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

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2014

Open to Public Inspection

For calendar year 2014, or tax year beginning

, 2014, and ending

Name of foundation The David B. Miller Family Foundation		A Employer identification number 20-8103224
Number and street (or P O box number if mail is not delivered to street address) 3811 Turtle Creek Blvd.		B Telephone number (see instructions) (214) 599-0800
City or town, state or province, country, and ZIP or foreign postal code Dallas TX 75219		C If exemption application is pending, check here. ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☐ Section 4947(a)(1) nonexempt charitable trust ☒ Section 501(c)(3) exempt private foundation ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 6,702,662.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (attach schedule)	12,776,426.			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	21,124.	21,124.	21,124.	
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,180,958.			
	b Gross sales price for all assets on line 6a	10,969,686.			
	7 Capital gain net income (from Part IV, line 2)		2,180,958.		
	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)					
See Line 11 Stmt		48,071.	48,050.		
12 Total Add lines 1 through 11.		15,026,579.	2,250,132.	21,124.	
ADMINISTRATIVE EXPENSES AND	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule) (see instrs) See Line 18 Stmt	47,921.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23.	47,921.			
	25 Contributions, gifts, grants paid	6,428,252.			6,428,252.
26 Total expenses and disbursements. Add lines 24 and 25.	6,476,173.			6,428,252.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	8,550,406.				
b Net investment income (if negative, enter -0-)		2,250,132.			
c Adjusted net income (if negative, enter -0-)			21,124.		

Part III Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
ASSETS	1	Cash — non-interest-bearing	294,338.	6,661,084.	6,661,084.
	2	Savings and temporary cash investments			
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	45,512.	41,578.	41,578.
	7	Other notes and loans receivable (attach sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments — U.S. and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule)			
	c	Investments — corporate bonds (attach schedule)			
	LIABILITIES	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)			
16		Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I).	339,850.	6,702,662.	6,702,662.
17		Accounts payable and accrued expenses			
18		Grants payable			
NET FUND ASSETS OR FUND BALANCES	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)			
	24	Foundations that follow SFAS 117, check here			
	25	Unrestricted			
	26	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here	X		
27	Capital stock, trust principal, or current funds	339,850.	6,702,662.		
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 (see instructions)	339,850.	6,702,662.		
31	Total liabilities and net assets/fund balances (see instructions)	339,850.	6,702,662.		

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	339,850.
2	Enter amount from Part I, line 27a	2	8,550,406.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	8,890,256.
5	Decreases not included in line 2 (itemize)	5	2,187,594.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	6,702,662.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a See Statement Attached		D	Various	Various
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 10,969,686.	0.	8,788,728.	2,180,958.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))	
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any		
a 0.	0.	0.	2,180,958.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss).			2	2,180,958.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3	0.
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8				

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 (column (b) divided by column (c))
2013	5,139,601.	895,712.	5.738006
2012	4,346,897.	1,016,767.	4.275214
2011	3,267,680.	218,873.	14.929571
2010	2,148,904.	197,378.	10.887252
2009	1,972,457.	337,803.	5.839075
2 Total of line 1, column (d)			2 41.669118
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 8.333824
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.			4 1,376,394.
5 Multiply line 4 by line 3			5 11,470,625.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 22,501.
7 Add lines 5 and 6.			7 11,493,126.
8 Enter qualifying distributions from Part XII, line 4			8 6,428,252.
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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	45,003.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	45,003.
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	45,003.
6 Credits/Payments:			
a 2014 estimated tax pmts and 2013 overpayment credited to 2014	6 a	24,000.	
b Exempt foreign organizations - tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	21,339.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	45,339.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	336.	
11 Enter the amount of line 10 to be Credited to 2015 estimated tax	336.	Refunded	

Part VII Statements Regarding Activities

	Yes	No
1 a 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?		X
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		
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 ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XIV.	7	X
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)		
TX - Texas		
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	8 b	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 2014 or the taxable year beginning in 2014 (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

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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?	13	X	
Website address N/A				
14	The books are in care of <u>David B. Miller</u> Telephone no. <u>(214) 599-0800</u>			
	Located at <u>3811 Turtle Creek Blvd., Suite 1000 Dallas TX</u> ZIP + 4 <u>75219</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 <u>15</u>			
16	At any time during calendar year 2014, 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 the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly 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
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b	
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1 c	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	☐ Yes	☒ No
If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
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)	2 b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b If 'Yes,' did it have excess business holdings in 2014 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 2014)	3 b	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2014?	4 b	X

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

5 a 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 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5 b

Organizations relying on a current notice regarding disaster assistance check here ☐

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

☐ Yes ☐ No

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

6 a 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?

