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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Serviceor Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2009

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

For calendar year 2009, or tax year beginning , and ending

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions	Name of foundation JAMES F. & MARION L. MILLER FOUNDATION		A Employer identification number 03-0373895
	Number and street (or P O box number if mail is not delivered to street address) P. O. BOX 8585		B Telephone number 503-546-3191
	City or town, state, and ZIP code PORTLAND, OR 97207		C If exemption application is pending, check here ☐
			D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 171,121,622. (Part I, column (d) must be on cash basis.)			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		5,263,035.	5,249,775.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		25,228.			
b Gross sales price for all assets on line 6a		18,833,053.			
7 Capital gain net income (from Part IV, line 2)			25,228		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		152,267.	67,056.		STATEMENT 2
12 Total Add lines 1 through 11		5,440,530.	5,342,059.		
13 Compensation of officers, directors, trustees, etc		360,099.	20,251.		339,848.
14 Other employee salaries and wages		48,600.	0.		48,600.
15 Pension plans, employee benefits		17,993.	900.		17,093.
16a Legal fees STMT 3		8,618.	818.		4,036.
b Accounting fees STMT 4		51,815.	35,336.		9,099.
c Other professional fees STMT 5		347,759.	347,759.		0.
17 Interest					
18 Taxes STMT 6		200,600.	178,600.		0.
19 Depreciation and depletion		2,910.	0.		
20 Occupancy		23,732.	0.		23,732.
21 Travel, conferences, and meetings		3,748.	0.		2,428.
22 Printing and publications					
23 Other expenses STMT 7		104,731.	33,904.		70,827.
24 Total operating and administrative expenses. Add lines 13 through 23		1,170,605.	617,568.		515,663.
25 Contributions, gifts, grants paid		9,788,263.			9,788,263.
26 Total expenses and disbursements. Add lines 24 and 25		10,958,868.	617,568.		10,303,926.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<5,518,338.>			
b Net investment income (if negative, enter -0-)			4,724,491.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	40,685,437.	24,797,952.	24,797,952.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ 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	249,399.		
	b Investments - corporate stock STMT 9	102,723,077.	106,446,013.	129,801,191.
	c Investments - corporate bonds STMT 10	6,060,105.	14,357,774.	15,681,322.
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
Liabilities	14 Land, buildings, and equipment: basis ▶ 49,717. Less accumulated depreciation ▶ 8,196.	5,294.	41,521.	41,521.
	15 Other assets (describe ▶ STATEMENT 11)	2,237,922.	799,636.	799,636.
	16 Total assets (to be completed by all filers)	151,961,234.	146,442,896.	171,121,622.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	151,961,234.	146,442,896.	
	30 Total net assets or fund balances	151,961,234.	146,442,896.	
	31 Total liabilities and net assets/fund balances	151,961,234.	146,442,896.	

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	151,961,234.
2 Enter amount from Part I, line 27a	2	<5,518,338.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	146,442,896.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	146,442,896.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENTS				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 18,833,053.		18,807,825.	25,228.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			25,228.	
2 Capital gain net income or (net capital loss)		2		25,228.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3		N/A

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))
2008	9,453,967.	174,055,759.	.054316
2007	8,218,621.	191,953,485.	.042816
2006	11,759,259.	85,821,610.	.137020
2005	10,196,981.	75,995,494.	.134179
2004	9,895,664.	74,194,479.	.133375
2 Total of line 1, column (d)		2	.501706
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	.100341
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5		4	144,730,235.
5 Multiply line 4 by line 3		5	14,522,377.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	47,245.
7 Add lines 5 and 6		7	14,569,622.
8 Enter qualifying distributions from Part XII, line 4		8	10,303,926.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ 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 ☐ and enter 1% of Part I, line 27b		1	94,490.
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	94,490.
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	94,490.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	87,000.	
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	87,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ 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	7,490.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ <u>OR</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.MILLERFOUND.ORG	13	X	
14	The books are in care of ► CHARLES WALKER Telephone no. ► 503-546-3191 Located at ► 520 SW YAMHILL, STE 520, PORTLAND, OR ZIP+4 ► 97204			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15 N/A		

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?	☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ 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)?	☐ Yes ☒ 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.)	☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	► ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ► _____, _____, _____	☐ Yes ☒ No		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**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?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		315,167.	4,108.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
CHARLES H. PUTNEY - 805 SW BROADWAY, SUITE 2600, PORTLAND, OR 97205	INVESTMENT MANAGEMENT	185,074.
WILLIAM K. BLOUNT - 805 SW BROADWAY, SUITE 2600, PORTLAND, OR 97205	INVESTMENT MANAGEMENT	92,537.

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	145,077,215.
b	Average of monthly cash balances	1b	1,315,367.
c	Fair market value of all other assets	1c	541,667.
d	Total (add lines 1a, b, and c)	1d	146,934,249.
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	146,934,249.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,204,014.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	144,730,235.
6	Minimum investment return. Enter 5% of line 5	6	7,236,512.

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	7,236,512.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	94,490.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	94,490.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	7,142,022.
4	Recoveries of amounts treated as qualifying distributions	4	2,705.
5	Add lines 3 and 4	5	7,144,727.
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	7,144,727.

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	10,303,926.
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	10,303,926.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	10,303,926.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				7,144,727.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	6,563,328.			
b From 2005	6,582,800.			
c From 2006	7,418,588.			
d From 2007				
e From 2008	961,109.			
f Total of lines 3a through e	21,525,825.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 10,303,926.				
a Applied to 2008, 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 2009 distributable amount				7,144,727.
e Remaining amount distributed out of corpus	3,159,199.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	24,685,024.			
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 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	6,563,328.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	18,121,696.			
10 Analysis of line 9:				
a Excess from 2005	6,582,800.			
b Excess from 2006	7,418,588.			
c Excess from 2007				
d Excess from 2008	961,109.			
e Excess from 2009	3,159,199.			

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

- | | | Yes | No |
|---|--|-----|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | | X |
| | (2) Other assets | | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| 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. | | |

[illegible]

- 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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Sign Here

and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has knowledge.

Charles H. Puskey Pres | 5/17/2020
Signature of officer or trustee Date

Date _____

Title

Preparer's
signature

Firm's name (or yours if self-employed),
address, and ZIP code

GEFFEN MESHER & COMPANY, P.C.
888 SW FIFTH AVENUE, SUITE 800
PORTLAND, OR 97204

Date _____

MAY 13 20

Check if self-employed

Preparer's identifying number

FIN ▶

Phone no. 503-221-0141

JAMES F. & MARION L. MILLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, '2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a EXELON CORP MW +25BP NTS 06.750%	P	12/01/08	10/23/09
b FREEPORT-MCMORAN COPPER 06.875%	P	01/14/09	08/20/09
c GENERAL ELECTRIC CAP CORP 04.625%	P	05/21/09	09/15/09
d AIRTRAN HOLDINGS INC	P	07/28/08	04/02/09
e ARENA PHARMACEUTICALS INC	P	VARIOUS	02/10/09
f DOW CHEMICAL	P	03/11/09	VARIOUS
g EATON CORP	P	03/12/09	03/26/09
h HALLIBURTON CO (HOLDING COMPANY)	P	03/12/09	05/12/09
i L M ERICSSON TELEFON CO	P	08/18/08	06/30/09
j MEADWESTVACO CORP	P	VARIOUS	07/15/09
k MEDTRONIC INC	P	05/19/09	12/14/09
l MICRON TECHNOLOGY INC	P	08/29/08	07/23/09
m NORFOLK STHN CORP	P	03/13/09	07/17/09
n PRECISION CASTPARTS CORP	P	VARIOUS	04/24/09
o TRIQUINT SEMICONDUCTOR INC	P	VARIOUS	VARIOUS

(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 272,033.		251,220.	20,813.
b 103,438.		88,500.	14,938.
c 50,000.		50,475.	<475.>
d 151,199.		85,500.	65,699.
e 326,546.		310,163.	16,383.
f 1,424,966.		381,302.	1,043,664.
g 384,998.		327,223.	57,775.
h 452,988.		321,732.	131,256.
i 296,392.		322,421.	<26,029.>
j 688,070.		503,872.	184,198.
k 440,989.		314,700.	126,289.
l 218,346.		147,504.	70,842.
m 412,489.		289,759.	122,730.
n 432,288.		405,228.	27,060.
o 306,591.		160,442.	146,149.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			20,813.
b			14,938.
c			<475.>
d			65,699.
e			16,383.
f			1,043,664.
g			57,775.
h			131,256.
i			<26,029.>
j			184,198.
k			126,289.
l			70,842.
m			122,730.
n			27,060.
o			146,149.

