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# Form **990-PF**Department of the Treasury Internal Revenue Service

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

Treated as a Private Foundation

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

OMB No 1545-0052

For calendar year 2011 or tax year beginning and ending Name of foundation A Employer identification number GORDON AND GAYLE MILLER FOUNDATION 20-3929241 Number and street (or P O box number if mail is not delivered to street Room/suite B Telephone number 3099 MAIN STREET, P.O. BOX 188 (989) 635-7585 City or town, state, and ZIP code C If exemption application is pending, check here MARLETTE, MI 48453 Initial return G Check all that apply: Initial return of a former public charity D 1. Foreign organizations, check here Final return Amended return Foreign organizations meeting the 85% test, check here and attach computation Address change Name change H Check type of organization: Section 501(c)(3) exempt private foundation E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation under section 507(b)(1)(A), check here I Fair market value of all assets at end of year J Accounting method: X Cash Accrual If the foundation is in a 60-month termination ∴ Other (specify) (from Part II, col. (c), line 16) under section 507(b)(1)(B), check here 860, 986. (Part I, column (d) must be on cash basis) ▶\$ Part I Analysis of Revenue and Expenses (b) Net investment (c) Adjusted net (d) Disbursements or charitable purposes (a) Revenue and (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) expenses per books income income (cash basis only) 101,362 N/A Contributions, gifts, grants, etc., received Check if the foundation is not required to attach Sch. B. Interest on savings and temporary cash investments 20. 20 3 STATEMENT 25,353. 25,353. STATEMENT Dividends and interest from securities 5a Gross rents Net rental income or (loss) 2,413 6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a 13,711. 2,413 Capital gain net income (from Part IV, line 2) Net short-term capital gain Income modifications 10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) 11 Other income 129,148 27,786 12 Total. Add lines 1 through 11 0. 0. 0. 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits Operating and Administrative Expenses 16a Legal fees **b** Accounting fees c Other professional fees 17 Interest STMT 3 620 0 18 Taxes 0. 19 Depreciation and depletion Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses S' 24 Total operating and administrative STMT 4 170. 0 0. expenses. Add lines 13 through 23 790 0 . S Confibutions Aits, prants paid 25 40,725 О Total expenses and disbursements က် Add lines 24 and 25 41,515 0 40,725. Subtract Line 26 from line 12: 87,633 2 Excess of revenue over expenses and disbursements 27,786 b Net investment income (if negative, enter -0-) N/A C Adjusted net income (if negative, enter -0-)

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only Beginning of year End of year (a) Book Value (b) Book Value (c) Fair Market Value 21,502. 19,791. 21,502. 1 Cash - non-interest-bearing 2 Savings and temporary cash investments 3 Accounts receivable ► Less: allowance for doubtful accounts 4 Pledges receivable ▶ Less: allowance for doubtful accounts 5 Grants receivable 6 Receivables due from officers, directors, trustees, and other disqualified persons 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 587,812. 673,846. STMT 5 839,484. b Investments - corporate stock c Investments - corporate bonds 11 Investments - land, buildings, and equipment basis Less accumulated depreciation Investments - mortgage loans 13 Investments - other 14 Land, buildings, and equipment; basis Less accumulated depreciation 15 Other assets (describe ▶ 607,603. 695,348. 16 Total assets (to be completed by all filers) 860,986. 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  $\triangleright X$ Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. 607,603. 695,348. 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 28 Paid-in or capital surplus, or land, bldg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 607,603. 695,348 30 Total net assets or fund balances 607,603. 31 Total liabilities and net assets/fund balances 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) 607,603. 2 Enter amount from Part I, line 27a 87,633. 3 Other increases not included in line 2 (itemize) ▶ NONDIVIDEND DISTRIBUTIONS 112. 3 Add lines 1, 2, and 3 4 695.348. 5 Decreases not included in line 2 (itemize) Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30

