

201906

EXTENDED TO MAY 15, 2020

Return of Private Foundation

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

Do not enter social security numbers on this form as it may be made public.

Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2018 or tax year beginning

JUL 1, 2018

, and ending

JUN 30, 2019

Name of foundation
**THE EARL B. AND 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

D 1. Foreign organizations, check here

2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

G Check all that apply:

☐ Initial return

☐ Final return

☐ Address change

☐ Initial return of a former public charity

☐ Amended return

☒ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)

\$ 38,334,051.

J Accounting method:

☒ Cash

☐ Accrual

☐ Other (specify)

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(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 ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	26,315.	26,315.		STATEMENT 1
	4	Dividends and interest from securities	775,195.	775,195.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	330,492.			
	b	Gross sales price for all assets on line 6a	1,554,343.			
	7	Capital gain net income (from Part IV, line 2)		330,492.		
	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)				
	11	Other income	51,895.	89,426.		STATEMENT 3
	12	Total. Add lines 1 through 11	1,183,897.	1,221,428.		
	13	Compensation of officers, directors, trustees, etc	125,000.	7,812.		117,188.
	14	Other employee salaries and wages	60,776.	3,799.		56,977.
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 4	9,135.	9,135.		0.
	b	Accounting fees STMT 5	56,172.	44,300.		11,872.
	c	Other professional fees STMT 6	165,851.	122,850.		43,001.
	17	Interest				
	18	Taxes STMT 7	50,333.	8,607.		13,726.
	19	Depreciation and depletion				
	20	Occupancy	29,872.	1,867.		28,005.
	21	Travel, conferences, and meetings	3,848.	0.		3,848.
	22	Printing and publications	5,001.	313.		4,688.
	23	Other expenses STMT 8	48,210.	730.		47,389.
	24	Total operating and administrative expenses. Add lines 13 through 23	554,198.	199,413.		326,694.
	25	Contributions, gifts, grants paid	1,975,840.			1,975,840.
	26	Total expenses and disbursements. Add lines 24 and 25	2,530,038.	199,413.		2,302,534.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-1,346,141.			
	b	Net investment income (if negative, enter -0-)		1,022,015.		
	c	Adjusted net income (if negative, enter -0-)			N/A	

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**THE EARL B. AND LORAIN H. MILLER
FOUNDATION**

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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			
	2 Savings and temporary cash investments	1,675,142.	1,032,055.	1,032,055.
	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 STMT 9	1,005,834.	1,005,834.	1,049,606.
	b Investments - corporate stock STMT 10	17,887,506.	17,729,418.	23,969,805.
	c Investments - corporate bonds STMT 11	8,810,414.	8,810,414.	8,956,871.
	11 Investments - land, buildings, and equipment: basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 12	3,433,419.	2,888,453.	3,325,714.	
14 Land, buildings, and equipment: basis ▶ 20,349.				
Less accumulated depreciation STMT 13 ▶ 20,349.				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	32,812,315.	31,466,174.	38,334,051.	
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 ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	32,812,315.	31,466,174.	
	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	32,812,315.	31,466,174.		
31 Total liabilities and net assets/fund balances	32,812,315.	31,466,174.		

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	32,812,315.
2 Enter amount from Part I, line 27a	2	-1,346,141.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	31,466,174.
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	31,466,174.

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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 (for example, 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 CAPITAL GAINS DIVIDENDS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,507,131.		1,223,851.	283,280.
b 47,212.			47,212.
c			
d			
e			

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

(i) FMV 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			283,280.
b			47,212.
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	330,492.
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 doesn't 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))
2017	2,215,176.	38,756,408.	.057156
2016	472,170.	35,964,293.	.013129
2015	3,119,683.	34,684,247.	.089945
2014	4,045,979.	43,194,530.	.093669
2013	3,622,945.	40,457,842.	.089549

2 Total of line 1, column (d)	2	.343448
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.068690
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	36,833,779.
5 Multiply line 4 by line 3	5	2,530,112.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,220.
7 Add lines 5 and 6	7	2,540,332.
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	2,302,534.

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FOUNDATION**

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	20,440.
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	20,440.
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	20,440.
6 Credits/Payments:			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	22,986.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	5,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments Add lines 6a through 6d	7	27,986.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0.	
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	7,546.	
11 Enter the amount of line 10 to be: Credited to 2019 estimated tax ☐ 7,546. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 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? 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?		X
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. ☐ 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 2018 or the tax year beginning in 2018? See the 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

Part VII-A Statements Regarding Activities (continued)

	Yes	No
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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► EANDLMILLERFDN.COM	X	
14 The books are in care of ► DARICK J. SIMPSON Telephone no. ► (562) 493-4711 Located at ► 192 MARINA DRIVE, LONG BEACH, CA ZIP+4 ► 90803		
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 2018, 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. If "Yes," enter the name of the foreign country ►		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?	☐ 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. 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 2018?		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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? If "Yes," list the years ►	☐ Yes ☒ 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?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2018 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 2018.)	N/A	
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 2018?		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

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?