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 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

2

3

JAMES F. & MARION L. MILLER FOUNDATION

03-0373895

PAGE 2 OF 3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	AIRTRAN HOLDINGS INC	P	VARIOUS	VARIOUS
b	AMARIN CORP	P	05/15/07	04/29/09
c	AOL INC	P	VARIOUS	VARIOUS
d	BOSTON SCIENTIFIC CORP	P	06/26/06	10/23/09
e	DOW CHEMICAL	P	VARIOUS	VARIOUS
f	FORD MOTOR CO	P	VARIOUS	05/06/09
g	GOODRICH CORP	P	VARIOUS	08/07/09
h	HRPT PROPERTIES TRUST	P	VARIOUS	02/09/09
i	MEADWESTVACO CORP	P	VARIOUS	VARIOUS
j	MELEXIS	P	06/03/04	04/29/09
k	MICRON TECHNOLOGY INC	P	VARIOUS	VARIOUS
l	PETROLEO BRASILEIRO	P	06/03/04	VARIOUS
m	PFIZER INC	P	05/03/02	12/09/09
n	POPULAR INC	P	VARIOUS	12/31/09
o	SCHERING PLOUGH CORP	P	VARIOUS	11/05/09

(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 328,130.		679,200.	<351,070.>
b 15,000.		72,300.	<57,300.>
c 39,883.		46,727.	<6,844.>
d 430,889.		863,500.	<432,611.>
e 2,281,560.		4,853,723.	<2,572,163.>
f 464,161.		765,040.	<300,879.>
g 1,126,042.		646,608.	479,434.
h 122,400.		312,448.	<190,048.>
i 477,573.		620,686.	<143,113.>
j 6,105.		11,294.	<5,189.>
k 514,899.		689,362.	<174,463.>
l 2,379,485.		323,146.	2,056,339.
m 181,195.		369,500.	<188,305.>
n 21,574.		115,091.	<93,517.>
o 735,000.		615,817.	119,183.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<351,070.>
b			<57,300.>
c			<6,844.>
d			<432,611.>
e			<2,572,163.>
f			<300,879.>
g			479,434.
h			<190,048.>
i			<143,113.>
j			<5,189.>
k			<174,463.>
l			2,056,339.
m			<188,305.>
n			<93,517.>
o			119,183.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 }

3

(a) List and describe the kind(s) of property sold, e.g., real estate, "2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	TIME WARNER CABLE INC	P	VARIOUS	VARIOUS
b	TIME WARNER INC	P	02/12/07	03/30/09
c	TRIQUINT SEMICONDUCTOR INC	P	VARIOUS	07/15/09
d	US AIRWAYS GROUP INC	P	VARIOUS	12/04/09
e	WYETH	P	VARIOUS	10/16/09
f	PORT UMPQUA ORE PLLUTN	P	VARIOUS	12/01/09
g	CAPITAL GAINS DIVIDENDS			
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 160,846.		225,908.	<65,062.>
b 12.		32.	<20.>
c 178,495.		133,200.	45,295.
d 129,636.		1,009,300.	<879,664.>
e 3,023,708.		2,246,108.	777,600.
f 255,000.		248,794.	6,206.
g 127.			127.
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<65,062.>
b			<20.>
c			45,295.
d			<879,664.>
e			777,600.
f			6,206.
g			127.
h			
i			
j			
k			
l			
m			
n			
o			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	25,228.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
UBS FINANCIAL - A/C 90749 / 90316	5,263,162.	127.	5,263,035.
TOTAL TO FM 990-PF, PART I, LN 4	5,263,162.	127.	5,263,035.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME ON MORTGAGE	28,650.	28,650.	
INCOME FROM SECURITIES AND LITIGATION SETTLEMENTS	38,406.	38,406.	
RECOVERIES OF AMOUNTS TREATED AS QUALIFYING DISTRIBUTIONS	2,705.	0.	
FEDERAL EXCISE TAX REFUND	82,506.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	152,267.	67,056.	

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TONKON TORP LLP	8,618.	818.		4,036.
TO FM 990-PF, PG 1, LN 16A	8,618.	818.		4,036.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
GEFFEN MESHER & CO., P.C.	21,445.	16,500.		0.	
YVONNE BLEWETT, C.P.A.	12,172.	9,737.		0.	
MCDONALD JACOBS, P.C.	18,198.	9,099.		9,099.	
TO FORM 990-PF, PG 1, LN 16B	51,815.	35,336.		9,099.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEES	277,611.	277,611.		0.	
UBS CUSTODIAL FEES	70,148.	70,148.		0.	
TO FORM 990-PF, PG 1, LN 16C	347,759.	347,759.		0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES WITHHELD ON DIVIDENDS	178,600.	178,600.		0.	
INVESTMENT EXCISE TAX	22,000.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	200,600.	178,600.		0.	

FORM 990-PF

OTHER EXPENSES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	1,200.	0.		1,200.
OFFICE SUPPLIES	3,221.	0.		3,221.
ACCOUNT FEES	9,635.	9,635.		0.
PAYROLL SERVICE	1,234.	62.		1,172.
PROGRAM EDUCATION	8,775.	0.		8,775.
WEBSITE FEES AND TECHNICAL SUPPORT	10,434.	0.		10,434.
INSURANCE	9,696.	1,707.		7,989.
POSTAGE AND DELIVERY	708.	0.		708.
TELEPHONE	1,057.	0.		1,057.
MISCELLANEOUS	851.	0.		851.
PRINTING	2,143.	0.		2,143.
TEACHER AWARDS LUNCHEON	6,714.	0.		6,714.
DIRECTOR MEETINGS	1,432.	0.		1,432.
MOVING EXPENSES	2,702.	0.		2,702.
CONTRACTED SERVICES	44,929.	22,500.		22,429.
TO FORM 990-PF, PG 1, LN 23	104,731.	33,904.		70,827.

FOOTNOTES

STATEMENT

8

ATTACHMENT TO PART VIII, LINE 1(C)

IN ADDITION TO SERVING AS DIRECTORS, CHARLES H PUTNEY AND
WILLIAM K BLOUNT ARE INVESTMENT MANAGERS FOR THE FOUNDATION.
THEY RECEIVE NO COMPENSATION FOR THEIR ROLES AS DIRECTORS.

