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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

Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.

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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 BEN MILLER FOUNDATION C/O HEIDI BECKER % HEIDI BECKER		A Employer identification number  41-1775239	
Number and street (or P O box number if mail is not delivered to street address) 5307 DOMINICK DRIVE Suite		B Telephone number (see instructions)  (952) 930-0807	
City or town, state or province, country, and ZIP or foreign postal code MINNETONKA, MN 55343		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 1,634,480	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>	

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)	0			
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	12	12		
	4 Dividends and interest from securities. . . . .	49,715	49,715		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	87,899			
	b Gross sales price for all assets on line 6a 670,499				
	7 Capital gain net income (from Part IV, line 2) . . .		87,899		
	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) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	137,626	137,626		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .	3,970	0	0	0
	c Other professional fees (attach schedule) . . . . .	18,012	18,012		
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions)	3,846	526		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	67			
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	25,895	18,538	0	0
	25 Contributions, gifts, grants paid . . . . .	75,000			75,000
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	100,895	18,538	0	75,000
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	36,731			
	b <b>Net investment income</b> (if negative, enter -0-)		119,088		
	c <b>Adjusted net income</b> (if negative, enter -0-)				

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 . . . . .			
	2	Savings and temporary cash investments . . . . .	101,052	22,686	22,686
	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 (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) . . . . .	887,356	1,131,052	1,390,314
	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) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	349,826	221,227	221,480	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,338,234	1,374,965	1,634,480	
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 ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,338,234	1,374,965	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	1,338,234	1,374,965	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	1,338,234	1,374,965		

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	1,338,234
2	Enter amount from Part I, line 27a . . . . .	2	36,731
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	1,374,965
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	1,374,965

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1 a	LONG-TERM GAINS/LOSSES-SEE ATTACHED DETAIL			2013-12-31
b	SHORT-TERM GAINS/LOSSES-SEE ATTACHED DETAIL			2013-12-31
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 289,641		199,179	90,462
b 380,858		383,421	-2,563
c			
d			
e			

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			90,462
b			-2,563
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	87,899
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . . }		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see 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	73,500	1,447,315	0 050784
2011	73,707	1,416,413	0 052038
2010	97,492	1,308,088	0 07453
2009	31,000	1,176,596	0 026347
2008	63,094	1,323,184	0 047683

2 Total of line 1, column (d). . . . .	2	0 251382
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 050276
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .	4	1,582,174
5 Multiply line 4 by line 3. . . . .	5	79,545
6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	1,191
7 Add lines 5 and 6. . . . .	7	80,736
8 Enter qualifying distributions from Part XII, line 4. . . . .	8	75,000

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

<b>Part VI    Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)</b>		
<b>1a</b> 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>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	2,382
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	
<b>3</b> Add lines 1 and 2. . . . .	<b>3</b>	2,382
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	
<b>5</b> <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	2,382
<b>6</b> Credits/Payments		
<b>a</b> 2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	
<b>b</b> Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b> Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b> Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	0
<b>8</b> Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	53
<b>9</b> <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <input type="checkbox"/>	<b>9</b>	2,435
<b>10</b> <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . <input type="checkbox"/>	<b>10</b>	
<b>11</b> Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	

<b>Part VII-A    Statements Regarding Activities</b>			
<b>1a</b> 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? <input type="checkbox"/>		<b>Yes</b>	<b>No</b>
	<b>1a</b>		<b>No</b>
<b>b</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)? . . . . .	<b>1b</b>		<b>No</b>
<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>			
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?. . . . .	<b>1c</b>		<b>No</b>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: <b>(1)</b> On the foundation <input type="checkbox"/> \$ _____ <b>(2)</b> On foundation managers <input type="checkbox"/> \$ _____			
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
<b>2</b> 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>	<b>2</b>		<b>No</b>
<b>3</b> 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> <input type="checkbox"/>	<b>3</b>		<b>No</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?. . . . .	<b>4a</b>		<b>No</b>
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?. . . . .	<b>4b</b>		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i> <input type="checkbox"/>	<b>5</b>		<b>No</b>
<b>6</b> 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? . . . . .	<b>6</b>	<b>Yes</b>	
<b>7</b> 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>	<b>7</b>	<b>Yes</b>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions): <input type="checkbox"/> MN _____			
<b>b</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>	<b>8b</b>	<b>Yes</b>	
<b>9</b> 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> . . . . .	<b>9</b>		<b>No</b>
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	<b>10</b>		<b>No</b>

