

Form **990**
 Department of the Treasury
 Internal Revenue Service

Return of Organization Exempt From Income Tax

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

OMB No. 1545-0047
2011
 Open to Public Inspection

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

A For the 2011 calendar year, or tax year beginning 01-01-2011 and ending 12-31-2011

- B** Check if applicable:
- Address change
 - Name change
 - Initial return
 - Terminated
 - Amended return
 - Application pending

C Name of organization PRICE HILL WILL Doing Business As	D Employer identification number 20-1452663
Number and street (or P.O. box if mail is not delivered to street address) 3724 ST LAWRENCE AVENUE	E Telephone number (513) 251-3800
Room/suite	
City or town, state or country, and ZIP + 4 CINCINNATI, OH45205	
G Gross receipts \$ 1,334,807	

F Name and address of principal officer:
 J KENNETH SMITH
 819 GREER STREET
 COVINGTON, KY41011

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

J Website: WWW.PRICEHILLWILL.ORG

H(a) Is this a group return for affiliates? Yes No

H(b) Are all affiliates included? Yes No

If "No," attach a list. (see instructions)

H(c) Group exemption number **K** Form of organization: Corporation Trust Association Other **L** Year of formation: 2004 **M** State of legal domicile: OH

Part I

Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: THE PRIMARY PURPOSE OF PRICE HILL WILL IS CREATING A CONSTRUCTIVE CHANGE FOR PRICE HILL COMMUNITY IN CINCINNATI, OHIO BY ORGANIZING RESIDENTS AROUND DIFFERENT AREAS SUCH AS: CHURCHES, HOUSING, SCHOOLS, ARTS, BEAUTIFICATION, BLOCK CLUBS, SAFETY, ETC.		
	2 Check this box <input type="checkbox"/>		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	16
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	16
	5 Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5	9
	6 Total number of volunteers (estimate if necessary)	6	790
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
b			
Net unrelated business taxable income from Form 990-T, line 34	7b	0	
Revenue	Prior Year	Current Year	
	8 Contributions and grants (Part VIII, line 1h)	1,236,516	727,244
	9 Program service revenue (Part VIII, line 2g)	27,972	2,000

10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	1,951	1,899
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	-274,114	-203,616

12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	992,325	527,527
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13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0	20,000
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14 Benefits paid to or for members (Part IX, column (A), line 4)	0	0
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15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	302,911	326,881
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16a Professional fundraising fees (Part IX, column (A), line 11e)	0	0
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b Total fundraising expenses (Part IX, column (D), line 25) ▶ 0		
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17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	211,336	270,803
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18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	514,247	617,684
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19 Revenue less expenses. Subtract line 18 from line 12	478,078	-90,157
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	Net Assets or Fund Balances	
	Beginning of Current Year	End of Year
20 Total assets (Part X, line 16)	1,445,678	1,348,519
21 Total liabilities (Part X, line 26)	286,123	279,121
22 Net assets or fund balances. Subtract line 21 from line 20	1,159,555	1,069,398

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: J KENNETH SMITH, EXECUTIVE DIRECTOR
 Date: 2012-10-30

Paid preparer use only
 Print/type preparer's name: MICHAEL W GENTRY CPA
 Preparer's signature: MICHAEL W GENTRY CPA
 Date: [blank]
 Check if self-employed
 PTIN: P00099961
 Firm's name: JOSEPH DECOSIMO & COMPANY LLC
 Firm's EIN: 31-1344165
 Firm's address: 255 EAST FIFTH ST SUITE 2200
 Phone no. (513) 579-1717

May the IRS discuss this return with the preparer shown above? See instructions Yes No

Form 990 (2011)

Page 2

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission: THE PRIMARY PURPOSE OF PRICE HILL WILL IS CREATING A CONSTRUCTIVE CHANGE FOR PRICE HILL COMMUNITY IN CINCINNATI, OHIO BY ORGANIZING RESIDENTS AROUND DIFFERENT AREAS SUCH AS: CHURCHES, HOUSING, SCHOOLS, ARTS, BEAUTIFICATION, BLOCK CLUBS, SAFETY, ETC.

