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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2013

For calendar year 2013, or tax year beginning , 2013, and ending

ARTHUR Q JOHNSON FOUNDATION
7855 IVANHOE AVENUE, SUITE 200
LA JOLLA, CA 92037

A Employer identification number
33-0953548

B Telephone number (see the instructions)
858-454-4837

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 ☒ 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, column (c), line 16)
\$ 2,517,598.

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

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 ☐

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 (att sch)

2 Ck ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

54,988.

54,988.

54,988.

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

-13,213.

b Gross sales price for all assets on line 6a 877,776.

7 Capital gain net income (from Part IV, line 2)

0.

8 Net short-term capital gain

28,646.

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

41,775.

54,988.

83,634.

13 Compensation of officers, directors, trustees, etc.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) See St 1

1,250.

1,250.

c Other prof fees (attach sch)

17 Interest

18 Taxes (attach schedule)(see instrs) See Stmt 2

2,634.

2,634.

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

See Statement 3

10,670.

5,457.

5,213.

24 Total operating and administrative expenses. Add lines 13 through 23

14,554.

8,091.

6,463.

25 Contributions, gifts, grants paid Part XV

127,500.

127,500.

26 Total expenses and disbursements. Add lines 24 and 25

142,054.

8,091.

0.

133,963.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-100,279.

b Net investment income (if negative, enter -0-)

46,897.

c Adjusted net income (if negative, enter -0-)

83,634.

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		17,114.		17,114.	
	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 (attach sch)					
		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)	1,834,047.	1,731,747.		2,500,484.	
	c	Investments — corporate bonds (attach schedule)					
	LIABILITIES	11	Investments — land, buildings, and equipment basis				
		Less accumulated depreciation (attach schedule)					
12		Investments — mortgage loans					
13		Investments — other (attach schedule)	15,093.				
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)	1,849,140.	1,748,861.		2,517,598.	
17		Accounts payable and accrued expenses					
18		Grants payable					
FUND ASSETS	19	Deferred revenue					
	20	Loans from officers, directors, trustees, & other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe)					
	23	Total liabilities (add lines 17 through 22)	0.	0.			
	24	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.					
	25	Unrestricted					
FUND BALANCES	26	Temporarily restricted					
		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, building, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds	1,849,140.	1,748,861.			
	30	Total net assets or fund balances (see instructions)	1,849,140.	1,748,861.			
31	Total liabilities and net assets/fund balances (see instructions)	1,849,140.	1,748,861.				

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	1,849,140.
2	Enter amount from Part I, line 27a	2	-100,279.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	1,748,861.
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	1,748,861.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a	TD AMERITRADE S/T- SEE ATTACHED	P	Various	Various
b	TD AMERITRADE L/T - SEE ATTACHED	P	Various	Various
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 86,715.		58,069.	28,646.
b 791,061.		832,920.	-41,859.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(j) Fair Market Value as of 12/31/69	(i) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			28,646.
b			-41,859.
c			
d			
e			

2 Capital gain net income or (net capital loss).	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	-13,213.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 </div>		3	28,646.

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 (column (b) divided by column (c))
2012	32,860.	1,835,793.	0.017900
2011	26,783.	2,035,221.	0.013160
2010	30,450.	1,644,260.	0.018519
2009	46,000.	1,622,532.	0.028351
2008	51,000.	1,765,562.	0.028886

2 Total of line 1, column (d)	2	0.106816
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	0.021363
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,223,958.
5 Multiply line 4 by line 3	5	47,510.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	469.
7 Add lines 5 and 6	7	47,979.
8 Enter qualifying distributions from Part XII, line 4	8	133,963.

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.

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

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	469.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	469.
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	469.
6 Credits/Payments:			
a 2013 estimated tax prmts and 2012 overpayment credited to 2013	6 a	1,000.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	1,000.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	531.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax 531. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for 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 \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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
4 a 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?		N/A
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?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) N/A		
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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		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? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>ARTHUR Q. JOHNSON</u> Telephone no <u>(858) 484-4837</u> Located at <u>7855 IVANHOE AVE, #210 LA JOLLA CA</u> ZIP + 4 <u>92037</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2013, 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
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1 c	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a 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 2013 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 2013)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2013?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?

5 b

N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6 a 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?

6 b

X

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

7 a 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

7 b

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
ARTHUR Q. JOHNSON 6929 FAIRWAY ROAD LA JOLLA, CA 92037	President 4.00	0.	0.	0.
NATALIE GUMINA 7855 IVANHOE AVE, #210 LA JOLLA, CA 92037	Secretary 2.00	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(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	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1 a	2,217,784.
b Average of monthly cash balances	1 b	40,041.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	2,257,825.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	2,257,825.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	33,867.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,223,958.
6 Minimum investment return. Enter 5% of line 5	6	111,198.