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 ▶NA				
14	The books are in care of ▶HEIDI BECKER Telephone no ▶(952) 930-0807 Located at ▶5307 DOMINICK DRIVE MINNETONKA MN ZIP +4 ▶55343			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶	15		
16	At any time during calendar year 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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 <b>any</b> 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. . . . . ▶ <input type="checkbox"/>	1b		
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?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i> ). . . . .	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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.	<input checked="" type="checkbox"/>		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		No

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
DAVID DWORSKY	DIRECTOR	0	0	0
510 PARKVIEW TERRACE	0			
MINNEAPOLIS, MN 55416				
JONATHAN DWORSKY	DIRECTOR	0	0	0
2804 GEORGIA AVE S	0			
ST LOUIS PARK, MN 55426				
HEIDI BECKER	DIRECTOR	0	0	0
5307 DOMINICK DRIVE	0			
MINNETONKA, MN 55343				
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
Total number of other employees paid over \$50,000.				

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
Total number of others receiving over \$50,000 for professional services. . . . .		

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
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	1,479,907
b	Average of monthly cash balances. . . . .	1b	126,361
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	1,606,268
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	0
3	Subtract line 2 from line 1d. . . . .	3	1,606,268
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	24,094
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,582,174
6	Minimum investment return. Enter 5% of line 5. . . . .	6	79,109

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	79,109
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	2,382
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	2,382
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	76,727
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	76,727
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	76,727

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	1a	75,000
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	0
b	Cash distribution test (attach the required schedule). . . . .	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	75,000
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	75,000
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			
2		Undistributed income, if any, as of the end of 2013			
a		Enter amount for 2012 only. . . . . 0			
b		Total for prior years 2011 , 2010 , 2009 . . . . . 0			
3		Excess distributions carryover, if any, to 2013			
a		From 2008. . . . .			
b		From 2009. . . . .			
c		From 2010. . . . . 5,707			
d		From 2011. . . . . 3,472			
e		From 2012. . . . . 4,993			
f		Total of lines 3a through e. . . . . 14,172			
4		Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 75,000			
a		Applied to 2012, but not more than line 2a . . . . . 0			
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. . . . . 75,000			
e		Remaining amount distributed out of corpus . . . . . 0			
5		Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).) . . . . . 1,727			
6		Enter the net total of each column as indicated below:			
a		Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . . 12,445			
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. . . . .			
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 instructions . . . . . 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) (see instructions). . . . .			
8		Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . . .			
9		Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . . 12,445			
10		Analysis of line 9			
a		Excess from 2009. . . . .			
b		Excess from 2010. . . . . 3,980			
c		Excess from 2011. . . . . 3,472			
d		Excess from 2012. . . . . 4,993			
e		Excess from 2013. . . . .			

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. . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
85% of line 2a . . . . .					
Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
Qualifying distributions made directly for active conduct of exempt activities					
Subtract line 2d from line 2c . . . . .					
Complete 3a, b, or c for the alternative test relied upon					
"Assets" alternative test—enter					
(1) Value of all assets . . . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
"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					

## 1 Information Regarding Foundation Managers:

■ 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) )

SEE ATTACHED STATEMENT

• 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

NA

**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

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 See Additional Data Table				
Total . . . . .			3a	75,000
b Approved for future payment				
Total . . . . .			3b	

Enter gross amounts unless otherwise indicated

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


Form **990-PF** (2013)



