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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.

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


OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014, and ending 12-31-2014

Name of foundation MILLER FOUNDATION		A Employer identification number 47-0489746	
Number and street (or P O box number if mail is not delivered to street address) 105 ROCK RIDGE LANE		B Telephone number (see instructions) (540) 377-9212	
City or town, state or province, country, and ZIP or foreign postal code VESUVIUS, VA 24483		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><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) \$ 2,058,424		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
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.)			

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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	17	17		
	4 Dividends and interest from securities.	53,970	53,970		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	118,475			
	b Gross sales price for all assets on line 6a <u>457,451</u>				
	7 Capital gain net income (from Part IV, line 2) . . .		118,475		
	8 Net short-term capital gain			9,925	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	172,462	172,462	9,925	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,480			2,480
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . . 	2,385	1,163		1,222
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) 	18,302	14,822		3,480
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	23,167	15,985		7,182
	25 Contributions, gifts, grants paid	89,300			89,300
	26 Total expenses and disbursements. Add lines 24 and 25	112,467	15,985		96,482
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	59,995			
	b Net investment income (if negative, enter -0-)		156,477		
	c Adjusted net income (if negative, enter -0-)			9,925	

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	201,927	63,328	63,328
	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)	948,882	1,072,476	1,444,353
	c	Investments—corporate bonds (attach schedule).	104,245	104,245	100,354
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	377,407	452,407	450,389
	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)	1,632,461	1,692,456	2,058,424	
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 checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	1,632,461	1,692,456	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	1,632,461	1,692,456	
	31	Total liabilities and net assets/fund balances (see instructions) . . .	1,632,461	1,692,456	

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)	11,632,461
2	Enter amount from Part I, line 27a	259,995
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	41,692,456
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 .	61,692,456

Part IV

Capital Gains and Losses for Tax on Investment Income

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

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

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

(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	See Additional Data Table		
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	118,475
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	9,925

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 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))
2013	91,915	1,899,215	0 048396
2012	90,326	1,798,820	0 050214
2011	88,337	1,781,314	0 049591
2010	90,634	1,714,605	0 052860
2009	61,852	1,504,561	0 041110

2	Total of line 1, column (d).	2	0 242171
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 048434
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	2,013,359
5	Multiply line 4 by line 3.	5	97,515
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,565
7	Add lines 5 and 6.	7	99,080
8	Enter qualifying distributions from Part XII, line 4.	8	96,482

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 page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
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		13,130	
c		All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		0	
3		Add lines 1 and 2.		3,130	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		3,130	
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014		6a	740
b		Exempt foreign organizations—tax withheld at source		6b	
c		Tax paid with application for extension of time to file (Form 8868)		6c	
d		Backup withholding erroneously withheld		6d	
7		Total credits and payments. Add lines 6a through 6d.		7	740
8		Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached.		8	44
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	2,434
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 0 Refunded <input type="checkbox"/>		11	

Part VII-A

Statements Regarding Activities

1a		During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a	Yes	No
b		Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?		1b		No
		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?		1c		No
d		Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ (2) On foundation managers <input type="checkbox"/> \$				
e		Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$				
2		Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		No
		If "Yes," attach a detailed description of the activities.				
3		Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3		No
4a		Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		No
b		If "Yes," has it filed a tax return on Form 990-T for this year?		4b		
5		Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		No
		If "Yes," attach the statement required by General Instruction T.				
6		Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either				
		• By language in the governing instrument, or				
		• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6	Yes	
7		Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		7	Yes	
8a		Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NE				
b		If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes	
9		Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		9		No
10		Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶LOUISE F MILLER Telephone no ▶(540) 377-9212 Located at ▶105 ROCK RIDGE LANE VESUVIUS VA ZIP +4 ▶244832717			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —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 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>			
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?. 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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?. <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 not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). 2b			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</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 2014?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

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

Yes

No

(2)

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

Yes

No

(3)

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

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 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)?

5b

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

c

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

Yes

No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

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

Total

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

0

Part VIII

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

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

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See 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	1,945,022
b	Average of monthly cash balances.	1b	98,997
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,044,019
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	2,044,019
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	30,660
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,013,359
6	Minimum investment return. Enter 5% of line 5.	6	100,668

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	100,668
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	3,130
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,130
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	97,538
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	97,538
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	97,538

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	96,482
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	96,482
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	96,482
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				97,538
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				5,816
c From 2011.				241
d From 2012.				2,833
e From 2013.				
f Total of lines 3a through e.	8,890			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 96,482				
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.				96,482
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	1,056			1,056
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	7,834			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
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) . . .				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	7,834			
10 Analysis of line 9				
a Excess from 2010. . . .				4,760
b Excess from 2011. . . .				241
c Excess from 2012. . . .				2,833
d Excess from 2013. . . .				
e Excess from 2014. . . .				

