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Form 990-PF

Return of Private Foundation

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

2014

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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For calendar year 2014, or tax year beginning 12-01-2014, and ending 11-30-2015

Name of foundation: HERMAN AND FRIEDA L MILLER FOUNDATION. A Employer identification number: 13-7131926. B Telephone number: (617) 426-7080. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$44,233,392. J Accounting method: Cash.

Table with 5 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) and Operating and Administrative Expenses (13-26), leading to Total expenses and disbursements of 3,007,503 and Net investment income of 2,097,829.

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

		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			394,843		394,843
	2	Savings and temporary cash investments	171,260		183,272		183,272
	3	Accounts receivable ▶ <u>50,964</u>					
		Less allowance for doubtful accounts ▶ _____	619,333		50,964		50,964
	4	Pledges receivable ▶ _____					
		Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____					
		Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)	7,746,512	<input type="checkbox"/>	7,147,256		7,147,256
	b	Investments—corporate stock (attach schedule)	29,346,815	<input type="checkbox"/>	22,963,657		22,963,657
	c	Investments—corporate bonds (attach schedule)	5,666,981	<input type="checkbox"/>	4,250,497		4,250,497
	11	Investments—land, buildings, and equipment basis ▶ _____					
	Less accumulated depreciation (attach schedule) ▶ _____						
12	Investments—mortgage loans						
13	Investments—other (attach schedule)	8,629,406	<input type="checkbox"/>	9,242,903		9,242,903	
14	Land, buildings, and equipment basis ▶ _____						
	Less accumulated depreciation (attach schedule) ▶ _____						
15	Other assets (describe ▶ _____)						
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	52,180,307		44,233,392		44,233,392	
Liabilities	17	Accounts payable and accrued expenses	232,796				
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)	232,796		0		0
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>		and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>		and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	35,086,060		35,086,060		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0		0		
29	Retained earnings, accumulated income, endowment, or other funds	16,861,451		9,147,332			
30	Total net assets or fund balances (see instructions)	51,947,511		44,233,392			
31	Total liabilities and net assets/fund balances (see instructions)	52,180,307		44,233,392			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	51,947,511
2	Enter amount from Part I, line 27a	2	-602,026
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	51,345,485
5	Decreases not included in line 2 (itemize) ▶ _____ <input type="checkbox"/>	5	7,112,093
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	44,233,392

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a CORPORATE STOCK			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 15,648,713		15,028,123	620,590
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			620,590
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	620,590
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	2,870,674	51,906,172	0.055305
2012	2,820,253	49,090,817	0.057450
2011	2,726,068	46,367,348	0.058793
2010	2,576,664	45,527,869	0.056595
2009	2,443,068	43,581,876	0.056057

2 Total of line 1, column (d).	2	0.284200
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.056840
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	49,012,107
5 Multiply line 4 by line 3.	5	2,785,848
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	20,978
7 Add lines 5 and 6.	7	2,806,826
8 Enter qualifying distributions from Part XII, line 4.	8	3,007,503

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	20,978
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2.	3	20,978
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	20,978
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	43,113
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	43,113
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	22,135
11	Enter the amount of line 10 to be Credited to 2015 estimated tax 22,135 Refunded	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ <u>0</u> (2) On foundation managers <input type="checkbox"/> \$ <u>0</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ <u>0</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	
b If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MA _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of GMA FOUNDATIONS INC Telephone no (617) 426-7080 Located at 77 SUMMER ST 8TH FL BOSTON MA ZIP+4 02110			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
1b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		
1c	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 2014?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(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 77 SUMMER ST BOSTON, MA 02110	TRUSTEE 5 00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see 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 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 77 SUMMER STREET 8TH FLOOR BOSTON, MA 02110	DONOR SERVICES	109,733

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
1 _____	
2 _____	
3 _____	
4 _____	

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	39,233,367
b	Average of monthly cash balances.	1b	1,231,250
c	Fair market value of all other assets (see instructions).	1c	9,293,867
d	Total (add lines 1a, b, and c).	1d	49,758,484
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	49,758,484
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	746,377
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	49,012,107
6	Minimum investment return. Enter 5% of line 5.	6	2,450,605

