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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning **JUL 1, 2014**, and ending **JUN 30, 2015**

Name of foundation EARL B. & LORAIN H. MILLER FOUNDATION		A Employer identification number 95-2500545
Number and street (or P O box number if mail is not delivered to street address) 192 MARINA DRIVE	Room/suite	B Telephone number (562) 493-4711
City or town, state or province, country, and ZIP or foreign postal code LONG BEACH, CA 90803		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change </div> <div> <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change </div> </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) \$ 38,499,636.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	9.	9.		STATEMENT 1
	4 Dividends and interest from securities	762,659.	762,659.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,544,936.			
	b Gross sales price for all assets on line 6a 13,985,089.				
	7 Capital gain net income (from Part IV, line 2)		2,544,936.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	<275,830.>	<239,215.>		STATEMENT 3	
12 Total Add lines 1 through 11	3,031,774.	3,068,389.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	125,000.	7,813.		117,187.
	14 Other employee salaries and wages	50,048.	3,128.		46,920.
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	3,500.	3,500.		0.
	b Accounting fees STMT 5	49,053.	39,415.		9,638.
	c Other professional fees STMT 6	155,587.	130,100.		25,487.
	17 Interest				
	18 Taxes STMT 7	53,438.	5,044.		12,394.
	19 Depreciation and depletion				
	20 Occupancy	26,124.	1,633.		24,491.
	21 Travel, conferences, and meetings				
	22 Printing and publications	2,692.	168.		2,524.
	23 Other expenses STMT 8	16,471.	442.		16,029.
	24 Total operating and administrative expenses. Add lines 13 through 23	481,913.	191,243.		254,670.
	25 Contributions, gifts, grants paid	3,820,080.			3,820,080.
26 Total expenses and disbursements Add lines 24 and 25	4,301,993.	191,243.		4,074,750.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<1,270,219.>				
b Net investment income (if negative, enter -0-)		2,877,146.			
c Adjusted net income (if negative, enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	241,311.	428,388.	428,388.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 9	30,244,539.	25,451,905.	30,368,268.
	c Investments - corporate bonds STMT 10	0.	4,132,282.	4,074,197.
	11 Investments - land, buildings, and equipment, basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 11	4,106,678.	3,310,734.	3,628,783.	
14 Land, buildings, and equipment, basis ▶ 20,349.				
Less: accumulated depreciation STMT 12 ▶ 20,349.				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item i)	34,592,528.	33,323,309.	38,499,636.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 13)	0.	1,000.	
23 Total liabilities (add lines 17 through 22)	0.	1,000.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	34,592,528.	33,322,309.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	34,592,528.	33,322,309.		
31 Total liabilities and net assets/fund balances	34,592,528.	33,323,309.		

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	34,592,528.
2 Enter amount from Part I, line 27a	2	<1,270,219.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	33,322,309.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	33,322,309.

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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 PUBLICLY TRADED SECURITIES				
b SULLY MILLER LAND COMPANY LLC		P	VARIOUS	12/29/14
c CAPITAL GAINS DIVIDENDS				
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 13,691,871.		10,920,200.	2,771,671.
b		519,953.	<519,953.>
c 293,218.			293,218.
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			2,771,671.
b			<519,953.>
c			293,218.
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	2,544,936.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	3,622,945.	40,457,842.	.089549
2012	3,619,030.	39,474,481.	.091680
2011	3,299,402.	39,085,020.	.084416
2010	2,443,948.	40,393,741.	.060503
2009	3,080,955.	38,432,048.	.080166

2 Total of line 1, column (d)	2	.406314
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	.081263
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	43,194,530.
5 Multiply line 4 by line 3	5	3,510,117.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	28,771.
7 Add lines 5 and 6	7	3,538,888.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	4,074,750.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	28,771.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	28,771.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	28,771.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	40,923.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2014 estimated tax payments and 2013 overpayment credited to 2014		6d	
b Exempt foreign organizations - tax withheld at source		7	40,923.
c Tax paid with application for extension of time to file (Form 8868)		8	2.
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	12,150.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		11	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input checked="" type="checkbox"/> 12,150. Refunded <input checked="" type="checkbox"/>			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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
4a 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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> CA		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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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? Website address ► <u>EANDLMILLERFDN.COM</u>	13	X	
14	The books are in care of ► <u>WALTER M. FLORIE, JR.</u> Telephone no. ► <u>(562) 493-4711</u> Located at ► <u>192 MARINA DRIVE, LONG BEACH, CA</u> ZIP+4 ► <u>90803</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 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? 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 ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input checked="" type="checkbox"/> Yes <input 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)		X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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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)?

