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Return of Private Foundation

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Do not enter Social Security numbers on this form as it may be made public.

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

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

A Employer identification number

MILLER FOUNDATION

38-6064925

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

310 WAHWAHTAYSEE WAY

B Telephone number

(269) 964-3542

City or town, state or province, country, and ZIP or foreign postal code

BATTLE CREEK, MI 49015

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 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 foundationE 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)

\$ 28,395,180. (Part I, column (d) must be on cash basis.)

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____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).)

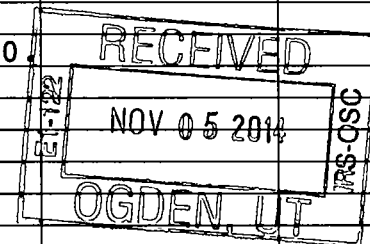
(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	627,383.	627,383.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-41,132.			
	b	Gross sales price for all assets on line 6a	7,742,169.			
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
9	Income modifications					
10a	Gross sales less returns and allowances					
b	Less: Cost of goods sold					
c	Gross profit or (loss)					
11	Other income					
12	Total. Add lines 1 through 11	586,251.	627,383.			
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	123,000.	7,380.		115,620.
	14	Other employee salaries and wages	40,464.	2,429.		38,035.
	15	Pension plans, employee benefits	3,300.	198.		3,102.
	16a	Legal fees	5,809.	5,075.		734.
	b	Accounting fees	12,735.	10,735.		2,000.
	c	Other professional fees	51,836.	51,836.		0.
	17	Interest				
	18	Taxes	11,153.	-87.		0.
	19	Depreciation and depletion	30,905.	15,453.		
	20	Occupancy	62,746.	1,882.		60,864.
	21	Travel, conferences, and meetings	1,882.	56.		1,826.
	22	Printing and publications				
	23	Other expenses	77,938.	3,601.		74,337.
	24	Total operating and administrative expenses. Add lines 13 through 23	421,768.	98,558.		296,518.
	25	Contributions, gifts, grants paid	752,583.			752,583.
26	Total expenses and disbursements. Add lines 24 and 25	1,174,351.	98,558.		1,049,101.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	-588,100.				
b	Net investment income (if negative, enter -0-)		528,825.			
c	Adjusted net income (if negative, enter -0-)			N/A		



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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
Assets	1 Cash - non-interest-bearing	114.	156.	156.
	2 Savings and temporary cash investments	1,145,057.	1,284,066.	1,284,066.
	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 ▶ 6,327,000.			
	Less: allowance for doubtful accounts ▶ 0.	6,350,000.	6,327,000.	6,327,000.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 8	1,967,374.	239,125.	227,951.
	b Investments - corporate stock STMT 9	5,834,729.	5,626,281.	7,323,378.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10	9,499,515.	10,740,426.	12,147,220.	
14 Land, buildings, and equipment: basis ▶ 1,997,659.				
Less: accumulated depreciation STMT 11 ▶ 912,250.	1,095,676.	1,085,409.	1,085,409.	
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	25,892,465.	25,302,463.	28,395,180.	
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			
	22 Other liabilities (describe ▶ AGENCY ACCOUNTS)	14,608.	377.	
23 Total liabilities (add lines 17 through 22)	14,608.	377.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	25,877,857.	25,302,086.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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			
	30 Total net assets or fund balances	25,877,857.	25,302,086.	
31 Total liabilities and net assets/fund balances	25,892,465.	25,302,463.		

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	25,877,857.
2 Enter amount from Part I, line 27a	2	-588,100.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	12,329.
4 Add lines 1, 2, and 3	4	25,302,086.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	25,302,086.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 7,742,169.		7,783,301.	-41,132.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			-41,132.

