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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation THE MILLER FAMILY FOUNDATION		A Employer identification number 34-1855841	
Number and street (or P O box number if mail is not delivered to street address) 32333 AURORA ROAD		B Telephone number (see instructions) (440) 519-3500	
City or town, state or province, country, and ZIP or foreign postal code SOLON, OH 44139		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		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) ☒ \$ 4,177,584	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (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 ☐	

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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	500,000			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	11	11		
	4 Dividends and interest from securities.	80,128	80,128		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	☒ 343,709			
	b Gross sales price for all assets on line 6a 1,224,073				
	7 Capital gain net income (from Part IV, line 2)		343,709		
	8 Net short-term capital gain			7,871	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	☒ 6,870	6,870		
	12 Total. Add lines 1 through 11	930,718	430,718	7,871	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	☒ 5,579	5,579		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	5,579	5,579		0
	25 Contributions, gifts, grants paid	674,577			674,577
	26 Total expenses and disbursements. Add lines 24 and 25	680,156	5,579		674,577
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	250,562			
	b Net investment income (if negative, enter -0-)		425,139		
	c Adjusted net income (if negative, enter -0-)			7,871	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	17,523	19,857	19,857
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ <u>321</u>			
		Less allowance for doubtful accounts ▶ _____	100	321	321
	4	Pledges receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____			
		Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	3,250,802	3,498,818	4,157,064
	14	Land, buildings, and equipment basis ▶ _____			
		Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)		342	342
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,268,425	3,519,338	4,177,584
Liabilities	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 (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	3,268,425	3,519,338	
	30	Total net assets or fund balances (see page 17 of the instructions)	3,268,425	3,519,338	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,268,425	3,519,338	

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	3,268,425
2	Enter amount from Part I, line 27a	2	250,562
3	Other increases not included in line 2 (itemize) ▶ _____	3	351
4	Add lines 1, 2, and 3	4	3,519,338
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,519,338

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	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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 See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	343,709
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	7,871

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 page 18 of the 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))
2012	361,285	3,617,707	0 099866
2011	414,200	3,376,416	0 122674
2010	646,194	3,165,821	0 204116
2009	1,040,734	3,051,445	0 341063
2008	437,490	3,666,919	0 119307

2	Total of line 1, column (d).	2	0 887026
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 177405
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	4,199,506
5	Multiply line 4 by line 3.	5	745,013
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	4,251
7	Add lines 5 and 6.	7	749,264
8	Enter qualifying distributions from Part XII, line 4. 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	8	674,577

Part VI

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ 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	8,503
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	8,503
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	8,503
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a		490
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		5,000
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d.		7	5,490
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached.		8	24
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	3,037
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 2014 estimated tax 0 Refunded		11	

Part VII-A

Statements Regarding Activities

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?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		No
c Did the foundation file Form 1120-POL for this year?	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ OH _____			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of LAUREN B SPILMAN STACIE L HALPERN Telephone no (440) 519-3500 Located at 32333 AURORA RD SUITE 300 SOLON OH ZIP+4 441392851			
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		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

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		No
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 2013?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. If "Yes," list the years 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 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 2013.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

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)? (see instructions).

☐ 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)?

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?

☐ 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

No

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?

7b

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LAUREN B SPILMAN	TRUSTEE	0	0	0
32333 AURORA RD 300 SOLON, OH 44139	1 00			
STACIE L HALPERN	TRUSTEE	0	0	0
32333 AURORA RD 300 SOLON, OH 44139	1 00			
DENNIS E LUBIN	TRUSTEE	0	0	0
32333 AURORA RD 300 SOLON, OH 44139	1 00			

2

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

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

Total

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

0

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

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	4,216,603
b	Average of monthly cash balances.	1b	46,855
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,263,458
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	4,263,458
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	63,952
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,199,506
6	Minimum investment return. Enter 5% of line 5.	6	209,975

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	209,975
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	8,503
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	8,503
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	201,472
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	201,472
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	201,472

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	674,577
b	Program-related investments—total from Part IX-B.	1b	
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	674,577
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	674,577
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 2012	(c) 2012	(d) 2013
1	Distributable amount for 2013 from Part XI, line 7				201,472
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only.				
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2013				
a	From 2008.	255,820			
b	From 2009.	889,086			
c	From 2010.	488,803			
d	From 2011.	247,089			
e	From 2012.	181,997			
f	Total of lines 3a through e.	2,062,795			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 674,577				
a	Applied to 2012, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see instructions).				
c	Treated as distributions out of corpus (Election required—see instructions).				
d	Applied to 2013 distributable amount.				201,472
e	Remaining amount distributed out of corpus	473,105			
5	Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,535,900			
b	Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
e	Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f	Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	255,820			
9	Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	2,280,080			
10	Analysis of line 9				
a	Excess from 2009. . . .	889,086			
b	Excess from 2010. . . .	488,803			
c	Excess from 2011. . . .	247,089			
d	Excess from 2012. . . .	181,997			
e	Excess from 2013. . . .	473,105			

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

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

Tax year	Prior 3 years				(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010		
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1

Information Regarding Foundation Managers:

a

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

NONE

b

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

NONE

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

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

Form **990-PF** (2013)

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Part XVII

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

1

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

Yes

No

a

Transfers from the reporting foundation to a noncharitable exempt organization of

(1)

Cash.