N/A

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?

N/A

☐ Yes ☐ No

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

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

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

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

N/A

7b**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		125,000.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PAMELA S. MELLO - 192 MARINA DRIVE, LONG BEACH, CA 90803	EXECUTIVE ASSISTANT 40.00	50,048.	0.	0.

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

0

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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	1a	39,568,040.
b Average of monthly cash balances	1b	567,769.
c Fair market value of all other assets	1c	3,716,506.
d Total (add lines 1a, b, and c)	1d	43,852,315.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	43,852,315.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	657,785.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	43,194,530.
6 Minimum investment return. Enter 5% of line 5	6	2,159,727.

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	2,159,727.
2a Tax on investment income for 2014 from Part VI, line 5	2a	28,771.
b Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	28,771.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	2,130,956.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	2,130,956.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,130,956.

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	4,074,750.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	4,074,750.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	28,771.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,045,979.

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.

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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				2,130,956.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009	1,191,407.			
b From 2010	484,320.			
c From 2011	1,385,351.			
d From 2012	1,693,326.			
e From 2013	1,648,363.			
f Total of lines 3a through e	6,402,767.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$	4,074,750.			
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				2,130,956.
e Remaining amount distributed out of corpus	1,943,794.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	8,346,561.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			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)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	1,191,407.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	7,155,154.			
10 Analysis of line 9:				
a Excess from 2010	484,320.			
b Excess from 2011	1,385,351.			
c Excess from 2012	1,693,326.			
d Excess from 2013	1,648,363.			
e Excess from 2014	1,943,794.			

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(j)(5)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED SCHEDULE		PC		3,820,080.
Total			3a	3,820,080.
b Approved for future payment				
BOY SCOUTS OF AMERICA 401 EAST 37TH STREET LONG BEACH, CA 90807		PC	CAMP TAHQUITZ DINING HALL/TRAINING CENTER	125,000.
MEMORIAL MEDICAL CENTER FOUNDATION 2801 ATLANTIC AVE LONG BEACH, CA 90801		PC	NICU PSYCHOLOGICAL CARE PROGRAM	75,000.
Total			3b	200,000.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FARMERS & MERCHANTS BANK	9.	9.	
TOTAL TO PART I, LINE 3	9.	9.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MUTUAL FUNDS & COMMON STOCKS	1,055,877.	293,218.	762,659.	762,659.	
TO PART I, LINE 4	1,055,877.	293,218.	762,659.	762,659.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SULLY-MILLER LAND - OTHER LOSS	<27,560.>	<27,560.>	
SULLY-MILLER LAND - ADJUST TO BOOK	<40,270.>	0.	
UBS TRUMBULL PROPERTY FUND - OTHER INCOME	25,988.	25,988.	
UBS TRUMBULL PROPERTY FUND - ADJUST TO BOOK	66,033.	0.	
TAP COMMODITY FUND - OTHER LOSS	<237,643.>	<237,643.>	
TAP COMMODITY FUND - ADJUST TO BOOK	<62,537.>	0.	
MISCELLANEOUS INCOME	159.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<275,830.>	<239,215.>	

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	3,500.	3,500.			0.
TO FM 990-PF, PG 1, LN 16A	3,500.	3,500.			0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING	49,053.	39,415.			9,638.
TO FORM 990-PF, PG 1, LN 16B	49,053.	39,415.			9,638.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	105,781.	105,781.			0.
CUSTODIAN FEES	24,319.	24,319.			0.
CONSULTANTS	25,487.	0.			25,487.
TO FORM 990-PF, PG 1, LN 16C	155,587.	130,100.			25,487.

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL TAXES	13,220.	826.			12,394.
FEDERAL EXCISE TAX	36,000.	0.			0.
FOREIGN TAXES WITHHELD ON DIVIDENDS	4,218.	4,218.			0.
TO FORM 990-PF, PG 1, LN 18	53,438.	5,044.			12,394.

