

For calendar year 2016, or tax year beginning 12-01-2016, and ending 11-30-2017

Name of foundation HERMAN AND FRIEDA L MILLER FOUNDATION C/O GMA FOUNDATIONS		A Employer identification number 13-7131926	
Number and street (or P.O. box number if mail is not delivered to street address) 2 LIBERTY SQUARE NO 500		Room/suite	B Telephone number (see instructions) (617) 426-7080
City or town, state or province, country, and ZIP or foreign postal code BOSTON, MA 02109		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☒ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 42,161,476	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	42,016	42,016		
	4 Dividends and interest from securities	1,379,791	1,389,351		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	389,791			
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2)		389,791		
	8 Net short-term capital gain				
	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)	412,533	-72,039		
	12 Total. Add lines 1 through 11	2,224,131	1,749,119		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	6,100	0		6,100
	c Other professional fees (attach schedule)	211,867	129,319		82,548
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	15,034	5,838		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	255	0		255
	22 Printing and publications				
	23 Other expenses (attach schedule)	28,470	135,707		515
	24 Total operating and administrative expenses. Add lines 13 through 23	261,726	270,864		89,418
	25 Contributions, gifts, grants paid	2,964,021			2,964,021
	26 Total expenses and disbursements. Add lines 24 and 25	3,225,747	270,864		3,053,439
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,001,616			
	b Net investment income (if negative, enter -0-)		1,478,255		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	124,881	252,470	252,470
	2 Savings and temporary cash investments	182,212	70,136	70,136
	3 Accounts receivable ▶ <u>199,722</u>			
	Less allowance for doubtful accounts ▶ _____		199,722	199,722
	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)	6,848,184	6,465,514	6,465,514
	b Investments—corporate stock (attach schedule)	22,800,379	23,310,814	23,310,814
	c Investments—corporate bonds (attach schedule)	3,858,795	2,098,570	2,098,570
	11 Investments—land, buildings, and equipment basis ▶ _____			
Less accumulated depreciation (attach schedule) ▶ _____				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	9,539,108	9,764,250	9,764,250	
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)	43,353,559	42,161,476	42,161,476	
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	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	35,086,060	35,086,060	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	8,267,499	7,075,416	
30 Total net assets or fund balances (see instructions)	43,353,559	42,161,476		
31 Total liabilities and net assets/fund balances (see instructions) .	43,353,559	42,161,476		

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	43,353,559
2 Enter amount from Part I, line 27a	2	-1,001,616
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	42,351,943
5 Decreases not included in line 2 (itemize) ▶ _____	5	190,467
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	42,161,476

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a PUBLICLY TRADED SECURITIES			
b ALTERNATIVE INVESTMENTS	P	2011-07-01	2017-06-30
c ALTERNATIVE INVESTMENTS	P	2014-12-01	2017-09-01
d ALTERNATIVE INVESTMENTS	P	2015-05-01	2017-09-01
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 8,876,164		8,818,509	57,655
b 1,119,864		939,820	180,044
c 1,679,512		1,532,332	147,180
d 73,632		68,720	4,912
e			

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	
a			57,655
b			180,044
c			147,180
d			4,912
e			

2 Capital gain net income or (net capital loss)	2	389,791
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

☐

Yes

☒

No

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

1 Enter the appropriate amount in each column for each year, see 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))
2015	2,964,963	43,672,311	0 067891
2014	2,986,525	49,012,107	0 060934
2013	2,870,674	51,906,172	0 055305
2012	2,820,253	49,090,817	0 057450
2011	2,726,068	46,367,348	0 058793

2 Total of line 1, column (d)	2	0 300373
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 060075
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	44,263,713
5 Multiply line 4 by line 3	5	2,659,143
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	14,783
7 Add lines 5 and 6	7	2,673,926
8 Enter qualifying distributions from Part XII, line 4	8	3,053,439

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	14,783
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	14,783
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	14,783
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	25,790
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	25,790
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	11,007
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 11,007 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
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 ☐ \$ 0 (2) On foundation managers ☐ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	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? Website address N/A	13	Yes	
14	The books are in care of GMA FOUNDATIONS INC Telephone no (617) 426-7080			

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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			
16	At any time during calendar year 2016, 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 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 ▶	16	Yes	No