GORDON AND GAYLE MILLER FOUNDATION

20-3929241

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(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 acquire (mo., day, yr.)	d (d) Date sold (mo., day, yr.)
1a GENERAL ELETRIC						12/24/0	8 05/08/11
b				1			
С							
d						***	
<u>e</u>		<del></del>		<u> </u>	1		
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale		_ <u> </u>	(h) Gain or ( (e) plus (f) mii	nus (g)
a 13,711.	· /		11,29	8.			2,413.
b							
C							
<u>d</u>		_					
e			40/04/00				
Complete only for assets showing of		<del></del>			(I)	Gains (Col. (h) (k), but not less	gain minus than -0-) or
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69		cess of col. (ı) col. (ı), ıf any		001.	Losses (from c	
a			·				2,413.
b							
С							<del></del>
ď							
e					<del></del>		
2 Capital gain net income or (net capit		ter in Part I, line -0- in Part I, line		} 2		_	2,413.
3 Net short-term capital gain or (loss)		and (6):					
If gain, also enter in Part I, line 8, co	lumn (c).						4-
If (loss), enter -0- in Part I, line 8  Part V Qualification Und	der Section 4940(e) fo	r Dodugod	L Tay on Not	J 3	mont Inc		/A
(For optional use by domestic private for if section 4940(d)(2) applies, leave this Was the foundation liable for the section If "Yes," the foundation does not qualify 1 Enter the appropriate amount in each	part blank. n 4942 tax on the distributable a under section 4940(e). Do not o	amount of any yo	ear in the base per irt.	riod?			. Yes X No
(a) Base period years	(b)	· ·		(c)			(d) stribution ratio
Calendar year (or tax year beginning	المناف والمناسية	listributions	Net value of no		e-use assets	(col. (b	) divided by col. (c))
2010		40,911.			94,212		.058932
2009		27,148.			8 <b>4,141</b>		.056075
2008		27,942.			<u>88,146</u>		.071988
2007		17,337.			<u>75,055</u>		.063031
2006		10,309.			<u>07,220</u>	•	.049749
2 Total of line 1, column (d)				•		2	.299775
3 Average distribution ratio for the 5-y the foundation has been in existence		al on line 2 by 5,	or by the number	of years		3	.059955
4 Enter the net value of noncharitable-	use assets for 2011 from Part >	K, line 5				4	853,404.
5 Multiply line 4 by line 3						5	51,166.
6 Enter 1% of net investment income	(1% of Part I, line 27b)				_	6	278.
7 Add lines 5 and 6						7	51,444.
8 Enter qualifying distributions from P	art XII, line 4					8	40,725.
If line 8 is equal to or greater than lin See the Part VI instructions.	ne 7, check the box in Part VI, lin	ne 1b, and comp	olete that part usin	g a 1% tax	rate.		

			<u> 3929</u>			<u> Page 4</u>
Pa	rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4	<u>948 -</u>	see ii	nstru	ctio	ns)
1a	Exempt operating foundations described in section 4940(d)(2), check here  and enter "N/A" on line 1.		Į			
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)		Į			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here   and enter 1%	1			5	56.
	of Part I, line 27b			_		
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			5	56.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4				0.
	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5			5	<del>56.</del>
	Credits/Payments:					
a	2011 estimated tax payments and 2010 overpayment credited to 2011 6a					
	Exempt foreign organizations - tax withheld at source 6b					
	Tax paid with application for extension of time to file (Form 8868)  6c					
	Backup withholding erroneously withheld 6d					
	Total credits and payments. Add lines 6a through 6d	7				0.
	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached	8				
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9			5	56.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10				<del>50•</del>
	Enter the amount of line 10 to be: Credited to 2012 estimated tax	11				
	rt VII-A Statements Regarding Activities					—— <del>-</del>
	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene				Yes	No
	any political campaign?	""	1	1a		X
h	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?			1b		X
•	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published	dor		<u>''</u>		
	distributed by the foundation in connection with the activities.	u oi				
	Did the foundation file Form 1120-POL for this year?			4.		X
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:			1c		
u						
	(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 •					
0	managers. • \$ \$  Has the foundation engaged in any activities that have not previously been reported to the IRS?					v
2				_2		<u> </u>
2	If "Yes," attach a detailed description of the activities.	_				
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, o	ſ				37
4-	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes			3		X
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	3.T	/3	4a		X
	If "Yes," has it filed a tax return on Form 990-T for this year?	N	/A .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?			5		<u>X</u>
c	If "Yes," attach the statement required by General Instruction T.  Are the requirements of coston EOR(c) (relating to costons 4041 through 4045) cotofied sithers.			İ		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:					I
	By language in the governing instrument, or  Purchase legislation that effectively amende the source is a natural and that are manufactured in a section of the source is a natural and the sourc			ŀ		ı
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state	iaw		_		
_	remain in the governing instrument?			6		<u> </u>
1	Did the foundation have at least \$5,000 in assets at any time during the year?			7	X	
	If "Yes," complete Part II, col. (c), and Part XV.					
Вa	Enter the states to which the foundation reports or with which it is registered (see instructions)			ļ		
	MI					
þ	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			8b	Х	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for cale	ndar			j	
	year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		_	9		<u> </u>
<u>10</u>	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses S	<u>rmt</u>	6	10	X	
			Forn	ո <b>990</b>	·PF ()	2011)

