

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

or Section 4947(a)(1) Trust Treated as Private Foundation

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OMB No 1545-0047

**2019**

Open to Public Inspection

For calendar year 2019 or tax year beginning

, and ending

Name of foundation <b>BARBER VINTAGE MOTORSPORTS MUSEUM</b>		A Employer identification number <b>63-1125485</b>
Number and street (or P O box number if mail is not delivered to street address) <b>6030 BARBER MOTORSPORTS PARKWAY</b>		B Telephone number <b>205-699-7275</b>
City or town, state or province, country, and ZIP or foreign postal code <b>BIRMINGHAM, AL 35094</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H 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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 87,149,398.</b>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		12,549,810.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		11,036.	11,036.	11,036.	STATEMENT 1
4 Dividends and interest from securities		144,336.	144,336.	144,336.	STATEMENT 2
5a Gross rents		4,997,730.	4,997,730.	4,997,730.	STATEMENT 3
b Net rental income or (loss) <b>4,997,730.</b>					
6a Net gain or (loss) from sale of assets not on line 10		<31,827.>			STATEMENT 4
b Gross sales price for all assets on line 6a <b>370,622.</b>					
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain				0.	
9 Income modifications					
10a Gross sales less returns and allowances <b>414,545.</b>					STATEMENT 5
b Less Cost of goods sold <b>212,679.</b>					
c Gross profit or (loss)		201,866.		201,866.	
11 Other income		1,590,190.	0.	1,590,190.	STATEMENT 6
12 Total. Add lines 1 through 11		19,463,141.	5,153,102.	6,945,158.	
13 Compensation of officers, directors, trustees, etc		566,015.	0.	64,311.	501,703.
14 Other employee salaries and wages		2,278,793.	0.	310,160.	1,968,634.
15 Pension plans, employee benefits		287,817.	0.	40,607.	247,211.
16a Legal fees					
b Accounting fees <b>STMT 7</b>		36,424.	0.	7,860.	28,564.
c Other professional fees <b>STMT 8</b>		1,710.	0.	339.	1,371.
17 Interest		8,146.	0.	1,758.	6,388.
18 Taxes <b>STMT 9</b>		304,063.	2,691.	49,327.	254,737.
19 Depreciation and depletion		2,588,793.	327,993.	2,588,793.	
20 Occupancy					
21 Travel, conferences, and meetings		45,299.	0.	9,685.	35,614.
22 Printing and publications					
23 Other expenses <b>STMT 10</b>		2,553,520.	321,300.	583,571.	1,969,948.
24 Total operating and administrative expenses. Add lines 13 through 23		8,670,580.	651,984.	3,656,411.	5,014,170.
25 Contributions, gifts, grants paid		3,704.			3,704.
26 Total expenses and disbursements. Add lines 24 and 25		8,674,284.	651,984.	3,656,411.	5,017,874.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		10,788,857.			
b Net investment income (if negative, enter -0-)			4,501,118.		
c Adjusted net income (if negative, enter -0-)				3,288,747.	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	851,942.	1,187,741.	1,187,741.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 70,390.			
		Less: allowance for doubtful accounts ▶	55,208.	70,390.	70,390.
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use	100,882.	83,057.	83,057.
	9	Prepaid expenses and deferred charges	20,261.	41,328.	41,328.
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 12	2,344,309.	2,554,659.	2,894,180.
	c	Investments - corporate bonds			
Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 13	106.	106.	106.
	14	Land, buildings, and equipment: basis ▶ 105,877,298.			
		Less: accumulated depreciation ▶ 45,713,251.	55,790,531.	60,164,047.	60,164,047.
	15	Other assets (describe ▶ STATEMENT 14)	21,315,882.	22,708,549.	22,708,549.
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	80,479,121.	86,809,877.	87,149,398.
	17	Accounts payable and accrued expenses	37,253.	314,150.	
	18	Grants payable			
	19	Deferred revenue	18,573.	17,637.	
	20	Loans from officers, directors, trustees, and other disqualified persons	14,921,224.	12,921,224.	
	21	Mortgages and other notes payable	189,660.	103,125.	
	22	Other liabilities (describe ▶ STATEMENT 15)	4,452.	9,087.	
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)	15,171,162.	13,365,223.	
		Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/>			
	24	Net assets without donor restrictions			
	25	Net assets with donor restrictions			
		Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/>			
	26	Capital stock, trust principal, or current funds	0.	0.	
	27	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	28	Retained earnings, accumulated income, endowment, or other funds	65,307,959.	73,444,654.	
	29	Total net assets or fund balances	65,307,959.	73,444,654.	
	30	Total liabilities and net assets/fund balances	80,479,121.	86,809,877.	