FORM 990-PF

CORPORATE STOCK

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ALCOA INC	3,929,548.	3,224,000.
APPLIED MATERIALS INC	2,137,200.	1,672,800.
AT&T INC	4,692,456.	5,045,400.
BOSTON SCIENTIFIC CORP	608,887.	450,000.
BP PLC SPON ADR	3,115,708.	3,478,200.
BRISTOL MYERS SQUIBB CO	2,750,681.	3,030,000.
DU PONT DE NEMOURS	4,797,178.	4,040,400.
EL PASO CORP	1,555,541.	1,474,500.
FIRST NATIONAL BANK ALASKA	310,965.	690,000.
FORD MOTOR CO	740,266.	1,000,000.
GENERAL ELECTRIC CO	2,625,270.	1,513,000.
HONDA MOTOR CO ADR JAPAN	1,212,927.	2,034,000.
INTEL CORP	6,000,453.	5,712,000.
IBM	2,581,039.	3,927,000.
INTL PAPER CO	5,824,527.	5,505,995.
LSI CORP	667,600.	601,000.
MERCK & CO	4,327,738.	5,129,084.
NOVARTIS AG SPON ADR	1,932,089.	2,449,350.
PETROLEO BRASILEIRO SA NON VTG	2,278,342.	18,651,600.
PETROLEO BRASILEIRO SA	260,600.	1,907,200.
PFIZER INC	7,978,447.	5,895,380.
POPULAR INC	912,076.	701,627.
PPG INDUSTRIES INC	1,422,305.	1,463,500.
ROYAL DUTCH SHELL PLC CL A	2,793,963.	3,606,600.
SASOL LTS SPON ADR	1,517,938.	2,795,800.
TRAVELERS COS INC/THE	1,368,367.	1,725,156.
STORA ENSO OYJ REPSTG SER R	1,351,029.	770,220.
TEXAS INSTRUMENTS	1,344,816.	1,303,000.
UNILEVER NV N Y SHS NEW	866,702.	1,357,860.
VERIZON COMMUNICATIONS	3,128,734.	3,313,000.
AMERCO SERIES A 8.5% PREFERRED	369,805.	469,400.
ISHARES INC MSCI JAPAN INDEX TOTAL	2,001,795.	1,948,000.
AETNA INC	2,236,769.	2,060,500.
CHEVRON CORP	1,208,192.	1,924,750.
CONOCOPHILLIPS	2,427,488.	2,553,500.
EXXON MOBIL CORP	637,000.	992,846.
HRPT PROPERTIES TRUST SBI	786,021.	452,253.
INTL COAL GROUP INC	735,210.	775,474.
NOKIA CORP SPONS ADR FINLAND ADR	1,296,811.	771,000.
TELE NORTE LESTE PARTICIPACOES S A ADR	2,769,468.	3,855,600.
TIME WARNER INC	638,881.	485,647.
WALGREEN CO	1,086,496.	918,000.
WTB FINANCIAL CORP NON-VOTING CL B	813,998.	438,550.
WTB FINANCIAL CORP VTG CL A	605.	4,500.
MENTOR GRAPHICS CORP	664,200.	883,000.
US AIRWAYS GROUP INC	724,300.	484,000.
CIGNA CORP	1,558,148.	2,116,200.

GANNETT CO	813,361.	1,485,000.
GLAXO SMITHKLINE PLC ADR	1,219,800.	1,267,500.
MYLAN INC	1,555,085.	2,211,600.
POSCO SPON ADR	1,281,975.	1,311,000.
WELLPOINT INC	970,700.	1,165,800.
GENERAL MOTORS CORP 7.3750% SENIOR NOTES	195,389.	63,399.
ABBOTT LABS	2,171,900.	2,699,500.
KIMBERLY CLARK CORP	1,455,053.	1,911,300.
LILLY ELI & CO	668,000.	714,200.
SPRINT NEXTEL CORP SERIES 1	754,700.	732,000.
UNION PACIFIC CORP	371,471.	639,000.
TOTAL TO FORM 990-PF, PART II, LINE 10B	106,446,013.	129,801,191.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MISSOURI PAC RR CO B FLAT RATE 04.750% MATURES 01/01/30	9,800.	12,740.
BANK OF AMER CORP MKT ISS GLOBAL RATE 07.800% MATURES 02/15/10	180,177.	176,250.
HOME DEPOT IN NTS RATE 04.625% MATURES 08/15/10	204,542.	214,979.
CATERPILLAR FINL SVCS NTS RATE 05.050% MATURES 12/01/10	248,125.	260,090.
CIGNA CORP NTS RATE 07.000% MATURES 01/15/11	658,868.	690,480.
JOHNSON CONTROLS INC RATE 05.250% MATURES 01/15/11	102,726.	112,287.
UNION PACIFIC CORP NTS RATE 06.650% MATURES 01/15/11	121,128.	126,572.
WELLPOINT INC NTS B/E RATE 05.000% MATURES 01/15/11	309,213.	330,867.
J P MORGAN CHASE & CO NTS B/E RATE 04.600% MATURES 01/17/11	248,200.	258,645.
J P MORGAN CHASE & CO SUB NOTES RATE 06.750% MATURES 02/01/11	261,685.	263,713.
HOME DEPOT INC NTS RATE 05.200% MATURES 03/01/11	598,753.	657,889.
PAC GAS & ELEC CO NTS RATE 04.200% MATURES 03/01/11	227,054.	237,344.
KROGER CO NTS RATE 06.800% MATURES 04/01/11	339,154.	355,733.
ALCOA INC NTS RATE 06.500% MATURES 06/01/11	637,084.	700,161.
WELLS FARGO & CO SER MTN RATE 04.000% MATURES 06/02/11	414,447.	435,893.
AETNA INC NOTES RATE 05.750% MATURES 06/15/11	310,365.	330,344.
ARIZONA PUB SERVICE NTS RATE 06.500% MATURES 03/01/12	812,404.	895,375.
WEYERHAEUSER CO NTS B/E RATE 06.750% MATURES 03/15/12	1,352,893.	1,515,042.
GENL ELEC CAP CORP NTS RATE 06.000% MATURES 06/15/12	446,423.	485,060.

WEYERHAEUSER CO NTS B/E RATE 07.250% MATURES 07/01/13	485,000.	517,515.
ALCOA INC B/E RATE 06.000% MATURES 07/15/13	545,939.	615,203.
DOW CAPITAL B V GTD DEBS RATE 09.200% MATURES 06/01/10	511,615.	510,705.
BANK OF AMER CORP NTS RATE 04.500% MATURES 08/01/10	372,376.	398,159.
ALCOA INC GLOBAL CALL RATE 07.375% MATURES 08/01/10	206,163.	230,047.
BOEING CAPITAL CORP NTS RATE 05.000% MATURES 08/15/10	47,249.	47,894.
BANK OF AMER CORP SENIOR NOTES RATE 04.375% MATURES 12/01/10	188,802.	206,472.
WELLS FARGO & CO NEW RATE 06.375% MATURES 08/01/11	245,000.	266,333.
CIGNA CORP NTS RATE 06.375% MATURES 10/15/11	223,675.	243,593.
GENL ELEC CAP CORP MTN RATE 05.875% MATURES 02/15/12	306,000.	321,411.
BANK OF AMER CORP NTS RATE 04.875% MATURES 09/15/12	223,020.	251,482.
TRAVELERS PPTY CASUALTY CORP RATE 05.000% MATURES 03/15/13	154,493.	163,575.
VERIZON VA INC NTS RATE 04.625% MATURES 03/15/13	477,870.	519,230.
PPL ENERGY SUPPLY LLC CALL RATE 06.300% MATURES 07/15/13	234,063.	242,291.
WELLPOINT INC NTS B/E RATE 06.000% MATURES 02/15/14	304,539.	325,347.
WELLS FARGO & CO NEW GLOBAL NOTES RATE 04.625% MATURES 04/15/14	275,001.	305,943.
FREEPORT-MCMORAN COPPER & GOLD INC NTS RATE 08.250% MATURES 04/01/15	307,875.	327,000.
INTL PAPER CO RATE 05.25% MATURES 04/01/16	163,425.	191,968.
HUMANA INC NTS RATE 06.450% MATURES 06/01/16	117,593.	140,503.
INTL PAPER CO RATE 07.950% MATURES 06/15/18	194,820.	235,296.
DOW CHEMICAL CO NTS RATE 08.550% MATURES 05/15/19	993,965.	1,193,140.
INTL PAPER CO RATE 09.375% MATURES 05/15/19	296,250.	368,751.
TOTAL TO FORM 990-PF, PART II, LINE 10C	14,357,774.	15,681,322.