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

1	Minimum investment return from Part X, line 6.	1	2,450,605
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	20,978
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	8,189
c	Add lines 2a and 2b.	2c	29,167
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	2,421,438
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	2,421,438
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	2,421,438

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	3,007,503
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,007,503
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	20,978
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,986,525

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				2,421,438
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 20__ , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.				74,715
b From 2010.				361,885
c From 2011.				510,687
d From 2012.				421,110
e From 2013.				323,817
f Total of lines 3a through e.	1,692,214			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>3,007,503</u>				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				2,421,438
e Remaining amount distributed out of corpus	586,065			
5 Excess distributions carryover applied to 2014 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,278,279			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions.		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions.			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions).	74,715			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a.	2,203,564			
10 Analysis of line 9				
a Excess from 2010.	361,885			
b Excess from 2011.	510,687			
c Excess from 2012.	421,110			
d Excess from 2013.	323,817			
e Excess from 2014.	586,065			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, 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)

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					

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

a "Assets" alternative test—enter

(1) Value of all assets

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

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

c "Support" alternative test—enter

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

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

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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 instructions.)

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient	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)				
a <i>Paid during the year</i> See Additional Data Table				
Total				▶ 3a 2,890,634
b <i>Approved for future payment</i>				
Total				▶ 3b 0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	37,149	
4 Dividends and interest from securities.			14	1,427,132	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	620,590	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. . .					
11 Other revenue a PARTNERSHIP DISTRIBUTION				469,084	
b MISCELLANEOUS INCOME				62	
c RETURN ON CAPITAL				17,462	
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).		0		2,571,479	0
13 Total. Add line 12, columns (b), (d), and (e).			13		2,571,479

(See worksheet in line 13 instructions to verify calculations)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
11A	PARTNERSHIP DISTRIBUTIONS FROM INVESTMENT IN LIMITED PARTNERSHIP
11B	MISCELLANEOUS INCOME

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

	Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of		
(1) Cash.	1a(1)	No
(2) Other assets.	1a(2)	No
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization.	1b(1)	No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)	No
(3) Rental of facilities, equipment, or other assets.	1b(3)	No
(4) Reimbursement arrangements.	1b(4)	No
(5) Loans or loan guarantees.	1b(5)	No
(6) Performance of services or membership or fundraising solicitations.	1b(6)	No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c	No

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

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

b If "Yes," complete the following schedule

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

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

Sign Here ***** 2016-03-31 ***** May the IRS discuss this return with the preparer shown below (see instr)? Yes No