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	111,198.
2 a Tax on investment income for 2013 from Part VI, line 5	2 a	469.
b Income tax for 2013 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	469.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	110,729.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	110,729.
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	110,729.

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	1 a	133,963.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	133,963.
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	469.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	133,494.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				110,729.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0.	
b Total for prior years 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011	27,850.			
e From 2012	32,860.			
f Total of lines 3a through e	60,710.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 133,963.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2013 distributable amount				110,729.
e Remaining amount distributed out of corpus	23,234.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	83,944.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	83,944.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011	27,850.			
d Excess from 2012	32,860.			
e Excess from 2013	23,234.			

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

<div>Recipient</div> <div>Name and address (home or business)</div>	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 5				
Total			▶ 3a	127,500.
b Approved for future payment				
Total			▶ 3b	

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ARTHUR Q JOHNSON FOUNDATION

33-0953548

5/13/14

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Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	\$ 1,250.			\$ 1,250.
Total	\$ 1,250.	\$ 0.	\$ 0.	\$ 1,250.

Statement 2
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL TAXES	\$ 2,634.	\$ 2,634.		
Total	\$ 2,634.	\$ 2,634.	\$ 0.	\$ 0.

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FORIEGN TAXES	\$ 5,422.	\$ 5,422.		
GOLF TOURNAMENT	5,000.			\$ 5,000.
INVESTMENT EXPENSES	213.			213.
MISCELLANEOUS EXPENSE	35.	35.		
Total	\$ 10,670.	\$ 5,457.	\$ 0.	\$ 5,213.

Statement 4
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:
 Name: ARTHUR Q JOHNSON
 Care Of:
 Street Address: 7855 IVANHOE AVE #210
 City, State, Zip Code: LA JOLLA, CA 92037
 Telephone:
 E-Mail Address:
 Form and Content: GRANT WRITTEN APPLICATION WITH FINANCIAL STATEMENTS AND
 NEEDS OF ORGANIZATION
 Submission Deadlines: DECEMBER 1
 Restrictions on Awards: NONE

Client 17033

ARTHUR Q JOHNSON FOUNDATION

33-0953548

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Statement 5
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
KAPPA DELTA SORORITY 3205 PLAYERS LN MEMPHIS , TN 38125	NONE		TO HELP PREVENT CHILD ABUSE	\$ 500.
LAS PATRONAS P.O. BOX 1888 LA JOLLA, CA 92038	NONE		TO SUPPORT LAS PATRONAS	10,000.
SAN DIEGO POLICE FOUNDATION 444 W BEECH STREET SUITE 250 SAN DIEGO, CA 92101	NONE		TO SUPPORT SAN DIEGO'S LAW ENFORCEMENT	5,000.
SAN DIEGO CENTER FOR CHILDREN 3002 ARMSTRONG STREET SAN DIEGO , CA 92111	NONE		TO SUPPORT THE SAN DIEGO CENTER FOR CHILDREN	10,000.
FEEDING AMERICA SAN DIEGO 9455 WAPLES STREET SUITE 135 SAN DIEGO, CA 92121	NONE		TO SUPPORT FEEDING AMERICA SAN DIEGO	25,000.
THREADS AFRICA PO Box 61974 IRVINE, CA 92602	NONE		TO SUPPORT THE POOR IN AFRICA	1,000.
THE COMFORT CUB 2240 Encinitas Blvd. Suite D #110 ENCINITAS, CA 92024	NONE		TO SUPPORT THE COMFORT CUB	5,000.
BAY AREA OUTREACH AND RECREATION PROGRAM 3075 ADELINE STREET, SUITE 155 BERKELEY, CA 94703	NONE		TO SUPPORT THE BAY AREA OUTREACH PROGRAM	1,000.
WALDEN FAMILY SERVICES 6150 MISSION GORGE RD. SUITE 210 SAN DIEGO, CA 92120	NONE		TO SUPPORT WALDEN FAMILY SERVICES	15,000.
CHALLENGED ATHLETES FOUNDATION 9591 WAPLES STREET SAN DIEGO, CA 92121	NONE		TO SUPPORT THE CHALLENGED ATHLETES FOUNDATION	1,000.
MIRACLE BABIES 8745 AERO DRIVE SUITE 111 SAN DIEGO , CA 92123	NONE		TO SUPPORT MIRACLE BABIES	8,000.

