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Form 990-PF

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

2008

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 2008, or tax year beginning 12-01-2008 and ending 11-30-2009

Check all that apply Initial return Final return Amended return Address change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions. Name of foundation HERMAN AND FRIEDA L MILLER FOUNDATION. A Employer identification number 13-7131926. B Telephone number (see the instructions) (617) 426-7080. H Check type of organization Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year \$ 42,562,908. J Accounting method Cash.

Table with 6 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

| <b>Part II Balance Sheets</b>  |   | Beginning of year                              | End of year    |                       |
|--|---|--|----------------|-----------------------|
|  |   | (a) Book Value                                 | (b) Book Value | (c) Fair Market Value |
| <b>Assets</b>  | <b>1</b> Cash—non-interest-bearing . . . . .  | 12,018   | 330,628        | 330,628               |
|  | <b>2</b> Savings and temporary cash investments . . . . .   | 352,503  | 215,852        | 215,852               |
|  | <b>3</b> Accounts receivable <input type="checkbox"/> _____<br>Less allowance for doubtful accounts <input type="checkbox"/> _____  |  |                |                       |
|  | <b>4</b> Pledges receivable <input type="checkbox"/> _____<br>Less allowance for doubtful accounts <input type="checkbox"/> _____   |  |                |                       |
|  | <b>5</b> Grants receivable . . . . .  |  |                |                       |
|  | <b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions) . . . . .                              |  |                |                       |
|  | <b>7</b> Other notes and loans receivable (attach schedule) <input type="checkbox"/> _____<br>Less allowance for doubtful accounts <input type="checkbox"/> _____           |  |                |                       |
|  | <b>8</b> Inventories for sale or use . . . . .  |  |                |                       |
|  | <b>9</b> Prepaid expenses and deferred charges . . . . .  |  |                |                       |
|  | <b>10a</b> Investments—U S and state government obligations (attach schedule)   | 22,431,824 <input checked="" type="checkbox"/> | 17,553,830     | 17,553,830            |
|  | <b>b</b> Investments—corporate stock (attach schedule) . . . . .  | 7,019,995 <input checked="" type="checkbox"/>  | 13,734,991     | 13,734,991            |
|  | <b>c</b> Investments—corporate bonds (attach schedule) . . . . .  | 2,700,793 <input checked="" type="checkbox"/>  | 3,914,601      | 3,914,601             |
|  | <b>11</b> Investments—land, buildings, and equipment basis <input type="checkbox"/> _____<br>Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____ |  |                |                       |
|  | <b>12</b> Investments—mortgage loans . . . . .  |  |                |                       |
|  | <b>13</b> Investments—other (attach schedule) . . . . .   | 5,356,828 <input checked="" type="checkbox"/>  | 6,813,006      | 6,813,006             |
|  | <b>14</b> Land, buildings, and equipment basis <input type="checkbox"/> _____<br>Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____             |  |                |                       |
| <b>15</b> Other assets (describe <input type="checkbox"/> _____)                                     |   |  |                |                       |
| <b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I) | 37,873,961  | 42,562,908                                     | 42,562,908     |                       |
| <b>Liabilities</b>   | <b>17</b> Accounts payable and accrued expenses . . . . .   |  |                |                       |
|  | <b>18</b> Grants payable . . . . .  |  |                |                       |
|  | <b>19</b> Deferred revenue . . . . .  |  |                |                       |
|  | <b>20</b> Loans from officers, directors, trustees, and other disqualified persons  |  |                |                       |
|  | <b>21</b> Mortgages and other notes payable (attach schedule) . . . . .   |  |                |                       |
|  | <b>22</b> Other liabilities (describe <input type="checkbox"/> _____)   |  |                |                       |
| <b>23 Total liabilities</b> (add lines 17 through 22) . . . . .                                      | 0   | 0  |                |                       |
| <b>Net Assets or Fund Balances</b>   | <b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>                                   |  |                |                       |
|  | <b>24</b> Unrestricted . . . . .  |  |                |                       |
|  | <b>25</b> Temporarily restricted . . . . .  |  |                |                       |
|  | <b>26</b> Permanently restricted . . . . .  |  |                |                       |
|  | <b>Foundations that do not follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>                                     |  |                |                       |
|  | <b>27</b> Capital stock, trust principal, or current funds . . . . .  | 35,086,060                                     | 35,086,060     |                       |
|  | <b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund   | 0  | 0              |                       |
| <b>29</b> Retained earnings, accumulated income, endowment, or other funds                           | 2,787,901   | 7,476,848                                      |                |                       |
| <b>30 Total net assets or fund balances</b> (see the instructions)                                   | 37,873,961  | 42,562,908                                     |                |                       |
| <b>31 Total liabilities and net assets/fund balances</b> (see the instructions)                      | 37,873,961  | 42,562,908                                     |                |                       |

