

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

**Return of Private Foundation**  
**or Section 4947(a)(1) Trust Treated as Private Foundation**  
 ▶ Do not enter social security numbers on this form as it may be made public.  
 ▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

OMB No 1545-0052  
**2019**  
**Open to Public Inspection**

**For calendar year 2019, or tax year beginning 01-01-2019 , and ending 12-31-2019**

Name of foundation BURTON FAMILY FOUNDATION		<b>A Employer identification number</b> 26-3016082	
Number and street (or P O box number if mail is not delivered to street address) TWO METROPLEX DRIVE NO 400		<b>B Telephone number (see instructions)</b> (205) 803-2121	
City or town, state or province, country, and ZIP or foreign postal code BIRMINGHAM, AL 35209		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <u>354,346</u>		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>			

<b>Part I Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	1,275	1,275		
	<b>4</b> Dividends and interest from securities	11,477	11,477		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	57,802			
	<b>b</b> Gross sales price for all assets on line 6a <u>382,288</u>				
	<b>7</b> Capital gain net income (from Part IV, line 2)		57,802		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11	70,554	70,554			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	0	0		0
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)				
	<b>b</b> Accounting fees (attach schedule)	1,900	950		950
	<b>c</b> Other professional fees (attach schedule)	2,779	2,779		0
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see instructions)	350	0		0
	<b>19</b> Depreciation (attach schedule) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses (attach schedule)	40	20		20
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	5,069	3,749		970
	<b>25</b> Contributions, gifts, grants paid	547,075			547,075
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	552,144	3,749		548,045	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	-481,590				
<b>b Net investment income</b> (if negative, enter -0-)		66,805			
<b>c Adjusted net income</b> (if negative, enter -0-)					

<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	384,108	96,018	96,018
	<b>2</b> Savings and temporary cash investments . . . . .	1,023	55,374	55,374
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .			
	<b>10a</b> Investments—U S and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	35,554	15,647	19,714
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .	222,011	134,178	154,404
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .	56,250	26,661	28,836
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
<b>15</b> Other assets (describe ▶ _____)				
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	698,946	327,878	354,346	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .			
	<b>18</b> Grants payable . . . . .		110,000	
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .	0	110,000	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow FASB ASC 958, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24, 25, 29 and 30.</b>			
	<b>24</b> Net assets without donor restrictions . . . . .			
	<b>25</b> Net assets with donor restrictions . . . . .			
	<b>Foundations that do not follow FASB ASC 958, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 26 through 30.</b>			
	<b>26</b> Capital stock, trust principal, or current funds . . . . .	0	0	
	<b>27</b> Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	<b>28</b> Retained earnings, accumulated income, endowment, or other funds	698,946	217,878	
<b>29 Total net assets or fund balances</b> (see instructions) . . . . .	698,946	217,878		
<b>30 Total liabilities and net assets/fund balances</b> (see instructions) .	698,946	327,878		

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> Total net assets or fund balances at beginning of year—Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return) . . . . .	<b>1</b>	698,946
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	-481,590
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	522
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	217,878
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	0
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	<b>6</b>	217,878

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1 a</b> PUBLICLY TRADED SECURITIES - LT			
<b>b</b> PUBLICLY TRADED SECURITIES - ST			
<b>c</b> CAPITAL GAINS DIVIDENDS	P		
<b>d</b>			
<b>e</b>			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 309,560		251,500	58,060
<b>b</b> 72,720		72,986	-266
<b>c</b> 8			8
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b>			58,060
<b>b</b>			-266
<b>c</b>			8
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	<b>2</b>	57,802
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	<b>3</b>	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

**1** Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2018	396,053	487,100	0.813084
2017	562,937	456,977	1.231872
2016	471,457	412,702	1.142367
2015	521,856	737,329	0.707765
2014	216,081	775,666	0.278575

<b>2</b> Total of line 1, column (d)	<b>2</b>	4.173663
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	0.834733
<b>4</b> Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	<b>4</b>	599,641
<b>5</b> Multiply line 4 by line 3	<b>5</b>	500,540
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	668
<b>7</b> Add lines 5 and 6	<b>7</b>	501,208
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	548,045

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, subtitle A tax, and total tax due. Total tax due is 681.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes Yes/No columns.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, distributions, public inspection, and books in care.