Part XIV

1a 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. . . .

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) 2014	(b) 2013	(c) 2012	(d) 2011	
2a 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(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

• 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 email 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 See Additional Data Table				
Total			3a	89,300
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

[illegible]

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

[illegible]

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

b If "Yes," complete the following schedule

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

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

* * * * *

2015-05-11

* * * * *

Signature of officer or trustee

Date

Title

May the IRS discuss this return with the preparer shown below
(see instr)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name BRIAN A BOND	Preparer's Signature	Date 2015-05-13	Check if self-employed <input checked="" type="checkbox"/>	PTIN
Firm's name <input checked="" type="checkbox"/> J MOORE & COMPANY PC			Firm's EIN <input checked="" type="checkbox"/>	
Firm's address <input checked="" type="checkbox"/> 7636 Williamson Rd Ste 100 Roanoke, VA 240194341			Phone no (540) 777-4380	

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
30 SHARES CALIFORNIA RES CORP	P	2014-03-24	2014-12-08
30 SHARES CALIFORNIA RES CORP	P	2014-09-15	2014-12-08
175 SHARES COCA COLA COMPANY	P	2014-09-03	2014-11-03
1030 774 SHARES MFS INTL VALUE CL A	P	2014-01-14	2014-08-07
500 SHARES MICROS SYSTEMS INC	P	2014-04-04	2014-07-18
75 SHARES MICROS SYSTEMS INC	P	2014-05-12	2014-07-18
250 SHARES A G L RESOURCES INC	P	2009-10-02	2014-05-12
700 SHARES A G L RESOURCES INC	P	2009-10-02	2014-10-31
375 SHARES ACCENTURE PLC	P	2009-10-02	2014-04-03
80 SHARES CALIFORNIA RES CORP	P	2013-02-01	2014-12-08

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
178	0	245	-67
178	0	258	-80
7,287	0	7,319	-32
35,283	0	34,500	783
33,853	0	25,748	8,105
5,078	0	3,862	1,216
13,094	0	8,683	4,411
37,614	0	24,316	13,298
29,521	0	14,266	15,255
474	0	612	-138

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
0	0	0	-67
0	0	0	-80
0	0	0	-32
0	0	0	783
0	0	0	8,105
0	0	0	1,216
0	0	0	4,411
0	0	0	13,298
0	0	0	15,255
0	0	0	-138

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
450 SHARES COCA COLA COMPANY	P	2011-10-28	2014-11-03
175 SHARES COCA COLA COMPANY	P	2012-08-31	2014-11-03
350 SHARES DARDEN RESTAURANTS INC	P	2011-05-04	2014-01-08
600 SHARES E M C CORP MASS	P	2011-01-10	2014-09-18
375 SHARES E M C CORP MASS	P	2012-06-08	2014-09-18
125 SHARES EXPRESS SCRIPTS	P	2009-10-02	2014-03-21
650 SHARES GENERAL MILLS	P	2012-03-12	2014-05-12
225 SHARES JOHNSON & JOHNSON	P	2010-03-04	2014-03-21
25 SHARES JOHNSON & JOHNSON	P	2010-03-04	2014-09-15
75 SHARES JOHNSON & JOHNSON	P	2012-03-12	2014-09-15

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
18,739	0	15,459	3,280
7,287	0	6,569	718
18,032	0	16,604	1,428
17,775	0	14,224	3,551
11,109	0	9,222	1,887
9,586	0	4,745	4,841
35,176	0	25,073	10,103
21,182	0	14,291	6,891
2,616	0	1,588	1,028
7,847	0	4,879	2,968

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
0	0	0	3,280
0	0	0	718
0	0	0	1,428
0	0	0	3,551
0	0	0	1,887
0	0	0	4,841
0	0	0	10,103
0	0	0	6,891
0	0	0	1,028
0	0	0	2,968