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

|          |  |          |            |
|----------|--|----------|------------|
| <b>1</b> | Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . . | <b>1</b> | 37,873,961 |
| <b>2</b> | Enter amount from Part I, line 27a . . . . .   | <b>2</b> | -365,269   |
| <b>3</b> | Other increases not included in line 2 (itemize) <input type="checkbox"/> _____  | <b>3</b> | 5,054,216  |
| <b>4</b> | Add lines 1, 2, and 3 . . . . .  | <b>4</b> | 42,562,908 |
| <b>5</b> | Decreases not included in line 2 (itemize) <input type="checkbox"/> _____  | <b>5</b> | 0          |
| <b>6</b> | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .  | <b>6</b> | 42,562,908 |

**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<br>P—Purchase<br>D—Donation  | (c) Date acquired<br>(mo, day, yr)   | (d) Date sold<br>(mo, day, yr) |
|--|--|---|--|--------------------------------|
| <b>1 a</b>   | corporate stock  |   | 2008-01-01   | 2009-11-30                     |
| <b>b</b>   |  |   |  |                                |
| <b>c</b>   |  |   |  |                                |
| <b>d</b>   |  |   |  |                                |
| <b>e</b>   |  |   |  |                                |
| (e) Gross sales price  | (f) Depreciation allowed<br>(or allowable)   | (g) Cost or other basis<br>plus expense of sale                                     | (h) Gain or (loss)<br>(e) plus (f) minus (g)   |                                |
| <b>a</b> 6,758,566   |  | 6,640,839   | 117,727  |                                |
| <b>b</b>   |  |   |  |                                |
| <b>c</b>   |  |   |  |                                |
| <b>d</b>   |  |   |  |                                |
| <b>e</b>   |  |   |  |                                |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69                                      |  |   | (i) Gains (Col (h) gain minus<br>col (k), but not less than -0-) or<br>Losses (from col (h)) |                                |
| (i) FMV as of 12/31/69   | (j) Adjusted basis<br>as of 12/31/69   | (k) Excess of col (i)<br>over col (j), if any                                       |  |                                |
| <b>a</b>   |  |   | 117,727  |                                |
| <b>b</b>   |  |   |  |                                |
| <b>c</b>   |  |   |  |                                |
| <b>d</b>   |  |   |  |                                |
| <b>e</b>   |  |   |  |                                |
| <b>2</b>   | Capital gain net income or (net capital loss)  | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 } | <b>2</b>   | 117,727                        |
| <b>3</b>   | Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br>If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0-<br>in Part I, line 8 . . . . . |   | <b>3</b>   |                                |

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

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

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

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

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

| (a)<br>Base period years Calendar<br>year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions   | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col (b) divided by col (c)) |
|--|--|--|---|
| 2007   | 2,152,350  | 42,799,683                                   | 0.050289  |
| 2006   | 2,500,362  | 46,315,406                                   | 0.053986  |
| 2005   | 2,639,317  | 45,390,225                                   | 0.058147  |
| 2004   | 2,541,287  | 46,122,081                                   | 0.055099  |
| 2003   | 2,329,351  | 42,417,851                                   | 0.054914  |
| <b>2</b>   | <b>Total</b> of line 1, column (d).  |  | <b>2</b> 0.272435   |
| <b>3</b>   | 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 . . . . . |  | <b>3</b> 0.054487   |
| <b>4</b>   | Enter the net value of noncharitable-use assets for 2008 from Part X, line 5. . . . .  |  | <b>4</b> 39,775,824                                       |
| <b>5</b>   | Multiply line 4 by line 3. . . . .   |  | <b>5</b> 2,167,265  |
| <b>6</b>   | Enter 1% of net investment income (1% of Part I, line 27b). . . . .  |  | <b>6</b> 16,876   |
| <b>7</b>   | Add lines 5 and 6. . . . .   |  | <b>7</b> 2,184,141  |
| <b>8</b>   | Enter qualifying distributions from Part XII, line 4. . . . .  |  | <b>8</b> 2,377,371  |

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

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 15,951.

