY

Employer identification number

95-1644589

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

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

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

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

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

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

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

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

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

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

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

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

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

e Type I Type II Type III - Functionally integrated Type III - Other

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

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

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

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

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

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

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

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

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

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

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

Section A. Public Support

Calendar year (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")	44,237,893	27,014,932	30,744,577	177,823,530	24,811,038	304,631,970
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	44,237,893	27,014,932	30,744,577	177,823,530	24,811,038	304,631,970
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)						126,566,490
6 Public Support. Subtract line 5 from line 4						178,065,480

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	44,237,893	27,014,932	30,744,577	177,823,530	24,811,038	304,631,970
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	5,462,992	4,238,787	4,951,062	7,618,359	6,589,716	28,860,916
9 Net income from unrelated business activities, whether or not the business is regularly carried on	91,198	209,272				300,470
10 Other income (Explain in Part IV) Do not include gain or loss from the sale of capital assets	60,250	56,625	55,675	48,350	3,550,955	3,771,855
11 Total support (Add lines 7 through 10)						337,565,211
12 Gross receipts from related activities, etc (See instructions)					12	44,432,504
13 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here						<input checked="" type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public Support Percentage for 2011 (line 6 column (f) divided by line 11 column (f))	14	52 750 %
15 Public Support Percentage for 2010 Schedule A, Part II, line 14	15	58 100 %
16a 33 1/3% support test—2011. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here . The organization qualifies as a publicly supported organization		<input checked="" type="checkbox"/>
b 33 1/3% support test—2010. If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here . The organization qualifies as a publicly supported organization		<input checked="" type="checkbox"/>
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		<input checked="" type="checkbox"/>
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		<input checked="" type="checkbox"/>
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		<input checked="" type="checkbox"/>

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

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

Section A. Public Support

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

Section B. Total Support

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

Section C. Computation of Public Support Percentage

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

Section D. Computation of Investment Income Percentage

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

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

Facts And Circumstances Test

Explanation

SCHEDULE A, PART II, LINE 10, EXPLANATION OF OTHER INCOME FUNDRAISING REVENUE INSURANCE PROCEEDS

SCHEDULE D
(Form 990)**Supplemental Financial Statements****2011****Open to Public
Inspection**Department of the Treasury
Internal Revenue Service

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

Name of the organization

HENRY E HUNTINGTON LIBRARY AND ART GALLERY

Employer identification number

95-1644589

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

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

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

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? 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 pleasure) Preservation of an historically importantly land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

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

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

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ► _____

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

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

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

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

► \$ _____

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

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

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

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

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

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

(i) Revenues included in Form 990, Part VIII, line 1 ► \$ 3,287,639

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

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

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

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

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

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

a Public exhibition d Loan or exchange programs
 b Scholarly research e Other
 c Preservation for future generations

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

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

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

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

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

	Amount
1c	
1d	
1e	
1f	

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

b If "Yes," explain the arrangement in Part XIV

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

	(a) Current Year	(b) Prior Year	(c) Two Years Back	(d) Three Years Back	(e) Four Years Back
1a Beginning of year balance	432,976,175	260,747,530	235,058,317	290,945,482	
b Contributions	2,545,872	133,804,647	8,346,075	9,753,459	
c Investment earnings or losses	-9,640,175	52,120,120	28,125,736	-53,738,058	
d Grants or scholarships	23,568,759	11,976,255	9,410,477	10,820,941	
e Other expenditures for facilities and programs	1,802,812	1,719,867	1,372,121	1,081,625	
g End of year balance	400,510,301	432,976,175	260,747,530	235,058,317	

2 Provide the estimated percentage of the year end balance held as

a Board designated or quasi-endowment ► 37 000 %

b Permanent endowment ► 30 000 %

c Term endowment ► 33 000 %

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

	Yes	No
3a(i) unrelated organizations	Yes	No
3a(ii) related organizations	Yes	No
3b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	Yes	No

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

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

	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land	2,082,008			2,082,008
b Buildings	118,675,172	46,059,213		72,615,959
c Leasehold improvements	41,919,857	16,237,173		25,682,684
d Equipment	14,843,545	12,272,541		2,571,004
e Other	10,918,940			10,918,940
Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).)				113,870,595

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

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
Other		
Total. (Column (b) should equal Form 990, Part X, col (B) line 12.)		

Part VIII Investments—Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Total. (Column (b) should equal Form 990, Part X, col (B) line 13.)		

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

(a) Description	(b) Book value
Total. (Column (b) should equal Form 990, Part X, col.(B) line 15.)	

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

(a) Description of Liability	(b) Amount	
Federal Income Taxes		
ASSET RETIREMENT OBLIGATION	342,630	
OBLIGATIONS UNDER UNITRUST	5,272,128	
Total. (Column (b) should equal Form 990, Part X, col (B) line 25.)	5,614,758	

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 (ASC740)

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

1 Total revenue (Form 990, Part VIII, column (A), line 12)	1	59,191,970
2 Total expenses (Form 990, Part IX, column (A), line 25)	2	48,953,928
3 Excess or (deficit) for the year Subtract line 2 from line 1	3	10,238,042
4 Net unrealized gains (losses) on investments	4	-34,470,339
5 Donated services and use of facilities	5	
6 Investment expenses	6	
7 Prior period adjustments	7	
8 Other (Describe in Part XIV)	8	1,223,353
9 Total adjustments (net) Add lines 4 - 8	9	-33,246,986
10 Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	-23,008,944

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	22,328,178
2 Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a Net unrealized gains on investments	2a	-34,470,339
b Donated services and use of facilities	2b	
c Recoveries of prior year grants	2c	
d Other (Describe in Part XIV)	2d	1,473,645
e Add lines 2a through 2d	2e	-32,996,694
3 Subtract line 2e from line 1	3	55,324,872
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	1,802,812
b Other (Describe in Part XIV)	4b	2,064,286
c Add lines 4a and 4b	4c	3,867,098
5 Total Revenue Add lines 3 and 4c. (This should equal Form 990, Part I, line 12)	5	59,191,970

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

1 Total expenses and losses per audited financial statements	1	45,337,122
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	1,473,645
e Add lines 2a through 2d	2e	1,473,645
3 Subtract line 2e from line 1	3	43,863,477
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	1,802,812
b Other (Describe in Part XIV)	4b	3,287,639
c Add lines 4a and 4b	4c	5,090,451
5 Total expenses Add lines 3 and 4c. (This should equal Form 990, Part I, line 18)	5	48,953,928

