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**Return of Organization Exempt From Income Tax**  
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)  
► The organization may have to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0047

**2011**

**Open to Public Inspection**

**A** For the **2011** calendar year, or tax year beginning , and ending

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

**C** Name of organization  
**AACA MUSEUM, INC.**  
Doing Business As  
Number and street (or P O box if mail is not delivered to street address) Room/suite  
**161 MUSEUM DRIVE**  
City or town, state or country, and ZIP + 4  
**HERSHEY PA 17033**

**D** Employer identification number  
**25-1716419**

**E** Telephone number  
**717-566-7100**

**F** Name and address of principal officer  
**MARK LIZEWSKIE, EXEC. DIR.**  
**161 MUSEUM DRIVE**  
**HERSHEY PA 17033**

**G** Gross receipts \$ **2,219,306**

**H(a)** Is this a group return for affiliates? ☐ Yes ☒ No  
**H(b)** Are all affiliates included? ☐ Yes ☐ No  
If "No," attach a list (see instructions)

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

**J** Website ► **WWW.AACAMUSEUM.ORG**

**K** Form of organization ☒ Corporation ☐ Trust ☐ Association ☐ Other ►

**L** Year of formation **1993** **M** State of legal domicile **PA**

**Part I Summary**

**1** Briefly describe the organization's mission or most significant activities  
**SEE SCHEDULE O**

**2** Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets

**3** Number of voting members of the governing body (Part VI, line 1a) **21**

**4** Number of independent voting members of the governing body (Part VI, line 1b) **21**

**5** Total number of individuals employed in calendar year 2011 (Part V, line 5a) **50**

**6** Total number of volunteers (estimate if necessary) **196**

**7a** Total unrelated business revenue from Part VIII, column (C), line 12 **0**

**b** Net unrelated business taxable income from Form 990-T, line 34 **0**

	Prior Year	Current Year
<b>8</b> Contributions and grants (Part VIII, line 1h)	<b>842,928</b>	<b>981,599</b>
<b>9</b> Program service revenue (Part VIII, line 2g)	<b>733,362</b>	<b>774,488</b>
<b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d)	<b>-152,497</b>	<b>14,902</b>
<b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	<b>171,670</b>	<b>206,485</b>
<b>12</b> Total revenue – add lines 8 through 11 (must equal Part VIII, column (A), line 12)	<b>1,595,463</b>	<b>1,977,474</b>
<b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1–3)	<b>0</b>	<b>0</b>
<b>14</b> Benefits paid to or for members (Part IX, column (A), line 4)	<b>0</b>	<b>0</b>
<b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	<b>834,185</b>	<b>787,300</b>
<b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e)	<b>0</b>	<b>0</b>
<b>b</b> Total fundraising expenses (Part IX, column (D), line 25) ► <b>60,717</b>		
<b>17</b> Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	<b>847,809</b>	<b>813,840</b>
<b>18</b> Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	<b>1,681,994</b>	<b>1,601,140</b>
<b>19</b> Revenue less expenses Subtract line 18 from line 12	<b>-86,531</b>	<b>376,334</b>
<b>20</b> Total assets (Part X, line 16)	<b>13,794,671</b>	<b>14,236,833</b>
<b>21</b> Total liabilities (Part X, line 26)	<b>2,054,403</b>	<b>2,078,900</b>
<b>22</b> Net assets or fund balances Subtract line 21 from line 20	<b>11,740,268</b>	<b>12,157,933</b>

**Part II Signature Block**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

**Sign Here** Signature of officer **MARK LIZEWSKIE** Date **6/5/13**  
**EXECUTIVE DIRECTOR**

Type or print name and title

**Preparer's name** **DANIEL S. BERGER** **Preparer's signature** **Date** **11/6/12** **Check** ☐ if **PTIN** **P01063674**  
**Firm's name** **HAMILTON & MUSSER, PC, CPAS** **Firm's EIN** **23-2213999**  
**Firm's address** **176 CUMBERLAND PARKWAY**  
**MECHANICSBURG, PA 17055** **Phone no** **717-697-3888**

**Part III Statement of Program Service Accomplishments**

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

☒**1** Briefly describe the organization's mission:**SEE SCHEDULE O****2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?☐ Yes ☒ No

If "Yes," describe these new services on Schedule O.

**3** Did the organization cease conducting, or make significant changes in how it conducts, any program services?☐ Yes ☒ No

If "Yes," describe these changes on Schedule O.

**4** Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.**4a** (Code ) (Expenses \$ **1,292,495** including grants of \$ ) (Revenue \$ )

**THE PROGRAM SERVICE OF THE AACA MUSEUM CONSISTS OF OPERATING AN AUTOMOTIVE/TRANSPORTATION MUSEUM, OPEN TO THE PUBLIC 362 DAYS PER YEAR. IT IS DEDICATED TO THE PRESERVATION, EDUCATION, AND DISPLAY OF AMERICAN MOTOR VEHICLE HISTORY, AND IT HOSTED 58,475 VISITORS THIS YEAR. THE DISPLAYS IN THE MUSEUM ARE EDUCATIONAL IN NATURE, AND THERE ARE SPECIFIC EDUCATIONAL PROGRAMS CONDUCTED AS WELL.**

**IN RECOGNITION OF THE QUALITY OF ITS DISPLAY, THE AACA MUSEUM HAS BEEN DESIGNATED BY THE SMITHSONIAN INSTITUTION AS AN AFFILIATE MUSEUM. THE AACA MUSEUM HAS ALSO BEEN RECOGNIZED BY PERIODICALS AS ONE OF THE TOP AUTOMOTIVE MUSEUMS IN THE WORLD.**

**THE DISPLAYS INCLUDE SOME SEMI-PERMANENT EXHIBITS AND SOME TEMPORARY**

**4b** (Code ) (Expenses \$ including grants of \$ ) (Revenue \$ )**4c** (Code ) (Expenses \$ including grants of \$ ) (Revenue \$ )**4d** Other program services (Describe in Schedule O )

(Expenses \$ including grants of \$ ) (Revenue \$ )