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	-41,132.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see 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	1,040,016.	19,487,197.	.053369
2011	1,042,570.	20,401,295.	.051103
2010	1,063,406.	19,488,749.	.054565
2009	850,576.	18,130,844.	.046913
2008	1,279,842.	24,633,590.	.051955

2 Total of line 1, column (d)	2	.257905
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	.051581
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	20,045,990.
5 Multiply line 4 by line 3	5	1,033,992.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,288.
7 Add lines 5 and 6	7	1,039,280.
8 Enter qualifying distributions from Part XII, line 4	8	1,071,771.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	5,288.
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	5,288.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	5,288.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	10,342.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	10,342.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,054.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 5,054. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
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? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.THEMILLERFOUNDATION.COM</u>	13	X	
14	The books are in care of ► <u>SARA WALLACE</u> Telephone no. ► <u>(269) 964-3542</u> Located at ► <u>310 WAHWAHTAYSEE WAY, BATTLE CREEK, MI</u> ZIP+4 ► <u>49015</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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 instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

6b

X

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

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		55,000.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SARA WALLACE - 310 WAHWAHTAYSEE WAY, BATTLE CREEK, MI 49015	EXECUTIVE DIRECTOR 40.00	68,000.	3,300.	0.

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	19,536,581.
b	Average of monthly cash balances	1b	814,678.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	20,351,259.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	20,351,259.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	305,269.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	20,045,990.
6	Minimum investment return. Enter 5% of line 5	6	1,002,300.

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	1,002,300.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	5,288.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,288.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	997,012.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	997,012.
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	997,012.

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	1,049,101.
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	22,670.
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	1,071,771.
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	5,288.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,066,483.

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				997,012.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	10,536.			
b From 2009				
c From 2010	106,221.			
d From 2011	48,925.			
e From 2012	102,660.			
f Total of lines 3a through e	268,342.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 1,071,771.				
a Applied to 2012, 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 2013 distributable amount				997,012.
e Remaining amount distributed out of corpus	74,759.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	343,101.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
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)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	10,536.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	332,565.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010	106,221.			
c Excess from 2011	48,925.			
d Excess from 2012	102,660.			
e Excess from 2013	74,759.			

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

- [illegible]

1 Information Regarding Foundation Managers:

- NONE**

- NONE**

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ART CENTER 265 E. EMMETT BATTLE CREEK, MI 49017	N/A	PC	UNRESTRICTED	100.
BATTLE CREEK COMMUNITY FOUNDATION 34 W. JACKSON ST BATTLE CREEK, MI 49017	N/A	PC	JAMES RC & DONNA HAZEL FUND	100.
BC AREA CATHOLIC SCHOOLS FOUNDATION 63 N., 24TH ST BATTLE CREEK, MI 49017	N/A	PC	UNRESTRICTED	3,434.
BC AREA HABITAT FOR HUMANITY 551 W. MICHIGAN AVE. BATTLE CREEK, MI 49017	N/A	PC	UNRESTRICTED	250.
BCCF/IRVING PARK/LEILA ONE RIVERWALK CENTRE BATTLE CREEK, MI 49017	N/A	PC	ECONOMIC DEVELOPMENT	5,000.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	752,583.
b Approved for future payment				
NONE				
Total			▶ 3b	0.



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

- | | | Yes | No |
|----------|--|--------------|----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

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

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) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	 Signature of officer or trustee		10-27-14 Date		EXEC DIRECTOR Title		
Paid Preparer Use Only	Print/Type preparer's name VICKI L. VANDENBERG, CPA		Preparer's signature 		Check <input type="checkbox"/> if self-employed		
	Firm's name ▶ PLANTE & MORAN, PLLC					PTIN P00100422 Firm's EIN ▶ 38-1357951	
	Firm's address ▶ 750 TRADE CENTRE WAY, STE 300 PORTAGE, MI 49002					Phone no. (269) 567-4500	