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

1	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)	1	65,307,959.
2	Enter amount from Part I, line 27a	2	10,788,857.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	76,096,816.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	2,652,162.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	73,444,654.

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

(a) List and describe the kind(s) of property sold (for example, 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.)
1a				
b				
c				
d				
e				

(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))
a			
b			
c			
d			
e	264,043.	347,393.	<83,350.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			<83,350.>

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	<83,350.>
3 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). If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		3	<272.>

**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 doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the 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	8,073,275.	2,976,179.	2.712631
2017	7,317,208.	2,132,490.	3.431298
2016	20,221,038.	2,049,306.	9.867261
2015	9,988,523.	2,316,955.	4.311056
2014	8,442,380.	2,189,111.	3.856534

2 Total of line 1, column (d)	2	24.178780
3 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	3	4.835756
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	3,351,611.
5 Multiply line 4 by line 3	5	16,207,573.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	45,011.
7 Add lines 5 and 6	7	16,252,584.
8 Enter qualifying distributions from Part XII, line 4	8	11,692,504.

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)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	90,022.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	90,022.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	90,022.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	84,000.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	84,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	228.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	6,250.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2020 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input type="checkbox"/> AL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV	X	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

STMT 16

**Part VII-A Statements Regarding Activities** (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>WWW.BARBERMUSEUM.ORG</b>	X	
14 The books are in care of ► <b>ADAM COAN</b> Telephone no. ► <b>205-702-8706</b> Located at ► <b>6030 BARBER MOTORSPORTS PKWY, BIRMINGHAM, AL</b> ZIP+4 ► <b>35094</b>		
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 N/A		
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

**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.

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► , , ,		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4b	X

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

	Yes	No
<b>5a</b> During the year, did the foundation pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</b> If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	
Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
<b>c</b> If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A	
If "Yes," attach the statement required by Regulations section 53.4945-5(d).	<input type="checkbox"/> Yes <input type="checkbox"/> No	
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
If "Yes" to 6b, file Form 8870.		
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	
<b>8</b> Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and foundation managers and their compensation.

(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
SEE STATEMENT 17		566,015.	20,680.	0.

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

(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
ROBERT L. CLARK - 4124 SHARPSBURG DRIVE, BIRMINGHAM, AL 35213	RESTORATION MANAGER 40.00	136,000.	4,425.	0.
ADAM COAN - 1929 GALLANT FOX DRIVE, HELENA, AL 35080	CONTROLLER 40.00	97,700.	0.	0.
JOEL M. SELF - 3933 MARS AVENUE, BIRMINGHAM, AL 35215	SUPERVISOR 40.00	80,500.	13,331.	0.
CHARLES HUNEYCUTT - 2420 BRIARCLIFF DRIVE, LEEDS, AL 35094	RESTORATION SUPERVISOR 40.00	89,005.	3,520.	0.
MICHAEL DESOCIO - 3058 OLD STONE DRIVE, BIRMINGHAM, AL 35242	SUPERVISOR 40.00	88,000.	3,120.	0.