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ARTHUR Q JOHNSON FOUNDATION

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Statement 5 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
PENINSULA WOMEN'S SOCCER LEAGUE PO BOX 420508 SAN DIEGO, CA 92142	NONE		TO SUPPORT PENINSULA WOMEN'S SOCCER LEAGUE	\$ 2,500.
HEART & HANDS ANIMAL RESCUE 635 Old Julian Highway RAMONA, CA 92065	NONE		TO SUPPORT ANIMAL RESCUE	1,000.
PEDAL THE CAUSE 512 VIA DE LA VALLE, SUITE 309 SOLANA BEACH, CA 92075	NONE		TO SUPPORT PEDAL THE CAUSE	7,000.
SCRIPPS HEALTH FOUNDATION 4275 Campus Point Ct. SAN DIEGO, CA 92121	NONE		TO SUPPORT LOCAL HOSPITALS	10,000.
SPIRIT OF CASA, INC P.O. Box 469 LA JOLLA, CA 92038	NONE		TO SUPPORT SPIRIT OF CASA, INC	4,000.
LA JOLLA PRESBYTERIAN CHURCH 7715 DRAPER AVENUE LA JOLLA, CA 92037	NONE		TO SUPPORT LOCAL CHURCH	5,000.
JOHN CARDINAL O'HARA SOCIETY 1100 Grace Hall NOTRE DAME, IN 46556	NONE		TO SUPPORT JOHN CARDINAL O'HARA SOCIETY	1,500.
SAN DIEGO SYMPHONY 1245 SEVENTH AVENUE SAN DIEGO, CA 92101	NONE		TO SUPPORT THE SAN DIEGO SYMPHONY	5,000.
RADY'S CHILDREN HOSPITAL FOUNDATION 1128 FIRST STREET CORONADO, CA 92118	NONE		TO SUPPORT LOCAL HOSPITAL	10,000.

Total \$ 127,500.