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BINDER PARK ZOOLOGICAL SOCIETY, INC. 7400 DIVISION DRIVE BATTLE CREEK, MI 49014	N/A	PC	UNRESTRICTED	25,000.
BRASS BAND OF BATTLE CREEK PO BOX 556 MARSHALL, MI 49068	N/A	PC	UNRESTRICTED	100.
CALHOUN COUNTY MEDICAL FAC 1150 EAST MI BATTLE CREEK, MI 49014	N/A	PC	HEALTH	1,000.
CHARITABLE UNION 85 CALHOUN ST. BATTLE CREEK, MI 49017	N/A	PC	UNRESTRICTED	350.
CHARITABLE UNION 85 CALHOUN ST. BATTLE CREEK, MI 49017	N/A	PC	CLOTHING FOR FAMILIES	20,000.
COMMUNITY INCLUSIVE RECREATION 154 WEST ST. BATTLE CREEK, MI 49037	N/A	PC	UNRESTRICTED	14,000.
COMMUNITY INCLUSIVE RECREATION 154 WEST ST. BATTLE CREEK, MI 49037	N/A	PC	UNRESTRICTED	250.
COMPANION CATS PO BOX 2568 BATTLE CREEK, MI 49016	N/A	PC	UNRESTRICTED	75.
FAMILY ENRICHMENT CENTER 415 S 28TH ST BATTLE CREEK, MI 49015	N/A	PC	HUMAN SERVICES	6,000.
FAMILY HEALTH CENTER OF BC 181 W. EMMETT ST. BATTLE CREEK, MI 49037	N/A	PC	UNRESTRICTED	1,300.
Total from continuation sheets				743,699.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FOOD BANK OF SCM PO BOX 408 BATTLE CREEK, MI 49016	N/A	PC	UNRESTRICTED	700.
GIRL SCOUTS 601 WEST MAPLE ST KALAMAZOO, MI 49008	N/A	PC	HUMAN SERVICES	15,000.
GOODWILL INDUSTRIES OF CENT. 4820 WAYNE RD BATTLE CREEK, MI 49037	N/A	PC	ECONOMIC DEVELOPMENT	5,000.
HAVEN OF REST 11 GREEN STREET BATTLE CREEK, MI 49017	N/A	PC	PLAYGROUND	8,000.
HUMANE SOCIETY OF SC MI 2500 WATKINS BATTLE CREEK, MI 49015	N/A	PC	UNRESTRICTED	450.
KCC FOUNDATION 450 NORTH AVENUE BATTLE CREEK, MI 49017	N/A	PC	UNRESTRICTED	150.
KCC FOUNDATION 450 NORTH AVENUE BATTLE CREEK, MI 49017	N/A	PC	GENERAL SCHOLARSHIP FUND	250.
KINGMAN MUSEUM, INC. 175 LIMIT ST. BATTLE CREEK, MI 49037	N/A	PC	UNRESTRICTED	650.
KINGMAN MUSEUM, INC. 175 LIMIT ST. BATTLE CREEK, MI 49037	N/A	PC	DR. W.B. COMAI MEMORIAL FUND	100.
KINGMAN MUSEUM, INC. 175 LIMIT ST. BATTLE CREEK, MI 49037	N/A	PC	GIFT SHOP INVENTORY	100.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LEILA ARBORETUM SOCIETY 928 W. MICHIGAN AVE. BATTLE CREEK, MI 49017	N/A	PC	EDUCATION	11,000.
LIFESPAN INC 166 E. GOODALE AVE BATTLE CREEK, MI 49037	N/A	PC	UNRESTRICTED	100.
MARSHALL PUBLIC SCHOOLS/MICHIGAN YOUTH CHALLENGE 400 EAST GREEN ST MARSHALL, MI 49068	N/A	PC	HUMAN SERVICES	4,000.
MUSIC CENTER OF SC MI PO BOX 1613 BATTLE CREEK, MI 49016	N/A	PC	UNRESTRICTED	500.
NEW LEVEL SPORTS, INC. 400 W. MICHIGAN AVE. BATTLE CREEK, MI 49037	N/A	PC	UNRESTRICTED	4,100.
ROBERT B. MILLER COLLEGE 450 NORTH AVENUE BATTLE CREEK, MI 49017	N/A	PC	COLLEGE ENDOWMENT FUND	5,200.
ROBERT B. MILLER COLLEGE 450 NORTH AVENUE BATTLE CREEK, MI 49017	N/A	PC	PAST PRESIDENTS SCHOLARSHIP	2,000.
ROBERT B. MILLER COLLEGE 450 NORTH AVENUE BATTLE CREEK, MI 49017	N/A	PC	GOLF OUTING	500.
ROBERT B. MILLER COLLEGE 450 NORTH AVENUE BATTLE CREEK, MI 49017	N/A	PC	WRITE OFF	208,000.
ROBERT B. MILLER COLLEGE 450 NORTH AVENUE BATTLE CREEK, MI 49017	N/A	PC	CHILDREN'S LITERATURE & THEATRE	3,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ROBERT B. MILLER COLLEGE 450 NORTH AVENUE BATTLE CREEK, MI 49017	N/A	PC	OPERATIONS	200,000.
ROBERT B. MILLER COLLEGE 450 NORTH AVENUE BATTLE CREEK, MI 49017	N/A	PC	CHALLENGE GRANT	100,000.
ROBERT B. MILLER COLLEGE 450 NORTH AVE. BATTLE CREEK, MI 49017	N/A	PC	HONOR OF OHM	5,000.
S.A.F.E. PLACE PO BOX 199 BATTLE CREEK, MI 49016	N/A	PC	OPERATIONS	10,000.
S.A.F.E. PLACE PO BOX 199 BATTLE CREEK, MI 49016	N/A	PC	UNRESTRICTED	350.
SALVATION ARMY PO BOX 93 BATTLE CREEK, MI 49016	N/A	PC	UNRESTRICTED	300.
SECOND'S NEW VISION 485 N WASHINGTON AVE BATTLE CREEK, MI 49017	N/A	PC	EDUCATION	24,000.
U OF M 1214 S. UNIVERSITY AVE 2ND FLOOR, SUITE A ANN ARBOR, MI 48104	N/A	PC	EDUCATION	4,600.
W.K. KELLOGG BIOLOGICAL STATION-MSU 535 CHESTNUT RD. RM 300 E. LANSING, MI 48824	N/A	PC	UNRESTRICTED	200.
BATTLE CREEK ACADEMY 480 PARKWAY DR. BATTLE CREEK, MI 49037	N/A	PC	FIELD TRIP	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BATTLE CREEK JUNIOR THEATRE P.O. BOX 2266 BATTLE CREEK, MI 49016	N/A	PC	SCHOLARSHIPS	888.
BEADLE LAKE ELEMENTARY 8175 C DRIVE NORTH BATTLE CREEK, MI 49014	N/A	PC	FIELD TRIP	2,662.
BLUE LAKE FINE ARTS CAMP 300 E. CRYSTAL LAKE RD. TWIN LAKE, MI 49457	N/A	PC	SCHOLARSHIPS	550.