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

23

(continued)

[illegible]

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0

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
1	THE FOUNDATION EXHIBITS VINTAGE MOTORCYCLES THROUGHOUT THE YEAR AT THE MUSEUM AND AT VARIOUS MOTORCYCLE AND AUTO RACES DURING THE YEAR.	0.
2		
3		
4		

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>NOT APPLICABLE</b>	
		0.
<b>2</b>		
	All other program-related investments. See instructions.	
<b>3</b>		
<b>Total.</b> Add lines 1 through 3		0.

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,638,362.
b	Average of monthly cash balances	1b	672,320.
c	Fair market value of all other assets	1c	91,969.
d	Total (add lines 1a, b, and c)	1d	3,402,651.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,402,651.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	51,040.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,351,611.
6	Minimum investment return. Enter 5% of line 5	6	167,581.

**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.)

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

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	5,017,874.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	6,674,630.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	11,692,504.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	11,692,504.

**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)

N/A

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
<b>1</b> Distributable amount for 2019 from Part XI, line 7				
<b>2</b> Undistributed income, if any, as of the end of 2019				
<b>a</b> Enter amount for 2018 only				
<b>b</b> Total for prior years:				
<b>3</b> Excess distributions carryover, if any, to 2019:				
<b>a</b> From 2014				
<b>b</b> From 2015				
<b>c</b> From 2016				
<b>d</b> From 2017				
<b>e</b> From 2018				
<b>f</b> Total of lines 3a through e				
<b>4</b> Qualifying distributions for 2019 from Part XII, line 4: ▶ \$				
<b>a</b> Applied to 2018, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)				
<b>d</b> Applied to 2019 distributable amount				
<b>e</b> Remaining amount distributed out of corpus				
<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) )				
<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				
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b				
<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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions				
<b>e</b> Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr.				
<b>f</b> Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				
<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)				
<b>8</b> Excess distributions carryover from 2014 not applied on line 5 or line 7				
<b>9</b> Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2015				
<b>b</b> Excess from 2016				
<b>c</b> Excess from 2017				
<b>d</b> Excess from 2018				
<b>e</b> Excess from 2019				

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

1 a 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 foundation is a private operating foundation described in section

☒ 4942(j)(3) or ☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII, line 4, for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Tax year	Prior 3 years				(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
	167,581.	148,809.	106,625.	102,465.	525,480.
	142,444.	126,488.	90,631.	87,095.	446,658.
	11,692,504.	8,073,275.	7,317,208.	20,257,755.	47,340,742.
	0.	0.	0.	0.	0.
	11,692,504.	8,073,275.	7,317,208.	20,257,755.	47,340,742.
	1				1 X 0.
					0.
	111,721.	99,206.	71,083.	68,310.	350,320.
					0.
					0.
					0.
					0.

**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).)

GEORGE W. BARBER, JR.

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.

NONE

**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.

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 Name and address (home or business)	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
<b>a Paid during the year</b>				
F.A.I.T.H. RIDERS NATIONAL CHAPTER 7789 GADSDEN HIGHWAY TRUSSVILLE, AL 35173	NONE	PUBLIC CHARITY	GENERAL FUND	3,000.
MOVEMBER FOUNDATION PO BOX 1595 CULVER CITY, CA 90232	NONE	PUBLIC CHARITY	GENERAL FUND	704.
<b>Total</b>			<b>3a</b>	3,704.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>3b</b>	0.

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a <u>MUSEUM ADMISSIONS</u>						617,360.
b <u>MEMBERSHIPS</u>						221,193.
c <u>VINTAGE FESTIVAL AUCTION</u>						645,574.
d <u>DISCOUNTS</u>						6,063.
e <u>TRAVELING EXHIBITS</u>						100,000.
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	11,036.		
4 Dividends and interest from securities			14	144,336.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property			16	4,997,730.		
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			01	<31,827.>		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory	453220	201,866.				
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		201,866.		5,121,275.		1,590,190.
13 Total. Add line 12, columns (b), (d), and (e)						6,913,331

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]