6 b

If 'Yes' to 6b, file Form 8870

7 a 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?

7 b

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 B. Miller 3700 McFarlin, Dallas, TX 75201	President 1.00	0.	0.	0.
Carolyn Lacy Miller 3700 McFarlin, Dallas, TX 75201	Vice President 1.00	0.	0.	0.
Kyle David Miller 6303 Lakehurst, Dallas, TX 75230	V.P./Treasurer 1.00	0.	0.	0.
Meredith Miller Bebee 6144 Anita, Dallas, TX 75214	V.P./Secretary 1.00	0.	0.	0.

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

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

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

None

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.'

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

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.

1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1 a	0.
b	Average of monthly cash balances	1 b	1,397,354.
c	Fair market value of all other assets (see instructions)	1 c	0.
d	Total (add lines 1a, b, and c)	1 d	1,397,354.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,397,354.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	20,960.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,376,394.
6	Minimum investment return. Enter 5% of line 5	6	68,820.

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	68,820.
2 a	Tax on investment income for 2014 from Part VI, line 5	2 a	45,003.
b	Income tax for 2014 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	45,003.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	23,817.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	23,817.
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	23,817.

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	1 a	6,428,252.
b	Program-related investments — total from Part IX-B	1 b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	6,428,252.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,428,252.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				23,817.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years 20__ 20__ 20__				
3 Excess distributions carryover, if any, to 2014				
a From 2009	1,955,653.			
b From 2010	2,139,075.			
c From 2011	3,262,922.			
d From 2012	4,303,487.			
e From 2013	5,118,299.			
f Total of lines 3a through e	16,779,436.			
4 Qualifying distributions for 2014 from Part XII, line 4: \$ 6,428,252.				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2014 distributable amount				23,817.
e Remaining amount distributed out of corpus	6,404,435.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	23,183,871.			
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 2013 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required — see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	1,955,653.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	21,228,218.			
10 Analysis of line 9				
a Excess from 2010	2,139,075.			
b Excess from 2011	3,262,922.			
c Excess from 2012	4,303,487.			
d Excess from 2013	5,118,299.			
e Excess from 2014	6,404,435.			

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

N/A

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling.

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

☐ 4942(j)(3) or

4942(1)(5)

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

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly
for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

- 3** Complete 3a, b, or c for the alternative test relied upon.

a 'Assets' alternative test – enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(i)(3)(B)(i)

b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c 'Support' alternative test – enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV. **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year – see instructions.)

1 Information Regarding Foundation Managers:

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

David B. Miller

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

None

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

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

- a The name, address, and telephone number or e-mail address 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				
Achievement Center of Texas 2950 North Shiloh Rd Garland TX 75044	N/A	Public Charity	Unrestricted use and Further the activities of Achievement Center of Texas	2,500.
American Cancer Society 8900 John W Carpenter Frwy Dallas TX 75247	N/A	Public Charity	Unrestricted use and Further the activities of American Cancer Society	12,500.
American Heart Association 8200 Brookriver Drive Suite N100 Dallas TX 75247	N/A	Public Charity	Unrestricted use and Further the activities of American Heart Association	101,000.
Baylor Health Care System Foundation 3600 Gaston Avenue Suite 100 Dallas TX 75246	N/A	Public Charity	Unrestricted use and Further the activities of Baylor Health Care System Foundation	244,100.
Big Brothers Big Sisters of America 450 E John Carpenter Freeway No. 100 Irving TX 75062	N/A	Public Charity	Unrestricted use and Further the activities of Big Brothers Big Sisters of America	5,000.
Birdville 6125 East Belknap Street Haltom City TX 76117		Public Charity	Unrestricted use and Further the activities of Birdville	2,500.
Boy Scouts of America 8605 Harry Hines Blvd. Dallas TX 75235	N/A	Public Charity	Unrestricted use and Further the activities of Boy Scouts of America	36,000.
Brother Bill's Helping Hand 3906 N. Westmoreland Dallas TX 75212	N/A	Public Charity	Unrestricted use and Further the activities of Brother Bill's Helping Hand	25,000.
Buckner 700 North Pearl St. Suite 1000 Dallas TX 75201	N/A	Public Charity	Unrestricted use and Further the activities of Buckner	80,000.
See Line 3a statement				5,919,652.
Total				3a 6,428,252.
b Approved for future payment				
Total				3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies . . .					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	21,124.	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory . .			18	2,229,008.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				2,250,132.	
13 Total. Add line 12, columns (b), (d), and (e)				13	2,250,132.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

► Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014

Name of the organization

The David B. Miller Family Foundation

Employer identification number

20-8103224

Organization type (check one).