BLUE LAKE FINE ARTS CAMP 300 E. CRYSTAL LAKE RD. TWIN LAKE, MI 49457	N/A	PC	SCHOLARSHIPS	1,204.
BLUE LAKE FINE ARTS CAMP 300 E. CRYSTAL LAKE RD. TWIN LAKE, MI 49457	N/A	PC	SCHOLARSHIPS	1,876.
CALHOUN AREA CAREER CENTER 475 E. ROOSEVELT BATTLE CREEK, MI 49017	N/A	PC	FIELD TRIP	1,000.
CALHOUN CHRISTIAN SCHOOL 20 S. WOODROW AVE. BATTLE CREEK, MI 49015	N/A	PC	FIELD TRIP	220.
CALHOUN CHRISTIAN SCHOOL 20 S. WOODROW AVE. BATTLE CREEK, MI 49015	N/A	PC	SCHOLARSHIPS	250.
FIRST UNITED METHODIST CHURCH 111 EAST MICHIGAN AVE BATTLE CREEK, MI 49014	N/A	PC	SCHOLARSHIPS	3,900.
FREMONT ELEMENTARY SCHOOL 115 E. EMMETT ST. BATTLE CREEK, MI 49017	N/A	PC	FIELD TRIP	705.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LAKEVIEW HIGH SCHOOL 15060 HELMER RD. BATTLE CREEK, MI 49015	N/A	PC	SCHOLARSHIPS	8,694.
MICHIGAN STATE UNIVERSITY 333 W. CIRCLE DR EAST LANSING, MI 48824	N/A	PC	SCHOLARSHIPS	112.
MICHIGAN STATE UNIVERSITY 404 WILSON RD., RM 411 EAST LANSING, MI 48824	N/A	PC	SCHOLARSHIPS	437.
MINGES BROOK ELEMENTARY 435 LINCOLN HILL DR BATTLE CREEK, MI 49015	N/A	PC	FIELD TRIP	944.
MINGES BROOK ELEMENTARY 435 LINCOLN HILL DR BATTLE CREEK, MI 49015	N/A	PC	FIELD TRIP	1,500.
MUSIC CENTER OF SC MI 450 NORTH AVENUE BATTLE CREEK, MI 49017	N/A	PC	SCHOLARSHIPS	107.
MUSIC CENTER OF SC MI 450 NORTH AVENUE BATTLE CREEK, MI 49017	N/A	PC	SCHOLARSHIPS	666.
MUSIC CENTER OF SC MI 450 NORTH AVENUE BATTLE CREEK, MI 49017	N/A	PC	SCHOLARSHIPS	815.
MUSIC CENTER OF SC MI 450 NORTH AVENUE BATTLE CREEK, MI 49017	N/A	PC	SCHOLARSHIPS	423.
MUSIC CENTER OF SC MI 450 NORTH AVENUE BATTLE CREEK, MI 49017	N/A	PC	SCHOLARSHIPS	1,697.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MUSIC CENTER OF SC MI 450 NORTH AVENUE BATTLE CREEK, MI 49017	N/A	PC	SCHOLARSHIPS	983.
MUSIC CENTER OF SC MI 450 NORTH AVENUE BATTLE CREEK, MI 49017	N/A	PC	SCHOLARSHIPS	1,308.
NORTH PENN ELEMENTARY 7422 V DRIVE NORTH BATTLE CREEK, MI 49017	N/A	PC	FIELD TRIP	900.
NORTHWESTERN MIDDLE SCHOOL 176 LIMIT ST. BATTLE CREEK, MI 49037	N/A	PC	FIELD TRIP	67.
NORTHWESTERN MIDDLE SCHOOL 176 LIMIT ST. BATTLE CREEK, MI 4937	N/A	PC	FIELD TRIP	426.
PENNFIELD MIDDLE SCHOOL 8587 PENNFIELD ROAD BATTLE CREEK, MI 49017	N/A	PC	FIELD TRIP	1,231.
PENNFIELD MIDDLE SCHOOL 8586 PENNFIELD ROAD BATTLE CREEK, MI 49017	N/A	PC	FIELD TRIP	2,500.
PRAIRIEVIEW ELEMENTARY 1675 IROQUOIS AVE. BATTLE CREEK, MI 49015	N/A	PC	FIELD TRIP	1,500.
PURDY ELEMENTARY SCHOOL 6510 PURDY DR. BATTLE CREEK, MI 49017	N/A	PC	FIELD TRIP	250.
RIVERSIDE ELEMENTARY SCHOOL 650 RIVERSIDE DR. BATTLE CREEK, MI 49015	N/A	PC	FIELD TRIP	450.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
RIVERSIDE ELEMENTARY SCHOOL 650 RIVERSIDE DR. BATTLE CREEK, MI 49015	N/A	PC	FIELD TRIP	654.
SONOMA ELEMENTARY SCHOOL BATTLE CREEK, MI 49014	N/A	PC	FIELD TRIP	2,130.
SPRINGFIELD MIDDLE SCHOOL 1023 AVENUE A BATTLE CREEK, MI 49037	N/A	PC	FIELD TRIP	370.
SPRINGFIELD MIDDLE SCHOOL 1023 AVENUE A BATTLE CREEK, MI 49037	N/A	PC	FIELD TRIP	400.
ST. PHILIP CATHOLIC HIGH SCHOOL 20 CHERRY ST. BATTLE CREEK, MI 49017	N/A	PC	FIELD TRIP	700.
VALLEY VIEW ELEMENTARY 960 AVENUE A BATTLE CREEK, MI 49037	N/A	PC	FIELD TRIP	250.
WATTLES PARK ELEMENTARY 32 SOUTH WATTLES RD. BATTLE CREEK, MI 49014	N/A	PC	FIELD TRIP	3,038.
WAYNE STATE UNIVERSITY 5700 CASS AVE DETROIT, MI 48202	N/A	PC	SCHOLARSHIPS	760.
WEST MICHIGAN GLASS ART CENTER 326 W. KALAMAZOO AVE. KALAMAZOO, MI 49007	N/A	PC	SCHOLARSHIPS	170.
CALHOUN COUNTY 161 E. MICHIGAN AVE. BATTLE CREEK, MI 49014	N/A	PC	UNRESTRICTED	250.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SEXUAL ASSAULT SERVICES 36 WEST MANCHESTER ST. BATTLE CREEK, MI 49037	N/A	PC	UNRESTRICTED	1,000.
ST. PHILIP CATHOLIC HIGH SCHOOL 20 CHERRY ST. BATTLE CREEK, MI 49017	N/A	PC	UNRESTRICTED	250.
BATTLE CREEK AREA HABITAT FOR HUMANITY 5700 BECKLEY ROAD, SUITE F BATTLE CREEK, MI 49015	N/A	PC	UNRESTRICTED	750.
KINGMAN MUSEUM, INC. 175 LIMIT ST. BATTLE CREEK, MI 49037	N/A	PC	UNRESTRICTED	750.
LEGAL SERVICES OF SC MI 123 W TERRITORIAL ROAD BATTLE CREEK, MI 49015	N/A	PC	UNRESTRICTED	10,000.
MUSIC CENTER OF SC MI 450 NORTH AVENUE BATTLE CREEK, MI 49017	N/A	PC	UNRESTRICTED	1,237.
SPRINGFIELD MIDDLE SCHOOL 1023 AVENUE A BATTLE CREEK, MI 49037	N/A	PC	UNRESTRICTED	400.
Total from continuation sheets				

MILLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a TRADITIONAL EQUITY	P	VARIOUS	VARIOUS
b TRADITIONAL EQUITY	P	VARIOUS	VARIOUS
c GLOBAL/FLEXIBLE	P	VARIOUS	VARIOUS
d GLOBAL/FLEXIBLE	P	VARIOUS	VARIOUS
e FIXED INCOME	P	VARIOUS	VARIOUS
f FIXED INCOME	P	VARIOUS	VARIOUS
g PIMCO	P	VARIOUS	VARIOUS
h PIMCO	P	VARIOUS	VARIOUS
i MILLER COLLEGE	P	VARIOUS	VARIOUS
j MILLER COLLEGE	P	VARIOUS	VARIOUS
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,341,477.		1,179,301.	162,176.
b 385,126.		334,567.	50,559.
c 890,870.		1,007,947.	-117,077.
d 113,957.		149,913.	-35,956.
e 5,499.		6,079.	-580.
f 107,276.		115,121.	-7,845.
g 2,337,122.		2,350,590.	-13,468.
h 1,457,233.		1,509,552.	-52,319.
i 120,000.		117,395.	2,605.
j 983,609.		1,012,836.	-29,227.
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			162,176.
b			50,559.
c			-117,077.
d			-35,956.
e			-580.
f			-7,845.
g			-13,468.
h			-52,319.
i			2,605.
j			-29,227.
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	-41,132.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
DIVIDENDS	2,248.	0.	2,248.	2,248.		
INTEREST	625,135.	0.	625,135.	625,135.		
TO PART I, LINE 4	627,383.	0.	627,383.	627,383.		