1a(1)

No

(2)

Other assets.

1a(2)

No

b

Other transactions

(1)

Sales of assets to a noncharitable exempt organization.

1b(1)

No

(2)

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

(3)

Rental of facilities, equipment, or other assets.

1b(3)

No

(4)

Reimbursement arrangements.

1b(4)

No

(5)

Loans or loan guarantees.

1b(5)

No

(6)

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

d

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

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

2a

Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes

No

b

If "Yes," complete the following schedule

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

Sign Here

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.

Signature of officer or trustee

2014-05-12

Date

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

Yes

No

Paid Preparer Use Only	Print/Type preparer's name RICHARD D ARMBRUSTER CPA	Preparer's Signature	Date 2014-11-12	Check if self-employed ☐	PTIN
	Firm's name	SYMAX LTD			Firm's EIN
	Firm's address	32333 AURORA ROAD SUITE 300 SOLON, OH 44139			Phone no (440) 519-3500

Form 990-PF (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
2522 24SHS PIMCO SHORT-TERM FD	P	2012-12-28	2013-01-31
68 74SHS DODGE & COX BAL FD COM	P	2012-06-26	2013-02-27
57 06SHS DODGE & COX BAL FD COM	P	2013-03-27	2013-04-01
35 97SHS DODGE & COX BAL FD COM	P	2013-03-26	2013-04-01
3 81SHS PIMCO FDS SHORT-TERM FD	P	2013-02-28	2013-04-09
2508 589SHS PIMCO FDS SHORT-TERM FD	P	2012-12-28	2013-04-09
4 63SHS PIMCO FDS SHORT-TERM FD	P	2013-03-28	2013-04-09
3 05SHS PIMCO FDS SHORT-TERM FD	P	2012-02-21	2013-05-20
1 14SHS PIMCO FDS SHORT-TERM FD	P	2013-01-19	2013-05-20
3520 1SHS PIMCO FDS SHORT-TERM FD	P	2013-05-01	2013-05-20
3 94SHS PIMCO FDS SHORT-TERM FD	P	2012-12-22	2013-05-20
15 29SHS DODGE & COX BAL FD	P	2013-06-25	2013-07-03
112 64SHS PIMCO FDS SHORT-TERM FD	P	2013-05-01	2013-07-09
6 95SHS PIMCO FDS SHORT-TERM FD	P	2013-04-20	2013-07-09
2 66SHS PIMCO FDS SHORT-TERM FD	P	2012-11-20	2013-07-09
5 18SHS PIMCO FDS SHORT-TERM FD	P	2013-04-21	2013-07-09
7 89SHS DODGE & COX BAL FD	P	2013-06-25	2013-07-30
7 63SHS PIMCO FDS SHORT-TERM FD	P	2013-05-23	2013-08-20
18 31SHS DODGE & COX BAL FD	P	2013-09-25	2013-10-08
10058 1SHS PIMCO FDS SHORT-TERM FD	P	2013-01-22	2013-10-29
36 73SHS PIMCO FDS SHORT-TERM FD	P	2013-03-28	2013-10-29
36 88SHS PIMCO FDS SHORT-TERM FD	P	2013-04-30	2013-10-29
0 85SHS PIMCO FDS SHORT-TERM FD	P	2013-06-03	2013-11-04
7 4SHS PIMCO FDS SHORT-TERM FD	P	2013-02-28	2013-11-04
6 92SHS PIMCO FDS SHORT-TERM FD	P	2013-03-28	2013-11-04
7554 49SHS PIMCO FDS SHORT-TERM FD	P	2013-05-01	2013-11-04
12 29SHS PIMCO FDS SHORT-TERM FD	P	2013-05-11	2013-11-04
16 07SHS PIMCO FDS SHORT-TERM FD	P	2013-05-31	2013-11-04
0 23SHS PIMCO FDS SHORT-TERM FD	P	2013-05-11	2013-11-06
2529 11SHS PIMCO FDS SHORT-TERM FD	P	2012-12-28	2013-12-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
5070 99SHS PIMCO FDS SHORT-TERM FD	P	2013-01-22	2013-12-16
19 88SHS DODGE & COX BAL FD COM	P	2013-12-19	2013-12-30
3 75SHS DODGE & COX BAL FD COM	P	2011-01-24	2013-01-14
72 50SHS DODGE & COX BAL FD COM	P	2011-06-27	2013-02-27
603 45SHS DODGE & COX BAL FD COM	P	2010-01-19	2013-02-27
76 93SHS DODGE & COX BAL FD COM	P	2011-12-20	2013-02-27
209 89SHS DODGE & COX BAL FD COM	P	2011-01-24	2013-02-27
288 19SHS DODGE & COX BAL FD COM	P	2010-01-19	2013-03-01
2 15SHS DODGE & COX BAL FD COM	P	2010-01-19	2013-03-07
37 05SHS DODGE & COX BAL FD COM	P	2010-01-19	2013-03-11
2 12SHS DODGE & COX BAL FD COM	P	2010-01-19	2013-03-15
2 12SHS DODGE & COX BAL FD COM	P	2010-01-19	2013-03-15
29 48SHS DODGE & COX BAL FD COM	P	2010-01-19	2013-03-15
21 02SHS DODGE & COX BAL FD COM	P	2010-01-19	2013-04-01
112 76SHS DODGE & COX BAL FD COM	P	2010-01-19	2013-04-16
2347 96SHS DODGE & COX BAL FD COM	P	2010-01-19	2013-04-30
50 52SHS DODGE & COX BAL FD COM	P	2010-01-19	2013-05-31
109 66SHS DODGE & COX BAL FD COM	P	2010-01-19	2013-07-30
145 99SHS DODGE & COX BAL FD COM	P	2010-01-19	2013-10-08