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

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

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations 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 \$ 195,137 including grants of \$) (Revenue \$ -210,080)

PRICE HILL WILL'S REAL ESTATE DEVELOPMENT PROGRAM IS DESIGNED TO STABILIZE THE HOUSING MARKET IN PRICE HILL, PROVIDE SUPPORT AND INCENTIVES TO ALL PARTS OF THE HOUSING MARKET, AND TO CREATE NEW CONFIDENCE IN THE MARKET. EXISTING HOMEOWNERS WILL FEEL COMFORTABLE WITH THEIR INVESTMENTS AND WANT TO STAY IN THE NEIGHBORHOODS, RENTERS WILL FEEL CONNECTED TO THE COMMUNITY AND WANT TO BECOME HOMEOWNERS, AND NEW BUYERS WILL BE ATTRACTED TO THE NEIGHBORHOOD. A CENTRAL PART OF THE REAL ESTATE DEVELOPMENT WORK INVOLVES THE BUY-IMPROVE-DEMOLISH-SELL STRATEGY WHERE DISTRESSED, FORECLOSED OR VACANT HOMES ARE PURCHASED, REHABILITATED OR RAZED AND SOLD TO NEW HOMEOWNERS. ADDITIONALLY, OTHER STRATEGIES ARE DESIGNED TO STABILIZE AND IMPROVE HOUSING CONDITIONS IN PRICE HILL INCLUDING REDUCTION OF BLIGHT, PROMOTION OF HOMEOWNERSHIP, ADVOCACY FOR CHANGE IN PUBLIC POLICY, PARTNERSHIPS WITH OTHER ORGANIZATIONS, AND INCREASING FOCUS ON IMPROVEMENTS TO THE BUSINESS DISTRICT. IN 2011, PRICE HILL WILL PURCHASED 7 HOMES, REHABILITATED 14, AND SOLD 6 TO HOMEOWNER OCCUPANTS. PRICE HILL WILL WAS INVOLVED IN THE RENOVATION OF A 37 UNIT SENIOR APARTMENT BUILDING.

4b (Code:) (Expenses \$ 175,597 including grants of \$) (Revenue \$)