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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ 1b			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? ☐ 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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ 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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 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 2016). ☐ Yes ☒ No 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 2016? 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)? ☐ Yes ☒ No Organizations relying on a current notice regarding disaster assistance check here. ☐ Yes ☒ No 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)	5b		
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? ☐ Yes ☒ No If "Yes" to 6b, file Form 8870	6b		No
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? ☐ Yes ☒ No	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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
MYRON MILLER CO GMA FOUNDATIONS INC 2 LIBERTY SQUARE SUITE 500 BOSTON, MA 02109	TRUSTEE 5 00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) 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
GMA FOUNDATIONS INC 2 LIBERTY SQUARE SUITE 500 BOSTON, MA 02109	DONOR SERVICES	82,548
MORGAN STANLEY 53 STATE STREET BOSTON, MA 02109	INVESTMENT FEES	80,769
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 N/A	0
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	33,800,829
b	Average of monthly cash balances.	1b	1,172,979
c	Fair market value of all other assets (see instructions).	1c	9,963,972
d	Total (add lines 1a, b, and c).	1d	44,937,780
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	44,937,780
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	674,067
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	44,263,713
6	Minimum investment return. Enter 5% of line 5.	6	2,213,186

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	2,213,186
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	14,783
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	14,783
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,198,403
4	Recoveries of amounts treated as qualifying distributions.	4	30,000
5	Add lines 3 and 4.	5	2,228,403
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	2,228,403

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	3,053,439
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	3,053,439
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	14,783
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,038,656

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				2,228,403
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.	510,687			
b From 2012.	421,110			
c From 2013.	323,817			
d From 2014.	586,065			
e From 2015.	747,037			
f Total of lines 3a through e.	2,588,716			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>3,053,439</u>				
a Applied to 2015, 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 2016 distributable amount.				2,228,403
e Remaining amount distributed out of corpus	825,036			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,413,752			
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 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				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 2011 not applied on line 5 or line 7 (see instructions).	510,687			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	2,903,065			
10 Analysis of line 9				
a Excess from 2012.	421,110			
b Excess from 2013.	323,817			
c Excess from 2014.	586,065			
d Excess from 2015.	747,037			
e Excess from 2016.	825,036			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
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 <i>Paid during the year</i> See Additional Data Table				
Total			3a	2,964,021
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
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Form **990-PF** (2016)

Part XVII

- d** If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

[illegible]

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

- | b If "Yes," complete the following schedule | | |
|---|--------------------------|---------------------------------|
| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
| | | |
| | | |
| | | |
| | | |

**Sign
Here**

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

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

**Paid
Preparer
Use Only**

Print/Type preparer's name JOEL ARONSON CPA	Preparer's Signature	Date 2018-03-27	Check if self-employed ☐	PTIN P01375551
Firm's name ▶ ALEXANDER ARONSON FINNING & CO PC				Firm's EIN ▶ 04-2571780
Firm's address ▶ 50 WASHINGTON STREET WESTBOROUGH, MA 01581				Phone no (508) 366-9100

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>				
AYNI INSTITUTE INC 1120 SARATOGA ST SUITE 2 EAST BOSTON, MA 02128		PC	GENERAL OPERATING SUPPORT FOR COMMUNITY ORGANIZING	30,000
BOSTON AFFORDABLE HOUSING COALITION DBA MA ALLIANCE OF HUD TENANTS 42 SEAVERNS AVENUE JAMAICA PLAIN, MA 02130		PC	SAVE OUR HOMES CAMPAIGN	45,000
BOSTON CHILDREN'S CHORUS 20 OLD COLONY AVENUE 2ND FLOOR BOSTON, MA 02127		PC	GENERAL SUPPORT FOR INTEGRATED MUSIC AND SOCIAL JUSTICE EDUCATION FOR BOSTON YOUTH	40,000
BOSTON TENANT COALITION INC 14 BEACON STREET SUITE 421 BOSTON, MA 02108		PC	EQUITY AND AFFORDABILITY PROGRAM	50,000
BRAZILIAN WORKER CENTER 14 HARVARD AVENUE 2ND FLOOR ALLSTON, MA 02134		PC	GENERAL OPERATING SUPPORT	50,000
Total ▶ 3a				2,964,021