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

☐ Yes ☒ 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?

N/A

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?

☐ Yes ☒ No

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

1 List all officers, directors, trustees, and 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	60,776.	0.	0.

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

0

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3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

Total number of others receiving over \$50,000 for professional services	
Part IX-A	Summary of Direct Charitable Activities

Expenses

Part IX-B	Summary of Program-Related Investments
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Amount

Total. Add lines 1 through 3Form **990-PF** (2018)

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FOUNDATION

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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	32,818,628.
b	Average of monthly cash balances	1b	1,250,355.
c	Fair market value of all other assets	1c	3,325,716.
d	Total (add lines 1a, b, and c)	1d	37,394,699.
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	37,394,699.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	560,920.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	36,833,779.
6	Minimum investment return. Enter 5% of line 5	6	1,841,689.

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	1,841,689.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	20,440.
b	Income tax for 2018 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	20,440.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,821,249.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,821,249.
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	1,821,249.

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	2,302,534.
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	2,302,534.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,302,534.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,821,249.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013	1,648,363.			
b From 2014	1,943,794.			
c From 2015	1,392,325.			
d From 2016				
e From 2017	311,425.			
f Total of lines 3a through e	5,295,907.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$	2,302,534.			
a Applied to 2017, 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 2018 distributable amount				1,821,249.
e Remaining amount distributed out of corpus	481,285.			
5 Excess distributions carryover applied to 2018 (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:	5,777,192.			
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 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7	1,648,363.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	4,128,829.			
10 Analysis of line 9:				
a Excess from 2014	1,943,794.			
b Excess from 2015	1,392,325.			
c Excess from 2016				
d Excess from 2017	311,425.			
e Excess from 2018	481,285.			

Part XIV	Private Operating Foundations (see instructions and Part VII-A, question 9)
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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 2018, 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)

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

- b 85% of line 2a**

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

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

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

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

- a "Assets" alternative test - enter:
(1) Value of all assets

- (2) Value of assets qualifying under section 4942(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

[illegible]

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

- 1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., 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:

SEE STATEMENT 15

- 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:

THE EARL B. AND LORAIN H. MILLER
FOUNDATION

Form 990-PF (2018)

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Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED SCHEDULE		PC		1,975,840.
Total			▶ 3a	1,975,840.
b Approved for future payment				
SEE ATTACHED SCHEDULE		PC		5,569,000.
Total			▶ 3b	5,569,000.

Form 990-PF (2018)

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

823621 12-11-18

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	26,315.	26,315.	
TOTAL TO PART I, LINE 3	26,315.	26,315.	

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	822,407.	47,212.	775,195.	775,195.	
TO PART I, LINE 4	822,407.	47,212.	775,195.	775,195.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INCOME FROM UBS TRUMBELL AND TAP COMMUNITY FUNDS	51,286.	88,817.	
MISCELLANEOUS INCOME	609.	609.	
TOTAL TO FORM 990-PF, PART I, LINE 11	51,895.	89,426.	

FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	9,135.	9,135.		0.
TO FM 990-PF, PG 1, LN 16A	9,135.	9,135.		0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	56,172.	44,300.		11,872.
TO FORM 990-PF, PG 1, LN 16B	56,172.	44,300.		11,872.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	100,195.	100,195.		0.
CONSULTANTS	43,001.	0.		43,001.
CUSTODIAN FEES	22,655.	22,655.		0.
TO FORM 990-PF, PG 1, LN 16C	165,851.	122,850.		43,001.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	14,641.	915.		13,726.
FEDERAL EXCISE TAX	28,000.	0.		0.
FOREIGN TAXES WITHHELD ON DIVIDENDS	7,692.	7,692.		0.
TO FORM 990-PF, PG 1, LN 18	50,333.	8,607.		13,726.