PRICE HILL WILL'S CIVIC ENGAGEMENT PROGRAM IS DESIGNED TO ACTIVELY INVOLVE COMMUNITY MEMBERS IN REVITALIZATION OF THEIR NEIGHBORHOOD. THE ORGANIZATION'S FOUNDING MEMBERS RECOGNIZED THAT PHYSICAL REVITALIZATION OF THE NEIGHBORHOOD WOULD NOT BE ENOUGH TO ACHIEVE SUSTAINABLE CHANGE - COMMUNITY MEMBERS AND NEIGHBORHOOD INSTITUTIONS NEEDED STRONG COMMUNICATION NETWORKS TO ACCESS WAYS TO IMPROVE AND MAINTAIN THE QUALITY OF LIFE THEY HOPE TO EXPERIENCE DAILY. OVER 2,000 SURVEYS WERE COMPLETED IN THE ORGANIZATION'S ORIGINAL PLANNING PROCESS TO DETERMINE WHAT THE COMMUNITY VALUED MOST ABOUT PRICE HILL. THEMES FROM THOSE SURVEYS HELPED TO FORM COMMITTEES THAT RESIDENTS WERE ENCOURAGED TO JOIN. THOSE COMMITTEES ARE KNOWN AS COMMUNITY ACTION TEAMS OR CATS. EACH CAT HAS SPECIFIC GOALS BASED ON ITS FOCUS AREA; THE GOAL OF THE PHW'S DIRECTOR OF COMMUNITY ENGAGEMENT IS TO PROVIDE FULL-TIME STAFF LEVEL SUPPORT, RECRUIT NEW MEMBERS, AND FORM CONNECTIONS BETWEEN THE CATS AND OTHER GROUPS. IN 2011 PRICE HILL WILL COMPLETED A SECOND SMALLER COMMUNITY PRIORITY SURVEY OF 350 RESIDENTS TO ENSURE THAT IT IS CONTINUING TO DO THE WORK THAT RESIDENTS FEEL IS MOST IMPORTANT. CURRENTLY THERE ARE 5 ACTION TEAMS (ARTS, CLEAN AND GREEN, CHURCHES, EDUCATION, AND HOUSING) WORKING WITH PRICE HILL WILL COMMUNITY ORGANIZERS AND OTHER STAKEHOLDER GROUPS TO PLAN AND IMPLEMENT COMMUNITY BUILDING INITIATIVES. PRICE HILL WILL STAFF ALSO WORKS WITH THE NEIGHBORHOOD'S BUSINESS ASSOCIATIONS AND COMMUNITY COUNCILS. EXAMPLES OF THE WORK BEING DONE BY THESE GROUPS INCLUDE INSTALLMENT OF ARTWORK IN THE BUSINESS DISTRICT, COORDINATING EDUCATIONAL PROGRAM WITHIN THE COMMUNITY GARDENS, AND ORGANIZING CRIME PREVENTION STRATEGIES. ALL PROGRAMMING TAKES PLACE WITHIN EAST, WEST, AND/OR LOWER PRICE HILL THOUGH SOME CAT INITIATIVES ARE ALIGNED WITH CITY AND STATE LEVEL ADVOCACY EFFORTS AFFECTING COMMUNITY DEVELOPMENT IN PRICE HILL (I.E. HOUSING). IN 2011, 18 EVENTS WERE ORGANIZED BY PHW CATS IN COLLABORATION WITH OTHER COMMUNITY GROUPS. 790 VOLUNTEERS PARTICIPATED IN THE PLANNING AND/OR IMPLEMENTATION OF THESE EVENTS. IN 2011, PRICE HILL WILL BEGAN A PROGRAM CALLED MUSIC FOR YOUTH IN CINCINNATI (MYCINCINNATI) WHICH IS A FREE AFTER-SCHOOL MUSIC PROGRAM THAT OFFERS STUDENTS IN PRICE HILL THE OPPORTUNITY TO STUDY AN INSTRUMENT AND PLAY IN AN ORCHESTRA. THE MISSION OF MYCINCINNATI IS TO USE CLASSICAL MUSIC AS A TOOL FOR YOUTH DEVELOPMENT AND COMMUNITY ENGAGEMENT BY PROVIDING URBAN CHILDREN WITH ACCESS TO FREE, INTENSE, HIGH-QUALITY MUSICAL INSTRUCTION. MYCINCINNATI STUDENTS ARE ENGAGED IN INTENSIVE MUSIC PROGRAMMING FOR 2 HOURS EVERY DAY AFTER SCHOOL AT ROBERTS ACADEMY, A COMMUNITY LEARNING CENTER THAT EMPHASIZES COMMUNITY CHANGE AND ECONOMIC GROWTH THROUGH MULTIPLE SCHOOL PARTNERSHIPS WITH OTHER SOCIAL, ECONOMIC, AND HEALTH INSTITUTIONS THAT SERVE CHILDREN AND THEIR FAMILIES.

4c (Code:) (Expenses \$ 100,095 including grants of \$) (Revenue \$)

THE PRICE HILL FINANCIAL OPPORTUNITY CENTER (PHFOC) (F.K.A. THE PRICE HILL CENTER FOR FINANCIAL STABILITY) IS A CENTRALIZED PROGRAM THAT BRINGS TOGETHER IN ONE LOCATION A CONTINUUM OF SERVICES THAT FOCUS ON THE KEY AREAS OF WORKFORCE DEVELOPMENT, INCOME SUPPORTS, AND FINANCIAL LITERACY. A MULTI-AGENCY COLLABORATIVE, THE PHFOC AUGMENTS THE ESTABLISHED COMMUNITY-BASED EVICTION PREVENTION AND FAMILY STABILIZATION PROGRAMS OF SANTA MARIA COMMUNITY SERVICES (SMCS) WITH THE RECOGNIZED BEST PRACTICE JOB READINESS/JOB PLACEMENT MODEL ESTABLISHED BY CINCINNATI WORKS AND THE COMMUNITY ENGAGEMENT, REDEVELOPMENT, AND REVITALIZATION EFFORTS OF PRICE HILL WILL. IN 2011, THE PROGRAM WAS AWARDED A SOCIAL INNOVATION FUND GRANT AWARD THAT PLACED SMCS AS THE LEAD ORGANIZATION/FIDUCIARY AGENT FOR THE PROGRAM FUNDING AND ALLOWED STAFF FROM EACH OF THE THREE PARTNER ORGANIZATION TO CO-LOCATE IN TEMPORARY SPACE FOR THE START OF THE GRANT TERM IN FEBRUARY 2011. IN THE FIRST YEAR OF OPERATIONS AS A STAND-ALONE PROGRAM, EMPHASIS WAS PLACED ON IMPLEMENTING BEST PRACTICES AND ADAPTING THE MODEL TO THE PRICE HILL SERVICE AREA. 174 UNIQUE INDIVIDUALS RECEIVED COUNSELING/COACHING SERVICES IN AT LEAST ONE OF THE KEY AREAS.