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>				
CAMBRIDGE HEALTH ALLIANCE FOUNDATION COMMERCE PLACE 350 MAIN STREET SUITE 31 MALDEN, MA 02148		PC	READYING THE SAFETY NET COLLABORATIVE FOR DISSEMINATION	49,909
CENTER FOR LABOR ED & RESEARCH INC FBO STUDENT IMMIGRANT MOVEMENT 3353 WASHINGTON STREET BOSTON, MA 02130		PC	STUDENT IMMIGRANT MOVEMENT DEFEND AND DEFY	50,000
CENTRAL SQUARE THEATER 450 MASSACHUSETTS AVENUE CAMBRIDGE, MA 02139		PC	UNTOLD STORIES CATALYST 2042 MATCHING CHALLENGE GRANT	25,000
CENTRAL SQUARE THEATER 450 MASSACHUSETTS AVENUE CAMBRIDGE, MA 02139		PC	COMMUNITY CONNECTIVITY/UNTOLD STORIES NEW PLAY PROGRAM	50,000
CENTRO PRESENTE INC 12 BENNINGTON ST SUITE 202 EAST BOSTON, MA 02128		PC	IMMIGRANT ORGANIZING FOR SOCIAL CHANGE	50,000
Total 3a				2,964,021

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>				
CHELSEA COLLABORATIVE INC 318 BROADWAY CHELSEA, MA 02150		PC	THE CHELSEA COLLABORATIVE	50,000
CHINESE PROGRESSIVE ASSOC 28 ASH STREET BOSTON, MA 02111		PC	FOR GENERAL OPERATING SUPPORT	50,000
CHINESE PROGRESSIVE ASSOC FBO IWCC 28 ASH STREET BOSTON, MA 02111		PC	IMMIGRANT WORKER CENTER COLLABORATIVE (IWCC)	50,000
CITIZENS' HOUSING & PLANNING ASSOC INC FBO MASSACHUSETTS SMART GROWTH 18 TREMONT STREET SUITE 401 BOSTON, MA 02108		PC	MA SMART GROWTH ALLIANCE GENERAL OPERATING SUPPORT 2017-2018	50,000
CITY LIFE VIDA URBANA PO BOX 300107 JAMAICA PLAIN, MA 02130		PC	BOSTON HOUSING ORGANIZING	65,000
Total 3a				2,964,021

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>				
COMMONWEALTH KITCHEN 196 QUINCY STREET DORCHESTER, MA 02121		PC	SCALING FOOD BUSINESSES FOR COMMUNITY ECONOMIC DEVELOPMENT AND WEALTH CREATION	50,000
COMMUNITY CATALYST INC ONE FEDERAL STREET BOSTON, MA 02110		PC	HEALTH CARE CONSUMER ADVOCACY TECHNICAL ASSISTANCE TO SUPPORT HEALTH CARE DEFENSE	50,000
COMMUNITY LABOR UNITED INC 6 BEACON STREET SUITE 910 BOSTON, MA 02108		PC	COMMUNITY LABOR UNITED	50,000
COMPANY ONE 539 TREMONT STREET STUDIO 202 BOSTON, MA 02116		PC	COMPANY ONETHEATRE'S ENGAGEMENT DEPARTMENT	50,000
COMPASS WORKING CAPITAL INC 89 SOUTH ST SUITE 804 BOSTON, MA 02111		PC	FINANCIAL COACHING & SAVINGS PROGRAM OPT-OUT PILOT IN CAMBRIDGE PUBLIC HOUSING	50,000
Total ▶ 3a				2,964,021

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>				
CONSERVATION LAW FOUNDATION 62 SUMMER STREET BOSTON, MA 02110		PC	LAWRENCE CANALS AND ALLEYWAYS COMMUNITY EMPOWERMENT PROJECT	90,000
COURAGEOUS PARENTS NETWORK 21 ROCHESTER ROAD NEWTON, MA 02458		PC	AWARENESS & MESSAGING CAMPAIGN FOR ON-DEMAND INTERVENTION FOR PARENTS OF SERIOUSLY ILL CHILDREN	31,000
CRIMINAL JUSTICE POLICY COALITION 549 COLUMBUS AVE BOSTON, MA 02118		PC	IMPROVE SERVICES TO PEOPLE CONVICTED OF SEX OFFENSES	48,000
DUDLEY STREET NEIGHBORHOOD INITIATIVE 504 DUDLEY ST ROXBURY, MA 02119		PC	DEVELOPMENT WITHOUT DISPLACEMENT	15,000
DUDLEY STREET NEIGHBORHOOD INITIATIVE 504 DUDLEY ST ROXBURY, MA 02119		PC	DEVELOPMENT WITHOUT DISPLACEMENT	35,000
Total 3a				2,964,021