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
275 SHARES KINDER MORGAN INC	P	2013-05-07	2014-09-15
15 SHARES PEPSICO	P	2009-01-04	2014-07-22
110 SHARES PEPSICO	P	2009-10-02	2014-07-22
725 SHARES PFIZER INC	P	2009-10-02	2014-03-21
65 SHARES ROCKWELL AUTOMATION	P	2012-08-20	2014-03-21
325 SHARES TARGET CORPORATION	P	2010-11-03	2014-03-17
225 SHARES TORONTO DOMINION BANK	P	2011-03-04	2014-09-15
425 SHARES VERIZON COMMUNICATIONS	P	2009-10-02	2014-04-11
500 SHARES WGL HOLDINGS INC	P	2009-10-02	2014-05-28
500 SHARES WGL HOLDINGS INC	P	2009-10-02	2014-06-18

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
10,361	0	10,726	-365
1,340	0	760	580
9,829	0	6,744	3,085
22,891	0	11,726	11,165
7,985	0	4,720	3,265
19,396	0	17,390	2,006
11,750	0	9,738	2,012
20,051	0	11,934	8,117
20,052	0	16,388	3,664
21,004	0	16,388	4,616

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
0	0	0	-365
0	0	0	580
0	0	0	3,085
0	0	0	11,165
0	0	0	3,265
0	0	0	2,006
0	0	0	2,012
0	0	0	8,117
0	0	0	3,664
0	0	0	4,616

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
BLACKROCK STRATEGIC INCOME CAPITAL GAIN DIVIDEND	P	2013-05-07	2014-07-17
THORNBERG LIMITED TERM INCOME CAPITAL GAIN DIVIDEND	P	2013-02-19	2014-11-19

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
336	0	0	336
548	0	0	548


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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
0	0	0	336
0	0	0	548

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LOUISE F MILLER	DIRECTOR, PRES & TRE 10 00	0	0	0
105 ROCK RIDGE LANE VESUVIUS,VA 24483				
JAY MILLER	DIRECTOR & SECRETARY 0	0	0	0
6650 COUNTRY RD P35 BLAIR,NE 68008				
LINN CULBERTSON	DIRECTOR 0	0	0	0
1 TOWERS PARK LANE UNIT 1215 SAN ANTONIO,TX 78209				
PAUL MILLER	DIRECTOR 0	0	0	0
29 LONDONDERRY LANE LINCOLNSHIRE,IL 60069				
GENE CULBERTSON	DIRECTOR 0	0	0	0
1 TOWERS PARK LANE UNIT 1215 SAN ANTONIO,TX 78209				


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)				
a Paid during the year				
AMERICAN CHESTERTON SOCIETY 4117 PEBBLEBROOK CIRCLE MINNEAPOLIS,MN 55437		PUBLIC	CHARITY	1,000
ASSURE WOMEN'S CENTER 6510 SORENSEN PKWY OMAHA,NE 68152		PUBLIC	CHARITY	1,000
BIBLICAL RESTORATION MIN 1551 INDIAN HILLS DR SIOUX CITY,IA 51104		PUBLIC	CHARITY	2,000
BLAIR VOLUNTEER FIRE DEPT BLAIR CITY HALL 218 S 16TH ST BLAIR,NE 68008		PUBLIC	CHARITY	1,000
BROWNSBURG MUSEUM 2716 BROWNSBURG TURNPIKE BROWNSBURG,VA 24415		PUBLIC	CHARITY	100
BROWNSBURG RURITANS P O BOX 113 BROWNSBURG,VA 24415		PUBLIC	CHARITY	100
CHESTERTON HOUSE 118 ANABEL TAYLOR HALL CORNELL UNIV ITHACA,NY 14853		PUBLIC	CHARITY	3,000
CIVIL WAR TRUST 1156 15TH ST NW SUITE 900 WASHINGTON,DC 20005		PUBLIC	CHARITY	1,000
DUBOIS MEDICAL CENTER P O BOX 1203 DUBOIS,WY 82513		PUBLIC	CHARITY	5,000
DUBOIS MUSEUM 909 W RAMSHORN DUBOIS,WY 82513		PUBLIC	CHARITY	1,000
DUBOIS PUBLIC LIBRARY P O BOX 1269 DUBOIS,WY 82513		PUBLIC	CHARITY	2,000
DUBOIS VOL FIRE DEPT 8 3RD STREET DUBOIS,WY 82513		PUBLIC	CHARITY	6,000
EOD MEMORIAL FOUNDATION P O BOX 309 BLUEMONT,VA 20135		PUBLIC	CHARITY	5,000
FAIRFIELD CENTER 165 S MAIN STE A HARRISONBURG,VA 22801		PUBLIC	CHARITY	500
FAIRFIELD VOL RESCUE SQUAD 5885 N LEE HIGHWAY FAIRFIELD,VA 24483		PUBLIC	CHARITY	500
Total  3a				89,300


