

Form 990-PF

Return of Private Foundation

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

Department of the Treasury Internal Revenue Service

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 1545-0057

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , and ending

Name of foundation: Lou and Connie Miller Charitable Foundation. A Employer identification number: 13-4222602

Number and street (or P.O. box number if mail is not delivered to street address): 2021 S Lewis. Room/suite: 240. B Telephone number: 918-745-0417

City or town, state or province, country, and ZIP or foreign postal code: Tulsa, OK 74104. 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. 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): \$ 12199330. J Accounting method: Cash. 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))

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes (cash basis only). Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

RECEIVED IN COPIES IRS - OSC - 25 AUG 26 2017

Lou and Connie Miller Charitable

Form 990 PF (2017)

Foundation

13-4222602

Page 2

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		73765.	134777.	134777.	
	2	Savings and temporary cash investments		1327864.	1383900.	1383900.	
	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 4		3656297.	4232189.	4345572.	
	b	Investments - corporate stock Stmt 5		1011782.	3737655.	4298766.	
	c	Investments - corporate bonds Stmt 6		1842247.	1966626.	2033067.	
	11	Investments land buildings, and equipment basis					
	Less accumulated depreciation						
12	Investments - mortgage loans						
13	Investments - other						
14	Land, buildings, and equipment, basis						
	Less accumulated depreciation						
15	Other assets (describe Federal Refund)		3248.	3248.	3248.		
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		7915203.	11458395.	12199330.		
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 <input type="checkbox"/>						
	and complete lines 24 through 26, and lines 30 and 31						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>						
	and complete lines 27 through 31						
	27	Capital stock, trust principal, or current funds		0.	0.		
28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.			
29	Retained earnings, accumulated income, endowment, or other funds		7915203.	11458395.			
30	Total net assets or fund balances		7915203.	11458395.			
31	Total liabilities and net assets/fund balances		7915203.	11458395.			

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	7915203.
2	Enter amount from Part I, line 27a	2	-325457.
3	Other increases not included in line 2 (itemize) Securities Transferred From Trust	3	3868649.
4	Add lines 1, 2, and 3	4	11458395.
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	11458395.

Form 990-PF (2017)

Lou and Connie Miller Charitable Foundation

Form 990 PF (2017)

13-4222602 Page 3

**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			
b See Attached Statement			
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			
b			
c			
d			
e 434610.		481882.	-44653.

(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			
b			
c			
d			
e			-44653.

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	-44653.
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	0.

**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))
2016	180984.	8059880.	.022455
2015	426474.	8201733.	.051998
2014	424516.	8335625.	.050928
2013	346815.	8399363.	.041291
2012	445718.	8193831.	.054397

2 Total of line 1, column (d)	2	.221069
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	.044214
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	9906407.
5 Multiply line 4 by line 3	5	438002.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3245.
7 Add lines 5 and 6	7	441247.
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	574556.

Lou and Connie Miller Charitable Foundation

Form 990-PF (2017)

13-4222602 Page 4

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	3245.
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	3245.
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	3245.
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	3248.
b	Exempt foreign organizations - tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	0.
7	Total credits and payments Add lines 6a through 6d	7	3248.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	3.
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <b>3.</b> 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
1b 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
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <b>\$ 0.</b> (2) On foundation managers <b>\$ 0.</b>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>\$ 0.</b>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered See instructions <b>OK</b>		
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 2017 or the tax year beginning in 2017? 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

N/A

Form 990-PF (2017)

Lou and Connie Miller Charitable Foundation

**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 ▶ N/A		X
14 The books are in care of ▶ <u>W Kirk Clausing</u> Telephone no ▶ <u>918-745-0417</u> Located at ▶ <u>2021 S Lewis Ste 240, Tulsa, OK</u> ZIP+4 ▶ <u>74104</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A		
16 At any time during calendar year 2017, 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here. N/A		
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 2017?		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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2017 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 2017.) 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 2017?		X

**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  N/A

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) N/A

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

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

**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
Max R Vowel 4821 S Sheridan Ste 225 Tulsa, OK 74145	President 10.00	12000.	0.	0.
W Kirk Clausing 2021 S Lewis Ste 240 Tulsa, OK 74104	Vice-President 10.00	12000.	0.	0.
Madeline K Gilmore 209 Palmer Dr Portland, TX 78374	Sec/Treas 1.00	12000.	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
NONE				

Total number of other employees paid over \$50,000 0

Lou and Connie Miller Charitable Foundation

Form 990-PF (2017)

13-4222602 Page 7

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services 0

**Part IX-A Summary of Direct Charitable Activities**

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

**Part IX-B Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
3 All other program-related investments. See instructions	
Total. Add lines 1 through 3	0.