**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.)
1a	CENTURYLINK INC	P	09/06/12	03/12/19
b	CROWN CASTLE INTL CORP	P	01/16/18	03/12/19
c	CYPRESS SEMICONDUCTOR CORP	P	02/04/15	06/07/19
d	FORD MOTOR CO	P	09/23/15	03/12/19
e	GARRETT MOTION INC	P	05/29/03	03/12/19
f	GENERAL ELECTRIC CO	P	01/11/12	03/12/19
g	GENERAL ELECTRIC CO	P	05/15/12	03/12/19
h	GENERAL ELECTRIC CO	P	02/04/15	03/12/19
i	ORACLE CORP	P	01/16/18	03/12/19
j	WABTEC	P	02/26/19	02/26/19
k	WABTEC	P	02/26/19	02/26/19
l	VIRTUS GLOBAL DIVID & INCOME FUND INC	P	02/17/17	03/12/19
m	VIRTUS GLOBAL DIVID & INCOME FUND INC	P	01/16/18	03/12/19
n				
o				

(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)
a 12,140.		43,003.	<30,863.>
b 34,001.		29,318.	4,683.
c 66,234.		42,454.	23,780.
d 29,780.		47,640.	<17,860.>
e 1,460.		280.	1,180.
f 14,579.		28,670.	<14,091.>
g 34,017.		64,877.	<30,860.>
h 9,719.		24,260.	<14,541.>
i 31,667.		29,943.	1,724.
j 16.		18.	<2.>
k 2,228.		2,498.	<270.>
l 9,401.		10,279.	<878.>
m 18,801.		24,153.	<5,352.>
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<30,863.>
b			4,683.
c			23,780.
d			<17,860.>
e			1,180.
f			<14,091.>
g			<30,860.>
h			<14,541.>
i			1,724.
j			** <2.>
k			** <270.>
l			<878.>
m			<5,352.>
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<83,350.>
3 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). If (loss), enter "-0-" in Part I, line 8 }	3	<272.>

**Schedule B**

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No 1545-0047

**2019**

Name of the organization

Employer identification number

**BARBER VINTAGE MOTORSPORTS MUSEUM****63-1125485**

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000; or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

**Caution:** An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
<b>BARBER VINTAGE MOTORSPORTS MUSEUM</b>	<b>63-1125485</b>

**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<b>1</b>	<b>GEORGE W. BARBER JR.</b> <b>2173 CREST ROAD</b> <b>BIRMINGHAM, AL 35209</b>	\$ <b>7,300,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<b>2</b>	<b>LINN - HENLEY CHARITABLE TRUST</b> <b>C/O REGIONS 1901 6TH AVE N, STE 300</b> <b>BIRMINGHAM, AL 35203</b>	\$ <b>150,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<b>3</b>	<b>THE GEORGE W. BARBER TRUST #5</b> <b>27 INVERNESS CENTER PARKWAY</b> <b>BIRMINGHAM, AL 35242</b>	\$ <b>150,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
<b>4</b>	<b>PETE HANNA CHARITABLE FOUNDATION</b> <b>P.O. BOX 558</b> <b>FAIRFIELD, AL 35064</b>	\$ <b>10,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
<b>5</b>	<b>AUSTIN CUNNINGHAM</b> <b>27 INVERNESS CENTER PARKWAY</b> <b>BIRMINGHAM, AL 35242</b>	\$ <b>100,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
<b>6</b>	<b>BEBO ELKINS</b> <b>1138 ST. ANN STREET</b> <b>JACKSON, MS 39202</b>	\$ <b>23,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)



Name of organization	Employer identification number
<b>BARBER VINTAGE MOTORSPORTS MUSEUM</b>	<b>63-1125485</b>