(Code:) (Expenses \$ 93,494 including grants of \$) (Revenue \$)

PRICE HILL WILL'S ECONOMIC DEVELOPMENT PROGRAM PROVIDES BUSINESS ASSOCIATION STAFF SUPPORT, GRANT WRITING TECHNICAL ASSISTANCE FOR COMMUNITY COUNCILS/BUSINESS ASSOCIATIONS, HELP WITH PLANNING & DESIGN PROJECTS, MATCHING GRANTS (WHEN FUNDS ARE AVAILABLE), AND REFERRALS TO SMALL BUSINESS DEVELOPMENT INCENTIVE PROGRAMS. PHW IS NOW RECOGNIZED AS A KEY PARTNER IN BUSINESS DISTRICT DEVELOPMENT BY THE PRICE HILL COMMUNITY AND THE CITY OF CINCINNATI. PRICE HILL WILL IS ACTIVELY WORKING THROUGH MEDIA AWARENESS AND PROMOTIONAL EFFORTS TO IMPROVE THE IMAGE OF THE NEIGHBORHOOD THROUGHOUT THE AREA. THE GOAL IS TO ENHANCE PEOPLES AWARENESS OF THE POSITIVE ASPECTS OF PRICE HILL IN ORDER TO DRAW MORE PEOPLE TO BUY HOMES, START BUSINESSES AND SHOP IN THE NEIGHBORHOOD. PRICE HILL WILL UTILIZES SOCIAL MEDIA, EARNED MEDIA (THE PRESS), PAID ADVERTISING, WEBSITES AND DOOR TO DOOR MARKETING TO INFORM RESIDENTS OF EVENTS AND NEWS OF THE COMMUNITY. ACHIEVEMENTS INCLUDE THE REESTABLISHMENT OF THE EAST PRICE HILL BUSINESS ASSOCIATION, FACADE IMPROVEMENTS, A SUCCESSFUL BID TO BECOME A COMMUNITY ENTERTAINMENT DISTRICT, AND THE CREATION OF TWO CITY-APPROVED MASTER DESIGN PLANS (CURRENTLY IN THE EARLY STAGES OF IMPLEMENTATION).

4d Other program services (Describe in Schedule O.) (Expenses \$ 93,494 including grants of \$) (Revenue \$)

4e Total program service expenses \$ 564,323

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	1	Yes
		2
Is the organization required to complete Schedule B, Schedule of Contributors?	2	Yes
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	3	No
		4
Section 501(c)(3) organizations. Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II	4	No
		5
Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III	5	No
		6
Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I	6	No
		7
Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," complete Schedule D, Part II	7	No
		8
Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III	8	No
		9
Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV	9	No
		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	10	No
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable:		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI	11a	Yes

b	Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII.</i>	11b	
			No
c	Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII.</i>	11c	
			No
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX.</i>	11d	
			No
e	Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X.</i>	11e	Yes
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X.</i>	11f	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII.</i>	12a	
No			

b	Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional.</i>
Yes	

13	Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>
No	
13	No 14a

Did the organization maintain an office, employees, or agents outside of the United States?	14a	No
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Part I</i>	14b	No

15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the U.S.? <i>If "Yes," complete Schedule F, Part II</i>	15		16
		No	

Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the U.S.? <i>If "Yes," complete Schedule F, Part III</i>	16	No
	17	

Did the organization report a total of more than \$15,000, of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>	17	No
	18	

Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	18	No
	19	

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

19		No
20a		

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

20a		No
b		

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

20b		
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Part IV Checklist of Required Schedules (continued) **21**

Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*

21	Yes	
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		No
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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		
		24a
		No

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
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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		
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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*

No		
26		

27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part III*

No		
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27 **28**

		No
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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):

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a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV

28a

No b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV

28b Yes c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or owner? If "Yes," complete Schedule L, Part IV

28c No 29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M

29 No 30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M

30 No 31

Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I

31 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

32 No 33

Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I

33 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

34 No 35a

Did the organization have a controlled entity within the meaning of section 512(b)(13)?