FORM 990-PF		LEGAL FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
LEGAL FEES	5,075.	5,075.		0.		
OTHER CONSULTING FEES	734.	0.		734.		
TO FM 990-PF, PG 1, LN 16A	5,809.	5,075.		734.		

FORM 990-PF		ACCOUNTING FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
ACCOUNTING FEES	12,735.	10,735.		2,000.		
TO FORM 990-PF, PG 1, LN 16B	12,735.	10,735.		2,000.		

FORM 990-PF		OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
INVESTMENT FEES	51,836.	51,836.		0.		
TO FORM 990-PF, PG 1, LN 16C	51,836.	51,836.		0.		

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAX	11,240.	0.		0.	
FOREIGN TAXES	-87.	-87.		0.	
TO FORM 990-PF, PG 1, LN 18	11,153.	-87.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MEMBERSHIPS	4,685.	141.		4,544.	
PAYROLL SERVICE FEE	1,933.	58.		1,875.	
INSURANCE	3,369.	101.		3,268.	
SUBSCRIPTIONS	413.	12.		401.	
OFFICE SUPPLIES	9,083.	272.		8,811.	
COMMUNITY SUPPORT	2,800.	84.		2,716.	
REPAIRS	2,928.	88.		2,840.	
MEALS	4,353.	131.		4,222.	
COMMUNICATIONS	5,936.	178.		5,758.	
BANK FEES	350.	11.		339.	
SPECIAL EVENT	42,088.	2,525.		39,563.	
TO FORM 990-PF, PG 1, LN 23	77,938.	3,601.		74,337.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
DESCRIPTION	AMOUNT		
OTHER CHANGES IN FUND BALANCES	8,816.		
COST BASIS ADJUSTMENT	3,513.		
TOTAL TO FORM 990-PF, PART III, LINE 3	12,329.		