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TELEPHONE AND FAX	3,486.	218.		3,268.	
POSTAGE	816.	51.		765.	
DUES AND SUBSCRIPTIONS	1,110.	69.		1,041.	
INSURANCE	1,600.	100.		1,500.	
MEALS	2,290.	0.		2,290.	
MISC CHARITABLE EXPENSES	25.	0.		25.	
COMPUTER EXPENSE	845.	0.		845.	
TABLES & EVENTS	5,511.	0.		5,511.	
OTHER OFFICE EXPENSES	58.	4.		54.	
TAX AND FILING FEES	730.	0.		730.	
TO FORM 990-PF, PG 1, LN 23	16,471.	442.		16,029.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
SECURITIES (SEE ATTACHED SCHEDULE)	5,672,273.	8,409,694.		
PIMCO TOTAL RETURN MUTUAL FUND	6.	7.		
PIMCO ALL ASSETS FUND	3,049,946.	2,507,630.		
PIMCO REAL RETURN FUND	1,908,214.	1,900,367.		
EUROPACIFIC GROWTH FUND	1,968,949.	3,381,093.		
DFA EMERGING MARKETS	2,171,858.	1,793,860.		
VANGUARD EXTENDED MARKET	1,152,104.	1,877,481.		
DODGE & COX INCOME FUND	4,069,055.	4,086,573.		
TOUCHSTONE SANDS CAPITAL INSTL GROWTH FUND	1,959,500.	2,951,893.		
DODGE & COX INTERNATIONAL STOCK FUND	3,500,000.	3,459,670.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	25,451,905.	30,368,268.		

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
METROPOLITAN WEST TOTAL RETURN	4,132,282.	4,074,197.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,132,282.	4,074,197.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SULLY MILLER LAND CO	COST	0.	0.
UBS TRUMBULL PROPERTY FUND	COST	2,221,361.	2,545,729.
TAP COMMODITY BUILDER FUND, LLC - CLASS A1	COST	1,089,373.	1,083,054.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,310,734.	3,628,783.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT		STATEMENT 12
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
WALTERS OFFICE FURNITURE	10,774.	10,774.	0.
PAMS OFFICE FURNITURE	9,575.	9,575.	0.
TOTAL TO FM 990-PF, PART II, LN 14	20,349.	20,349.	0.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 13
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
CREDIT CARD BALANCE	0.	1,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	1,000.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 14
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WALTER M. FLORIE, JR. 192 MARINA DRIVE LONG BEACH, CA 90803	PRESIDENT 40.00	125,000.	0.	0.
MARK R. SCHULTEN 192 MARINA DRIVE LONG BEACH, CA 90803	VICE PRESIDENT 1.00	0.	0.	0.
MARGARET FARWELL SMITH 192 MARINA DRIVE LONG BEACH, CA 90803	SECRETARY 1.00	0.	0.	0.
JEANNE KARATSU 192 MARINA DRIVE LONG BEACH, CA 90803	TREASURER 1.00	0.	0.	0.
RON R. ARIAS 192 MARINA DRIVE LONG BEACH, CA 90803	TRUSTEE 1.00	0.	0.	0.
DR. NANCY KIMBER 192 MARINA DRIVE LONG BEACH, CA 90803	TRUSTEE 1.00	0.	0.	0.
RANDY MIZER 192 MARINA DRIVE LONG BEACH, CA 90803	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		125,000.	0.	0.

FORM 990-PF

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

STATEMENT 15

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

WALTER M. FLORIE, JR, 192 MARINA DRIVE, LONG BEACH, CA 90803

TELEPHONE NUMBER

562-493-4711

FORM AND CONTENT OF APPLICATIONS

LETTER OF PROPOSAL, NOT EXCEEDING THREE PAGES, INCLUDING THE FOLLOWING: DESCRIPTION OF ORGANIZATION'S HISTORY, GOALS AND OBJECTIVES, AND CURRENT LONG BEACH PROGRAMS. APPLICANTS MUST ALSO INCLUDE THE AMOUNT OF REQUEST AND THE TOTAL OVERALL COST. APPLICANTS MUST DESCRIBE HOW THE REQUEST COMPLIMENTS THE MILLER FOUNDATION'S GOALS. FINALLY, APPLICANTS MUST PROVIDE EVIDENCE OF TAX-EXEMPT, NONPROFIT STATUS; MOST RECENT YEAR-END AND INTERIM FINANCIAL STATEMENTS; AND, A COPY OF THE CURRENT STRATEGIC OR BUSINESS PLAN AND BUDGET.