FORM 990-PF	OTHER ASSETS		STATEMENT 11
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
MORTGAGE LOAN	750,000.	500,000.	500,000.
ACCRUED INTEREST	135,993.	278,063.	278,063.
UNSETTLED SECURITIES TRANSACTIONS	1,351,929.	21,573.	21,573.
TO FORM 990-PF, PART II, LINE 15	2,237,922.	799,636.	799,636.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 12
TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CHARLES H. PUTNEY 520 SW YAMHILL STREET, SUITE 520 PORTLAND, OR 97204	PRESIDENT 15.00	0.	0.	0.
WILLIAM K. BLOUNT 520 SW YAMHILL STREET, SUITE 520 PORTLAND, OR 97204	DIRECTOR 4.00	0.	0.	0.
ALICE MCCARTOR 520 SW YAMHILL STREET, SUITE 520 PORTLAND, OR 97204	DIRECTOR 8.00	50,000.	0.	0.
CHARLES WALKER 520 SW YAMHILL STREET, SUITE 520 PORTLAND, OR 97204	SECRETARY/DIRECTOR 20.00	50,000.	0.	0.
CHARLES ROOKS 520 SW YAMHILL STREET, SUITE 520 PORTLAND, OR 97204	DIRECTOR 7.00	30,167.	0.	0.
MARTHA RICHARDS 520 SW YAMHILL STREET, SUITE 520 PORTLAND, OR 97204	EXECUTIVE DIRECTOR 40.00	185,000.	4,108.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		315,167.	4,108.	0.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT 13
	PART XV, LINES 2A THROUGH 2D	

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MARTHA RICHARDS, EXECUTIVE DIRECTOR
520 SW YAMHILL STREET, STE 520
PORTLAND, OR 97204

TELEPHONE NUMBER

503-546-3191

FORM AND CONTENT OF APPLICATIONS

PLEASE SEE APPLICATION GUIDELINES AT WWW.MILLERFOUND.ORG/APPLY

ANY SUBMISSION DEADLINES

APPLICATION DEADLINES ARE POSTED PERIODICALLY AT WWW.MILLERFOUND.ORG

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE MILLER FOUNDATION MAKES RESPONSIVE GRANTS TO REQUESTS FROM ORGANIZATIONS BASED IN OREGON WHOSE PRIMARY FOCUS IS IN THE ARTS OR EDUCATION. FOR MORE INFORMATION, PLEASE SEE APPLICATION GUIDELINES AT WWW.MILLERFOUND.ORG/APPLY

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
FRIENDS OF CHAMBER MUSIC, PORTLAND OREGON	VOCAL ARTS SERIES	PUBLIC	10,000.
ARTSEAST: EASTERN OREGON REGIONAL ARTS COUNCIL, LA GRANDE OREGON	FOR ART'S SAKE: K-12 ARTIST RESIDENCIES IN RURAL EASTERN OREGON	PUBLIC	5,000.
SALEM CHAMBER ORCHESTRA, SALEM OREGON	PACIFIC NORTHWEST EMERGING ARTISTS SERIES AND CHAIR SPONSORSHIP PROGRAM	PUBLIC	20,000.
ECUMENICAL MINISTRIES OF OREGON, PORTLAND OREGON	ARTS AND LITERACY ENHANCEMENT PROJECT	PUBLIC	7,000.
OREGON EAST SYMPHONY AND CHORALE, PENDLETON OREGON	PLAYING FOR KEEPS - YOUTH SERVICE PROJECT	PUBLIC	5,000.
MOSIER COMMUNITY SCHOOL, MOSIER OREGON	FUNDING FOR MOSIER COMMUNITY SCHOOL	PUBLIC	13,095.
PORTLAND STATE UNIVERSITY FOUNDATION, PORTLAND OREGON	OPERA OPERATING SUPPORT	PUBLIC	40,000.
SALVATION ARMY CASCADE DIVISION, PORTLAND OREGON	MID-WILLAMETTE VALLEY KROC COMMUNITY CENTER CAPITAL CAMPAIGN	PUBLIC	125,000.

CHAMBER MUSIC NORTHWEST, PORTLAND OREGON	ARTISTIC AND EDUCATIONAL PROGRAMS IN 2007, 2008, 2009	PUBLIC	50,000.
MARYLHURST UNIVERSITY, MARYLHURST OREGON	MASTER OF ARTS IN TEACHING	PUBLIC	80,000.
ARTISTS REPERTORY THEATRE, PORTLAND OREGON	BUILDING CAPACITY BY BUILDING ON SUCCESS	PUBLIC	50,000.
FRIENDS OF SATURDAY ACADEMY, PORTLAND OREGON	STRATEGIC PROGRAM EXPANSION	PUBLIC	100,000.
UNIVERSITY OF PORTLAND, PORTLAND OREGON	OREGON NURSING INITIATIVE	PUBLIC	32,000.
PACIFIC CREST COMMUNITY SCHOOL, PORTLAND OREGON	THEATRE RENOVATION	PUBLIC	75,000.
THIRD RAIL REPERTORY THEATRE, PORTLAND OREGON	ON THE MOVE	PUBLIC	20,000.
VIRGINIA GARCIA MEMORIAL HEALTH CENTER, CORNELIUS OREGON	RN CAREER PATH	PUBLIC	50,000.
PORTLAND YOUTHBUILDERS, PORTLAND OREGON	GRADUATE SUPPORT IMPLEMENTATION PROJECT	PUBLIC	15,000.
PORTLAND JAPANESE GARDEN, PORTLAND OREGON	ENHANCING CULTURAL, ART AND EDUCATION PROGRAMS	PUBLIC	30,000.

ETHOS MUSIC CENTER, PORTLAND OREGON	MUSIC CORPS AND MUSIC LESSONS FOR KIDS	PUBLIC	37,500.
CLATSOP COMMUNITY COLLEGE, ASTORIA OREGON	THE JEROME CAMPUS REDEVELOPMENT PROJECT	PUBLIC	250,000.
NORTHWEST PROFESSIONAL DANCE PROJECT, PORTLAND OREGON	CAPACITY BUILDING - EXECUTIVE DIRECTOR SALARY SUPPORT	PUBLIC	20,000.
PORTLAND COMMUNITY MEDIA, PORTLAND OREGON	THE YOUTH VOICES INITIATIVE	PUBLIC	10,000.
ST. ANDREW NATIVITY SCHOOL, PORTLAND OREGON	GRADUATE SUPPORT PROGRAM	PUBLIC	25,000.
MAJESTIC THEATRE MANAGEMENT, CORVALLIS OREGON	CAPACITY BUILDING PROJECT	PUBLIC	15,000.
CHESS FOR SUCCESS, PORTLAND OREGON	REPLICATION OF CHESS FOR SUCCESS AFTER-SCHOOL PROGRAM	PUBLIC	20,000.
PORTLAND CHAMBER ORCHESTRA ASSOCIATION, PORTLAND OREGON	NEW DAWN INITIATIVE	PUBLIC	30,000.
OREGON CHILDREN'S THEATRE, PORTLAND OREGON	NEW PERFORMANCE FACILITIES	PUBLIC	20,000.
CHALKBOARD PROJECT, PORTLAND OREGON	FUNDING PARTNERSHIP	PUBLIC	200,000.