Part XIV Supplemental Information

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

Identifier	Return Reference	Explanation
	PART III, LINE 1A	BASED ON THE HUNTINGTON ELECTION UNDER FASB 116, THE COLLECTIONS, WHICH WERE ACQUIRED THROUGH PURCHASES AND CONTRIBUTIONS SINCE THE HUNTINGTON'S INCEPTION, ARE NOT RECOGNIZED AS ASSETS ON THE STATEMENT OF FINANCIAL POSITION. THE COLLECTIONS ARE HELD FOR PUBLIC EDUCATION OR RESEARCH IN FURTHERANCE OF PUBLIC SERVICE RATHER THAN FINANCIAL GAIN. HOWEVER, THE HUNTINGTON, FOR PURPOSES OF THE INFORMATION RETURN (990 AND RELATED) REPORTED THE COLLECTIONS ACQUIRED THROUGH CONTRIBUTIONS AS INCOME REVENUES, AND OFFSET BY EXPENSES THE AMOUNT IS SHOWN AS A RECONCILING ITEM BETWEEN THE GAAP FINANCIALS AND THE INFORMATION RETURN FINANCIALS. COLLECTIONS ITEMS ARE EXPENSED WHEN PURCHASED. CONTRIBUTED COLLECTIONS ITEMS ARE NOT REFLECTED ON THE FINANCIAL STATEMENTS. THE ESTIMATED FAIR VALUE OF CONTRIBUTED COLLECTIONS ITEMS AMOUNTED TO \$3,287,639 AND \$14,319,815 FOR THE YEARS ENDED JUNE 30, 2012 AND 2011, RESPECTIVELY. THE HUNTINGTON CONTINUALLY REVIEWS ITS COLLECTIONS AND MAY DEACCESSION OR ACQUIRE ADDITIONAL ITEMS. PROCEEDS FROM DEACCESSIONS ARE CLASSIFIED AS UNRESTRICTED, EXCEPT WHEN DONOR RESTRICTIONS APPLY. THE COLLECTIONS ARE SUBJECT TO A POLICY THAT REQUIRES PROCEEDS FROM DEACCESSIONING TO BE USED TO ACQUIRE OTHER ITEMS FOR COLLECTIONS. DURING FISCAL YEAR 2012 CERTAIN ITEMS OF ART WERE DEACCESSIONED AT AUCTION. THEY HAD AN VALUE OF APPROXIMATELY \$290,000. THE PROCEEDS ARE RESTRICTED FOR FUTURE ACQUISITIONS OF ART.
	PART III, LINE 4	THE HUNTINGTON LIBRARY, ART COLLECTIONS, AND BOTANICAL GARDENS IS A COLLECTIONS-BASED RESEARCH AND EDUCATIONAL INSTITUTION SERVING SCHOLARS AND THE GENERAL PUBLIC. EACH YEAR, THE HUNTINGTON 1) PROVIDES MORE THAN 1,400 SCHOLARS WITH RESEARCH ACCESS TO A WORLD-CLASS COLLECTION OF RARE BOOKS, MANUSCRIPTS, PHOTOGRAPHS, MAPS, PAINTINGS, PRINTS, SCULPTURES, DECORATIVE ARTS, AND RELATED MATERIALS, 2) AWARDS APPROXIMATELY \$1.5 MILLION IN FELLOWSHIPS TO SCHOLARS FOR ADVANCED HUMANITIES RESEARCH THROUGH A PEER-REVIEW PROCESS, 3) EDUCATES THOUSANDS OF SCHOOL CHILDREN AND THEIR TEACHERS IN ART, HISTORY, LITERATURE, AND BOTANICAL SCIENCE THROUGH SPECIAL TOURS AND PROGRAMS, 4) ORGANIZES SPECIAL EXHIBITIONS TO ENHANCE THE VISITOR EXPERIENCE, INTERPRET THE COLLECTIONS, AND FACILITATE LEARNING, AND 5) HOSTS MORE THAN 500,000 VISITORS. THE HUNTINGTON HAS A MEMBERSHIP TOTALING MORE THAN 33,000, A VOLUNTEER CORPS OF MORE THAN 1,000, AND A STAFF OF ABOUT 350. IT IS AN INDEPENDENT NONPROFIT ORGANIZATION, SUPPORTED BY GIFTS AND GRANTS FROM INDIVIDUALS, CORPORATIONS, FOUNDATIONS, AND GOVERNMENT AGENCIES AND BY A PRIVATE ENDOWMENT.
DESCRIPTION OF INTENDED USE OF ENDOWMENT FUNDS	PART V, LINE 4	THE ENDOWMENT FUNDS ARE FUNDS KEPT IN PERPETUITY. THE SPENDING RATE FROM THE FUNDS, IF NOT RESTRICTED BY THE DONOR, ARE USED TO SUPPORT THE OPERATIONS OF THE HUNTINGTON. RESTRICTED ENDOWMENT FUNDS TYPICALLY SUPPORT THE SPECIFIC PROGRAMS, OR ACQUISITIONS.
DESCRIPTION OF UNCERTAIN TAX POSITIONS UNDER FIN 48	PART X	THE HUNTINGTON OPERATES AS A NOT-FOR-PROFIT ORGANIZATION AND HAS BEEN RECOGNIZED BY THE INTERNAL REVENUE SERVICE AS AN ORGANIZATION EXEMPT FROM INCOME TAXATION PURSUANT TO INTERNAL REVENUE CODE SECTION 501(C)(3) ON ITS INCOME OTHER THAN UNRELATED BUSINESS INCOME AND HAS ALSO BEEN RECOGNIZED BY THE FRANCHISE TAX BOARD AS EXEMPT FROM STATE FRANCHISE OR INCOME TAX PURSUANT TO CALIFORNIA REVENUE AND TAXATION CODE SECTION 23701(D) ON ITS INCOME OTHER THAN UNRELATED BUSINESS INCOME AS REQUIRED BY GAAP. THE HUNTINGTON HAS IDENTIFIED AND EVALUATED ITS SIGNIFICANT TAX POSITIONS FOR WHICH THE STATUTE OF LIMITATIONS REMAIN OPEN AND HAS DETERMINED THAT THERE IS NO MATERIAL UNRECOGNIZED BENEFIT OR LIABILITY TO BE RECORDED. THE OPEN TAX YEARS ARE THE YEARS ENDED JUNE 30, 2009 THROUGH JUNE 30, 2012 FOR FEDERAL TAX PURPOSES AND THE YEARS ENDED JUNE 30, 2005 THROUGH JUNE 30, 2012 FOR CALIFORNIA TAX PURPOSES. THERE HAVE BEEN NO MATERIAL CHANGES IN UNRECOGNIZED BENEFITS AS OF JUNE 30, 2011 OR JUNE 30, 2012, NOR ARE ANY MATERIAL CHANGES ANTICIPATED IN THE TWELVE MONTHS FOLLOWING JUNE 30, 2012. THERE HAVE BEEN NO RELATED TAX PENALTIES OR INTEREST, WHICH WOULD BE CLASSIFIED AS A TAX EXPENSE IN THE STATEMENT OF ACTIVITIES.
PART XI, LINE 8 - OTHER		PARTNERSHIPS INVESTMENT INCOME 1,223,353
PART XII, LINE 2D - OTHER		COST OF GOODS SOLD 1,327,636 DIRECT EXPENSES 146,009
PART XII, LINE 4B - OTHER		NON-CASH GIFTS 3,287,639 PARTNERSHIP INVESTMENT
ADJUSTMENTS		INCOME 1,223,353 COST OF GOODS SOLD 1,327,636 DIRECT EXPENSES 146,009
PART XII, LINE 2D - OTHER		NON-CASH GIFTS 3,287,639
ADJUSTMENTS		
PART XII, LINE 4B - OTHER		
ADJUSTMENTS		
PART XII, LINE 4B - OTHER		
ADJUSTMENTS		