Filers of:

Form 990 or 990-EZ

Section:

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year \$ _____

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

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization

Employer identification number

The David B. Miller Family Foundation

20-8103224

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	David B. Miller 4401 Belfort Avenue Dallas TX 75205	\$ 10,976,321	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
2	David B. Miller 4401 Belfort Avenue Dallas TX 75205	\$ 1,800,105	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number

20-8103224

Part II

[illegible]

Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

The David B. Miller Family Foundation

20-8103224

Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	5,415 00 shares Homestead Small Company Stock Fund	201,809 08	01/15/14
1	3,185 54 shares Dodge & Cox International Stock Fund	135,226 09	02/12/14
1	13,497 32 shares Scout Intl	491,707 44	03/11/14
1	7,540 00 shares Blackrock Global Allocation	161,054 40	03/25/14
1	3,070 00 shares First Eagle Global Fund	167,222 90	03/25/14
1	6,093.00 shares FPA Crescent Fund Inst	203,201 55	03/25/14
1	9,880 00 shares IVA Worldwide Fund CL I	178,630 40	03/25/14
1	3,893 00 shares Oakmark Intl Fd CL I	100,906 56	03/25/14
1	18,040.29 shares Homestead Small Company Stock Fund	675,067 61	07/09/14
1	102,008 44 shares PIMCO Fundamental Index Plus Fund	737,521 00	08/04/14
1	90 00 shares Berkshire Hathaway Cl B	12,418 65	09/26/14
1	20 00 shares C R Bard	2,879 10	09/26/14
1	90 00 shares C R Bard	12,955 95	09/26/14
1	170 00 shares CACI Inc Cl A	12,122 70	09/26/14
1	220 00 shares Campbell Soup Co	9,334 60	09/26/14
1	130 00 shares Clorox	12,407 20	09/26/14
1	950 00 shares Flextronics Intl Ltd	10,022 50	09/26/14
1	105 00 shares Johnson & Johnson	11,218 73	09/26/14
1	70 00 shares Meditronic	4,422.25	09/26/14
1	100.00 shares Procter & Gamble	8,430 00	09/26/14
1	80 00 shares Steris Corp	4,372 40	09/26/14
1	90 00 shares Stryker Corp	7,326 00	09/26/14
1	300.00 shares Unilever	12,552.00	09/26/14
1	180 00 shares Unilever	7,531 20	09/26/14
1	40 00 shares Zimmer Holdings Inc.	4,066 00	09/26/14
1	15,245 29 shares American Fund Europacific Growth	731,316.75	10/01/14
1	9,195 69 shares First Eagle Global	502,268.42	10/01/14
1	15,028.60 shares FPA Crescent fund	507,816.23	10/01/14
1	23,432.22 shares Blackrock Global Allocation Fund	498,168.89	12/16/14
1	6,459.00 shares Harbor International Small Company Stock Fund	422,676.96	12/16/14
1	11,893 00 shares Homestead Small Company Stock Fund	445,392.85	12/16/14
1	28,000 00 shares Invesco Select Companies Fund	624,120 00	12/16/14
1	27,670 68 shares IVA Worldwide Fund	502,776.24	12/16/14
1	7,513.00 shares Longleaf Partners Small Cap Fund	224,563.57	12/16/14
1	18,451.00 shares Oakmark International Fund	453,156.56	12/16/14
1	86,812 68 shares PIMCO Fundamental Index Plus Fund	568,623 04	12/16/14
1	39,290.00 shares Vanguard Dividend Growth Fund	896,597 80	12/16/14

Schedule B (Form 990, 990-EZ or 990-PF) (2014)

Name of Organization

The David B. Miller Family Foundation

Employer Identification Number

20-8103224

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	4,230.00 shares Exxon Mobil Corporation	379,769.40	12/18/14
1	4,682.25 shares Homestead Small Company Stock Fund	182,139.49	12/18/14
1	9,241.89 shares Oakmark International	217,923.72	12/18/14
1	26,686.51 shares Vanguard Dividend Growth Fund	634,605.26	12/18/14
	GRAND TOTAL	10,976,321.47	

Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
Capital Gain Distributions	48,050.	48,050.	
Other	21.		
Total	48,071.	48,050.	