**4e** Total program service expenses ► **1,292,495**

**Part IV Checklist of Required Schedules**

	Yes	No
<b>1</b> Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	<b>X</b>	
<b>2</b> Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?	<b>X</b>	
<b>3</b> Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I		<b>X</b>
<b>4 Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II		<b>X</b>
<b>5</b> Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III		<b>X</b>
<b>6</b> Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I		<b>X</b>
<b>7</b> Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II		<b>X</b>
<b>8</b> Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III	<b>X</b>	
<b>9</b> Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV		<b>X</b>
<b>10</b> Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V	<b>X</b>	
<b>11</b> If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
<b>a</b> Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI	<b>X</b>	
<b>b</b> Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII		<b>X</b>
<b>c</b> Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII		<b>X</b>
<b>d</b> Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX	<b>X</b>	
<b>e</b> Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X	<b>X</b>	
<b>f</b> Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X		<b>X</b>
<b>12a</b> Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII	<b>X</b>	
<b>b</b> Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional		<b>X</b>
<b>13</b> Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		<b>X</b>
<b>14a</b> Did the organization maintain an office, employees, or agents outside of the United States?		<b>X</b>
<b>b</b> Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV		<b>X</b>
<b>15</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts II and IV		<b>X</b>
<b>16</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV		<b>X</b>
<b>17</b> Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions)		<b>X</b>
<b>18</b> Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II	<b>X</b>	
<b>19</b> Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III		<b>X</b>
<b>20a</b> Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H		<b>X</b>
<b>b</b> If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

**Part IV Checklist of Required Schedules (continued)**

	Yes	No
<b>21</b> Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II		<b>X</b>
<b>22</b> Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III		<b>X</b>
<b>23</b> Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J		<b>X</b>
<b>24a</b> Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25		<b>X</b>
<b>24b</b> Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
<b>24c</b> Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
<b>24d</b> Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
<b>25a</b> <b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I		<b>X</b>
<b>25b</b> Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I		<b>X</b>
<b>26</b> Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If "Yes," complete Schedule L, Part II		<b>X</b>
<b>27</b> Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III		<b>X</b>
<b>28</b> Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)		
<b>28a</b> A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		<b>X</b>
<b>28b</b> A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		<b>X</b>
<b>28c</b> An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV		<b>X</b>
<b>29</b> Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M	<b>X</b>	
<b>30</b> Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M	<b>X</b>	
<b>31</b> Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I		<b>X</b>
<b>32</b> Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II		<b>X</b>
<b>33</b> Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I		<b>X</b>
<b>34</b> Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1		<b>X</b>
<b>35a</b> Did the organization have a controlled entity within the meaning of section 512(b)(13)?		<b>X</b>
<b>35b</b> Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2		<b>X</b>
<b>36</b> <b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2		<b>X</b>
<b>37</b> Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI		<b>X</b>
<b>38</b> Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? <b>Note.</b> All Form 990 filers are required to complete Schedule O	<b>X</b>	

**Part V Statements Regarding Other IRS Filings and Tax Compliance**Check if Schedule O contains a response to any question in this Part V ☐

		Yes	No
<b>1a</b>	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.		
<b>1b</b>	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.		
<b>1c</b>	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
<b>2a</b>	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.		
<b>2b</b>	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? <b>Note.</b> If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	X	
<b>3a</b>	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
<b>3b</b>	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.		
<b>4a</b>	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
<b>4b</b>	If "Yes," enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
<b>5a</b>	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
<b>5b</b>	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
<b>5c</b>	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?		
<b>6a</b>	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?		X
<b>6b</b>	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
<b>7</b>	<b>Organizations that may receive deductible contributions under section 170(c).</b>		
<b>7a</b>	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	X	
<b>7b</b>	If "Yes," did the organization notify the donor of the value of the goods or services provided?	X	
<b>7c</b>	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
<b>7d</b>	If "Yes," indicate the number of Forms 8282 filed during the year.		
<b>7e</b>	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
<b>7f</b>	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
<b>7g</b>	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		X
<b>7h</b>	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		X
<b>8</b>	<b>Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.</b> Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
<b>9</b>	<b>Sponsoring organizations maintaining donor advised funds.</b>		
<b>9a</b>	Did the organization make any taxable distributions under section 4966?		
<b>9b</b>	Did the organization make a distribution to a donor, donor advisor, or related person?		
<b>10</b>	<b>Section 501(c)(7) organizations.</b> Enter:		
<b>10a</b>	Initiation fees and capital contributions included on Part VIII, line 12.		
<b>10b</b>	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.		
<b>11</b>	<b>Section 501(c)(12) organizations.</b> Enter:		
<b>11a</b>	Gross income from members or shareholders.		
<b>11b</b>	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)		
<b>12a</b>	<b>Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041?		
<b>12b</b>	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.		
<b>13</b>	<b>Section 501(c)(29) qualified nonprofit health insurance issuers.</b>		
<b>13a</b>	Is the organization licensed to issue qualified health plans in more than one state? <b>Note.</b> See the instructions for additional information the organization must report on Schedule O.		
<b>13b</b>	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.		
<b>13c</b>	Enter the amount of reserves on hand.		
<b>14a</b>	Did the organization receive any payments for indoor tanning services during the tax year?		X
<b>14b</b>	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.		

**Part VI Governance, Management, and Disclosure** For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O See instructions Check if Schedule O contains a response to any question in this Part VI ☒

**Section A. Governing Body and Management**

			Yes	No
<b>1a</b>	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O	<b>1a</b>	<b>21</b>	
<b>b</b>	Enter the number of voting members included in line 1a, above, who are independent	<b>1b</b>	<b>21</b>	
<b>2</b>	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	<b>2</b>		<b>X</b>
<b>3</b>	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?	<b>3</b>		<b>X</b>
<b>4</b>	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	<b>4</b>		<b>X</b>
<b>5</b>	Did the organization become aware during the year of a significant diversion of the organization's assets?	<b>5</b>		<b>X</b>
<b>6</b>	Did the organization have members or stockholders?	<b>6</b>		<b>X</b>
<b>7a</b>	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	<b>7a</b>		<b>X</b>
<b>b</b>	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	<b>7b</b>		<b>X</b>
<b>8</b>	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following			
<b>a</b>	The governing body?	<b>8a</b>	<b>X</b>	
<b>b</b>	Each committee with authority to act on behalf of the governing body?	<b>8b</b>	<b>X</b>	
<b>9</b>	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	<b>9</b>		<b>X</b>