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15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here and enter the amount of tax-exempt interest received or accrued during the year. 15

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in foreign countries.

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to... (1) Carry on propaganda... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization other than a charitable... (5) Provide for any purpose other than religious... b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... c If the answer is "Yes" to question 5a(4), does the foundation claim exemption... 6a Did the foundation, during the year, receive any funds... b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes", did the foundation receive any proceeds... 8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000...

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions

Table with 5 columns: (a) Name and address, (b) Title, and average hours per week devoted to position, (c) Compensation (If not paid, enter -0-), (d) Contributions to employee benefit plans and deferred compensation, (e) Expense account, other allowances. Row 1: See Additional Data Table.

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

Table with 5 columns: (a) Name and address of each employee paid more than \$50,000, (b) Title, and average hours per week devoted to position, (c) Compensation, (d) Contributions to employee benefit plans and deferred compensation, (e) Expense account, other allowances. Row 1: NONE.

Total number of other employees paid over \$50,000. 0

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

<b>3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".</b>		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total number of others receiving over \$50,000 for professional services.</b> . . . . . ▶		<b>0</b>

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**Part IX-B Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<b>1</b>	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 . . . . . ▶	<b>0</b>

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	436,005
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	172,768
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	608,773
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	608,773
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	9,132
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	599,641
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	29,982

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	29,982
<b>2a</b>	Tax on investment income for 2019 from Part VI, line 5.	<b>2a</b>	668
<b>b</b>	Income tax for 2019 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	668
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	29,314
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	29,314
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	29,314

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	548,045
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	548,045
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	<b>5</b>	668
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	547,377

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.



**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
<b>1</b> Distributable amount for 2019 from Part XI, line 7				29,314
<b>2</b> Undistributed income, if any, as of the end of 2019				
<b>a</b> Enter amount for 2018 only. . . . .			0	
<b>b</b> Total for prior years 20___, 20___, 20___		0		
<b>3</b> Excess distributions carryover, if any, to 2019				
<b>a</b> From 2014. . . . .	179,136			
<b>b</b> From 2015. . . . .	487,278			
<b>c</b> From 2016. . . . .	450,908			
<b>d</b> From 2017. . . . .	540,938			
<b>e</b> From 2018. . . . .	372,398			
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	2,030,658			
<b>4</b> Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ <u>548,045</u>				
<b>a</b> Applied to 2018, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2019 distributable amount. . . . .				29,314
<b>e</b> Remaining amount distributed out of corpus	518,731			
<b>5</b> Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a) )				0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,549,389			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .		0		
<b>8</b> Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions). . . . .	179,136			
<b>9</b> Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a . . . . .	2,370,253			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2015. . . . .	487,278			
<b>b</b> Excess from 2016. . . . .	450,908			
<b>c</b> Excess from 2017. . . . .	540,938			
<b>d</b> Excess from 2018. . . . .	372,398			
<b>e</b> Excess from 2019. . . . .	518,731			

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling. . . . . ▶

**b** Check box to indicate whether the organization is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year	Prior 3 years			<b>(e) Total</b>
	<b>(a) 2019</b>	<b>(b) 2018</b>	<b>(c) 2017</b>	<b>(d) 2016</b>	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**

**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )  
 ROBERT O BURTON

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc to individuals or organizations under other conditions, complete items 2a, b, c, and d See instructions

**a** The name, address, and telephone number or email address of the person to whom applications should be addressed

**b** The form in which applications should be submitted and information and materials they should include

**c** Any submission deadlines

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3a</b>				547,075
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b> ▶ <b>3b</b>				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include items like Program service revenue, Fees and contracts from government agencies, Membership dues and assessments, Interest on savings and temporary cash investments, Dividends and interest from securities, Net rental income from real estate, Other investment income, Gain or loss from sales of assets other than inventory, Net income from special events, Gross profit from sales of inventory, and Other revenue.

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Table with 2 columns: Line No. and Explanatory text. The text column contains the instruction: 'Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)'.