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Federal Excise Tax	47,651.			
Bank Charges	270.			
Total	47,921.			

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

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	Person or Business Checkbox
Name and address (home or business)				Amount
a Paid during the year				
Buffalo Gap Wine & Food Summit P.O. Box 5787 Abilene TX 79608	N/A	Public Charity	Unrestricted use and Further the activities of Buffalo Gap Wine & Food Summit	Person or Business ☐ ☒ 5,000.
Children's Miracle Network 205 West 700 South Salt Lake City UT 84101	N/A	Public Charity	Unrestricted use and Further the activities of Children's Miracle Network	Person or Business ☐ ☒ 1,000.
Cafe Momentum P.O. Box 190308 Dallas TX 75219	N/A	Public Charity	Unrestricted use and Further the activities of Cafe Momentum	Person or Business ☐ ☒ 100,000.
Callier Center for Communication Disorders 1966 Inwood Road Dallas TX 75235	N/A	Public Charity	Unrestricted use and Further the activities of Callier Center for Communication Disorders	Person or Business ☐ ☒ 10,000.
Calvary Christian Center 5220 Blair Oaks Drive The Colony TX 75056	N/A	Public Charity	Unrestricted use and Further the activities of Calvary Christian Center	Person or Business ☐ ☒ 5,000.
Camp John Marc 2824 Swiss Avenue Dallas TX 75204	N/A	Public Charity	Unrestricted use and Further the activities of Camp John Marc	Person or Business ☐ ☒ 5,000.
Chi Alpha Christian Fellowship 3140 Dyer Street Dallas TX 75275	N/A	Public Charity	Unrestricted use and Further the activities of Chi Alpha Christian Fellowship	Person or Business ☐ ☒ 10,000.
Children's Cancer Fund of Dallas 10300 N Central Expy, Ste 463 Dallas TX 75231	N/A	Public Charity	Unrestricted use and Further the activities of Children's Cancer Fund of Dallas	Person or Business ☐ ☒ 860.

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

Continued

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
Children's Medical Center Foundation 1935 Medical District Drive Dallas TX 75235	N/A	Public Charity	Unrestricted use and Further the activities of Children's Medical Center Foundation	Person or Business ☐ ☒ 75,000.
College Football Assistance Fund 8930 W Sunset Road Las Vegas NV 89148	N/A	Public Charity	Unrestricted use and Further the activities of College Football Assistance Fund	Person or Business ☐ ☒ 30,000.
Communities Foundation of Texas 5500 Caruth Haven Lane Dallas TX 75225	N/A	Public Charity	Unrestricted use and Further the activities of Communities Foundation of Texas	Person or Business ☐ ☒ 15,000.
Contact Crisis Line P.O. Box 800742 Dallas TX 75380	N/A	Public Charity	Unrestricted use and Further the activities of Contact Crisis Line	Person or Business ☐ ☒ 9,604.
Crested Butte Center for the Arts P.O. Box 1819 Crested Butte CO 81224	N/A	Public Charity	Unrestricted use and Further the activities of Crested Butte Center for the Arts	Person or Business ☐ ☒ 2,000.
CRU 100 Lake Hart Drive Orlando FL 32832	N/A	Public Charity	Unrestricted use and Further the activities of CRU	Person or Business ☐ ☒ 10,000.
Crystal Charity Ball 3838 Oak Lawn Avenue Suite L150 Dallas TX 75219	N/A	Public Charity	Unrestricted use and Further the activities of Crystal Charity Ball	Person or Business ☐ ☒ 68,185.
Cuchara Foundation 137 Cuchara Avenue E. Cuchara CO 81055	N/A	Public Charity	Unrestricted use and Further the activities of Cuchara Foundation	Person or Business ☐ ☒ 6,020.
Dallas County Community College Foundation Inc. 1601 Lamar Street Dallas TX 75215	N/A	Public Charity	Unrestricted use and Further the activities of Dallas County Community College Foundation Inc	Person or Business ☐ ☒ 5,000.
Dallas Historical Society P.O. Box 150038 Dallas TX 75315	N/A	Public Charity	Unrestricted use and Further the activities of Dallas Historical Society	Person or Business ☐ ☒ 4,720.
Dallas Oak Cliff Lions Club P.O. Box 4445 Dallas TX 75208	N/A	Public Charity	Unrestricted use and Further the activities of Dallas Oak Cliff Lions Club	Person or Business ☐ ☒ 1,000.
Ennis Community Children's School 5773 Woodway Dr., Suite 88 Houston TX 77057	N/A	Public Charity	Unrestricted use and Further the activities of Ennis Community Children's School	Person or Business ☐ ☒ 5,000.
Father of the Year 8340 Meadow Road, Suite 132 Dallas TX 75231	N/A	Public Charity	Unrestricted use and Further the activities of Father of the Year	Person or Business ☐ ☒ 3,000.
First United Methodist Church Dallas 1928 Ross Avenue Dallas TX 75201	N/A	Public Charity	Unrestricted use and Further the activities of First United Methodist Church	Person or Business ☐ ☒ 200,000.
First United Methodist Church of Mabank 501 South Third Mabank TX 75147	N/A	Public Charity	Unrestricted use and Further the activities of First United Methodist Church of Mabank	Person or Business ☐ ☒ 25,000.