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

		Yes	No
<b>10a</b>	Did the organization have local chapters, branches, or affiliates?	<b>10a</b>	<b>X</b>
<b>b</b>	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	<b>10b</b>	
<b>11a</b>	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	<b>11a</b>	<b>X</b>
<b>b</b>	Describe in Schedule O the process, if any, used by the organization to review this Form 990		
<b>12a</b>	Did the organization have a written conflict of interest policy? If "No," go to line 13	<b>12a</b>	<b>X</b>
<b>b</b>	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	<b>12b</b>	<b>X</b>
<b>c</b>	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	<b>12c</b>	<b>X</b>
<b>13</b>	Did the organization have a written whistleblower policy?	<b>13</b>	<b>X</b>
<b>14</b>	Did the organization have a written document retention and destruction policy?	<b>14</b>	<b>X</b>
<b>15</b>	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
<b>a</b>	The organization's CEO, Executive Director, or top management official	<b>15a</b>	<b>X</b>
<b>b</b>	Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)	<b>15b</b>	<b>X</b>
<b>16a</b>	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	<b>16a</b>	<b>X</b>
<b>b</b>	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	<b>16b</b>	

**Section C. Disclosure**

**17** List the states with which a copy of this Form 990 is required to be filed ► **PA**

**18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.  
☐ Own website ☐ Another's website ☒ Upon request

**19** Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year

**20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization ► **MATT FUHRMAN**  
**161 MUSEUM DRIVE**  
**HERSHEY PA 17033**  
**717-566-7100**

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**Check if Schedule O contains a response to any question in this Part VII ☐**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

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

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

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

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

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

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

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

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) DARWIN E. CLARK PRESIDENT	25.00	X		X				0	0	0
(2) J. STANLEY STRATTON, VMD SECRETARY	3.00	X		X				0	0	0
(3) WILLIAM H. SMITH ASST. SEC	12.00	X		X				0	0	0
(4) RALPH J. FETROW, CFP TREASURER	10.00	X		X				0	0	0
(5) MICHAEL JONES BOARD MEMBER	3.00	X						0	0	0
(6) DAVID C. CAMMACK BOARD MEMBER	3.00	X						0	0	0
(7) RICHIE A. CLYNE BOARD MEMBER	3.00	X						0	0	0
(8) J. THOMAS COLLINS BOARD MEMBER	10.00	X						0	0	0
(9) ROBERT H. DARE BOARD MEMBER	4.00	X						0	0	0
(10) WILLIAM H. EDMUNDS VICE PRESIDENT	8.00	X		X				0	0	0
(11) DENNIS J. FRICK BOARD MEMBER	13.00	X						0	0	0
(12) JONATHAN I. GRIGGS BOARD MEMBER	5.00	X						0	0	0
(13) JOSEPH GAGLIANO BOARD MEMBER	3.00	X						0	0	0
(14) PAUL A. IANUARIO, SR BOARD MEMBER	10.00	X						0	0	0

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

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15) JOHN DOCKENDORF BOARD MEMBER	2.00	X						0	0	0
(16) A. EDWARD MALOY, JR. BOARD MEMBER	15.00	X						0	0	0
(17) WILLIAM S. ROTHERMEL BOARD MEMBER	5.00	X						0	0	0
(18) SCOTT J. NEWKAM BOARD MEMBER	3.00	X						0	0	0
(19) ANTONIA W. ROTHMAN BOARD MEMBER	4.00	X						0	0	0
(20) DONALD E. SCHELL, JR. BOARD MEMBER	8.00	X						0	0	0
(21) RICHARD P. SILLS, ESQ. 2ND VICE PRESIDENT	8.00	X		X				0	0	0
(22) MICHAEL J. BARRETT EXECUTIVE DIRECTOR	40.00			X				105,000	0	0
(23)										
(24)										
(25)										
<b>1b Sub-total</b>								105,000		
<b>c Total from continuation sheets to Part VII, Section A</b>										
<b>d Total (add lines 1b and 1c)</b>								105,000		

**2** Total number of individuals (including but not limited to those listed above) who received more than \$100,000 in reportable compensation from the organization **1**

- 3** Did the organization list any **former** officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual
- 4** For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual
- 5** Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person

	Yes	No
<b>3</b>		X
<b>4</b>		X
<b>5</b>		X

**Section B. Independent Contractors**

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

(A) Name and business address	(B) Description of services	(C) Compensation

**2** Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **0**

**Part VIII Statement of Revenue**

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
<b>Contributions, Gifts, Grants and Other Similar Amounts</b>	<b>1a</b> Federated campaigns	<b>1a</b>				
	<b>b</b> Membership dues	<b>1b</b>				
	<b>c</b> Fundraising events	<b>1c</b>				
	<b>d</b> Related organizations	<b>1d</b>				
	<b>e</b> Government grants (contributions)	<b>1e</b>				
	<b>f</b> All other contributions, gifts, grants, and similar amounts not included above	<b>1f</b>	981,599			
	<b>g</b> Noncash contributions included in lines 1a-1f	\$	639,841			
<b>h Total.</b> Add lines 1a-1f			<b>981,599</b>			
<b>Program Service Revenue</b>		<b>Busn Code</b>				
	<b>2a</b> TICKET SALES		311,278	311,278		
	<b>b</b> EVENTS		226,140	226,140		
	<b>c</b> MEMBERSHIP DUES		185,517	185,517		
	<b>d</b> MOBT		37,980	37,980		
	<b>e</b> TOUR SALES		13,573	13,573		
	<b>f</b> All other program service revenue					
<b>g Total.</b> Add lines 2a-2f			<b>774,488</b>			
<b>Other Revenue</b>	<b>3</b> Investment income (including dividends, interest, and other similar amounts)		34,522			34,522
	<b>4</b> Income from investment of tax-exempt bond proceeds					
	<b>5</b> Royalties					
	<b>6a</b> Gross rents	(i) Real 25,000	(ii) Personal			
	<b>b</b> Less rental exps					
	<b>c</b> Rental inc or (loss)	25,000				
	<b>d</b> Net rental income or (loss)			25,000		25,000
	<b>7a</b> Gross amount from sales of assets other than inventory	(i) Securities 75,567	(ii) Other			
	<b>b</b> Less cost or other basis & sales exps	95,187				
	<b>c</b> Gain or (loss)	-19,620				
	<b>d</b> Net gain or (loss)			-19,620	-19,620	
	<b>8a</b> Gross income from fundraising events (not including \$ of contributions reported on line 1c) See Part IV, line 18	<b>a</b> 148,200				
	<b>b</b> Less direct expenses	<b>b</b> 66,523				
	<b>c</b> Net income or (loss) from fundraising events			81,677		
	<b>9a</b> Gross income from gaming activities See Part IV, line 19	<b>a</b>				
	<b>b</b> Less direct expenses	<b>b</b>				
	<b>c</b> Net income or (loss) from gaming activities					
<b>10a</b> Gross sales of inventory, less returns and allowances	<b>a</b> 170,458					
<b>b</b> Less cost of goods sold	<b>b</b> 80,122					
<b>c</b> Net income or (loss) from sales of inventory			90,336	90,336		
<b>Miscellaneous Revenue</b>		<b>Busn Code</b>				
<b>11a</b> MISCELLANEOUS			9,472	9,472		
<b>b</b>						
<b>c</b>						
<b>d</b> All other revenue						
<b>e Total.</b> Add lines 11a-11d			9,472			
<b>12 Total revenue.</b> See instructions			<b>1,977,474</b>	<b>854,676</b>	<b>0</b>	<b>59,522</b>