Part VII-A Statements Regarding Activities

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

**Part VII-A Statements Regarding Activities Continued**

|   |            |            |           |
|---|------------|------------|-----------|
| <p><b>11</b> 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)</p> <p>.....</p>                                    | <b>11a</b> |            | <b>No</b> |
| <p><b>12</b> Did the foundation acquire a direct or indirect interest in any applicable insurance contract? . . . . .</p>   | <b>12</b>  |            | <b>No</b> |
| <p><b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .</p> <p>Web site address <b>N/A</b></p>   | <b>13</b>  | <b>Yes</b> |           |
| <p><b>14</b> The books are in care of <b>GMA FOUNDATIONS INC</b> Telephone no <b>(617) 426-7080</b></p> <p>Located at <b>77 summer st 8th fl BOSTON MA</b> ZIP+4 <b>02110</b></p>   |            |            |           |
| <p><b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b>—Check here . . . . . <input type="checkbox"/></p> <p>and enter the amount of tax-exempt interest received or accrued during the year . . . . . <b>15</b></p> |            |            |           |

**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 |
|---|--|--|-----------|----|
| <p><b>1a</b> During the year did the foundation (either directly or indirectly)</p> <p><b>(1)</b> Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(2)</b> 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</p> <p><b>(3)</b> Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(4)</b> Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(5)</b> 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</p> <p><b>(6)</b> 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</p> |  |  |           |    |
| <p><b>b</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 the instructions)? . . . . . <b>1b</b></p> <p>Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/></p>   |  |  |           |    |
| <p><b>c</b> 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 2008? . . . . . <b>1c</b></p>   |  |  | <b>No</b> |    |
| <p><b>2</b> 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))</p> <p><b>a</b> At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If "Yes," list the years <b>20__ , 20__ , 20__ , 20__</b></p> <p><b>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 the instructions ). . . . . <b>2b</b></p> <p><b>c</b> 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__ , 20__ , 20__ , 20__</b></p>  |  |  |           |    |
| <p><b>3a</b> 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</p> <p><b>b</b> If "Yes," did it have excess business holdings in 2008 as a result of <b>(1)</b> any purchase by the foundation or disqualified persons after May 26, 1969, <b>(2)</b> 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 <b>(3)</b> 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 2008.</i>) . . . . . <b>3b</b></p>   |  |  |           |    |
| <p><b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <b>4a</b></p>  |  |  | <b>No</b> |    |
| <p><b>b</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 2008? <b>4b</b></p>   |  |  | <b>No</b> |    |

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

|   |  |
|---|--|
| <p><b>5a</b> During the year did the foundation pay or incur any amount to</p> <p><b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(2)</b> 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</p> <p><b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(4)</b> 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 instructions). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(5)</b> 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</p> <p><b>b</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 the instructions)? . . . <b>5b</b></p> <p>Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/></p> <p><b>c</b> If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . . <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p> <p><b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . <b>6b</b> <span style="float:right"><b>No</b></span></p> <p><i>If you answered "Yes" to 6b, also file Form 8870.</i></p> <p><b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . <b>7b</b></p> |  |
|---|--|

**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 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 |
|--|---|---|---|---------------------------------------|
| MYRON MILLER Co GMA FoundationsINC<br>77 summer st<br>Boston, MA 02110 | TRUSTEE<br>5 00   | 0   | 0   | 0                                     |

**2 Compensation of five highest-paid employees (other than those included on line 1—see 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. . . . . **0**

**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 the instructions). If none, enter "NONE."**

| (a) Name and address of each person paid more than \$50,000           | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| GMA FOUNDATIONS Inc<br>77 Summer Street 8th Floor<br>Boston, MA 02110 | Donor Services      | 72,095           |
|   |                     |                  |
|   |                     |                  |
|   |                     |                  |
|   |                     |                  |
|   |                     |                  |
|   |                     |                  |

**Total** number of others receiving over \$50,000 for professional services. . . . . **0**

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

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

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|--|--------|
| <b>1</b> N/A   | 0      |
| <b>2</b><br>   |        |
| <b>3</b><br>All other program-related investments See the instructions   |        |

**Total** Add lines 1 through 3. . . . . **0**



**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

|          |   |           |            |
|----------|---|-----------|------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes            |           |            |
| <b>a</b> | Average monthly fair market value of securities. . . . .  | <b>1a</b> | 33,063,027 |
| <b>b</b> | Average of monthly cash balances. . . . .   | <b>1b</b> | 1,060,106  |
| <b>c</b> | Fair market value of all other assets (see the instructions). . . . .   | <b>1c</b> | 6,258,414  |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c). . . . .  | <b>1d</b> | 40,381,547 |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .    | <b>1e</b> | 0          |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets. . . . .   | <b>2</b>  | 0          |
| <b>3</b> | Subtract line 2 from line 1d. . . . .   | <b>3</b>  | 40,381,547 |
| <b>4</b> | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see the instructions). . . . . | <b>4</b>  | 605,723    |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4            | <b>5</b>  | 39,775,824 |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5. . . . .   | <b>6</b>  | 1,988,791  |