Mundoval Capital Management, Inc.
REALIZED GAINS AND LOSSES - SETTLED TRADES
Arthur Q. Johnson Foundation
From 12-31-12 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
08-22-2006	01-02-2013	200 00	SANOFI AVENTIS	9,114 97	9,495 45		380 48
11-30-2006	01-02-2013	300 00	SANOFI AVENTIS	12,854 92	14,243 17		1,388 25
11-30-2006	01-02-2013	500 00	SANOFI AVENTIS	21,424 87	23,734 52		2,309 65
07-25-2007	01-02-2013	100 00	SANOFI AVENTIS	4,309 90	4,739 40		429 50
07-25-2007	01-02-2013	400 00	SANOFI AVENTIS	17,239 59	18,995 61		1,756 02
07-23-2008	02-25-2013	1,000 00	CISCO SYSTEMS INC	21,599 89	21,166 77		-433 12
12-06-2010	02-25-2013	500 00	CISCO SYSTEMS INC	9,679 94	10,583 39		903 45
01-20-2011	02-25-2013	500 00	CISCO SYSTEMS INC	10,604 89	10,583 38		-21.51
05-12-2011	02-25-2013	500 00	CISCO SYSTEMS INC	8,814 49	10,583 39		1,768 90
07-13-2011	02-25-2013	1,000 00	CISCO SYSTEMS INC	15,698 99	21,166 77		5,467 78
11-04-2011	03-21-2013	2,100 00	HEWLETT PACKARD CO	54,166 89	47,958 68		-6,208 21
05-30-2012	03-21-2013	400 00	HEWLETT PACKARD CO	8,681 95	9,134 99	453 04	
08-03-2012	03-21-2013	500 00	HEWLETT PACKARD CO	9,148 99	11,418 73	2,269 74	
12-05-2012	03-21-2013	1,500 00	HEWLETT PACKARD CO	19,389 84	34,256 20	14,866 36	
10-16-2003	05-15-2013	700 00	PFIZER INC	21,544 60	20,039 64		-1,504 96
01-13-2005	05-15-2013	1,000 00	PFIZER INC	26,379 95	28,628 05		2,248 10
08-16-2005	05-15-2013	1,000 00	PFIZER INC	26,359 95	28,628 06		2,268 11
11-04-2011	05-22-2013	1,600 00	ABB LTD	29,045 01	35,494 81		6,449 80
11-04-2011	05-22-2013	800 00	ABB LTD	14,522 50	17,752 00		3,229 50
11-04-2011	05-22-2013	200 00	ABB LTD	3,630 63	4,435 98		805 35
11-04-2011	05-22-2013	400 00	ABB LTD	7,261 25	8,871 80		1,610 55
12-15-2011	06-20-2013	3,000 00	CORNING, INC	40,449 69	45,202 02		4,752 33
06-28-2012	06-20-2013	1,000 00	CORNING, INC	12,449 89	15,067 34	2,617 45	
08-22-2006	06-25-2013	1,000 00	MICROSOFT CORP	24,710 72	33,564 62		8,853 90
07-23-2008	06-25-2013	500 00	MICROSOFT CORP	12,854 94	16,782 31		3,927 37
01-20-2011	06-25-2013	300 00	MICROSOFT CORP	8,490 96	10,069 39		1,578 43
05-12-2011	06-25-2013	200 00	MICROSOFT CORP	5,177 67	6,712 92		1,535 25
04-28-2011	06-25-2013	2,658 00	AEGON N V	20,360 72	17,827 53		-2,533 19
07-23-2008	07-24-2013	2,000 00	BANK OF AMERICA CORP	54,909 79	29,329 69		-25,580 10
11-04-2011	07-24-2013	200 00	CITIGROUP INC COM	5,852 80	10,436 76		4,583 96
11-04-2011	07-24-2013	100 00	CITIGROUP INC COM	2,926 40	5,222 91		2,296 51
01-20-2011	07-24-2013	1,686 00	FRANCE TELECOM S A	35,837 49	16,485 04		-19,352 45
01-20-2011	07-24-2013	814 00	FRANCE TELECOM S A	17,305 64	7,958 97		-9,346 67
12-15-2011	07-24-2013	500 00	FRANCE TELECOM S A	8,134 94	4,888 80		-3,246 14
02-23-2012	07-24-2013	400 00	FRANCE TELECOM S A	6,065 59	3,911 04		-2,154 55
02-23-2012	07-24-2013	100 00	FRANCE TELECOM S A	1,513 84	977 76		-536 08
02-23-2012	07-24-2013	100 00	FRANCE TELECOM S A	1,513 79	977 76		-536 03
05-04-2012	07-24-2013	600 00	FRANCE TELECOM S A	8,361 93	5,866 57		-2,495 36
05-04-2012	07-24-2013	100 00	FRANCE TELECOM S A	1,391 90	977 76		-414 14
11-04-2011	07-24-2013	500 00	BNP PARIBAS ADR	10,001 85	14,779 75		4,777 90
06-15-2012	08-02-2013	0 26	TELEFONICA, S A	3 54	3 78		0 24
06-22-2009	08-06-2013	1,800 00	TELEFONICA, S A	38,373 39	25,845 44		-12,527 95
06-02-2010	08-06-2013	600 00	TELEFONICA, S A	11,663 97	8,615 15		-3,048 82
02-23-2012	08-06-2013	600 00	TELEFONICA, S A	10,353 93	8,615 15		-1,738 78
05-02-2012	08-06-2013	500 00	TELEFONICA, S A	7,504 99	7,179 29		-325 70
05-04-2012	08-06-2013	500 00	TELEFONICA, S A	7,404 94	7,179 29		-225 65
05-30-2012	08-06-2013	500 00	TELEFONICA, S A	5,973 99	7,179 29		1,205 30
06-15-2012	08-06-2013	105 00	TELEFONICA, S A	1,414 18	1,507 65		93 47
08-02-2012	08-28-2013	4,500 00	STAPLES INC COM	57,384 09	63,889 34		6,505 25
06-11-2007	11-19-2013	750 00	ASTRA ZENECA PLC	39,419 99	39,661 56		241 57
07-25-2007	11-19-2013	500 00	ASTRA ZENECA PLC	27,824 49	26,441 04		-1,383 45
07-22-2004	11-19-2013	800 00	ING GROEP NV SPON ADR	18,233 60	10,348 62		-7,884 98
07-22-2004	11-19-2013	700 00	ING GROEP NV SPON ADR	15,848 00	9,055 04		-6,792 96
07-22-2004	11-19-2013	500 00	ING GROEP NV SPON ADR	11,403 00	6,467 89		-4,935 11

Mundoval Capital Management, Inc.
REALIZED GAINS AND LOSSES - SETTLED TRADES
Arthur Q. Johnson Foundation
From 12-31-12 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
04-11-2013	12-11-2013	100.00	BAIDU INC	8,398.19	16,837.79	8,439.60	
TOTAL GAINS						28,646.19	71,366.92
TOTAL LOSSES						0.00	-113,225.91
TOTAL REALIZED GAIN/LOSS						28,646.19	-41,858.99

	890,988.85	877,776.05
Short Term	58,069	86,715
Long Term	832,920	791,061