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

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

Employer identification number

95-1644589

HENRY E HUNTINGTON

HENRY E HUNTINGTON LIBRARY AND ART GALLERY

Employer identification number

95-1644589

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

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

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

3 Activities per Region (Use Part V if additional space is needed)

3 Activities per Region (Use Part V if additional space is needed)

Part II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Check this box if no one recipient received more than \$5,000 Use Part V if additional space is needed.

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

3 Enter total number of other organizations or entities ► _____

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

Part IV Foreign Forms

1 Was the organization a U S transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926 (see instructions for Form 926)* Yes No

2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520 and/or Form 3520-A. (see instructions for Forms 3520 and 3520-A)* Yes No

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

4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see instructions for Form 8621)* Yes No

5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons with respect to Certain Foreign Partnerships. (see instructions for Form 8865)* Yes No

6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report (see instructions for Form 5713).* Yes No

Additional Data

Software ID:

Software Version:

EIN: 95-1644589

Name: HENRY E HUNTINGTON LIBRARY AND ART GALLERY

Part V

Supplemental Information

Complete this part to provide the information (see instructions) required in Part I, line 2, and any additional information.

SCHEDULE G
(Form 990 or 990-EZ)

Supplemental Information Regarding Fundraising or Gaming Activities

OMB No 1545-0047

2011

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

**Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19,
or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.**
► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

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

P Attach to Form 990 or Form 990 EZ. P See separate instructions.

Name of the organization

HENRY E HUNTINGTON LIBRARY AND ART GALLERY

Employer identification number

95-1644589

Part I **Fundraising Activities.** Complete if the organization answered "Yes" to Form 990, Part IV, line 17.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a** Mail solicitations
- b** Internet and e-mail solicitations
- c** Phone solicitations
- d** In-person solicitations
- e** Solicitation of non-government grants
- f** Solicitation of government grants
- g** Special fundraising events

2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?

Yes No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization. Form 990-EZ filers are not required to complete this table.

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

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

		(a) Event #1 HUNTINGTON BALL (event type)	(b) Event #2 (event type)	(c) Other Events (total number)	(d) Total Events (Add col (a) through col (c))
1	Gross receipts . . .	435,761			435,761
2	Less Charitable contributions . . .	401,811			401,811
3	Gross income (line 1 minus line 2) . . .	33,950			33,950
4	Cash prizes . . .				
5	Non-cash prizes . . .				
6	Rent/facility costs . . .				
7	Food and beverages . . .	37,059			37,059
8	Entertainment . . .	13,425			13,425
9	Other direct expenses . . .	95,525			95,525
10	Direct expense summary Add lines 4 through 9 in column (d)				(146,009)
11	Net income summary Combine lines 3 and 10 in column (d)				-112,059

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

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (Add col (a) through col (c))
1	Gross revenue				
2	Cash prizes				
3	Non-cash prizes				
4	Rent/facility costs				
5	Other direct expenses				
6	Volunteer labor	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No	
7	Direct expense summary Add lines 2 through 5 in column (d)				()
8	Net gaming income summary Combine lines 1 and 7 in column (d)				

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

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

b If "No," Explain _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No

b If "Yes," Explain _____

11 Does the organization operate gaming activities with nonmembers? Yes No

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

13 Indicate the percentage of gaming activity operated in

13a	
13b	

14 Provide the name and address of the person who prepares the organization's gaming/special events books and records

Name ►

Address ►

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

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

c If "Yes," enter name and address

Name ►

Address ►

16 Gaming manager information

Name ►

Gaming manager compensation ► \$ _____

Description of services provided ►

Director/officer

Employee

Independent contractor

17 Mandatory distributions

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

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

Part IV Complete this part to provide additional information for responses to questions on Schedule G (see instructions.)

Identifier

ReturnReference

Explanation

**Schedule I
(Form 990)**

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

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

► Attach to Form 990

2011

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

Name of the organization

HENRY E HUNTINGTON LIBRARY AND ART GALLERY

Employer identification number

95-1644589

Part I General Information on Grants and Assistance

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

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

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

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

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
(1) SUPPORT SCHOLARS USING THE LIBRARY'S COLLECTION	122	1,269,412			

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

Identifier	Return Reference	Explanation
PROCEDURE FOR MONITORING GRANTS IN THE U.S.	PART I, LINE 2	SCHEDULE I, PART I, LINE 2 THE HUNTINGTON ASSEMBLES EXTERNAL PEER REVIEW COMMITTEES, GENERALLY FULL PROFESSORS FROM RESEARCH UNIVERSITIES, TO AWARD ITS FELLOWSHIPS. ALL OF THE COMMITTEES' PANELISTS MUST HAVE A DISTINGUISHED HISTORY OF SCHOLARLY ACHIEVEMENT AND CONTRIBUTIONS TO THEIR FIELD. THE COMMITTEE THAT SELECTS THE DIBNER HISTORY OF SCIENCE FELLOWS CONSISTS OF FIVE HISTORIANS OF SCIENCE. EACH OF THE OTHER THREE COMMITTEES HAS REPRESENTATIVES FROM EACH OF THE FOLLOWING FIELDS: AMERICAN HISTORY, AMERICAN LITERATURE, BRITISH HISTORY, BRITISH LITERATURE, AND ART HISTORY. WE LOOK FOR CANDIDATES WHO HAVE A BROAD OVERVIEW OF THEIR FIELD AND WHO ARE NOT COMMITTED TO A NARROW AGENDA OF SCHOLARSHIP. THE APPLICATIONS ARE ASSESSED, DISCUSSED BY THE APPROPRIATE COMMITTEE, AND A FINAL LIST IS ASSEMBLED BASED ON THE SCORES AND DISCUSSIONS. AT THE END OF THE AWARD PERIOD, THE FELLOW IS REQUESTED TO PROVIDE A WRITTEN STATEMENT OF PROGRESS ON THEIR RESEARCH MADE DURING THE AWARD PERIOD TO THE HUNTINGTON'S DIRECTOR OF RESEARCH. THEY ARE ALSO REQUESTED TO KEEP THE HUNTINGTON INFORMED OF THE PUBLISHED RESULTS, A COPY OF THE BOOK IS REQUESTED BUT NOT REQUIRED.