**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.)

|           |  |           |           |
|-----------|--|-----------|-----------|
| <b>1</b>  | Minimum investment return from Part X, line 6. . . . .   | <b>1</b>  | 1,988,791 |
| <b>2a</b> | Tax on investment income for 2008 from Part VI, line 5. . . . .  | <b>2a</b> | 16,876    |
| <b>b</b>  | Income tax for 2008 (This does not include the tax from Part VI ). . . . .                                       | <b>2b</b> |           |
| <b>c</b>  | Add lines 2a and 2b. . . . .   | <b>2c</b> | 16,876    |
| <b>3</b>  | Distributable amount before adjustments Subtract line 2c from line 1. . . . .                                    | <b>3</b>  | 1,971,915 |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions. . . . .   | <b>4</b>  | 0         |
| <b>5</b>  | Add lines 3 and 4. . . . .   | <b>5</b>  | 1,971,915 |
| <b>6</b>  | Deduction from distributable amount (see the instructions). . . . .  | <b>6</b>  | 0         |
| <b>7</b>  | <b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . . | <b>7</b>  | 1,971,915 |

**Part XII Qualifying Distributions** (see page 25 of the instructions)

|          |  |           |           |
|----------|--|-----------|-----------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes  |           |           |
| <b>a</b> | Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .   | <b>1a</b> | 2,377,371 |
| <b>b</b> | Program-related investments—total from Part IX-B. . . . .  | <b>1b</b> | 0         |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .   | <b>2</b>  |           |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the  |           |           |
| <b>a</b> | Suitability test (prior IRS approval required). . . . .  | <b>3a</b> |           |
| <b>b</b> | Cash distribution test (attach the required schedule). . . . .   | <b>3b</b> |           |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4   | <b>4</b>  | 2,377,371 |
| <b>5</b> | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions) . . . . . | <b>5</b>  | 16,876    |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .   | <b>6</b>  | 2,360,495 |

**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)<br>Corpus | (b)<br>Years prior to 2007 | (c)<br>2007 | (d)<br>2008 |
|--|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2008 from Part XI, line 7  |               |                            |             | 1,971,915   |
| <b>2</b> Undistributed income, if any, as of the end of 2007   |               |                            |             |             |
| <b>a</b> Enter amount for 2007 only. . . . .   |               |                            | 630,385     |             |
| <b>b</b> Total for prior years 20___, 20___, 20___   |               | 0                          |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2008   |               |                            |             |             |
| <b>a</b> From 2003. . . . .  |               |                            |             |             |
| <b>b</b> From 2004. . . . .  |               |                            |             |             |
| <b>c</b> From 2005. . . . .  |               |                            |             |             |
| <b>d</b> From 2006. . . . .  |               |                            |             |             |
| <b>e</b> From 2007. . . . .  |               |                            |             |             |
| <b>f</b> <b>Total</b> of lines 3a through e. . . . .   | 0             |                            |             |             |
| <b>4</b> Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ <u>2,377,371</u>   |               |                            |             |             |
| <b>a</b> Applied to 2007, but not more than line 2a  |               |                            | 630,385     |             |
| <b>b</b> Applied to undistributed income of prior years (Election required—see the instructions). . . . .  |               | 0                          |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required—see the instructions). . . . .  | 0             |                            |             |             |
| <b>d</b> Applied to 2008 distributable amount. . . . .   |               |                            |             | 1,746,986   |
| <b>e</b> Remaining amount distributed out of corpus  | 0             |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2008<br>(If an amount appears in column (d), the same amount must be shown in column (a).)  | 0             |                            |             | 0           |
| <b>6 Enter the net total of each column as indicated below:</b>  |               |                            |             |             |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5   | 0             |                            |             |             |
| <b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .  |               | 0                          |             |             |
| <b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . . |               | 0                          |             |             |
| <b>d</b> Subtract line 6c from line 6b Taxable amount—see the instructions. . . . .  |               | 0                          |             |             |
| <b>e</b> Undistributed income for 2006 Subtract line 4a from line 2a Taxable amount—see the instructions. . . . .  |               |                            | 0           |             |
| <b>f</b> Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2008. . . . .  |               |                            |             | 224,929     |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see the instructions). . . . .                              | 0             |                            |             |             |
| <b>8</b> Excess distributions carryover from 2002 not applied on line 5 or line 7 (see page 27 of the instructions). . . . .   | 0             |                            |             |             |
| <b>9 Excess distributions carryover to 2008.</b><br>Subtract lines 7 and 8 from line 6a. . . . .   | 0             |                            |             |             |
| <b>10</b> Analysis of line 9   |               |                            |             |             |
| <b>a</b> From 2004. . . . .  |               |                            |             |             |
| <b>b</b> From 2005. . . . .  |               |                            |             |             |
| <b>c</b> From 2006. . . . .  |               |                            |             |             |
| <b>d</b> From 2007. . . . .  |               |                            |             |             |
| <b>e</b> From 2008. . . . .  |               |                            |             |             |

**Part XIV Private Operating Foundations** (see 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 2008, enter the date of the ruling. . . . .