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Pa	rt 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		Х
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		Х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	х	
	Website address ► N/A			
14	The books are in care of ► W GORDON MILLER  Telephone no. ►989-6	35-7	585	
• •	Located at ►3099 MAIN STREET, P.O. BOX 188, MARLETTE, MI ZIP+4 ►4			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	<del></del>		. [ ]
	and enter the amount of tax-exempt interest received or accrued during the year	N	/A	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
10	securities, or other financial account in a foreign country?	16	.03	X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign	10		
	country			
Pa	art VII-B   Statements Regarding Activities for Which Form 4720 May Be Required		!	L
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
12	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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes X No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes X No	1 1		
	(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)?			
	(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 X No			
D	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)?  N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here			
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 2011?	1c		<u>X</u>
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)):			
а	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			
	before 2011?			
	If "Yes," list the years >,,,,,			
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect			
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to 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 <b>any</b> of the years listed in 2a, list the years here.			
	<b>)</b>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
	during the year?			
t	If "Yes," did it have excess business holdings in 2011 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 2011.) N/A	3b		
48	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
t	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 2011?	4b		x

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Part VII-B   Statements Regarding Activities for Which	Form 4720 May Be F	Required (contin	ued)		
5a During the year did the foundation pay or incur any amount to:					
(1) Carry on propaganda, or otherwise attempt to influence legislation (sectio	n 4945(e))?	Y	es X No	·	i i
(2) Influence the outcome of any specific public election (see section 4955); of	or to carry on, directly or indire	ectly,			- 5
any voter registration drive?	_	Y	es X No		A
(3) Provide a grant to an individual for travel, study, or other similar purposes	,7	Y	es X No	- 1	
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section				
509(a)(1), (2), or (3), or section 4940(d)(2)?		☐ Y	es X No	İ	
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or f				İ
the prevention of cruelty to children or animals?	, or occount on a parposos, or i		es X No	ļ	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un-	der the excentions described i				
section 53.4945 or in a current notice regarding disaster assistance (see instru		п подпалона	N/A	5b	-
Organizations relying on a current notice regarding disaster assistance check h	•			30	_
c if the answer is "Yes" to question 5a(4), does the foundation claim exemption f		mad			
expenditure responsibility for the grant?	•	1/A Y	es 🔲 No		
If "Yes," attach the statement required by Regulations section 53.494	• •		i		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on	<u> </u>			١,
a personal benefit contract?		. L Y	es X No		
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a p	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 s		Ye	es 🗶 No 📙		
b if "Yes," did the foundation receive any proceeds or have any net income attrib				7b	
Part VIII Information About Officers, Directors, Trust Paid Employees, and Contractors	ees, Foundation Ma 	inagers, Highly	/		
1 List all officers, directors, trustees, foundation managers and their	compensation.				
	(b) Title, and average hours per week devoted	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) E	xpense int, other
(a) Name and address	to position	(If not paid, enter -0-)	and deferred compensation	accou	unt, other wances
N.GORDON MILLER	PRESIDENT	· · · · · · · · · · · · · · · · · · ·	- 1		
3099 MAIN ST., P.O. BOX 188	1				
MARLETTE, MI 48453	1.00	0.	0.		0.
DAVID MILLER	VICE PRESIDEN				
3099 MAIN ST., P.O. BOX 188		<u> </u>	•		
MARLETTE, MI 48453	1.00	0.	О.		0.
PEGGY MACUMBER	SECRETARY			· · · ·	
3099 MAIN ST., P.O. BOX 188					
MARLETTE, MI 48453	1.00	0.	0.	i	0.
DEBORAH LANGOLF	TREAURER	· ·		-	
3099 MAIN ST., P.O. BOX 188	INDAORER				
MARLETTE, MI 48453	1.00	0.	0.		^
2 Compensation of five highest-paid employees (other than those inc			<u> </u>	L	<u> </u>
- Comportation of the highest paid employees (early after than those life		Citter NONE.	(d) Contributions to employee benefit plans	(e) F	Ynense
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	and deterred	accou	xpense int, other
NONE	devoted to position		compensation	allov	wances
NONE	-				
				-	
	1				
			· -	<del> </del>	
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· · · · · · · · · · · · · · · · · · ·			<u></u>	L	
		:			
		<u> </u>		<u></u>	
Cotal number of other employees paid over \$50 000					Λ