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>				
ESSEX COUNTY COMMUNITY ORGANIZATION 74 SOUTH COMMON ST LYNN, MA 01902		PC	RACIAL AND ECONOMIC JUSTICE	60,000
GREATER BOSTON INTERFAITH ORGANIZATION SPONSORING COMM INC PO BOX 190892 ROXBURY, MA 02119		PC	THE GREATER BOSTON INTERFAITH ORGANIZATION	65,000
HEALTH CARE FOR ALL INC 1 FEDERAL STREET 5TH FLOOR BOSTON, MA 02110		PC	BUILDING HEALTH CARE POWER IN IMMIGRANT COMMUNITIES	50,000
JOIN FOR JUSTICE 359 BOYLSTON ST 4TH FLOOR BOSTON, MA 02116		PC	JEWISH ORGANIZING FELLOWSHIP	65,000
JUSTICE AT WORK 11 ARLINGTON STREET BOSTON, MA 02116		PC	FOR GENERAL OPERATING SUPPORT	50,000
Total ▶ 3a				2,964,021

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>				
LAWRENCE COMMUNITY WORKS INC 168 NEWBURY ST LAWRENCE, MA 01841		PC	LAWRENCE WORKING FAMILIES INITIATIVE	30,000
LAWYERS' COMMITTEE FOR CIVIL RIGHTS AND ECONOMIC JUSTICE INC 61 BATTERYMARCH ST 5TH FLOOR BOSTON, MA 02110		PC	LEGAL EMPOWERMENT CAMPAIGN	20,151
LAWYERS' COMMITTEE FOR CIVIL RIGHTS AND ECONOMIC JUSTICE INC 61 BATTERYMARCH ST 5TH FLOOR BOSTON, MA 02110		PC	LEGAL LITERACY, ADVOCACY, AND TECHNICAL ASSISTANCE FOR IMMIGRANTS	30,000
MA COMMUNITIES ACTION NETWORK 14 CUSHING AVE DORCHESTER, MA 02125		PC	LEADING EDGE OF RACIAL AND ECONOMIC JUSTICE	75,000
MA COMMUNITIES ACTION NETWORK FBO YOUTH JOBS COALITION 14 CUSHING AVE DORCHESTER, MA 02125		PC	CAPACITY BUILDING	50,000
Total 				2,964,021
3a				

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>				
MA IMMIGRANT & REFUGEE ADVOCACY COALITION 105 CHAUNCY STREET SUITE 901 BOSTON, MA 02111		PC	BUILDING POWER TOGETHER	75,000
MASS ASSOC OF COMMUNITY DEVELOPMENT CORP 15 COURT SQUARE SUITE 600 BOSTON, MA 02108		PC	MACDC COMMUNITY ENGAGEMENT AND ADVOCACY	50,000
MASSACHUSETTS COALITION OCCUPATIONAL SAFETY & HEALTH INC 1532B DORCHESTER AVE DORCHESTER, MA 02122		PC	MASSCOSH (MASSACHUSETTS COALITION FOR OCCUPATIONAL SAFETY & HEALTH)	50,000
MASS VOTER EDUCATION NETWORK INC 41 WEST STREET SUITE 700 BOSTON, MA 02111		PC	FOR GENERAL OPERATING SUPPORT	50,000
MASS VOTER EDUCATION NETWORK INC 41 WEST STREET SUITE 700 BOSTON, MA 02111		PC	FOR GENERAL OPERATING SUPPORT	125,000
Total ► 3a				2,964,021

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>				
MASSACHUSETTS AFFORDABLE HOUSING ALLIANCE 1803 DORCHESTER AVENUE DORCHESTER, MA 02124		PC	YES FOR A BETTER BOSTON	40,000
MASSACHUSETTS BUDGET & POLICY CENTER INC 15 COURT SQUARE SUITE 700 BOSTON, MA 02108		PC	OPERATING SUPPORT	90,000
MASSACHUSETTS LEGAL ASSISTANCE 7 WINTHROP SQUARE 2ND FLOOR BOSTON, MA 02110		PC	GREATER BOSTON IMMIGRANT DEFENSE FUND	25,000
MASSACHUSETTS SOCIETY FOR THE PREVENTION OF CRUELTY TO CHILDREN (MSPCC) 3815 WASHINGTON ST SUITE 2 JAMAICA PLAIN, MA 02130		PC	ADVOCACY FOR STATEWIDE ADOPTION OF A BEHAVIORAL URGENT CARE MODEL	50,000
NATIONAL ALLIANCE ON MENTAL ILLNESS OF MASSACHUSETTS THE SCHRAFFTS CENTER 529 MAIN ST SUITE 1M17 BOSTON, MA 02129		PC	CRIMINAL JUSTICE DIVERSION PROJECT	50,000
Total 3a				2,964,021