**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	DOUG TEAGUE 7507 LEIGH ROAD WARRENTON, VA 20186	\$ 18,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
8	LINDA GOTCHER 771 ACACIA AVE MELBOURNE VILLAGE, FL 32904	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
9	MARTHA BREWER 16 FOSTER DRIVE NEWNAN, GA 30263	\$ 8,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
10	DAVID PRATT 3022 WEATHERTON DRIVE MOUNTAIN BROOK, AL 35223	\$ 8,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
11	MICHAEL DARR 10030 CRAFTSMAN PARK WAY PALMETTO, FL 34221	\$ 7,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
12	JAMES ELKINS 1138 ST. ANN STREET JACKSON, MS 39202	\$ 7,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization	Employer identification number
<b>BARBER VINTAGE MOTORSPORTS MUSEUM</b>	<b>63-1125485</b>

**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	<b>MARK VON MANDEL</b> <b>1089 COLONY CIRCLE</b> <b>MARIETTA, GA 30068</b>	\$ <b>7,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
14	<b>CHARLIE REGAN</b> <b>3916 GLENCOE</b> <b>BIRMINGHAM, AL 35213</b>	\$ <b>6,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
15	<b>HANNI BERGER</b> <b>3683 LAMBER LANE NE</b> <b>BROOKHAVEN, GA 30319</b>	\$ <b>6,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
16	<b>THOMAS HANSEN</b> <b>105 GEORGIAN STREET</b> <b>HOT SPRINGS, AR 71901</b>	\$ <b>6,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
17	<b>FRED MEYER</b> <b>3985 SOMERET AVE</b> <b>CASTRO VALLEY, CA 94546</b>	\$ <b>5,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
18	<b>RON RAVEN</b> <b>6375 QUEEN MILL ROAD</b> <b>MABLETON, GA 30126</b>	\$ <b>5,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
<b>BARBER VINTAGE MOTORSPORTS MUSEUM</b>	<b>63-1125485</b>

**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
19	STEVEN CARLISLE 702 HELM LANE MT. WASHINGTON, KY 40047	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
20	ED RICHARD 231 VILLA LANE HAVANA, FL 32353	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
21	MARK CLARK 1500 19TH STREET S SUITE 200 BIRMINGHAM, AL 35205	\$ 4,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization <b>BARBER VINTAGE MOTORSPORTS MUSEUM</b>	Employer identification number <b>63-1125485</b>
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**Part II** **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
6	1962 BSA GOLD STAR	\$ 23,000.	06/30/19
7	1967 YAMAHA TDC-C YETMAN	\$ 18,000.	06/30/19
8	1981 BMW R80 GS	\$ 10,000.	06/30/19
9	1969 BMW R/60	\$ 8,000.	06/30/19
10	2001 TITAN GECKO	\$ 8,000.	06/30/19
11	1976 BULTACO SHERPA	\$ 7,500.	06/30/19

Name of organization

Employer identification number

**BARBER VINTAGE MOTORSPORTS MUSEUM****63-1125485****Part II** **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions )	(d) Date received
12	1967 TRIUMPH MOUNTAIN CLUB	\$ 7,500.	06/30/19
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
13	1968 BSA SPITFIRE HORNET	\$ 7,000.	06/30/19
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
14	1986 HONDA Z50	\$ 6,000.	06/30/19
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
15	2013 BRAMMO RACEBIKE	\$ 6,000.	06/30/19
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions )	(d) Date received
16	1968 HARLEY DAVIDSON SPORTSTER	\$ 6,000.	06/30/19
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions )	(d) Date received
17	1972 HONDA CB500	\$ 5,000.	06/30/19

Name of organization

Employer identification number

**BARBER VINTAGE MOTORSPORTS MUSEUM****63-1125485****Part II** **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
18	1988 HEJIRA N/A	\$ 5,000.	06/30/19
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
19	1983 KAWASAKI KZ1000	\$ 5,000.	06/30/19
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
20	1984 YAMAHA RZ500	\$ 5,000.	06/30/19
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
21	1956 BEATLES' BENTLEY S1 SALOON B174 CK	\$ 4,000,000.	12/27/19
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	

Name of organization <b>BARBER VINTAGE MOTORSPORTS MUSEUM</b>	Employer identification number <b>63-1125485</b>
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**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	11,036.	11,036.	11,036.
TOTAL TO PART I, LINE 3	11,036.	11,036.	11,036.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
STIFEL	144,336.	0.	144,336.	144,336.	144,336.
TO PART I, LINE 4	144,336.	0.	144,336.	144,336.	144,336.

## FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
MUSEUM RENTAL	1	500,899.
TRACK RENTAL	2	4,496,831.
TOTAL TO FORM 990-PF, PART I, LINE 5A		4,997,730.

## FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 4

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
CENTURYLINK INC	12,140.	43,003.	0.	0.		09/06/12 03/12/19
						<30,863.>



(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CROWN CASTLE INTL CORP				01/16/18	03/12/19
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
34,001.	29,318.	0.	0.	4,683.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CYPRESS SEMICONDUCTOR CORP				02/04/15	06/07/19
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
66,234.	42,454.	0.	0.	23,780.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FORD MOTOR CO				09/23/15	03/12/19
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
29,780.	47,640.	0.	0.	<17,860.>	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GARRETT MOTION INC				05/29/03	03/12/19
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
1,460.	280.	0.	0.	1,180.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GENERAL ELECTRIC CO				01/11/12	03/12/19
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
14,579.	28,670.	0.	0.	<14,091.>	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GENERAL ELECTRIC CO				05/15/12	03/12/19
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
34,017.	64,877.	0.	0.	<30,860.>	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GENERAL ELECTRIC CO				02/04/15	03/12/19
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
9,719.	24,260.	0.	0.	<14,541.>	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ORACLE CORP				01/16/18	03/12/19
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
31,667.	29,943.	0.	0.	1,724.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WABTEC				02/26/19	02/26/19
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
16.	18.	0.	0.	<2.>	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WABTEC				02/26/19	02/26/19
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
2,228.	2,498.	0.	0.	<270.>	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
VIRTUS GLOBAL DIVID & INCOME FUND INC	9,401.	10,279.	0.	0.		02/17/17 03/12/19

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
VIRTUS GLOBAL DIVID & INCOME FUND INC	18,801.	24,153.	0.	0.		01/16/18 03/12/19

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
BIKES - BONHAMS AUCTION	67,896.	43,641.	0.	0.		24,255.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
PARTS - VINTAGE FEST	10,683.	7,064.	0.	0.		3,619.

(A) DESCRIPTION OF PROPERTY	MANNER		DATE	
	ACQUIRED	ACQUIRED	DATE	SOLD
2017 CHEVROLET 1500 SILVERADO	PURCHASED	10/21/16	05/13/19	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
28,000.	29,932.	0.	25,581.	23,649.

NET GAIN OR LOSS FROM SALE OF ASSETS

&lt;31,827.&gt;

CAPITAL GAINS DIVIDENDS FROM PART IV

0.

TOTAL TO FORM 990-PF, PART I, LINE 6A

&lt;31,827.&gt;

FORM 990-PF

INCOME AND COST OF GOODS SOLD  
INCLUDED ON PART I, LINE 10

STATEMENT 5

## INCOME

1. GROSS RECEIPTS . . . . .	414,545	
2. RETURNS AND ALLOWANCES . . . . .		
3. LINE 1 LESS LINE 2 . . . . .		414,545
4. COST OF GOODS SOLD (LINE 15) . . . . .	212,679	
5. GROSS PROFIT (LINE 3 LESS LINE 4). . . . .		201,866
6. OTHER INCOME . . . . .		
7. GROSS INCOME (ADD LINES 5 AND 6) . . . . .		201,866

## COST OF GOODS SOLD

8. INVENTORY AT BEGINNING OF YEAR . . . . .	100,882	
9. MERCHANDISE PURCHASED. . . . .	194,854	
10. COST OF LABOR. . . . .		
11. MATERIALS AND SUPPLIES . . . . .		
12. OTHER COSTS. . . . .		
13. ADD LINES 8 THROUGH 12 . . . . .		295,736
14. INVENTORY AT END OF YEAR . . . . .	83,057	
15. COST OF GOODS SOLD (LINE 13 LESS LINE 14). .		212,679

## FORM 990-PF

## OTHER INCOME

## STATEMENT 6

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MUSEUM ADMISSIONS	617,360.	0.	617,360.
MEMBERSHIPS	221,193.	0.	221,193.
VINTAGE FESTIVAL AUCTION	645,574.	0.	645,574.
DISCOUNTS	6,063.	0.	6,063.
TRAVELING EXHIBITS	100,000.	0.	100,000.
TOTAL TO FORM 990-PF, PART I, LINE 11	1,590,190.	0.	1,590,190.