35a No

b If "Yes" to line 35a, 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

35b

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

36

No 37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI

37 No 38

Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O.

38 Yes

Form 990 (2011)

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 38

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	9
2b	Yes	b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? If line 2a and 2a is greater than 250, you may be required to e-file. (see instructions)	
3a	No	b Did the organization have unrelated business gross income of \$1,000 or more during the year?	
3b		4a If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	
At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account or securities account)?		4a	No
b If "Yes," enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.			
5a	No	b Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a
Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		5b	No
c If "Yes" to line 5a or 5b, did the organization file Form 8886-T?		5c	
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?		6a	
No	b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		6b
7 Organizations that may receive deductible contributions under section 170(c).			
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		7a	
No	b If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b	c
Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7c	No
d If "Yes," indicate the number of Forms 8282 filed during the year		7d	
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e

f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . .

No	7f	No	g
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If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required? **7g**

h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C? **7h**

8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, **8** **ess business holdings at any time during the**

Sponsoring organizations maintaining donor advised funds.

a Did the organization make any taxable distributions under section 4966? **9a**

b Did the organization make a distribution to a donor, donor advisor, or related person? **9b**

10 Section 501(c)(7) organizations. Enter:

a Initiation fees and capital contributions included on Part VIII, line 12 **10a**

b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities **10b**

11 Section 501(c)(12) organizations. Enter:

a Gross income from members or shareholders **11a**

b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them) **11b**

12a

Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041? **12a**

b If "Yes," enter the amount of tax-exempt interest received or accrued during the year. **12b** **13**

Section 501(c)(29) qualified nonprofit health insurance issuers.

a

Is the organization licensed to issue qualified health plans in more than one state?
Note. All 501(c)(29) organizations must list in Schedule O each state in which they are licensed to issue qualified health plans, the amount of reserves required by each state, and the amount of reserves the organization allocated to each state.

13a

b Enter the aggregate amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans. **13b** **c**

Enter the aggregate amount of reserves on hand. **13c** **14a**

Did the organization receive any payments for indoor tanning services during the tax year? **14a**

b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O **14b**

Form **990** (2011)

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

Section A: Governing Body and Management

No **1a** **Yes**

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

Enter the number of voting members of the governing body at the end of the tax year
If the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.

1a	16
-----------	----

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

1b	16
-----------	----

2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?

2	No	3
----------	----	----------

Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?

3	No
----------	----

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

4	
----------	--

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

No	5
----	----------

5

Did the organization have members or stockholders?

6	No	7a
----------	----	-----------

Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?

7a	No
-----------	----

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

7b

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

a The governing body?

8a	Yes
-----------	-----

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

8b	Yes	9
-----------	-----	----------

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

9	No
----------	----

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

Yes

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

No	10a
----	------------

10a

b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?

10b	
------------	--

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

11a	Yes	b
------------	-----	----------

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

12a

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

12a	Yes
------------	-----

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

12b	Yes
------------	-----

	c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c
Yes	13	Did the organization have a written whistleblower policy?	14
Yes	15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision? a	
		The organization's CEO, Executive Director, or top management official	15a Yes
	b	Other officers or key employees of the organization	15b
No		If "Yes," to line 15a or 15b, describe the process in Schedule O (see instructions).	
	16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	
	16a	No b	
	16b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	

Section C - Disclosure

17 Use the States with which a copy of this Form 990 is required to be filed **18**

Own website Another's website Upon request

Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) **19** available for public inspection. Indicate how you made these available. Check all that apply.
 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest **20** policy, and financial statements available to the public during the tax year.
 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: ►