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

Part XVII

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of
(1) Cash.
(2) Other assets.
b Other transactions
(1) Sales of assets to a noncharitable exempt organization.
(2) Purchases of assets from a noncharitable exempt organization.
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements.
(5) Loans or loan guarantees.
(6) Performance of services or membership or fundraising solicitations.
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.
d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? [ ] Yes [x] No

b If "Yes," complete the following schedule
Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship

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 taxpayer) is based on all information of which preparer has any knowledge
Sign Here [Signature] 2020-06-01 [Title]
May the IRS discuss this return with the preparer shown below (see instr ) [x] Yes [ ] No

Paid Preparer Use Only
Print/Type preparer's name: JULIANA KREUL
Preparer's Signature
Date: 2020-06-01
Check if self-employed [ ]
PTIN: P01204534
Firm's name: RSM US LLP
Firm's EIN: 42-0714325
Firm's address: 7351 OFFICE PARK PL MELBOURNE, FL 329408229
Phone no: (321) 751-6200

**Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation**

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
ROBERT O BURTON TWO METROPLEX DR SUITE 400 BIRMINGHAM, AL 35209	PRESIDENT, DIRECTOR 1 00	0	0	0
NANCY SINGTON BURTON TWO METROPLEX DR SUITE 400 BIRMINGHAM, AL 35209	VP, SECRETARY, DIRECTOR 1 00	0	0	0
ROBERT TURNER BURTON TWO METROPLEX DR SUITE 400 BIRMINGHAM, AL 35209	TREASURER, DIRECTOR 1 00	0	0	0
NANCY ADELLE BURTON TWO METROPLEX DR SUITE 400 BIRMINGHAM, AL 35209	DIRECTOR 1 00	0	0	0
SARAH BURTON DEAN TWO METROPLEX DR SUITE 400 BIRMINGHAM, AL 35209	DIRECTOR 1 00	0	0	0

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
AUBURN UNIVERSITY FOUNDATION 317 S COLLEGE ST AUBURN, AL 36849	NONE	PUBLIC CHARITY	MEMORY OF DOUG MCCRARY	1,000
THE MATTIE C STEWART FOUNDATION 505 20TH STREET NORTH STE 1500 BIRMINGHAM, AL 35203	NONE	PUBLIC CHARITY	HELP EDUCATORS, COMMUNITY LEADERS AND OTHER INTERESTED GROUPS REDUCE THE DROPOUT RATE AND INCREASE THE GRADUATION RATE THROUGH THE CREATION OF RELEVANT AND EFFECTIVE TOOLS AND RESOURCES	37,000
BIRMINGHAM KIWANIS FOUNDATION 2019 4TH AVENUE NORTH BIRMINGHAM, AL 352033359	NONE	PUBLIC CHARITY	KIWANIS CLUB OF BIRMINGHAM	10,000
<b>Total . . . . . ▶ 3a</b>				547,075

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CENTER FOR EXECUTIVE LEADERSHIP INC 200 UNION HILL DR STE 200 BIRMINGHAM, AL 352092066	NONE	PUBLIC CHARITY	GENERAL SUPPORT	50,000
FIT FOR LIFE INC 120 OFFICE PARK DR STE 200 MOUNTAIN BROOK, AL 352233407	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000
NATIONAL CONFERENCE FOR COMMUNITY AND JUSTICE OF ALABAMA PO BOX 383022 BIRMINGHAM, AL 352383022	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,000
<b>Total . . . . . ▶ 3a</b>				547,075



**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BANKS ACADEMY 8301 8TH AVE S BIRMINGHAM, AL 35206	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000
JUNIOR LEAGUE OF BIRMINGHAM 2212 20TH AVE S BIRMINGHAM, AL 352231004	NONE	PUBLIC CHARITY	CENTENNIAL CAMPAIGN	1,000
CLIFF ELLIS SPORTS ENTERPRISES PO BOX 2663 CONWAY, SC 29528	NONE	PUBLIC CHARITY	BASKETBALL CAMP SPONSORSHIP	1,500
<b>Total . . . . .</b>				547,075

**▶ 3a**

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BIG OAK RANCH PO BOX 507 SPRINGVILLE, AL 35146	NONE	PUBLIC CHARITY	SHIPLEY BEATTY HOME	20,000
OAK TREE MINISTRIES 4405 OLD BROOK RUN MOUNTAIN BROOK, AL 352434046	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,000
SOCIAL MOTION INC 1450 W SAM HOUSTON PKWY N BLDG 2 STE G HOUSTON, TX 77043	NONE	PUBLIC CHARITY	IN MEMORY OF BARBARA	1,000
<b>Total . . . . .</b> ▶ <b>3a</b>				547,075