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Part VIII. Information About Officers, Directors, Trustees, Foundation M	anagers, Highly	
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
NONE		
Total number of others receiving over \$50,000 for professional services  Part IX-A Summary of Direct Charitable Activities		▶ 0
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical infor number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	mation such as the	Expenses
1 DONATION TO CARLETON COLLEGE		
2 DONATION TO MARLETTE REGIONAL HOSPITAL FOUNDATIO	N	37,000.
2 DOMATION TO MANUETTE REGIONAL HODETTAL FOUNDATIO		
POWERTON TO MEDITAL PROTECT METHOD TOTAL CHARLES		2,300.
3 DONATION TO HERITAGE UNITED METHODIST CHURCH		
		500.
4 DONATION TO TRINITY LUTHERAN CHURCH		
		500.
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 are	v4.0	Amount
1 N/A	IU 2.	Amount
2		
All other program-related investments. See instructions.  3		
Total, Add lines 1 through 3	. •	0.

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P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations,	see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		<del></del>
a	Average monthly fair market value of securities	1a	846,955.
b	Average of monthly cash balances	1b	19,445.
C	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	866,400.
е	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	866,400.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	12,996.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	853,404.
6	Minimum investment return Enter 5% of line 5	6	42,670.
Ρ	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.)	id certain	•
1	Minimum investment return from Part X, line 6	1	42,670.
2a	Tax on investment income for 2011 from Part VI, line 5		
b			
C	Add lines 2a and 2b	2c	556.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	42,114.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	42,114.
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	42,114.
_	art 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	40,725.
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	40,725.
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	40,725.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of 4940(e) reduction of tax in those years.	jualifies foi	r the section

Form **990-PF** (2011)

Page 9

	(a) Corpus	(b) Years prior to 2010	(c) 2010	<b>(d)</b> 2011
1 Distributable amount for 2011 from Part XI, line 7				42,114
2 Undistributed income, if any, as of the end of 2011		***		12/11
a Enter amount for 2010 only			0.	
b Total for prior years:				-
		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
<b>b</b> From 2007				
c From 2008 2,729.				
d From 2009 416.				
e From 2010 6,618.				
f Total of lines 3a through e	9,763.			
4 Qualifying distributions for 2011 from				
Part XH, line 4: ► \$ 40 , 725 .				
a Applied to 2010, 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 2011 distributable amount				40,725
e Remaining amount distributed out of corpus	0.			<del></del>
Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	1,389.		:	1,389
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	8,374.			
<b>b</b> Prior years' undistributed income. Subtract		_		
line 4b from line 2b		0.		<del></del>
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 2010. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2012				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 2006				
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012.				
Subtract lines 7 and 8 from line 6a	8,374.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008 1,340.				
c Excess from 2009 416.				
d Excess from 2010 6,618. e Excess from 2011				