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

OMB No 1545-0047

2011**Open to Public
Inspection**Department of the Treasury
Internal Revenue Service

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees
► Complete if the organization answered "Yes" to Form 990, Part IV, question 23.
► Attach to Form 990. ► See separate instructions.

Name of the organization

HENRY E HUNTINGTON LIBRARY AND ART GALLERY

Employer identification number

95-1644589

Part I Questions Regarding Compensation

Yes

No

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

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

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

1b Yes

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

2 Yes

3 Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply

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

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

4a No

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

4b No

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

4c No

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

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

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

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

5a No

a The organization?

5b No

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

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

6a No

a The organization?

6b No

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

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

7 No

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

8 No

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

9

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use Schedule J-1 if additional space needed.

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

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

Part III Supplemental Information

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

Identifier	Return Reference	Explanation
SUPPLEMENTAL INFORMATION	PART III	PART 1, LINE 1A - RELEVANT INFORMATION REGARDING COMPENSATION BENEFITS PER THE EMPLOYMENT CONTRACT FOR THE PRESIDENT, AND EMPLOYMENT LETTER FOR THE DIRECTOR OF THE BOTANICAL GARDENS, RESIDENCE ON-CAMPUS IS A CONDITION OF THEIR EMPLOYMENT AND HOUSING IS PROVIDED FOR THE CONVENIENCE OF THE EMPLOYER. THE RESIDENCE FACILITIES ARE MAINTAINED BY HUNTINGTON STAFF, OR OUTSIDE VENDORS, WHICH ARE PAID FOR BY THE HUNTINGTON IN CONNECTION WITH THE PRESIDENT'S SERVICES TO THE HUNTINGTON, THE PRESIDENT'S SPOUSE, MAY ON OCCASION, TRAVEL FOR BUSINESS PURPOSES WITH HIM IN CONNECTION WITH FUNDRAISING AND DONOR CULTIVATION EVENTS ON BEHALF OF THE HUNTINGTON. THIS TRAVEL IS PREAPPROVED BY THE CHAIR OF THE BOARD OF TRUSTEES. GROSS-UP PAYMENTS ARE RELATED TO THE PRESIDENT'S CLUB DUES, LIFE INSURANCE, AND AUTO USAGE, AND ARE PROVIDED PER THE INDIVIDUAL'S EMPLOYMENT CONTRACT. OTHER GROSS-UP PAYMENTS ARE RELATED TO THE DIRECTOR OF THE LIBRARY, AND DIRECTOR OF THE ART COLLECTIONS OFF CAMPUS HOUSING AS PER THEIR EMPLOYMENT LETTER. COMPENSATION, AS APPLICABLE, IS INCLUDED IN THE INDIVIDUAL'S FORM W-2.

Schedule L

Transactions with Interested Persons

OMB No 1545-0047

2011

Department of the Treasury
Internal Revenue Service

► Complete if the organization answered "Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c or Form 990-EZ, Part V lines 38a or 40b.

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

**Open to Public
Inspection**

Name of the organization

HENRY E HUNTINGTON LIBRARY AND ART GALLERY

Employer identification number

95-164458

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

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

2 Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958 \$ _____

Part II Loans to and/or From Interested Persons.

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

Part III Grants or Assistance Benefitting Interested Persons.

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

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
(1) KERSTIN KOBLIK	PRESIDENT'S SPOUSE	31,240	EMPLOYEE		No
(2) MONA SHULMAN	VP'S SPOUSE	48,688	EMPLOYEE		No

Part V Supplemental Information

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

Identifier	Return Reference	Explanation

NonCash Contributions

OMB No 1545-0047

►Complete if the organization answered "Yes" on Form
990, Part IV, lines 29 or 30.
► Attach to Form 990.

2011

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Inspection

Name of the organization HENRY E HUNTINGTON LIBRARY AND ART GALLERY	Employer identification number 95-1644589
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Part I Types of Property

	(a) Check if applicable	(b) Number of Contributions or items contributed	(c) Contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining contribution amounts
1 Art—Works of art	X	19	357,955	APPRAISAL
2 Art—Historical treasures	X	1	1,326,000	DONOR APPRAISAL
3 Art—Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities—Publicly traded				
10 Securities—Closely held stock				
11 Securities—Partnership, LLC, or trust interests				
12 Securities—Miscellaneous				
13 Qualified conservation contribution—Historic structures				
14 Qualified conservation contribution—Other				
15 Real estate—Residential				
16 Real estate—Commercial				
17 Real estate—Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
GRANITE				
25 Other ► (<u>LANTERN</u>) PENJING	X	1	8,500	APPRAISAL
26 Other ► (<u>POTS</u>)	X	1	10,900	APPRAISAL
27 Other ► (<u>PLANTS</u>)	X	36	16,848	IN-HOUSE APPRAISAL
28 Other ► (<u>PHOTOS/PRINTS</u>) Other ► (<u>CATALOGUES</u>) PENJING	X	21	158,108	APPRAISAL
Other ► (<u>STONE</u>)	X	1	5,660	APPRAISAL
Other ► (<u>AIRFARES</u>) RARE	X	1	6,000	APPRAISAL
Other ► (<u>BOOKS</u>)	X	4	363,460	IN-HOUSE APPRAISAL
Other ► (<u>MANUSCRIPTS</u>) GENERAL	X	8	957,160	IN-HOUSE APPRAISAL
Other ► (<u>BOOKS</u>)	X	259	62,090	IN-HOUSE APPRAISAL
29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement		29		24

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?	30a	No
b If "Yes," describe the arrangement in Part II		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	31	No
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell non-cash contributions?	32a	No
b If "Yes," describe in Part II		
33 If the organization did not report revenues in column (c) for a type of property for which column (a) is checked, describe in Part II		

Part II

Supplemental Information. Complete this part to provide the information required by Part I, lines 30b, 32b, and 33. Also complete this part for any additional information.