27 71SHS DODGE & COX BAL FD COM	P	2010-01-19	2013-10-09
101 91SHS DODGE & COX BAL FD COM	P	2010-01-19	2013-10-31
1500 63SHS DODGE & COX BAL FD COM	P	2010-01-19	2013-12-30
BNY MELLON CAPITAL GAIN DISTRIBUTION	P	2012-01-01	2013-12-31
FLOW-THRU CAPITAL GAIN FROM PARTNERSHIP 88-0380362	P	2013-06-01	2013-12-31
FLOW-THRU CAPITAL GAIN FROM PARTNERSHIP 88-0380362	P	2012-01-01	2013-12-31
FLOW-THRU CAPITAL GAIN FROM PARTNERSHIP 88-0380364	P	2013-06-01	2013-12-31
FLOW-THRU CAPITAL GAIN FROM PARTNERSHIP 88-0380364	P	2012-01-01	2013-12-31
FLOW-THRU CAPITAL GAIN FROM PARTNERSHIP 88-0402975	P	2013-06-01	2013-12-31
FLOW-THRU CAPITAL GAIN FROM PARTNERSHIP 88-0402975	P	2012-01-01	2013-12-31
FLOW-THRU CAPITAL GAIN FROM PARTNERSHIP 27-3358127	P	2012-01-01	2013-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
FLOW-THRU CAPITAL GAIN FROM PARTNERSHIP 80-0756321	P	2012-01-01	2013-12-31
8 12SHS PIMCO WASH SALE	P	2012-11-30	2013-01-31
8 12SHS PIMCO WASH SALE LOSS DISALLOWED	P	2012-11-30	2013-01-31
1 14SHS PIMCO WASH SALE	P	2012-12-28	2013-04-09
1 14SHS PIMCO WASH SALE LOSS DISALLOWED	P	2012-12-28	2013-04-09
6 99SHS PIMCO WASH SALE	P	2012-11-30	2013-04-09
6 99SHS PIMCO WASH SALE LOSS DISALLOWED	P	2012-11-30	2013-04-09
6 95SHS PIMCO WASH SALE	P	2013-04-30	2013-07-08
6 95SHS PIMCO WASH SALE LOSS DISALLOWED	P	2013-04-30	2013-07-08
2538 76SHS PIMCO WASH SALE	P	2013-05-01	2013-07-08
2538 76SHS PIMCO WASH SALE LOSS DISALLOWED	P	2013-05-01	2013-07-08
2 66SHS PIMCO WASH SALE	P	2012-11-30	2013-07-08
2 66SHS PIMCO WASH SALE LOSS DISALLOWED	P	2012-11-30	2013-07-08
127 42SHS PIMCO WASH SALE	P	2013-05-01	2013-07-09
127 42SHS PIMCO WASH SALE LOSS DISALLOWED	P	2013-05-01	2013-07-09
10 16SHS PIMCO WASH SALE	P	2013-05-01	2013-08-20
10 16SHS PIMCO WASH SALE LOSS DISALLOWED	P	2013-05-01	2013-08-20
13 17SHS PIMCO WASH SALE	P	2013-05-24	2013-08-20
13 17SHS PIMCO WASH SALE LOSS DISALLOWED	P	2013-05-24	2013-08-20
12 29SHS PIMCO WASH SALE	P	2013-05-01	2013-08-20
12 29SHS PIMCO WASH SALE LOSS DISALLOWED	P	2013-05-01	2013-08-20
7 68SHS PIMCO WASH SALE	P	2013-04-20	2013-08-20
7 68SHS PIMCO WASH SALE LOSS DISALLOWED	P	2013-04-20	2013-08-20
5066 63SHS PIMCO WASH SALE	P	2012-12-28	2013-11-04
5066 63SHS PIMCO WASH SALE LOSS DISALLOWED	P	2012-12-28	2013-11-04
5065 62SHS PIMCO WASH SALE	P	2013-05-01	2013-11-06
5065 62SHS PIMCO WASH SALE LOSS DISALLOWED	P	2013-05-01	2013-11-06
1489 81SHS PIMCO WASH SALE	P	2013-05-01	2013-12-03
1489 81SHS PIMCO WASH SALE LOSS DISALLOWED	P	2013-05-01	2013-12-03
10 16SHS PIMCO WASH SALE	P	2013-05-31	2013-12-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
10 16SHS PIMCO WASH SALE LOSS DISALLOWED	P	2013-05-31	2013-12-03
7 68SHS PIMCO WASH SALE	P	2013-04-30	2013-12-03
7 68SHS PIMCO WASH SALE LOSS DISALLOWED	P	2013-04-30	2013-12-03
7 23SHS PIMCO WASH SALE	P	2013-04-25	2013-12-03
7 23SHS PIMCO WASH SALE LOSS DISALLOWED	P	2013-04-25	2013-12-03
4 6SHS PIMCO WASH SALE	P	2013-05-24	2013-12-03
4 65SHS PIMCO WASH SALE	P	2013-05-24	2013-12-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
24,920	0	24,920	0
5,667	0	4,820	847
4,803	0	4,800	3
3,028	0	3,028	0
38	0	38	0
24,835	0	24,785	50
46	0	46	0
30	0	30	0
11	0	11	0
34,919	0	34,849	70
39	0	39	0
1,336	0	1,309	27
1,105	0	1,115	-10
68	0	69	-1
26	0	26	0
50	0	51	-1
712	0	675	37
75	0	76	-1
1,652	0	1,672	-20
99,273	0	99,474	-201
362	0	363	-1
364	0	365	-1
8	0	8	0
73	0	73	0
68	0	68	0
74,562	0	74,789	-227
121	0	121	0
159	0	159	0
2	0	2	0
24,988	0	24,988	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
50,000	0	50,152	-152
1,948	0	1,922	26
300	0	272	28
5,977	0	5,185	792
49,754	0	40,069	9,685
6,343	0	5,125	1,218
17,305	0	15,223	2,082
23,750	0	19,136	4,614
180	0	142	38
3,125	0	2,460	665
180	0	141	39
180	0	141	39
2,500	0	1,957	543
1,770	0	1,396	374
9,580	0	7,487	2,093
201,619	0	155,904	45,715
4,432	0	3,355	1,077
9,900	0	7,281	2,619
13,165	0	9,693	3,472
2,500	0	1,840	660
9,600	0	6,767	2,833
147,122	0	99,642	47,480
486	0	0	486
7,390	0	0	7,390
58,413	0	0	58,413
366	0	0	366
38,326	0	0	38,326
111	0	0	111
10,926	0	0	10,926
5,040	0	0	5,040

