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Form 990-PF

Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

OMB No 1545-0052

2010

Department of the Treasury  
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2010, or tax year beginning 12-01-2010 , and ending 11-30-2011

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation  
EARNEST & DORTHY BARROW FOUNDATION  
MUSEUM

A Employer identification number  
75-1550896

Number and street (or P O box number if mail is not delivered to street address)  
331 W AVENUE B

Room/suite

B Telephone number (see page 10 of the instructions)  
(325) 469-3788

City or town, state, and ZIP code  
SAN ANGELO, TX 76903

C If exemption application is pending, check here ☐  
D 1. Foreign organizations, check here ☐  
2. Foreign organizations meeting the 85% test, check here and attach computation ☐  
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐  
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,137,660








J Accounting method ☒ Cash ☐ Accrual  
☐ Other (specify)   
(Part I, column (d) must be on cash basis.)



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) (see page 11 of the instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	601			
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	15,684	15,684		
	4 Dividends and interest from securities. . . . .	25,363	25,363		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	3,716			
	b Gross sales price for all assets on line 6a _____ 186,804				
	7 Capital gain net income (from Part IV , line 2) . . . .		3,716		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .	160,661			
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	206,025	44,763		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages . . . . .	56,020			56,020
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .	6,000			6,000
	b Accounting fees (attach schedule) . . . . .	6,621	1,986		4,635
	c Other professional fees (attach schedule) . . . . .				
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see page 14 of the instructions)	21,680			21,680
	19 Depreciation (attach schedule) and depletion . . . .	6,656			
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	95,739	12,854		82,885
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	192,716	14,840		171,220
	25 Contributions, gifts, grants paid . . . . .	100			100
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	192,816	14,840		171,320
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	13,209			
	b <b>Net investment income</b> (if negative, enter -0-)		29,923		
	c <b>Adjusted net income</b> (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form 990-PF (2010)

Part II Balance Sheets		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
Assets	1	Cash—non-interest-bearing . . . . .	165,247	76,336	76,336
	2	Savings and temporary cash investments . . . . .			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .	2,565	2,266	2,266
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	564,326	 569,855	600,216
	c	Investments—corporate bonds (attach schedule) . . . . .	353,855	 467,429	485,889
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .	665,843	 620,080	651,568
	14	Land, buildings, and equipment basis ▶ _____ 136,970 Less accumulated depreciation (attach schedule) ▶ _____ 80,313	58,283	 56,657	1,427,282
15	Other assets (describe ▶ _____)	 894,103	 894,103	 894,103	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,704,222	2,686,726	4,137,660	
Liabilities	17	Accounts payable and accrued expenses . . . . .	2,229	939	
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22) . . . . .	2,229	939	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds . . . . .	1,747,286	1,731,080	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	954,707	954,707	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	2,701,993	2,685,787	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	2,704,222	2,686,726	

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 30 (must agree with end-of-year figure reported on prior year’s return) . . . . .	1 2,701,993
2	Enter amount from Part I, line 27a . . . . .	2 13,209
3	Other increases not included in line 2 (itemize) ▶ _____ 	3 16,763
4	Add lines 1, 2, and 3 . . . . .	4 2,731,965
5	Decreases not included in line 2 (itemize) ▶ _____ 	5 46,178
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6 2,685,787

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				
(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				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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		
a				
b				
c				
d				
e				
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	3,716
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) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 . . . . . }			3	-8,995

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 page 18 of 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))
2009	150,205	1,308,992	0 11475
2008	151,865	1,128,078	0 13462
2007	59,480	2,195,519	0 02709
2006	60,337	1,949,900	0 03094
2005	41,029	2,067,714	0 01984
2 Total of line 1, column (d). . . . .			2 0 32725
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . .			3 0 06545
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5. . . . .			4 1,425,724
5 Multiply line 4 by line 3. . . . .			5 93,314
6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .			6 299
7 Add lines 5 and 6. . . . .			7 93,613
8 Enter qualifying distributions from Part XII, line 4. . . . .			8 171,320