Identifier	Return Reference	Explanation
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SCHEDULE O
(Form 990 or 990-EZ)Department of the Treasury
Internal Revenue Service**Supplemental Information to Form 990 or 990-EZ**

Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.
► Attach to Form 990 or 990-EZ.

2011**Open to Public
Inspection**

Name of the organization

HENRY E HUNTINGTON LIBRARY AND ART GALLERY

Employer identification number

95-1644589

Identifier	Return Reference	Explanation
ORGANIZATION MISSION STATEMENT	FORM 990, PART III, LINE 1	BUILDING ON HENRY E HUNTINGTON'S LEGACY OF RENOWNED COLLECTIONS AND BOTANICAL GARDENS THAT ENRICH THE VISITOR, THE HUNTINGTON TODAY ENCOURAGES RESEARCH AND PROMOTES EDUCATION IN THE ARTS, HUMANITIES, AND BOTANICAL SCIENCES THROUGH THE GROWTH AND PRESERVATION OF ITS COLLECTIONS, THROUGH THE DEVELOPMENT AND SUPPORT OF A COMMUNITY OF SCHOLARS, AND THROUGH THE DISPLAY AND INTERPRETATION OF ITS EXTRAORDINARY RESOURCES TO THE PUBLIC THE COLLECTIONS THE HUNTINGTON HAS ASSEMBLED PRIMARY MATERIALS, ART OBJECTS, AND LIVING COLLECTIONS WHICH REFLECT THE DEVELOPMENT OF WESTERN CULTURE, FROM THE NINTH CENTURY TO THE PRESENT THESE COLLECTIONS EMBODY THE DIVERSE AND INTERWOVEN CONTRIBUTIONS OF MANY CULTURES, PEOPLES, AND NATIONS THE HUNTINGTON'S HOLDINGS OF RARE BOOKS, MANUSCRIPTS, ART OBJECTS, AND BOTANICAL SPECIMENS SPEAK TO OUR CONTEMPORARY AUDIENCES BECAUSE THEY REVEAL THE COMPLEXITY OF THE HUMAN EXPERIENCE STEWARDSHIP WITH ITS OUTSTANDING COLLECTIONS IN THE ARTS, HUMANITIES, AND BOTANICAL SCIENCES, THE HUNTINGTON HAS THE RESPONSIBILITY TO PRESERVE AND PROTECT FOR POSTERITY MR HUNTINGTON'S LEGACY AND TO INSURE ITS GROWTH AND FINANCIAL HEALTH STEWARDSHIP EXTENDS AS WELL TO THE BUILDINGS, GROUNDS, AND INFRASTRUCTURE OF THE INSTITUTION, NOT ONLY BECAUSE THEY PROTECT THE COLLECTIONS AND FACILITATE THEIR USE, BUT BECAUSE MR HUNTINGTON'S ESTATE IS AN IMPORTANT HISTORICAL DOCUMENT OF GREAT SIGNIFICANCE TO THE PUBLIC AND TO THE UNDERSTANDING OF THE HISTORY OF SOUTHERN CALIFORNIA THE HUNTINGTON'S COMMUNITIES THE HUNTINGTON IS A HUB FOR COMMUNITIES WHOSE BOUNDARIES EXTEND FROM LOCAL TO THE INTERNATIONAL AS A LOCAL INSTITUTION, IT SERVES SCHOOLCHILDREN, FAMILIES, AND SCHOLARS WITH A BROAD ARRAY OF PROGRAMS CENTERED IN THE COLLECTIONS TO THE NATIONAL AND INTERNATIONAL COMMUNITIES, THE HUNTINGTON SERVES AS A HAVEN FOR INDEPENDENT SCHOLARSHIP AND AS A REPOSITORY FOR A BROAD FUND OF KNOWLEDGE REPRESENTED IN THE COLLECTIONS ONE OF THE HUNTINGTON'S GREAT STRENGTHS, HOWEVER, IS THE RECIPROCAL NATURE OF ITS RELATIONSHIP WITH ITS COMMUNITIES VOLUNTEERS PROVIDE LEADERSHIP, STEWARDSHIP, AND RESOURCES SCHOLARS BRING THEIR OWN INTELLECTUAL DEPTH AND DIVERSE INTERPRETATIONS TO THE COLLECTIONS STAFF SUPPLY EXPERTISE AND ENERGY AND VISITORS BRING CURIOSITY, EXPECTATIONS, AND EXPERIENCES WHICH CHALLENGE THE HUNTINGTON TO THE GREATER FULFILLMENT OF ITS MISSION

Identifier	Return Reference	Explanation
PROGRAM SERVICE STATEMENT	FORM 990, PART III, LINE 4A - PROGRAM SERVICE ACCOMPLISHMENTS	<p>THE HUNTINGTON LIBRARY IS ONE OF THE WORLD'S GREAT INDEPENDENT RESEARCH LIBRARIES CONCENTRATED IN THE FIELDS OF BRITISH AND AMERICAN HISTORY, LITERATURE, AND ART AND IN THE HISTORY OF SCIENCE STRETCHING IN TIME FROM THE 11TH CENTURY TO THE PRESENT AMONG THE COLLECTIONS 7 MILLION MANUSCRIPTS, 413,000 RARE BOOKS, 275,000 REFERENCE BOOKS, 13 MILLION PHOTOGRAPHS, PRINTS, AND EPHEMERA THE LIBRARY EXHIBITION HALL SHOWCASES SOME OF THE MOST OUTSTANDING RARE BOOKS AND MANUSCRIPTS IN THE COLLECTION THE WEST HALL OF THE LIBRARY PRESENTS TEMPORARY EXHIBITIONS DIBNER HALL OF THE HISTORY OF SCIENCE IS A PERMANENT EXHIBITION ON THE HISTORY OF SCIENCE, FOCUSING ON ASTRONOMY, NATURAL HISTORY, MEDICINE, AND LIGHT THE 90,000-SQUARE-FOOT MUNGER RESEARCH CENTER (OPENED IN 2004) DOUBLED THE SIZE OF THE LIBRARY THE CENTER PROVIDES STORAGE CAPACITY FOR FURTHER COLLECTIONS DEVELOPMENT, WORK SPACE FOR SCHOLARS AND STAFF, CLASSROOMS FOR EDUCATIONAL ACTIVITIES, AND FACILITIES FOR CONSERVATION, PRESERVATION, DIGITAL IMAGING, AND PHOTOGRAPHY THE LIBRARY IS OPEN TO SCHOLARS, KNOWN AS READERS, 303 DAYS OF THE YEAR, WITH AN AVERAGE OF 74 SCHOLARS VISITS DAILY EXHIBITS DURING THE YEAR INCLUDED *</p> <p>REASSESSING THE REGENCY ENGLAND 1811-1820 * BLUE SKY METROPOLIS AEROSPACE AND SOUTHERN CALIFORNIA * AL MARTINEZ, COLUMNIST</p>