OREGON COUNCIL FOR THE HUMANITIES, PORTLAND OREGON	OCH TEACHER INSTITUTE AND YOUTH SYMPOSIUM	PUBLIC	15,000.
ARTS CENTRAL, BEND OREGON	VANGO ARTS OUTREACH PROJECT	PUBLIC	7,500.
MONDAY MUSICAL CLUB OF TILLAMOOK, TILLAMOOK OREGON	SUPPORT OF THE 2008/2009 PRESENTING SEASON	PUBLIC	4,500.
NORTHWEST ACADEMY, PORTLAND OREGON	THE JAMES F. AND MARION L. MILLER SCHOLARS AT THE NORTHWEST ACADEMY	PUBLIC	20,000.
OREGON CHILDREN'S FOUNDATION, PORTLAND OREGON	SMART: START MAKING A READER TODAY	PUBLIC	100,000.
WHITE BIRD, PORTLAND OREGON	FUNDING FOR "WHITE BIRD UNCAGED" DANCE SERIES	PUBLIC	50,000.
OREGON SHAKESPEARE FESTIVAL, ASHLAND OREGON	ACCESS FOR STUDENTS AND TEACHERS	PUBLIC	50,000.
LEWIS AND CLARK COLLEGE, PORTLAND OREGON	ENHANCING EXCELLENCE IN THE SCIENCES	PUBLIC	500,000.
RIDDLE SCHOOL DISTRIC #70, RIDDLE OREGON	RIDDLE HIGH SCHOOL AT CARNEGIE HALL	PUBLIC	10,000.
OREGON COAST CHILDREN'S THEATRE, LINCOLN CITY OREGON	"ARTS IN EDUCATION" AND THE "FOLK ARTS INITIATIVE"	PUBLIC	5,000.

REGIONAL ARTS & CULTURE COUNCIL, PORTLAND OREGON	ARTS PARTNERS	PUBLIC	50,000.
OREGON PUBLIC BROADCASTING, PORTLAND OREGON	OREGON ART BEAT AND OREGON EXPERIENCE	PUBLIC	400,000.
PORTLAND STATE UNIVERSITY FOUNDATION, PORTLAND OREGON	SUSTAINABILITY INITIATIVES	PUBLIC	2500000.
ASSISTANCE LEAGUE OF SALEM, SALEM OREGON	ART ADVENTURE PROGRAM	PUBLIC	15,000.
GRANTMAKERS OF OREGON AND SOUTHWEST WASHINGTON, PORTLAND OREGON	ADMINISTRATIVE ASSISTANT DESIGNATED FUND	PUBLIC	10,000.
LEBANON PUBLIC LIBRARY, LEBANON OREGON	INTERIOR FINISHES PROJECT	PUBLIC	25,000.
OLD LIBRARY STUDIO, PORTLAND OREGON	MAGIC IN THEIR HANDS - CAPACITY BUILDING INITIATIVE	PUBLIC	10,000.
OREGON BALLET THEATRE, PORTLAND OREGON	GENERAL OPERATION SUPPORT	PUBLIC	300,000.
OREGON SYMPHONY, PORTLAND OREGON	PROGRAM INVESTMENT AND FINANCIAL SUSTAINABILITY	PUBLIC	1000000.
PORTLAND ART MUSEUM, PORTLAND OREGON	EXHIBITION SERIES 2009	PUBLIC	300,000.

PORTLAND CENTER STAGE, PORTLAND OREGON	2008-09 SEASON PRODUCTIONS AND COMMUNITY-FOCUSED PROGRAMS	PUBLIC	200,000.
PROFILE THEATRE PROJECT, PORTLAND OREGON	ENHANCED CASH FLOW MANAGEMENT AND FINANCIAL STABILITY	PUBLIC	10,000.
PORTLAND TAIKO, PORTLAND OREGON	15TH ANNIVERSARY SEASON	PUBLIC	7,500.
PORTLAND CHILDREN'S MUSEUM, PORTLAND OREGON	ARTS IN FOCUS EXPANSION	PUBLIC	30,000.
PORTLAND INSTITUTE FOR CONTEMPORARY ART, PORTLAND OREGON	TIME-BASED ART FESTIVAL	PUBLIC	20,000.
SOWELU THEATER, PORTLAND OREGON	PRESENTATION OF ANSE AND BHULE	PUBLIC	5,000.
ALLIANCE CHARTER ACADEMY , OREGON CITY OREGON	TEACHER AWARD - DAMAREE	PUBLIC	3,723.
BAKER HIGH SCHOOL, BAKER CITY OREGON	TEACHER AWARD - FALE	PUBLIC	1,975.
BEAVERTON HIGH SCHOOL, BEAVERTON OREGON	TEACHER AWARD - ALLEN	PUBLIC	3,200.
CENTENNIAL LEARNING CENTER, PORTLAND OREGON	TEACHER AWARD - NUSON	PUBLIC	5,500.

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CENTURY HIGH SCHOOL, HILLSBORO OREGON	TEACHER AWARD - NICHOLS	PUBLIC	2,679.
CONDON HIGH SCHOOL, CONDON OREGON	TEACHER AWARD - DENSMORE	PUBLIC	5,500.
EAGLE POINT HIGH SCHOOL, EAGLE POINT OREGON	TEACHER AWARD - ZIEGLER	PUBLIC	5,472.
GRESHAM HIGH SCHOOL, GRESHAM OREGON	TEACHER AWARD - LEITCH	PUBLIC	3,475.
HIDDEN VALLEY HIGH SCHOOL, GRANTS PASS OREGON	TEACHER AWARD - KENNEDY	PUBLIC	3,500.
L&E PUBLIC CHARTER HIGH SCHOOL, PORTLAND OREGON	TEACHER AWARD - VALENT	PUBLIC	5,301.
LEBANON HIGH SCHOOL, LEBANON OREGON	TEACHER AWARD - MILLER	PUBLIC	5,500.
MADRAS HIGH SCHOOL, MADRAS OREGON	TEACHER AWARD - TYLER	PUBLIC	5,300.
MOLALLA HIGH SCHOOL, MOLALLA OREGON	TEACHER AWARD - DRAKE	PUBLIC	5,450.
NETWORK CHARTER SCHOOL, EUGENE OREGON	TEACHER AWARD - WOODS	PUBLIC	2,420.

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PHOENIX HIGH SCHOOL, PHOENIX OREGON	TEACHER AWARD - LUCAS	PUBLIC	4,851.
REDMOND HIGH SCHOOL, REDMOND OREGON	TEACHER AWARD - BURKE	PUBLIC	5,420.
SANTIAM HIGH SCHOOL, MILL CITY OREGON	TEACHER AWARD - FAWCETT	PUBLIC	5,500.
SCAPPOOSE HIGH SCHOOL, SCAPPOOSE OREGON	TEACHER AWARD - MCNEIL	PUBLIC	5,500.
SHERMAN JR/SR HIGH SCHOOL, MORO OREGON	TEACHER AWARD - WESTENSKOW	PUBLIC	3,800.
SOUTH EUGENE HIGH SCHOOL, EUGENE OREGON	TEACHER AWARD - HEGEDUS	PUBLIC	5,360.
SOUTH JETTY HIGH SCHOOL, WARRENTON OREGON	TEACHER AWARD - GILFILLAN	PUBLIC	2,733.
SOUTH MEDFORD HIGH SCHOOL, MEDFORD OREGON	TEACHER AWARD - WOODWARD	PUBLIC	5,500.
SUNSET HIGH SCHOOL, PORTLAND OREGON	TEACHER AWARD - KERNODLE	PUBLIC	3,800.
THE DALLES-WAHTONKA HIGH SCHOOL, THE DALLES OREGON	TEACHER AWARD - WEISETH	PUBLIC	4,310.

THURSTON HIGH SCHOOL, SPRINGFIELD OREGON	TEACHER AWARD - JOHNSON	PUBLIC	5,400.
NORTH EUGENE HIGH SCHOOL, EUGENE OREGON	TEACHER AWARD	PUBLIC	5,500.
FILM ACTION OREGON, PORTLAND OREGON	CAPACITY BUILDING - DEVELOPMENT COORDINATOR	PUBLIC	15,000.
HIGH DESERT MUSEUM, BEND OREGON	CHANGING EXHIBITS PROGRAM	PUBLIC	25,000.
"I HAVE A DREAM" FOUNDATION - OREGON, PORTLAND OREGON	CAPACITY BUILDING	PUBLIC	30,000.
NORTHWEST BUSINESS COMMITTEE FOR THE ARTS, PORTLAND OREGON	BUSINESS VOLUNTEERS FOR THE ARTS	PUBLIC	7,500.
OSLUND + COMPANY DANCE, PORTLAND OREGON	DEVELOPMENT 2009-10	PUBLIC	2,000.
PHAME ACADEMY OF FINE ARTS, PORTLAND OREGON	PRODUCE AND PRESENT 2010 SEASON	PUBLIC	5,000.
ARTS COUNCIL OF PENDLETON, PENDLETON OREGON	ART ROCKS TEENS	PUBLIC	10,000.
ROGUE OPERA, MEDFORD OREGON	2009-2010 SEASON	PUBLIC	10,000.

SIUSLAW PUBLIC LIBRARY DISTRICT, FLORENCE OREGON	GENERAL SUPPORT	PUBLIC	22,500.
SCHOOL HOUSE SUPPLIES, PORTLAND OREGON	TECHNOLOGY INTEGRATION PROJECT	PUBLIC	30,000.
UMPQUA SYMPHONY ASSOCIATION, ROSEBURG OREGON	GENERAL SUPPORT	PUBLIC	2,500.
THIRD ANGLE, PORTLAND OREGON	CAPACITY BUILDING	PUBLIC	15,000.
TEARS OF JOY THEATRE, PORTLAND OREGON	AFTER-SCHOOL PERFORMING ARTS OUTREACH PROGRAM	PUBLIC	10,000.
PORTLAND ACTORS CONSERVATORY, PORTLAND OREGON	IMPLEMENTING A SUSTAINABLE ACCREDITED CONSERVATORY PROGRAM	PUBLIC	25,000.
FISHTRAP, ENTERPRISE OREGON	SUSTAINABLE STRATEGIC APPROACHES TO MARKETING AND FUNDING	PUBLIC	10,000.
BLUE MOUNTAIN COMMUNITY COLLEGE FOUNDATION, PENDLETON OREGON	COMMUNITY COLLEGE SCHOLARSHIP INITIATIVE	PUBLIC	50,017.
CENTRAL OREGON COMMUNITY COLLEGE FOUNDATION, BEND OREGON	COMMUNITY COLLEGE SCHOLARSHIP INITIATIVE	PUBLIC	54,192.
CHEMEKETA COMMUNITY COLLEGE FOUNDATION, SALEM OREGON	COMMUNITY COLLEGE SCHOLARSHIP INITIATIVE	PUBLIC	150,009.

CLACKAMAS COMMUNITY COLLEGE FOUNDATION, OREGON CITY OREGON	COMMUNITY COLLEGE SCHOLARSHIP INITIATIVE	PUBLIC	110,893.
CLATSOP COMMUNITY COLLEGE FOUNDATION, ASTORIA OREGON	COMMUNITY COLLEGE SCHOLARSHIP INITIATIVE	PUBLIC	50,034.
COLUMBIA GORGE COMMUNITY COLLEGE FOUNDATION, THE DALLES OREGON	COMMUNITY COLLEGE SCHOLARSHIP INITIATIVE	PUBLIC	50,058.
KLAMATH COMMUNITY COLLEGE FOUNDATION, KLAMATH FALLS OREGON	COMMUNITY COLLEGE SCHOLARSHIP INITIATIVE	PUBLIC	50,075.
LANE COMMUNITY COLLEGE FOUNDATION, EUGENE OREGON	COMMUNITY COLLEGE SCHOLARSHIP INITIATIVE	PUBLIC	152,178.
LINN-BENTON COMMUNITY COLLEGE FOUNDATION, ALBANY OREGON	COMMUNITY COLLEGE SCHOLARSHIP INITIATIVE	PUBLIC	90,418.
MT. HOOD COMMUNITY COLLEGE FOUNDATION, GRESHAM OREGON	COMMUNITY COLLEGE SCHOLARSHIP INITIATIVE	PUBLIC	106,707.
OREGON COAST COMMUNITY COLLEGE FOUNDATION, NEWPORT OREGON	COMMUNITY COLLEGE SCHOLARSHIP INITIATIVE	PUBLIC	50,517.
PORTLAND COMMUNITY COLLEGE FOUNDATION, PORTLAND OREGON	COMMUNITY COLLEGE SCHOLARSHIP INITIATIVE	PUBLIC	320,075.
ROGUE COMMUNITY COLLEGE FOUNDATION, GRANTS PASS OREGON	COMMUNITY COLLEGE SCHOLARSHIP INITIATIVE	PUBLIC	61,499.

SOUTHWESTERN OREGON COMMUNITY COLLEGE FOUNDATION, COOS BAY OREGON	COMMUNITY COLLEGE SCHOLARSHIP INITIATIVE	PUBLIC	51,360.
TILLAMOOK BAY COMMUNITY COLLEGE FOUNDATION, TILLAMOOK OREGON	COMMUNITY COLLEGE SCHOLARSHIP INITIATIVE	PUBLIC	50,017.
TREASURE VALLEY COMMUNITY COLLEGE FOUNDATION, ONTARIO OREGON	COMMUNITY COLLEGE SCHOLARSHIP INITIATIVE	PUBLIC	51,442.
UMPQUA COMMUNITY COLLEGE FOUNDATION, ROSEBURG OREGON	COMMUNITY COLLEGE SCHOLARSHIP INITIATIVE	PUBLIC	50,508.
PORTLAND FESTIVAL SYMPHONY, PORTLAND OREGON	SYMPHONY IN THE PARK	PUBLIC	5,000.
PORTLAND ACTORS ENSEMBLE, PORTLAND OREGON	SHAKESPEARE IN THE PARKS	PUBLIC	3,000.
ROGUE VALLEY ART ASSOCIATION, MEDFORD OREGON	SUPPORT OF TECHNOLOGY INFRASTRUCTURE UPGRADES	PUBLIC	10,000.
SCIENCE WORKS HANDS-ON MUSEUM, ASHLAND OREGON	SUPPORT OF TEACHER DEVELOPMENT PROGRAM	PUBLIC	15,000.
YOUNG AUDIENCES OREGON AND SW WASHINGTON, PORTLAND OREGON	GENERAL OPERATING SUPPORT	PUBLIC	20,000.
SERENDIPITY CENTER, INC., PORTLAND OREGON	SUPPORT FOR CURRICULUM DEVELOPMENT	PUBLIC	15,000.