Signature of officer or trustee Date Title

Paid Preparer Use Only	Print/Type preparer's name JOEL ARONSON CPA	Preparer's Signature	Date 2016-03-28	Check if self-employed <input checked="" type="checkbox"/>	PTIN P01375551
	Firm's name ▶ ALEXANDER ARONSON FINNING & CO PC			Firm's EIN ▶ 04-2571780	
	Firm's address ▶ 21 EAST MAIN STREET WESTBORO, MA 01581			Phone no (508) 366-9100	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALLSTONBRIGHTON COMMUNITY DEVELOPMENT CORPORATION 20 LINDEN STREET STE 288 ALLSTON,MA 02134		PUBLIC CHARITY	INCREASING NEIGHBORHOOD STABILITY IN THE RADNOR ROAD AREA AND NORTH ALLSTON	40,000
ALTERNATIVES FOR COMMUNITY AND ENVIRONMENT 2201 WASHINGTON STREET SUITE 302 ROXBURY,MA 02119		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	45,000
BOSTON AFFORDABLE HOUSING COALITION INC 42 SEAVERNS AVENUE JAMAICA PLAIN,MA 02130		PUBLIC CHARITY	SAVE OUR HOMES CAMPAIGN	45,000
BOSTON ALLIANCE OF GAY AND LESBIAN YOUTH (BAGLY) PO BOX 960814 BOSTON,MA 02196		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	25,000
BOSTON CHILDREN'S CHORUS 112 SHAWMUT AVE SUITE 5B BOSTON,MA 02118		PUBLIC CHARITY	SOCIAL INTEGRATION INITIATIVE	40,000
BOSTON MOBILIZATION 30 BOW STREET CAMBRIDGE,MA 02138		PUBLIC CHARITY	18/18/18 CAMPAIGN	50,000
BOSTON TENANT COALITION INC 14 BEACON STREET SUITE 605 BOSTON,MA 02108		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	50,000
BRAZILIAN WORKER CENTER 14 HARVARD AVENUE 2ND FLOOR ALLSTON,MA 02134		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	50,000
BRAZILIAN WORKER CENTER 14 HARVARD AVENUE 2ND FLOOR ALLSTON,MA 02134		PUBLIC CHARITY	CONSTRUINDO JUSTICA (BUILDING JUSTICE)	40,000
CENTER FOR LABOR EDUCATION AND RESEARCH INC 3353 WASHINGTON STREET BOSTON,MA 02130		PUBLIC CHARITY	STUDENT IMMIGRANT MOVEMENT GENERAL OPERATING SUPPORT	45,000
CENTRAL SQUARE THEATER INC 450 MASSACHUSETTS AVENUE CAMBRIDGE,MA 02139		PUBLIC CHARITY	COMMUNITY CONNECTIVITY INITIATIVE AND CATALYST 2042 NEW PLAY PROGRAM	50,000
CENTRAL SQUARE THEATER INC 450 MASSACHUSETTS AVENUE CAMBRIDGE,MA 02139		PUBLIC CHARITY	2014 CHALLENGE GRANT	10,000
CENTRO PRESENTE INC 12 BENNINGTON ST SUITE 202 BOSTON,MA 02128		PUBLIC CHARITY	IMMIGRANT ORGANIZING FOR SOCIAL CHANGE	50,000
CENTRO PRESENTE INC FBO MOVEMENT MASTERY INSTITUTE 12 BENNINGTON ST SUITE 202 BOSTON,MA 02128		PUBLIC CHARITY	MOVEMENT MASTERY INSTITUTE BUILDING MOMENTUM IN MASSACHUSETTS	50,000
CHELSEA COLLABORATIVE INC 318 BROADWAY CHELSEA,MA 02150		PUBLIC CHARITY	CHELSEA GREEN SPACE	50,000
Total			3a	2,890,634

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE NEIGHBORHOOD DEVELOPERS INC 4 GERRISH AVENUE CHELSEA,MA 02150		PUBLIC CHARITY	TND COMMUNITY ENGAGEMENT	30,000
CHINESE PROGRESSIVE ASSOCIATION 28 ASH ST BOSTON,MA 02111		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	50,000
CHINESE PROGRESSIVE ASSOCIATION FBO IMMIGRANT WORKER CENTER COLLABORATIVE 28 ASH STREET BOSTON,MA 02111		PUBLIC CHARITY	IMMIGRANT WORKER CENTER COLLABORATIVE (IWCC)	50,000
CITIZENS' HOUSING AND PLANNING ASSOCIATION INC 18 TREMONT STREET SUITE 401 BOSTON,MA 02108		PUBLIC CHARITY	MASSACHUSETTS SMART GROWTH ALLIANCE 2015-2016	50,000
URBAN REVIVAL INC AKA CITY LIFEVIDA URBANA PO BOX 300107 JAMAICA PLAIN,MA 02130		PUBLIC CHARITY	BOSTON HOUSING ORGANIZING PROJECT	60,000
COMMUNITY LABOR UNITED INC 6 BEACON STREET SUITE 910 BOSTON,MA 02108		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	50,000
COMMUNITY LABOR UNITED INC FBO NEW ENGLAND UNITED FOR JUSTICE 6 BEACON STREET SUITE 910 BOSTON,MA 02108		PUBLIC CHARITY	NEW ENGLAND UNITED FOR JUSTICE GENERAL OPERATING SUPPORT	30,000
COMPANY ONE INC 539 TREMONT STREET STUDIO 202 BOSTON,MA 02116		PUBLIC CHARITY	C1 STREET TEAM	40,000
CONSERVATION LAW FOUNDATION (CLF) 62 SUMMER STREET BOSTON,MA 02110		PUBLIC CHARITY	REVITALIZING OPEN SPACES AND NEIGHBORHOODS IN LOW-INCOME COMMUNITIES	90,000
ESSEX COUNTY COMMUNITY ORGANIZATION (ECCO) 74 SOUTH COMMON ST LYNN,MA 01902		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	50,000
FII-NATIONAL FBO FII-BOSTON 1201 MARTIN LUTHER KING JR WAY SUITE 100 OAKLAND,CA 94612		PUBLIC CHARITY	FII-BOSTON ORGANIZING RESOURCE BANK	25,000
GAY AND LESBIAN ADVOCATES AND DEFENDERS (GLAD) 30 WINTER ST SUITE 800 BOSTON,MA 02108		PUBLIC CHARITY	YOUTH INITIATIVE	15,000
GREATER BOSTON INTERFAITH ORGANIZATION 594 COLUMBIA ROAD SUITE 203 DORCHESTER,MA 02125		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	65,000
GREATER BOSTON LEGAL SERVICES FBO MASS COALITION FOR DOMESTIC WORKERS 197 FRIEND STREET 8TH FLOOR BOSTON,MA 02114		PUBLIC CHARITY	MASSACHUSETTS COALITION FOR DOMESTIC WORKERS GENERAL OPERATING SUPPORT	50,000
HYDE SQUARE TASK FORCE 375 CENTRE STREET JAMAICA PLAIN,MA 02130		PUBLIC CHARITY	YOUTH ORGANIZING	45,000
Total				2,890,634