Identifier	Return Reference	Explanation
PROGRAM SERVICE STATEMENT	FORM 990, PART III, LINE 4B - PROGRAM SERVICE ACCOMPLISHMENTS	<p>ENCOMPASSING APPROXIMATELY 120 ACRES OF THE 207-ACRE GROUNDS, THE BOTANICAL GARDENS CONTAIN MORE THAN A DOZEN PRINCIPAL GARDEN AREAS. HIGHLIGHTS * LIU FANG YUAN, THE GARDEN OF FLOWING FRAGRANCE, REFLECTING THE TRADITIONAL STYLE OF SCHOLAR GARDENS IN SUZHOU, CHINA, AND FEATURING A 1.5-ACRE LAKE, A COMPLEX OF PAVILIONS, A TEAHOUSE AND TEA SHOP, AND FIVE STONE BRIDGES SET AGAINST A WOODED BACKDROP OF MATURE OAKS AND PINES. THIS INITIAL PHASE OF THE GARDEN COVERS ABOUT 3.5 ACRES OF A PLANNED 12-ACRE SITE. PLANS AND PREPARATIONS ARE UNDER WAY FOR PHASE II * THE DESERT GARDEN, ONE OF THE LARGEST OUTDOOR COLLECTIONS OF MATURE CACTI AND SUCCULENTS IN THE WORLD * THE RECENTLY RESTORED AND REOPENED JAPANESE GARDEN, WITH TRADITIONAL JAPANESE PLANTS, A DRUM BRIDGE, A JAPANESE HOUSE, A WALLED ZEN GARDEN, AN EXPANDED BONSAI COURT, AND A NEW TEAHOUSE AND TEA GARDEN * THE HELEN AND PETER BING CHILDREN'S GARDEN, INTRODUCING YOUNGSTERS TO THE WONDERS OF THE NATURAL WORLD THROUGH INTERACTIVE SCULPTURAL ELEMENTS * THE ROSE HILLS FOUNDATION CONSERVATORY FOR BOTANICAL SCIENCE AND THE ASSOCIATED FOUNDATIONS TEACHING GREENHOUSE, PROVIDING HANDS-ON BOTANICAL SCIENCE OPPORTUNITIES FOR CHILDREN AND FAMILIES. THE ADJACENT BOTANICAL CENTER HOUSES LABORATORIES AND CLASSROOMS THAT PROVIDE LEARNING OPPORTUNITIES IN PLANT SCIENCES AND GARDENING * ADDITIONAL GARDEN AREAS ARE DEVOTED TO ROSES AND CAMELLIAS, EACH COLLECTION HAVING MORE THAN 1,400 DIFFERENT CULTIVARS. THE CAMELLIA COLLECTION IS CONSIDERED ONE OF THE MOST COMPREHENSIVE IN THE WORLD * THE HERB, JUNGLE, AUSTRALIAN, SUBTROPICAL, AND PALM GARDENS ARE AMONG OTHER IMPORTANT BOTANICAL ATTRACTIONS. EACH YEAR, THE HUNTINGTON HOSTS BOTANICAL SHOWS, CONFERENCES, LECTURES, AND PLANT SALES THAT FOCUS ON SPECIFIC THEMES. MORE THAN 200 CACTUS AND SUCCULENT ENTHUSIASTS ATTENDED THE ANNUAL DESERT GARDEN FORUM, 100 PARTICIPANTS ATTENDED THE ANNUAL GREAT ROSARIANS OF THE WORLD SYMPOSIUM, 150 PEOPLE ATTENDED THE SUCCULENT PLANTS SYMPOSIUM, 300 PEOPLE VISITED THE GARDENS AS PART OF THE NATIONAL IRIS CONVENTION, THE MARINO LEAGUE ART MATTERS ENCORE, THE NORTH AMERICAN CLIVIA SOCIETY SHOW, SOUTHERN CALIFORNIA CAMELLIA SHOW, CALIFORNIA BONSAI SOCIETY SHOW, AISEKI KAI VIEWING STONES SHOW, AND CACTUS & SUCCULENT SOCIETY OF AMERICA ANNUAL SHOW, ALL OF THEM OPEN TO THE PUBLIC AND ATTENDED BY HUNDREDS OF PEOPLE, WERE ALL HELD AT THE HUNTINGTON THIS PAST YEAR.</p>

Identifier	Return Reference	Explanation
PROGRAM SERVICE STATEMENT	FORM 990, PART III, LINE 4C - PROGRAM SERVICE ACCOMPLISHMENTS	<p>THE HUNTINGTON ART COLLECTIONS FOCUS ON EUROPEAN ART FROM THE 15TH TO THE EARLY 20TH CENTURY AND AMERICAN ART FROM THE LATE 17TH TO THE MID-20TH CENTURY. THE HOLDINGS CONTINUE TO GROW BY GIFT AND PURCHASE, ESPECIALLY IN THE AREAS OF AMERICAN AND 19TH-CENTURY BRITISH ART. THE EUROPEAN ART COLLECTIONS INCLUDE ABOUT 420 PAINTINGS, APPROXIMATELY 370 WORKS OF SCULPTURE, MORE THAN 2,500 DECORATIVE ART OBJECTS, AND 20,000 PRINTS AND DRAWINGS. THE AMERICAN ART HOLDINGS NOW NUMBER ABOUT 250 PAINTINGS, 70 WORKS OF SCULPTURE, 1,000 DECORATIVE ART OBJECTS, 8,700 PRINTS AND DRAWINGS, AND 1,800 PHOTOGRAPHS. ACCESS TO THE PUBLIC OF ABOUT 500,000 VISITORS IS PROVIDED THROUGH PERMANENT INSTALLATIONS AND SPECIAL EXHIBITIONS, PUBLICATIONS AND RESEARCH. THE EUROPEAN COLLECTIONS ARE DISPLAYED IN THE HUNTINGTON ART GALLERY, THE ORIGINAL HUNTINGTON RESIDENCE. AMERICAN ART IS ON VIEW IN THE VIRGINIA STEELE SCOTT GALLERIES OF AMERICAN ART/ERBURU GALLERY, AND SPECIAL EXHIBITIONS ARE PRESENTED IN THE MARYLOU AND GEORGE BOONE GALLERY. THE HUNTINGTON ALSO REGULARLY LOANS ART OBJECTS FOR SPECIAL EXHIBITIONS AT MUSEUMS NATIONALLY AND INTERNATIONALLY. EXHIBITS DURING THE YEAR INCLUDED: * SAM MALOOF: THE HOUSE THAT SAM BUILT * FRENCH TRAVELERS TO THE EAST: JEAN DE THEVENOT AND CULTURE EXCHANGE IN THE 16TH AND 17TH CENTURIES * BRITISH AND AMERICAN PRE-RAPHAELITE WORKS ON PAPER * WHISTLER, HADEN, AND THE GENTLE ART OF ETCHING * DREAMS, DISASTERS, AND REALITY: GOYA'S PRINTS FROM THE HUNTINGTON'S COLLECTIONS * OUT OF THE SHADOWS: JOSHUA REYNOLDS' CELEBRITY PORTRAITURE AND THE MARKET FOR MEZZOTINTS IN 18TH CENTURY BRITAIN</p>