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
96,581	0	0	96,581
80	0	80	0
0	0	0	0
11	0	11	0
0	0	0	0
69	0	69	0
0	0	0	0
68	0	69	-1
1	0	0	1
24,905	0	25,134	-229
2	0	0	2
0	0	0	0
0	0	0	0
1,250	0	1,261	-11
1	0	0	1
100	0	101	-1
0	0	0	0
129	0	130	-1
0	0	0	0
121	0	122	-1
1	0	0	1
75	0	76	-1
1	0	0	1
50,008	0	50,058	-50
0	0	0	0
49,998	0	50,150	-152
0	0	0	0
14,719	0	14,749	-30
30	0	0	30
100	0	100	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
0	0	0	0
76	0	76	0
0	0	0	0
71	0	71	0
0	0	0	0
45	0	45	0
0	0	0	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
0	0	0	0
0	0	0	847
0	0	0	3
0	0	0	0
0	0	0	0
0	0	0	50
0	0	0	0
0	0	0	0
0	0	0	0
0	0	0	70
0	0	0	0
0	0	0	27
0	0	0	-10
0	0	0	-1
0	0	0	0
0	0	0	-1
0	0	0	37
0	0	0	-1
0	0	0	-20
0	0	0	-201
0	0	0	-1
0	0	0	-1
0	0	0	0
0	0	0	0
0	0	0	0
0	0	0	-227
0	0	0	0
0	0	0	0
0	0	0	0
0	0	0	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
0	0	0	-152
0	0	0	26
0	0	0	28
0	0	0	792
0	0	0	9,685
0	0	0	1,218
0	0	0	2,082
0	0	0	4,614
0	0	0	38
0	0	0	665
0	0	0	39
0	0	0	39
0	0	0	543
0	0	0	374
0	0	0	2,093
0	0	0	45,715
0	0	0	1,077
0	0	0	2,619
0	0	0	3,472
0	0	0	660
0	0	0	2,833
0	0	0	47,480
0	0	0	486
0	0	0	7,390
0	0	0	58,413
0	0	0	366
0	0	0	38,326
0	0	0	111
0	0	0	10,926
0	0	0	5,040