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JOIN FOR JUSTICE 359 BOYLSTON ST 4 SUITE 715 BOSTON,MA 02116		PUBLIC CHARITY	JEWISH ORGANIZING FELLOWSHIP	65,000
JUSTICE AT WORK 192 SOUTH STREET SUITE 450 BOSTON,MA 02111		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	35,000
JUSTICE AT WORK 192 SOUTH STREET SUITE 450 BOSTON,MA 02111		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	5,000
LAWRENCE COMMUNITY WORKS INC 168 NEWBURY ST LAWRENCE,MA 01841		PUBLIC CHARITY	LAWRENCE WORKING FAMILIES INITIATIVE	45,000
ORGANIZING AND LEADERSHIP TRAINING CENTER INC 150 MT VERNON ST SUITE 200E DORCHESTER,MA 02125		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	75,000
ORGANIZING AND LEADERSHIP TRAINING CENTER INC 150 MT VERNON ST SUITE 200E DORCHESTER,MA 02125		PUBLIC CHARITY	YOUTH JOBS COALITION GENERAL OPERATING SUPPORT	50,000
MASSACHUSETTS IMMIGRANT AND REFUGEE ADVOCACY COALITION (MIRA) 105 CHAUNCY STREET SUITE 901 FLOOR BOSTON,MA 02111		PUBLIC CHARITY	OUTREACH AND EDUCATION REGARDING DAPA	20,000
MASSACHUSETTS IMMIGRANT AND REFUGEE ADVOCACY COALITION (MIRA) 105 CHAUNCY STREET SUITE 901 FLOOR BOSTON,MA 02111		PUBLIC CHARITY	BUILDING POWER TOGETHER	65,000
MASSACHUSETTS ASSOCIATION OF COMMUNITY DEVELOPMENT CORPORATIONS 15 COURT SQUARE SUITE 600 BOSTON,MA 02108		PUBLIC CHARITY	COMMUNITY ENGAGEMENT AND ADVOCACY	100,000
MASSACHUSETTS COALITION FOR OCCUPATIONAL SAFETY AND HEALTH 1532B DORCHESTER AVE DORCHESTER,MA 02122		PUBLIC CHARITY	WORKERS UNITING FOR SAFE, HEALTHY JOBS AND ECONOMIC JUSTICE	46,500
MASSACHUSETTS VOTER EDUCATION NETWORK INC (MASS VOTE) 41 WEST STREET SUITE 700 BOSTON,MA 02111		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	105,000
MASSACHUSETTS BUDGET AND POLICY CENTER (MASSBUDGET) 15 COURT SQUARE SUITE 700 BOSTON,MA 02108		PUBLIC CHARITY	POPULAR EDUCATION PILOT INVESTING IN EDUCATION AND TRANSPORTATION	50,000
MASSACHUSETTS BUDGET AND POLICY CENTER (MASSBUDGET) 15 COURT SQUARE SUITE 700 BOSTON,MA 02108		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	70,000
MERRIMACK VALLEY PROJECT INC 1045 ESSEX STREET LAWRENCE,MA 01841		PUBLIC CHARITY	WORKER AND IMMIGRANT JUSTICE CAMPAIGN	35,000
MOTHERS FOR JUSTICE AND EQUALITY 184 DUDLEY ST SUITE 109 ROXBURY,MA 02119		PUBLIC CHARITY	TO DEVELOP AN ADVOCACY STRATEGY	25,000
Total				2,890,634