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 617 STEINER AVENUE
 CINCINNATI, OH 45204
 (513) 557-2730

Enter the organization's 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 12/31 within the organization's tax year.
 • List all of the organization's **current** officers, directors, trustees (see instruction for definition of "key employee" regardless of amount of compensation, and **current** key employees. Enter only 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 or any related organizations.
 • List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
 • List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.
 List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

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

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee			
(1) H A MUSSER JR BOARD GOVERNANCE	2.00	X					0	0	0
(2) SR SANDY HOWE SC DIRECTOR	2.00	X					0	0	0
(3) MAUREEN COZ DIRECTOR	2.00	X					0	0	0
(4) JEFF CRAMERDING DIRECTOR	2.00	X					0	0	0
(5) CRAIG HOCKENBERRY DIRECTOR	2.00	X					0	0	0
(6) JOHN PLOEHS DIRECTOR	2.00	X					0	0	0
(7) CYNDY DRIEHAUS DIRECTOR	2.00	X					0	0	0
(8) BILL BURWINKEL DIRECTOR	2.00	X					0	0	0
(9) BRETT NOLAN DIRECTOR	2.00	X					0	0	0
(10) FRANK HOLLISTER DIRECTOR	2.00	X					0	0	0
(11) NICOLE WARE DIRECTOR	2.00	X					0	0	0
(12) PAT BRUNS DIRECTOR	2.00	X					0	0	0
(13) DAN ANDRIACCO SECRETARY	2.00	X		X			0	0	0
(14) CARL KISSINGER TREASURER	2.00	X		X			0	0	0
(15) BILL BALDWIN VICE-CHAIRMAN	2.00	X		X			0	0	0
(16) JOE HUBER CHAIRMAN	2.00	X		X			0	0	0
(17) KEN SMITH EXECUTIVE DIRECTOR	40.00			X			66,840	0	7,667

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, gifts, grants, and other similar amounts	1a	Federated campaigns	1a				
	b	Membership dues	1b				
	c	Fundraising events	1c				
	d	Related organizations	1d				
	e	Government grants (contributions)	1e	312,533			
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	414,711			
	g	Noncash contributions included in lines 1a-1f: \$ _					
	h			727,244			
Total. Add lines 1a-1f ▶							
Program Service Revenue				Business Code			
	2a	<u>HOUSING COURT COUNSEL</u>		531,390	2,000	2,000	
	b						
	c						
	d						
	e						
	f	All other program service revenue					
	g	Total. Add lines 2a-2f ▶		2,000			
Other Revenue	3						
		Investment income (including dividends, interest and other similar amounts) ▶		1,899			1,899
	4	Income from investment of tax-exempt bond proceeds ▶					
	5						

Royalties					
6a Gross rents	(i) Real	(ii) Personal			
b Less: rental expenses					
c Rental income or (loss)					
d					
Net rental income or (loss)					
7a Gross amount from sales of	(i) Securities	(ii) Other			
b assets other than investments and sales					
c (less)					
d					
Net gain or (loss)					
8a Gross income from fundraising events (not including \$ of contributions reported on line 1c). See Part IV, line 18					
b Less: direct expenses	3,885				
c	0				
Net income or (loss) from fundraising events	3,885			3,885	
9a Gross income from gaming activities. See Part IV, line 19					
b Less: direct expenses					
c					
Net income or (loss) from gaming activities					
10a Gross sales of inventory, less returns and allowances					
b Less: cost of goods sold	595,200				
c	807,280				
Net income or (loss) from sales of inventory	-212,080	-212,080			
Miscellaneous Revenue			Business Code		
11a <u>INSURANCE REIMBURSEMENT</u>	900,099	3,000		3,000	
b <u>REFUND - US TREASURY</u>	900,099	1,369		1,369	
c <u>MISC</u>	900,099	210		210	
d All other revenue					
e					
Total. Add lines 11a-11d	4,579				
12					
Total revenue. See Instructions.	527,527	-205,501	0	5,784	