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)				
a <i>Paid during the year</i>				
FONTENELLE FOREST 1111 N BELLEVUE BLVD BELLEVUE,NE 68005		PUBLIC	CHARITY	1,000
FREE INQUIRY DEPT 217 PO BOX 8000 BUFFALO,NY 14267		PUBLIC	CHARITY	200
GLASGOW RESCUE SQUAD 710 MCCULLOCH ST GLASGOW,VA 24555		PUBLIC	CHARITY	50
GOOD NEWS MINISTRY P O BOX 9760 RICHMOND,VA 23228		PUBLIC	CHARITY	7,000
HIS LITTLE FEET 1540 MAIN ST UNIT 218-290 WINDSOR,CO 80550		PUBLIC	CHARITY	3,000
JOSLYN MUSEUM 2200 DODGE ST OMAHA,NE 68102		PUBLIC	CHARITY	500
JUNIOR ACHIEVEMENT 11248 DAVENPORT AVE OMAHA,NE 68102		PUBLIC	CHARITY	2,000
LAMB'S MINISTRY 1820 FIFTEENTH STREET BOULDER,CO 80302		PUBLIC	CHARITY	8,000
LEXINGTON RESCUE SQUAD 350 SPOTTSWOOD DR LEXINGTON,VA 24450		PUBLIC	CHARITY	50
MID AMERICA BOY SCOUTS 12401 W MAPLE OMAHA,NE 68164		PUBLIC	CHARITY	2,000
NATURAL BRIDGE VOLUNTEER FIRE DEPT 5705 S LEE HWY NATURAL BRIDGE,VA 24578		PUBLIC	CHARITY	50
NE PUBLIC RADIO (KVNO) 6001 DODGE STREET CB200 OMAHA,NE 68182		PUBLIC	CHARITY	300
OMAHA SYMPHONY 1605 HOWARD ST OMAHA,NE 68102		PUBLIC	CHARITY	500
OMAHA ZOO FOUNDATION 3701 S 10TH STREET OMAHA,NE 68107		PUBLIC	CHARITY	500
ORPHANS OF THE STORM P O BOX 31 DEERFIELD,IL 60015		PUBLIC	CHARITY	4,000
Total ▶ 3a				89,300

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)				
a Paid during the year				
PLANNED PARENTHOOD 4610 DODGE ST OMAHA,NE 68132		PUBLIC	CHARITY	2,000
PROJECT HORIZON 120 VARNER LANE LEXINGTON,VA 24450		PUBLIC	CHARITY	500
ROCKBRIDGE AREA HOSPICE 315 MYERS STREET LEXINGTON,VA 24450		PUBLIC	CHARITY	350
ROCKBRIDGE OCCUPATIONAL CENTER 1913 SYCAMORE AVE BUENA VISTA,VA 24416		PUBLIC	CHARITY	500
ROCKBRIDGE COUNTY LIBRARY 138 S MAIN ST LEXINGTON,VA 24450		PUBLIC	CHARITY	2,000
SACRED HEART JESUIT RETREAT 4801 N HWY 67 SEDALIA,CO 80135		PUBLIC	CHARITY	11,000
SOUTH RIVER VOL FIRE DEPT P O BOX 203 FAIRFIELD,VA 24483		PUBLIC	CHARITY	500
ST CECILIA'S CATHOLIC CHURCH P O BOX 102 STANWOOD,WA 98282		PUBLIC	CHARITY	2,000
ST STEPHENS MISSION P O BOX 278 ST STEPHENS,WY 82524		PUBLIC	CHARITY	2,500
UNIVERSITY OF IDAHO P O BOX 442321 MOSCOW,ID 83844		PUBLIC	CHARITY	100
VA PUBLIC RADIO (WMRA) P O BOX 1292 HARRISONBURG,VA 22803		PUBLIC	CHARITY	500
VOICE OF THE MARTYRS PO BOX 443 BARTLESVILLE,OK 74005		PUBLIC	CHARITY	3,000
WARM BEACH CHRISTIAN CAMP 20800 MARINE DR STANWOOD,WA 98282		PUBLIC	CHARITY	4,000
WILDERNESS BAPTIST CHURCH 304 HAYS ST DUBOIS,WY 82513		PUBLIC	CHARITY	500
WY PUBLIC RADIO 1000 E UNIV AVE LARAMIE,WY 82071		PUBLIC	CHARITY	1,000
Total  3a				89,300