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
0	0	0	96,581
0	0	0	0
0	0	0	0
0	0	0	0
0	0	0	0
0	0	0	0
0	0	0	0
0	0	0	0
0	0	0	-1
0	0	0	1
0	0	0	-229
0	0	0	2
0	0	0	0
0	0	0	0
0	0	0	-11
0	0	0	1
0	0	0	-1
0	0	0	0
0	0	0	-1
0	0	0	0
0	0	0	-1
0	0	0	1
0	0	0	-1
0	0	0	1
0	0	0	-50
0	0	0	0
0	0	0	-152
0	0	0	0
0	0	0	-30
0	0	0	30
0	0	0	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

[illegible]

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.	OMB No 1545-0047 2013

Name of the organization THE MILLER FAMILY FOUNDATION	Employer identification number 34-1855841
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Organization type (check one)

Filers of: Form 990 or 990-EZ Form 990-PF	Section: ☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization ☒ 501(c)(3) exempt private foundation ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation ☐ 501(c)(3) taxable private foundation
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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

☒ 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 33¹/₃% 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% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ 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 the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ 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 more than \$1,000. If 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* 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 its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SYDELL L MILLER CHARITABLE LEAD ANN 32333 AURORA ROAD 300 _____ SOLON, OH 44139 _____	\$ 500,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
_____	_____ _____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
_____	_____ _____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
_____	_____ _____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
_____	_____ _____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
_____	_____ _____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
_____	_____ _____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization THE MILLER FAMILY FOUNDATION	Employer identification number 34-1855841
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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
_____	_____ _____ _____ _____	\$ _____	_____
(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
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization THE MILLER FAMILY FOUNDATION	Employer identification number 34-1855841
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Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ▶ \$

Use duplicate copies of Part III if additional space is needed

(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 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 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 held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

**TY 2013 All Other Program
Related Investments Schedule**

Name: THE MILLER FAMILY FOUNDATION
EIN: 34-1855841

Category	Amount
N/A	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: THE MILLER FAMILY FOUNDATION

EIN: 34-1855841

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
AS REPORTED IN PART IV		Purchased		MARKET TRADING	1,224,073	880,364			343,709	

TY 2013 Investments - Other Schedule**Name:** THE MILLER FAMILY FOUNDATION**EIN:** 34-1855841

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DODGE & COX BALANCED FUND		165,355	257,898
PIMCO SHORT TERM FUND		429,812	428,376
SYMAX EMERGING MARKETS FUND LP		233,565	437,300
SYMAX INTERNATIONAL FUND LP		710,125	806,751
SYMAX LARGE CAP FUND LP		431,153	624,174
SYMAX SMALL CAP FUND LP		527,537	481,818
SYMAX HIGH QUALITY EQUITY FUND LP		1,001,271	1,120,747

TY 2013 Other Expenses Schedule

Name: THE MILLER FAMILY FOUNDATION

EIN: 34-1855841

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
State of Ohio	200	200		
Portfolio Deductions	5,379	5,379		

TY 2013 Other Income Schedule

Name: THE MILLER FAMILY FOUNDATION

EIN: 34-1855841

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FLOW-THRU FROM SYMAX INT'L FUND LP	6,870	6,870	

TY 2013 Other Increases Schedule**Name:** THE MILLER FAMILY FOUNDATION**EIN:** 34-1855841