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	20,000	20,000		
2	Grants and other assistance to individuals in the United States. See Part IV, line 22				
3	Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4	Benefits paid to or for members				
5	Compensation of current officers, directors, trustees, and key employees	74,507	59,606	14,901	
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in sections 4958(c)(3)(B) and 4958(c)(4)				
7	Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)		206,222	199,517	6,705
8	Other employee benefits		5,174	4,949	225
9	Payroll taxes	21,536	19,535	2,001	
10	Fees for services (non-employees):	19,442	17,876	1,566	
a	Management				
b	Legal				
c	Accounting	12,310	9,848	2,462	
d	Lobbying				
e	Professional fundraising. See Part IV, line 17				
f	Investment management fees				
g	Other	89,354	81,171	8,183	
12	Advertising and promotion	3,402	3,402		
13	Office expenses	12,995	10,913	2,082	
14	Information technology				
15	Royalties				
16	Occupancy	15,485	10,348	5,137	
17	Travel	2,033	1,642	391	
18	Payments of travel or entertainment expenses for any federal, state, or local public officials				
19	Conferences, conventions, and meetings	2,465	2,082	383	
20	Interest	2,883	2,883		
21	Payments to affiliates				
22	Depreciation, depletion, and amortization		6,725		6,725
23	Insurance		8,779	7,724	1,055
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 amount on Schedule O.)	71,310	71,310	0	
a	HOUSING EXPENSES				
b	PROGRAM SUPPLIES	17,782	17,701	81	
c	CIVIC PROPERTIES	15,000	15,000		
d	FURN. & EQUIP. RENTAL	3,504	2,792	712	
e					

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.

	(A)	(B)	(C)	(D)
	Total expenses	Program service expenses	Management and general expenses	Fundraising expenses
f All other expenses		6,776	6,024	752
25 Total functional expenses. Add lines 1 through 24f	617,684	564,323	53,361	0
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720).				

Form 990 (2011)

Part X Balance Sheet

(A) Beginning of year | (B) End of year

Assets					
1	Cash non-interest-bearing	491,163	1	505,164	
2	Savings and temporary cash investments	105,002	2	105,853	
3	Pledges and grants receivable, net	125,338	3	3,256	
4	Accounts receivable, net		4		
5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5		
6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L		6		
7	Notes and loans receivable, net		7		
8	Inventories for sale or use	604,861	8	612,604	
9	Prepaid expenses and deferred charges	4,296	9	13,349	
10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a	133,140		
b	Less: accumulated depreciation.	10b	24,847	10c	108,293
11	Investments—publicly traded securities	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	15			
16	Total assets. Add lines 1 through 15 (must equal line 34)	1,445,678	16	1,348,519	
Liabilities					
17	Accounts payable and accrued expenses	27,864	17	24,770	
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	159,142	23	206,572	
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	99,117	25	47,779	
26	Total liabilities. Add lines 17 through 25	286,123	26	279,121	

Part X Balance Sheet

(A) Beginning of year | (B) End of year

Net Assets or Fund Balances

Organizations that follow SFAS 117, check here and complete lines 27 through 29, and lines 33 and 34.

27	Unrestricted net assets	976,909	27	886,752
28	Temporarily restricted net assets	182,646	28	182,646
29	Permanently restricted net assets		29	
Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.				
30	Capital stock or trust principal, or current funds		30	
31	Paid-in or capital surplus, or land, building or equipment fund		31	
32	Retained earnings, endowment, accumulated income, or other funds		32	
33	Total net assets or fund balances	1,159,555	33	1,069,398
34	Total liabilities and net assets/fund balances	1,445,678	34	1,348,519

Part XI Reconciliation of Net Assets

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

Table with 6 rows for reconciliation of net assets. Row 1: Total revenue (527,527). Row 2: Total expenses (617,684). Row 3: Revenue less expenses (-90,157). Row 4: Net assets at beginning of year (1,159,555). Row 5: Other changes (0). Row 6: Net assets at end of year (1,069,398).

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

Financial Statements and Reporting

Yes

1 Accounting method used to prepare the Form 990: [] Cash [x] Accrual [] Other

2a Were the organization's financial statements compiled or reviewed by an independent accountant?

2a [] No [] b

Were the organization's financial statements audited by an independent accountant? 2b

c If "Yes" to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?

d

2c Yes 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:

[x] Separate basis [] Consolidated basis [] 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 [] No

b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.