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				
NEIGHBOR TO NEIGHBOR MA EDUCATION FUND INC 15 COURT SQUARE STE 345 BOSTON, MA 02108		PC	WE RESIST WE PROTEST WE RISE ¹	50,000
NORTH SHORE WORKERS COMMUNITY FUND FBO NEW LYNN COALITION 112 EXCHANGE ST LYNN, MA 01901		PC	COMMUNITY BENEFITS CAMPAIGN PHASE 2 0	40,000
NORTHEASTERN UNIVERSITY FBO BOSTON AREA RESEARCH INITIATIVE 360 HUNTINGTON AVE BOSTON, MA 02115		PC	MOVING BEYOND THE CLASSROOM NEW MECHANISMS THAT ENABLE COMMUNITY ORGANIZATIONS TO UTILIZE BIG DATA	49,961
NORTHWEST ATLANTIC MARINE ALLIANCE INC PO BOX 7066 GLOUCESTER, MA 01930		PC	PUTTING OUR VALUES TO WORK - LAUNCHING A NEW MODEL FOR VALUES-BASED SEAFOOD BUSINESSES	50,000
RIGHT TO THE CITY ALLIANCE FBO RIGHT TO THE CITY BOSTON 388 ATLANTIC AVENUE SUITE 2 BROOKLYN, NY 11217		PC	FOR RIGHT TO THE CITY BOSTON GENERAL OPERATING SUPPORT	40,000
Total 3a				2,964,021

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>				
SCHOLARS STRATEGY NETWORK 675 MASSACHUSETTS AVE 8TH FL CAMBRIDGE, MA 02139		PC	ORGANIZING RESEARCHERS IN MASSACHUSETTS	50,000
SOMERVILLE COMMUNITY CORPORATION INC 337 SOMERVILLE AVENUE 2ND FLOOR SOMERVILLE, MA 02143		PC	DEVELOPMENT WITHOUT DISPLACEMENT	60,000
SOUTH BOSTON EN ACCION INC 10 LOGAN WAY BASEMENT SOUTH BOSTON, MA 02127		PC	LEADERSHIP ACADEMY	35,000
THE NEIGHBORHOOD DEVELOPERS 4 GERRISH AVE CHELSEA, MA 02150		PC	CHELSEA THRIVES	30,000
THEATER OFFENSIVE INC 565 BOYLSTON ST 3RD FLOOR BOSTON, MA 02116		PC	OUT IN YOUR NEIGHBORHOOD	50,000
Total 				2,964,021
3a				

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>				
TSNE MISSIONWORKS FBO MA VOTER TABLE NONPROFIT CENTER 89 SOUTH ST SUITE 700 BOSTON, MA 02111		PC	FOR MASSACHUSETTS VOTER TABLE 2017-2018	35,000
TSNE MISSIONWORKS FBO REAL FOOD CHALLENGE NONPROFIT CENTER 89 SOUTH ST SUITE 700 BOSTON, MA 02111		PC	REAL ACCOUNTABILITY FOR THE NEW FOOD ECONOMY	50,000
TSNE MISSIONWORKS FBO THE COMMONWEALTH SEMINAR NONPROFIT CENTER 89 SOUTH ST SUITE 700 BOSTON, MA 02111		PC	THE COMMONWEALTH SEMINAR MATCHING CHALLENGE GRANT	20,000
UTEC INC 15 WARREN ST 3 LOWELL, MA 01852		PC	UTEC'S SOJUST & ORGANIZING PATHWAYS TO LEADERSHIP	40,000
WALKBOSTON INC OLD CITY HALL 45 SCHOOL STREET BOSTON, MA 02108		PC	FURTHER STEPS TO ENGAGED COMMUNITIES	30,000
Total ▶ 3a				2,964,021

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>				
WESTERN MASSACHUSETTS TRAINING CONSORTIUM INC 187 HIGH STREET SUITE 202 HOLYOKE, MA 01040		PC	FINDING SHELTER THROUGH PEER SUPPORT	50,000
YOUTHBUILD USA INC FBO YOUTH ON BOARD 58 DAY STREET SOMERVILLE, MA 02144		PC	YOUTH ON BOARD FOR BOSTON STUDENT ADVISORY COUNCIL	40,000
COMMONWEALTH OF MASSACHUSETTS ONE ASHBURTON PLACE BOSTON, MA 02110		GOV	CITCC TAX CREDIT REFUND FROM FY2016	-30,000
Total ▶ 3a				2,964,021