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CHILDREN'S MUSEUM OF EASTERN OREGON, PENDLETON OREGON	SUPPORT OF A SCIENCE LAB EXHIBIT	PUBLIC	5,000.
COASTAL COMMUNITIES CULTURAL CENTER, LINCOLN CITY OREGON	EXECUTIVE DIRECTOR SEARCH	PUBLIC	20,000.
CRATERIAN PERFORMANCES COMPANY, MEDFORD OREGON	GENERAL OPERATING SUPPORT	PUBLIC	10,000.
OREGON SYMPHONY, PORTLAND OREGON	GENERAL OPERATING SUPPORT	PUBLIC	500,000.
PORTLAND CENTER STAGE, PORTLAND OREGON	GENERAL OPERATING SUPPORT	PUBLIC	100,000.
PORTLAND OPERA ASSOCIATION, PORTLAND OREGON	GENERAL OPERATING SUPPORT	PUBLIC	250,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			<u>9,788,263.</u>

FORM 990-PF

GRANTS AND CONTRIBUTIONS
APPROVED FOR FUTURE PAYMENT

STATEMENT 15

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
UNIVERSITY OF PORTLAND, PORTLAND OREGON	OREGON NURSING INITIATIVE	PUBLIC	34,015.
THIRD RAIL REPERTORY THEATRE, PORTLAND OREGON	ON THE MOVE	PUBLIC	10,000.
WALLA WALLA UNIVERSITY, COLLEGE PLACE WASHINGTON	OREGON NURSING INITIATIVE	PUBLIC	350,000.
NORTHWEST PROFESSIONAL DANCE PROJECT, PORTLAND OREGON	CAPACITY BUILDING - EXECUTIVE DIRECTOR SALARY SUPPORT	PUBLIC	10,000.
ST. ANDREW NATIVITY SCHOOL, PORTLAND OREGON	GRADUATE SUPPORT PROGRAM	PUBLIC	25,000.
CHESS FOR SUCCESS, PORTLAND OREGON	REPLICATION OF CHESS FOR SUCCESS AFTER-SCHOOL PROGRAM	PUBLIC	20,000.
OREGON CHILDREN'S THEATRE, PORTLAND OREGON	NEW PERFORMANCE FACILITIES	PUBLIC	20,000.
CHALKBOARD PROJECT, PORTLAND OREGON	FUNDING PARTNERSHIP	PUBLIC	260,000.

OREGON COUNCIL FOR THE HUMANITIES', PORTLAND OREGON	OCH TEACHER INSTITUE AND YOUTH SYMPOSIUM	PUBLIC	15,000.
OREGON SHAKESPEARE FESTIVAL, ASHLAND OREGON	ACCESS FOR STUDENTS AND TEACHERS	PUBLIC	50,000.
LEWIS AND CLARK COLLEGE, PORTLAND OREGON	ENHANCING EXCELLENCE IN THE SCIENCES	PUBLIC	1000000.
REGIONAL ARTS & CULTURE COUNCIL, PORTLAND OREGON	ARTS PARTNERS	PUBLIC	50,000.
OREGON PUBLIC BROADCASTING, PORTLAND OREGON	OREGON ART BEAT AND OREGON EXPERIENCE	PUBLIC	400,000.
GRANTMAKERS OF OREGON AND SOUTHWEST WASHINGTON, PORTLAND OREGON	ADMINISTRATIVE ASSISTANT DESIGNATED FUND	PUBLIC	5,000.
PROFILE THEATRE PROJECT, PORTLAND OREGON	ENHANCED CASH FLOW MANAGEMENT AND FINANCIAL STABILITY	PUBLIC	10,000.
PORTLAND TAIKO, PORTLAND OREGON	15TH ANNIVERSARY SEASON	PUBLIC	7,500.
PORTLAND CHILDREN'S MUSEUM, PORTLAND OREGON	ARTS IN FOCUS EXPANSION	PUBLIC	30,000.
DE LA SALLE NORTH CATHOLIC HIGH SCHOOL, PORTLAND OREGON	STUDENT BODY EXPANSION PROJECT	PUBLIC	50,000.

PORTLAND INSTITUTE FOR CONTEMPORARY ART, PORTLAND OREGON	TIME-BASED ART FESTIVAL	PUBLIC	20,000.
FILM ACTION OREGON, PORTLAND OREGON	CAPACITY BUILDING - DEVELOPMENT COORDINATOR	PUBLIC	10,000.
"I HAVE A DREAM" FOUNDATION - OREGON, PORTLAND OREGON	CAPACITY BUILDING	PUBLIC	20,000.
ARTS COUNCIL OF PENDLETON, PENDLETON OREGON	ART ROCKS TEENS	PUBLIC	10,000.
THIRD ANGLE, PORTLAND OREGON	CAPACITY BUILDING	PUBLIC	10,000.
PORTLAND ACTORS CONSERVATORY, PORTLAND OREGON	IMPLEMENTING A SUSTAINABLE ACCREDITED CONSERVATORY PROGRAM	PUBLIC	15,000.
MIRACLE THEATRE GROUP, PORTLAND OREGON	GENERAL OPERATING SUPPORT	PUBLIC	10,000.
PORTLAND OPPORTUNITIES INDUSTRIALIZATION CENTER, PORTLAND OREGON	SUPPORT POST-SECONDARY SCHOOL GUIDANCE FOR YOUNG ADULTS	PUBLIC	20,000.
YOUNG AUDIENCES OREGON AND SW WASHINGTON, PORTLAND OREGON	GENERAL OPERATING SUPPORT	PUBLIC	5,000.
OREGON BACH FESTIVAL, EUGENE OREGON	CAPACITY BUILDING	PUBLIC	25,000.

CASCADE COMMUNITY SCHOOL OF MUSIC, BEND OREGON	GENERAL OPERATING SUPPORT	PUBLIC	15,000.
COASTAL COMMUNITIES CULTURAL CENTER, LINCOLN CITY OREGON	EXECUTIVE DIRECTOR SEARCH	PUBLIC	20,000.
PORTLAND STATE UNIVERSITY FOUNDATION, PORTLAND OREGON	PORTLAND SCHOOL OF FINE AND PERFORMING ARTS	PUBLIC	40,000.
IMAGO THEATRE, PORTLAND OREGON	GENERAL OPERATING SUPPORT	PUBLIC	15,000.
CHAMBER MUSIC NORTHWEST, PORTLAND OREGON	PROGRAM SUPPORT	PUBLIC	50,000.
HAND2MOUTH THEATRE, PORTLAND OREGON	PROJECT MANAGEMENT OF TOUR	PUBLIC	5,000.
MERCY CORPS, PORTLAND OREGON	PROGRAM SUPPORT	PUBLIC	25,000.
METROARTS INC., PORTLAND OREGON	CAPACITY BUILDING	PUBLIC	10,000.
NORTHWEST CHILDREN'S THEATER AND SCHOOL, PORTLAND OREGON	TECHNOLOGY AND COMMUNICATIONS INFRASTRUCTURE	PUBLIC	20,000.
PORTLAND BAROQUE ORCHESTRA, PORTLAND OREGON	STRATEGIC PARTNERSHIP WITH OBF	PUBLIC	50,000.

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PORTLAND READING FOUNDATION, PORTLAND OREGON	CAPACITY BUILDING	PUBLIC	15,000.
CHALKBOARD PROJECT, PORTLAND OREGON	FUNDING PARTNERSHIP	PUBLIC	178,000.
LEWIS AND CLARK COLLEGE, PORTLAND OREGON	ENHANCING EXCELLENCE IN THE SCIENCES	PUBLIC	1000000.
OREGON PUBLIC BROADCASTING, PORTLAND OREGON	OREGON ART BEAT AND OREGON EXPERIENCE	PUBLIC	400,000.
PORTLAND STATE UNIVERSITY FOUNDATION, PORTLAND OREGON	SUSTAINABILITY INITIATIVES	PUBLIC	2500000.
DE LA SALLE NORTH CATHOLIC HIGH SCHOOL, PORTLAND OREGON	STUDENT BODY EXPANSION PROJECT	PUBLIC	50,000.
COASTAL COMMUNITIES CULTURAL CENTER, LINCOLN CITY OREGON	EXECUTIVE DIRECTOR SEARCH	PUBLIC	15,000.
IMAGO THEATRE, PORTLAND OREGON	GENERAL OPERATING SUPPORT	PUBLIC	10,000.
METROARTS INC., PORTLAND OREGON	CAPACITY BUILDING	PUBLIC	10,000.
LEWIS AND CLARK COLLEGE, PORTLAND OREGON	ENHANCING EXCELLENCE IN THE SCIENCES	PUBLIC	1000000.