	AND GAYLE M			<u>20-39</u>	29241 Page 10
Part XIV Private Operating F			<del></del>	N/A	
1 a If the foundation has received a ruling of			1		
foundation, and the ruling is effective for		•	. ▶∟		<del></del>
<b>b</b> Check box to indicate whether the foun		ng foundation described		4942(j)(3) or49	42(j)(5)
2 a Enter the lesser of the adjusted net	Tax year	4) 0040	Prior 3 years	1 10000	
income from Part I or the minimum	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
investment return from Part X for					
each year listed					· · · · · · · · · · · · · · · · · · ·
<b>b</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.		1			
Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon;			ľ		
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 Info	rmation (Comple	te this part only	if the foundation	had \$5,000 or mo	re in assets
at any time during t	he year-see insti	ructions.)			
1 Information Regarding Foundation	_				
a List any managers of the foundation wh year (but only if they have contributed r	o have contributed more nore than \$5,000). (See s	than 2% of the total cor ection 507(d)(2).)	ntributions received by the	foundation before the clos	e of any tax
W.GORDON MILLER					
b List any managers of the foundation wh other entity) of which the foundation ha	o own 10% or more of th s a 10% or greater interes	e stock of a corporation st.	ı (or an equally large portı	on of the ownership of a pa	rtnership or
NONE					
2 Information Regarding Contribut					
Check here $ ightharpoonup igoldown X$ if the foundation of	only makes contributions	to preselected charitable	e organizations and does r	not accept unsolicited requ	ests for funds. If
the foundation makes gifts, grants, etc.	(see instructions) to indiv	riduals or organizations	under other conditions, co	omplete items 2a, b, c, and	d
a The name, address, and telephone num	ber of the person to who	n applications should b	e addressed:		
W. GORDON MILLER, 98					
3099 MAIN STREET, P.					
b The form in which applications should t		tion and materials they s	should include:		
NO APPLICATION REQUI	KED			<del></del> · <del></del>	
c Any submission deadlines: NONE					
d Any restrictions or limitations on award	s, such as by geographica	al areas, charitable fields	s, kinds of institutions, or o	other factors:	
NONE					

Supplementary Information (continued) Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Purpose of grant or contribution Foundation show any relationship to Amount status of any foundation manager Name and address (home or business) recipient or substantial contributor a Paid during the year CARLETON COLLEGE SCHOOL DONATION ONE NORTH COLLEGE STREET NORTHFIELD MI 48453 37,000. MARLETTE REGIONAL HOSPITAL FOUNDATION HOSPITAL DONATION 2770 MAIN STREET MARLETTE, MI 48453 2,300, FORGOTTEN HARVEST CHARITY INC. CHARITY 21800 GREENFIELD RD. OAK PARK MI 48237 350. HERITAGE UNITED METHODIST CHURCH CHURCH 3329 SNOVER ROAD 500. SNOVER, MI 48472 TRINITY LUTHERAN CHURCH CHURCH 7029 CADE ROAD BROWN CITY MI 48416 500. SEE CONTINUATION SHEET(S) <u>▶ 3a</u> Total 40,725. b Approved for future payment NONE Total

Enter gross amounts unless otherwise indicated.	Unrelated b	usiness income	Excluded	by section 512, 513, or 514	(e)
·	(a) Business	(b) Amount	(C) Exclu- sion	(d) Amount	Related or exempt function income
1 Program service revenue:	code	741104111	code	Amount	- Infection income
<u> </u>	-				
b	-				
C	1 1	, , , , , , , , , , , , , , , , , , ,			<del></del>
d	1 1	<del> </del>	+ +		<del></del>
e	-	· · · · · · · · · · · · · · · · · · ·			
g Fees and contracts from government agencies	-		-		<del>.</del>
2 Membership dues and assessments		<del> </del>			
3 Interest on savings and temporary cash		· · · · · · · · · · · · · · · · · · ·			· · · · · · · · · · · · · · · · · · ·
investments					20
4 Dividends and interest from securities			<u> </u>		25,353
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 .		<del></del>			2,413
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
<b>a</b>	_				
b	_		+ + -		
<u>c</u>	1 I				-·
d	-				<del></del>
e			).	0.	27,786
13 Total. Add line 12, columns (b), (d), and (e)	· <b></b>		<i>y</i> • 1	13	27,786
(See worksheet in line 13 instructions to verify calculations.)	•				27,700
				D	· · · · · · · · · · · · · · · · · · ·
Part XVI-B Relationship of Activities	to the Accon	ipiisnment of	Exempt	Purposes	
Line No. Explain below how each activity for which in	come is reported in o	olumn (e) of Part XV	I-A contribut	ed importantly to the accomp	olishment of
the foundation's exempt purposes (other that					
3E INTEREST EARNED TO BE	DONATED :	N FUTURE			
4E DIVIDENDS EARNED TO BE					