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NEIGHBOR TO NEIGHBOR MASSACHUSETTS EDUCATION FUND 15 COURT SQUARE SUITE 345 BOSTON,MA 02108		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	60,000
PRESIDENT AND FELLOWS OF HARVARD COLLEGE 1033 MASSACHUSETTS AVE STE 3 CAMBRIDGE,MA 02138		PUBLIC CHARITY	BARI AT RADCLIFFE INSTITUTE FOR ADVANCED STUDY, HARVARD UNIVERSITY	49,134
RIGHT TO THE CITY ALLIANCE FBO RIGHT TO THE CITY BOSTON 388 ATLANTIC AVENUE BROOKLYN,NY 11217		PUBLIC CHARITY	RIGHT TO THE CITY BOSTON GENERAL OPERATING SUPPORT	40,000
SOMERVILLE COMMUNITY CORPORATION INC 337 SOMERVILLE AVENUE 2ND FLOOR SOMERVILLE,MA 02143		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	60,000
SOUTH BOSTON EN ACCION 10 LOGAN WAY BASEMENT SOUTH BOSTON,MA 02127		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	30,000
STUDIO REV 15 W 81ST STREET SUITE 4J NEW YORK,NY 10024		PUBLIC CHARITY	THE CAREFORCE PROJECT	50,000
THE BOSTON FOUNDATION FBO CIVIC ENGAGEMENT FUND 75 ARLINGTON STREET 10TH FLOOR BOSTON,MA 02116		PUBLIC CHARITY	CIVIC ENGAGEMENT FUND	90,000
THE FOOD PROJECT INC 10 LEWIS STREET LINCOLN,MA 01773		PUBLIC CHARITY	DUDLEY GROWS COMMUNITY FOOD ENTERPRISE INITIATIVE	50,000
THE THEATER OFFENSIVE 565 BOYLSTON ST 3RD FLOOR BOSTON,MA 02116		PUBLIC CHARITY	OUT IN YOUR NEIGHBORHOOD	50,000
THIRD SECTOR NEW ENGLAND FBO REAL FOOD CHALLENGE 89 SOUTH STREET SUITE 700 BOSTON,MA 02111		PUBLIC CHARITY	REAL FOOD CHALLENGE CONNECTING ACROSS THE FOOD CHAIN INNOVATION IN THE REAL FOOD MOVEMENT	50,000
THIRD SECTOR NEW ENGLAND FBO THE COMMONWEALTH SEMINAR 89 SOUTH STREET SUITE 700 BOSTON,MA 02111		PUBLIC CHARITY	THE COMMONWEALTH SEMINAR	45,000
THIRD SECTOR NEW ENGLAND FBO MASSACHUSETTS VOTER TABLE 89 SOUTH STREET SUITE 700 BOSTON,MA 02111		PUBLIC CHARITY	MASSACHUSETTS VOTER TABLE MASSACHUSETTS VOTER TABLE 2015-2016	35,000
THIRD SECTOR NEW ENGLAND FBO MASSACHUSETTS VOTER TABLE 89 SOUTH STREET SUITE 700 BOSTON,MA 02111		PUBLIC CHARITY	MASSACHUSETTS VOTER TABLE GENERAL OPERATING SUPPORT	15,000
UNITED TEEN EQUALITY CENTER 15 WARREN ST 3 LOWELL,MA 01852		PUBLIC CHARITY	ENGAGING PROVEN-RISK YOUTH THROUGH SOCIAL JUSTICE AND ORGANIZING	35,000
WALKBOSTON INC OLD CITY HALL 45 SCHOOL STREET BOSTON,MA 02108		PUBLIC CHARITY	STEPS TO ENGAGED COMMUNITIES	30,000
Total				2,890,634