Description	Amount
TAX EXEMPT INCOME	9
INCREASE IN ACCRUED 1099 INCOME	342

STATEMENT ATTACHED TO AND MADE PART OF FORM 990-PF, RETURN OF PRIVATE FOUNDATION

Part XV, Line 3a - Grants and Contributions Paid During The Year

Recipient	Relationship	Foundation Status	Purpose	Amount
Grants				
None				
Charitable Contributions				
Association of Israel's Decorative Arts (AIDA) 110 East 59th Street, 26th Floor New York NY 10022	None	Public	In general support of its mission to connect decorative artists from Israel with North American and European galleries, collectors, institutions and education facilities to enable them to reach the major world markets and achieve their creative potential	1,500.00
American Jewish Joint Distribution Committee 711 Third Avenue 10th Floor New York, NY 10017	None	Public	In general support of its mission to rescue Jews at risk, provide relief for Jews in need and renew Jewish community life, also partners with public organizations to improve the lives of the most vulnerable members of society	36.00
Autism Speaks 5455 Wilshire Blvd Suite 2250 Los Angeles, CA 90036	None	Public	In general support of its mission to change the future for all who struggle with autism spectrum disorders and their dedication to fund global biomedical research into the causes, prevention, treatments and cure for autism, to raise public awareness about autism and its effects on individuals, families and society and to bring hope to all who deal with the hardships of this disorder	2,500.00
Bellefaire JCB 22001 Fairmount Blvd Shaker Heights, Ohio 44118	None	Public	In general support of its mission of concern with the quality of life for and committed to serving the needs of children, youth and their families through an array of child welfare, behavioral health and allied health services	1,000.00
B'nai Jeshurun Congregation 27501 Fairmount Blvd Pepper Pike, OH 44124	None	Religious	General Support	10,720.00
City of Hope 1500 E Duarte Rd Duarte CA 91010	None	Public	In general support of its mission of innovative biomedical research, treatment and educational institution is dedicated to the prevention and cure of cancer and other life-threatening diseases, guided by a compassionate, patient-centered philosophy and supported by a national foundation of humanitarian philanthropy	2,500.00
CityTerm at The Masters School 49 Clinton Avenue Dobbs Ferry, NY 10522	None	Public	In general support of its mission to provide a challenging academic environment to encourage critical, creative and independent habits of thought as well as a life-long passion for learning and to also promote and celebrate academic achievement, artistic developments, ethical awareness, technological literacy, athletic endeavor and personal growth	5,000.00
Cleveland Botanical Garden 11030 East Boulevard Cleveland, OH 44106	None	Public	In general support of its mission to promote botanical education, research and exhibitry	3,000.00
Cleveland Clinic Florida 2950 Cleveland Clinic Blvd Weston FL 33331	None	Public	To support the Cleveland Clinic Florida Health and Wellness Center in West Palm Beach	100,000.00
Cleveland Clinic Foundation 9500 Euclid Avenue Cleveland, OH 44195	None	Public	In general support of its mission: Patient Care, Research and Education	300.00
Cleveland Zoological Society P O Box 609281 Cleveland, OH 44109	None	Public	In general support of its mission to promote the conservation and propagation of wildlife - particularly endangered species - particularly through support of the Cleveland Metroparks Zoo	10,700.00
Cuyahoga Community College Foundation 700 Carnegie Avenue Cleveland, OH 44115	None	Public	In general support of the Dr. Jerry Sue Thornton Scholarship Fund to provide scholarship support to the diverse student population at Cuyahoga Community College	1,000.00
Dare2Care P O Box 22113 Beachwood, OH 44122	None	Public	In general support of its mission to provide inclusive educational programming that prepares participants to explore, develop and realize their unique leadership talents	1,000.00