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).
3E	INTEREST EARNED TO BE DONATED IN FUTURE
	DIVIDENDS EARNED TO BE DONATED IN FUTURE

Part	XVII	Information Re Exempt Organ		sfers To a	and Tra	ansactions a	and F	Relations	hips With	Non	charitabl	е	
1 Dic	the ord	panization directly or indi		of the followin	ng with an	v other organization	on des	cribed in sect	ion 501(c) of			Yes	No
		: =			-	_							
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:									122	,			
(1) Cash									1a(1)		X		
(2) Other assets									1a(2)		Х		
		sactions:	•					•					
(1) Sales of assets to a noncharitable exempt organization										1b(1)		_x_	
(2)	Purch	ases of assets from a no	ncharitable exempt o	rganization							1b(2)		Х
(3)	Rental	of facilities, equipment,	or other assets								1b(3)		Х
(4)	Reimb	oursement arrangements			_						1b(4)		Х
(5)	Loans	or loan guarantees				_					1b(5)		Х
(6)	Perfor	mance of services or me	mbership or fundrais	sing solicitatio	ons					_	16(6)		_X_
c Sh	aring of	facilities, equipment, ma	ulin <mark>g lists, other asse</mark>	ts, or paid em	ployees						1c	<u> </u>	X
or	services	ver to any of the above is s given by the reporting fo ) the value of the goods,	oundation. If the four	ndation receive	ed less th		-			_		sets,	
(a) Line r	_ <del>`</del>	(b) Amount involved		noncharitable		organization		(d) Description	n of transfers, tra	nsaction	s, and sharing a	rrangeme	ents
		•	, ,	N/A				- <del>1-1</del>					
			·										
	_												
							_						
	_			·····									
							-						
		<del></del>					+						
									·				
			•										
							+				<del></del>		
					·		+						
ın	section	idation directly or indirec 501(c) of the Code (othe implete the following sch	r than section 501(c)				ızatıon:	s described			Yes	X	No
<u> </u>	. 00, 00	(a) Name of org	·		(b) Typ	e of organization			(c) Descriptio	n of rela	ationship		
		N/A	-		1		1		<del></del>		•		
		· · · ·											
					<u> </u>								
Sign Here	and be	penalties of perjury, I declare lilef, it is true, correct, and cor					nation o		r has any knowle		May the IRS return with the shown below	ne prepar v (see ins	er
	Sign	ature of officer or trustee		T		ate		itle					
		Print/Type preparer's na	ame	Preparer's s	ignature		Date	,	Check self- employe	' 1	PTIN		
Paid		MICHAEL SA	ΜͲΤΟΌΗΤΔ	МТСНАЯ	AP. TS	<b>М</b> ФТССИТ	131	3/1-			P00046	899	
Prep	arer	Firm's name ► UHY			NC.			<del></del>	Firm's FIN	▶ 38	-19101		
Use		J Silano P OIII	, 15010	, -					""" 3 E 114	- 50			
		Firm's address ▶ 27	725 STANS						Dhone no	2.4	18_355_	020	^

#### Schedule B (Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

Name of the organization

## Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011

**Employer identification number** 

20-3929241 GORDON AND GAYLE MILLER FOUNDATION Organization type (check one): Filers of: Section: Form 990 or 990-EZ 501(c)( ) (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization X 501(c)(3) exempt private foundation Form 990-PF 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions General Rule X For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II **Special Rules** For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections

509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2%

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000 lf this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively

of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

the prevention of cruelty to children or animals. Complete Parts I, II, and III.