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
CHILDREN'S CANCER RESEARCH FUND 7301 OHMS LANE SUITE 460 MINNEAPOLIS,MN 55439	501(C)(3)		CHARITABLE GIFT	10,000
COURAGE CENTER 3915 GOLDEN VALLEY RD MINNEAPOLIS,MN 55422		501(C)(3)	CHARITABLE GIFT	5,000
JEWISH FAMILY AND CHILDREN'S SERVICE 13100 WAYZATA BLVD SUITE 400 MINNETONKA,MN 55305		501(C)(3)	CHARITABLE GIFT	10,000
MINNEAPOLIS JEWISH COMMUNITY 13100 WAYZATA BLVD SUITE 200 MINNETONKA,MN 55305		501(C)(3)	CHARITABLE GIFT	1,000
JUVENILE DIABETES RESEARCH FUND 3001 METRO DRIVE SUITE 100 BLOOMINGTON,MN 55425		501(C)(3)	CHARITABLE GIFT	2,000
MINNESOTA MEDICAL FOUNDATION 200 OAK STREET SE SUITE 300 MINNEAPOLIS,MN 554553020		501(C)(3)	CHARITABLE GIFT	4,500
SUSAN G KOMEN - TWIN CITIES RACE FOR THE CURE MALL OF AMERICA 301 SOUTH AVENUE BLOOMINGTON,MN 55425		501(C)(3)	CHARITABLE GIFT	5,000
MAYO CLINIC MEDICAL SCHOOL 200 1ST ST SW ROCHESTER,MN 55905		501(C)(3)	CHARITABLE GIFT	2,000
MEDICAL COLLEGE OF WI 8701 WATERTOWN PLANK RD PO BOX 26509 MILWAUKEE,WI 532260509		501(C)(3)	CHARITABLE GIFT	2,500
UNIVERSITY OF PENN SCHOOL OF MEDICINE 3535 MARKET ST SUITE 750 PHILADELPHIA,PA 191043309		501(C)(3)	CHARITABLE GIFT	5,000
MINNESOTA ORCHESTRA 1111 NICOLLET MALL MINNEAPOLIS,MN 55403		501(C)(3)	CHARITABLE GIFT	1,000
FRIENDS OF ISRAEL DEFENSE FORCE (FIDF) 1430 BROADWAY SUITE 1301 NEW YORK,NY 10018		501(C)(3)	CHARITABLE GIFT	6,000
MN MILITARY FAMILY FOUNDATION 620 MENDELSSOHN AVE N GOLDEN VALLEY,MN 55427		501(C)(3)	CHARITABLE GIFT	6,000
AMERICAN FRIENDS OF ASSAF HAROFEH MEDICAL CENTER 2696 S COLORADO BLVD STE 450 DENVER,CO 80222		501(C)(3)	CHARITABLE GIFT	6,000
TROOPS DIRECT 2400 CAMINO RAMON SUITE 105 SAN RAMON,CA 94583		501(C)(3)	CHARITABLE GIFT	6,000
<b>Total . . . . .</b>  <b>3a</b>				75,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MINNEAPOLIS FISHER HOUSE ONE VETERANS DRIVE 136B MINNEAPOLIS,MN 55417	501(C)(3)		CHARITABLE GIFT	3,000
<b>Total . . . . .</b>  <b>3a</b>				75,000



**TY 2013 Accounting Fees Schedule****Name:** THE BEN MILLER FOUNDATION

C/O HEIDI BECKER

**EIN:** 41-1775239

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,970			

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

**Name:** THE BEN MILLER FOUNDATION  
C/O HEIDI BECKER  
**EIN:** 41-1775239

Category	Amount
NONE	

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

**TY 2013 Depreciation Schedule**

**Name:** THE BEN MILLER FOUNDATION  
C/O HEIDI BECKER

**EIN:** 41-1775239

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
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TY 2013 Investments Corporate  
Stock Schedule