ANY SUBMISSION DEADLINES

BEFORE 6/30 YEAR END

RESTRICTIONS AND LIMITATIONS ON AWARDS

MUST BE QUALIFIED DOMESTIC CHARITY BENEFITTING THE GREATER LONG BEACH AREA. DRIVER MODEL IS HEALTH CARE FOR THE WHOLE CHILD WHICH INCLUDES EDUCATION, FAMILY AND CHILD DEVELOPMENT, MORAL CITIZENSHIP, AND THE ARTS.

FORM 990-PF PAGE 1

990-066

[illegible]

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

THE EARL B. AND LORAIN H. MILLER FOUNDATION

**SUPPLEMENTARY FINANCIAL DATA
SCHEDULE OF STOCKS
JUNE 30, 2015**

<u>Identity of Issuer</u>	<u>Units/ Shares</u>	<u>Cost</u>	<u>Market Value</u>
Abvie Inc.	4,050	\$ 135,016	\$ 272,115
Adobe Systems Incorporated	3,300	156,497	267,333
AES Corporation	12,750	143,066	169,065
Banco Santander Cent Hispano	23,950	177,057	167,890
Bank of America Corp.	14,100	99,828	239,982
Baxter Intl Inc Com	3,520	238,691	244,755
BOK Finl Corp Com New	728	44,594	50,654
Coty Inc.	5,550	95,553	177,434
Cullen Frost Bankers Inc Com	403	31,851	31,668
Deer & Co.	1,800	147,119	174,690
Diageo PLC	1,650	183,058	191,466
Dow Chemical Company	4,000	117,562	204,680
Ebay Inc.	4,000	116,997	240,960
Ecolab Inc.	1,276	81,571	144,277
EMC Corp.	7,500	167,369	197,925
First Republic Bank	3,250	103,187	204,848
General Dynamics Corp.	1,750	104,488	247,958
General Electric Company	7,400	121,205	196,618
Halliburton	4,000	105,304	172,280
Hershey Foods Corporation	1,500	89,742	133,245
Home Depot, Inc.	900	53,091	100,017
Illinois Tool Wks Inc Com	2,050	172,204	188,170
Itc Hldgs Corp Com	5,600	197,567	180,208
JP Morgan Chase & Co.	3,550	104,112	240,548
Lennar Corp.	5,100	91,229	260,304
Lowes Companies Inc.	2,300	50,273	154,031
Martin Marietta Marls Inc.	1,500	181,732	212,265
Medtronic Inc.	3,500	269,325	259,350
Microsoft Corp.	5,100	185,008	225,165
Mitsubishi	24,700	119,464	178,334
Mondelez Int Inc.	5,100	194,240	209,814
M&T Bank Corp.	1,350	100,856	168,655
National Fuel Gas Co NJ Com	3,100	206,258	182,559
Novartis	2,100	205,916	206,514
Oracle Corp.	4,650	130,743	187,395
OshKosh Truck Corp.	4,029	197,865	170,749
Phillips 66	2,950	108,040	237,652
Pioneer Natural Resources	900	52,868	124,821
TE Connectivity Ltd.	4,000	74,599	257,200
Texas Instruments Inc.	3,800	125,762	195,738
Time Warner Inc.	3,250	118,233	284,083
Unilever NV	4,750	149,224	198,740
Walgreen	3,050	123,909	257,542
Total Stocks		<u>\$ 5,672,273</u>	<u>\$ 8,409,697</u>