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 on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1aExempt 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)			
bDomestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	299
cAll other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3Add lines 1 and 2. . . . .		3	299
4Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	299
6Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,565
b	Exempt foreign organizations—tax withheld at source . . . . .	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld . . . . .	6d	
7Total credits and payments Add lines 6a through 6d. . . . .		7	2,565
8Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
10Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	2,266
11Enter the amount of line 10 to be Credited to 2011 estimated tax 2,266 Refunded		11	

Part VII-AStatements Regarding Activities			
1aDuring 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? . . . . .			YesNo
bDid it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for 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.		1a1b	NoNo
cDid the foundation file Form 1120-POL for this year?. . . . .		1c	No
dEnter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$			
eEnter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$			
2Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities.		2	No
3Has 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 . . . . .		3	No
4aDid the foundation have unrelated business gross income of \$1,000 or more during the year?. . . . .		4a	No
bIf "Yes," has it filed a tax return on Form 990-T for this year?. . . . .		4b	No
5Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.		5	No
6Are 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? . . . . .		6	No
7Did 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		7	Yes
8aEnter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) TX			
bIf 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 .		8b	Yes
9Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV . . . . .		9	Yes
10Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	No

Part VII-A

Statements Regarding Activities *(continued)*

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	13	Yes	
14	The books are in care of <b>OLIVER RAINEY &amp; WOJTEK LLP</b> Telephone no <b>(325) 942-6713</b> Located at <b>2909 SHERWOOD WAY SAN ANGELO TX</b> ZIP+4 <b>76901</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2010, 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?	16		No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country.				

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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" 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? ( <b>Exception.</b> 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 <b>any</b> 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 page 20 of the instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input checked="" type="checkbox"/>	1b		No
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 2010?	1c		No
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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>20</b> , <b>20</b> , <b>20</b> , <b>20</b>			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see page 20 of the instructions ).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <b>20</b> , <b>20</b> , <b>20</b> , <b>20</b>			
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 2010 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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i> ).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2010?	4b		No

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, 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 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		No
c	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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
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 or have any net income attributable to the transaction?	7b		No

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 page 22 of the instructions).				
(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 Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). 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
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. . . . .		

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
1 OPERATION AND MAINTENANCE OF THE EARNEST AND DOROTHY BARROW FOUNDATION MUSEUM IN EOLA, TEXAS. THE MUSEUM WAS FOUNDED TO DISPLAY EARNEST & DOROTHY BARROW'S EXTENSIVE COLLECTION OF MEMORABILIA FROM THE EARLY DAYS OF THE CONCHO VALLEY.	171,320
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3. . . . .	



Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	1,332,816
b	Average of monthly cash balances. . . . .	1b	114,620
c	Fair market value of all other assets (see page 24 of the instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	1,447,436
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	
3	Subtract line 2 from line 1d. . . . .	3	1,447,436
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	4	21,712
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,425,724
6	Minimum investment return. Enter 5% of line 5. . . . .	6	71,286

Part XI

Distributable Amount (see page 25 of the 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 2010 from Part VI, line 5. . . . .	2a	
b	Income tax for 2010 (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 page 25 of the 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 page 25 of the 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	171,320
b	Program-related investments—total from Part IX-B. . . . .	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
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	171,320
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 (see page 26 of the instructions). . . . .	5	299
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	171,021
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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7			
2	Undistributed income, if any, as of the end of 2010			
a	Enter amount for 2009 only. . . . .			
b	Total for prior years 20____, 20____, 20____			
3	Excess distributions carryover, if any, to 2010			
a	From 2005. . . . .			
b	From 2006. . . . .			
c	From 2007. . . . .			
d	From 2008. . . . .			
e	From 2009. . . . .			
f	Total of lines 3a through e. . . . .			
4	Qualifying distributions for 2010 from Part XII, line 4 ➤ \$ _____			
a	Applied to 2009, but not more than line 2a			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .			
d	Applied to 2010 distributable amount. . . . .			
e	Remaining amount distributed out of corpus			
5	Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6	Enter the net total of each column as indicated below:			
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5			
b	Prior years' undistributed income Subtract line 4b from line 2b. . . . .			
c	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. . . . .			
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .			
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions . . . . .			
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 . . . . .			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions). . . . .			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions). . . . .			
9	Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .			
10	Analysis of line 9			
a	Excess from 2006. . . . .			
b	Excess from 2007. . . . .			
c	Excess from 2008. . . . .			
d	Excess from 2009. . . . .			
e	Excess from 2010. . . . .			