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

|  | Tax year        | Prior 3 years   |                 |                 | <b>(e) Total</b> |
|--|-----------------|-----------------|-----------------|-----------------|------------------|
|  | <b>(a) 2008</b> | <b>(b) 2007</b> | <b>(c) 2006</b> | <b>(d) 2005</b> |                  |
| <b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .                      |                 |                 |                 |                 |                  |
| <b>b</b> 85% of line 2a . . . . .  |                 |                 |                 |                 |                  |
| <b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .   |                 |                 |                 |                 |                  |
| <b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .   |                 |                 |                 |                 |                  |
| <b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .                                    |                 |                 |                 |                 |                  |
| <b>3</b> Complete 3a, b, or c for the alternative test relied upon   |                 |                 |                 |                 |                  |
| <b>a</b> "Assets" alternative test—enter   |                 |                 |                 |                 |                  |
| <b>(1)</b> Value of all assets . . . . .   |                 |                 |                 |                 |                  |
| <b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)   |                 |                 |                 |                 |                  |
| <b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .                                |                 |                 |                 |                 |                  |
| <b>c</b> "Support" alternative test—enter  |                 |                 |                 |                 |                  |
| <b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . . |                 |                 |                 |                 |                  |
| <b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .                                       |                 |                 |                 |                 |                  |
| <b>(3)</b> Largest amount of support from an exempt organization   |                 |                 |                 |                 |                  |
| <b>(4)</b> Gross investment income   |                 |                 |                 |                 |                  |

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

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- 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 organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization makes gifts, grants, etc. (see 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

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

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- c** Any submission deadlines

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

**Part XV** **Supplementary Information** (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient   | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount              |
|---|---|--------------------------------|----------------------------------|---------------------|
| Name and address (home or business)                               |   |                                |                                  |                     |
| <b>a</b> <i>Paid during the year</i><br>See Additional Data Table |   |                                |                                  |                     |
| <b>Total . . . . .</b>  |   |                                |                                  | <b>3a</b> 2,300,000 |
| <b>b</b> <i>Approved for future payment</i>                       |   |                                |                                  |                     |
| <b>Total . . . . .</b>  |   |                                |                                  | <b>3b</b> 0         |





**Additional Data**

**Software ID:** 08000094  
**Software Version:** 2008.06000  
**EIN:** 13-7131926  
**Name:** HERMAN AND FRIEDA L MILLER FOUNDATION

**Form 990PF Part XV Line 3a - Grants and Contributions Paid During the Year**

| 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 Paid during the year</b>  |   |                                |   |                  |
| Allston Brighton Community Development Corporation<br>20 Linden Street Ste 288<br>Allston, MA 02134                            |   | public charity                 | community planning on issues related to local institutional expansion | 50,000           |
| Alternatives for Community and Environment<br>2181 Washington Street Suite 301<br>Roxbury, MA 02119                            |   | public charity                 | environmental justice initiatives in low-income communities of color  | 40,000           |
| Boston Alliance of Gay Lesbian Bisexual and Transgender Youth<br>PO Box 960814<br>Boston, MA 02196                             |   | public charity                 | community organizing and social justice work with GLBT youth          | 25,000           |
| Boston Community Capital<br>56 Warren Street Ste 300<br>Boston, MA 021193236   |   | public charity                 | developing loan products that address the foreclosure crisis          | 100,000          |
| Boston Natural Areas Network<br>62 Summer Street<br>Boston, MA 021101008   |   | public charity                 | local citizen councils developing parks and open spaces in Boston     | 35,000           |
| Boston Parent Organizing Network<br>284 Amory Street<br>Jamaica Plain, MA 02130  |   | public charity                 | organizing activities to empower parents and students to be leaders   | 45,000           |
| Boston Tenant Coalition<br>14 Beacon Street Room 606<br>Boston, MA 02110   |   | public charity                 | grassroots tenant coalition for affordable hsnng                      | 45,000           |
| Center for Labor Education & Research Inc fbo Boston Workers' Alliance<br>411 Blue Hill Avenue<br>Dorchester, MA 02121         |   | public charity                 | advocacy campaigns by a worker center serving low-income residents    | 25,000           |
| Central Square Theater<br>450 Massachusetts Avenue<br>Cambridge, MA 02139  |   | public charity                 | increase connections between professional theater and community       | 40,000           |
| Centro Presente<br>17 Inner Belt Road<br>Somerville, MA 02143  |   | public charity                 | ldship dev and community org efforts of Latino immigrants             | 50,000           |
| Chelsea Green Space and Recreation Committee<br>300 Broadway<br>Chelsea, MA 02150  |   | public charity                 | Chelsea Creek Action Group's environmental justice work               | 40,000           |
| Chelsea Neighborhood Developers<br>4 Gerrish Avenue<br>Chelsea, MA 02150   |   | public charity                 | helping residents take action to improve the quality of life          | 30,000           |
| Chinese Progressive Association<br>28 Ash Street<br>Boston, MA 02111   |   | public charity                 | activities to empower & stabilize the working class in Chinatown      | 40,000           |
| Citizens' Housing and Planning Association fbo MA Smart Growth Alliance<br>18 Tremont Street Suite 401<br>Boston, MA 021082301 |   | public charity                 | smart growth policy reforms at the state level in Massachusetts       | 50,000           |
| Citizens' Housing and Planning Association Inc<br>18 Tremont Street Suite 401<br>Boston, MA 021082301                          |   | public charity                 | affordable housing education and outreach in Boston-area suburbs      | 50,000           |
| <b>Total . . . . .</b>   |   |                                |   | <b>2,300,000</b> |