THE EARL B AND LORAIN H MILLER FOUNDATION
GRANTS AND CONTRIBUTIONS
FYE 6/30/15

<u>RECIPIENT NAME & ADDRESS</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
HEALTH CARE			
AMERICAN RED CROSS 3150 E 29TH ST LONG BEACH, CA 90806	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED - RANDY MIZER	2,000
ASSISTANCE LEAGUE OF LONG BEACH 6220 E SPRING STREET LONG BEACH, CA 90815-0664	EXEMPT	ORTHODONTIC PROGRAM PROGRAM SUPPORT	45,000
CALIFORNIA AQUATIC THERAPY AND WELLNESS CENTER 6801 LONG BEACH BLVD LONG BEACH, CA 90805-1133	EXEMPT	GENERAL SUPPORT FOR WATER AQUATIC THERAPY AND SWIM LESSONS	25,000
CHILDREN'S DENTAL HEALTH CLINIC 455 EAST COLUMBIA STREET LONG BEACH, CA 90806	EXEMPT	PEDIATRIC DENTAL PROGRAM FOR UNDERSERVED CHILDREN	100,000
THE CHILDREN'S CLINIC 2790 ATLANTIC AVENUE LONG BEACH, CA 90806	EXEMPT	PROGRAM SUPPORT - LB MEDICAL/LEGAL PARTNERSHIP PROGRAM AND BEHAVIORAL HEALTH SERVICES AND HEALTH DELIVERY FOR THE UNINSURED PROGRAM SUPPORT - TRUSTEE DIRECTED - RON ARIAS	186,500
CITY OF HOPE 1055 WILSHIRE BLVD , SUITE 1200 LOS ANGELES, CA 90017	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED - ARIAS	1,000
FOR THE CHILD 4565 CALIFORNIA AVENUE LONG BEACH, CA 90807-1507	EXEMPT	PROGRAM SUPPORT - THERAPEUTIC SERVICES & OPERATING SUPPORT PROGRAM SUPPORT - TRUSTEE DIRECTED - KIMBER, FLORIE, ARIAS	103,000
THE GUIDANCE CENTER 4335 ATLANTIC AVENUE LONG BEACH CA 90807-2803	EXEMPT	PROGRAM SUPPORT - COMPUTER NETWORK SYSTEM	105,000
TICHENOR ORTHOPEDIA CLINIC 1660 TERMINO AVE LONG BEACH, CA, 90804	EXEMPT	PROGRAM SUPPORT TRUSTEE DIRECTED - MARK SCHULTEN	1,000
LONG BEACH ALLIANCE FOR CHILDREN WITH ASTHMA 2651 ELM STREET, SUITE 100 LONG BEACH, CA 90806	EXEMPT	PROJECT MANAGER SALARY	40,000
MEMORIAL MEDICAL CENTER FOUNDATION PO BOX 1428 LONG BEACH CA 90801-1428	EXEMPT	CHILDREN'S HOSPITAL EXPANSION (MULTI-YEAR GRANT) RESEARCH ASSOC , ENDOWMENT, TODD CANCER INSTITUTE, NICU (MULTI-YEAR GRANTS) PROGRAM SUPPORT - MISCELLANEOUS PROGRAM SUPPORT - NEONATAL INTENSIVE CARE UNIT PROGRAM SUPPORT - TRUSTEE DIRECTED	1,254,250
STEEL MAGNOLIAS 6216 E PACIFIC COAST HIGHWAY #352 LONG BEACH CA 90803	EXEMPT	PROGRAM SUPPORT - STRAMSKI CHILDRENS DEVELOPMENT CENTER	155,000
MILLER FAMILY HEALTH EDUCATION CENTER 2525 GRAND AVENUE LONG BEACH, CA 90815	EXEMPT	PROGRAM SUPPORT - HEALTH EDUCATION	80,000
PROVIDENCE TRINITY CARE HOSPICE 2601 AIRPORT DRIVE, SUITE 230 TORRANCE, CA 90505	EXEMPT	TRINITY KIDS CARE PROGRAM SUPPORT	35,000
RONALD MCDONALD HOUSE CHARITIES OF SO CAL 6919 W BERWYN CHICAGO, IL 90815	EXEMPT	PROGRAM SUPPORT - MISCELLANEOUS HEART OF THE HOUSE ANNUAL FUNDING PROGRAM TRUSTEE DIRECTED - MIZER	62,500
ST MARY MEDICAL CENTER FOUNDATION 1050 LINDEN AVENUE LONG BEACH, CA 90813	EXEMPT	PROGRAMS SUPPORT FREE SCHOOL VISION PROGRAM	25,000
TEAM SPIRIT 2801 ATLANTIC AVE LONG BEACH, CA, 90806	EXEMPT	MISCELLANEOUS - BREAST/OVARIAN CANCER	5,000
HEALTH CARE TOTAL			2,225,250
EDUCATION			
AQUARIUM OF THE PACIFIC 320 GOLDEN SHORE, SUITE 150	EXEMPT	MILLER FDN GRANT RENEWAL OF PACIFIC CIRCLE MEMBERSHIP PROGRAM SUPPORT - TRUSTEE DIRECTED	60,800