FORM 990-PF	OTHER EXPENSES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE AND FAX	3,645.	228.		3,417.
POSTAGE	1,019.	64.		955.
DUES AND SUBSCRIPTIONS	2,250.	141.		2,109.
INSURANCE	4,709.	294.		4,415.
COMPUTER EXPENSE	21,851.	0.		21,851.
TABLES & EVENTS	9,874.	0.		9,874.
OTHER OFFICE EXPENSES	40.	3.		37.
MISCELLANEOUS	962.	0.		871.
ADVERTISING	470.	0.		470.
ADMINISTRATIVE ASSISTANT	3,390.	0.		3,390.
TO FORM 990-PF, PG 1, LN 23	48,210.	730.		47,389.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
PIMCO REAL RETURN FUND	X		1,005,834.	1,049,606.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,005,834.	1,049,606.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,005,834.	1,049,606.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SECURITIES (SEE ATTACHED SCHEDULE)	5,531,600.	8,569,886.
EUROPACIFIC GROWTH FUND	1,872,528.	3,455,196.
DFA EMERGING MARKETS	2,241,578.	2,068,504.
VANGUARD EXTENDED MARKET	1,595,776.	2,809,616.
DODGE & COX INTERNATIONAL STOCK FUND	3,499,304.	3,435,505.
VANGUARD S&P 500 INDEX FUND	2,988,632.	3,631,098.
TOTAL TO FORM 990-PF, PART II, LINE 10B	17,729,418.	23,969,805.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DODGE & COX INCOME FUND	3,356,806.	3,458,727.
METROPOLITAN WEST TOTAL RETURN	4,376,571.	4,363,615.
TIAA-CREF HIGH YIELD FUND	1,077,037.	1,134,529.
TOTAL TO FORM 990-PF, PART II, LINE 10C	8,810,414.	8,956,871.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
UBS TRUMBULL PROPERTY FUND	COST	2,456,674.	2,898,827.
TAP COMMODITY BUILDER FUND, LLC - CLASS A1	COST	431,779.	426,887.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,888,453.	3,325,714.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 13
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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 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.
RON R. ARIAS 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.
MARK SCHULTEN 192 MARINA DRIVE LONG BEACH, CA 90803	CHIEF INVESTMENT OFFICER 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.
RENITA SMITH 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

THE EARL B. AND LORAIN H. MILLER FOUNDATION
192 MARINA DRIVE
LONG BEACH, CA 90803

TELEPHONE NUMBER

NAME OF GRANT PROGRAM

562-493-4711

ARTS PROGRAM

FORM AND CONTENT OF APPLICATIONS

COVER PAGE: ORGANIZATION INFORMATION

REQUEST INFORMATION: ORGANIZATION BACKGROUND, PROJECT IMPACT AND ALIGNMENT,
EVALUATION, SUSTAINABILITY, GOVERNANCEATTACHMENTS: PROJECT BUDGET, MAJOR FUNDING SOURCES AND DOLLAR AMOUNTS FOR
THE ORGANIZATION FOR THE PAST TWO YEARS, CURRENT FINANCIAL STATEMENTS WITH
YEAR-TO-DATE ACTUALS, MOST RECENT YEAR-END FINANCIAL STATEMENT, MOST RECENT
IRS FORM 990, MOST CURRENT STRATEGIC AND/OR BUSINESS PLAN, BOARD OF
DIRECTORS LIST, CURRENT COPY OF 501(C)(3) LETTER OF DETERMINATION FROM IRS
AND FRANCHISE TAX BOARD

ANY SUBMISSION DEADLINES

MARCH 11, 2019

RESTRICTIONS AND LIMITATIONS ON AWARDS

ORGANIZATIONS MUST MEET ONE OF THE FOLLOWING BASIC ELIGIBILITY CRITERIA:

- NONPROFIT ORGANIZATIONS THAT ARE TAX EXEMPT UNDER IRS SECTION 501(C)3
- COMMUNITY GROUPS THAT HAVE A 501(C)3 ORGANIZATION SERVING AS THEIR FISCAL SPONSOR
- GOVERNMENT AGENCIES (E.G., CITY DEPARTMENT, PUBLIC SCHOOL) THAT ARE ABLE TO PROVIDE PROOF OF STATUS AS A GOVERNMENT ENTITY

HEALTH AND EDUCATION PROGRAM AREAS ARE BY INVITATION ONLY.

THE FOUNDATION WILL ONLY CONSIDER PROPOSALS FOR PROGRAMS AND SERVICES THAT
SERVE THE GREATER LONG BEACH COMMUNITY.

FORM 990-PF PAGE 1

990-PF

828111 04-01-18

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

THE EARL B AND LORAIN H MILLER FOUNDATION #95-2500545
PART XV - SUPPLEMENTARY INFORMATION
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
FYE 6/30/19