**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U S See Part IV, line 21				
2 Grants and other assistance to individuals in the U S See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U S See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	105,000	76,650	23,100	5,250
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	564,874	414,143	127,565	23,166
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits	61,705	38,874	9,256	13,575
10 Payroll taxes	55,721	41,629	12,532	1,560
11 Fees for services (non-employees)				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other				
12 Advertising and promotion	128,827	128,827		
13 Office expenses	31,242	25,306	5,936	
14 Information technology				
15 Royalties				
16 Occupancy	90,154	79,336	10,818	
17 Travel	9,321	7,923	933	465
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest	64,967	57,171	7,796	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	209,600	184,448	25,152	
23 Insurance	50,969	48,549	2,420	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a MAINTENANCE	43,423	38,212	5,211	
b PROFESSIONAL FEES	40,979	33,569	7,410	
c SPECIAL EVENTS	23,058	23,058		
d BANK & MERCH. SERVICE CHA	18,907	16,638	2,269	
e All other expenses	102,393	78,162	7,530	16,701
25 Total functional expenses. Add lines 1 through 24e	1,601,140	1,292,495	247,928	60,717
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input checked="" type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

**Part X Balance Sheet**

		(A) Beginning of year		(B) End of year
<b>Assets</b>	1 Cash—non-interest bearing	4,658	1	15,171
	2 Savings and temporary cash investments	539,751	2	335,512
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	62,785	4	34,030
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use	99,471	8	115,238
	9 Prepaid expenses and deferred charges	58,958	9	67,440
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a 8,146,052		
	b Less accumulated depreciation	10b 1,775,475	6,577,469	10c 6,370,577
	11 Investments—publicly traded securities	550,252	11	844,979
	12 Investments—other securities See Part IV, line 11		12	
	13 Investments—program-related See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets See Part IV, line 11	5,901,327	15	6,453,886
16 <b>Total assets.</b> Add lines 1 through 15 (must equal line 34)	13,794,671	16	14,236,833	
<b>Liabilities</b>	17 Accounts payable and accrued expenses	69,399	17	43,022
	18 Grants payable		18	
	19 Deferred revenue	316,667	19	362,667
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties	1,561,983	23	1,578,656
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D	106,354	25	94,555
	26 <b>Total liabilities.</b> Add lines 17 through 25	2,054,403	26	2,078,900
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.</b>			
	27 Unrestricted net assets	11,159,596	27	11,547,084
	28 Temporarily restricted net assets	73,479	28	97,776
	29 Permanently restricted net assets	507,193	29	513,073
	<b>Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.</b>			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 <b>Total net assets or fund balances</b>	11,740,268	33	12,157,933
	34 <b>Total liabilities and net assets/fund balances</b>	13,794,671	34	14,236,833

**Part XI Reconciliation of Net Assets**Check if Schedule O contains a response to any question in this Part XI ☐

<b>1</b>	Total revenue (must equal Part VIII, column (A), line 12)	<b>1</b>	<b>1,977,474</b>
<b>2</b>	Total expenses (must equal Part IX, column (A), line 25)	<b>2</b>	<b>1,601,140</b>
<b>3</b>	Revenue less expenses Subtract line 2 from line 1	<b>3</b>	<b>376,334</b>
<b>4</b>	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	<b>4</b>	<b>11,740,268</b>
<b>5</b>	Other changes in net assets or fund balances (explain in Schedule O)	<b>5</b>	<b>41,331</b>
<b>6</b>	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	<b>6</b>	<b>12,157,933</b>

**Part XII Financial Statements and Reporting**Check if Schedule O contains a response to any question in this Part XII ☐

	Yes	No
<b>1</b> Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
<b>2a</b> Were the organization's financial statements compiled or reviewed by an independent accountant?		<b>X</b>
<b>b</b> Were the organization's financial statements audited by an independent accountant?	<b>X</b>	
<b>c</b> If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	<b>X</b>	
<b>d</b> If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
<b>3a</b> As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		<b>X</b>
<b>b</b> If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Public Charity Status and Public Support**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

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

OMB No 1545-0047

**2011**

**Open to Public  
Inspection**

Name of the organization

**AACA MUSEUM, INC.**

Employer identification number

**25-1716419**

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

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

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)
- 3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state.
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 ☐ An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).** See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.
- a ☐ Type I      b ☐ Type II      c ☐ Type III—Functionally integrated      d ☐ Type III—Other
- e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).**
- f ☐ If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box.
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
- (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
- (ii) A family member of a person described in (i) above?
- (iii) A 35% controlled entity of a person described in (i) or (ii) above?
- h Provide the following information about the supported organization(s).

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

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

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2011

**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**  
(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	1,493,788	1,292,043	814,970	818,928	981,599	5,401,328
<b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
<b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge						
<b>4</b> <b>Total.</b> Add lines 1 through 3	1,493,788	1,292,043	814,970	818,928	981,599	5,401,328
<b>5</b> The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						431,146
<b>6</b> <b>Public support.</b> Subtract line 5 from line 4						4,970,182

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
<b>7</b> Amounts from line 4	1,493,788	1,292,043	814,970	818,928	981,599	5,401,328
<b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	35,999	30,764	136,358	50,060	59,522	312,703
<b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on						
<b>10</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	21,010	11,871	12,946	16,597	9,472	71,896
<b>11</b> <b>Total support.</b> Add lines 7 through 10						5,785,927
<b>12</b> Gross receipts from related activities, etc. (see instructions)					12	1,102,618

**13** **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ► ☐

**Section C. Computation of Public Support Percentage**

<b>14</b> Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f))	<b>14</b>	85.90 %
<b>15</b> Public support percentage from 2010 Schedule A, Part II, line 14	<b>15</b>	86.47 %
<b>16a</b> <b>33 1/3% support test—2011.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization. ► <input checked="" type="checkbox"/>		
<b>b</b> <b>33 1/3% support test—2010.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization. ► <input type="checkbox"/>		
<b>17a</b> <b>10%-facts-and-circumstances test—2011.</b> If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization. ► <input type="checkbox"/>		
<b>b</b> <b>10%-facts-and-circumstances test—2010.</b> If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization. ► <input type="checkbox"/>		
<b>18</b> <b>Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions. ► <input type="checkbox"/>		

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

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II.