**Form 990PF Part XV Line 3a - Grants and Contributions Paid During the Year**

| 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>   |   |                                |   |           |
| City LifeVida Urbana<br>PO Box 300107 284 Amory Street<br>Jamaica Plain, MA 02130                            |   | public charity                 | a city-wide tenant union that addresses foreclosure crisis      | 50,000    |
| Community Labor United<br>Eight Beacon Street Second Floor<br>boston, MA 02108                               |   | public charity                 | helping w/green jobs and energy svngs to low income communities | 50,000    |
| Dorchester Bay Economic Development Corporation<br>594 Columbia Road Suite 302<br>Dorchester, MA 02125       |   | public charity                 | community org component of major transit-oriented dev           | 80,000    |
| East Boston Ecumenical Community Council<br>50 Meridian Street Suite B-1 PO Box 450<br>east boston, MA 02128 |   | public charity                 | parent organizing efforts to improve BPS                        | 25,000    |
| Fenway Community Development Corporation<br>73 Hemenway Street<br>Boston, MA 02115                           |   | public charity                 | community organizing in Boston's Fenway neighborhood            | 30,000    |
| Fenway Health<br>Ansin Building 1340 boylston street<br>boston, MA 02115                                     |   | public charity                 | helping build a new health care center serving LGBT community   | 150,000   |
| Franklin Park Coalition Inc<br>PO Box 302333<br>Boston, MA 02130   |   | public charity                 | Franklin Park stewardship, advocacy and outreach                | 25,000    |
| Greater Boston Interfaith Organization<br>594 Columbia Road Ste 402<br>Dorchester, MA 02125                  |   | public charity                 | campaigns to develop local ldrship to fight for social justice  | 60,000    |
| Greater Four Corners Action Coalition Inc<br>367 Washington Street<br>Dorchester, MA 02124                   |   | public charity                 | to improve public transportation and address foreclosure issues | 25,000    |
| Greater Four Corners Action Coalition Inc fbo On the Move<br>367 Washington Street<br>Dorchester, MA 02124   |   | public charity                 | an advocacy campaign to address the debt crisis of the MBTA     | 20,000    |
| Hyde Square Task Force<br>375 Centre Street PO Box 301871<br>jamaica Plain, MA 02130                         |   | public charity                 | youth-led campaign to include health & fitness ed in BPS        | 45,000    |
| Jamaica Plain Neighborhood Development Corporation<br>31 Germania Street<br>Jamaica Plain, MA 02130          |   | public charity                 | to help neighborhood revitalization and housing dev in JP       | 50,000    |
| Jewish Organizing Initiative<br>99 Chauncy St Suite 600<br>Boston, MA 02111                                  |   | public charity                 | 1yr community fellowship program for young adults               | 45,000    |
| Massachusetts Affordable Housing Alliance<br>1803 Dorchester Avenue<br>Dorchester, MA 02124                  |   | public charity                 | to help advocate for more affordable housing in greater boston  | 35,000    |
| Massachusetts Alliance of HUD Tenants<br>42 Seaverns Avenue<br>Jamaica Plain, MA 02130                       |   | public charity                 | Save Our Homes campaign to preserve HUD multi-fam hsg           | 30,000    |
| <b>Total . . . . .</b>   |   |                                | <b>▶ 3a</b>   | 2,300,000 |