<u>RECIPIENT NAME & ADDRESS</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
HEALTH CARE			
ASSISTANCE LEAGUE OF LONG BEACH 6220 E SPRING STREET LONG BEACH, CA 90815-0664	PC - EXEMPT	ORTHODONTIC PROGRAM	40,000
CALIFORNIA AQUATIC THERAPY AND WELLNESS CENTER 6801 LONG BEACH BLVD LONG BEACH, CA 90805-1133	PC - EXEMPT	MOOVIN AND GROOVIN YOUTH AQUATIC PROGRAM	20,000
CHILDREN'S DENTAL HEALTH CLINIC 455 E COLUMBIA AVENUE, SUITE 32 LONG BEACH, CA 90806-1620	PC - EXEMPT	COMPREHENSIVE PEDIATRIC DENTAL TREATMENT FOR UNDERSERVED CHILDREN	100,000
FOR THE CHILD 4565 CALIFORNIA AVENUE LONG BEACH, CA 90807-1507	PC - EXEMPT	SAFETY NET SERVICES	65,000
RONALD MCDONALD HOUSE CHARITIES 500 E 27TH STREET LONG BEACH, CA 90806	PC - EXEMPT	CORE OPERATING SUPPORT	40,000
LONG BEACH ALLIANCE FOR CHILDREN WITH ASTHMA 2651 ELM STREET, SUITE 100 LONG BEACH CA 90806	PC - EXEMPT	SUPPORT COMMUNITY HEALTH WORKERS	70,000
NEW HOPE GRIEF SUPPORT COMMUNITY 3443 SAN ANSELME AVENUE LONG BEACH, CA 90808- 2729	PC - EXEMPT	PROGRAM EXPANSION SUPPORT	25,000
PATHWAYS VOLUNTEER HOSPICE 4645 WOODRUFF AVENUE LAKEWOOD, CA 90713	PC - EXEMPT	CHILDREN'S GRIEF COUNSELING AND EDUCATION PROGRAM	42,000
PROVIDENCE TRINITY CARE HOSPICE 5315 TORRANCE BLVD, SUITE B-1 TORRANCE, CA 90503	PC - EXEMPT	CORE OPERATING SUPPORT FOR TRINITY KIDS CARE	30,000
ST MARY MEDICAL CENTER FOUNDATION 1050 LINDEN AVENUE LONG BEACH, CA 90813	PC - EXEMPT	EYE-EXAMS, EYEGLASSES, AND STAFF TIME DEDICATED TO OPERATIONS OF THE SCREENING PROGRAM	25,000
STRAMISKI CHILDREN'S DEVELOPMENT CENTER 2650 ELM A VENUE, SUITE 301 LONG BEACH, CA 90806	PC - EXEMPT	BEHAVIORAL AND NEURODEVELOPMENT PROGRAM	80,000
THE CHILDREN'S CLINIC 701 E 26TH STREET, SUITE 200 LONG BEACH, CA 90806	PC - EXEMPT	PROGRAM SUPPORT - LOW INCOME CHILDREN THROUGH CROSS-COMMUNITY PROGRAM SUPPORT - HEALTH AND WELLNESS WORK WITH YOUNG CHILDREN IN CLINICAL SETTING	200,000

THE EARL B. AND LORRAINE H. MILLER FOUNDATION #95-2500545
 PART XV - SUPPLEMENTARY INFORMATION
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THE GUIDANCE CENTER 1301 PINE AVENUE LONG BEACH, CA 90813	PC - EXEMPT	PROGRAM SUPPORT - IT'S ABOUT TIME PROGRAM	90,000
HEALTH CARE TOTAL			827,000
EDUCATION			
AQUARIUM OF THE PACIFIC 320 GOLDEN SHORE, SUITE 350 LONG BEACH, CA 90802-4200	PC - EXEMPT	SCIENTIFIC LEARNING	41,000
BOY SCOUTS OF AMERICA 401 E 37TH STREET - NO PO BOX LONG BEACH, CA 90807	PC - EXEMPT	PROGRAM SUPPORT - SCOUTREACH	30,000
CAMP FIRE ANGELES 7070 EAST CARSON ST LONG BEACH, CA 90808-2353	PC - EXEMPT	CORE OPERATING PROGRAM SUPPORT - "LEARNING THAT LAST"	40,000
CHILDREN TODAY 2951 LONG BEACH BLVD LONG BEACH, CA 90806	PC - EXEMPT	PLAY HOUSE PROGRAMS	35,000
EARL B. MILLER JAPANESE GARDENS 1250 BELLFLOWER BLVD BAC-202 LONG BEACH, CA 90840-0004	PC - EXEMPT	CAPITAL PROJECT TO IMPROVE CAPACITY AND SUSTAINABILITY	125,000
LONG BEACH DAY NURSERY 1548 CHESTNUT AVE LONG BEACH, CA 90813	PC - EXEMPT	CORE OPERATING SUPPORT	40,000
LONG BEACH PUBLIC LIBRARY FOUNDATION PO BOX 65 PINE AVENUE, SUITE 875 LONG BEACH, CA 90802-4718	PC - EXEMPT	DICTIONARY PROJECT SPONSORSHIP	42,000
RANCHO LOS CERRITOS FOUNDATION 4600 VIRGINIA ROAD LONG BEACH, CA 90807-1916	PC - EXEMPT	LONG AGO IN LONG BEACH	40,000
YMCA - OF GREATER LONG BEACH 3605 LONG BEACH BLVD, SUITE 210 LONG BEACH, CA 90809	PC - EXEMPT	PROGRAM SUPPORT - 2ND GRADE INITIATIVE	35,000
EDUCATION TOTAL			428,000
THE ARTS			
ANGEL'S GATE CULTURAL CENTER 3601 S GAFFEY STREET SAN PEDRO, CA 90731	PC - EXEMPT	PROGRAM SUPPORT - MODEL ARTS SCHOOL	40,000