**Name:** THE BEN MILLER FOUNDATION  
C/O HEIDI BECKER  
**EIN:** 41-1775239

Name of Stock	End of Year Book Value	End of Year Fair Market Value
5,000 UROPLASTY INC.	28,121	13,650
1,500 PFIZER INC.	34,252	45,945
5,000 APPLIANCE RECYCLING CTRS	29,124	14,350
500 JOHNSON & JOHNSON	33,360	45,795
750 PENTAIR LTD	32,864	58,253
250 IBM	0	0
1,000 UNITED HEALTH GROUP	0	0
4,000 SUPERVALU INC.	38,868	29,160
1,000 ELI LILLY & CO.	33,867	51,000
600 MOLSON & COORS BREWING	32,458	33,690
1,000 AT&T CORP	26,794	35,160
2,000 ALTRIA GROUP INC.	34,140	76,780
3,000 CARDIOVASCULAR SYSTEMS	0	0
2,000 DELUXE CORP	33,352	104,380
1,000 SANOFI AVENTIS	35,309	53,630
10,000 NAVARRE CORP.	0	0
750 MEDTRONIC	38,821	43,043
600 ABBOTT LABORATORIES	0	0
500 BAXTER INTERNATIONAL	29,918	34,775
5,000 ACTUATE CORP	31,235	38,550
1,000 CVS CAREMARK CORP	35,157	71,570
1,000 MICROSOFT CORP	0	0
1,000 US PHYSICAL THERAPY INC.	0	0
500 AFLAC INC.	24,179	33,400
300 CHEVRON CORPORATION	0	0
2500 GVS CAPITAL CORP	27,089	30,225
400 GEOSPACE TECHNOLOGIES CORP	30,751	37,854
1,000 GOVERNMENT PPTYS INCOME	23,838	24,850
1,500 NCR CORP	33,587	51,090
1,000 GOLDMAN SACHS GRP PFD	24,850	21,390

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,000 TCF FINANCIAL PFD	25,232	24,668
60 APPLE INC.	30,030	33,661
500 COVIDIEN LTD	29,206	34,050
500 CRANE CO.	30,780	33,625
1,500 GOODYEAR	33,117	35,775
1,000 HEWLETT PACKARD	28,300	27,980
1,500 REVLON INC.	36,480	37,440
750 ST. JUDE MEDICAL INC.	37,989	46,463
400 STANLEY BLACK & DECKER	32,433	32,276
400 VARIAN MEDICAL SYS INC.	29,660	31,076
2,000 CITIGROUP INC PFD	50,001	42,480
1,000 JP MORGAN CHASE PFD	25,450	20,280
2,000 SUNTRUST BKS PFD	50,440	42,000

**TY 2013 Investments - Land Schedule****Name:** THE BEN MILLER FOUNDATION

C/O HEIDI BECKER

**EIN:** 41-1775239

**TY 2013 Land, Etc. Schedule****Name:** THE BEN MILLER FOUNDATION

C/O HEIDI BECKER

**EIN:** 41-1775239

**TY 2013 Other Assets Schedule****Name:** THE BEN MILLER FOUNDATION

C/O HEIDI BECKER

**EIN:** 41-1775239

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
2,000 DEUTSCHE BANK TRUST II	47,429	47,429	49,800
1,000 GMAC CAPITAL TRUST	23,770	23,770	26,740
2,000 MERRILL LYNCH CAPITAL TR	50,273	50,273	50,500
2,000 MORGAN STANLEY CAP TR	48,883	48,883	47,640
2,000 PLC CAP TRUST V PFD	50,872	50,872	46,800
2,000 WELLS FARGO CAP XII PFD	52,583	0	0
2,000 CITIGROUP CAPITAL VII TR	50,361	0	0
1,000 JP MORGAN CAP XXIV TR PF	25,655	0	0



TY 2013 Other Expenses Schedule

**Name:** THE BEN MILLER FOUNDATION  
C/O HEIDI BECKER  
**EIN:** 41-1775239

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS	67			

## TY 2013 Other Income Schedule

**Name:** THE BEN MILLER FOUNDATION

C/O HEIDI BECKER

**EIN:** 41-1775239

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER RENTAL INCOME ON FERRELLGAS K-1			

**TY 2013 Other Professional Fees Schedule****Name:** THE BEN MILLER FOUNDATION

C/O HEIDI BECKER

**EIN:** 41-1775239

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MGMT FEES	18,012	18,012		

**TY 2013 Taxes Schedule****Name:** THE BEN MILLER FOUNDATION

C/O HEIDI BECKER

**EIN:** 41-1775239

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	526	526		
FEDERAL EXCISE TAXES	3,320			

Perkins Capital Management, Inc.  
**REALIZED CAPITAL GAINS AND LOSSES**  
*The Ben Miller Foundation*  
 CUSTODIAN: RBC 951-00031-RWP C/M  
 FROM 01-01-13 THROUGH 12-31-13