If the organization fails to qualify under the tests listed below, please complete Part II.)

**Section A. Public Support**

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

**Section B. Total Support**

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

**Section C. Computation of Public Support Percentage**

<b>15</b> Public support percentage for 2011 (line 8, column (f) divided by line 13, column (f))	<b>15</b>	%
<b>16</b> Public support percentage from 2010 Schedule A, Part III, line 15	<b>16</b>	%

**Section D. Computation of Investment Income Percentage**

<b>17</b> Investment income percentage for 2011 (line 10c, column (f) divided by line 13, column (f))	<b>17</b>	%
<b>18</b> Investment income percentage from 2010 Schedule A, Part III, line 17	<b>18</b>	%

**19a 33 1/3% support tests—2011.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ☐

**b 33 1/3% support tests—2010.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ☐

**20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ☐

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

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**PART II, LINE 10 - OTHER INCOME DETAIL**

MISCELLANEOUS \$ 71,896

**SCHEDULE D  
(Form 990)**Department of the Treasury  
Internal Revenue Service**Supplemental Financial Statements**

► Complete if the organization answered "Yes," to Form 990,  
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.  
► Attach to Form 990. ► See separate instructions.

OMB No 1545-0047

**2011****Open to Public  
Inspection**

Name of the organization

**AACA MUSEUM, INC.**

Employer identification number

**25-1716419****Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

- 1 Total number at end of year
- 2 Aggregate contributions to (during year)
- 3 Aggregate grants from (during year)
- 4 Aggregate value at end of year

(a) Donor advised funds

(b) Funds and other accounts

- 5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?
- 6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?

☐ Yes ☐ No☐ Yes ☐ No**Part II Conservation Easements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 7

- 1 Purpose(s) of conservation easements held by the organization (check all that apply)

- ☐ Preservation of land for public use (e.g., recreation or education)
- ☐ Protection of natural habitat
- ☐ Preservation of open space

- ☐ Preservation of an historically important land area
- ☐ Preservation of a certified historic structure

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

**Held at the End of the Tax Year**

- a Total number of conservation easements
- b Total acreage restricted by conservation easements
- c Number of conservation easements on a certified historic structure included in (a)
- d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register

	Held at the End of the Tax Year
<b>2a</b>	
<b>2b</b>	
<b>2c</b>	
<b>2d</b>	

- 3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ►
- 4 Number of states where property subject to conservation easement is located ►
- 5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?
- 6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ►
- 7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ► \$
- 8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?

☐ Yes ☐ No☐ Yes ☐ No**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.** Complete if the organization answered "Yes" to Form 990, Part IV, line 8

- 1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items
- b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1

► \$ **639,841**

(ii) Assets included in Form 990, Part X

► \$ **5,963,279**

- 2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

a Revenues included in Form 990, Part VIII, line 1

► \$

b Assets included in Form 990, Part X

► \$

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

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

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

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

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?

☒ Yes ☐ No

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

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☐ Yes ☐ No

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

- c Beginning balance  
 d Additions during the year  
 e Distributions during the year  
 f Ending balance

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21?

☐ Yes ☐ No

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

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	507,193	478,778	461,628		
b Contributions	5,880	28,415	17,150		
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance	513,073	507,193	478,778		

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

- a Board designated or quasi-endowment ▶ %  
 b Permanent endowment ▶ 100.00 %  
 c Temporarily restricted endowment ▶ %

The percentages in lines 2a, 2b, and 2c should equal 100%

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

- (i) unrelated organizations  
 (ii) related organizations

	Yes	No
3a(i)		X
3a(ii)		X
3b		

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

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

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

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		1,055,324		1,055,324
b Buildings		6,620,468	1,775,475	4,844,993
c Leasehold improvements				
d Equipment		370,554		370,554
e Other		99,706		99,706
<b>Total.</b> Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c) )				6,370,577

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

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 12 )		

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

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 13 )		

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

(a) Description	(b) Book value
(1) <b>ANTIQUE AUTO COLLECTION</b>	<b>5,963,279</b>
(2) <b>MASCOTS</b>	<b>245,263</b>
(3) <b>CONTRIBUTION REC - CHARITABLE TRUST</b>	<b>189,827</b>
(4) <b>PROGRAM-RELATED ASSETS HELD FOR SALE</b>	<b>39,500</b>
(5) <b>FILMS AND VIDEOS</b>	<b>6,943</b>
(6) <b>OTHER ARTIFACTS</b>	<b>5,300</b>
(7) <b>ACCRUED INTEREST</b>	<b>3,774</b>
(8)	
(9)	
(10)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 15 )	<b>6,453,886</b>

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

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) <b>ACCRUED PAYROLL AND VACATION</b>	<b>52,408</b>
(3) <b>SPECIAL EVENTS DEPOSIT</b>	<b>38,638</b>
(4) <b>PAYROLL TAXES PAYABLE</b>	<b>2,037</b>
(5) <b>SECURITY DEPOSIT</b>	<b>800</b>
(6) <b>SALES TAX PAYABLE</b>	<b>672</b>
(7)	
(8)	
(9)	
(10)	
(11)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 25 )	<b>94,555</b>

2. FIN 48 (ASC 740) Footnote In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740)

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

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	1,977,474
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	1,601,140
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	376,334
4	Net unrealized gains (losses) on investments	4	41,911
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV )	8	-580
9	Total adjustments (net) Add lines 4 through 8	9	41,331
10	Excess or (deficit) for the year per audited financial statements Combine lines 3 and 9	10	417,665

**Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return**

1	Total revenue, gains, and other support per audited financial statements	1	2,085,328
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	41,911
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV )	2d	65,943
e	Add lines 2a through 2d	2e	107,854
3	Subtract line 2e from line 1	3	1,977,474
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV )	4b	
c	Add lines 4a and 4b	4c	
5	Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12 )	5	1,977,474