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WOMEN'S INSTITUTE FOR LEADERSHIP DEVELOPMENT (WILD) 150 MT VERNON STREET SUITE 2 DORCHESTER, MA 02125		PUBLIC CHARITY	WILD MENTORING PROJECT	30,000
YOUTHBUILD USA FBO YOUTH ON BOARD 58 DAY STREET SOMERVILLE, MA 02144		PUBLIC CHARITY	YOUTH ON BOARD	40,000
Total				3a 2,890,634

TY 2014 Accounting Fees Schedule

Name: HERMAN AND FRIEDA L MILLER FOUNDATION

EIN: 13-7131926

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	6,100	0	0	6,100

**TY 2014 Investments Corporate
Bonds Schedule**

Name: HERMAN AND FRIEDA L MILLER FOUNDATION

EIN: 13-7131926

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VARIOUS PUBLICLY TRADED SECURITIES	4,250,497	4,250,497

**TY 2014 Investments Corporate
Stock Schedule****Name:** HERMAN AND FRIEDA L MILLER FOUNDATION**EIN:** 13-7131926

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VARIOUS PUBLICLY TRADED SECURITIES	22,963,657	22,963,657

**TY 2014 Investments Government
Obligations Schedule**

Name: HERMAN AND FRIEDA L MILLER FOUNDATION

EIN: 13-7131926

**US Government Securities - End of
Year Book Value:** 6,542,474

**US Government Securities - End of
Year Fair Market Value:** 6,542,474

**State & Local Government
Securities - End of Year Book
Value:** 604,782

**State & Local Government
Securities - End of Year Fair
Market Value:** 604,782

TY 2014 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
BCM DISCOVERY OFFSHORE FUND	FMV	3,226,093	3,226,093
MOAB PARTNERS OFFSHORE FUND	FMV	1,276,255	1,276,255
COVALENT	FMV	1,061,311	1,061,311
1903 OFFSHORE DEBT	FMV	0	0
OUTRIDER	FMV	176,635	176,635
TWIN OFFSHORE	FMV	969,798	969,798
COMMONWEALTH	FMV	1,716,460	1,716,460
MARBLEGATE SPECIAL OPP 16	FMV	185,971	185,971
MARBLEGATE SPECIAL OPP 14	FMV	253,504	253,504
MARBLEGATE SPECIAL OPP 13	FMV	376,876	376,876

TY 2014 Other Decreases Schedule

Name: HERMAN AND FRIEDA L MILLER FOUNDATION

EIN: 13-7131926

Description	Amount
UNREALIZED LOSS	7,112,093

TY 2014 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	500	0	0	500
POSTAGE	55	0	0	55
MISCELLANEOUS INVESTMENT DEDUCTIONS FROM K-1S	0	175,645	0	0
BOND AMORTIZATION	34,409	34,409	0	0
SUPPLIES	163	0	0	163

TY 2014 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
INCOME FROM PTP K-1S		155,214	
ENTERPRISE PRODUCTS PARTNERS		32,445	
KINDER MORGAN ENERGY PARTNERS LP		24,009	
LINN ENERGY		75,836	
REGENCY ENERGY PARTNERS LP		-4,994	
PARTNERSHIP DISTRIBUTION	469,084		469,084
MISCELLANEOUS INCOME	62		62
RETURN ON CAPITAL	17,462		17,462

TY 2014 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	109,733	0	0	109,733
INVESTMENT MANAGEMENT FEES	94,399	94,399	0	0

TY 2014 Taxes Schedule

Name: HERMAN AND FRIEDA L MILLER FOUNDATION

EIN: 13-7131926

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	35,770	0	0	0
FOREIGN TAX	1,424	4,825	0	0