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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

2009

For calendar year 2009, or tax year beginning

, 2009, and ending

, 20

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation THE NANCY VICTOR S. JOHNSON JR. FOUNDATION, INC.		A Employer identification number 402-6073456
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 703 MURFRESBORO ROAD		B Telephone number (see page 10 of the instructions) 615-748-3000
	City or town, state, and ZIP code Nashville, TN 37210-4521		
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 244,374		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	
E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>			
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	128,105			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	56,134	56,134	56,134	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	7752			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		9752		
	8 Net short-term capital gain			1589	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	3169	3169	3169		
12 Total. Add lines 1 through 11	134,010	69,055	6,0992		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	743			
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	20			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	100			
	22 Printing and publications				
	23 Other expenses (attach schedule)	158			
	24 Total operating and administrative expenses. Add lines 13 through 23	1221			
	25 Contributions, gifts, grants paid	47,500			47,500
	26 Total expenses and disbursements. Add lines 24 and 25	48,721			47,500
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	130,1439				
b Net investment income (if negative, enter -0-)		69,055			
c Adjusted net income (if negative, enter -0-)			60,992		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	467786	1660620	2247576
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	80513	189118	194048
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	548299	1849738	2443724
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
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 type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	548299	1849738	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	548299	1849738	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	548299	1849738	

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 548299
2 Enter amount from Part I, line 27a	2 7301439
3 Other increases not included in line 2 (itemize) ▶	3
4 Add lines 1, 2, and 3	4 1849738
5 Decreases not included in line 2 (itemize) ▶	5
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 1849738

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 FIVE STAR OIL - 52 SHARES	D	8-7-09	8-23-09
b MEDCO HEALTH - 120 SHARES	D	1-11-01	7-23-09
c HERZOG - 20 SHARES	D	8-7-09	7-23-09
d TENET HEALTH - 900 SHARES	D	8-7-09	7-23-09
e LIFEPOINT HOSPITAL - 65 SHARES	P	5-11-99	7-23-09

(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 173		31	142
b 6725		209	6516
c 617		602	15
d 5220		3708	1512
e 1547		0	1547

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			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7 } 2 2.752

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions).
If (loss), enter -0- in Part I, line 8 3 1689

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see page 18 of 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))
2008	23650	1073486	2.20%
2007	446221	1051816	4.39%
2006	55900	1048422	5.33%
2005	33100	951017	4.11%
2004	42650	861071	4.95%

2 Total of line 1, column (d) 2 20.98

3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years 3 4.196

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 4 1449398

5 Multiply line 4 by line 3 5 60816

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 631

7 Add lines 5 and 6 7 61507

8 Enter qualifying distributions from Part XII, line 4 8 47500

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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. 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 type="checkbox"/> and enter 1% of Part I, line 27b	1	1381	00
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		
3	Add lines 1 and 2	3	1381	00
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1381	00
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1356	00
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	1356	00
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	25	00
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

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 page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		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. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes.</i>		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? <i>If "Yes," attach the statement required by General Instruction T.</i>		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?		
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ <u>TENNESSEE</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ <u>NONE</u>				
14	The books are in care of ▶ <u>LILLIAN B. JENKINS</u>	Telephone no. ▶ <u>615-748-3000</u>		
Located at ▶ <u>703 MURFREESBORO ROAD NASHVILLE TN</u>		ZIP+4 ▶ <u>37210-4521</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	<u>N/A</u>	

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 page 20 of the instructions)?	1b	<u>N/A</u>
Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions.)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2009 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 2009.)	3b	<u>N/A</u>
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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 2009?	4b	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 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ 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, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
VICTOR S. JOHNSON III 702 MURFreesboro Rd	DIRECTOR	-0-		-0-
LILLIAN B. JENKINS NASHVILLE, TN 37203	DIRECTOR	-0-		-0-

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

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

Total number of others receiving over \$50,000 for professional services ▶**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 THE FOUNDATION CONTRIBUTED DIRECTLY TO THE ARTS, RELIGIOUS ORGANIZATIONS, HOMELESS ORGANIZATIONS, EDUCATIONAL INSTITUTIONS, CHARITABLE HOSPITALS, AND SENIOR ORGANIZATIONS	-0-
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 NA	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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 1379481
b	Average of monthly cash balances	1b 191989
c	Fair market value of all other assets (see page 24 of the instructions)	1c —
d	Total (add lines 1a, b, and c)	1d 1471470
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e	
2	Acquisition indebtedness applicable to line 1 assets	2
3	Subtract line 2 from line 1d	3 1471470
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4 22072
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 1449398
6	Minimum investment return. Enter 5% of line 5	6 72470

Part XI Distributable Amount (see page 25 of the 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 72470
2a	Tax on investment income for 2009 from Part VI, line 5 2a 1381	
b	Income tax for 2009. (This does not include the tax from Part VI.) 2b	
c	Add lines 2a and 2b	2c 1381
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 71089
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 71089
6	Deduction from distributable amount (see page 25 of the instructions)	6
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 71089

Part XII Qualifying Distributions (see page 25 of the 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 47500
b	Program-related investments—total from Part IX-B	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	3a
b	Cash distribution test (attach the required schedule)	3b
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 47500
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 47500

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				71089
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			46245	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e				
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ <u>47500</u>				
a Applied to 2008, but not more than line 2a			46245	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2009 distributable amount				1255
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				69834
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

- [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 page 28 of the 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.

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a The name, address, and telephone number of the person to whom applications should be addressed: (615-742-2000)

LILLIAN B. JENKINS, 703 MURFREESBORO ROAD, NASHVILLE TN 37210

- b** The form in which applications should be submitted and information and materials they should include:

NAME : PURPOSE OF THE ORGANIZATION

- c Any submission deadlines:**

NONE

- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

NONE

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year			Purpose of all CONTRIBUTIONS IS TO ALLOW CHARITIES TO CARRY OUT THEIR CHARITABLE PURPOSE	
Total				3a 47,500
b Approved for future payment				
Total				3b

See SCHEDULE 2
ATTACHED

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					5613.26
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					9752
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a <u>CAPITAL GAINS</u>					3169
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)					
13 Total. Add line 12, columns (b), (d), and (e)					13

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

Line No.

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)

8, 11

THE INCOME PRODUCING ACTIVITIES ALLOWED THE FOUNDATION TO CONTRIBUTE TO SEVERAL WORTHY ORGANIZATIONS TO FURTHER EDUCATION, THE ARTS, RELIGION AND BENEVOLENCE IN THE UNITED STATES

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

[illegible]

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

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

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 or fiduciary) is based on all information of which preparer has any knowledge.

Leeann B. Jenkins
Signature of officer or trustee

5/13/10
Date

SECRETARY - TREASURER

Date _____

Check if self-employed ☒

Preparer's identifying
number (see **Signature** on
page 30 of the instructions)

Preparer's signature

54020

Firm's name (or yours if self-employed), address, and ZIP code

WENDY R. THORPE
4487 PALM PLAZA #35 NASHVILLE, TN 37204

EIN ▶

Phone no. 121-356-4242

THE NANCY: VICTOR S. JOHNSON, JR. FOUNDATION, INC.
FEIN 62-6073456

SCHEDULE 1 - Form 990-PF
December 31, 2009

1 of 2

STOCKS

<u>BEG. OF THE YEAR</u>			<u>END OF THE YEAR</u>		
<u>DESCRIPTION</u>	<u>SHARES</u>	<u>BOOK VALUE</u>	<u>SHARES</u>	<u>BOOK VALUE</u>	<u>MARKET VALUE</u>
PETROBRAS	20000	84672	27300	273032	743650
MICHELLER INV. INC.	800	6400	800	6400	19872
SIMON DEBARTLO	700	116856	1776	88072	141725
LIBERTY PPT TRST	235	5042	3207	100696	102656
LIFEPONT HZOP	55	0	—	—	—
SOUTHERN CO.	1500	35127	2500	66637	83300
HEALING & PER INV.	1000	25867	1000	25867	21460
DUKE ENERGY	400	7558	1600	26346	27536
GEN AM INV (G)	3295	102655	11095	270065	260287
GEN AM INV (PF)	4700	117328	17433	418867	437631
PLAINS EXP.	400	5581	1189	26079	32888
MEDCO HEALTH	116	0	—	—	—
KINDER MORGAN INC.	250	10147	1350	69259	32323
LEIGHTON INV.	375	10761	375	10761	7421
INTEGRAL MICRO	1000	17430	1000	17490	17450
SW GERMANY BANC.	1000	12206	2100	23550	32177
ADAMS EXPRESS	700	5830	5300	57674	58590
SPRINT ENERGY	200	3156	800	14526	16400
OVION INC.	—	—	19	817	710
FIVE STAR Q INC.	—	—	8	31	28
NOLEX INC.	—	—	1797	30980	33720

THE NANCY & VICTOR S. JOHNSON, JR. FOUNDATION, INC.
FEIN 62-6073456

SCHEDULE 1 - FORM 990-PF
December 31, 2009

2 of 2

STOCKS (CONT.)

<u>BEG. OF THE YEAR</u>			<u>END OF THE YEAR</u>		
<u>DESCRIPTION</u>	<u># SHARES</u>	<u>BOOK VALUE</u>	<u># SHARES</u>	<u>BOOK VALUE</u>	<u>MARKET VALUE</u>
NUVEEN MUN. VALUE	—	—	1427	13671	13828
REGIONS FINANCIAL	—	—	617	3042	3264
STAPLES INC.	—	—	2250	51637	55328
TYCO ELECO	—	—	19	416	466
TYCO INTL LTD	—	—	19	660	678
VANGUARD BOND FUND	—	—	2316.96	25050	24838
NATIONWIDE HEALTHCARE	—	—	700	23065	24626
PENN REAL EST. INVT	—	—	1425	9484	12056
SENIOR HOUSING PPTY	—	—	300	6446	6561
TOTAL		\$ 467786		\$ 1660620	\$ 2249676

OTHER

QUELOR INDEB GOOD	300	6000	300	5730
WADDIN INO. ALL	812	32480	1117	44680
WESTERN INV.	47233	47233	143638	143638
TOTAL		\$ 89913		\$ 189118
GRAND TOTAL		\$ 557700		\$ 2440854

The Nancy; Victor S. Johnson Jr. Foundation, Inc.
SCHEDULE OF CONTRIBUTIONS
SCHEDULE 2
December 31, 2009

Check #	Check Date	Payee	Amount	For
2757	3/16/2009	John Bolinger Scholarship Fund	\$ 1,000 00	memorial
2762	12/15/2009	First Steps, Inc	\$ 1,000 00	
2763	12/15/2009	Leelanau Historical Society	\$ 250 00	
2764	12/15/2009	Leelanau Conservancy	\$ 750 00	
2765	12/15/2009	Big Brothers Big Sisters	\$ 1,000 00	
2766	12/15/2009	Leland Township Public Library	\$ 1,000 00	
2767	12/15/2009	Blair School of Music	\$ 500 00	
2768	12/15/2009	Cheekwood	\$ 1,000 00	
2769	12/15/2009	Denison University	\$ 1,000 00	
2770	12/15/2009	Friends in General	\$ 500 00	
2771	12/15/2009	Friends of Radnor Lake	\$ 1,000 00	
2772	12/15/2009	Friends of Warner Parks	\$ 1,000 00	
2773	12/15/2009	Matthew 25	\$ 1,000 00	
2774	12/15/2009	Nashville Tree Foundation	\$ 1,000 00	
2775	12/15/2009	The Tennessee Historical Society	\$ 500 00	
2776	12/15/2009	The Hermitage	\$ 1,000 00	
2777	12/15/2009	Time to Rise Camps	\$ 500 00	
2778	12/15/2009	Traveler's Rest Plantation	\$ 500 00	
2779	12/15/2009	Vanderbilt University Law School	\$ 2,000 00	
2780	12/15/2009	Watkins Institute	\$ 500 00	
2782	12/15/2009	Trustees of Hamilton College	\$ 2,500 00	
2783	12/15/2009	Trustees of Hamilton College	\$ 2,500 00	
2784	12/15/2009	Meharry Medical College	\$ 1,000 00	
2785	12/15/2009	Brentwood Middle School	\$ 5,000 00	
2786	12/15/2009	Scales Elementary School	\$ 5,000 00	
2787	12/15/2009	Nashville Humane Association	\$ 4,500 00	
2788	12/15/2009	Amherst College	\$ 5,000 00	
2789	12/15/2009	Yale Law School	\$ 5,000 00	

Total 2009 YTD Contributions

\$ 47,500.00

THE NANCY VICTOR S. JOHNSON JR. FOUNDATION, INC.
FEIN 62-6073456
SCHEDULE 3 - FORM 990-PF
SCHEDULE 4 ASSET TRANSFER
DECEMBER 31, 2009

DURING CALENDAR YEAR 2008 BOTH VICTOR S. JOHNSON JR. AND NANCY JOHNSON DIED. IN 2009 THE FOUNDATION RECEIVED CASH AND OTHER ASSETS FROM TRUSTS THAT NANCY JOHNSON WAS THE BENEFICIARY TOTALING \$1,251,105 IN CASH, BONDS, AND STOCKS. ALL ASSETS IN THE FOUNDATION ARE DETAILED ON SCHEDULE 1 OF THIS TAX RETURN.