LONG BEACH, CA 90802-4200		PROGRAM SUPPORT - MISCELLANEOUS	
BLAST - BETTER LEARNING AFTER SCHOOL 737 PINE AVENUE, SUITE 201 LONG BEACH, CA 90813	EXEMPT	AFTER SCHOOL EDUCATIONAL PROGRAM	46,000
BRING A BOOK TO READ 607 RUBY STREET REDONDO BEACH, CA 90277	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED - KIMBER	2,000
CALIFORNIA STATE UNIVERSITY LONG BEACH 1250 BELLFLOWER BOULEVARD LONG BEACH, CA 90840	EXEMPT	YOUNG SCIENTIST CAMP FOR SUMMER SCIENCE CAMP	20,000
CSULB 49 ER FOUNDATION 6300 E STATE UNIVERSITY DR., SUITE 332 LONG BEACH, CA, 90815	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED - FLORIE DEVELOPMENT AND FUNDRAISING IRRIGATION AND RETROFIT PROJECT	61,000
CHILDREN'S MARITIME FOUNDATION 4647 LAKEVIEW AVENUE, SUITE 109E YORBA LINDA, CA 92886	EXEMPT	GENERAL PROGRAM SUPPORT - AMERICAN PRIDE - OFFICIAL TALLSHIP OF LONG BEACH	35,000
CHILDREN TODAY 1301 W 12 STREET, PO BOX 16004 90806 LONG BEACH, CA 90813	EXEMPT	GENERAL PROGRAM SUPPORT - THE PLAY HOUSE WEST/NORTH PRESCHOOL FACILITY FOR FAMILIES EXPERIENCING HOMELESSNESS	25,000
FRIENDS OF MCAULIFFE 3409 CERRITOS AVENUE LOS ALAMITOS, CA 90720	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED - WARREN SCHULTEN	2,700
GIRLS ON THE RUN 1250 BELLFLOWER BLV LONG BEACH, CA, 90840	EXEMPT	PROGRAM SUPPORT - MISCELLANEOUS	1,000
INTERNATIONAL CITY THEATRE ONE WORLD TRADE CENTER, SUITE 300 LONG BEACH, CA 90832-2069	EXEMPT	PERFORMING ARTS AND CLASSROOM TEACHING	50,000
LB EDUCATION FUND 1515 HUGHES WAY LONG BEACH, CA, 90810	EXEMPT	BURNETT ELEMENTARY SCHOOL PROGRAM SUPPORT - TRUSTEE DIRECTED - WARREN SCHULTEN	500
LONG BEACH PUBLIC LIBRARY FOUNDATION 101 PACIFIC AVE LONG BEACH, CA 90822-1003	EXEMPT	PROGRAM SUPPORT - DICTIONARY DAY PROGRAM SUPPORT - GRAPE EXPECTATIONS GALA	47,000
LONG BEACH SYMPHONY 110 W OCEAN BLVD , SUITE 22 LONG BEACH, CA 90802	EXEMPT	ELEMENTARY ENSEMBLE PROGRAM & FAMILY CONCERT PROGRAM SUPPORT - TRUSTEE DIRECTED PROGRAM SUPPORT - MISCELLANEOUS	103,000
L B NONPROFIT PARTNERSHIP 4900 E CONANT, BUILDING O LONG BEACH, CA 90808	EXEMPT	CORE SERVICES PROGRAM AND NON-PROFIT LEADERSHIP INSTITUTE PROGRAM SUPPORT - MISCELLANEOUS	50,000
LA YOKKAICHI 17011 BEACH BLVD, 9TH FLOOR HUNTINGTON BEACH, CA, 92647	EXEMPT	PROGRAM SUPPORT- TRUSTEE DIRECTED - KARATSU	1,000
RANCHO LOS ALAMITOS FOUNDATION 6400 BIXBY HILL ROAD LONG BEACH, CA 90815-4706	EXEMPT	PROGRAM SUPPORT - MISCELLANEOUS	64,930
RANCHOS LOS CERRITOS FOUNDATION 4600 VIRGINIA ROAD LONG BEACH, CA 90807-1916	EXEMPT	PROGRAM SUPPORT - ADOBE DAYS REVISTED PROGRAM PROGRAM SUPPORT - TRUSTEE DIRECTED - ARIA	46,500
OPERATION JUMP START 3515 LINDEN AVENUE LONG BEACH, CA 90807	EXEMPT	PROGRAM SUPPORT-OPERATING EXP FOR STUDENTS TO GO TO COLLEGE	35,000
		EDUCATION TOTAL	651,430
THE ARTS			
ARTS COUNCIL FOR LONG BEACH DBA PUBLIC CORPORATION FOR THE ARTS 110 PINE AVENUE, SUITE 1100 LONG BEACH, CA 90802	EXEMPT	EYE ON DESIGN, PASSPORT THE THE ARTS AND NEW STORYTELLERS PROGRAMS	55,000
DRAMATIC RESULTS 3310 LIME AVENUE SIGNAL HILL, CA 90755	EXEMPT	WRITE-ON ARTS PROGRAM SUPPORT	40,000
LONG BEACH CITY COLLEGE 4901 E CARSON STREET	EXEMPT	BEST ARTS CONFERENCE PROGRAM SUPPORT - 2014 CONFERENCE FOR PRE-SCHOOL TEACHERS	32,500