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

1	Total expenses and losses per audited financial statements	1	1,667,663
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV )	2d	66,523
e	Add lines 2a through 2d	2e	66,523
3	Subtract line 2e from line 1	3	1,601,140
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV )	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18 )	5	1,601,140

**Part XIV Supplemental Information**

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

**PART XI, LINE 8 - RECONCILIATION OF CHANGES - OTHER**

CHANGE IN VALUE OF CHARITABLE TRUST	\$	-580
EVENT EXPENSES	\$	66,523
EVENT EXPENSES	\$	-66,523

**PART XII, LINE 2D - REVENUE AMOUNTS INCLUDED IN FINANCIALS - OTHER**

CHANGE IN VALUE OF CHARITABLE TRUST	\$	-580
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**Part XIV** Supplemental Information (continued)

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EVENT EXPENSES	\$	66,523
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PART XIII, LINE 2D - EXPENSE AMOUNTS INCLUDED IN FINANCIALS - OTHER

EVENT EXPENSES	\$	66,523
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**SCHEDULE G  
(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Information Regarding  
Fundraising or Gaming Activities**

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

OMB No 1545-0047

**2011**

Open To Public  
Inspection

Name of the organization

**AACA MUSEUM, INC.**

Employer identification number

**25-1716419**

**Part I Fundraising Activities.** Complete if the organization answered "Yes" to Form 990, Part IV, line 17  
Form 990-EZ filers are not required to complete this part

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

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

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

☐ Yes ☐ No

**b** If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
<b>1</b>						
<b>2</b>						
<b>3</b>						
<b>4</b>						
<b>5</b>						
<b>6</b>						
<b>7</b>						
<b>8</b>						
<b>9</b>						
<b>10</b>						
<b>Total</b>		▶				

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

**Part II Fundraising Events.** Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

	(a) Event #1 <b>NIGHT AT THE MU</b> (event type)	(b) Event #2 <b>AUCTIONS &amp; RAFF</b> (event type)	(c) Other events <b>1</b> (total number)	(d) Total events (add col (a) through col (c))
<b>Revenue</b>				
1 Gross receipts	57,553	52,294	38,353	148,200
2 Less: Charitable contributions				
3 Gross income (line 1 minus line 2)	57,553	52,294	38,353	148,200
<b>Direct Expenses</b>				
4 Cash prizes				
5 Noncash prizes				
6 Rent/facility costs				
7 Food and beverages				
8 Entertainment				
9 Other direct expenses	18,694	23,783	24,046	66,523
10 Direct expense summary: Add lines 4 through 9 in column (d)				66,523
11 Net income summary: Combine line 3, column (d), and line 10				81,677

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

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

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

a Is the organization licensed to operate gaming activities in each of these states?

9a ☐ Yes ☐ No

b If "No," explain:

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?

10a ☐ Yes ☐ No

b If "Yes," explain:

- 11 Does the organization operate gaming activities with nonmembers? ☐ Yes ☐ No
- 12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☐ No
- 13 Indicate the percentage of gaming activity operated in
- |                               |     |   |
|-------------------------------|-----|---|
| a The organization's facility | 13a | % |
| b An outside facility         | 13b | % |
- 14 Enter the name and address of the person who prepares the organization's gaming/special events books and records

Name ►

Address ►

- 15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? ☐ Yes ☐ No
- b If "Yes," enter the amount of gaming revenue received by the organization ► \$ and the amount of gaming revenue retained by the third party ► \$
- c If "Yes," enter name and address of the third party

Name ►

Address ►

## 16 Gaming manager information

Name ►

Gaming manager compensation ► \$

Description of services provided ►

☐ Director/officer ☐ Employee ☐ Independent contractor

## 17 Mandatory distributions

- a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☐ No
- b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ► \$

**Part IV Supplemental Information.** Complete this part to provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions)

**SCHEDULE M  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Noncash Contributions**

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

OMB No 1545-0047

**2011**

**Open To Public  
Inspection**

Name of the organization

**AACA MUSEUM, INC.**

Employer identification number  
**25-1716419**

**Part I Types of Property**

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art—Works of art				
2 Art—Historical treasures				
3 Art—Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles	<b>X</b>	<b>5</b>	<b>639,841</b>	<b>PROFESSIONAL APPRAISAL</b>
7 Boats and planes				
8 Intellectual property				
9 Securities—Publicly traded				
10 Securities—Closely held stock				
11 Securities—Partnership, LLC, or trust interests				
12 Securities—Miscellaneous				
13 Qualified conservation contribution—Historic structures				
14 Qualified conservation contribution—Other				
15 Real estate—Residential				
16 Real estate—Commercial				
17 Real estate—Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ► ( )				
26 Other ► ( )				
27 Other ► ( )				
28 Other ► ( )				

**29** Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement

**29**

**30a** During the year, did the organization receive by contribution any property reported in Part I, lines 1–28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?

**b** If "Yes," describe the arrangement in Part II

**31** Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?

**32a** Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?

**b** If "Yes," describe in Part II

**33** If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II

	Yes	No
<b>30a</b>		<b>X</b>
<b>31</b>		<b>X</b>
<b>32a</b>		<b>X</b>
<b>33</b>		

**Part II** **Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

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**SCHEDULE O**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

Name of the organization

**Supplemental Information to Form 990 or 990-EZ**

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

► Attach to Form 990 or 990-EZ.

OMB No 1545-0047

**2011**

**Open to Public  
Inspection**

**AACA MUSEUM, INC.**

Employer identification number

**25-1716419**

FORM 990 - ORGANIZATION'S MISSION OR MOST SIGNIFICANT ACTIVITIES  
TO ACQUIRE, MAINTAIN, AND DISPLAY TO THE  
PUBLIC, VARIOUS MODES OF ANTIQUE TRANSPORTATION AND RELATED  
ITEMS, AND TO EDUCATE THE PUBLIC WITH RESPECT TO THE HISTORY OF  
TRANSPORTATION.

FORM 990, PART III, LINE 4A - FIRST ACCOMPLISHMENT

EXHIBITS. CHANGES ARE MADE PERIODICALLY SO THAT THE DISPLAY REMAINS  
INTERESTING TO THE PUBLIC.