THE EARL B. AND LORAIN H. MILLER FOUNDATION #95-2500545
 PART XV - SUPPLEMENTARY INFORMATION
 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
 FYE 6/30/19

ARTS COUNCIL FOR LONG BEACH (PCA) DBA PUBLIC CORPORATION FOR THE ARTS 3350 ELM AVENUE LONG BEACH, CA 90802	PC - EXEMPT	PROGRAM SUPPORT - EYE ON DESIGN PROGRAM SUPPORT - STEVENSON ARTS	57,000
LONG BEACH CITY COLLEGE 4901 E. CARSON STREET -B-12 LONG BEACH, CA 90808	PC - EXEMPT	B E S T ARTS CONFERENCE	25,000
BROKUS PROJECT DANCE COMPANY 618-B MOULTON AVENUE LOS ANGELES, CA 90031	PC - EXEMPT	CLARA BARTON ELEMENTARY DANCE CLASSES	20,000
CITY HEARTS PO BOX 1314 TOPANGA, CA 90290	PC - EXEMPT	PROGRAM SUPPORT	22,000
DRAMATIC RESULTS 3310 LIME AVENUE SIGNAL HILL, CA 90755	PC - EXEMPT	PROGRAM SUPPORT - ALL STEAMED UP	75,000
INTERNATIONAL CITY THEATRE (ICT) 67 LONG BEACH BLVD LONG BEACH, CA 90802	PC - EXEMPT	PERFORMING ARTS CLASSROOM TEACHROOM (PACT)	45,000
LONG BEACH MUSEUM OF ART 2300 EAST OCEAN BLVD LONG BEACH CA 90803-2442	PC - EXEMPT	SUPPORT ARTS EDUCATION FOR LBUSD	45,000
LONG BEACH OPERA 3029 E. SOUTH STREET, 2ND FLOOR LONG BEACH, CA 90805	PC - EXEMPT	SUPPORT OF ON-CAMPUS PERFORMANCES SUPPORT OF WORKSHOPS SUPPORT OF CURRICULUM RESOURCES FOR TEACHERS	12,500
LONG BEACH SYMPHONY 249 E. OCEAN BLVD., SUITE 200 LONG BEACH, CA 90802	PC - EXEMPT	PROGRAM SUPPORT - FAMILY SERIES PROGRAM SUPPORT - MUSIC PLAYGROUND	75,000
LONG BEACH UNIFIED SCHOOL DISTRICT 1515 HUGHES WAY LONG BEACH, CA 90810	PC - EXEMPT	FUNDING TEACHER SALARY FUNDING ART SUPPLIES FOR STEVENSON SCHOOL	55,000
LONG BEACH UNITY FESTIVAL 3553 ATLANTIC AVENUE LONG BEACH, CA 90807	PC - EXEMPT	SKY KIDS CREATIVE ARTS EAGLES BASKETBALL AND MENTORING INTERNS AND LEADERSHIP DANCER IN ME LONG BEACH UNITY MUSIC & ARTS FESTIVAL	30,000
RICHARD AND KAREN CARPENTER PERFORMING ARTS CENTER 6200 E. ATHERTON ST LONG BEACH, CA 90815	PC - EXEMPT	CLASSROOM CONNECTIONS PROGRAM	40,000

THE EARL B. AND LORAIN H. MILLER FOUNDATION #95-2500545
 PART XV - SUPPLEMENTARY INFORMATION
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UNIVERSITY ART MUSEUM (CSULB 49ER FOUNDATION) 1250 BELLFLOWER BOULEVARD LONG BEACH, CA 90840	PC - EXEMPT	UNIVERSITY ART MUSEUM PLUGGED PROGRAM	30,000
ARTS TOTAL			<u>571,500</u>
SPECIAL PARTNERSHIPS			
THE NONPROFIT PARTNERSHIP 4900 E. CONANT STREET, BLDG 0-2, SUITE 225 LONG BEACH, CA 90802	PC - EXEMPT	CORE SERVICES PROGRAM	50,000
SPECIAL PARTNERSHIPS TOTAL			<u>50,000</u>
MISCELLANEOUS			
AQUARIUM OF THE PACIFIC 320 GOLDEN SHORE, SUITE 150 LONG BEACH, CA 90802-4200	PC - EXEMPT	PROGRAM SUPPORT - MISCELLANEOUS	12,000
CHILDREN TODAY "BIG BANG OF THE BAY" 737 PINE AVENUE, SUITE 201 LONG BEACH, CA 90813	PC - EXEMPT	PROGRAM SUPPORT - MISCELLANEOUS	2,500
BOY SCOUTS OF AMERICA 401 E. 37TH STREET - NO PO BOX LONG BEACH, CA 90807	PC - EXEMPT	PROGRAM SUPPORT - MISCELLANEOUS	2,000
EXPONENT PHILANTHROPY 1720 N STREET, NW WASHINGTON, DC 20036	PC - EXEMPT	PROGRAM SUPPORT - MISCELLANEOUS	750
LONG BEACH OPERA 3029 E. SOUTH STREET, 2ND FLOOR LONG BEACH, CA 90805	PC - EXEMPT	PROGRAM SUPPORT - MISCELLANEOUS	1,000
LONG BEACH UNITY FESTIVAL 3553 ATLANTIC AVENUE LONG BEACH, CA 90807	PC - EXEMPT	PROGRAM SUPPORT - MISCELLANEOUS	90
MEMORIAL MEDICAL CENTER FOUNDATION PO BOX 1428 LONG BEACH CA 90801-1428	PC - EXEMPT	PROGRAM SUPPORT - MISCELLANEOUS	2,500
RANCHO LOS ALAMITOS EDUCATION PROGRAM 6400 BIXBY HILL ROAD LONG BEACH, CA 90815-4706	PC - EXEMPT	PROGRAM SUPPORT - MISCELLANEOUS	6,000