Open Date	Close Date	Qty	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
01-23-12	01-02-13	300.00	Chevron Corporation	32,213.49	32,636.74	423.25	
12-07-11	01-02-13	1,000.00	Microsoft Corp	25,680.00	27,087.12		1,407.12
01-08-13	01-28-13	2,500.00	Cypress Semiconductor Corp	25,151.00	25,071.93	-79.07	
07-07-11	02-26-13	1,000.00	US Physical Therapy Inc	26,309.00	24,712.04		-1,596.96
06-05-12	03-15-13	1,000.00	Wells Fargo Capital XII Pfd 7.875%	26,530.00	25,000.00	-1,530.00	
03-16-12	03-15-13	1,000.00	Wells Fargo Capital XII Pfd 7.875%	26,053.30	25,000.00	-1,053.30	
09-28-10	03-20-13	600.00	Abbott Laboratories Inc	15,083.40	20,077.46		4,994.06
02-11-13	03-25-13	600.00	Global Payment Inc	30,081.84	29,114.10	-967.74	
06-05-12	04-16-13	1,000.00	Citigroup Capital VIII Tr Pfd 6.95%	25,299.80	25,000.00	-299.80	
05-14-12	04-16-13	1,000.00	Citigroup Capital VIII Tr Pfd 6.95%	25,061.40	25,000.00	-61.40	
08-06-08	04-23-13	1,000.00	UnitedHealth Group Inc	30,057.80	59,229.47		29,171.67
05-29-12	05-08-13	25.00	JP Morgan Chase Cap XXIV Tr Pfd 6.875%	648.29	625.00	-23.29	
06-05-12	05-08-13	975.00	JP Morgan Chase Cap XXIV Tr Pfd 6.875%	25,006.31	24,375.00	-631.31	
09-15-10	05-24-13	993.00	Speed Commerce Inc (was Navarre Corp)	2,532.15	2,464.68		-67.47
09-13-10	05-24-13	6,100.00	Speed Commerce Inc (was Navarre Corp)	15,063.34	15,140.54		77.20
11-04-10	05-24-13	2,907.00	Speed Commerce Inc (was Navarre Corp)	6,692.79	7,215.34		522.55
05-14-13	06-12-13	750.00	Bristol Myers Squibb Co	31,514.00	35,722.42	4,208.42	
03-20-13	06-17-13	400.00	AbbVie Inc	15,634.70	17,170.63	1,535.93	
09-28-10	06-17-13	600.00	AbbVie Inc	16,356.66	25,755.95		9,399.29
02-19-13	06-17-13	500.00	Molson Coors Brewing Company	22,657.55	25,065.71	2,408.16	
04-30-13	06-24-13	1,500.00	Melco Crown Entertainment Ltd	36,958.50	31,083.41	-5,875.09	
04-30-13	07-01-13	0.50	Mallinckrodt Public Limited Co	22.38	22.00	-0.38	
05-06-08	07-10-13	250.00	Intl Business Machines Inc	30,837.50	47,909.19		17,071.69
04-30-13	08-12-13	62.00	Mallinckrodt Public Limited Co	2,775.58	2,768.66	-6.92	
08-04-09	10-01-13	1,344.00	Cardiovascular Systems Inc	13,916.58	26,901.84		12,985.26
08-05-09	10-01-13	1,656.00	Cardiovascular Systems Inc	16,649.76	33,146.91		16,497.15
03-20-13	11-05-13	600.00	Life Time Fitness	26,298.00	27,869.76	1,571.76	
08-12-13	12-09-13	750.00	Bemis Inc	31,514.29	29,332.86	-2,181.43	
TOTAL GAINS						10,147.52	92,125.99
TOTAL LOSSES						-12,709.73	-1,664.43
NET GAIN OR LOSS						-2,562.21	90,461.56

Summary For Federal Tax Form Schedule D

	Sales Price	Cost Basis	Loss	Gain
Breakdown Of Short Term Capital Gains And Losses	380,858.22	383,420.43	-12,709.73	10,147.52
Breakdown Of Long Term Capital Gains And Losses	289,640.54	199,178.98	-1,664.43	92,125.99
TOTALS	670,498.76	582,599.41	-14,374.16	102,273.51