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

Continued

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
Genesis Women's Shelter 4411 Lemmon Avenue Suite 201 Dallas TX 75219	N/A	Public Charity	Unrestricted use and Further the activities of Genesis Women's Shelter	Person or Business ☒ 15,000.
George W. Bush Presidential Center 2943 SMU Boulevard Dallas TX 75205	N/A	Public Charity	Unrestricted use and Further the activities of George W. Bush Presidential Center	Person or Business ☒ 549,474.
Goodwill Industries 3020 N Westmoreland Rd. Dallas TX 75212	N/A	Public Charity	Unrestricted use and Further the activities of Goodwill Industries	Person or Business ☒ 360,063.
Grace Covenant Church of NOVA 4600 Brookfield Corporate Drive Chantilly VA 20151	N/A	Public Charity	Unrestricted use and Further the activities of Grace Covenant Church of NOVA	Person or Business ☒ 10,000.
Grant Halliburton Foundation 6390 LBJ Freeway Dallas TX 75240-6409	N/A	Public Charity	Unrestricted use and Further the activities of Grant Halliburton Foundation	Person or Business ☒ 25,000.
Hendrix College 1600 Washington Avenue Conway AR 72032	N/A	Public Charity	Unrestricted use and Further the activities of Hendrix College	Person or Business ☒ 150,000.
Highland Park ISD Education Foundation 4201 Grassmere Lane Dallas TX 75205	N/A	Public Charity	Unrestricted use and Further the activities of Highland Park ISD Education Foundation	Person or Business ☒ 1,000.
Interfaith Housing Coalition 5600 Ross Ave. Dallas TX 75206	N/A	Public Charity	Unrestricted use and Further the activities of Interfaith Housing Coalition	Person or Business ☒ 5,000.
InterVarsity USA 6400 Schroeder Rd. PO Box 7895 Madison WI 53707-7895	N/A	Public Charity	Unrestricted use and Further the activities of InterVarsity USA	Person or Business ☒ 1,000.
June Jones Foundation P.O. Box 75139 Dallas TX 75275	N/A	Public Charity	Unrestricted use and Further the activities of June Jones Foundation	Person or Business ☒ 2,500.
Junior Achievement of Dallas 1201 Executive Drive West Dallas TX 75081	N/A	Public Charity	Unrestricted use and Further the activities of Junior Achievement of Dallas	Person or Business ☒ 23,400.
Juvenile Diabetes Research Foundation 3601 Hulen Street, Ste. 102 Fort Worth TX 76107	N/A	Public Charity	Unrestricted use and Further the activities of Juvenile Diabetes Research Foundation	Person or Business ☒ 1,000.
KidLinks Foundation 5485 Belt Line Rd., Ste. 200 Dallas TX 75219	N/A	Public Charity	Unrestricted use and Further the activities of KidLinks Foundation	Person or Business ☒ 2,966.
Legacy Senior Communities Inc 6101 Ohio Dr. Plano TX 75024	N/A	Public Charity	Unrestricted use and Further the activities of Legacy Senior Communities Inc	Person or Business ☒ 5,000.
Make a Wish Foundation 6655 Deseo Irving TX 75039	N/A	Public Charity	Unrestricted use and Further the activities of Make a Wish Foundation	Person or Business ☒ 190,440.