THE EARL B. AND LORAIN H. MILLER FOUNDATION #95-2500545
PART XV - SUPPLEMENTARY INFORMATION
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
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RONALD MCDONALD HOUSE CHARITIES OF SO CAL 6919 W BERWYN CHICAGO, IL 90815	PC - EXEMPT	PROGRAM SUPPORT - MISCELLANEOUS	2,500
MISCELLANEOUS TOTAL			29,340
TRUSTEE DIRECTED			
AQUARIUM OF THE PACIFIC 320 GOLDEN SHORE, SUITE 150 LONG BEACH, CA 90802-4200	PC - EXEMPT	PROGRAM SUPPORT - MISCELLANEOUS	1,000
ANDY STREET COMMUNITY ASSOCIATION 4000 LONG BEACH BLVD. #305 LONG BEACH, CA 90807	PC - EXEMPT	PROGRAM SUPPORT - MISCELLANEOUS	1,500
CALIFORNIA AQUATIC THERAPY & WELLNESS CENTER 6801 LONG BEACH BLVD LONG BEACH, CA 90805-1133	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	2,500
THE CALIFORNIA-MEXICO STUDIES CENTER 551 N. STUDEBAKER ROAD LONG BEACH, CA 90814	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	3,000
CENTRO CHA 727 PINE AVENUE, 2ND FLOOR LONG BEACH, CA 90813	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	3,000
CHILDREN'S ADVOCACY CENTER 1650 E. BADILO ROAD, SUITE C COVINA, CA 91727	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	5,000
THE DESERT COMMUNITY FOUNDATION 75-105 MERLE DRIVE, SUITE 300 PALM DESERT, CA 92211	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	1,000
EARL B. MILLER JAPANESE GARDENS 1250 BELFLOWER BLVD LONG BEACH, CA 90840-0004	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	2,000
FOOD FINDERS 3744 N. INDUSTRY AVE., SUITE 401 LAKEWOOD, CA 90712	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	2,000

THE EARL B. AND LORAIN H. MILLER FOUNDATION #95-2500545
PART XV - SUPPLEMENTARY INFORMATION
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
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GROUND EDUCATION DAVE ERICKSON 6475 E. PACIFIC COAST HIGHWAY, #294 LONG BEACH, CA 90803	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	2,000
LOS ALAMITOS EDUCATION FOUNDATION 10293 BLOOMFIELD STREET LOS ALAMITOS, CA 90720	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	2,000
LONG BEACH MINISTER'S ALLIANCE 6285 E. SPRING STREET, #223 LONG BEACH, CA 90808	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	1,500
LONG BEACH SYMPHONY ASSOCIATION 555 E. OCEAN BLVD., SUITE 106 LONG BEACH, CA 90802	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	10,000
LONG BEACH RESCUE MISSION 1430 PACIFIC AVE LONG BEACH, CA, 90803	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	2,000
LONG BEACH RONALD MCDONALD HOUSE CHARITIES 6919 W. BERWYN CHICAGO, IL 90815	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	3,250
LONG BEACH UNITY FESTIVAL 3553 ATLANTIC AVENUE LONG BEACH, CA 90807	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	5,000
RANCHO LOS ALAMITOS FOUNDATION 6400 BIXBY HILL ROAD LONG BEACH, CA 90815-4706	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	1,250
RANCHO LOS CERRITOS FOUNDATION 4600 VIRGINIA ROAD LONG BEACH, CA 90807-1916	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	1,000
SPECIAL OLYMPICS 1600 FORBES WAY, SUITE 200 LONG BEACH, CA 90810	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	2,000
ST. LUKE'S EPISCOPAL CHURCH 525 E. 7TH STREET, PO BOX 20038 LONG BEACH, CA 90813	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	5,000
TICHENOR ORTHOPEDIA CLINIC 1660 TERMINO AVE LONG BEACH, CA, 90804	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	3,000
YMCA OF GREATER LONG BEACH - BIKE PROGRAM 525 E. 7TH STREET LONG BEACH CA 90813	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	1,000