Form 990-PF (2017)

Lou and Connie Miller Charitable Foundation

Form 990 PF (2017)

13-4222602 Page 8

**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	8593865.
b	Average of monthly cash balances	1b	1460153.
c	Fair market value of all other assets	1c	3248.
d	Total (add lines 1a, b, and c)	1d	10057266.
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	10057266.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	150859.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9906407.
6	Minimum investment return. Enter 5% of line 5	6	495320.

**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	495320.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	3245.	
b	Income tax for 2017 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b	2c	3245.	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	492075.	
4	Recoveries of amounts treated as qualifying distributions	4	0.	
5	Add lines 3 and 4	5	492075.	
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	492075.	

**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	574556.
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	574556.
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	3245.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	571311.

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.

Form 990-PF (2017)



Lou and Connie Miller Charitable Foundation

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				492075.
2 Undistributed Income If any as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				21385.
e From 2016				147383.
f Total of lines 3a through e	168768.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 574556.				
a Applied to 2016, 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 2017 distributable amount				492075.
e Remaining amount distributed out of corpus	82481.			
5 Excess distributions carryover applied to 2017 (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 and 4e Subtract line 5	251249.			
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 2016 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				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 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018 Subtract lines 7 and 8 from line 6a	251249.			
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				21385.
d Excess from 2016				147383.
e Excess from 2017				82481.

Lou and Connie Miller Charitable Foundation

**Part XIV Private Operating Foundations** (see instructions and Part VII A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, 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)

	Tax year				(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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					
3 Subtract line 2d from line 2c					
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)(ii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers**

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

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 7

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

Lou and Connie Miller Charitable Foundation

Form 990-PF (2017)

13-4222602 Page 11

**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)				
<b>a Paid during the year</b>				
Alzheimer's Association Department 2845 Tulsa, OK 74182		Public Charity	General Operations	2500.
Emergency Infant Services 222 S Houston Tulsa OK 74170		Public Charity	General Operations	3000
Oklahoma State University Foundation 400 S Monroe Stillwater, OK 74074		Public Charity	General Operations	210000.
The Center for Individuals With Physical Challenges 815 S Utica Ave Tulsa, OK 74104		Public Charity	General Operations	100000.
Tulsa Ballet 121 E 45th Pl Tulsa, OK 74105		Public Charity	General Operations	15000
<b>Total</b>	<b>See continuation sheet(s)</b>			<b>574556.</b>
<b>b Approved for future payment</b>				
None				
<b>Total</b>				<b>0</b>

Form 990-PF (2017)

Lou and Connie Miller Charitable Foundation

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, etc.

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

Table with 2 columns: 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.

**Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations**

- 1** Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
- a** Transfers from the reporting foundation to a noncharitable exempt organization of:
- (1) Cash
  - (2) Other assets
- b** Other transactions:
- (1) Sales of assets to a noncharitable exempt organization
  - (2) Purchases of assets from a noncharitable exempt organization
  - (3) Rental of facilities, equipment, or other assets
  - (4) Reimbursement arrangements
  - (5) Loans or loan guarantees
  - (6) Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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.

		Yes	No
1a(1)			X
1a(2)			X
1b(1)			X
1b(2)			X
1b(3)			X
1b(4)			X
1b(5)			X
1b(6)			X
1c			X

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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
N/A		

**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.

Signature of officer or trustee: W. Kirk Clausung Date: 1/8/2020 Title: Trustee

May the IRS discuss this return with the preparer shown below? See instr.

Yes  No

<b>Paid Preparer Use Only</b>	Print/type preparer's name W. Kirk Clausung, Inc	Preparer's signature <i>[Signature]</i>	Date 1/8/2020	Check <input checked="" type="checkbox"/> if self-employed	PTIN P01027005
	Firm's name ▶ W Kirk Clausung Inc			Firm's EIN ▶ 73-1136926	
	Firm's address ▶ 2021 S Lewis Ste 240 Tulsa, OK 74104			Phone no 918-745-0417	

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2 story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a Okla St Mun Pwr Supply Sys Rev Bonds		01/10/14	01/03/17
b Exxon Mobil Corp		02/26/09	02/02/17
c Linn Energy LLC 7.75%		07/21/15	02/28/17
d Linn Energy LLC 6.5%		09/21/15	02/28/17
e Texas St Mobility Fnd Texas Trans Commn 4.5%		12/13/13	04/03/17
f Texas St Mobility Fnd Texas Trans Commn 4.5%		12/13/13	04/03/17
g Texas St Mobility Fnd Texas Trans Commn 4.5%		12/13/13	04/03/17
h Raymond James LT Gain		Various	12/31/17
i			
j			
k			
l			
m			
n			
o			

(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 100000.		100000.	0.
b 41124.		36105.	5019.
c 21557.		61179.	-39622.
d 21929.		34598.	-12669.
e 10000.		10000.	0.
f 55000.		55000.	0.
g 185000.		185000.	0.
h			2619.
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0")
(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	
a			0.
b			5019.
c			-39622.
d			-12669.
e			0.
f			0.
g			0.
h			2619.
i			
j			
k			
l			
m			
n			
o			

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	-44653.
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	0.