LONG BEACH, CA 90808

LONG BEACH JUNIOR CONCERT BAND 545 ROSE AVENUE LONG BEACH CA 90802	EXEMPT	PROGRAM SUPPORT - FOR REPAIR AND EQUIPMENT OPERATIONS	14,300
LONG BEACH MUSEUM OF ART 2300 EAST OCEAN BLVD. LONG BEACH CA 90803	EXEMPT	PROGRAM SUPPORT - KIDS VISIONS	75,000
LONG BEACH PLAYHOUSE THEATRES 5021 E ANAHEIM STREET LONG BEACH, CA 90804	EXEMPT	PROGRAM SUPPORT - SUMMER YOUTH MUSICAL THEATRE	20,000
ARTS TOTAL			236,800

MORAL CITIZENSHIP

CALIFORNIA CONFERENCE FOR EQUALITY AND JUSTICE 444 WEST OCEAN BOULEVARD, SUITE 940 LONG BEACH, CA 90802	EXEMPT	PROGRAM SUPPORT - BUILDING BRIDGES YOUTH CAMP PROGRAM SUPPORT - TRUSTEE DIRECTED-ARIAS & MIZER	42,000
DESERT FOUNDATION 75-105 MERLE DRIVE, SUITE 300 PALM DESERT, CA, 92211	EXEMPT	CHARITABLE GIVING IN DESERT COMMUNITIES PROGRAM SUPPORT - TRUSTEE DIRECTED - FLORIE	1,000
FOODBANK OF SOUTHERN CALIFORNIA 1444 SAN FRANCISCO AVE LONG BEACH, CA, 90813	EXEMPT	FOOD RESCUE PROGRAM SUPPORT PROGRAM SUPPORT - TRUSTEE DIRECTED-MARK SCHULTEN	1,000
FOOD FINDERS 3434 ATLANTIC AVE LONG BEACH, CA 90807	EXEMPT	FOOD RESCUE PROGRAM SUPPORT PROGRAM SUPPORT - TRUSTEE DIRECTED	20,000
LEADERSHIP LONG BEACH 3939 ATLANTIC AVENUE, SUITE 201 LONG BEACH, CA 90807	EXEMPT	LB YOUTH LEADERSHIP PROGRAM	50,000
LONG BEACH COMMUNITY FOUNDATION 400 OCEANGATE SUITE 800 LONG BEACH, CA, 90802	EXEMPT	PROGRAM SUPPORT - FOUNDERS FUND VISIONARY SUPPORT	20,000
LONG BEACH BAR FOUNDATION 3515 LINDEN AVENUE LONG BEACH, CA 90807	EXEMPT	SHORT STOP PROGRAM SUPPORT	25,000
LONG BEACH POLICE DEPARTMENT 400 WEST BROADWAY LONG BEACH, CA 90802	EXEMPT	YOUTH LEADERSHIP ACADEMY AND EXPLORER PROGRAM SUPPORT	15,000
LB RESCUE MISSION 1430 PACIFIC AVE LONG BEACH, CA, 90803	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED - MARK SHULTEN	1,000
LB JAPANESE AMERICAN CULTURAL CENTER 1766 SEABRIGHT AVE LONG BEACH, CA, 90813	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED - KARATSU	1,000
LB YACHT CLUB 6201 E APPIAN WAY LONG BEACH, CA, 90803	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED - FLORIE	1,000
SOUTH COAST INTERFAITH COUNCIL 759 LINDEN AVE LONG BEACH, CA, 90813	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED - ARIAS, FLORIE, KARATSU, KIMBER, MIZER AND SCHULTEN	6,000
ST LUKE'S EPISCOPAL CHURCH 525 E 7TH STREET, PO BOX 20038 LONG BEACH, CA 90801	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED - SMITH	6,000
THUNDERBIRD COUNTRY CLUB 70-737 COUNTRY CLUB DR. RANCHO MIRAGE, CA, 92270	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED - FLORIE	1,000
MORAL CITIZENSHIP TOTAL			190,000