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BOY SCOUTS OF AMERICA 401 E. 37TH STREET, PO BOX 7338 LONG BEACH, CA 90807-0338	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	1,000
FOR THE CHILD 4565 CALIFORNIA AVENUE LONG BEACH, CA 90807-1507	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	6,000
OPERATION JUMP START 3515 LINDEN AVENUE LONG BEACH, CA 90807	PC - EXEMPT	PROGRAM SUPPORT - TRUSTEE DIRECTED	3,000
		TRUSTEE DIRECTED TOTAL	70,000
		GRANT & CONTRIBUTION PAYMENT TOTAL	1,975,840

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<u>RECIPIENT NAME & ADDRESS</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
HEALTH CARE			
ASSISTANCE LEAGUE OF LONG BEACH 6220 E. SPRING STREET LONG BEACH, CA 90815-0664	PC - EXEMPT	ORTHODONTIC PROGRAM	20,000
CALIFORNIA AQUATIC THERAPY AND WELLNESS CENTER 6801 LONG BEACH BLVD LONG BEACH, CA 90805-1133	PC - EXEMPT	YOUTH WELLNESS PROGRAM	20,000
CHILDREN'S DENTAL HEALTH CLINIC 200 MARINA DRIVE LONG BEACH, CA 90806	PC - EXEMPT	COMPREHENSIVE PEDIATRIC DENTAL TREATMENT FOR UNDERSERVED CHILDREN	60,000
FOR THE CHILD 4565 CALIFORNIA AVENUE LONG BEACH, CA 90807-1507	PC - EXEMPT	PROGRAM SUPPORT	35,000
RONALD McDONALD HOUSE CHARITIES 6919 W. BERWYN CHICAGO, IL 90815	PC - EXEMPT	CORE OPERATING SUPPORT	20,000
NEW HOPE GRIEF SUPPORT COMMUNITY 3443 SAN ANSELME AVENUE LONG BEACH, CA 90808- 2729	PC - EXEMPT	PROGRAM EXPANSION SUPPORT	17,500
PATHWAYS VOLUNTEER HOSPICE 3701 MICHELSON STREET LAKEWOOD, CA 90712	PC - EXEMPT	CHILDREN'S GRIEF COUNSELING AND EDUCATION PROGRAM	20,000
PROVIDENCE TRINITY CARE HOSPICE 2601 AIRPORT DRIVE, SUITE 230 TORRANCE, CA 90505	PC - EXEMPT	CORE OPERATING SUPPORT FOR TRINITY KIDS CARE	20,000
ST. MARY MEDICAL CENTER FOUNDATION 1050 LINDEN AVENUE LONG BEACH, CA 90813	PC - EXEMPT	EYE-EXAMS, EYEGLASSES, AND OPERATION IN GREATER LONG BEACH AREA	20,000
STRAMISKI CHILDREN'S DEVELOPMENT CENTER 6216 E. PCH, #352 LONG BEACH, CA 90806	PC - EXEMPT	BEHAVIORAL AND NEURODEVELOPMENT PROGRAM	30,000
THE CHILDREN'S CLINIC 2790 ATLANTIC AVENUE LONG BEACH, CA 90806	PC - EXEMPT	BEHAVIORAL HEALTH SERVICES DEPARTMENT RECRUITMENT	100,000
THE GUIDANCE CENTER 4335 ATLANTIC AVENUE LONG BEACH CA 90807-2803	PC - EXEMPT	DIALECTICAL BEHAVIORAL THERAPY PROGRAM	50,000
HEALTH CARE TOTAL			412,500