## FORM 990-PF

## ACCOUNTING FEES

## STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & LEGAL FEES	36,424.	0.	7,860.	28,564.
TO FORM 990-PF, PG 1, LN 16B	36,424.	0.	7,860.	28,564.

## FORM 990-PF

## OTHER PROFESSIONAL FEES

## STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	1,710.	0.	339.	1,371.
TO FORM 990-PF, PG 1, LN 16C	1,710.	0.	339.	1,371.

## FORM 990-PF

## TAXES

## STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES AND LICENSES	304,063.	2,691.	49,327.	254,737.
TO FORM 990-PF, PG 1, LN 18	304,063.	2,691.	49,327.	254,737.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 10

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADDRESS SYSTEM	302.	67.	67.	235.
ADVERTISING	37,221.	0.	8,032.	29,189.
BOND EXPENSE	2,200.	0.	475.	1,725.
BUILDING & LANDSCAPING EXPENSE	167,367.	36,045.	36,045.	131,322.
BUILDING REPAIR/MAINTENANCE	266,332.	24,162.	58,140.	208,191.
CAMERA SYSTEM	1,912.	161.	161.	1,749.
COMPUTER EXPENSE	69,537.	0.	15,006.	54,531.
CONTRACT SERVICES	34,938.	0.	146.	34,791.
DISPLAYS	154,068.	0.	33,248.	120,820.
DUES & MEMBERSHIPS	4,217.	0.	892.	3,325.
EMPLOYEE & VOLUNTEER EXPENSES	23,446.	0.	5,050.	18,396.
EMS SERVICES	82,395.	82,395.	82,395.	0.
FLAGS & SIGNAGE	15,085.	3,348.	3,348.	11,737.
FUEL	41,668.	0.	0.	41,668.
GENERAL & ADMIN	79,156.	0.	17,082.	62,074.
INSURANCE	187,107.	22,983.	46,323.	140,784.
JANITORIAL	83,647.	7,778.	18,265.	65,382.
MACHINE SHOP SUPPLIES	22,931.	0.	4,948.	17,982.
NEWSLETTER	20,755.	0.	4,479.	16,276.
OFFICE EQUIPMENT	6,862.	0.	1,336.	5,526.
OFFICE SUPPLIES	16,953.	0.	3,571.	13,382.
PARTS & MATERIALS	3,809.	0.	755.	3,054.
TRACK MAINTENANCE	76,055.	16,878.	16,878.	59,177.
TRACK SWEEPING	1,888.	419.	419.	1,469.
UNIFORMS	14,589.	0.	2,321.	12,268.
UTILITIES	569,895.	42,478.	123,013.	446,881.
VEHICLE REPAIRS	22,611.	0.	1,413.	21,198.
MISCELLANEOUS	3.	0.	1.	2.
PAYROLL PROCESSING	12,197.	0.	1,402.	10,795.
OFFICE EQUIPMENT REPAIR	125.	0.	27.	98.
RENT	794.	0.	146.	649.
COLLECTION MAINTENANCE	3,807.	0.	822.	2,986.
EQUIPMENT REPAIR	18,760.	0.	2,693.	16,069.
EDUCATION EXPENSES	2,051.	0.	336.	1,717.
PARK SECURITY	982.	218.	218.	763.
EVENT EXPENSES	84,368.	84,368.	84,368.	0.
MEMBERSHIP EXPENSES	45,180.	0.	9,750.	35,430.
OTHER FUNDRAISING EXPENSES	378,307.	0.	0.	378,307.
TO FORM 990-PF, PG 1, LN 23	2,553,520.	321,300.	583,571.	1,969,948.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 11
DESCRIPTION		AMOUNT
UNREALIZED TAX GAIN ON RECEIPT OF DONATED PROPERTY		2,652,162.
TOTAL TO FORM 990-PF, PART III, LINE 5		2,652,162.