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

Continued

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
Marine Corps Scholarship Foundation 909 N Washington St Suite 400 Alexandria VA 22314	N/A	Public Charity	Unrestricted use and further the activities of Marine Corps Scholarship Foundation	Person or ☐ Business ☒ 10,000.
Men of Distinction P.O. Box 130630 Houston Texas TX 77219	N/A	Public Charity	Unrestricted use and further the activities of Men of Distinction	Person or ☐ Business ☒ 2,500.
Methodist Health System Foundation 1441 North Beckley Ave Dallas TX 75203	N/A	Public Charity	Unrestricted use and further the activities of Methodist Health System Foundation	Person or ☐ Business ☒ 100,000.
New Friends New Life P.O. Box 192378 Dallas TX 75219	N/A	Public Charity	Unrestricted use and further the activities of New Friends New Life	Person or ☐ Business ☒ 29,260.
North Texas Food Bank 4500 S. Cockrell Hill Rd. Dallas TX 75236	N/A	Public Charity	Unrestricted use and further the activities of North Texas Food Bank	Person or ☐ Business ☒ 10,000.
Phoenix House 2351 W. Northwest Highway Ste. 3265 Dallas TX 75220	N/A	Public Charity	Unrestricted use and further the activities of Phoenix House	Person or ☐ Business ☒ 24,550.
Planned Living Assistance Network 13151 Emily Road Suite 240 Dallas TX 75240 8989	N/A	Public Charity	Unrestricted use and further the activities of Planned Living Assistance Network	Person or ☐ Business ☒ 1,000.
Preston Hollow United Methodist Church 6315 Walnut Hill Lane Dallas TX 75230	N/A	Public Charity	Unrestricted use and Further the activities of Preston Hollow United Methodist Church	Person or ☐ Business ☐ 10,000.
Providence Christian School of Texas 5002 West Lovers Lane Dallas TX 75209	N/A	Public Charity	Unrestricted use and Further the activities of Providence Christian School of Texas	Person or ☐ Business ☒ 10,000.
Shelter Golf, Inc. 4318 Abbott Ave. Dallas TX 75205	N/A	Public Charity	Unrestricted use and Further the activities of Shelter Golf, Inc	Person or ☐ Business ☒ 27,600.
Sacred Heart Jesuit Retreat House P.O. Box 185 Sedalia CO 80135	N/A	Public Charity	Unrestricted use and Further the activities of Sacred Heart Jesuit Retreat House	Person or ☐ Business ☒ 1,000.
Salesmanship Club of Dallas 106 E. 10th St. Ste 200 Dallas TX 75203	N/A	Public Charity	Unrestricted use and Further the activities of Salesmanship Club of Dallas	Person or ☐ Business ☒ 2,500.
Salvation Army P_O Box 36006 Dallas TX 75235	N/A	Public Charity	Unrestricted use and Further the activities of Salvation Army	Person or ☐ Business ☒ 160,500.
Scottish Rite Hospital 2222 Welborn Street Dallas TX 75219	N/A	Public Charity	Unrestricted use and Further the activities of Scottish Rite Hospital	Person or ☐ Business ☒ 10,000.
SEAL Legacy Foundation 1401 McKinney Street, Suite 2222 Dallas TX 77010	N/A	Public Charity	Unrestricted use and further the activities of SEAL Legacy Foundation	Person or ☐ Business ☒ 25,000.