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EDUCATION		
AQUARIUM OF THE PACIFIC 320 GOLDEN SHORE, SUITE 150 LONG BEACH, CA 90802-4200	PC - EXEMPT	SCIENTIFIC LEARNING 20,000
BOY SCOUTS OF AMERICA 401 E 37TH STREET, PO BOX 7338 LONG BEACH, CA 90807-0338	PC - EXEMPT	PROGRAM SUPPORT - SCOUTREACH 20,000
CAMP FIRE USA 7070 EAST CARSON ST LONG BEACH, CA 90808-2353	PC - EXEMPT	CORE OPERATING PROGRAM SUPPORT - "LEARNING THAT LAST" 20,000
CHILDREN TODAY PO BOX 21174 LONG BEACH, CA 90801-4174	PC - EXEMPT	PLAY HOUSE PROGRAMS 14,500
LONG BEACH DAY NURSERY 1548 CHESTNUT AVE LONG BEACH CA 90813	PC - EXEMPT	CORE OPERATING SUPPORT 30,000
LONG BEACH PUBLIC LIBRARY FOUNDATION 101 PACIFIC AVE LONG BEACH, CA 90822-1003	PC - EXEMPT	DICTIONARY PROJECT SPONSORSHIP 20,000
RANCHO LOS ALAMITOS FOUNDATION 6400 BIXBY HILL ROAD LONG BEACH, CA 90815-4706	PC - EXEMPT	SEISMIC STRENGTHENING OF THE RANCHO HOUSE 15,000
RANCHO LOS CERRITOS FOUNDATION 4600 VIRGINIA ROAD LONG BEACH, CA 90807-1916	PC - EXEMPT	PROGRAM SUPPORT 25,000
YMCA OF GREATER LONG BEACH 525 E 7TH STREET LONG BEACH CA 90813	PC - EXEMPT	PROGRAM SUPPRT - 3RD GRADE INITIATIVE 20,000
EDUCATION TOTAL		184,500
THE ARTS		
ANGEL'S GATE CULTURAL CENTER 3601 S GAFFEY STREET SAN PEDRO, CA 90731	PC - EXEMPT	PROGRAM SUPPORT - MODEL ARTS SCHOOL 30,000
ARTS COUNCIL FOR LONG BEACH (PCA) DBA PUBLIC CORPORATION FOR THE ARTS 110 PINE AVENUE, SUITE 1100 LONG BEACH, CA 90802	PC - EXEMPT	PROGRAM SUPPORT - EYE ON DESIGN PROGRAM SUPPORT - STEVENSON ARTS 30,000

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CITY HEARTS PO BOX 1314 TOPANGA, CA 90290	PC - EXEMPT	PROGRAM SUPPORT	12,000
DRAMATIC RESULTS 3310 LIME AVENUE SIGNAL HILL, CA 90755	PC - EXEMPT	ALL STEAMED UP PROGRAM	40,000
INTERNATIONAL CITY THEATRE (ICT) ONE WORLD TRADE CENTER, SUITE 300 LONG BEACH, CA 90832-2069	PC - EXEMPT	PERFORMING ARTS CLASSROOM TEACHING	30,000
LONG BEACH MUSEUM OF ART 2300 EAST OCEAN BLVD LONG BEACH CA 90803	PC - EXEMPT	SUPPORT ARTS EDUCATION FOR LBUSD	23,000
LONG BEACH OPERA 3029 E SOUTH STREET LONG BEACH, CA 90805	PC - EXEMPT	PROGRAM SUPPORT	22,000
LONG BEACH SYMPHONY 110 W OCEAN BLVD , SUITE 22 LONG BEACH, CA 90802	PC - EXEMPT	PROGRAM SUPPORT	20,000
LONG BEACH UNIFIED SCHOOL DISTRICT 333 W BROADWAY, SUITE #202 LONG BEACH, CA 90802	PC - EXEMPT	FUNDING "SMART START" PROGRAM	30,000
LONG BEACH UNITY FESTIVAL 3553 ATLANTIC AVENUE LONG BEACH, CA 90807	PC - EXEMPT	SKY KIDS CREATIVE ARTS EAGLES BASKETBALL AND MENTORING INTERNS AND LEADERSHIP DANCER IN ME LONG BEACH UNITY MUSIC & ARTS FESTIVAL	15,000
RICHARD & KAREN CARPENTER PERFORMING ARTS CENTER 6200 E ATHERON STREET LONG BEACH, CA 90815	PC - EXEMPT	PROGRAM SUPPORT	25,000
UNIVERSITY ART MUSEUM (CSULB 49ER FOUNDATION) 1250 BELLFLOWER BOULEVARD LONG BEACH, CA 90840	PC - EXEMPT	UNIVERSITY ART MUSEUM PLUGGED PROGRAM	15,000
ARTS TOTAL			<u>292,000</u>
SPECIAL PARTNERSHIPS			
LONG BEACH NONPROFIT PARTNERSHIP 4900 E CONANT STREET, BLDG 0-2, SUITE 225 LONG BEACH, CA 90802	PC - EXEMPT	CORE SERVICES PROGRAM PROGRAM SUPPORT - LB GIVES CAMPAIGN	30,000
SPECIAL PARTNERSHIPS TOTAL			<u>30,000</u>

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CAPITAL CAMPAIGN		
ASSISTANCE LEAGUE OF LONG BEACH 6220 E SPRING STREET LONG BEACH, CA 90815-0664	PC - EXEMPT	1,250,000
CHILDREN'S DENTAL HEALTH CLINIC 200 MARINA DRIVE LONG BEACH, CA 90806	PC - EXEMPT	400,000
THE CHILDREN'S CLINIC 2790 ATLANTIC AVENUE LONG BEACH, CA 90806	PC - EXEMPT	2,000,000
THE GUIDANCE CENTER 4335 ATLANTIC AVENUE LONG BEACH CA 90807-2803	PC - EXEMPT	1,000,000
	CAPITAL CAMPAIGN TOTAL	4,650,000
	GRANT & CONTRIBUTION APPROVED TOTAL	5,569,000