FAMILY/CHILD DEVELOPMENT

ACTION SPORTS KIDS (ASK) FOUNDATION 6245 E GOLDEN SANDS DRIVE	EXEMPT	PROGRAM SUPPORT - MISCELLANEOUS	2,500
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LONG BEACH, CA 90803			
BOYS & GIRLS CLUBS OF LONG BEACH 3635 LONG BEACH BLVD LONG BEACH CA 90807-4018	EXEMPT	GENERAL OPERATING SUPPORT	50,000
BOY SCOUTS OF AMERICA 401 E 37TH STREET, PO BOX 7338 LONG BEACH, CA 90807-0338	EXEMPT	SCOUT REACH PROGRAM MULTI YEAR GRANTS - CAMP TAHQUITZ PROGRAM SUPPORT - TRUSTEE DIRECTED - FLORIE	176,000
CAMPFIRE USA 7070 EAST CARSON ST LONG BEACH, CA 90808-2353	EXEMPT	ADMINISTRATIVE AND OCCUPANCY SUPPORT	35,000
CENTRO CHA 727 PINE AVENUE, 2ND FLOOR LONG BEACH, CA 90813	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED - FLORIE & ARIAS	2,000
FAMILIES IN GOOD HEALTH 411 E 10TH SUITE 207 LONG BEACH, CA, 90813	EXEMPT	SOCIAL HEALTH/EDUCATION PROGRAM PROGRAM SUPPORT - TRUSTEE DIRECTED - ARIAS	1,000
LONG BEACH DAY NURSERY 1548 CHESTNUT AVE LONG BEACH CA 90813	EXEMPT	STEPPING STONES PROGRAM SUPPORT	40,000
LONG BEACH UNITY FESTIVAL/OUR COMMUNITY WORKS 3553 ATLANTIC AVENUE LONG BEACH, CA 90807	EXEMPT	PROGRAM SUPPORT FOR THE LB UNITY FESTIVAL	30,000
NEW HOPE GRIEF SUPPORT COMMUNITY 3443 SAN ANSELIN AVENUE LONG BEACH, CA 90808- 2729	EXEMPT	SCHOLARSHIPS FOR GRIEF CAMP FOR KIDS	32,000
PATHWAYS VOLUNTEER HOSPICE 3701 MICHELSON STREET LAKEWOOD, CA 90712	EXEMPT	GENERAL PROGRAM SUPPORT - GRIEF COUNSELING	26,500
YMCA OF GREATER LONG BEACH 525 E. 7TH STREET LONG BEACH CA 90813	EXEMPT	CAMP OAKES YOUTH INSTITUTE COMMUNITY DEVELOPMENT PROGRAM SUPPORT - TRUSTEE DIRECTED PROGRAM SUPPORT - MISCELLANEOUS	120,600
UNITED CAMBODIAN COMMUNITY 2201 E ANAHEIM LONG BEACH CA 90804	EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED - ARIAS	1,000
		FAMILY/CHILD DEVELOPMENT TOTAL	516,600
GRANT & CONTRIBUTION TOTAL			3,820,080