MANY OF THE ANTIQUE MOTOR VEHICLES DISPLAYED IN THE UPPER LEVEL OF THE  
MUSEUM ARE ARRANGED IN GALLERIES, WITH EACH REPRESENTING A DIFFERENT ERA,  
AND A DIFFERENT GEOGRAPHICAL AREA OF THE COUNTRY. EACH DISPLAY INCLUDES A  
HIGHLY DETAILED DIORAMA THAT PRESENTS THE VINTAGE VEHICLES IN A CONTEXT  
THAT BRINGS THE HISTORY OF THE AUTOMOBILE TO LIFE.

FOR EXAMPLE, THE EARLIEST ANTIQUE CARS (PRE-1910 ERA) ARE DISPLAYED NEXT TO  
A TINY MACHINE SHOP IN A SCENE THAT REPRESENTS TURN-OF-THE-CENTURY NEW  
YORK. THE MACHINE SHOP REFLECTS THE MANNER IN WHICH CARS WERE TYPICALLY  
SERVICED AND REPAIRED IN THAT ERA. THE 1920S CARS ARE DISPLAYED IN FRONT  
OF AN ARTISTIC MURAL SHOWING SEVERAL PANORAMIC VIEWS OF DOWNTOWN HERSHEY,  
PENNSYLVANIA IN THE 1920S. THE 1930S CARS ARE SHOWN IN A SCENE THAT  
REPRESENTS AN ART-DECO HOTEL IN MIAMI BEACH, FLORIDA, IN THAT ERA. THE  
1940S CARS ARE SHOWN IN FRONT OF A "SERVICE STATION" OF THAT ERA,  
AUTHENTICALLY REPLICATED TO INCLUDE A SUPPLY OF AUTOMOTIVE LUBRICANTS AND  
OTHER PRODUCTS THAT WOULD BE AVAILABLE AT THAT TIME. THE SERVICE STATION  
EVEN HAS A "BELL HOSE" THAT RINGS TO LET THE ATTENDANT KNOW THAT A CUSTOMER

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HAS ARRIVED. NEXT TO THE STATION IS A RESTORED 1930S FUEL TANKER TRUCK, READY TO PUMP THE STATION'S TANKS FULL OF 20-CENT-PER-GALLON GASOLINE. THE 1950S CARS ARE SHOWN AT A DRIVE-IN THEATER THAT WAS POPULAR IN THE ERA.

OTHER DISPLAYS DEPICT 1960S CARS IN A SCENE REPRESENTING THE ROCKY MOUNTAINS, AND 1970S CARS IN A SCENE REFLECTING THE GOLDEN GATE BRIDGE IN CALIFORNIA.

THE CAMMACK GALLERY ON THE UPPER LEVEL HOSTS SPECIAL EXHIBITIONS THAT CHANGE PERIODICALLY, FEATURING DIFFERENT VARIETIES OF VINTAGE AUTOMOBILES. FOR EXAMPLE, THESE EXHIBITS HAVE FOCUSED ON "BRASS-ERA" AUTOMOBILES (PRE-1920), WOODEN-BODIED AUTOMOBILES, TRUCKS, AND THE SO-CALLED "MUSCLE CARS" OF THE 1950S, 1960S AND 1970S. EXHIBITS HAVE ALSO INCLUDED CARS FROM NOTABLE PRIVATE COLLECTIONS, ALL OF WHICH ARE LOANED TO THE MUSEUM WITHOUT CHARGE FOR THE BENEFIT OF THE PUBLIC.

THE LOWER LEVEL OF THE MUSEUM INCLUDES ADDITIONAL DISPLAYS OF HISTORICALLY SIGNIFICANT CARS, OFTEN INCLUDING A VINTAGE AMBULANCE AND HEARSE, TO SHOW THE USAGE OF "PROFESSIONAL CARS" IN OUR COUNTRY'S EARLY HISTORY. IN ADDITION, THE MUSEUM EXHIBITS ABOUT A DOZEN HISTORIC BUSES OWNED BY THE MUSEUM OF BUS TRANSPORTATION. THIS DISPLAY INCLUDES BUSES FROM ALL ERAS OF THE TWENTIETH CENTURY - LOCAL BUSES, SCHOOL BUSES, AND LONG-DISTANCE BUSES.

IT IS THE LARGEST COLLECTION OF HISTORIC BUSES IN AN INDOOR DISPLAY IN THE UNITED STATES. IN ADDITION, THE MUSEUM HAS HOSTED A MAJOR DISPLAY OF OVER FORTY ANTIQUE MOTORCYCLES, IN AN EXHIBIT SPONSORED IN CONJUNCTION WITH THE ANTIQUE MOTORCYCLE CLUB OF AMERICA FOUNDATION.

THE EDUCATIONAL CONTENT OF THE MUSEUM IS NOT LIMITED TO THE VEHICLES THEMSELVES. THE EXHIBITS REFER TO OTHER HISTORICALLY SIGNIFICANT EVENTS, INCLUDING THE WOMEN'S SUFFRAGE MOVEMENT, THE DEVELOPMENT OF THE INTERSTATE HIGHWAY SYSTEM, THE ISSUANCE OF LICENSE PLATES BY THE DIFFERENT STATES, AND

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THE TECHNIQUES OF ADVERTISING AUTOMOBILES AS IT CHANGED THROUGH THE YEARS. DISPLAYS INCLUDE SUCH VARIED ITEMS AS AUTOMOBILE ANTI-THEFT DEVICES, TIRE JACKS, HOOD ORNAMENTS (MASCOTS), AND AUTOMOTIVE LITERATURE FROM DIFFERENT ERAS IN HISTORY.

ON PERMANENT DISPLAY IN THE MUSEUM IS A GENUINE RESTORED 1941 VALENTINE DINER, RELOCATED FROM KANSAS, AND OUTFITTED JUST AS IT WAS IN THE DAYS BEFORE WORLD WAR II. A NEARBY DISPLAY SHOWS A TYPICAL DINER MENU OF THE ERA, AS WELL AS THE SILVERWARE, PLATES AND CUPS THAT WOULD HAVE BEEN USED AT THAT ESTABLISHMENT.