FORM 990-PF	CORPORATE STOCK	STATEMENT 12
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MARKETABLE INVESTMENTS-STIFEL, NICHOLAS & CO.	2,554,659.	2,894,180.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,554,659.	2,894,180.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 13
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	COST	106.	106.
TOTAL TO FORM 990-PF, PART II, LINE 13		106.	106.

FORM 990-PF	OTHER ASSETS		STATEMENT 14
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
MOTORCYCLES	14,263,041.	14,584,832.	14,584,832.
CARS	4,903,024.	6,771,692.	6,771,692.
OTHER EXHIBIT ITEMS	757,878.	755,151.	755,151.
WORK IN PROGRESS	1,099,621.	82,661.	82,661.
OTHER DEFERRED EXPENSES	5,626.	210.	210.
OUTBOARD MOTORS	277,651.	294,962.	294,962.
BICYCLES	9,041.	9,041.	9,041.
INVENTORY - IN TRANSIT	0.	210,000.	210,000.
TO FORM 990-PF, PART II, LINE 15	21,315,882.	22,708,549.	22,708,549.



## FORM 990-PF

## OTHER LIABILITIES

## STATEMENT 15

## DESCRIPTION

## BOY AMOUNT

## EOY AMOUNT

VENDOR PREPAID

900.

1,358.

SALES TAX PAYABLE

3,552.

7,729.

TOTAL TO FORM 990-PF, PART II, LINE 22

4,452.

9,087.

## FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS  
PART VII-A, LINE 10

## STATEMENT 16

## NAME OF CONTRIBUTOR

## ADDRESS

MARK CLARK

1500 19TH STREET S SUITE 200  
BIRMINGHAM, AL 35205

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 17

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
GEORGE W. BARBER, JR. 27 INVERNESS CENTER PARKWAY BIRMINGHAM, AL 35242	MEMBER 5.00	0.	0.	0.
JEFFREY A. RAY 12985 BEL AIR CIRCLE MCCALLA, AL 35111	PRESIDENT, EXEC. DIRECTOR 50.00	298,014.	11,200.	0.
LEE A. KINNEBREW 27 INVERNESS CENTER PARKWAY BIRMINGHAM, AL 35242	VICE PRESIDENT & DIRECTOR 2.00	0.	0.	0.
T. PAUL SANFORD 27 INVERNESS CENTER PARKWAY BIRMINGHAM, AL 35242	SECRETARY/TREASURER & DIRE 2.00	0.	0.	0.
LYNN L. WOEHLE 27 INVERNESS CENTER PARKWAY BIRMINGHAM, AL 35242	DIRECTOR 2.00	0.	0.	0.
DALE SIEBERT 27 INVERNESS CENTER PARKWAY BIRMINGHAM, AL 35242	DIRECTOR 2.00	0.	0.	0.
CHARLES M. MILLER, JR. 27 INVERNESS CENTER PARKWAY BIRMINGHAM, AL 35242	CHAIRMAN OF THE BOARD 2.00	0.	0.	0.
MARK L. WHITT 1853 REX LAKE ROAD LEEDS, AL 35094	DIRECTOR & PARK GENERAL MA 50.00	268,001.	9,480.	0.
JIMI L. FLYNT 1633 EL PRADO DRIVE KNOXVILLE, TN 37922	DIRECTOR 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		566,015.	20,680.	0.

FORM 990-PF PAGE 1

990-066

[illegible]

928111 04-01-19

(D) - Asset disposed

\* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone