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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation: Lloyd K. Johnson Foundation

A Employer identification number: 51-0180842

Number and street (or P O box number if mail is not delivered to street address): 130 West Superior Street — Room/suite: 520

B Telephone number (see instructions): 218-726-9000

City or town, state, and ZIP code: Duluth MN 55802

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 ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization [X] 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) ▶ $ 19,001,220

J Accounting method ☐ Cash [X] Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

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Part I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ [X] if the foundation is **not** required to attach Sch. B				
3	Interest on savings and temporary cash investments	134,343	117,093		
4	Dividends and interest from securities	333,809	333,809		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-15,839			
b	Gross sales price for all assets on line 6a 1,871,448				
7	Capital gain net income (from Part IV, line 2)		0		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns & allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) Stmt 1	521	521		
12	**Total.** Add lines 1 through 11	452,834	451,423	0	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	97,400	24,350		73,050
14	Other employee salaries and wages	15,283	3,821		11,462
15	Pension plans, employee benefits	20,970	5,243		15,727
16a	Legal fees (attach schedule) See Stmt 2	748	187		561
b	Accounting fees (attach schedule) Stmt 3	4,260	1,065		3,195
c	Other professional fees (attach schedule) Stmt 4	51,558	51,558		
17	Interest				
18	Taxes (attach schedule) (see instructions) Stmt 5	7,040			
19	Depreciation (attach schedule) and depletion Stmt 6	4,584			
20	Occupancy	12,565	3,141		9,424
21	Travel, conferences, and meetings	1,212	303		909
22	Printing and publications	575			575
23	Other expenses (att sch) Stmt 7	10,330	2,479		7,462
24	**Total operating and administrative expenses.** Add lines 13 through 23	226,525	92,147	0	122,365
25	Contributions, gifts, grants paid	838,392			814,184
26	**Total expenses and disbursements.** Add lines 24 and 25	1,064,917	92,147	0	936,549
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-612,083			
b	**Net investment income** (if negative, enter -0-)		359,276		
c	**Adjusted net income** (if negative, enter -0-)			0	

Part II Balance Sheets

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

			Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	59,731	112,419	112,419
	2	Savings and temporary cash investments	40,010	27,405	27,405
	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 instructions)			
	7	Other notes and loans receivable (att schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	1,037	1,037	1,037
	10a	Investments—U S and state government obligations (attach schedule) Stmt 8	1,861,332	1,343,258	1,343,258
	b	Investments—corporate stock (attach schedule) See Stmt 9	60,447	60,447	60,447
	c	Investments—corporate bonds (attach schedule) See Stmt 10	859,808	1,321,051	1,321,051
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) See Statement 11	539,155	440,855	440,855
	14	Land, buildings, and equipment basis ▶ 13,285			
		Less accumulated depreciation (attach sch) ▶ Stmt 12 11,807	2,490	1,478	1,478
	15	Other assets (describe ▶ See Statement 13)	16,564,103	15,693,270	15,693,270
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	19,988,113	19,001,220	19,001,220
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	51,500	75,708	
	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 ▶ See Statement 14)	25	22	
	23	**Total liabilities** (add lines 17 through 22)	51,525	75,730	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	19,936,588	18,925,490	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	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 instructions)	19,936,588	18,925,490	
	31	**Total liabilities and net assets/fund balances** (see instructions)	19,988,113	19,001,220	

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	19,936,588
2	Enter amount from Part I, line 27a	2	-612,083
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	19,324,505
5	Decreases not included in line 2 (itemize) ▶ See Statement 15	5	399,015
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	18,925,490

DAA

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	See Worksheet			
b				
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				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
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	-15,839
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	-5

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	982,309	18,585,240	0.052854
2009	749,954	17,186,867	0.043635
2008	1,047,453	18,804,394	0.055703
2007	927,368	20,003,995	0.046359
2006	268,985	8,361,126	0.032171

2	**Total** of line 1, column (d)	2	0.230722
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.046144
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	19,551,358
5	Multiply line 4 by line 3	5	902,178
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,593
7	Add lines 5 and 6	7	905,771
8	Enter qualifying distributions from Part XII, line 4	8	936,549

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter (attach copy of letter if necessary—see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	3,593
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	3,593
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	3,593
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	7,040		
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	7,040
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	3,447
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 0 Refunded ▶			11	3,447

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		X
	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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? If "Yes," attach a detailed description of the activities	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		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?	6	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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MN			
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	8b	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		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)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ lloydkjohnsonfoundation.org

14 The books are in care of ▶ Joan Gardner-Goodno Telephone no ▶ 218-726-9000
130 W. Superior St
Located at ▶ Duluth MN ZIP+4 ▶ 55802

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

			Yes	No
16	At any time during calendar year 2011, 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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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 2011?	N/A	1c		
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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 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 2011)	N/A	3b		
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 2011?		4b		X

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

			Yes	No
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 instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	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? N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
See Statement 16				

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

(a) Name and address of each employee paid more than $50,000	(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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
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 (see instructions)

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

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	19,714,328
b	Average of monthly cash balances	1b	28,812
c	Fair market value of all other assets (see instructions)	1c	105,954
d	**Total** (add lines 1a, b, and c)	1d	19,849,094
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	19,849,094
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	297,736
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	19,551,358
6	**Minimum investment return.** Enter 5% of line 5	6	977,568

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	977,568
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,593		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,593
3	Distributable amount before adjustments Subtract line 2c from line 1			3	973,975
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	973,975
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	973,975

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	936,549
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	936,549
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	3,593
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	932,956

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				973,975
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			140,686	
b Total for prior years 20____ , 20____ , 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 936,549				
a Applied to 2010, but not more than line 2a			140,686	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				795,863
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (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 instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				178,112
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, 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	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a 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					

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))

N/A

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

N/A

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

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

a The name, address, and telephone number of the person to whom applications should be addressed

Joan Gardner-Goodno 218-726-9000
130 West Superior Street Duluth MN 55802

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

See Statement 17

c Any submission deadlines

See Statement 18

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

See Statement 19

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
See Statement 20				814,184
Total			▶ 3a	814,184
b Approved for future payment				
See Statement 21				75,708
Total			▶ 3b	75,708

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 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			14	134,343	
4 Dividends and interest from securities			14	333,809	
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			18	-15,839	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b Misc income - trust			14	521	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		452,834	0

13 Total. Add line 12, columns (b), (d), and (e) 13 452,834

(See worksheet in line 13 instructions 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 instructions)
N/A	

DAA

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(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) 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
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

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

Mark Hutchinson | 11/15/12 | President/CEO

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
Sharlene M. Killorin	Sharlene M. Killorin	11/14/12	
Firm's name ▶ Esterbrooks Scott Signorelli et.al., Ltd		PTIN P00036756	
Firm's address ▶ 302 W. Superior St., Ste.200 Duluth, MN 55802		Firm's EIN ▶ 41-1414667	
		Phone no 218-727-6846	

DAA

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization

(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2011

Attachment Sequence No **179**

Name(s) shown on return: Lloyd K. Johnson Foundation

Identifying number: 51-0180842

Business or activity to which this form relates: Indirect Depreciation

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 12 ▶	13	

Note: Do not use Part II or Part III below for listed property Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	3,571
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2011	17	1,013
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B—Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	4,584
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

There are no amounts for Page 2

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** — **2011**

For calendar year 2011, or tax year beginning , and ending

Name	Employer Identification Number
Lloyd K. Johnson Foundation	51-0180842

	(a) List and describe the kind(s) of property sold, e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
(1)	Capital gain distributions	P		12/30/11
(2)	2352.37 NSBC savings certificate	P	12/12/10	02/15/11
(3)	754.82 VANGUARD 500 INDEX FUND	P	09/07/06	02/18/11
(4)	221.361 VANGUARD 500 INDEX FD	P	11/13/07	02/18/11
(5)	GENERAL ELECTRIC CAP CORP NTS	P	10/12/06	04/28/11
(6)	ABBOTT LAB SR GLOBAL NTS	P	08/23/06	05/16/11
(7)	6,983.24 VANGUARD ST TREASURY FD ADM	P	02/06/09	05/17/11
(8)	FHLB 5.25%	P	09/15/06	06/10/11
(9)	774.233 SH VANGUARD ST TREASURY FD	P	09/07/06	06/17/11
(10)	6,957.328 VANGUARD ST TREAS FD	P	03/28/08	06/17/11
(11)	2,000 ISHARES MSCI EAFE	P		06/21/11
(12)	5,492.234 CALAMOS GR FD C	P		08/12/11
(13)	FNMA 1.7% CALLED	P	10/29/10	08/16/11
(14)	FHLB 5%	P	08/18/06	09/09/11
(15)	NSBC SAVINGS CERT	P	12/12/10	09/12/11