religious, charitable, etc., contributions of \$5,000 or more during the year

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

### GORDON AND GAYLE MILLER FOUNDATION

20-3929241

Part I	Contributors (see instructions). Use duplicate copies of Part I if addition	al space is needed.	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	W.GORDON MILLER  6623 COOPER RD.  MARLETTE, MI 48453	\$\$ <u>101,362.</u>	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Oncash (Complete Part II of there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)

Employer identification number

### GORDON AND GAYLE MILLER FOUNDATION

20-3929241

Part II	Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.					
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received			
		 _ _ _ \$				
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received			
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received			
-1.50.						
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received			
		\$				
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received			

Employer identification number

GORDON	AND GAYLE MILLER FOUND	ATION	20-392924	1			
Part III	Exclusively religious, charitable, etc., individ year. Complete columns (a) through (e) and the the total of exclusively religious, charitable, etc., Use duplicate copies of Part III if additional	contributions of \$1,000 or less for	)(7), (8), or (10) organizations that total more than \$ ns.completing Part III, enter	1,000 for the			
(a) No. from Part I	(b) Purpose of gift (c) Use of gift		(d) Description of how gift is held				
-							
	(e) Transfer of gift  Transferee's name, address, and ZIP + 4  Relationship of transferor to transferee						
-	Transieree's name, address, and	ZIF + 4	Relationship of transferor to transferee				
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is	held			
		(e) Transfer of gift					
-	Transferee's name, address, and	ZIP + 4	Relationship of transferor to transferee				
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is	heid			
-	(e) Transfer of gift						
-	Transferee's name, address, and		Relationship of transferor to transferee				
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is	held			
	(e) Transfer of gift						
-	Transferee's name, address, and	ZIP + 4	Relationship of transferor to transferee				
-							

GORDON AND GAYLE MILLER FOUNDATION 20-3929241

3 Grants and Contributions Paid During the	Vear (Continuation)	<del>                                     </del>		-
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		
IDS WISH NETWORK		CHARITY		
о вох 809				
ARREN, MI 48090				
TOTAL OF FOREIGN WARE OF HE		OUAD TWY		
TETERANS OF FOREIGN WARS OF US		CHARITY		
MARLETTE MI 48453				
USAN G. KOMEN FOR THE CURE		CHARITY		
50 POST STREET SUITE 755				
AN FRANCISCO CA 94108				

FORM 990-PF INTEREST ON SAV	INGS A	ND TEM	PORARY (	CASH I	NVESTMENTS	STATEMENT	1
SOURCE						AMOUNT	
MERRILL LYNCH  TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A						2	
							20.
FORM 990-PF DIVIDEN	DS AND	INTER	EST FROM	4 SECU	RITIES	STATEMENT	2
SOURCE		GROSS	AMOUNT		ITAL GAINS IVIDENDS	COLUMN (A AMOUNT	<b>)</b>
MERRILL LYNCH	•		25,353	•	0.	25,353.	
TOTAL TO FM 990-PF, PART I,	LN 4		25,353	•	0.	25,3	53.
FORM 990-PF		TAX	ES	-		STATEMENT	3
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET IN MENT IN	JEST-	(C) ADJUSTED NET INCOM		
FOREIGN TAXES 990PF TAXES PAID		211. 409.		0.			0.
TO FORM 990-PF, PG 1, LN 18		620.		0.			0.
FORM 990-PF	0	THER E	XPENSES			STATEMENT	4
DESCRIPTION	EXPE		(B) NET INV MENT IN	ÆST-	(C) ADJUSTED NET INCOM		
ANNUAL FEE ANNUAL REPORT FEE		150. 20.					0.
TO FORM 990-PF, PG 1, LN 23		170.		0.			0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5	
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE	
EQUITY SECURITIES		673,846.	839,48	34.
TOTAL TO FORM 990-PF, PART II, LINE 10B		673,846.	839,484.	
FORM 990-PF	LIST OF SUBSTANTIAL CONTRI PART VII-A, LINE 10	IBUTORS	STATEMENT	6
NAME OF CONTRIBUTOR	ADDRESS			
W. GORDON MILLER	3099 MAIN ST MARLETTE. MI	r. P.O. BOX 188		