TY 2016 Accounting Fees Schedule

Name: HERMAN AND FRIEDA L MILLER FOUNDATION
C/O GMA FOUNDATIONS

EIN: 13-7131926

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	6,100	0		6,100

TY 2016 Investments Corporate Bonds Schedule

Name: HERMAN AND FRIEDA L MILLER FOUNDATION
C/O GMA FOUNDATIONS

EIN: 13-7131926

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VARIOUS PUBLICLY TRADED SECURITIES	2,098,570	2,098,570

TY 2016 Investments Corporate Stock Schedule

Name: HERMAN AND FRIEDA L MILLER FOUNDATION
C/O GMA FOUNDATIONS

EIN: 13-7131926

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VARIOUS PUBLICLY TRADED SECURITIES	23,310,814	23,310,814

TY 2016 Investments Government Obligations Schedule

Name: HERMAN AND FRIEDA L MILLER FOUNDATION
C/O GMA FOUNDATIONS

EIN: 13-7131926

**US Government Securities - End
of Year Book Value:**

5,951,804

**US Government Securities - End
of Year Fair Market Value:**

5,951,804

**State & Local Government
Securities - End of Year Book
Value:**

513,710

**State & Local Government
Securities - End of Year Fair
Market Value:**

513,710

TY 2016 Investments - Other Schedule**Name:** HERMAN AND FRIEDA L MILLER FOUNDATION

C/O GMA FOUNDATIONS

EIN: 13-7131926

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BCM DISCOVERY OFFSHORE FUND	FMV	3,327,577	3,327,577
MOAB PARTNERS SERIES JAN 2000 OFFSHORE FUND	FMV	1,519,995	1,519,995
COVALENT	FMV	0	0
OUTRIDER	FMV	92,502	92,502
TWIN OFFSHORE	FMV	1,118,313	1,118,313
COMMONWEALTH	FMV	0	0
MARBLEGATE SPECIAL OPP 16	FMV	217,707	217,707
MARBLEGATE SPECIAL OPP 14	FMV	297,732	297,732
MARBLEGATE SPECIAL OPP 13	FMV	441,210	441,210
MARBLEGATE SPECIAL OPP 17	FMV	59,662	59,662
MARBLEGATE SPECIAL OPP 24	FMV	520,585	520,585
ALTIMETER CAPITAL SERIES A1 2017-10	FMV	605,692	605,692
MOAB PARTNERS SERIES AUG 2017 OFFSHORE FUND	FMV	507,101	507,101
STEELHEAD PATHFINDER	FMV	837,751	837,751
ALTIMETER CAPITAL SERIES A1 2017-11	FMV	218,423	218,423

TY 2016 Other Decreases Schedule

Name: HERMAN AND FRIEDA L MILLER FOUNDATION
C/O GMA FOUNDATIONS

EIN: 13-7131926

Description	Amount
UNREALIZED LOSS	190,467

TY 2016 Other Expenses Schedule

Name: HERMAN AND FRIEDA L MILLER FOUNDATION
C/O GMA FOUNDATIONS

EIN: 13-7131926

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE FILING FEES	500	0		500
POSTAGE	15	0		15
MISCELLANEOUS INVESTMENT DEDUCTIONS FROM K-1S	0	107,752		0
BOND AMORTIZATION	27,955	27,955		0

TY 2016 Other Income Schedule

Name: HERMAN AND FRIEDA L MILLER FOUNDATION
C/O GMA FOUNDATIONS
EIN: 13-7131926

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INCOME FROM PTP K-1S		-73,976	
ENERGY TRANSFER EQUITY, LP		26,024	
ENERGY TRANSFER PARTNERS, LP		-14,429	
KKR & CO LP		-9,658	
PARTNERSHIP DISTRIBUTION	405,379		405,379
MISCELLANEOUS INCOME	3,094		3,094
RETURN OF CAPITAL	4,060		4,060

TY 2016 Other Professional Fees Schedule

Name: HERMAN AND FRIEDA L MILLER FOUNDATION
C/O GMA FOUNDATIONS

EIN: 13-7131926

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GRANTS MANAGEMENT SERVICES	82,548	0		82,548
INVESTMENT MANAGEMENT FEES	129,319	129,319		0

TY 2016 Taxes Schedule

Name: HERMAN AND FRIEDA L MILLER FOUNDATION
C/O GMA FOUNDATIONS

EIN: 13-7131926

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	12,000	0		0
FOREIGN TAX	3,034	5,838		0