PORTLAND STATE UNIVERSITY FOUNDATION, PORTLAND OREGON	SUSTAINABILITY INITIATIVES	PUBLIC	2500000.
COASTAL COMMUNITIES CULTURAL CENTER, LINCOLN CITY OREGON	EXECUTIVE DIRECTOR SEARCH	PUBLIC	10,000.
LEWIS AND CLARK COLLEGE, PORTLAND OREGON	ENHANCING EXCELLENCE IN THE SCIENCES	PUBLIC	1000000.
PORTLAND STATE UNIVERSITY FOUNDATION, PORTLAND OREGON	SUSTAINABILITY INITIATIVES	PUBLIC	2500000.
LEWIS AND CLARK COLLEGE, PORTLAND OREGON	ENHANCING EXCELLENCE IN THE SCIENCES	PUBLIC	500,000.
PORTLAND STATE UNIVERSITY FOUNDATION, PORTLAND OREGON	SUSTAINABILITY INITIATIVES	PUBLIC	2500000.
PORTLAND STATE UNIVERSITY FOUNDATION, PORTLAND OREGON	SUSTAINABILITY INITIATIVES	PUBLIC	2500000.
PORTLAND STATE UNIVERSITY FOUNDATION, PORTLAND OREGON	SUSTAINABILITY INITIATIVES	PUBLIC	2500000.
PORTLAND STATE UNIVERSITY FOUNDATION, PORTLAND OREGON	SUSTAINABILITY INITIATIVES	PUBLIC	2500000.
PORTLAND STATE UNIVERSITY FOUNDATION, PORTLAND OREGON	SUSTAINABILITY INITIATIVES	PUBLIC	1250000.

JAMES F. & MARION L. MILLER FOUNDATION

03-0373895

OREGON HEALTH SCIENCES UNIVERSITY FOUNDATION, PORTLAND OREGON	EXPANDING MEDICAL EDUCATION OPPORTUNITIES IN OREGON	PUBLIC	214,798.
OREGON COLLEGE OF ART AND CRAFT, PORTLAND OREGON	CRAFT LIVES HERE, CAPITAL AND ENDOWMENT CAMPAIGN	PUBLIC	400,000.
LAKE COUNTY LIBRARY DISTRICT, LAKEVIEW OREGON	CENTENNIAL BUILDING CAMPAIGN	PUBLIC	100,000.
CROOK COUNTY HISTORICAL SOCIETY, PRINEVILLE OREGON	MUSEUM EXPANSION PROJECT	PUBLIC	25,000.
BUSINESS EDUCATION COMPACT, BEAVERTON OREGON	TEACHER DEVELOPMENT INITIATIVE	PUBLIC	50,000.
NORTHWEST BUSINESS COMMITTEE FOR THE ARTS, PORTLAND OREGON	BUSINESS VOLUNTEERS FOR THE ARTS	PUBLIC	7,500.
BENTON COUNTY HISTORICAL SOCIETY, PHILOMATH OREGON	COLLECTION PRESERVATION	PUBLIC	25,000.
OREGON BACH FESTIVAL, EUGENE OREGON	CAPACITY BUILDING	PUBLIC	25,000.
FRIENDS OF CHAMBER MUSIC, PORTLAND OREGON	CAPACITY BUILDING	PUBLIC	20,000.
OREGON SYMPHONY, PORTLAND OREGON	GENERAL OPERATING SUPPORT	PUBLIC	1500000.

JAMES F. & MARION L. MILLER FOUNDATION

03-0373895

PORTLAND ART MUSEUM, PORTLAND OREGON	GENERAL OPERATING SUPPORT	PUBLIC	800,000.
PORTLAND CENTER STAGE, PORTLAND OREGON	GENERAL OPERATING SUPPORT	PUBLIC	700,000.
BAG AND BAGGAGE PRODUCTIONS, HILLSBORO OREGON	CAPACITY BUILDING	PUBLIC	15,000.
OREGON BALLET THEATRE, PORTLAND OREGON	GENERAL OPERATING SUPPORT	PUBLIC	600,000.
PORTLAND OPERA ASSOCIATION, PORTLAND OREGON	GENERAL OPERATING SUPPORT	PUBLIC	1000000.
WORDSTOCK, PORTLAND OREGON	CAPACITY BUILDING	PUBLIC	50,000.
NESKOWIN VALLEY SCHOOL, NESKOWIN OREGON	GENERAL OPERATING SUPPORT	PUBLIC	20,000.
PORTLAND STATE UNIVERSITY FOUNDATION, PORTLAND OREGON	SUSTAINABILITY INITIATIVES	PUBLIC	2500000.
TOTAL TO FORM 990-PF, PART XV, LINE 3B			<u>33,731,813.</u>

James F. & Marion L. Miller Foundation
Depreciation Expense [Depreciation]
GAAP

For the Period January 1, 2009 to December 31, 2009

Asset ID	Placed in service	Depr Meth/Conv	Life Yr Mo	Book Cost	Depr & AFYD This Period	YEAR TO DATE				
						Beginning Accum Depr	Current Depr & AFYD	Net Sec 179/Sec 179A	Net Additions Deletions	Ending Accum Depr
Depr Exp GL Acct # (no value)										
000030	Lateral File									
	03/16/2009	SL100FM	7 0	889.99	105 95	0 00	105.95	0 00	0 00	105 95
000040	3 Aeron Chairs									
	08/12/2009	SL100FM	7 0	1,950 00	116 07	0 00	116 07	0.00	0 00	116 07
000050	Refrigerator									
	09/15/2009	SL100FM	7 0	761 99	36 29	0 00	36 29	0.00	0 00	36 29
000060	2-Port Flash Voice Mail - Norstar									
	09/15/2009	SL100FM	7 0	1,971 50	93.88	0 00	93 88	0.00	0 00	93 88
000070	Wool Rug - India									
	10/15/2009	SL100FM	7 0	4,014.00	143 36	0 00	143 36	0 00	0 00	143 36
000130	West Elm Office Furniture									
	11/11/2009	SL100FM	7 0	2,264 91	53.93	0.00	53 93	0 00	0 00	53 93
000140	Carpet - Reception/Copy Area									
	11/11/2009	SL100FM	7 0	4,521 00	107 64	0 00	107 64	0 00	0 00	107.64
000150	Dell Server - PowerEdge T310									
	11/12/2009	SL100FM	5 0	2,074 00	69 13	0.00	69 13	0 00	0 00	69 13
000160	Kitchen Furniture - Dining table, buffet cabinet, rug, chairs									
	12/08/2009	SL100FM	7 0	1,246 92	14 84	0 00	14 84	0 00	0.00	14 84
000170	Dania Office Furniture									
	12/08/2009	SL100FM	7 0	1,085 00	12.92	0 00	12.92	0 00	0 00	12 92
000180	Conference Table and 10 Chairs									
	12/08/2009	SL100FM	7 0	12,123 00	144 32	0 00	144 32	0 00	0.00	144 32
000190	Portrait Framing									
	12/08/2009	SL100FM	7 0	600 00	7.14	0 00	7.14	0 00	0.00	7 14
000260	Computers									
	01/31/2007	MC200AHY	5 0	8,954 00	1,719 17	4,656 08	1,719.17	0 00	0.00	6,375 25
000270	File Cabinets									
	12/06/2007	MC200AHY	7 0	1,626 00	284 43	630.49	284 43	0 00	0 00	914 92
Subtotal: (no value) (14)				44,082.31	2,909 07	5,286.57	2,909 07	0 00	0 00	8,195 64
Grand Total				44,082 31	2,909 07	5,286 57	2,909 07	0 00	0.00	8,195 64