SPECIFIC EDUCATIONAL PROGRAMS FOR SCHOOL AND COMMUNITY AUDIENCES AS AN ADDITIONAL PROGRAM SERVICE, IN ADDITION TO THE EDUCATIONAL ASPECTS OF ITS DISPLAYS, THE MUSEUM SPONSORS SPECIFIC EDUCATIONAL ACTIVITIES, PROGRAMS AND WORKSHOPS FOR THE BENEFIT OF THE GENERAL PUBLIC. EXAMPLES INCLUDE THE FOLLOWING:

- 1.FOR THE EDUCATION OF CHILDREN, THE MUSEUM MAINTAINS AN ACTIVITY ROOM WHERE CHILDREN CAN ENGAGE IN A VARIETY OF HANDS-ON PROJECTS AND ACTIVITIES INTENDED TO TEACH THEM ABOUT TRANSPORTATION HISTORY.
- 2.IN 2009, THE MUSEUM HOSTED ABOUT 1,600 PEOPLE - MOSTLY STUDENTS - FROM ALL OVER THE STATE OF PENNSYLVANIA IN CONJUNCTION WITH A STATE-RUN PROGRAM CALL THE PENNSYLVANIA SKILLS CHALLENGE.
- 3.THE MUSEUM OFFERS SCHOOLS A VARIETY OF EDUCATIONAL TOURS FOR GRADES FROM PRE-KINDERGARTEN TO TWELFTH GRADE. TOURS SUPPORT STATE CURRICULUM STANDARDS IN HISTORY, ENGLISH, MATH, ECONOMICS AND SCIENCE, AND ARE PRESENTED WITH A VIEW TOWARD THE CURRICULUM AND AGE LEVEL OF THE GROUP. STUDENTS VISIT THE MUSEUM AND LEARN BY SEEING AND DOING, AND THE MUSEUM'S SPECIALLY TAILORED PROGRAMS MAKE LEARNING FUN AND ACTIVE.
- 4."LITTLE WHEELERS" IS A LITERACY-BASED PRE-SCHOOL PROGRAM FOR CHILDREN

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UNDER AGE FIVE AND AN ADULT COMPANION. THE MUSEUM STAFF ARRANGES TO READ A CAR-THEMED STORY IN FRONT OF A REAL ANTIQUE VEHICLE, SING SONGS, MAKE A CRAFT - OR EVEN MAKE AN EDIBLE WHEEL.

5. IN A PROGRAM SPECIALLY ARRANGED FOR SCOUTS, THE MUSEUM OFFERS HELP WITH EARNING THE "HOW THINGS USED TO BE" BADGE. THE MUSEUM OFFERS A CHILDREN'S SELF GUIDE TO ASSIST YOUNG VISITORS .

6. WHEN SCHOOLS REQUEST PROGRAMS IN THEIR CLASSROOMS, THE MUSEUM PROVIDES POWERPOINT PRESENTATIONS SUPPLEMENTED WITH TOUCHABLE ARTIFACTS AND FOLLOW UP ACTIVITIES. THE MUSEUM ALSO MAINTAINS TRAINED INTERPRETERS THAT CAN DRIVE ANTIQUE VEHICLES TO THE SCHOOL AND EXPLAIN THEM TO THE STUDENT GROUP.

7. AS PART OF ITS ADULT EDUCATION PROGRAM, THE MUSEUM SPONSORS TALKS WITH THE MUSEUM CURATOR, CAR COLLECTORS, AND OTHER EXPERTS THROUGHOUT THE YEAR. FOCUSED WORKSHOPS, RALLIES AND PROGRAMS AUGMENT CHANGING EXHIBITIONS SEASONALLY. PUBLIC PROGRAMS INCLUDE SPECIAL VEHICLE DISPLAYS, MOVIES, MUSIC, GALLERY DEMONSTRATIONS AND OTHER FORMS OF SPECIAL INTERPRETATION.

8. THE MUSEUM SPONSORS AN ANTIQUE AUTOMOBILE SHOW EACH YEAR, WHICH IS OPEN TO THE GENERAL PUBLIC. THIS EVENT IS NOW IN ITS FIFTEENTH YEAR, AND VISITORS TO THE MUSEUM CAN MAKE ARRANGEMENTS TO GET A "BEHIND-THE-SCENES" LOOK AT THE MUSEUM'S STORAGE FACILITIES.

THE MUSEUM STAYS IN TOUCH WITH SCHOOLS, EDUCATORS AND COMMUNITY LEADERS, AND CONTINUES TO EXPLORE NEW OPPORTUNITIES FOR PROVIDING EDUCATIONAL PROGRAMS IN FURTHERANCE OF ITS MISSION.

9. THE MUSEUM HAS PROVIDED SEVERAL VEHICLES TO PENN COLLEGE FOR STUDENTS TO OBTAIN HANDS-ON EXPERIENCE RESTORING ANTIQUE AUTOMOBILES.

FORM 990, PART VI, LINE 11B - ORGANIZATION'S PROCESS TO REVIEW FORM 990  
THE 990 WAS REVIEWED AND APPROVED BY ORGANIZATIONS BOARD OF DIRECTORS.

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## FORM 990, PART VI, LINE 12C - ENFORCEMENT OF CONFLICTS POLICY

THE ORGANIZATION HAS A WRITTEN "CONFLICT OF INTEREST" DISCLOSURE THAT IS REVIEWED AND SIGNED ANNUALLY BY THE BOARD OF DIRECTORS AND OFFICERS.

## FORM 990, PART VI, LINE 15A - COMPENSATION PROCESS FOR TOP OFFICIAL

THE EXECUTIVE DIRECTOR'S STARTING COMPENSATION IS DETERMINED BY A SEARCH COMMITTEE OF THE AACA MUSEUM'S BOARD OF DIRECTORS AND BASED ON AN EQUITABLE ANALYSIS OF COMPARABLE POSITIONS IN THE JOB SALARY MARKET, INTERNAL SALARIES, THE INDIVIDUAL'S SALARY HISTORY, AND THE AACA MUSEUM'S BUDGET. THE RECOMMENDATION OF THE SEARCH COMMITTEE IS APPROVED BY THE BOARD POLICY AND COMPENSATION COMMITTEE AND THE BOARD OF DIRECTORS. SUBSEQUENT INCREASES ARE BASED ON PERFORMANCE APPRAISALS BY THE BOARD PRESIDENT AND THE COMPENSATION BUDGET, AND APPROVED BY THE BOARD POLICY AND COMPENSATION COMMITTEE.

## FORM 990, PART VI, LINE 19 - GOVERNING DOCUMENTS DISCLOSURE EXPLANATION

THE ORGANIZATION'S DOCUMENTS AND POLICIES ARE MADE AVAILABLE TO THE PUBLIC UPON REQUEST.