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)				
a <i>Paid during the year</i>				
YMCA ROCKBRIDGE 126 WALKER ST LEXINGTON,VA 24450		PUBLIC	CHARITY	500
Total  3a				89,300

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

TY 2014 Gain/Loss from Sale of Other Assets Schedule

Name: MILLER FOUNDATION

EIN: 47-0489746

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
CHARLES SCHWAB SALES OF SECURITIES		Purchased			456,567	338,976			117,591	
CHARLES SCHWAB CAPITAL GAIN DIVIDENDS		Purchased			884				884	

**TY 2014 Investments Corporate
Bonds Schedule**

Name: MILLER FOUNDATION
EIN: 47-0489746

Name of Bond	End of Year Book Value	End of Year Fair Market Value
100000 PROCTOR & GAMBLE 3.500% DUE 02/15/15	104,245	100,354

**TY 2014 Investments Corporate
Stock Schedule**

Name: MILLER FOUNDATION
EIN: 47-0489746

Name of Stock	End of Year Book Value	End of Year Fair Market Value
100 SHS BLACKROCK INC	33,308	35,756
1200 SHS CONAGRA FOODS	36,206	43,536
1200 SHS GENERAL ELECTRIC	29,556	30,324
1225 SHS AT&T CORP	32,518	41,148
1225 SHS PFIZER INC	25,227	38,159
125 SHS W.W. GRAINGER	15,096	31,861
150 SHS MCKESSON CORP	11,820	31,137
150 SHS VISA INC	27,375	39,330
200 SHS COSTCO WHOLESALE	22,826	28,350
250 SHS CHEVRON TEXACO INC	13,629	28,045
275 SHS NEXTERA ENERGY	14,642	29,230
285 SHS ROCKWELL AUTOMATION	23,921	31,692
300 SHS JOHNSON & JOHNSON	19,514	31,371
300 SHS SCHLUMBERGER LTD	19,555	25,623
310 SHS UNITED TECHNOLOGIES	23,794	35,650
325 SHS EOG RESOURCES	27,976	29,923
350 SHS AMERICAN EXPRESS	15,409	32,564
350 SHS MCDONALDS	29,297	32,795
350 SHS OCCIDENTAL PETE	30,867	28,213
350 SHS STRYKER CORP	18,331	33,015
375 SHS HOME DEPOT	28,459	39,364
375 SHS PNC FINANCIAL	29,222	34,211
400 SHS NOVARTIS AG ADR	26,763	37,064
400 SHS PEPSICO INC	25,586	37,824
400 SHS VMWARE INC	31,324	33,008
425 SHS EXPRESS SCRIPTS INC CL A	22,238	35,985
450 SHS CONOCOPHILLIPS	35,691	31,077
450 SHS ROYAL BK CDA	28,424	31,081
460 SHS PROCTOR & GAMBLE	22,777	41,901
475 SHS QUALCOMM INC	24,739	35,307

Name of Stock	End of Year Book Value	End of Year Fair Market Value
525 SHS ALLIANT ENERGY CORP	29,795	34,871
550 SHS COMCAST CORP	21,904	31,905
650 SHS MERCK & CO	35,121	36,914
650 SHS VERIZON COMMUNICATIONS	18,252	30,407
700 SHS MICROCHIP TECHNOLOGY	20,891	31,577
750 SHS TORONTO DOMINION BANK	33,285	35,835
775 SHS MICROSOFT CORP	22,518	35,999
775 SHS NORTHEAST UTILITIES	35,222	41,478
775 SHS ORACLE SYSTEMS CORP	17,874	34,852
875 SHS KINDER MORGAN	30,289	37,021
950 SHS BCE INC NEW	39,882	43,567
975 SHS INTEL CORPORATION	21,353	35,383

TY 2014 Investments - Other Schedule**Name:** MILLER FOUNDATION**EIN:** 47-0489746

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
9475.168 SHS THORNBURG LTD TERM INCOME FUND		127,978	126,778
17048.518 SHS BLACKROCK STRATEGIC INCOME		174,000	172,360
13257.640 SHS EATON VANCE FLOATING		126,000	122,103
600 SHS SECTOR SPDR MATERIALS FUND		24,429	29,148

TY 2014 Other Expenses Schedule

Name: MILLER FOUNDATION

EIN: 47-0489746

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	14,822	14,822		
ANNUAL MEETING	3,386			3,386
OFFICE EXPENSE	94			94

TY 2014 Taxes Schedule**Name:** MILLER FOUNDATION**EIN:** 47-0489746

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,163	1,163		
FEDERAL INCOME TAXES	1,222			1,222