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION A, LINE 2	THE HUNTINGTON GOVERNING BODY IS A FIVE MEMBER BOARD OF TRUSTEES WE ALSO HAVE A BOARD OF OVERSEERS THAT WORK WITH EACH PROGRAM AREA IN MAKING RECOMMENDATIONS TO THE TRUSTEES SOME OF THE TRUSTEES HAVE A FAMILY RELATIONSHIP WITH SOME OF THE OVERSEERS THE HUNTINGTON'S PRESIDENT IS A BOARD MEMBER OF A NOT-FOR-PROFIT THAT HAS BEEN ESTABLISHED BY AN OVERSEER SOME OF THE TRUSTEES AND OVERSEERS WORK FOR ORGANIZATIONS THAT PROVIDE GOODS AND SERVICES TO THE HUNTINGTON ALL RELATIONSHIPS ARE REVIEWED BY THE AUDIT COMMITTEE ANNUALLY, AND ANY POTENTIAL CONFLICTS OF INTEREST HAVE BEEN ADDRESSED

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION B, LINE 11	PRIOR TO THE FILING, THE ENTIRE DRAFT 990 WAS SENT AS A PDF TO ALL TRUSTEES. COMMENTS AND CORRECTIONS WERE STRONGLY ENCOURAGED, AND THE FORM WAS DISCUSSED IN A JOINT MEETING OF THE FINANCE AND AUDIT COMMITTEES. IN ADDITION, AN OUTSIDE CPA FIRM, SINGERLEWAK, REVIEWED THE FORM AND WENT OVER THE FORM IN DETAIL WITH THE CONTROLLER.

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION B, LINE 12C	CONFLICTS OF INTEREST STATEMENTS ARE REQUESTED ANNUALLY FROM ALL TRUSTEES, OVERSEERS AND NON-BOARD MEMBERS' CHAIRS OF ACTIVE COMMITTEES AS WELL AS EMPLOYEES. ANY CONFLICTS OR POTENTIAL CONFLICTS ARE REPORTED TO THE AUDIT COMMITTEE. THE AUDIT COMMITTEE MAKES A DECISION ON HOW EACH CONFLICT SHOULD BE HANDLED, INCLUDING ABSTAINING FROM VOTING ON CERTAIN MATTERS

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION B, LINE 15	<p>IN REVIEWING AND APPROVING THE COMPENSATION FOR THE PRESIDENT AND CFO, THE HUNTINGTON'S BOARD OF TRUSTEES (REFERRED TO AS THE "APPROVAL BODY" BELOW), USES THE FOLLOWING PROCESS</p> <p>1 IMPARTIAL DECISION MAKERS THE COMPENSATION ARRANGEMENT MUST BE APPROVED IN ADVANCE (BEFORE ANY PAYMENT IS MADE) BY THE APPROVAL BODY OF THE HUNTINGTON COMPOSED ENTIRELY OF INDIVIDUALS WHO DO NOT HAVE A CONFLICT OF INTEREST WITH RESPECT TO THE COMPENSATION ARRANGEMENT (EXAMPLE NEITHER THE EXECUTIVE WHOSE COMPENSATION IS BEING DETERMINED NOR ANY OF HIS/HER FAMILY MEMBERS MAY BE PRESENT DURING THE DISCUSSION/DEBATE OR PARTICIPATE IN THE VOTE)</p> <p>2 COMPARABILITY DATA WHEN THE APPROVAL BODY IS CONSIDERING COMPENSATION TO COVERED INDIVIDUALS, IT MUST RELY ON COMPARABILITY DATA THAT DEMONSTRATES THE FAIR MARKET VALUE OF THE COMPENSATION IN QUESTION FOR EXAMPLE, WHEN CRAFTING COMPENSATION PACKAGES, THE APPROVAL BODY MUST SECURE DATA THAT DOCUMENTS COMPENSATION LEVELS FOR SIMILARLY QUALIFIED INDIVIDUALS IN LIKE POSITIONS AT LIKE ORGANIZATIONS THIS DATA MAY INCLUDE THE FOLLOWING</p> <p>A) EXPERT COMPENSATION STUDIES BY INDEPENDENT FIRMS, B) WRITTEN JOB OFFERS FOR POSITIONS AT SIMILAR ORGANIZATIONS, C) DOCUMENTED TELEPHONE CALLS ABOUT SIMILAR POSITIONS AT BOTH NON-PROFIT AND FOR-PROFIT ORGANIZATIONS, AND D) INFORMATION OBTAINED FROM THE IRS FORM 990 FILINGS OF SIMILAR ORGANIZATIONS</p> <p>3 CONCURRENT DOCUMENTATION THE APPROVAL BODY MUST DOCUMENT HOW IT REACHED ITS DECISIONS, INCLUDING THE DATA ON WHICH IT RELIED TO QUALIFY AS CONCURRENT DOCUMENTATION, WRITTEN OR ELECTRONIC RECORDS OF THE APPROVAL BODY (SUCH AS MEETING MINUTES) MUST NOTE</p> <p>A) THE TERMS OF THE COMPENSATION AND THE DATE IT WAS APPROVED, B) THE MEMBERS OF THE APPROVAL BODY WHO WERE PRESENT DURING THE DEBATE ON THE COMPENSATION THAT WAS APPROVED AND THOSE WHO VOTED ON IT, C) THE COMPARABILITY DATA OBTAINED AND RELIED UPON AND HOW THE DATA WAS OBTAINED, AND D) ANY ACTIONS TAKEN WITH RESPECT TO CONSIDERATION OF THE COMPENSATION BY ANYONE WHO IS OTHERWISE A MEMBER OF THE APPROVAL BODY BUT WHO HAD A CONFLICT OF INTEREST WITH RESPECT TO THE DECISION ON THE COMPENSATION</p> <p>ALL OTHER OFFICERS AND KEY EMPLOYEES HAVE THEIR COMPENSATION REVIEWED ANNUALLY BY THE APPROVAL BODY, WHICH MAY OR MAY NOT INCLUDE COMPARABILITY DATA</p>