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NATIONAL MULTIPLE SCLEROSIS SOCIETY 2200 WOODCREST PLACE SUITE 230 BIRMINGHAM, AL 35209	NONE	PUBLIC CHARITY	MS LEGACY OF LEADERSHIP CAMPAIGN	20,000
MONDAY MORNING QUARTERBACK CLUB 2019 4TH AVENUE NORTH BIRMINGHAM, AL 35203	NONE	PUBLIC CHARITY	SUPPORT CHILDREN'S MEDICAL NEEDS THROUGH THE ORGANIZATION'S CHARITABLE ARM, CRIPPLED CHILDREN'S FOUNDATION	1,575
F&F LIMITED - THE DELPHI CLUB PO BOX AB-20006 ABACO BF	NONE	NC	HURRICANE DORIAN RELIEF FUND	25,000
<b>Total . . . . .</b>				547,075

▶ 3a

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HOLY FAMILY CRISTO REY CATHOLIC SCHOOL 1832 CENTER WAY S BIRMINGHAM, AL 352056348	NONE	PUBLIC CHARITY	EMPOWER STUDENTS FROM ECONOMICALLY CHALLENGED FAMILIES TO GRADUATE HIGH SCHOOL PREPARED TO PERSIST IN COLLEGE AND FLOURISH IN LIFE	100,000
UAB COMPREHENSIVE DIABETIC CENTER 1825 UNIVERSITY BOULEVARD BIRMINGHAM, AL 352942182	NONE	PUBLIC CHARITY	TO SUPPORT PERFORM CUTTING-EDGE RESEARCH, TRAIN FUTURE CLINICIANS AND RESEARCHERS, AND DEVELOP NOVEL TREATMENT APPROACHES	5,000
YMCA OF CENTRAL ALABAMA 309 23RD STREET NORTH BIRMINGHAM, AL 35203	NONE	PUBLIC CHARITY	ANNUAL FRIENDS CAMPAIGN	10,000
<b>Total . . . . . ▶ 3a</b>				547,075

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
FIRST PRIORITY POST OFFICE BOX 59365 BIRMINGHAM, AL 352599365	NONE	PUBLIC CHARITY	2018 CONTRIBUTION PLEDGE TO SUPPORT THE ORGANIZATION TO REACH EVERY TEEN IN PUBLIC SCHOOLS	10,000
PRESCHOOL PARTNERS 4447 MONTEVALLO ROAD BIRMINGHAM, AL 35213	NONE	PUBLIC CHARITY	OPERATION SCHOOLHOUSE CAPITAL CAMPAIGN TO BUILD A NEW SCHOOL	50,000
ST STEPHEN'S EPISCOPAL CHURCH 3775 CROSSHAVEN DRIVE VESTAVIA HILLS, AL 35223	NONE	PUBLIC CHARITY	SUPPORT THE CHURCH MINISTRY TO LIFT UP CHRIST THAT THE WORLD MIGHT BELIEVE	20,000
<b>Total . . . . .</b> ▶ <b>3a</b>				547,075

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
FIREHOUSE MINISTRIES 1501 3RD AVENUE NORTH BIRMINGHAM, AL 35203	NONE	PUBLIC CHARITY	SUPPORT HOMELESS SHELTER OFFERING THE LARGEST CONTINUUM OF SERVICES FOR HOMELESS MEN IN BIRMINGHAM	10,000
BIG TIME MINISTRIES 2916 CAHABA HEIGHT ROAD MOUNTAIN BROOK, AL 35243	NONE	PUBLIC CHARITY	LEAD STUDENTS INTO A GROWING RELATIONSHIP WITH JESUS CHRIST AND COACH THEM AS MINISTERS IN THE THEIR COMMUNITY	10,000
THE HOPE INSTITUTE 800 LAKESHORE DRIVE BIRMINGHAM, AL 35229	NONE	PUBLIC CHARITY	PARTNERING WITH SCHOOL LEADERS TO CULTIVATE CHARACTER DEVELOPMENT	25,000
<b>Total . . . . .</b>				547,075