	(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)
(1)	55,054			55,054
(2)	2,352		2,352	
(3)	77,324		74,589	2,735
(4)	22,677		25,000	-2,323
(5)	100,000		100,220	-220
(6)	50,000		50,074	-74
(7)	75,000		75,978	-978
(8)	100,000		100,103	-103
(9)	75,000		76,508	-1,508
(10)	75,000		75,601	-601
(11)	116,576		135,058	-18,482
(12)	247,465		260,000	-12,535
(13)	100,000		100,005	-5
(14)	100,000		99,950	50
(15)	250,000		250,000	

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				55,054
(2)				
(3)				2,735
(4)				-2,323
(5)				-220
(6)				-74
(7)				-978
(8)				-103
(9)				-1,508
(10)				-601
(11)				-18,482
(12)				-12,535
(13)				-5
(14)				50
(15)				

2692 11/14/2012 2 32 PM

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

For calendar year 2011, or tax year beginning , and ending

2011

Name: Lloyd K. Johnson Foundation

Employer Identification Number: 51-0180842

	(a) List and describe the kind(s) of property sold, e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
(1)	FREDDIE MAC 3.00% CALLED	P	07/07/10	10/17/11
(2)	1,761.184 VANGUARD TOTAL INTL ST FD	P		11/07/11
(3)	796.686 DODGE & COX INTL ST	P		11/07/11
(4)	912.409 FIDELITY DIVERS INTL FD	P		11/07/11
(5)	FFCB 2.62% CALLED	P	11/01/10	11/09/11
(6)	837.802 DODGE & COX INTL STOCK	P		11/21/11
(7)	925.926 VANGUARD TOTAL INTL ST	P		11/21/11
(8)	264.578 VANGUARD 500 INDEX FD	P	09/07/06	12/13/11
(9)	4,608.295 VANGUARD ST TREAS FD ADM	P	03/28/08	12/13/11
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

	(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)
(1)	100,000		100,008	-8
(2)	50,000		61,001	-11,001
(3)	25,000		33,970	-8,970
(4)	25,000		25,192	-192
(5)	100,000		100,009	-9
(6)	25,000		34,660	-9,660
(7)	25,000		30,844	-5,844
(8)	25,000		26,145	-1,145
(9)	50,000		50,020	-20
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				-8
(2)				-11,001
(3)				-8,970
(4)				-192
(5)				-9
(6)				-9,660
(7)				-5,844
(8)				-1,145
(9)				-20
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Misc income - trust	$ 521	$ 521	$
Total	$ 521	$ 521	$ 0

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Legal Fees	$ 748	$ 187	$	$ 561
Total	$ 748	$ 187	$ 0	$ 561

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Accounting Fees	$ 4,260	$ 1,065	$	$ 3,195
Total	$ 4,260	$ 1,065	$ 0	$ 3,195

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Investment advisory & custodial	$ 51,558	$ 51,558	$	$
Total	$ 51,558	$ 51,558	$ 0	$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Federal excise tax	$ 7,040	$	$	$
Total	$ 7,040	$ 0	$ 0	$ 0

Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation

Description Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Office Furniture 2/28/07	$ 2,150	$ 1,478	200DB	7	$ 192	$	$
Office Furniture/Hom 3/01/07	1,376	946	200DB	7	123		
Art Work/Underwood Photos 6/01/07	300	206	200DB	7	27		
Art Work/Lizzard's 8/01/07	201	138	200DB	7	18		
Computer 3/01/07	2,972	2,458	200DB	5	343		
Computer 4/01/07	64	53	200DB	5	7		
Computer 5/01/07	170	141	200DB	5	19		
Computer Software 6/01/07	260	215	200DB	5	30		
Computer and Printer 11/18/09	2,221	1,588	200DB	5	254		
Sharp Copier 7/31/11	3,571		200DB	7	3,571		
Total	$ 13,285	$ 7,223			$ 4,584	$ 0	$ 0

Federal Statements

Statement 7 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
Bank charges				
Dues & memberships	1,475	369		1,106
Insurance	2,041	510		1,531
Parking expense	744	186		558
Promotion & website	390			
Office & postage	2,677	669		2,008
Telephone expense	2,978	745		2,234
Filing fee	25			25
Total	$ 10,330	$ 2,479	$ 0	$ 7,462

Federal Statements

Statement 8 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Agency account - see schedule att.	$ 1,861,332	$ 1,343,258	Market	$ 1,343,258
Total	$ 1,861,332	$ 1,343,258		$ 1,343,258

Statement 9 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
American Hardboard & Nuply Corp.	$ 60,447	$ 60,447	Market	$ 60,447
Total	$ 60,447	$ 60,447		$ 60,447

Statement 10 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Agency account - see schedule att.	$ 859,808	$ 1,321,051	Market	$ 1,321,051
Total	$ 859,808	$ 1,321,051		$ 1,321,051

Statement 11 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Cash equivalents	$ 539,155	$ 440,855	Market	$ 440,855
Total	$ 539,155	$ 440,855		$ 440,855

Federal Statements

Statement 12 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
Office furniture & equipment	$ 2,490	$ 13,285	$ 11,807	$ 1,478
Total	$ 2,490	$ 13,285	$ 11,807	$ 1,478

Federal Statements

Statement 13 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
Accrued investment income	$ 39,894	$ 36,828	$ 36,828
Equity mutual funds - scheduled	12,132,157	10,867,659	10,867,659
Fixed income mutual funds - schedule	4,063,394	4,474,398	4,474,398
Municipal bonds	328,038	314,385	314,385
Prepaid federal excise tax	620		
Total	$ 16,564,103	$ 15,693,270	$ 15,693,270

Statement 14 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Beginning of Year	End of Year
Federal excise tax payable	$	$
Accrued payroll taxes	25	22
Total	$ 25	$ 22

Statement 15 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
Unrealized investment losses	$ 399,015
Total	$ 399,015

Federal Statements

Statement 16 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Heidi Johnson 620 North 40th Avenue East Duluth MN 55804	Vice Pres.	2.00	0	0	0
Darryl E. Coons 145 Waverly Place Duluth MN 55803	Treas./CFO	2.00	0	0	0
Joan Gardner-Goodno 5532 Lester River Road Duluth MN 55804	Exec. Dir.	40.00	97,400	12,063	0
Mark C. Smithson 324 East Prescott Street Duluth MN 55808	Pres./CEO	2.00	0	0	0
Scott Harrison P.O. Box 268 Lutsen MN 55612	Trustee	2.00	0	0	0

Federal Statements

Statement 17 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

Submit "Letter of Intent" (see website) for consideration by staff - then submit Minnesota Common Grant Application form or "Short Form" (see website) if invited to apply. Additional information may be requested by Foundation staff.

Statement 18 - Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

January 15, April 15, July 15, and October 15 of each grant year.

Statement 19 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

The Foundation accepts applications from organizations located or providing services within Lake, Cook, and southern St. Louis counties in Minnesota. The Foundation's areas of interest include arts and culture, community and economic development, education, environment, and social welfare.

Federal Statements

Statement 20 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship	Status	Purpose	Amount
Arrowhead Chorale Duluth MN			Marketing support	3,500
LISC Duluth MN			AmeriCorps project	15,000
Lutheran Social Service Duluth MN			Program support	15,000
The Duluth Playhouse Duluth MN			Outreach Initiative	8,000
UMD - Sustainable Ag Duluth MN			Program development	10,000
Lake Superior College Duluth MN			Scholarships	19,296
Alano Society of Duluth, Inc. Duluth MN			Roof replacement	18,751
Arc Northland Duluth MN			Fetal alcohol spectrum disorders	14,050
Cook County Higher Education Grand Marais MN			Innovation project	25,000
Duluth Plant-a-Lot Community Garden Duluth MN			General operating support	10,000
Just Kids Dental Duluth MN			preventive dental health	10,000
Miller=Dwan Foundation Duluth MN			Amberwing Project	30,000
Northern Communities Land Trust Duluth MN			General operating support	25,000
Northwood Children's Services Duluth MN			Horticulture/gardening program	5,000
Sustainable Twin Ports Duluth MN			Training program	14,000
United Way of Greater Duluth Duluth MN			Smiles Across Duluth	5,000
Community Action Duluth Duluth MN			Jump Start Duluth - 2nd year	15,000