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION C, LINE 19	GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, FINANCIAL STATEMENTS, AND FORM 990 ARE AVAILABLE TO THE PUBLIC UPON REQUEST

Identifier	Return Reference	Explanation
CHANGES IN NET ASSETS OR FUND BALANCES	FORM 990, PART XI, LINE 5	NET UNREALIZED LOSSES ON INVESTMENTS -34,470,339 PARTNERSHIPS INVESTMENT INCOME 1,223,353 TOTAL TO FORM 990, PART XI, LINE 5 -33,246,986

SCHEDULE R (Form 990)

Related Organizations and Unrelated Partnerships

OMB No 1545-0047

2011

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

Name of the organization

HENRY E HUNTINGTON LIBRARY AND ART GALLER

Employer identification number

95-1644589

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

(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

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

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

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
(1) CHARITABLE REMAINDER TRUSTS (17)	FUNDRAISING	CA		T			
(2) CHARITABLE REMAINDER TRUSTS (17) - CONTINUATION		NM					
(3) CHARITABLE REMAINDER TRUSTS (17) - CONTINUATION		OR					
(4) CHARITABLE REMAINDER TRUSTS (17) - CONTINUATION		WA					
(5) POOLED INCOME FUND (1)	FUNDRAISING	WA		T			

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35, 35A, or 36.)**Note.** Complete line 1 if any entity is listed in Parts II, III or IV**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

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

	Yes	No
1a		No
1b		No
1c		No
1d		No
1e		No
1f		No
1g		No
1h		No
1i		No
1j		No
1k		No
1l		No
1m		No
1n		No
1o		No
1p		No
1q		No
1r		No

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

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

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered "Yes" on Form 990, Part IV, line 37.)

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

Part VII Supplemental Information

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

Identifier	Return Reference	Explanation
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Form 4562

Depreciation and Amortization
(Including Information on Listed Property)

OMB No 1545-0172

2011

Department of the Treasury
Internal Revenue Service (99)

► See separate instructions. ► Attach to your tax return.

Attachment
Sequence No 179

Name(s) shown on return HENRY E HUNTINGTON LIBRARY AND ART GALLERY	Business or activity to which this form relates FORM 990 PAGE 10	Identifying number 95-1644589
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Part I Election To Expense Certain Property Under Section 179**Note:** If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	500,000
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4 Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost	
7 Listed property Enter the amount from line 29	7			
8 Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8			
9 Tentative deduction Enter the smaller of line 5 or line 8	9			
10 Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10			
11 Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11			
12 Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12			
13 Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 11 ►	13			

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)**

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17 MACRS deductions for assets placed in service in tax years beginning before 2011	17	
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ►		

Section B—Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (see instructions)

21 Listed property Enter amount from line 28	21	
22 Total Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	6,888,803
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V

Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A—Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? Yes No **24b** If "Yes," is the evidence written? Yes No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation/deduction	(i) Elected section 179 cost

25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions) **25**

	%							
	%							
	%							

	%			S/L -				
	%			S/L -				
	%			S/L -				

28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1 **28**

29 Add amounts in column (i), line 26 Enter here and on line 7, page 1 **29**

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

30 Total business/investment miles driven during the year (do not include commuting miles)	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
	Yes	No										
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions)

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?													Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners														
39 Do you treat all use of vehicles by employees as personal use?														
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?														
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)														

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year

42 Amortization of costs that begins during your 2011 tax year (see instructions)

43 Amortization of costs that began before your 2011 tax year **43**

44 Total. Add amounts in column (f) See the instructions for where to report **44**

Additional Data

Software ID:
Software Version:
EIN: 95-1644589
Name: HENRY E HUNTINGTON LIBRARY AND ART GALLERY

Form 990, Special Condition Description:

Special Condition Description

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

4d. Other program services

(Code	(Expenses \$	5,030,430	Including grants of \$) (Revenue \$	6,394,645)
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THE HUNTINGTON LIBRARY, ART COLLECTIONS, AND BOTANICAL GARDENS IS A COLLECTIONS-BASED RESEARCH AND EDUCATIONAL INSTITUTION SERVING SCHOLARS AND THE GENERAL PUBLIC EACH YEAR, THE HUNTINGTON * PROVIDES MORE THAN 1,600 SCHOLARS WITH RESEARCH ACCESS TO A WORLD-CLASS COLLECTION OF RARE BOOKS, MANUSCRIPTS, PHOTOGRAPHS, MAPS, PAINTINGS, PRINTS, SCULPTURES, DECORATIVE ARTS, AND RELATED MATERIALS,* AWARDS APPROXIMATELY \$1 5 MILLION IN FELLOWSHIPS TO SCHOLARS FOR ADVANCED HUMANITIES RESEARCH THROUGH A PEER-REVIEW PROCESS,* EDUCATES THOUSANDS OF SCHOOL CHILDREN AND THEIR TEACHERS IN ART, HISTORY, LITERATURE, AND BOTANICAL SCIENCE THROUGH SPECIAL TOURS AND PROGRAMS,* ORGANIZES SPECIAL EXHIBITIONS TO ENHANCE THE VISITOR EXPERIENCE, INTERPRET THE COLLECTIONS, AND FACILITATE LEARNING, AND* HOSTS MORE THAN 500,000 VISITORS THE HUNTINGTON HAS A MEMBERSHIP TOTALING MORE THAN 33,000, A VOLUNTEER CORPS OF MORE THAN 1,000, AND A STAFF OF ABOUT 350 IT IS AN INDEPENDENT NON-PROFIT ORGANIZATION, SUPPORTED BY GIFTS AND GRANTS FROM INDIVIDUALS, CORPORATIONS, FOUNDATIONS, AND GOVERNMENT AGENCIES AND BY A PRIVATE ENDOWMENT