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT OBLIGATIONS	X		239,125.	227,951.
TOTAL U.S. GOVERNMENT OBLIGATIONS			239,125.	227,951.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			239,125.	227,951.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	5,626,281.	7,323,378.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,626,281.	7,323,378.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	COST	10,740,426.	12,147,220.
TOTAL TO FORM 990-PF, PART II, LINE 13		10,740,426.	12,147,220.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	11
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
BUILDING IMPROVEMENTS	709,719.	250,487.	459,232.
OFFICE EQUIPMENT	8,377.	4,840.	3,537.
FURNITURE & FIXTURES	635,507.	413,509.	221,998.
LAND	290,000.	0.	290,000.
BUILDINGS	354,056.	243,414.	110,642.
TOTAL TO FM 990-PF, PART II, LN 14	1,997,659.	912,250.	1,085,409.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RANCE LEADERS 310 WAHWAHTAYSEE WAY BATTLE CREEK, MI 49015	TREASURER 2.00	6,000.	0.	0.
BARBARA L COMAI 310 WAHWAHTAYSEE WAY BATTLE CREEK, MI 49015	TRUSTEE 2.00	6,000.	0.	0.
PAUL OHM 310 WAHWAHTAYSEE WAY BATTLE CREEK, MI 49015	TRUSTEE 2.00	6,000.	0.	0.
GLORIA J ROBERTSON 310 WAHWAHTAYSEE WAY BATTLE CREEK, MI 49015	TRUSTEE 2.00	6,000.	0.	0.
ARTHUR ANGOOD 310 WAHWAHTAYSEE WAY BATTLE CREEK, MI 49015	VICE CHAIRMAN 2.00	6,000.	0.	0.
GREG DOTSON 310 WAHWAHTAYSEE WAY BATTLE CREEK, MI 49015	CHAIRMAN 3.00	15,000.	0.	0.
JOHN GALLAGHER 310 WAHWAHTAYSEE WAY BATTLE CREEK, MI 49015	TRUSTEE 3.00	6,000.	0.	0.
ALLEN L MILLER 310 WAHWAHTAYSEE WAY BATTLE CREEK, MI 49015	SECRETARY 2.00	4,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		55,000.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MILLER FOUNDATION
310 WAHWAHTAYSEE WAY
BATTLE CREEK, MI 49015

TELEPHONE NUMBER

(269)964-3542

FORM AND CONTENT OF APPLICATIONS

CHARITABLE ORGANIZATIONS SHOULD SEND AN INITIAL LETTER TO THE MILLER FOUNDATION WHICH DESCRIBES THE PROJECT OR PROGRAM, THE AMOUNT REQUESTED, AND THE AMOUNTS BEING REQUESTED FROM OTHER FOUNDATIONS.

ANY SUBMISSION DEADLINES

TRUSTEES MEET IN JANUARY, MARCH, MAY, JULY, SEPTEMBER, AND NOVEMBER TO CONSIDER PROPOSALS. APPLICATIONS ARE DUE THE FIRST DAY OF THE APPLICABLE

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS ARE AWARDED TO ELIGIBLE BATTLE CREEK AREA PROJECTS ONLY. GRANTEEES WHICH ARE NOT GOVERNMENTAL OR RELIGIOUS ENTITIES MUST HAVE A DETERMINATION LETTER FROM THE IRS WHICH STATES THAT THEY ARE A 501(C)(3) ORGANIZATION WHICH IS NOT A PRIVATE FOUNDATION.

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
2	BUILDING IMPROVEMENTS		NC	39.00		709,719.			709,719.	250,487.		0.
3	OFFICE EQUIPMENT		NC	5.00		8,377.			8,377.	4,840.		0.
4	FURNITURE & FIXTURES		NC	7.00		635,507.			635,507.	413,509.		0.
5	LAND		L			290,000.			290,000.			0.
15	BUILDINGS		NC	39.00		354,056.			354,056.	243,414.		0.
	* TOTAL 990-PF PG 1 DEPR					1,997,659.		0.	1,997,659.	912,250.	0.	0.