Part XIV

Private Operating Foundations (see page 27 of the 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 2010, 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)

☒ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2010	(b) 2009	(c) 2008	(d) 2007	
		41,047			109,776	150,823
b	85% of line 2a	34,890			93,310	128,200
c	Qualifying distributions from Part XII, line 4 for each year listed.	171,320	150,414	152,091	59,480	533,305
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.	171,320	150,414	152,091	59,480	533,305
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.			37,603	73,184	110,787
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.					

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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) )

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. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

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

DANIEL WILDE  
331 W AVENUE B  
SAN ANGELO, TX 76903  
(325) 469-3788

b

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

WRITTEN LETTER TO THE PRESIDENT OF THE EARNEST & DOROTHY BARROW FOUNDATION

c

Any submission deadlines

NO DEADLINE



d

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

DONATIONS ARE RESTRICTED TO ORGANIZATIONS THAT PROMOTE WEST TEXAS CULTURE AND RANCHING HERITAGE

**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> TOM GREEN COUNTY EXTENSION OFFICE 113 W BEAUREGARD SAN ANGELO, TX 76903	NONE	501(C)(3)	DONATION FOR JUNIOR LIVESTOCK SHOW	100
<b>Total</b> . . . . .			 <b>3a</b>	100
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			 <b>3b</b>	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b>	Program service revenue					
<b>a</b>	_____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>f</b>	_____					
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments. . . .					
<b>3</b>	Interest on savings and temporary cash investments			14	15,684	
<b>4</b>	Dividends and interest from securities. . . .			14	25,363	
<b>5</b>	Net rental income or (loss) from real estate					
<b>a</b>	Debt-financed property. . . . .					
<b>b</b>	Not debt-financed property. . . . .					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income. . . . .					
<b>8</b>	Gain or (loss) from sales of assets other than inventory			18	3,716	
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory. .					
<b>11</b>	Other revenue <b>a</b> SALE OF RAISED LIVESTOCK					41,904
	<b>b</b> REFUNDS					69
	<b>c</b> OIL & GAS ROYALTIES			15	111,752	
	<b>d</b> FARM LEASE					6,900
	<b>e</b> CROP INCOME					36
<b>12</b>	Subtotal Add columns (b), (d), and (e). .				156,515	48,909
<b>13</b>	<b>Total.</b> Add line 12, columns (b), (d), and (e). . . . .					205,424

[illegible]

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (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. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

Yes

No

(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) of the Code (other than section 501(c)(3)) or in section 527?

Yes

No

b

If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
--------------------------	--------------------------	---------------------------------

Sign Here

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 or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

2012-03-20

Title

Paid Preparer's Use Only

Preparer's Signature

Jeffrey J Bozeman CPA

Date

Check if self-employed

PTIN

Firm's name

Oliver Rainey & Wojtek LLP

Firm's EIN

Firm's address

2909 Sherwood Way Suite 300  
San Angelo, TX 769013558

Phone no. (325) 942-6713

Form 990-PF (2010)

Additional Data

Software ID: 10000105  
Software Version: 2010v3.2  
EIN: 75-1550896  
Name: EARNEST & DORTHY BARROW FOUNDATION  
MUSEUM

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, 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
MARGIE CALHOUN	Director 0 00	0		
331 W AVENUE B SAN ANGELO, TX 76903				
DON PIWONKA	Director 0 00	0		
331 W AVENUE B SAN ANGELO, TX 76903				
PAUL STIPANOVIC	Treasurer 0 00	0		
331 W AVENUE B SAN ANGELO, TX 76903				
BRAD HARALSON	Secretary 0 00	0		
331 W AVENUE B SAN ANGELO, TX 76903				
DANIEL WILDE	President 0 00	0		
331 W AVENUE B SAN ANGELO, TX 76903				

**TY 2010 Accounting Fees Schedule**

**Name:** EARNEST & DORTHY BARROW FOUNDATION  
MUSEUM

**EIN:** 75-1550896

**Software ID:** 10000105

**Software Version:** 2010v3.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	6,621	1,986	0	4,635



Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2010 Depreciation Schedule

**Name:** EARNEST & DORTHY BARROW FOUNDATION  
MUSEUM  
**EIN:** 75-1550896

**Software ID:** 10000105

**Software Version:** 2010v3.2

TY 2010 Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
ROOF - GARY'S HOUSE	2011-06-20	5,030		85	1 67 %	84			
HOT WATER HEATER	2010-02-05	498	125	57	21 43 %	107			
3 HEIFERS	2010-06-17	1,904	286	53	34 00 %	647			
RANCH FEEDER	2010-11-22	2,660	133	53	38 00 %	1,011			
TRACTOR TIRE	2010-10-05	1,269	53	35	33 33 %	423			
AIR COMPRESSOR	2010-08-01	927	99	57	25 51 %	236			
BULL	2007-11-28	910	671	53	11 52 %	105			
BULL	2007-01-18	1,125	1,032	53	11 52 %	93			
POST HOLE DIGGER	2005-02-17	990	857	57	8 93 %	88			
CATTLE CHUTE	2005-09-14	1,499	1,299	57	8 93 %	134			
FENCING	2005-04-19	38,303	33,175	57	8 93 %	3,420			
DEER BLINDS	2005-09-20	3,453	2,991	57	8 93 %	308			

**TY 2010 Investments Corporate  
Bonds Schedule**

**Name:** EARNEST & DORTHY BARROW FOUNDATION  
MUSEUM

**EIN:** 75-1550896

**Software ID:** 10000105

**Software Version:** 2010v3.2

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FIXED INCOME INVESTMENTS	467,429	485,889

**TY 2010 Investments Corporate  
Stock Schedule**

**Name:** EARNEST & DORTHY BARROW FOUNDATION  
MUSEUM

**EIN:** 75-1550896

**Software ID:** 10000105

**Software Version:** 2010v3.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITIES	569,855	600,216

# TY 2010 Investments - Other Schedule

**Name:** EARNEST & DORTHY BARROW FOUNDATION  
MUSEUM

**EIN:** 75-1550896

**Software ID:** 10000105

**Software Version:** 2010v3.2

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OIL & GAS INTEREST	FMV	391,131	391,131
REAL ESTATE & SPECIALTY ASSETS	AT COST	121,940	157,237
ALTERNATIVE INVESTMENTS	AT COST	107,000	103,191
PATRONAGE DIVIDEND	AT COST	9	9

**TY 2010 Land, Etc. Schedule**

**Name:** EARNEST & DORTHY BARROW FOUNDATION  
MUSEUM

**EIN:** 75-1550896

**Software ID:** 10000105

**Software Version:** 2010v3.2

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Miscellaneous	19,358	12,534	6,824	6,824
Land	1,345		1,345	1,371,970
Improvements	38,303	36,595	1,708	1,708
Buildings	55,800	28,997	26,803	26,803
Machinery and Equipment	12,187	2,187	10,000	10,000
Furniture and Fixtures	9,977		9,977	9,977

**TY 2010 Legal Fees Schedule**

**Name:** EARNEST & DORTHY BARROW FOUNDATION  
MUSEUM

**EIN:** 75-1550896

**Software ID:** 10000105

**Software Version:** 2010v3.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	6,000	0	0	6,000

**TY 2010 Other Assets Schedule**

**Name:** EARNEST & DORTHY BARROW FOUNDATION  
MUSEUM

**EIN:** 75-1550896

**Software ID:** 10000105

**Software Version:** 2010v3.2

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
RAILROAD CABOOSE	4,350	4,350	4,350
MUSEUM CONTENTS	703,192	703,192	703,192
FIGURINE COLLECTION	3,760	3,760	3,760
CAROUSEL	2,500	2,500	2,500
BYNUM GUN ETC	250	250	250
BARROW JEWELRY & FURNITURE	122,651	122,651	122,651
BARBED WIRE COLLECTION	7,650	7,650	7,650
ARROWHEAD COLLECTION	7,250	7,250	7,250
ANTIQUE PIANO	10,000	10,000	10,000
ANTIQUE ORGAN	17,500	17,500	17,500
ANTIQUE NICKELODEON	2,000	2,000	2,000
1935 MORRIS AUTO	7,000	7,000	7,000
1934 FORD TRUCK	6,000	6,000	6,000

**TY 2010 Other Decreases Schedule**

**Name:** EARNEST & DORTHY BARROW FOUNDATION  
MUSEUM

**EIN:** 75-1550896

**Software ID:** 10000105

**Software Version:** 2010v3.2

Description	Amount
OIL & GAS INTEREST FMV ADJUSTMENT	43,874
FOREIGN TAXES.	115
FEDERAL EXCISE TAX	299
BASIS ADJUSTMENT	1,890



TY 2010 Other Expenses Schedule

Name: EARNEST & DORTHY BARROW FOUNDATION  
MUSEUM

EIN: 75-1550896

Software ID: 10000105

Software Version: 2010v3.2

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charitable Purposes
UTILITIES	5,670			5,670
TELEPHONE	136			136
SUPPLIES	642			642
REPAIR & MAINTENANCE	1,731			1,731
RENT	4,844			4,844
RANCH UTILITIES	534			534
RANCH TELEPHONE	998			998
RANCH SUPPLES	9,854			9,854
RANCH REPAIRS & MAINTENANCE	1,911			1,911
RANCH MEALS & ENTERTAINMENT	178			178
RANCH DUES & SUBSCRIPTIONS	48			48
RANCH COMMISSIONS	651			651
RANCH AUTO EXPENSE	4,948			4,948
POSTAGE	56			56
OFFICE EXPENSES	72			72
MEDICAL EXPENSE	2,484			2,484
MEALS & ENTERTAINMENT	93			93
INVESTMENT FEES	12,854	12,854		
INSURANCE	6,180			6,180
FEED, MINERAL & SEED	10,982			10,982
EMPLOYEE BENEFITS	11,184			11,184
DUES & SUBSCRIPTION	35			35
DIRECTOR'S MEETING	248			248
DEPLETION	16,763			16,763
CONTRACT LABOR	1,120			1,120
BANK FEES	132			132
ADVERTISING	1,391			1,391

**TY 2010 Other Income Schedule**

**Name:** EARNEST & DORTHY BARROW FOUNDATION  
MUSEUM

**EIN:** 75-1550896

**Software ID:** 10000105

**Software Version:** 2010v3.2

Description	Revenue And Expenses Per Books	Net Invest ment Income	Adjusted Net Income
SALE OF RAISED LIVESTOCK	41,904		
REFUNDS	69		
OIL & GAS ROYALTIES	111,752		
FARM LEASE	6,900		
CROP INCOME	36		

TY 2010 Other Increases Schedule

**Name:** EARNEST & DORTHY BARROW FOUNDATION  
MUSEUM

**EIN:** 75-1550896

**Software ID:** 10000105

**Software Version:** 2010v3.2

Description	Amount
STATUTORY DEPLETION	16,763

**TY 2010 Taxes Schedule**

**Name:** EARNEST & DORTHY BARROW FOUNDATION  
MUSEUM

**EIN:** 75-1550896

**Software ID:** 10000105

**Software Version:** 2010v3.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROPERTY TAXES	12,405			12,405
PRODUCTION TAXES	5,684			5,684
PAYROLL TAXES	3,591			3,591