**Form 990PF Part XV Line 3a - Grants and Contributions Paid During the Year**

| 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>  |   |                                |   |           |
| Massachusetts Association of Community Development Corporations<br>15 Court Street<br>Boston, MA 02108                      |   | public charity                 | to expand resources for housing, economic development, etc          | 50,000    |
| Massachusetts Budget and Policy Center<br>15 Court Square Suite 700<br>Boston, MA 02108                                     |   | public charity                 | analysis of state budget&tax policies for low income ind            | 35,000    |
| Massachusetts Coalition for Occupational Safety and Health<br>42 Charles Street Suite F<br>Dorchester, MA 02122             |   | public charity                 | organizing for safe, secure jobs and healthy communities            | 30,000    |
| Massachusetts Immigrant & Refugee Advocacy Coalition<br>105 Chauncy Street Suite 901<br>Boston, MA 02111                    |   | public charity                 | immigrant organizing and civic engagement activities                | 65,000    |
| Massachusetts Voter Education Network Inc<br>18 Tremont Street Suite 608<br>Boston, MA 02108                                |   | public charity                 | to increase voter registration & education                          | 105,000   |
| Merrimack Valley Project<br>1045 Essex Street<br>Lawrence, MA 01841   |   | public charity                 | an interfaith campaign to address the housing foreclosure crisis    | 25,000    |
| Metropolitan Interfaith Congregations Acting for Hope<br>24 Union Avenue Suite 19<br>Framingham, MA 01702                   |   | public charity                 | campaign to develop local ldrship to fight for social justice       | 30,000    |
| Neighbor to Neighbor Massachusetts Education Fund<br>8 Beacon Street 4th Floor<br>Boston, MA 02108                          |   | public charity                 | campaigns to reform the state's CORI system                         | 60,000    |
| Neighbor to Neighbor Massachusetts fbo Student Immigrant Movement of MA<br>33 Harrison Avenue 5th Floor<br>Boston, MA 02111 |   | public charity                 | organizing immigrant students in MA to address the problems         | 20,000    |
| Northeast Action<br>30 Germania Street<br>Jamaica Plain, MA 02130   |   | public charity                 | train and promote activities on behalf of MA civic engagement       | 25,000    |
| Oiste<br>59 Temple Place Ste 337<br>Boston, MA 02111  |   | public charity                 | civic engagement and leadership development in Latino community     | 40,000    |
| Public Policy Institute Inc<br>30 Winter Street 10th Floor<br>Boston, MA 02108  |   | public charity                 | to increase involvement of citizens & orgs in tax and budget policy | 25,000    |
| Save the HarborSave the Bay<br>Boston Fish Pier West Ste 304W 212 northern ave<br>boston, MA 02210                          |   | public charity                 | to protect Greater Boston public beaches                            | 50,000    |
| Somerville Community Corporation<br>337 Somerville Avenue 2nd Floor<br>Somerville, MA 02143                                 |   | public charity                 | to extend a public transit rail corridor in Somerville MA           | 40,000    |
| The Boston Foundation fbo Civic Engagement Initiative<br>75 Arlington Street 10th Floor<br>Boston, MA 02116                 |   | public charity                 | to give nonprofits the tools to engage their constituents as voters | 70,000    |
| <b>Total . . . . .</b>  |   |                                | <b>3a</b>   | 2,300,000 |

**Form 990PF Part XV Line 3a - Grants and Contributions Paid During the Year**

| 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>   |   |                                |  |           |
| Third Sector New England fbo Center to Support Immigrant Organizing<br>89 south Street Ste 700<br>boston, MA 02111         |   | public charity                 | developing strong immigrant worker centers in MA               | 25,000    |
| Third Sector New England Inc fbo Boston-area Youth Organizing Project<br>565 Boylston Street 5th Floor<br>Boston, MA 02116 |   | public charity                 | youth-driven comm campaigns to improve BPS & transportation    | 30,000    |
| Third Sector New England Inc fbo Commonwealth Seminar<br>PO Box 120064<br>Boston, MA 02112                                 |   | public charity                 | training and networking to increase diversity of ldrship in MA | 40,000    |
| Third Sector New England Inc fbo Massachusetts Census Equity Fund<br>89 South Street Ste 700<br>Boston, MA 02111           |   | public charity                 | to ensure an accurate count of undeserved populations in MA    | 75,000    |
| Voice and Future Fund Inc<br>26 West Street 3rd Floor<br>Boston, MA 02111  |   | public charity                 | organize & develop ldrship activities for low-wage workers     | 35,000    |
| WalkBoston Inc<br>45 School Street<br>Boston, MA 02108   |   | public charity                 | train & engage community orgs for safe and walkable cities     | 40,000    |
| <b>Total . . . . . ▶ 3a</b>  |   |                                |  | 2,300,000 |