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

Continued

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	Person or Business Checkbox
Name and address (home or business)				Amount
a Paid during the year				
The Senior Source 3910 Harry Hines Blvd Dallas TX 75219	N/A	Public Charity	Unrestricted use and further the activities of The Senior Source	Person or Business ☐ ☒ 103,750.
Silver Hill United Methodist Church 2038 Silver Hill Loop Mount Holly AR 71758	N/A	Public Charity	Unrestricted use and further the activities of Silver Hill United Methodist Church	Person or Business ☐ ☒ 10,000.
Southern Methodist University P O Box 750281 Dallas TX 75275-0281	N/A	Public Charity	Unrestricted use and further the activities of Southern Methodist University	Person or Business ☐ ☒ 3,024,780.
Southwestern Medical Foundation 3963 Maple Ave. Ste. 100 Dallas TX 75219	N/A	N/A Charity	Unrestricted use and further the activities of Southwestern Medical Foundation	Person or Business ☐ ☒ 100,000.
Special Olympics 3712 Benson Drive, Suite 102 Raleigh NC 27609	N/A	Public Charity	Unrestricted use and further the activities of Special Olympics	Person or Business ☐ ☒ 50,000.
St. Jude Children's Research Hospital 501 St. Jude Place Memphis TN 38105-1942	N/A	Public Charity	Unrestricted use and further the activities of St. Jude Children's Research Hospital	Person or Business ☐ ☒ 100,000.
The Sweetheart Ball, Inc. 8819 McCraw Dallas TX 75209	N/A	Public Charity	Unrestricted use and further the activities of The Sweetheart Ball, Inc.	Person or Business ☐ ☒ 9,500.
Texans Can Academies 325 W. 12th Street Ste 250 Dallas TX 75208	N/A	Public Charity	Unrestricted use and further the activities of Texans Can Academies	Person or Business ☐ ☒ 2,500.
Texas Business Hall of Fame Foundation 4550 Post Oak Place 342 Houston TX 77027	N/A	Public Charity	Unrestricted use and further the activities of Texas Business Hall of Fame Foundation	Person or Business ☐ ☒ 5,000.
Texas Cultural Trust Council 823 Congress Avenue Austin TX 78701	N/A	Public Charity	Unrestricted use and further the activities of Texas Cultural Trust Council	Person or Business ☐ ☒ 10,000.
Texas State History Museum Foundation P.O. Box 12456 Austin TX 78711	N/A	Public Charity	Unrestricted use and further the activities of Texas State History Museum Foundation	Person or Business ☐ ☒ 5,000.
The Dallas Foundation 3963 Maple Avenue Suite 390 Dallas TX 75219	N/A	Public Charity	Unrestricted use and further the activities of The Dallas Foundation	Person or Business ☐ ☒ 6,500.
The Family Place P.O. Box 7999 Dallas TX 75209	N/A	Public Charity	Unrestricted use and further the activities of The Family Place	Person or Business ☐ ☒ 10,000.
The First Tee of Greater Dallas 2909 Cole Avenue, Suite 305 Dallas TX 75204	N/A	Public Charity	Unrestricted use and further the activities of The First Tee of Greater Dallas	Person or Business ☐ ☒ 5,000.
The Stewpot Alliance 4516 Lovers Lane Suite 229 Dallas TX 75225	N/A	Public Charity	Unrestricted use and further the activities of The Stewpot Alliance	Person or Business ☐ ☒ 25,480.

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

Continued

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foun- dation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox
				Amount
a Paid during the year				
UT Southwestern			Unrestricted use and	Person or ☐
5323 Harry Hines Blvd.		Public	further the activities of	Business ☒
Dallas TX 75390-9002	N/A	Charity	UT Southwestern	25,000.
United Way of Metropolitan Dallas			Unrestricted use and	Person or ☐
1800 North Lamar Street		Public	further the activities of	Business ☒
Dallas TX 75202	N/A	Charity	United Way of Metropolitan Dallas	25,000.
Visiting Nurse Association			Unrestricted use and	Person or ☐
1600 Viceroy Drive Ste. 400		Public	further the activities of	Business ☒
Dallas TX 75235	N/A	Charity	Visiting Nurse Association	25,000.
Voice of Hope			Unrestricted use and	Person or ☐
P.O. Box 224845		Public	further the activities of	Business ☒
Dallas TX 75222-4845	N/A	Charity	Voice of Hope	10,000.
YMCA of Metropolitan Dallas			Unrestricted use and	Person or ☐
1621 W. Walnut Hill Ln		Public	further the activities of	Business ☒
Irving TX 75038	N/A	Charity	YMCA of Metropolitan Dallas	5,000.

Total

5,919,652.