Federal Statements

Statement 20 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address Relationship	Status	Purpose	Amount
Conservation Corps Minnesota Duluth MN			Summer youth program	10,000
Courage Center Duluth Duluth MN			Youth Autism Program	15,000
Domestic Abuse Intervention Program Duluth MN			Duluth Supervised Visitation program	15,000
First Witness Child Abuse Resource Duluth MN			Safe and Strong Child program	15,000
Grand Marais Playhouse Inc Grand Marais MN			General operating support	6,000
Grant Community School Collaborativ Duluth MN			Program expansion	25,000
Hawk Ridge Bird Observatory Duluth MN			Experience Hawk Ridge	6,000
Institute for a Sustainable Future Duluth MN			Regional Food System program	5,000
Minnesota Council of Nonprofits Duluth MN			Capacity building	5,000
Minnesota Resource Center-Duluth Duluth MN			Bridging the Generational Empl Gap	5,000
ServeMinnesota Duluth MN			Reading Corps at Headstart	25,000
Vine, Inc Duluth MN			Repair/rewiring the Vine House	5,000
Arrowhead Regional Development Comm Duluth MN			Heart of the Continent project plng	10,000
College of St Scholastica Duluth MN			Improving Technology Literacy	16,900
Cook County Historical Society Grand Marais MN			Lighthouse display case	25,000
Cook County Schools ISD #166 Grand Marais MN			Acoustic panels	8,500
Duluth Children's Museum Duluth MN			Pathways support	15,000

Statement 20 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
Grand Portage Reservation Tribal Co Grand Portage MN			Equipment purchase	5,000
Hartley Nature Center Duluth MN			Capacity Building	20,000
Junior Achievement of the Upper MW Duluth MN			Program expansion	10,000
Minnesota Ballet Duluth MN			Outreach	8,000
North Shore Collaborative Grand Marais MN			TXT4LIFE Project	13,500
North Shore Health Care Fdn Grand Marais MN			Dental Health Program	10,000
Positive Energy for Youth Duluth MN			General Operating support	25,000
Scottish Rite Foundation of Duluth Duluth MN			General operating support	13,700
Union Gospel Mission Duluth MN			Purchase Food 2011 project and gen	10,000
Boulder Lake Environmental Learning Duluth MN			General operating support	10,000
Center for Regional and Tribal Duluth MN			Raising Healthy Amer Indian Children	25,000
Three Bridges Intl Chamber Music Duluth MN			Program support	5,000
Sugarloaf: The North Shore Duluth MN			Capacity bldg for NS Forest Collabor	16,500
Copeland Valley Youth Center Duluth MN			Capacity building	17,000
East Hillside PATCH Duluth MN			Mind2Mind program	10,000
Grand Marais Art Colony Grand Marais MN			Renovation and design	17,000
Minnesota Land Trust Duluth MN			St. Louis River Restoration Init	10,000

Federal Statements

Statement 20 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address Relationship	Status	Purpose	Amount
North House Folk School Duluth MN			Capacity Building	20,000
North Shore Health Care Fdn Care Pt Duluth MN			Care Partners program	10,000
SOAR Career Solutions Duluth MN			General operating support	20,000
Salvation Army Duluth MN			Emergency Food program	15,000
Wolf Ridge Environmental Learning Duluth MN			Year 2 Environ Sci Immersion	15,000
YWCA of Duluth Duluth MN			Program support	20,000
Lake Superior Community Theater Duluth MN			Program support	1,990
Kids Closet Duluth MN			Program support	1,950
WTIP NoShore Radio Duluth MN			Program support	1,800
Duluth Art Institute Duluth MN			Program support	1,500
City of Two Harbors Two Harbors MN			Program support	1,950
Animal Allies Duluth MN			Program support	1,923
City of Duluth Parks and Recreation Duluth MN			Program support	1,250
Duluth Festival Opera Duluth MN			Program support	1,999
Lake Superior College Duluth MN			scholarship	100
NorthShore Music Assoc Grand Marais MN			Program support	1,025
Cook County Local Energy Project Grand Marais MN			Capacity building	18,000

Federal Statements

Statement 20 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
Total				814,184

Statement 21 - Form 990-PF, Part XV, Line 3b - Grants and Contributions Approved for Future Pmt

Name / Address	Address / Relationship	Status	Purpose	Amount
Arrowhead Regional Corrections Duluth MN			Juvenile Detention Alternatives Init	25,000
City of Silver Bay-Eco Industrial P Silver Bay MN			Silver Bay Eco Park startup	60,000
City of Grand Marais-Active Living Grand Marais MN			Program support	7,500
Duluth Superior Symphony Orchestra Duluth MN			Music to You program	10,000
Johnson Heritage Art Gallery Duluth MN			accrue grant return	-26,792
Total				75,708