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
LAKESHORE FOUNDATION 4000 RIDGEWAY DRIVE BIRMINGHAM, AL 35209	NONE	PUBLIC CHARITY	PROMOTE INDEPENDENCE FOR PERSONS WITH PHYSICALLY, DISABLING CONDITIONS AND PROVIDE OPPORTUNITIES TO PURSUE ACTIVE, HEALTHY LIFESTYLES	15,000
UNITED WAY OF CENTRAL ALABAMA 3600 8TH AVENUE SOUTH BIRMINGHAM, AL 35222	NONE	PUBLIC CHARITY	SUPPORT MEMBERS OF LOCAL COMMUNITY TO WORK COLLECTIVELY TO DEAL WITH COMMUNITY ISSUES	15,000
CORNERSTONE SCHOOLS PO BOX 320309 BIRMINGHAM, AL 35232	NONE	PUBLIC CHARITY	SUPPORT CHRIST CENTERED SCHOOL IN THE BIRMINGHAM, ALABAMA INNER CITY	50,000
<b>Total . . . . .</b>				<b>547,075</b>

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
JIMMIE HALE MISSION PO BOX 10472 BIRMINGHAM, AL 35202	NONE	PUBLIC CHARITY	PROVIDE SPIRITUAL AND PHYSICAL NEEDS OF THOSE IN THE JEFFERSON COUNTY COMMUNITY BY SHARING THE GOSPEL, FEEDING THE HUNGRY AND PROVIDING FOR THEIR PHYSICAL NEEDS	10,000
HAND IN PAW 617 38TH STREET SOUTH BIRMINGHAM, AL 35222	NONE	PUBLIC CHARITY	IMPROVE HUMAN HEALTH AND WELL-BEING THROUGH ANIMAL-ASSISTED THERAPY	10,000
<b>Total . . . . .</b> ▶ <b>3a</b>				547,075



**TY 2019 Accounting Fees Schedule****Name:** BURTON FAMILY FOUNDATION**EIN:** 26-3016082

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES	1,900	950		950

**TY 2019 Investments Corporate Bonds Schedule****Name:** BURTON FAMILY FOUNDATION**EIN:** 26-3016082**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
ISHARES S&P 100	9,184	10,951
ISHARES RUSSELL MID-CAP	5,523	6,439
ISHARES RUSSELL 1000 VALUE	18,358	25,522
ISHARES RUSSELL 1000 GROWTH	21,572	26,564
ISHARES RUSSELL 2000	2,473	2,485
ISHARES US HEALTHCARE	4,973	6,256
ISHARES US ENERGY	5,701	5,749
CONSUMER STAPLES SELECT SECTOR SPDR	2,869	3,338
TECHNOLOGY SELECT SECTOR SPDR	2,629	3,575
UTILITIES SELECT SECTOR SPDR	3,051	3,231
VANGUARD TOTAL BOND MARKET INDEX ADM	26,491	27,409
VANGUARD SHORT-TERM CORP BD IDX	22,397	22,850
VANGUARD LONG-TERM CORP BOND IDX	8,957	10,035

**TY 2019 Investments Corporate Stock Schedule****Name:** BURTON FAMILY FOUNDATION**EIN:** 26-3016082**Investments Corporation Stock Schedule**

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
VANGUARD BALANCED INDEX ADM	1,729	1,915
SPDR GOLD SHARES	2,176	2,572
ALPHABET INC CAP STK CL C	3,483	4,011
CONSTELLATION BRANDS INC CLASS A	1,676	2,087
JP MORGAN CHASE & CO	3,775	5,018
APPLE INC	2,808	4,111

**TY 2019 Investments - Other Schedule****Name:** BURTON FAMILY FOUNDATION**EIN:** 26-3016082**Investments Other Schedule 2**

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
ISHARES CORE MSCI EAFE	AT COST	26,661	28,836

**TY 2019 Other Expenses Schedule****Name:** BURTON FAMILY FOUNDATION**EIN:** 26-3016082**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	40	20		20

**TY 2019 Other Increases Schedule****Name:** BURTON FAMILY FOUNDATION**EIN:** 26-3016082

<b>Description</b>	<b>Amount</b>
UNREALIZED GAIN/LOSS	522

**TY 2019 Other Professional Fees Schedule****Name:** BURTON FAMILY FOUNDATION**EIN:** 26-3016082

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
INVESTMENT ADVISORY FEES	2,779	2,779		0

**TY 2019 Taxes Schedule****Name:** BURTON FAMILY FOUNDATION**EIN:** 26-3016082

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
2018 EXCISE TAX ON INVESTMENT INCOME	350	0		0