Lou and Connie Miller Charitable  
Foundation

13-4222602

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Year (Continuation)				
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)				
C A S A 700 S Boston Ste 230 Tulsa, OK 74119		Public Charity	General Operations	4000
Tulsa Boys Home P O Box 1101 Tulsa, OK 74101		Public Charity	General Operations	15000
St Simeon's Episcopal Church Foundation 3701 N Cincinnati Tulsa, OK 74106		Public Charity	General Operations	2500
Clarehouse Inc 7617 S Mingo Rd Tulsa, OK 74133		Public Charity	General Operations	6330
Hispanic American Foundation 2210 S Main St Tulsa, OK 74114		Public Charity	Scholarship Fund	13950
Child Abuse Network, Inc 2829 S Sheridan Tulsa, OK 74129		Public Charity	General Operations	17500
Street School 1135 S Yale Ave Tulsa, OK 74112		Public Charity	General Operations	28100
Midwest Harp Festival 711 S Allegheny Ave Tulsa, OK 74112		Public Charity	General Operations	5000
Lindsey House 601 S Elgin Ave Tulsa, OK 74120		Public Charity	General Operations	5000
Junior League of Tulsa 3633 S Yale Ave Tulsa, OK 74135		Public Charity	General Operations	1000
Total from continuation sheets				244056

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Year (Continuation)				
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)				
Tulsa Opera 1610 S Boulder Ave Tulsa, Ok 74119		Public Charity	General Operations	5000
University of Oklahoma Foundation 100 Timberdell Rd Norman, OK 73019		Public Charity	General Operations	115000
Manna Girls' Home P O Box 483 Tulsa, OK 74101		Public Charity	General Operations	5826
Assistance League of Tulsa 5350 E 31st St Tulsa, OK 74135		Public Charity	General Operations	5000.
Hospice of Green Country 1120 S Boston Ste 200 Tulsa, OK 74119		Public Charity	General Operations	2500
Tulsa Historical Society & Museum 2445 S Peoria Tulsa, OK 74114		Public Charity	General Operations	1000
Big Brothers Big Sisters 1401 S Boulder Ave Ste 300 Tulsa, OK 74119		Public Charity	General Operations	5000
The Sherwin Miller Museum of Jewish Art 2021 E 71st St Tulsa, OK 74136		Public Charity	General Operations	4500
The Pencil Box 916 West 23rd St Tulsa, OK 74107		Public Charity	General Operations	100
Blessings of Joy, Inc 2446 E 51st St #A1 Tulsa, OK 74105		Public Charity	General Operations	1750
Total from continuation sheets				



Form 990-PF	Other Income			Statement	1
Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income		
KKR & Co LP	2374.	2374.	0.		
Total to Form 990-PF, Part I, line 11	2374.	2374.	0.		

Form 990-PF	Accounting Fees				Statement	2
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes		
	9810.	9810.	0.	0.		
To Form 990-PF, Pg 1, ln 16b	9810.	9810.	0.	0.		

Form 990-PF	Other Expenses				Statement	3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes		
Investment Fees	7724.	7724.	0.	0.		
To Form 990-PF, Pg 1, ln 23	7724.	7724.	0.	0.		

---



---

Form 990-PF                      U.S. and State/City Government Obligations                      Statement      4

---

Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
	X		4232189.	4345572.
Total U.S. Government Obligations			4232189.	4345572.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			4232189.	4345572.

---



---

Form 990-PF                                      Corporate Stock                                      Statement      5

---

Description	Book Value	Fair Market Value
	3737655.	4298766.
Total to Form 990-PF, Part II, line 10b	3737655.	4298766.

---



---

Form 990-PF                                      Corporate Bonds                                      Statement      6

---

Description	Book Value	Fair Market Value
	1966626.	2033067.
Total to Form 990-PF, Part II, line 10c	1966626.	2033067.

Form 990-PF

Grant Application Submission Information  
Part XV, Lines 2a through 2d

Statement 7

Name and Address of Person to Whom Applications Should be Submitted

W Kirk Clausing  
2021 S Lewis Ste 240  
Tulsa, OK 74104

Telephone Number

918-745-0417

Email Address

clausing@swbell.net

Form and Content of Applications

Letter with information for the trustees to make a decision concerning request. Include name, address, taxpayer identification number, type of organization, copy of the Form 990 filed and a copy of the IRS letter approving exempt status.

Any Submission Deadlines

None

Restrictions and Limitations on Awards

None