[illegible]

Form 990-PF Part IV, Capital Gains and Losses for Tax on Investment Income

(a) Description of property (Example 100 shares XYZ Co)	Purchased (P)	(b) Date acquired (Mo, day, yr)	(c) Date sold (Mo, day, yr)	(d) Sales price	(e) Cost or other basis	(f) Gain or (loss)
	Donated (D)					Subtract (e) from (d)
1,512 59 IVA Worldwide Fund CL I	D	3/28/2012	3/25/2014	27,340 00	24,716 00	2,624 00
4,311 08 IVA Worldwide Fund CL I	D	8/1/2012	3/25/2014	77,923 00	67,000 00	10,923 00
2,450 03 IVA Worldwide Fund CL I	D	10/5/2012	3/25/2014	44,284 00	40,000 00	4,284 00
27,670 68 IVA Worldwide Fund CL I	D	3/28/2012	12/17/2014	478,954 00	462,703 00	16,251 00
105 00 Johnson & Johnson	D	5/7/2009	9/29/2014	11,150 00	5,762 00	5,388 00
0 00 Longleaf Partners Small Cap Fund	D	12/29/2008	7/9/2014	0 00	0 00	0 00
7,513 00 Longleaf Partners Small Cap Fund	D	10/5/2012	12/17/2014	227,694 00	200,860 00	26,834 00
70 00 Medtronic	D	8/9/2011	9/29/2014	4,381 00	2,184 00	2,197 00
124 64 Oakmark International Fund	D	12/15/2011	3/25/2014	3,231 00	2,003 00	1,228 00
3,768 37 Oakmark International Fund	D	10/5/2012	3/25/2014	97,676 00	72,880 00	24,796 00
18,451 00 Oakmark International Fund	D	3/28/2012	12/17/2014	455,555 00	358,533 00	97,022 00
9,241 89 Oakmark International Fund	D	3/28/2012	12/18/2014	217,924 00	180,586 00	37,338 00
102,008 44 PIMCO Fundamental Index Plus Fund	D	9/6/2011	8/4/2014	740,556 00	516,212 00	224,344 00
86,812 68 PIMCO Fundamental Index Plus Fund	D	7/24/2013	12/17/2014	584,224 00	546,435 00	37,789 00
100 00 Procter & Gamble	D	5/7/2009	9/29/2014	8,386 00	5,138 00	3,248 00
80 00 Steris Corp	D	8/9/2011	9/29/2014	4,345 00	2,340 00	2,005 00
90 00 Stryker Corp	D	8/9/2011	9/29/2014	7,294 00	4,337 00	2,957 00
4,580 08 UMB Scout Worldwide Fund	D	4/8/2010	3/11/2014	181,424 00	150,000 00	31,424 00
100 49 UMB Scout Worldwide Fund	D	12/17/2010	3/11/2014	3,661 00	3,192 00	469 00
58 50 UMB Scout Worldwide Fund	D	6/24/2011	3/11/2014	2,131 00	1,877 00	254 00
100 21 UMB Scout Worldwide Fund	D	12/16/2011	3/11/2014	3,651 00	2,711 00	940 00
4,878 82 UMB Scout Worldwide Fund	D	3/28/2012	3/11/2014	177,735 00	155,000 00	22,735 00
3,379 22 UMB Scout Worldwide Fund	D	10/5/2012	3/11/2014	123,105 00	108,000 00	15,105 00
300 00 Unilever	D	11/14/2005	9/29/2014	12,492 00	6,643 00	5,849 00
180 00 Unilever	D	5/7/2009	9/29/2014	7,495 00	3,938 00	3,557 00
39,290 00 Vanguard Dividend Growth Fund	D	7/24/2013	12/17/2014	911,503 00	643,079 00	268,424 00
21,691 51 Vanguard Dividend Growth Fund	D	10/5/2012	12/19/2014	515,587 00	372,921 00	142,666 00
4,995 00 Vanguard Dividend Growth Fund	D	7/24/2013	12/19/2014	118,727 00	99,000 00	19,727 00
40 00 Zimmer Holdings Inc	D	8/9/2011	9/29/2014	4,042 00	2,161 00	1,881 00
Total Long-Term Capital Gains and Losses				10,969,686.00	8,788,728.00	2,180,958 00

Miscellaneous StatementAmount Due From Director

The Foundation made grants to several charities during 2014 that were determined during the preparation of the 2014 Form 990-PF to have had quid-pro-quos that benefited one or more of the directors. The total amount of the quid-pro-quo has been reported as a receivable as of December 31, 2014 and collected from the directors during 2015.

Total