STATEMENT ATTACHED TO AND MADE PART OF FORM 990-PF, RETURN OF PRIVATE FOUNDATION

Part XV, Line 3a - Grants and Contributions Paid During The Year

Recipient	Relationship	Foundation Status	Purpose	Amount
Fieldstone Farm Therapeutic Riding Center 16497 Snyder Road Chagann Falls, OH 44023	None	Public	In general support of its mission, (through a special partnership with horses), to offer programs designed by professionals to foster personal growth and individual achievement for people with disabilities	250 00
Fisher Center for Alzheimer's Research Foundation One Intrepid Square West 46th Street & 12th Avenue New York NY 10036	None	Public	In general support of its mission to actively raise funds to serve Alzheimer's patients and their families by seeking to understand the causes of discover a cure for, and improve the lives of people with Alzheimer's disease	300 00
Flashes of Hope 3365 Richmond Road Suite 2388 Beachwood OH 44122	None	Public	In general support of its mission to create uplifting portraits of children fighting cancer and other life threatening diseases	9 600 00
Forest City Hebrew Benevolent Association 28755 Aurora Road Solon, Ohio 44139	None	Religious	To further Jewish life, both cultural and educational, in the United States and worldwide	35 00
The Gathering Place 23300 Commerce Park Beachwood, OH 44122	None	Public	In general support of its mission to support, educate and empower individuals and families touched by cancer through programs and services free of charge	61,245 00
Gross Schechter Day School 27601 Fairmount Blvd Pepper Pike, OH 44124	None	Religious	General Support	100 00
Hawken School P O Box 8002 Gates Mills, OH 44040	None	Public	In general support of its mission to provide quality education to elementary and secondary school students	22 200 00
Hawken School P O Box 8002 Gates Mills, OH 44040	None	Public	To establish The Sydel and Arnold Miller Center for Entrepreneurial Studies at Hawken School and enhance the learning experience for students	100,000 00
House of Prayer for All 3503 Beachwood Blvd Pittsburgh, PA 15217	None	Religious	General Support	50 00
Hunger Network of Greater Cleveland 614 W Superior Ave Ste 744 Cleveland OH 44113	None	Public	In general support of its mission to reduce hunger by providing food and linkages to other vital services for hungry people, and by actively participating in a coordinated community response to hunger	250 00
Ideastream 1375 Euclid Avenue Cleveland OH 44115	None	Public	In general support of its mission to serve the educational and cultural needs of the greater Cleveland community through noncommercial radio and television	2,500 00
Interlochen Center For The Arts P O Box 199 Interlochen, MI	None	Public	In general support of its mission to engage and inspire people worldwide through excellence in educational artistic and cultural programs	5 000 00
Jewish Community Center of Cleveland aka Mandel JCC 26001 S Woodland Rd Cleveland, OH 44122	None	Public	To support the Arts & Culture Programs that benefit the cultural community of Cleveland and northeast Ohio	1 000 00
Jewish Family Service Association (JFSA) 3659 S Green Rd Suite 322 Beachwood, OH 44122	None	Public	In general support of its mission to strengthen families and individuals in both the Jewish and general communities in Northeast Ohio	500 00
Jewish Federation of Cleveland 1750 Euclid Avenue Cleveland, OH 44115	None	Public	In general support of its mission to produce the human and financial resources ideas and commitment necessary to preserve and fortify life for members of the Cleveland Jewish Community build and strengthen community life throughout greater Cleveland, provide for the rescue and relief of tens of thousands of people in Israel and elsewhere around the world and support the work of other charitable, educational and religious organizations	200 180 00
Jewish Federation of Cleveland 1750 Euclid Avenue Cleveland, OH 44115	None	Public	To support the Hebrew Shelter Home (beneficiary agency of the Jewish Community Federation of Cleveland)	500 00
The Landskroner Foundation for Children 1360 W 9th Street, Suite 200 Cleveland, OH 44113	None	Public	In general support of its mission to further children's advocacy and promote positive and safe childhood development	100 00