## TY 2008 Accounting Fees Schedule

**Name:** HERMAN AND FRIEDA L MILLER FOUNDATION

**EIN:** 13-7131926

| Category   | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|------------|--------|--------------------------|------------------------|---|
| Accounting | 4,900  | 0                        | 0                      | 4,900                                       |

**TY 2008 Investments Corporate  
Bonds Schedule**

**Name:** HERMAN AND FRIEDA L MILLER FOUNDATION

**EIN:** 13-7131926

| <b>Name of Bond</b>                | <b>End of Year Book Value</b> | <b>End of Year Fair Market Value</b> |
|------------------------------------|-------------------------------|--------------------------------------|
| VARIOUS PUBLICLY TRADED SECURITIES | 3,914,601                     | 3,914,601                            |

**TY 2008 Investments Corporate  
Stock Schedule**

**Name:** HERMAN AND FRIEDA L MILLER FOUNDATION

**EIN:** 13-7131926

| <b>Name of Stock</b>               | <b>End of Year Book Value</b> | <b>End of Year Fair Market Value</b> |
|------------------------------------|-------------------------------|--------------------------------------|
| VARIOUS PUBLICLY TRADED SECURITIES | 13,734,991                    | 13,734,991                           |

**TY 2008 Investments Government  
Obligations Schedule**

**Name:** HERMAN AND FRIEDA L MILLER FOUNDATION

**EIN:** 13-7131926

**US Government Securities - End of  
Year Book Value:** 17,287,284

**US Government Securities - End of  
Year Fair Market Value:** 17,287,284

**State & Local Government  
Securities - End of Year Book  
Value:** 266,546

**State & Local Government  
Securities - End of Year Fair  
Market Value:** 266,546

**TY 2008 Investments - Other Schedule**

**Name:** HERMAN AND FRIEDA L MILLER FOUNDATION

**EIN:** 13-7131926

| Category/ Item                | Listed at Cost or FMV | Book Value | End of Year Fair Market Value |
|-------------------------------|-----------------------|------------|-------------------------------|
| GLENview, l.p.                | AT COST               | 2,804,447  | 2,804,447                     |
| BCM Discovery Offshore Fund   | AT COST               | 2,438,947  | 2,438,947                     |
| Americus Partners Offshore    | AT COST               | 433,874    | 433,874                       |
| Restoration Partners Offshore | AT COST               | 576,828    | 576,828                       |
| MOAB PARTNERS OFFSHORE FUND   | AT COST               | 558,910    | 558,910                       |

## TY 2008 Other Expenses Schedule

**Name:** HERMAN AND FRIEDA L MILLER FOUNDATION

**EIN:** 13-7131926

| Description                         | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|-------------------------------------|--------------------------------|-----------------------|---------------------|---------------------------------------|
| state filing fees                   | 250                            | 0                     | 0                   | 250                                   |
| Postage                             | 19                             | 0                     | 0                   | 19                                    |
| investment expenses                 | 0                              | 3,808                 | 0                   | 0                                     |
| supplies                            | 107                            | 0                     | 0                   | 107                                   |
| Miscellaneous Fees                  | 214                            | 214                   | 0                   | 0                                     |
| Miscellaneous Investment Deductions | 0                              | 12,924                | 0                   | 0                                     |



**TY 2008 Other Income Schedule**

**Name:** HERMAN AND FRIEDA L MILLER FOUNDATION

**EIN:** 13-7131926

| Description               | Revenue And Expenses Per Books | Net Investment Income | Adjusted Net Income |
|---------------------------|--------------------------------|-----------------------|---------------------|
| Partnership distributions | 380,592                        | 0                     |                     |

**TY 2008 Other Increases Schedule**

**Name:** HERMAN AND FRIEDA L MILLER FOUNDATION

**EIN:** 13-7131926

| Description     | Amount    |
|-----------------|-----------|
| Unrealized gain | 5,054,216 |

## TY 2008 Other Professional Fees Schedule

**Name:** HERMAN AND FRIEDA L MILLER FOUNDATION

**EIN:** 13-7131926

| Category                   | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|----------------------------|--------|-----------------------|---------------------|---------------------------------------|
| gRANTS MANAGEMENT services | 72,095 | 0                     | 0                   | 72,095                                |
| Investment Management Fees | 50,698 | 50,698                | 0                   | 0                                     |

# TY 2008 Taxes Schedule

**Name:** HERMAN AND FRIEDA L MILLER FOUNDATION

**EIN:** 13-7131926

| Category    | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|-------------|--------|--------------------------|------------------------|---|
| Excise tax  | 25,000 | 0                        | 0                      | 0   |
| Foreign tax | 2,044  | 2,044                    | 0                      | 0   |