STATEMENT ATTACHED TO AND MADE PART OF FORM 990-PF, RETURN OF PRIVATE FOUNDATION

Part XV, Line 3a - Grants and Contributions Paid During The Year

Recipient	Relationship	Foundation Status	Purpose	Amount
Laurel School One Lyman Circle Shaker Hills OH 44022	None	Public	In general support of its mission to provide quality education for girls, kindergarten through Grade 12 with co-educational preschool and prekindergarten programs	12,000 00
Lawrence School 1551 E Wallings Rd Broadview Heights, OH 44147	None	Public	In general support of its mission to teach students who have distinct learning styles, ignite their potential and inspire academic and social success	10,000 00
Maltz Museum of Jewish Heritage 3333 Richmond Road Beachwood, OH 44122	None	Public	In general support of its mission to operate exclusively for charitable and educational purposes as an experiential, interactive museum which focuses on the history and accomplishments of Jews of Northeast Ohio	9,400 00
MedWish International 17325 Euclid Avenue Cleveland, OH 44112	None	Public	In general support of its mission to save lives and the environment by repurposing discarded medical supplies and equipment to provide humanitarian aid in developing countries	500 00
Menorah Park Foundation 27100 Cedar Road Beachwood, OH 44122	None	Public	To renovate the beauty salon at the Menorah Park Center for Senior Living	19,119 00
Milestones Organization 3246 Desota Avenue Cleveland Heights, OH 44118	None	Public	In general support of its mission to provide training in educational strategies and therapeutic techniques for individuals on the autism spectrum	180 00
Montefiore Foundation One David N. Myers Parkway Beachwood, OH 44122	None	Public	In general support of its mission to preserve endowment funds to provide for proper investment of endowment funds to allocate funds to Montefiore in accordance with its needs and donors wishes, to increase charitable support through endowment and other fundraising, and to increase community awareness and support	180 00
Musical Arts Association 11001 Euclid Avenue Cleveland OH 44106	None	Public	In general support of its mission to operate the Cleveland Orchestra Severance Hall and Blossom Music Center and provide educational programs	2,500 00
National Council for Jewish Women Inc 26055 Emery Road Warrensville Ohio 44128	None	Public	In general support of its mission, inspired by Jewish values, that works through a program of research, education, advocacy, and community service to improve the quality of life for women, children and families and strives to ensure individual rights and freedoms for all	500 00
National Museum of American Jewish History 101 South Independence Mall East Philadelphia, PA 19106-2517	None	Public	In general support of its mission to present educational programs and experiences that preserve, explore and celebrate the history of Jews in America	50,000 00
North Coast Community Homes 14221 Broadway Avenue Cleveland, Ohio 44125	None	Public	In general support of its mission to develop and maintain safe comfortable and affordable community housing for individuals with mental retardation, mental illness and other disabilities in Cuyahoga Lake, Summit and Stark Counties	2,000 00
ORT America 75 Maiden Lane, 10th Floor New York, NY 10038	None	Public	In general support of its mission to promote the understanding and appreciation of Jewish values through a global network of schools and training programs in 62 countries	500 00
Park Synagogue 3300 Mayfield Road Cleveland Heights, OH 44118-1899	None	Religious	General Support	1,391 00
Parkinson's Pals 29800 Fairmount Blvd Pepper Pike, OH 44124	None	Public	In general support of its mission to raise awareness of Parkinsons Disease and to fund research	400 00
Penn State Milton S. Hershey Medical Center 600 Centerville Drive P.O. Box 852 Hershey, PA 17033	None	Public	To support the Penn State Dance Marathon to benefit the Four Diamonds Fund at the Hershey Medical Center, part of a national children's study research group that collects data pertaining to pediatric cancer	25 00
Playhouse Square Foundation 1501 Euclid Avenue Cleveland, OH 44115	None	Public	In general support of its mission to operate and sustain a financially viable performing arts and entertainment center that presents and produces works of excellence for the benefit of all citizens	15,000 00

STATEMENT ATTACHED TO AND MADE PART OF FORM 990-PF, RETURN OF PRIVATE FOUNDATION

Part XV, Line 3a - Grants and Contributions Paid During The Year

Recipient	Relationship	Foundation Status	Purpose	Amount
Preston's H O P E c/o Preston Fund for SMA Research 30575 Bainbridge Road, Suite 130 Solon, OH 44139	None	Public	General maintenance support for the Preston's HOPE playground	50 00
Providence House 2037 West 32nd Street Cleveland Ohio 44113	None	Public	In general support of its mission to provide center-based family focused residential care to infants and children (through age 5) in crisis	1,000 00
Public Animal Welfare Society P O Box 24651 Cleveland, OH 44124	None	Public	In general support of its mission to care for injured abused and/or abandoned animals	25 00
The Lillian and Betty Ratner School 4900 Anderson Road Lyndhurst OH 44124	None	Public	In general support of its mission to meet the individual learning needs of a diverse student body fostering student respect, creativity and a joy of learning for students aged 18 months through 8th Grade	5 200 00
Shul Boys/Jewish Motorcycle Alliance 26555 Richmond Road Bedford Hts , OH 44146	None	Public	In general support of its mission to raise funds for various charitable causes through organized riding events	144 00
Telluride Medical Center Foundation P O Box 1229 Telluride CO 81435	None	Public	In general support of its mission to expand the scope and sophistication of the medical services available to the Telluride region	250 00
Telshe Yeshiva 28400 Euclid Avenue Wickliffe OH 44092	None	Religious	General Support	36 00
Temple Emeth 5780 W Atlantic Avenue Delray Beach FL 33484	None	Religious	General Support	550 00
The Race Inc 3733 Park East Drive Suite 210 Beachwood OH 44122	None	Public	In general support of its mission to raise money and contribute funds to the Cleveland Clinic Taussig Cancer Center for the purpose of supporting cancer research and awareness and/or providing support for cancer patients and survivors	25 00
Tifereth Israel Synagogue 3219 Shendan Blvd Lincoln, NE 68502	None	Religious	General Support	36 00
University Hospitals Health System Inc 11100 Euclid Avenue Cleveland, Ohio 44106	None	Public	In general support of its mission to heal, to teach and to discover in pursuit of its mission to remain at the forefront of health care delivery physician education and medical research nationwide	500 00
Total Charitable Contributions - Cash				<u><u>674,577 00</u></u>